

SLM CORP  
Form 8-K  
January 18, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

January 14, 2011

SLM CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

001-13251

52-2013874

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

12061 Bluemont Way, Reston, Virginia

20190

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(703) 810-3000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 1.01 Entry into a Material Definitive Agreement.**

On January 14, 2011, SLM Corporation (the "Company") and the related parties to the Company's asset-backed commercial paper ("ABCP") facility entered into an amendment to the existing agreement expanding the size and extending the multi-year ABCP facilities (the "Facility") which will continue to provide funding for the Company's federally-guaranteed student loans. The Facility amount is \$7.5 billion reflecting an increase of \$2.5 billion over the previously scheduled facility reduction. The scheduled maturity date of the facility is January 10, 2014. The company paid fees of \$2 million. The usage fee for the Facility remains unchanged at 0.50 percent over the applicable funding rate. The amended facility features two contractual reductions over the term. The first reduction is on January 13, 2012, to \$5.0 billion. The second reduction is on January 11, 2013, to \$2.5 billion. If the company fails to reduce the facility at either trigger point, the usage fee increases to a maximum of 2.00% over the applicable funding rate. If liquidity agreements are not renewed on the trigger dates the usage fee increases to 1.00 percent over the applicable funding rate on January 13, 2012 and 1.50 percent over the applicable funding rate on January 11, 2013.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Appointment of Jonathan C. Clark as Chief Financial Officer. On January 18, 2011, the Company announced the appointment of Jonathan C. Clark to the position of Executive Vice President and Chief Financial Officer of SLM Corporation (the "Company.") Immediately prior to this appointment, Mr. Clark served as the Company's Executive Vice President and Treasurer.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

*January 18, 2011*

SLM CORPORATION

By: */s/ Laurent C. Lutz*

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*Name: Laurent C. Lutz*

*Title: Executive Vice President and General Counsel*