UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM 8-K

Pursuant to Section 13 or 15 (d)

of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 30, 2021

Navient Corporation

(Exact name of registrant as specified in its charter)

001-36228 (Commission File Number) 46-4054283 (I.R.S. Employer Identification No.)

19801

(Zip Code)

123 Justison Street, Wilmington, Delaware (Address of principal executive offices)

Registrant's telephone number, including area code (302) 283-8000

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Delaware

(State or other jurisdiction

of incorporation)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company \Box

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, par value \$.01 per share	NAVI	The Nasdaq Global Select Market
6% Senior Notes due December 15, 2043	JSM	The Nasdaq Global Select Market

ITEM 7.01. REGULATION FD DISCLOSURE

Navient Corporation (the "Company") frequently provides relevant information to its investors via posting to its corporate website. On April 30, 2021, a presentation entitled "2021 1st Quarter Investor Deck" was made available on the Company's website at https://navient.com/investors. In addition, the presentation is being furnished herewith as Exhibit 99.1

The information contained in, or incorporated into, this Item 7.01, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

Exhibit No.	Exhibit
<u>99.1</u>	2021 1 st Quarter Investor Presentation
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NAVIENT CORPORATION (Registrant)

Date: April 30, 2021

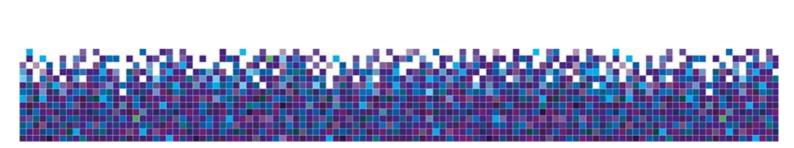
By: Name: Title:

/s/ Mark L. Heleen Mark L. Heleen Chief Legal Officer

NAVIENT

2021 1st Quarter Investor Deck

April 29, 2021



Forward-Looking Statements; Non-GAAP Financial Measures

The following information is current as of March 31, 2021 (unless otherwise noted) and should be read in connection with Navient Corporation's "Navient" Annual Report on Form 10-K for the year ended December 31, 2020 (the "2020 Form 10-K"), filed by Navient with the Securities and Exchange Commission (the "SEC") on February 26, 2021 and subsequent reports filed by Navient with the SEC. Definitions for capitalized terms in this presentation not defined herein can be found in the 2020 Form 10-K. This presentation contains "forward-looking statements", within the meaning of the federal securities laws, about our business, and other information that is based on management's current expectations as of the date of this presentation. Statements that are not historical facts, including statements about the company's beliefs, opinions or expectations and statements that assume or are dependent upon future events, are forward-looking statements and often contain words such as "expect," "anticipate," "intend," "plan," "believe," "see," "well," "would," "may," "could," "should," "goal," or "target." Forward-looking statements are subject to risks, uncertainties, assumptions and other factors that may cause actual results to be materially different from those reflected in such forward-looking statements.

- For Navient, these factors include, among others, the risks and uncertainties associated with: the severity, magnitude and duration of the COVID-19 pandemic, including changes in the macroeconomic environment, restrictions on business, individual or travel activities intended to slow the spread of the pandemic and volatility in market conditions resulting from the pandemic including interest rates, the value of equities and other financial assets;
- the risks and uncertainties associated with increases in financing costs;
 unanticipated increases in costs associated with compliance with federal, state or local laws and regulations;
- changes in the demand for asset management and business processing solutions or other changes in marketplaces in which we compete (including increased competition);
 changes in accounting standards including but not limited to changes pertaining to loan loss reserves and estimates or other accounting standards that may impact our operation
- · adverse outcomes in any significant litigation to which the company is a party;
- credit risk associated with the company's underwriting standards or exposure to third parties, including counterparties to hedging transactions; and
 changes in the terms of education loans and the educational credit marketplace (including changes resulting from the CARES Act or other new laws and the implementation of existing laws).

- The company could also be affected by, among other things: unanticipated repayment trends on loans including prepayments or deferrals in our securitization trusts that could accelerate or delay repayment of the bonds;
- · reductions to our credit ratings, the credit ratings of asset-backed securitizations we sponsor or the credit ratings of the United States of America;
- failures of our operating systems or infrastructure or those of third-party vendors;
 risks related to cybersecurity including the potential disruption of our systems or those of our third-party vendors or customers or potential disclosure of confidential customer information;
- damage to our reputation resulting from cyber-breaches, litigation, the politicization of student loan servicing or other actions or factors;
 failure to successfully implement cost-cutting initiatives and adverse effects of such initiatives on our business;
- · failure to adequately integrate acquisitions or realize anticipated benefits from acquisitions including delays or errors in converting portfolio acquisitions to our servicing platform
- changes in law and regulations whether new laws or regulations or new interpretations of existing laws and regulations applicable to any of our businesses or activities or those of our vendors, suppliers or customers;
- . changes in the general interest rate environment, including the availability of any relevant money-market index rate, including LIBOR, or the relationship between the relevant money-market index rate and the rate at which our assets are priced; • our ability to successfully effectuate any acquisitions and other strategic initiatives;

- activities by shareholder activits, including a proxy contest or any unsolicited takeover proposal;
 changes in general economic conditions; and
 the other factors that are described in the "Risk Factors" section of the 2020 Form 10-K and in our other reports filed with the Securities and Exchange Commission.

The preparation of the company's consolidated financial statements also requires management to make certain estimates and assumptions including estimates and assumptions about future events. These estimates or assumptions may prove to be incorrect and actual results could differ materially. All forward-looking statements contained in this release are gualified by these cautionary statements and are made only as of the date of this release. The company does not undertake any obligation to update or revise these forward-looking statements except as required by law.

Navient reports financial results on a GAAP basis and also provides certain non-GAAP performance measures, including Core Earnings, Adjusted Tangible Equity Ratio, and various other non-GAAP financial measures derived from Core Earnings. When compared to GAAP results, Core Earnings exclude the impact of: [1] mark-to-market gains/losses on derivatives; and [2] goodwill and acquired intangible asset amortization and impairment. Navient provides Core Earnings measures because this is what management uses when making management decisions regarding Navient's performance and the allocation of corporate resources. Navient Core Earnings are not defined terms within GAAP and may not be comparable to similarly titled measures reported by other companies. For additional information, see Core Earnings in Navient's first-quarter earnings release and pages 49 - 51 of this presentation for a further discussion and a complete reconciliation between GAAP net income and Core Earnings.

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NAVIENT

We are the leader in education loan management and business processing solutions for education, healthcare and government clients at the federal, state and local levels

We help our clients and millions of Americans achieve financial success through our services and support, leveraging our 45+ years of data, analytics and processing experience and excellence

Originations Franchise and Existing Loan Portfolio Generate Significant Cash Flows

- ✓ Our originations platform with its low-cost to acquire model generates highly accretive loans
- ✓ Education loan portfolios will generate predictable and stable cash flows over 20+ years

Leveraging Our Scalable Technology Platform to Deliver Value

- Through our dynamic operating model, we continue to deliver solutions to a broad universe of customers
- ✓ Optimized scale and infrastructure leave us well positioned for continued EBITDA growth

Disciplined Expense Management & Prudent Capital Allocation

✓ We drive efficiency through continuous expense rationalization throughout the business ✓ Focused on maintaining our dividend and returning excess capital to shareholders

Executing on our long-term value-creation strategy and utilizing our core strengths

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Delivering Long-term Value

Federal Education Loans Segment	Consumer Lending Segment	Business Processing Segment
 Providing payment relief to borrowers impacted by COVID-19 	 Originated \$1.7 billion of high- quality Private Education Loans, meeting our mid teens ROE target return thresholds 	 Over 4,500 Navient employees support our state and municipal clients through unemployment insurance, contact tracing, and vaccine administration
 Improved net interest margin from 81 bps to 97 bps, year over year, as our portfolio continues to benefit from a favorable interest rate 	 ✓ Demonstrated the value of our franchise, through highly accretive loan sale 	 ✓ New contracts drove year over year revenue expansion
 environment and a lower cost of funds Actively assisted borrowers, 	 ✓ Actively assisted borrowers, 	 despite unprecedented disruption ✓ Affirmed our franchise value
decreasing our delinquency rate from 10.5% to 8.3% year over year	decreasing our delinquency rate from 3.6% to 2.3% year over year	through our technology enabled platform and differentiated expertise
97 bps NIM	299 bps NIM	29% EBITDA margin ¹
Note: Data is as of 3/31/2021. 1 Item is a non-GAAP financial measure. See pages 49 - 51 for a description 2021 Navient Solutions, LLC. All rights reserved.	and reconciliation.	=

Originating Education Loans is An Attractive Opportunity

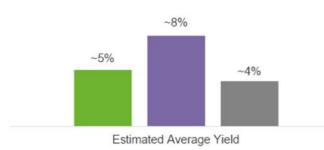
Sizable Market With Attractive Yields1

Estimated Total Market Annual Originations and Yields (\$'s in billions)

- Grad PLUS
- In-School Private Education Loans







¹ Source: Navient estimates for total originations based on "Jennifer Ma, Matea Pender, and CJ Libassi (2020), Trends in Student Aid 2020, New York: The College Board", Navient estimates for average yields based on FSA Data Center and third-party company filings.

