

SLM CORP  
Form 424B3  
December 06, 2002

**Pricing Supplement No. 2 dated December 3, 2002  
(to Prospectus dated November 18, 2002  
and Prospectus Supplement dated November 18, 2002)**

**Filed under Rule 424(b)(3)  
File No. 333-90316**

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

Principal Amount: \$500,000,000	Floating Rate Notes: <input checked="" type="checkbox"/>	Fixed Rate Notes: <input type="checkbox"/>
Original Issue Date: December 6, 2002	Closing Date: December 6, 2002	CUSIP Number: 78442F AH1
Maturity Date: December 15, 2004	Option to Extend Maturity: <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Specified Currency: U.S. Dollars

Redeemable at the option of the Company:	If Yes, Final Maturity Date:	Redemption Price:	Not Applicable.
	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Redemption Dates:	Not Applicable.
Repayment at the option of the Holder:	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Repayment Price:	Not Applicable.
		Repayment Dates:	Not Applicable.

**Applicable to Floating Rate Notes Only:**

Floating Rate Index:	<input type="checkbox"/> CD Rate	Index Maturity: Three Months.
	<input type="checkbox"/> Commercial Paper Rate	Spread : Plus 15 basis points (.15%).
	<input type="checkbox"/> CMT Rate	Initial Interest Rate: 1.57%.
	<input type="checkbox"/> Federal Funds Rate	Interest Rate Reset Period: Quarterly.
	<input checked="" type="checkbox"/> LIBOR Telerate	
	<input type="checkbox"/> LIBOR Reuters	
	<input type="checkbox"/> Prime Rate	
	<input type="checkbox"/> 91-Day Treasury Bill Rate	
Reset Date(s):	Each March 15th, June 15th, September 15th and December 15th during the term of the Notes, subject to adjustment in accordance with the following business day convention, beginning March 17, 2003.	Interest Payment Date(s): Each March 15th, June 15th, September 15th and December 15th during the term of the Notes, subject to adjustment in accordance with the following business day convention, beginning March 17, 2003.

**Credit Suisse First Boston**

**JPMorgan**

Joint Book-Running Managers

**Banc of America Securities LLC**

**Barclays Capital Inc.**

**Deutsche Bank Securities**

**Goldman, Sachs & Co.**

**Merrill Lynch & Co.**

**Salomon Smith Barney**

December 3, 2002

Interest Determination Date:	2 London and New York Business Days prior to the related Reset Date.	Interest Period:	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
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Maturity Date, in the case of the last Interest Accrual Period).

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

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

Form: Book-entry.

Denominations: \$1,000 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
Credit Suisse First Boston Corporation	\$ 187,500,000
J.P. Morgan Securities Inc.	187,500,000
Banc of America Securities LLC	20,835,000
Barclays Capital Inc.	20,833,000
Deutsche Bank Securities Inc.	20,833,000
Goldman, Sachs & Co.	20,833,000
Merrill Lynch, Pierce, Fenner & Smith Incorporated	20,833,000
Salomon Smith Barney Inc.	20,833,000
Total	\$ 500,000,000

Issue Price: 100.0%.

Agents' Commission: 0.00%.

Concession: 0.00%.

Reallowance: 0.00%.

Net Proceeds: \$500,000,000.00

**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.**