

Edgar Filing: USA EDUCATION INC - Form 424B3

USA EDUCATION INC  
 Form 424B3  
 February 14, 2002

PRICING SUPPLEMENT NO. 12 DATED FEBRUARY 12, 2002  
 (TO PROSPECTUS DATED OCTOBER 31, 2001  
 AND PROSPECTUS SUPPLEMENT DATED DECEMBER 11, 2001)

\$3,000,000,000  
 USA EDUCATION, INC.  
 Medium Term Notes, Series A  
 Due 9 Months or Longer From the Date of Issue

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 Principal Amount: \$25,000,000 Floating Rate Notes:  Fixed Rate Notes:

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 Original Issue Date: February 15, 2002 Closing Date: February 15, 2002 CUSIP Number: \_\_\_\_\_

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 Maturity Date: April 26, 2004 Option to Extend Maturity:  No  Yes

Yes  
 If Yes, Final Maturity Date: \_\_\_\_\_

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 Redeemable at the option of the Company:  No  Yes Redemption Price: \_\_\_\_\_

Yes Redemption Dates: \_\_\_\_\_

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 Repayment at the option of the Holder:  No  Yes Repayment Price: \_\_\_\_\_

Yes Repayment Dates: \_\_\_\_\_

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 APPLICABLE TO FIXED RATE NOTES ONLY:

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 Interest Rate: \_\_\_\_\_ Interest Payment Date(s): \_\_\_\_\_

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 Interest Accrual Method: \_\_\_\_\_

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 APPLICABLE TO FLOATING RATE NOTES ONLY:  
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Floating Rate Index:  
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|  |                                   |
|--|-----------------------------------|
| <input type="checkbox"/> CD Rate                   | Index Maturity: Three Months.     |
| <input type="checkbox"/> Commercial Paper Rate     |                                   |
| <input type="checkbox"/> CMT Rate                  | Spread: Plus 16 basis points (.   |
| <input type="checkbox"/> Federal Funds Rate        |                                   |
| <input checked="" type="checkbox"/> LIBOR Telerate | Initial Interest Rate: 2.06%.     |
| <input type="checkbox"/> LIBOR Reuters             |                                   |
| <input type="checkbox"/> Prime Rate                | Interest Rate Reset Period: Quart |
| <input type="checkbox"/> 91-Day Treasury Bill Rate |                                   |

|  |   |
|--|---|
| Reset Date(s): Each January 25th, April 25th, July 25th and October 25th during the term of the Notes, beginning April 25, 2002, subject to following business day convention. | Interest Payment Date(s): Each January 25 and October 25 Notes, beginning following busin |
|--|---|

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|---|---|
| Interest Determination Date: 2 London and New York Business Days prior to the related Reset Date. | Interest Period: From and includ Payment Date (o the case of the Period) to but Interest Paymen the case of th 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 App |
|--|--------------------------------|

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.

Issue Price: 99.9784%.

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Agent's Commission: 0.0216%.

Net Proceeds: \$24,994,600.

Agent: J.P. Morgan Securities Inc. is acting as underwriter for this issuance.

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