Leveraging Our Existing Infrastructure to Generate Value

Private Education Refinance Loans

- Using our data and expertise to deploy capital at mid-teens ROE
- Life of loan loss expectation of 1.25% 2
- Weighted average life of ~3.5 years

In-School Private Education Loans:

- Using our data and expertise to deploy capital at high-teens ROE
- Life of loan loss expectations of 6% 2
- Weighted average life of ~8 years

Typical Refi Borrower Profile 3

Borrower Age	33
Months since Graduation	73
Education	61% advanced degrees
FICO	765
Income	\$132,960
Monthly Real Free Cash Flow	\$4,325
Original Loan Amount	\$70,332

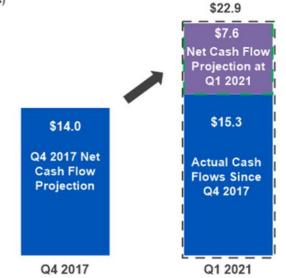
2 Life of ioan loss expectations are on a gross basis. > Weighted average

Lifetime Cash Flows Will Exceed Original Projections

Navient's student loan portfolios continues to exceed expectations¹

Life of Loan Projections	Q4 2017	Q1 2021
Total FFELP Cash Flows	\$12.7	\$8.0
Total Private Education Cash Flows	<u>\$15.3</u>	<u>\$8.5</u>
Combined Cash Flows	<u>\$28.0</u>	<u>\$16.5</u>
Unsecured Debt ²	\$14.0	\$8.9
Net Cash Flow	\$14.0	\$7.6

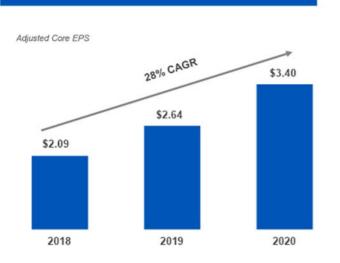
(\$'s in Billions)



¹ Projections provided in Q4 2017 earnings presentation, published on January 24, 2018, available at Navient.com/investors. ² Unsecured debt at par value. Net cash flows are equal to combined cash flows less unsecured debt at par. © 2021 Navient Solutions, LLC. All rights reserved.

Note: These projections are based on internal estimates and assumptions and are subject to ongoing review and modification. These projections may prove to be incorrect. Note: Numeers may not add due to rounding.

Growing Earnings and Generating Shareholder Value



Driving EPS Accretion for Shareholders

Delivering Value

- Long-term value for shareholders driven by consistent earnings and capital return
- Allocating capital to attractive investments, including portfolio acquisitions and new originations
- ✓ Continuously driving efficiency improvements and expense structure rationalization
- ✓ Returning excess capital to shareholders

Full Year 2021 Guidance of \$4.15 - \$4.25

Metrics shown on a "Core Earnings" basis, and are non-GAAP financial measures.

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Navient is Focused on Cost Efficiency

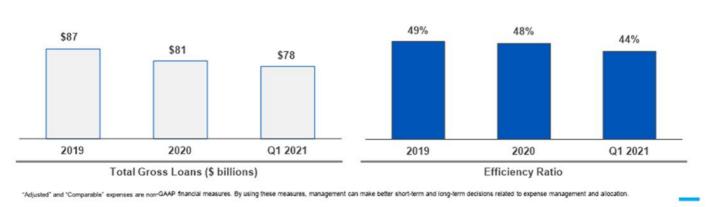
Industry-leading Efficiency

- Innovative financing reduces interest expense, maximizing cashflow and shareholder value
- Continue to drive strong margins through capitalefficient fee businesses, leveraging our scaled infrastructure and technical expertise

Continuously Rationalizing Our Expense Base

- Focused on reducing expenses and improving efficiency across our businesses
- Growing our businesses with strong margins that produce our targeted returns

Supporting Consistent Portfolio Margins and BPS Revenue Growth with Disciplined Expense Management



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Asset Generation Drives Meaningful Returns

			Since 2014 Separation 1
Loan Originations	~	Our competitive franchise, with its highly attractive return profile, leverages our core expertise to drive profits and growth	Originated \$14+ billion of Education Refi Loans
Loan Portfolios and Corporate acquisitions	~	Accretive, high-return portfolio acquisitions, and capital-lite fee businesses generate organic income	Acquired over \$43 billion of Education Loans
Dividends	~	Consistent quarterly distributions since separation	Paid \$1.3 billion in dividends
Share Repurchase	~	Since separation, repurchased over 60% of outstanding shares, with \$500 million of repurchase authority remaining	Repurchased \$3.7 billion of Navient shares
Reduce Unsecured Debt	~	Optimizing capital structure and return profile, ensuring ongoing access to unsecured debt markets	Reduced unsecured debt by \$8.4 billion
		Total Payout Ratio over 110% Since Separation	
All data as of 3/31/2021; Payout ratio sho 'Separation values are as reported 6/30, Φ 2021 Navient Solutions, LLC. All rights re	2014.	e basis of Adjusted Core Earnings, a non-GAAP financial measure.	Ξ

Outlook

	Key Company & Bu	siness Segment Metrics
	2021 Original ² Targets	Q1 2021 Actuals
Core Earnings Return on Equity ¹	Low Twenties	✓ 54%
Core Earnings Efficiency Ratio ¹	~52%	✓ 44%
Adjusted Tangible Equity Ratio ³	~5.5%	✓ 6.2% (Pro forma Adjusted Tangible Equity Ratio of 8.1%) ³
Net Interest Margin – Federal Education Loan Segment	Mid to High 90's	✓ 0.97%
Charge-off Rate – Federal Education Loan Segment	~0.10%	✓ 0.06%
Net Interest Margin – Consumer Lending Segment	2.70% - 2.80%	2.99%
Charge-off Rate – Consumer Lending Segment	1.5% - 2.0%	✓ 0.68%
EBITDA Margin – Business Processing Segment ¹	High Teens	✓ 29%

¹ Item is a non-GAAP financial measure. See pages 49 - 51 for a description and reconciliation ² Key Company & Business Segment Metrics were first provided on January 27, 2021.

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³ Item Is a non-GAAP financial measure. For a description and reconciliation, see "Non-GAAP Financial Measures" on pages 49–51. Cumulative derivative accounting mark to market losses decreased by 19% to \$499 million during the first quarker and will reverse to zero as contracts mature. Excluding this amount would result in an ATE ratio of 8.1% as of March 31, 2021.



Funding & Liquidity

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Q1 2021 Financing and Capital Management

Capital Management

- Returned \$129 million through share \checkmark repurchases and dividends
 - Paid dividends of \$29 million ٠
 - Repurchased 8.2 million shares for \$100 million
 - Total remaining share repurchase ٠ authority of \$500 million 1
- ✓ Adjusted Tangible Equity (ATE) ratio of 6.2%
 - Pro Forma Adjusted Tangible Equity Ratio (ATE)² of 8.1%

Financing

- Issued \$2.8 billion of Term Education Loan \checkmark **ABS** transactions
- ✓ Issued \$500 million of unsecured debt in Q1 2021
- Reduced unsecured debt by \$687 million \checkmark compared to the year ago quarter
 - Called \$627 million of debt, which settled on April 5, 2021

¹ As of 3/31/2021.
² Item is a non-GAAP financial measure. See pages 49 - 51 for a description and reconciliation. © 2021 Navient Solutions, LLC. All rights reserved.



