

Edgar Filing: CLANCEY GREGORY J - Form 5

CLANCEY GREGORY J

Form 5

February 14, 2002

1. Name and Address of Reporting Person
Clancy, Gregory J.
11600 Sallie Mae Drive
Reston, VA 20193
2. Issuer Name and Ticker or Trading Symbol
USA Education, Inc. (SLM)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
2001
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
() Director () 10% Owner
(X) Officer (give title below) () Other (specify below)
Executive Vice President
7. Individual or Joint/Group Filing (Check Applicable Line)
(X) Form filed by One Reporting Person
() Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Trans- action Date (Month/ Day/ Year) | 3. Trans- action Code | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amou Secu Bene Owe End Year |
|----------------------|---|-----------------------------|--|-----|-------|---|
| | | | Amount | A/D | Price | |

Common Stock

66642

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. | 2. | 3. | 4. | 5. | 6. | 7. | 8. |
|------------------------------------|---|---|-----------------------|---|--|---|---|
| Title of Derivative Security | Price of Deriv- ative Security | Transac- tion Date (Month/ Day/Year) | Transac- tion Code | Acquired (A) Disposed (D) (A) (D) | Number of Derivative Securities (and Expiration Date (Month/Day/Year) Date Exer- cisable | Date Exercisable (Month/Day/Year) Expiration Date | Title and Amount of Underlying Securities |
| | | | | | | | Amount or Number of Shares |
| Stock Options (Right to buy) | \$81.89 | 08/22/2001 | A | | 9302 | 08/22/2002 06/14/2010 | Common Stock |
| Stock Options (Right to buy) | \$85.1 | 11/07/2001 | A | | 14659 | 11/07/2002 06/14/2010 | Common Stock |

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Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/Mary F. Eure (POA)

DATE
02/14/2002