

SLM CORP
Form 424B3
September 24, 2003

Pricing Supplement No. 3 dated September 17, 2003
(to Prospectus dated August 6, 2003
and Prospectus Supplement dated August 6, 2003)

Filed under Rule 424(b)(3)
File No. 333-107132

SLM Corporation
Medium Term Notes, Series A
Due 9 Months or Longer From the Date of Issue

| | | | | | |
|-------------------|---------------|----------------------|-------------------------------------|-------------------|---------------------------|
| Principal Amount: | \$750,000,000 | Floating Rate Notes: | <input checked="" type="radio"/> No | Fixed Rate Notes: | <input type="radio"/> Yes |
|-------------------|---------------|----------------------|-------------------------------------|-------------------|---------------------------|

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|----------------------|--------------------|---------------|--------------------|---------------|------------|
| Original Issue Date: | September 24, 2003 | Closing Date: | September 24, 2003 | CUSIP Number: | 78442F BF4 |
|----------------------|--------------------|---------------|--------------------|---------------|------------|

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|----------------|--------------------|----------------------------|---|---------------------|--------------|
| Maturity Date: | September 15, 2006 | Option to Extend Maturity: | <input checked="" type="radio"/> No If Yes, Final Maturity Date: <input type="radio"/> Yes | Specified Currency: | U.S. Dollars |
|----------------|--------------------|----------------------------|---|---------------------|--------------|

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|--|-------------------------------------|-------------------|-----------------|
| Redeemable at the option of the Company: | <input checked="" type="radio"/> No | Redemption Price: | Not Applicable. |
|--|-------------------------------------|-------------------|-----------------|

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|--|---------------------------|-------------------|-----------------|
| | <input type="radio"/> Yes | Redemption Dates: | Not Applicable. |
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| Repayment at the option of the Holder: | <input checked="" type="radio"/> No | Repayment Price: | Not Applicable. |
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| | <input type="radio"/> Yes | Repayment Dates: | Not Applicable. |
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Applicable to Floating Rate Notes Only:

Floating Rate Index:

| | |
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| <input type="radio"/> CD Rate | Index Maturity: Three Months. |
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| <input type="radio"/> Commercial Paper Rate | |
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|--------------------------------|---------------------------------------|
| <input type="radio"/> CMT Rate | Spread: Plus 20 basis points (0.20%). |
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| | |
|--|--|
| <input type="radio"/> Federal Funds Rate | |
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|---|-----------------------------|
| <input checked="" type="radio"/> LIBOR Telerate | Initial Interest Rate: TBD. |
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|-------------------------------------|--|
| <input type="radio"/> LIBOR Reuters | |
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| <input type="radio"/> Prime Rate | Interest Rate Reset Period: Quarterly. |
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o 91-Day Treasury Bill Rate

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| Reset Date(s): | Each March 15 th , June 15 th , September 15 th and December 15 th during the term of the Notes, subject to adjustment in accordance with the following business day convention, beginning December 15, 2003. | Interest Payment Date(s): | Each March 15 th , June 15 th , September 15 th and December 15 th during the term of the Notes, subject to adjustment in accordance with the following business day convention, beginning December 15, 2003. |
|----------------|---|---------------------------|---|

Banc of America Securities LLC

Citigroup

Morgan Stanley

Joint Book-Running Managers

**ABN AMRO Incorporated
JPMorgan**

**Deutsche Bank Securities
Wachovia Capital Markets**

Co-Managers

September 17, 2003

MTN 0048

| | | | |
|---------------------------------|--|---------------------|--|
| Interest Determination Date(s): | 2 London and New York Business Days prior to the related Reset Date. | Interest Period(s): | From and including the previous Interest Payment Date (or Original Issue Date, in the case of the first Interest Accrual Period) to but excluding the current Interest Payment Date (or Maturity Date, in the case of the last Interest Accrual Period). |
|---------------------------------|--|---------------------|--|

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|----------------------------|-----------------|-----------------|-------------|
| Lock-in Period Start Date: | Not Applicable. | Accrual Method: | Actual/360. |
|----------------------------|-----------------|-----------------|-------------|

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|------------------------|-----------------|------------------------|-----------------|
| Maximum Interest Rate: | Not Applicable. | Minimum Interest Rate: | Not Applicable. |
|------------------------|-----------------|------------------------|-----------------|

Form: Book-entry.

Denominations: \$10,000 minimum and integral multiples of \$1,000 in excess thereof.

Trustee: JPMorgan Chase Bank, formerly known as The Chase Manhattan Bank.

Agents: The following agents are acting as underwriters in connection with this issuance.

Agents

Principal Amount of Notes

| | |
|-----------------------------------|------------------|
| Banc of America Securities LLC | \$200,000,000.00 |
| Citigroup Global Markets Inc. | 200,000,000.00 |
| Morgan Stanley & Co. Incorporated | 200,000,000.00 |
| ABN AMRO Incorporated | 37,500,000.00 |
| Deutsche Bank Securities Inc. | 37,500,000.00 |
| J.P. Morgan Securities Inc. | 37,500,000.00 |

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Wachovia Capital Markets, LLC

37,500,000.00

Total

\$750,000,000.00

Issue Price: 100%.
Agents' Commission: 0.125%.
Net Proceeds: \$749,062,500.
Concession: None.
Reallowance: None.
CUSIP Number: 78442F BF4.
ISIN Number: US78442F BF45.

Obligations of SLM Corporation and any subsidiary of SLM Corporation are not guaranteed by the full faith and credit of the United States of America. Neither SLM Corporation nor any subsidiary of SLM Corporation (other than Student Loan Marketing Association) is a government-sponsored enterprise or an instrumentality of the United States of America.

MTN 0048