FFELP ABS Transactions

		NA		NAVSL 2021-1								
Pricing Date: Settlement Date:		AI AI		February 8, 2021 February 18, 2021								
Issuance Amount:	\$1,011,600,000					\$1,015,900,000						
Collateral:	FFE	U.S. Government Guaranteed FFELP Consolidation and FFELP Non-Consolidation Loans					U.S. Government Guaranteed FFELP Consolidation and FFELP Non-Consolidation Loans					
Prepayment Speed ¹ :	4	% CPR Consolidation	on / 6% Cl	PR Non-Co	nsolidation	4% CPR Consolidation / 6% CPR Non-Consolidation 8% CPR Rehabilitation						
	Class	Ratings (M/S/D) ²	Amt. (\$M)	WAL ³	Pricing ³	Class	Ratings (M/S/D) ²	Amt. (\$M)	WAL ³	Pricing ³		
Tranching:	A-1A	Aaa / AA+ / AAA	\$300	5.72	Swaps + 0.55%	A-1A	Aaa / AA+ / AAA	\$150	5.77	Swaps + 0.60%		
	A-1B	Aaa / AA+ / AAA	\$697	5.72	1ML + 0.55%	A-1B	Aaa / AA+ / AAA	\$852	5.77	1ML + 0.60%		
	В	Aaa / NR / AAA	\$14	12.76	1ML + 1.35%	В	Aaa / NR / AAA	\$14	12.85	1ML + 1.45%		

Constant Repayment Rate (CPR) estimated based on a variety of assumptions concerning loan repayment behavior.
 Represents ratings by Moody's (M), SAP (S), and DBRS (D).
 Weighted Average Life (WAL) and Pricing are to the expected call date.
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Private Education Loan ABS Transactions

	NAVSL 2021-B						NAVSL 2021-A					
Pricing Date: Settlement Date:		March 16, 2021 March 25, 2021					January 19, 2021 January 28, 2021					
Issuance Amount:	\$1,006,600,000					\$817,800,000						
Collateral:		Private Education Refi Loans					Private Education Refi Loans					
Prepayment Speed 1:		15% CPR					15% CPR					
	Class Ratings (\$/D) ² Amt (\$M) WAL ³ Pricing ³		Pricing ³	Class	Ratings (S/D) ²	Amt (\$M)	WAL ³	Pricing ³				
Tranching:	A	AAAVAAA	\$938	2.67	Swaps + 0.57%	A	AAA/AAA	\$768	2.68	Swaps + 0.60%		
	В	NR/AA	\$69	7.22	Swaps + 1.25%	В	NR/AA	\$50	7.13	Swaps + 1.45%		

Constant Repayment Rate (CPR) estimated based on a variety of assumptions concerning loan repayment behavior.
 Represents ratings by 3&P (5) and DBRS (D).
 Weighted Average Life (WAL) and Pricing are to the expected call date.
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Education Loan Portfolio Generates Significant Cash Flows

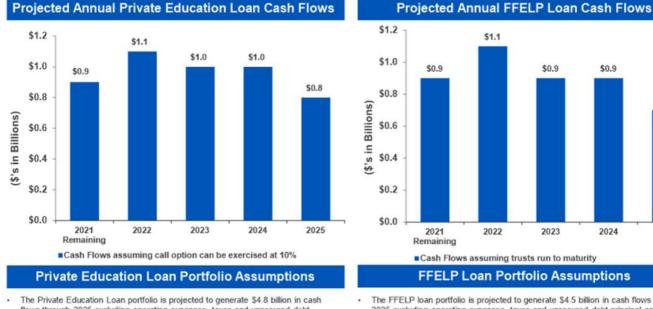
Projected Life of Loan Cash Flow	rs over ∼20 Years	Enhancing Cash Flows
\$'s in Billions		 Generated \$0.7 billion of cash flows in 1Q 21¹
FFELP Cash Flows	03/31/21	
Secured		 Paid down unsecured debt of \$0.7 billion in 1Q 21
Residual (including O/C)	\$4.3	
Floor Income	1.4	 Returned \$0.1 billion to shareholders through share
Servicing	1.8	repurchase and dividends in 1Q 21
Total Secured	\$7.5	
Unencumbered	0.5	 Acquired \$1.7 billion of student loans in 1Q 21
Total FFELP Cash Flows	\$8.0	Acquired \$1.7 billion of student loans in FQ 21
Private Credit Cash Flows		 \$16.5 billion of estimated future cash flows remain over -
Secured		20 years
Residual (including O/C)	\$4.7	 Includes ~\$6 billion of overcollateralization ² (O/C) to
Servicing	0.5	be released from residuals
Total Secured	\$5.2	
Unencumbered	3.3	 \$3.0 billion of unencumbered student loans
Total Private Cash Flows	\$8.5	
Combined Cash Flows		 \$0.5 billion of hedged FFELP Loan embedded floor
before Unsecured Debt	\$16.5	income
Unsecured Debt (par value)	\$8.9	

These projections are based on internal estimates and assumptions and are subject to ongoing review and modification. These projections may prove to be incorrect Excludes financing activities. ² Includes the PC Turbo Repurchase Facility Deot totaling \$0.8B as of 03/31/2021.

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Education loan portfolio generates meaningful cash flows over the next five years



flows through 2025 excluding operating expenses, taxes and unsecured debt principal and interest payments

- Future loan originations are not included
- Unencumbered loans of \$2.8 billion are not securitized to term
- Includes the repayment of debt related to asset-backed securitization repurchase facilities when the call option is exercised
- Cash Flows assuming trusts run to maturity **FFELP Loan Portfolio Assumptions** The FFELP loan portfolio is projected to generate \$4.5 billion in cash flows through

\$0.9

2024

\$0.7

2025

- 2025 excluding operating expenses, taxes and unsecured debt principal and interest payments
- Unencumbered loans of \$0.3 billion are not securitized to term
- Includes projected floor income .

These projections are based on internal estimates and assumptions and are subject to ongoing review and modification. These projections may prove to be incorrect © 2021 Navient Solutions, LLC. All rights reserved.

FFELP Cash Flows Highly Predictable

\$'s in millions

as of 03/31/2021	2021	2022	2023	2024	2025	2026	2027	2028
Projected FFELP Average Balance	\$54,293	\$48,816	\$43,169	\$38,018	\$33,276	\$28,786	\$24,601	\$20,693
Projected Excess Spread	\$436	\$531	\$472	\$418	\$381	\$355	\$318	\$277
Projected Servicing Revenue	<u>\$196</u>	<u>\$241</u>	<u>\$219</u>	<u>\$198</u>	<u>\$178</u>	<u>\$158</u>	<u>\$137</u>	<u>\$118</u>
Projected Total Revenue	\$632	\$772	\$690	\$616	\$559	\$512	\$455	\$395
	2029	2030	2031	2032	2033	2034+		
Projected FFELP Average Balance	\$17,038	\$13,699	\$10,536	\$7,698	\$5,274	\$1,379		
Projected Excess Spread	\$244	\$218	\$185	\$150	\$124	\$222		
Projected Servicing Revenue	\$98	\$79	\$60	\$43	\$29	\$48		
Projected Total Revenue	\$342	\$296	\$245	\$193	\$153	\$270		

• Total Cash Flows from Projected Residual (Excess Spread) = \$4.3 Billion

Total Cash Flows from Projected Servicing Revenues = \$1.8 Billion

Assumptions No Floor income, CPR/CDR = 5% These projections are based on internal estimates and assumptions and are subject to ongoing review and modification. These projections may prove to be incorrect. "Numbers may not add due to rounding

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Secured Cash Flow

\$ in Millions	1	Q 2021	2020	2019		2018
FFELP						
Servicing (Cash Paid)	\$	52	\$ 227	\$ 253	\$	288
Net Cash Flow ^{1, 2}	\$	216	\$ 830	\$ 969	\$	1,290
Total FFELP	\$	268	\$ 1,057	\$ 1,223	\$	1,577
Private Credit						
Servicing (Cash Paid)	\$	31	\$ 124	\$ 135	\$	147
Net Cash Flow ¹	\$	177	\$ 1,307	\$ 1,065	\$	907
Total Private Credit	\$	208	\$ 1,431	\$ 1,200	\$	1,054
Total FFELP and Private Credit	\$	476	\$ 2,488	\$ 2,423	\$	2,631
Average Principal Balances	1	Q 2021	2020	2019		2018
FFELP						
Term FFELP	\$	55,063	\$ 57,346	\$ 62,969	\$	69,512
Other Secured FFELP	\$	2,027	\$ 3,122	\$ 4,141	\$	3,920
Total FFELP	\$	57,090	\$ 60,468	\$ 67,110	\$	73,432
Private Credit						
Term Private Credit	\$	16,558	\$ 16,405	\$ 16,795	\$	17,729
Other Secured Financings	\$	3,093	\$ 4,075	\$ 3,526	\$	3,700
Total Private Credit	\$	19,651	\$ 20,480	\$ 20,321	\$	21,429
Total FFELP and Private Credit	\$	76,741	\$ 80,948	\$ 87,431	\$	94,861

Note: Totals may not add due to rounding ¹ includes the impact of all floor contracts. ² Net Cash Flow includes payments made on the revolving credit agreements with Navient Corporation.

