

Edgar Filing: USA EDUCATION INC - Form 4

USA EDUCATION INC
 Form 4
 March 12, 2001

 | F O R M 4 |

U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] Check this box if
 no longer Subject
 to Section 16.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 Section 17(a) of the Public Utility Holding Company Act of 1935 or
 Section 30(f) of the Investment Company Act 1940

| | | | | | | |
|--|--------|----|---|--|--|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | 6. Relationship to Issuer | |
| Lord | Albert | L. | USA Education, Inc. | | | |
| (Last) (First) (MI) | | | of Reporting Person Year | | --- (give full name of reporting person) | |
| 11600 Sallie Mae Drive | | | 3. IRS or Soc. Sec. No. of Reporting Person (Voluntary) | | 4. Statement for Month/Year | |
| (Street) | | | | | February 2001 | |
| Reston VA 20193 | | | | | 5. If Amendment, Date of Original (Month/Year) | |
| (City) (State) (Zip) | | | | | 7. Indicate if this is a derivative security (Check one) | |
| | | | | | X Off | |
| | | | | | --- (give full name of reporting person) | |
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TABLE I - Non-Derivative Securities Acquired, Disposed of, or Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Mon/Day/Yr) | 3. Transaction Code (Instr. 8) | 4. Security Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | 5. Amount or Price (Instr. 3) |
|---------------------------------|----------------------------------|--------------------------------|---|-------------------------------|
| | | | Amount (A) or Price (D) | Owned as of Month (Instr. 3) |
| Common Stock | 02/08/2001 | M | 347458 A \$39.3393 | |
| Common Stock | 02/08/2001 | M | 222675 A \$43.0000 | |
| Common Stock | 02/08/2001 | M | 3500 A \$30.8571 | |
| Common Stock | 02/08/2001 | S | 336482 D \$68.0622 | |
| Common Stock | 02/08/2001 | F | 88995 D \$69.5000 | 32467 |

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Table with 12 columns and 12 rows, all cells are empty.

Explanation of Responses:

- (01) Includes shares acquired under the Employee Stock Purchase Plan.
(02) The options become exercisable in increments of one-third upon the Company's common s... New York Stock Exchange of \$42.86, \$57.15 and \$71.43, respectively, for five tra... ible on the ... eight... t 13, 2005) subject to the reporting person's continued service with the Company.
(03) These options become exercisable upon the Company's common stock having a closing pri... f \$51.60, for five days, they also become exercisable on the fifth ann... 2005), but no sooner than one year from the grant date.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/Mary F.

**Signature of

Note: File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are required to respond unless the form displays a currently valid OMD Number

Lord, Albert L.

USA Education, Inc.