

SLM CORP
Form 424B3
July 26, 2004

Pricing Supplement No. 40 dated July 20, 2004
(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: \$1,000,000,000	Floating Rate Notes: <input checked="" type="radio"/>	Fixed Rate Notes: <input type="radio"/>
-----------------------------------	---	---

Original Issue Date: July 26, 2004	Closing Date: July 26, 2004	CUSIP Number: 78442F CU 0
------------------------------------	-----------------------------	---------------------------

Maturity Date: July 25, 2008	Option to Extend Maturity: <input checked="" type="radio"/> No	Specified Currency: U.S. Dollars
	If Yes, Final Maturity Date: <input type="radio"/> Yes	

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

<input type="radio"/> Yes	Redemption Dates:	Not Applicable.
---------------------------	-------------------	-----------------

Repayment at the option of the Holder:	<input checked="" type="radio"/> No	Repayment Price:	Not Applicable.
--	-------------------------------------	------------------	-----------------

<input type="radio"/> Yes	Repayment Dates:	Not Applicable.
---------------------------	------------------	-----------------

Applicable to Floating Rate Notes Only:

Floating Rate Index:

<input type="radio"/> CD Rate	Index Maturity: Three Months.
-------------------------------	-------------------------------

<input type="radio"/> Commercial Paper Rate

<input type="radio"/> CMT Rate	Spread: Plus 21 basis points (0.21%).
--------------------------------	---------------------------------------

<input type="radio"/> Federal Funds Rate
--

<input checked="" type="radio"/> LIBOR Telerate	Initial Interest Rate: TBD.
---	-----------------------------

Edgar Filing: SLM CORP - Form 424B3

o LIBOR Reuters

o Prime Rate

Interest Rate Reset Period: Quarterly.

o 91-Day Treasury Bill Rate

ABN AMRO Incorporated
BNP PARIBAS
Goldman, Sachs & Co.
Morgan Stanley

Banc of America Securities LLC
Citigroup
Lehman Brothers
UBS Investment Bank

Barclays Capital
Credit Suisse First Boston
Merrill Lynch & Co.
Wachovia Securities

July 20, 2004

MTN 0085

Edgar Filing: SLM CORP - Form 424B3

Reset Date(s): Each January 25th, April 25th, July 25th and October 25th during the term of the Notes, subject to adjustment in accordance with the following business day convention, beginning October 25, 2004.

Interest Payment Date(s): Each January 25th, April 25th, July 25th and October 25th during the term of the Notes, subject to adjustment in accordance with the following business day convention, beginning October 25, 2004.

Interest Determination Date(s): 2 London and New York Business Days prior to the related Reset Date (or Original Issue Date in the case of the first Interest Period).

Interest Period(s): From and including the previous Interest Payment Date (or Original Issue Date, in the case of the first Interest Period) to but excluding the current Interest Payment Date (or Maturity Date, in the case of the last Interest 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
Lehman Brothers Inc.	\$ 199,000,000.00
Citigroup Global Markets Inc.	175,000,000.00
Merrill Lynch, Pierce, Fenner & Smith Incorporated	120,000,000.00
Goldman, Sachs & Co.	105,000,000.00
ABN AMRO Incorporated	100,000,000.00
Morgan Stanley & Co. Incorporated	70,000,000.00
Banc of America Securities LLC	65,000,000.00
Barclays Capital Inc.	54,000,000.00
Credit Suisse First Boston LLC	35,000,000.00
UBS Securities LLC	35,000,000.00
Wachovia Capital Markets, LLC	27,000,000.00
BNP Paribas Securities Corp.	15,000,000.00
Total	\$ 1,000,000,000.00

Issue Price: 100%.

Agents' Commission: 0.15%.

Net Proceeds: \$998,500,000.00.

Concession: 0.00%.

Reallowance: 0.00%.

CUSIP Number: 78442F CU 0.

ISIN Number: US78442FCU03.

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.