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Optimized Capital Structure

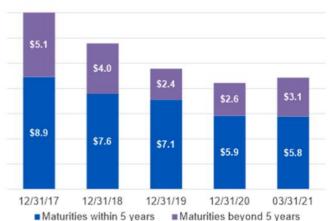
Long-Term Conservative Funding Approach

- Important to maintain our credit ratings which support ongoing access to the unsecured debt markets
 - We pursue opportunities to repurchase debt in the open market
 - Well positioned to capitalize on improving new issuance markets
- 86% of our Education loan portfolio is funded to term
 - Q1 2021 issuance of \$2.8 billion of Private Education and FFELP Loan ABS compared to \$1.9 billion in Q1 2020
- Returned \$129 million to shareholders through dividends and share repurchases in Q1 2021

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Managing Unsecured Debt Maturities



Managing Unsecured Debt Maturities

As of April 5th, called \$627 million of unsecured debt that would have matured this year, reducing 2021 maturities to \$0 \$1.8 \$1.7 \$1.5 \$1.5 \$1.4 \$1.4 \$1.3 \$1.1 \$1.1 \$0.7 \$0.7 \$0.6 \$0.6 \$0.6 \$0.5 \$0.5 \$0.5 \$0.2 \$0.2 \$0.0 2021 2022 2023 2024 2025 2026 2027 2028 2029 2030+ As of March 31, 2020 As of March 31, 2021 Long-term Conservative Funding Approach · Navient prioritizes continued access to the unsecured debt market as an important component in our capital structure

(par value, \$ in billions)

- Issued \$500 million of March 2028 unsecured debt at an attractive yield
- We continue a conservative approach to unsecured debt
 Called \$627 million of July 2021 unsecured debt, which settled on April 5, 2021

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FFELP ABS

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FFELP ABS Issuance Characteristics

FFELP ABS Transaction Features

- Issue size of \$500M+
- · Senior and subordinate notes
- Amortizing tranches with 1 to 10(+) year average lives
- · Fixed rate and floating rate securities
- Compliant with U.S. risk retention regulations
- · Navient Solutions, LLC is master servicer

Collateral Characteristics

- Guarantee of underlying collateral insulates bondholders from most risk of loss of principal ¹
- Typically non-dischargeable in bankruptcy

Principal and accrued interest on underlying FFELP ioan collateral carry insurance or guarantee of 97%-100% dependent on origination year and on meeting the servicing requirements of the U.S. Department of Education.

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FFELP Loan Program Characteristics

Parameter	Subsidized Stafford	Unsubsidized Stafford	PLUS/Grad PLUS	Consolidation		
Borrower	Student	Student	Parents or Graduate Students	Student or Parents		
Needs Based	Yes	No	No	N/A		
Federal Guarantee of Principal and Accrued Interest	97 - 100%	97 - 100%	97 - 100%	97 - 100%		
Interest Subsidy Payments	Yes	No	No	Yes		
Special Allowance Payments (SAP)	Yes	Yes	Yes 1	Yes		
Original Repayment Term ²	120 months	120 months	120 months	Up to 360 months		
Aggregate Loan Limit	Undergraduate: \$23,000 Graduate: \$65,500	Undergraduate ³ : \$57,500 Graduate: \$138,500	None	None		

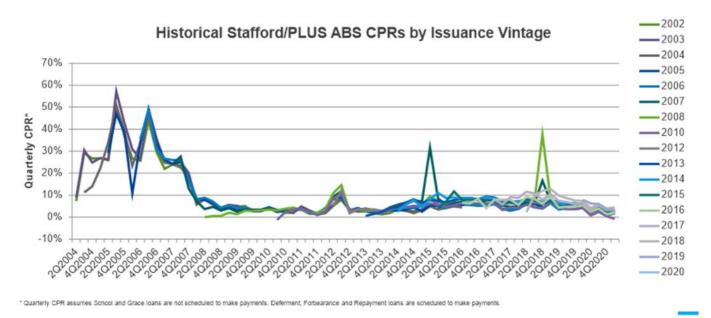
⁵ Only applies for loans made between July 1, 1987 through January 1, 2000 if cap is reached. ² Repayment Term may be extended through various repayment options including income Driven Repayment plans and Extended Repayment. ³ Aggregate Lean limit for a Dependent Undergraduate is \$31,000. Note: As of July 1, 2011.

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Navient Stafford & PLUS Loan Prepayments

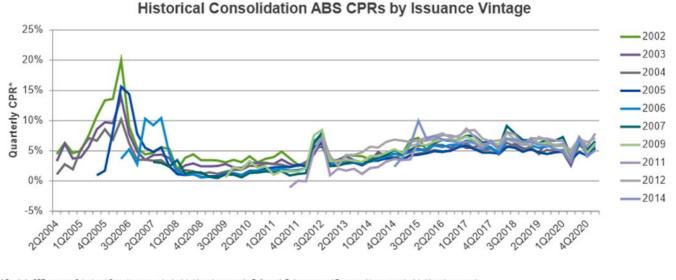
- Higher prepayment activity in mid-2012 was related to the short-term availability of the Special Direct Consolidation Loan program
- Prepayments increases occurred in 2015 and 2018 as we exercised our option to purchase assets from selected transactions to mitigate the risk that certain tranches might remain outstanding past their legal final maturity dates



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Navient Consolidation Loan Prepayments

- CPRs for Consolidation ABS trusts declined significantly following legislation effective in 2006 that prevented in-school and re-consolidation of borrowers' loans
- Higher prepayment activity in mid 2012 was related to the short term availability of the Special Direct Consolidation Loan program



* Quarterly CPR assumes School and Grace loans are not scheduled to make payments. Deferment, Forbearance and Repayment loans are scheduled to

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Private Education Loan ABS

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Private Education Loan ABS Issuance Characteristics

Private Education Loan ABS Transaction Features

- Issue size of \$500M+
- · Senior and subordinate notes
- Amortizing tranches with 1 to 10 year average lives
- · Fixed rate and floating rate securities
- Compliant with U.S. risk retention and, depending on the transaction, with European risk retention
- · Navient Solutions, LLC is master servicer

Collateral Characteristics

- Collateralized by loans made to students and parents to fund college tuition, room and board
 - Seasoned assets benefiting from proven payment history
 - Refi assets with strong credit factors including high FICO scores, income, and ability to pay
- Underwritten using a combination of FICO, custom scorecard & judgmental criteria with risk based pricing, debt-toincome, household income, and free cash flow, as applicable



Navient Private Education Loan Programs

	Smart Option	Undergrad/Grad/ Med/Law/MBA	Direct-to-Consumer (DTC)					
Origination Channel	School	School	Direct-to-Consumer					
Typical Borrower	Student	Student	Student					
Typical Co-signer	Parent	Parent	Parent					
Typical Loan	\$10k avg orig bal, 10 yr avg term, in-school payments of interest only, \$25 or fully deferred	\$10k avg orig bal, 15 yr term, deferred payments	\$12k avg orig bal, 15 yr term, deferred payments					
Origination Period	March 2009 to April 2014	All history through 2014	2004 through 2008					
Certification and Disbursement	School certified and disbursed	School certified and disbursed	Borrower self-certified, disbursed to borrower					
Borrower Underwriting	FICO, custom credit score model, and judgmental underwriting	Primarily FICO	Primarily FICO					
Borrowing Limits	\$200,000	\$100,000 Undergraduate, \$150,000 Graduate	\$130,000					
Additional Characteristics	 Made to students and parents primarily through college financial aid offices to fund 2-year, 4-year and graduate school college tuition, room and board Also available on a limited basis to students and parents to fund non-degree granting secondary education, including community college, part time, technical and trade school programs Both Title IV and non-Title IV schools ¹ 	 Made to students and parents through college financial aid offices to fund 2-year, 4-year and graduate school college tuition, room and board Signature, Excel, Law, Med and MBA Loan brands Title IV schools only 1 Freshmen must have a cosigner with limited exceptions Co-signer stability test (minimum 3 year repayment history) 	 Terms and underwriting criteria similar to Undergraduate, Graduate, Med/Law/MBA with primary differences being: Marketing channel No school certification Disbursement of proceeds directly to borrower Title IV schools only¹ Freshmen must have a co-signer with limited exceptions Co-signer stability test (minimum 3 year repayment history) 					

Title IV institutions are post-secondary institutions that have a written agreement with the Secretary of Education that allows the institution to participate in any of the Title IV federal student financial assistance programs and the National Early Intervention Scholarship and Partnership (NEISP) programs.
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Navient Private Education Loan Programs

	Consolidation (Legacy)	Private Education Refi	Private Education Origination					
Origination Channel	Lender	Lender	School					
Typical Borrower	College Graduates	College Graduates & Select Non- Graduates	Student					
Typical Co-signer	Parent	Parent	Parent					
Typical Loan	\$43k avg orig bal, 15-30 year term depending on balance, immediate repayment	\$50k-75k avg orig bal, 5-20 year term depending on balance, immediate repayment	\$15k avg orig bal, 5-15 year term, in- school payments of immediate repayment, interest only, \$25 or fully deferred					
Origination Period	2006 through 2008	2014 through current	April 2019 through current					
Certification and Disbursement	Proceeds to lender to pay off loans being consolidated	Proceeds to lender to pay off loans being consolidated	School certified and disbursed					
Borrower Underwriting	FICO and Debt-to-Income	FICO, Debt-to-Income, Income, Free Cash Flow (as applicable)	FICO, Debt-to-Income, Income, Free Cash Flow (as applicable)					
Borrowing Limits	\$400,000	Maximum \$550,000	Up to total cost of attendance Private Aggregate Loan Limit of \$250,000					
 Loans made to students and parents to refinance one or more private education loans Additional Student must provide proof of graduation in order to obtain loan 		Loans made to high FICO / high income customers with positive free cash flow and/or established credit profiles	 Made to students/cosigners with high FICO / high income / positive free cash flow and/or established credit profiles, to fund 4-year and graduate school college tuition, room and board 9-month grace period after graduation Title IV and non-profit schools only 					

¹ Title IV institutions are post-secondary institutions that have a written agreement with the Secretary of Education that allows the institution to participate in any of the Title IV federal student financial assistance programs and the National Early Intervention Scholarship and Partnership (NEISP) programs.
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Navient Private Education Trusts

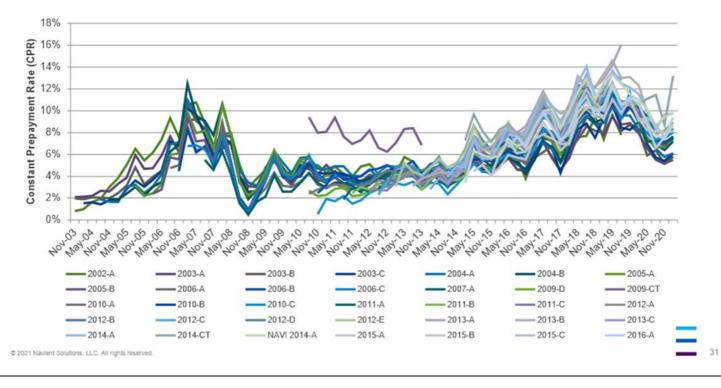
2019-2021YTD Issuance Program		Navient																
	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NAV	NA
	19-A	19-B	19-C	19-D	19-E	19-F	19-G	20-A	20-B	20-C	20-D	20-E	20-F	20-G	20-H	20-1	21-A	21
Sond Amount (\$mil)	647	550	610	560	535	714	498	620	712	546	808	499	781	786	995	604	818	1,0
nitial AAA Enhancement (%)	14%	21%	12%	22%	13%	9%	10%	23%	10%	24%	10%	10%	10%	8%	11%	18%	8%	9
nitial Enhancement (%)	5%	11%	4%	13%	5%	4%	4%	13%	4%	12%	3%	3%	3%	3%	4%	10%	3%	2
.oan Program (%)																		
Signature/Law/MBA/Med	0%	31%	0%	63%	0%	0%	0%	36%	0%	84%	0%	0%	0%	0%	0%	53%	0%	09
Smart Option	0%	24%	0%	11%	0%	0%	0%	52%	0%	0%	0%	0%	0%	0%	0%	31%	0%	0
Consolidation	0%	5%	0%	12%	0%	0%	0%	3%	0%	1%	0%	0%	0%	0%	0%	9%	0%	0
Private Education Refi	100%	30%	100%	0%	100%	100%	100%	0%	100%	0%	100%	100%	100%	100%	100%	0%	100%	100
Direct to Consumer	0%	10%	0%	13%	0%	0%	0%	9%	0%	11%	0%	0%	0%	0%	0%	7%	0%	0
Career Training	0%	0%	0%	1%	0%	0%	0%	0%	0%	4%	0%	0%	0%	0%	0%		0%	0
Total	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100
Payment Status																		
chool, Grace, Deferment	1%	6%		7%	*	1%	٠	10%		6%	*	1%			*	7%	•	- 3
Repayment	99%	92%	99%	92%	100%	99%	100%	88%	100%	92%	97%	95%	96%	97%	100%	89%	100%	100
orbearance	•	2%	•	1%	•	•	•	2%	•	2%	3%	4%	4%	3%		4%	•	
VA Term to Maturity (Mo.)	151	150	151	163	147	144	143	148	145	166	140	135	141	141	132	161	136	13
VA Months in Repayment (Mo.)	-	59(1)	-	86	-		-	86	-	81	-	135	-		-	95	-	
6 Loans with Cosigner	0%	55%	0%	75%	0%	0%	0%	79%	0%	76%	0%	0%	0%	0%	0%	77%	0%	09
6 Loans with No Cosigner	100%	45%	100%	25%	100%	100%	100%	21%	100%	24%	100%	100%	100%	100%	100%	23%	100%	100
VA FICO at Origination	756	745	756	734	760	762	765	735	760	737	763	781	763	764	777	733	774	77
VA Recent FICO at Issuance	-	747	-	744	-	-	-	741	-	741	-	-	-	-	-	741	-	- 12
VA FICO (Cosigner at				100000				0.0000		0.0000000								
Drigination)	-	738	-	744	-	-	-	744	-	746	-	-	-	-	-	743	-	
VA FICO (Cosigner at Rescored)	-	746	-	753	-	-	-	749	-	751	-	-	-	-	-	751	-	- 3
VA FICO (Borrower at			756	705	760	762	765	701	760	709	763	781	763	764	777	701	774	7
Drigination)	756	753	100	1.0.0	100	102	105	/01	100	109	/03	/01	/05	/04	111	701	114	0
VA FICO (Borrower at Rescored)	-	749		716	2			710	22	709						710		2
VA LIBOR Equivalent Margin ⁽²⁾	5.49%	6.30%	5.56%	6.02%	5.46%	5.11%	4.83%	5.18%	4.84%	6.69%	4.75%	5.23%	4.78%	4.82%	3.62%	6.21%	4.08%	2.8

All other loans (non-NaviRefi) have weighted average months in repayment of 85 months for NAVSL 2019-8.
 Represents the WA Lloor Equivalent Margin for legacy collateral transactions. Assumes Prime / 1 month LIBOR spread of 3.00% for transactions with Prime collateral.
 Represents a percentage greater than 0% but less than 0.5%.

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Navient Private Education Legacy Loan Trusts – Prepayment Analysis

- Constant prepayment rates increased beginning 2014 on increased seasoning-related voluntary prepayment and the emergence of the external student loan refinance market
- Prepayments have declined in 2020 during the COVID-19 crisis as borrowers utilized COVID disaster forbearances



Higher Education Industry

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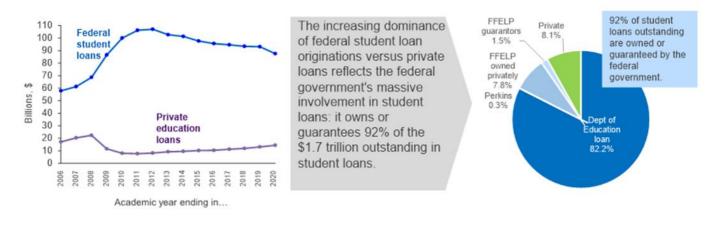


At \$1.5 trillion in student loans, the federal government is the largest non-mortgage consumer lender

- Federal loan interest rates, limits and terms are set by Congress.
- All federal loans are issued directly by the U.S. Department of Education since 2010 when federally guaranteed loans ended.
- Federal loans have no traditional underwriting, and no truth in lending disclosures.
- In AY 19-20, ED disbursed \$88B in student loans, a decline from peak of \$125B in AY 10-11.
- The number of federal borrowers is up by 52% since 2007.

Total student loan originations, by type

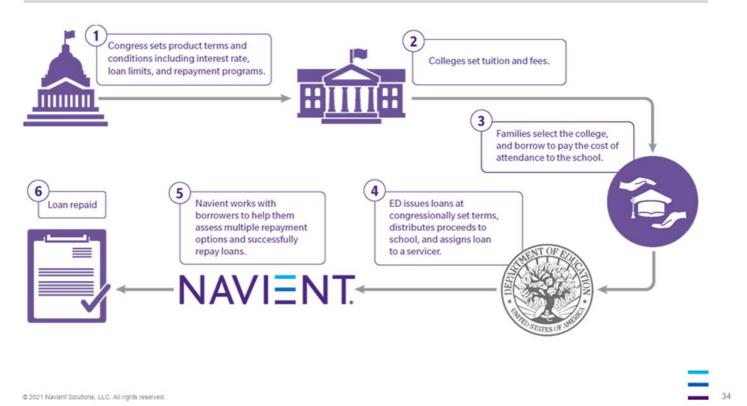
Ownership distribution of student loans



Source: Outstanding data as of 9/30/20 from FSA Data Center and Federal Reserve, Consumer Credit-G.19, Apr. 2021, originations from College Board, "Trends in Student Aid 2020" © 2021 Navient Solutions, LLC. All rights reserved.

In its role as a federal student loan servicer, Navient helps borrowers successfully repay their loans

Servicers begin helping borrowers navigate repayment after important financial decisions about the total cost and experience of their education have already been made.



There are solutions to many of the challenges faced by borrowers

5 Recommendations to improve student loan program success:

Provide front-end support to improve decision making.

Students and their families need support to use tools to understand how much they'll need to borrow to earn the degree—not simply the current semester—and to assess the likely economic benefits of a chosen field. This kind of information will help students and parents make a more informed assessment about what they can afford.

2 Improve the college completion rate

Just 6 out of 10 bachelor's degree students graduate in six years. Borrowers who struggle the most are often noncompleters with low levels of debt. Schools should have some skin in the game when students do not complete and are unable to repay. Many colleges are experimenting with novel approaches to improve graduation rates and should be encouraged and rewarded.

Simplify repayment.

The government offers a confusing array of more than 50 repayment plans, forgiveness programs, and deferment and forbearance options—each with its own nuances, payment schedules, qualifications, and complex enrollment criteria.

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They should be and can be simplified. For example, collapsing the multiple income-driven repayment options into one plan with the most appropriate borrower-friendly terms would be a good start.

Help borrowers pay off early.

Under income-driven repayment plans, most borrowers see their balances grow while forgiveness is far out on the horizon. We need programs that help struggling borrowers through short-term and long-term challenges, and that help them pay off more quickly and less expensively.

5 Encourage borrowers to engage with their loan servicers.

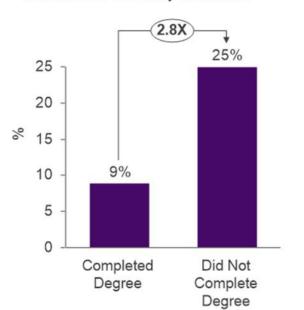
Default is avoidable, but borrower contact is key. As a servicer, we've found that nine times out of 10, when we reach struggling federal loan borrowers we are able to help them avoid default by getting them into a repayment plan that works for them. Contact works; let's encourage it.

navient.com/views

The borrowers who struggle most are often non-completers with less than \$10,000 in debt

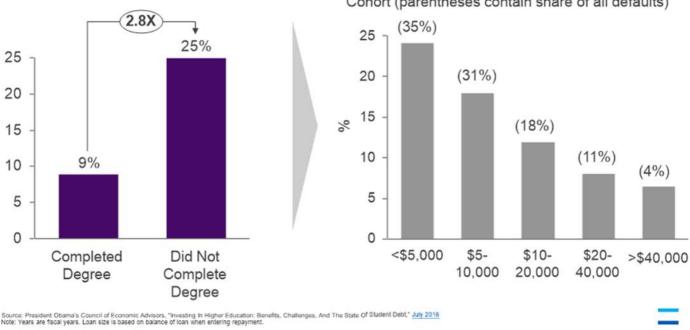
Borrowers who do not complete a degree default at a rate almost three times higher than borrowers who earned a degree ...

Borrowers in default by attainment



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... As a result, borrowers who run into trouble repaying usually have below-average amounts of debt.



3-Year Default Rate by loan size and Repayment Cohort (parentheses contain share of all defaults)

Today's federal repayment options are numerous and complex

Forbearance

- Discretionary Forbearance
- Hardship Forbearance
- Mandatory Forbearance Medical or Dental Internship Residency
- Department of Defense Student Loan Repayment Programs
- National Service
- Active Military State Duty
- Student Loan Debt Burden
- Teacher Loan Forgiveness
 Mandatory Administrative Forbearance
- Local or National Emergency
- Military Mobilization
- Designated Disaster Area
- Repayment Accommodation
- Teacher Loan Forgiveness
- . Borrower Defense to Repayment

Forgiveness

- Teacher Loan Forgiveness
- Loan Forgiveness for Service in Areas of National Need
- Civil Legal Assistance Attorney Student Loan Repayment Program Income Contingent Repayment Plan Forgiveness Income Based Repayment Plan Forgiveness 3
- 4
- 5
- 6 Pay As You Earn Repayment Plan Forgiveness 7 Income Based 2014 Repayment Plan Forgiveness
- **REPAYE Repayment Plan Forgiveness** 8
- 9 Public Service Loan Forgiveness

- Effective Date Details (1) Limited to FFELP borrowers with all new loans made on or after July 1, 1993; All DL are eligible
- (2) Limited to FFELP borrowers with all loans made on or after July 1, 1987 and prior to July 1, 1993; DL eligible if borrower has FFELP loan made during this period. (3) All FFELP and DL loans eligible regardless of disbursement date
- (4) HERA aligned FFELP and DL repayment plans for loans first entering repayment on or after July 1, 2006.
- (5) Pre July 1, 1996, ICR plans, the DL borrower can choose between ICR1 the Formula Amount, or ICR2 the Capped Amount
- (6) The DL borrower can request from 5 alternative repayment plans: Fixed Payment Amount, Fixed Term, Graduated Repayment, Negative Amortization, or Post REPAYE.

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1000000 Determents Person strange

- Deferment
- 2
- School (1) School Full-Time (2) School Half-Time (2)
- 3 Post Enrollment (1)
- 5
- Graduate Fellowship (3) Unemployment Deferment 2 years (2) 6
- Unemployment Deferment 3 years (1)
- Economic Hardship (1) 8
- 9 Rehabilitation Training Program (3)
- 10. Military Service (3)
- 11. Post-Active Duty Student (3)
- Teacher Shortage(2)
 Internship/Residency Training (2)
 Temporary Total Disability (2)
- 15 Armed Forces or Public Health Services (2)
- National Oceanic and Atmospheric Administration Corps (2)
- 17. Peace Corps, ACTION Program, and Tax-Exempt Organization Volunteer (2)
- 18. Parental Leave (2)
- Mother Entering/Re-entering Work Force (2) 19
- 20. Cancer Treatment Deferment

Repayment plans

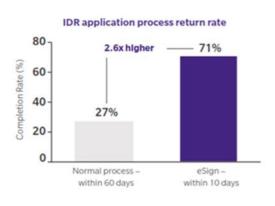
- DL Standard Pre-HERA
- FFELP/DL Standard Post-HERA (4)
- 3 **DL Graduated Pre-HERA** FFELP/DL Graduated Post -HERA (4)
- 4 DL Extended Pre-HERA 5
- FFELP/DL Extended Post-HERA (4) 6
- 7 Income-Sensitive
- Income-Contingent Ver. 1 (5) 8.
- 9 Income-Contingent Ver. 2 (5)
- 10. Income-Contingent Ver. 3
- Forced Income-Driven 11.
- Income-Based 12
- 13. Pay As You Earn
- Income-Based 2014 Alternative (6) 14.
- 15 REPAYE 16.

We've piloted solutions to reduce complexity

IDR eSign Enrollment

Navient launched a pilot program focusing on past-due FFELP borrowers to explore whether a simpler process could produce better results. Under the pilot, we made contact with the borrower, gathered salary and family information over the phone, and then pre-populated the IDR application. We then securely transmitted the pre-filled application to the borrower for electronic signature. This program is available to assist past-due borrowers across the FFELP and Direct Loan portfolio.

The eSign pilot nearly tripled IDR application return rates



55% return the application within a single day.

71% of applications completed within 10 days.

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Repayment Guide for New Graduates

Navient created a personalized report to help new-to-repayment borrowers to compare their options.



You're about to start repaying your loans – are you in the right plan for you?

Not sure? We can help.

We've created a simple guide that will assist in building repayment strategies, outlining options, and understanding the best way for **you** to manage your federal student loan payments.



Log in to your Navient inbox today to check it out! Create an account if you haven't already done so.

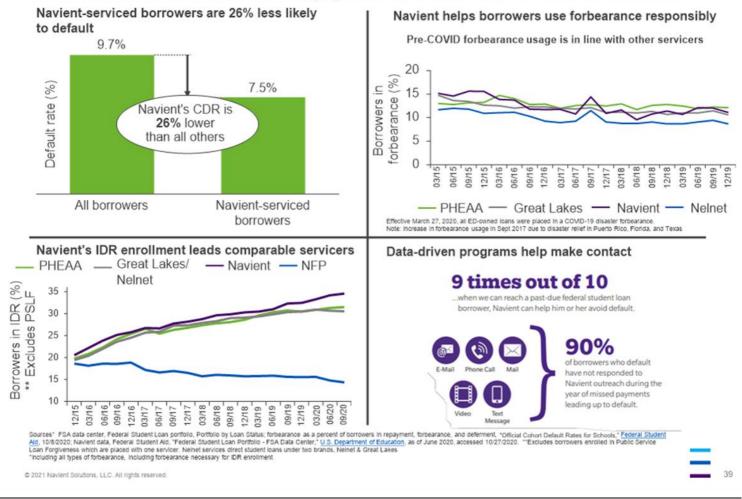
Reminder: you'll be receiving your first statement shortly. Don't delay – create your repayment strategy today!

View your guide today!

Tips and resources Income-Driven Repayment (IDR) plans and loan forgiveness Payments under an IDR plan are based on your income, family size, and loan program. Under certain conditions, your monthly payment could be as low as \$0. Take a look at a few examples of how an IDR plan might work for you.



Navient delivers strong performance for borrowers



Student Loan Options During the National Emergency: What You Need to Know

If you have impacted by COVID, options depend on your loan types. Contact your servicer to discuss what's right for you.

Department of Education (Direct) Loans:	 These loans have been automatically placed into forbearance (payments suspended) through September 2021 and interest rates have been set to 0% according to the terms of the CARES Act and extended through executive order. Your Auto Pay payments were paused automatically. Watch for communications concerning payment resumption in October. Contact Navient to discuss your options if you are not able to resume making payments. If you were in an income-driven repayment plan before this forbearance, your recertification date has been pushed back. October 2021: Payments are due on your normal due date and interest rates return to normal. Note: If you are pursuing a loan forgiveness program, you will receive credit during the period of suspension (April 2020 – September 2021) as though you made on-time monthly payments.
FFELP Loans:	 Contact Navient to discuss your best option for payment relief. Options include: National Emergency Forbearance Income-Driven Repayment (IDR) Plan Unemployment Deferment Loan Consolidation into a Direct Loan Note: If you're already in an IDR plan but your income recently changed, you can have your payment recalculated.
Private Loans:	Contact Navient to discuss your best option for payment relief. Options include: National Emergency Forbearance Extended Repayment Interest-Only payment Rate Reduction program

Not sure what type of loan you have? Login to your account at Navient.com to see your loans at a glance. "Type" is next to the loan column and is either Direct, FFELP, or Private. For "FFELP", click the purple plus sign to check your interest rate. If it's been set to 0%, that loan has the same relief benefits as Direct (Department of Education) loans, otherwise see the FFELP Loan relief options above.

CONTACT NAVIENT at 888-272-5543 to discuss your options. Keep track of the most up-to-date information at Navient.com/COVID-19

Navient Corporation Appendix



Operating Results "Core Earnings¹" Basis

Selected Financial Information and Ratios							
(In millions, except per Q1 21 Q4 20 Q1 20 share amounts)							
GAAP diluted EPS	\$2.00	\$0.99	(\$0.53)				
Adjusted Core Earnings EPS ¹	\$1.71	\$0.97	\$0.51				
Restructuring and regulatory-related expenses	(\$0.06)	(\$0.09)	(\$0.05)				
Reported Core Earnings EPS ¹	<u>\$1.65</u>	<u>\$0.88</u>	<u>\$0.46</u>				
Average common stock equivalent	185	188	202				
Ending total education loans, net	\$76,615	\$79,363	\$84,830				
Average total education loans	\$80,221	\$81,685	\$87,006				

1st Quarter Highlights

- Adjusted Core Earnings¹ per share increased 235% to \$1.71 compared to \$0.51 in the year ago quarter
- Sold \$1.6 billion of Private Education Loans, resulting in a gain on sale of \$89 million and the reversal of \$102 million of allowance for loan losses through provision
- Business Processing revenue increased \$68 million, or 119%, to \$125 million, compared to the year ago quarter
- Adjusted Tangible Equity Ratio rose to 6.2% compared to 5.0% in Q4 2020 1
 - Pro forma Adjusted Tangible Equity Ratio of 8.1%¹

Item is a non-GAAP financial measure. See pages 49 - 51 for a description and reconciliation.



Federal Education Loans Segment "Core Earnings" Basis

Selected Financial Information and Ratios				
(\$ In millions)	Q1 21	Q4 20	Q1 20	
Segment net interest margin	0.97%	1.06%	0.81%	
FFELP Loans:				
Provision for loan losses	\$ -	\$ -	\$6	
Charge-offs	\$6	\$9	\$19	
Annualized charge-off rate	0.06%	0.07%	0.15%	
Greater than 30-days delinquency rate	8.3%	9.2%	10.5%	
Greater than 90-days delinquency rate	3.5%	4.6%	5.4%	
Forbearance rate	15.5%	13.8%	15.1%	
Average FFELP Loans	\$58,078	\$59,389	\$63,894	
Operating Expense	\$63	\$70	\$83	
Net Income	\$112	\$134	\$119	
Number of accounts serviced for ED (in millions)	5.6	5.6	5.6	
Total federal loans serviced (in billions)	\$285	\$284	\$285	
Contingent collections receivables inventory - education loans (billions)	\$10.9	\$10.2	\$13.6	

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1st Quarter Highlights

Federal Education

Q1 21 Net Interest Margin: 97 basis points

•

- Q1 21 Annualized Charge-off Rate: 6 basis points
- Net interest margin improved 20% compared to the year ago quarter, primarily driven by a favorable interest rate environment and lower cost of funds
- Annualized charge-off rate declined 60% from the year ago quarter
- · Delinquency rate declined 21% from the year ago quarter
- · Providing payment relief to borrowers impacted by COVID-19

Consumer Lending Segment "Core Earnings" Basis

(\$ In millions)	Q1 21	Q4 20	Q1 20
Segment net interest margin	2.99%	3.02%	3.31%
Private Education Loans (including Refinance Loans):			
Provision for loan losses	\$(87)	\$2	\$89
Charge-offs	\$35	\$28	\$68
Annualized charge-off rate	0.68%	0.53%	1.27%
Greater than 30-days delinquency rate	2.3%	2.6%	3.6%
Greater than 90-days delinquency rate	0.9%	1.0%	1.6%
Forbearance rate	3.9%	3.9%	6.9%
Average Private Education Loans	\$22,143	\$22,296	\$23,112
Operating Expense	\$41	\$37	\$39
Net Income	\$234	\$108	\$54

1st Quarter Highlights

Consumer Lending

- · Q1 21 Net Interest Margin: 299 basis points
- · Q1 21 Annualized Charge-off Rate: 68 basis points
- Sold \$1.6 billion of Private Education Loans, resulting in a gain on sale of \$89 million and the reversal of \$102 million of allowance for loan losses through provision
- Annualized charge-off rate declined 46% from the year ago quarter
- Private Education Loan delinquency rate declined 36% from the year ago quarter
- · Originated \$1.7 billion of Private Education Loans
- · Providing payment relief to borrowers impacted by COVID-19

Consumer Lending Segment: Q1 2021 Loan Sales

Loan Sal	e Proceed	s: Impact	& Use
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Non-Refi Private	Refi Residual
\$560 million	\$1.0 billion
\$46 million	\$43 million
\$88 million	\$14 million
	\$560 million \$46 million

- Principal proceeds from the sale of non-refi private loans will be used to reduce unsecured debt
 - Expand margins
 - Increase long-term profitability
- ✓ Proceeds from the gain on sales and capital release will be used to support our planned equity repurchase increase of \$200 million
 - Accelerated earnings
 - Increased 2021 planned equity repurchase

Through this transaction, Navient continues to demonstrate the value of our portfolio, originations platform, and franchise

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Business Processing Segment "Core Earnings" Basis

Selected Financial Information and Ratios					
(\$ In millions)	Q1 21	Q4 20	Q1 20		
Government Services	\$63	\$58	\$33		
Healthcare RCM Services	\$62	\$35	\$24		
Total Business Processing Revenue	\$125	\$93	\$57		
Operating Expenses	\$91	\$74	\$54		
EBITDA 1	\$36	\$22	\$4		
EBITDA Margin 1	29%	23%	7%		
Net Income	\$26	\$15	\$2		
Contingent collections receivables inventory (billions)	\$18.7	\$17.8	\$15.1		

1st Quarter Highlights

Business Processing

- Q1 21 EBITDA Margin 1: 29%
- Revenue increased \$68 million or 119% compared to a year ago, primarily as a result of revenue earned from new contracts to support states in providing unemployment benefits, contact tracing and vaccine administration services
- EBITDA margin ¹ increased to 29% from 7% in the year ago quarter, demonstrating the scalability and efficiency of our infrastructure
- Net income increased \$24 million compared to \$2 million in the year ago quarter

tem is a non-GAAP financial measure. See pages 49 - 51 for a description and reconcillation.



Total Expenses Compared to Prior Periods

(\$ In millions)	Q1 21	Q1 20
Reported Core Earnings Expenses	<u>\$265</u>	<u>\$256</u>
Year over Year Change in Reported Core Earnings Expenses	4%	
Restructuring & Reorganization Expenses	\$6	\$5
Regulatory-Related Expenses	\$8	\$7
Adjusted Core Earnings Expenses 1	<u>\$251</u>	<u>\$244</u>
Year over Year Change in Adjusted Core Earnings Expenses	3%	

Compared to the year ago quarter, Adjusted Operating Expenses increased \$7 million. This
change was a result of a \$37 million increase in expenses in the Business Processing segment in
connection with the \$68 million increase in related revenue with an offsetting \$30 million decrease
in expenses, primarily in the Federal Education Loans and Other segments

"Adjusted" and to many this among an ang CAAP financial massures. By using these measures, ma	nagement can make better short-term and long-term decisions related to expense management and allocation.
"Adjusted and Comparable expenses are non-over inalicial measures, by daily linese measures, ma	nagement om make beser anorevenn and ongelenn debalora reated to expense management and anotation.

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GAAP Results

(In millions, except per share amounts)	Q1 21	Q4 20	Q1 20
Net income (loss)	\$370	\$186	(\$106)
Diluted earnings (loss) per common share	\$2.00	\$0.99	(\$0.53)
Operating expenses	\$259	\$269	\$251
Provision for loan losses	(\$87)	\$2	\$95
Average Education Loans	\$80,221	\$81,685	\$87,006

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Notes on Non-GAAP Financial Measures

In addition to financial results reported on a GAAP basis, Navient also provides certain performance measures which are non-GAAP financial measures. The following non-GAAP financial measures are presented within this Presentation:

- 1. Core Earnings The difference between the company's Core Earnings and its GAAP results is that Core Earnings excludes the impacts of: (1) mark-to-market gains/losses on derivatives and (2) good/vill and acquired intangible asset amortization and impairment. Management uses Core Earnings in making decisions regarding the company's performance and the allocation of corporate resources and, as a result, our segment results are presented using Core Earnings. In addition, Navient's equivity investors, credit rating agencies and debt capital investors use these Core Earnings measures to monitor the company's business performance. For further detail and reconciliation, see page 51 of this presentation and pages 15 23 of Navient's first quarter 2021 earnings release.
- 2. Core Earnings Return on Equity (CEROE) Core Earnings Return on Equity is calculated as Adjusted Core Net income, excluding restructuring and regulatory-related expenses, divided by the quarterly average of GAAP equity for the trailing four quarters. This measure allows management, as well as investors and analysts, to measure the company's use of its equity. The calculation for Q1 2021 is as follows:

Q1 2021		Adjusted Core Earnings Net income	ome	\$316 (1)		54% (2)
	7	Average Equity	-	(\$2,115 + 2,254 + \$2,433 + 2,723) / 4	-	5476

3. Core Earnings Efficiency Ratio – The Core Earnings Efficiency Ratio measures the company's Core Earnings Expenses, excluding restructuring and regulatory-related expenses, relative to its Adjusted Core Earnings Revenue. This ratio can be calculated by dividing Core Earnings Expenses, excluding restructuring and regulatory-related expenses, by Adjusted Core Earnings Revenue. Adjusted Core Earnings Revenue is derived by adding provision for Ioan Iosses, and excluding gains or Ioss on debt repurchases, to Total Core Earnings Revenue. This is a useful measure to management as we plan and forecast, as it removes variables that cannot be easily predicted in advance. By using this measure, management can make better short-term and long-term decisions related to expense management and allocation. The calculations for Q1 2021 is as follows:

02005350	Adjusted Core Earnings Expense		\$251 (1)	
Q1 2021 =	Adjusted Core Earnings Revenue	=	\$576	 44%

¹ Excludes \$14 million of net restructuring and regulatory-related expenses in first quarter 2021. ² Return on Equity has been annualized.

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Notes on Non-GAAP Financial Measures

- 4. Earnings before Interest, Taxes, Depreciation and Amortization Expense ("EBITDA") This metric measures the operating performance of the Business Processing segment and is used by management and our equity investors to monitor operating performance and determine the value of those businesses. For further detail and reconciliation, see page 23 of Navient's first quarter earnings release.
- 5. Adjusted Tangible Equity Ratio (ATE) The Adjusted Tangible Equity Ratio measures Navient's tangible equity, relative to its tangible assets. We adjust this ratio to exclude the assets and equity associated with our FFELP portfolio because FFELP Loans are no longer originated and the FFELP portfolio bears a 3% maximum loss exposure under the terms of the federal guaranty. Management believes that excluding this portfolio from the ratio enhances its usefulness to investors. To determine Adjusted Tangible Equity Ratios, we calculate the Adjusted Tangible Equity, (GAAP Total Equity less Goodwill & Acquired Intangible Assets less Equity held for FFELP Loans), and divide by Adjusted Tangible Assets (Total Assets less Goodwill & Acquired Intangible Assets less FFELP Loans). For further detail and reconciliation, see page 23 of Navient's first quarter earnings release.
 - i. Pro Forma Adjusted Tangible Equity Ratio The following provides a pro forma of what the Adjusted Tangible Equity Ratio would be if the cumulative net mark-to-market losses related to derivative accounting under GAAP were excluded. These cumulative losses reverse to \$0 upon the maturity of the individual derivative instruments. As these losses are temporary, we believe this pro forma presentation is a useful basis for management and investors to further analyze the Adjusted Tangible Equity Ratio. For further detail and reconciliation, see page 23 of Navient's first quarter earnings release.



Differences Between Core Earnings And GAAP

Core Earnings adjustments to GAAP: (Dollars in Millions)	Quarters Ended		
	Mar. 31, 2021	Dec. 31, 2020	Mar. 31, 2020
GAAP net income (loss)	\$370	\$186	(\$106)
Net impact of derivative accounting	(91)	(28)	247
Net impact of goodwill and acquired intangible assets	5	5	5
Net income tax effect	21	3	(53)
Total Core Earnings adjustments to GAAP	(65)	(20)	199
Core Earnings net income (loss)	\$305	\$166	\$93

Investor Relations Website

www.navient.com/investors www.navient.com/abs

· NAVI / SLM student loan trust data (Debt/asset backed securities - NAVI / SLM Student Loan Trusts)

- Static pool information detailed portfolio stratifications by trust as of the cutoff date
- Accrued interest factors
- Quarterly distribution factors
- Historical trust performance monthly charge-off, delinquency, loan status, CPR, etc. by trust
- Since issued CPR monthly CPR data by trust since issuance

· NAVI / SLM student loan performance by trust - Issue details

- Current and historical monthly distribution reports
- Distribution factors
- Current rates
- Prospectus for public transactions and Rule 144A transactions are available through underwriters

· Additional information (Webcasts and presentations)

- Archived and historical webcasts, transcripts and investor presentations

· Environmental Social Governance (ESG) Information

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