
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): January 26, 2015

Navient Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-36228
(Commission
File Number)

46-4054283
(I.R.S. Employer
Identification No.)

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

19801
(Zip Code)

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

(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)
 - 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))
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ITEM 8.01 Other Events.

On January 26, 2015, the Board of Directors of Navient Corporation (the “Company”) approved a seven percent (7%) increase in the Company’s 2015 first quarter dividend, increasing the dividend to \$0.16 per share of the Company’s common stock. The first quarter dividend will be paid on March 20, 2015, to shareholders of record at the close of business on March 6, 2015.

A copy of the Company’s press release announcing the dividend increase is attached hereto as Exhibit 99.1 and incorporated herein by reference.

ITEM 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1*	Press Release of Navient Corporation, dated as of January 26, 2015.

* Filed herewith.

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

Date: January 26, 2015

By: /s/ Mark L. Heleen

Mark L. Heleen

Secretary

EXHIBIT INDEX

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NEWS RELEASE

For immediate release

Navient announces 7 percent increase in quarterly dividend

WILMINGTON, Del., Jan. 26, 2015 — Navient (Nasdaq: NAVI), the nation's leading loan management, servicing and asset recovery company, announced today that its Board of Directors approved a 7 percent increase in its 2015 first quarter dividend to \$0.16 per share on the company's common stock.

In 2014, Navient returned \$849 million to shareholders in dividends and share repurchases. In December 2014, the company announced a new \$1 billion share buyback program.

The first quarter 2015 dividend will be paid on March 20, 2015, to shareholders of record at the close of business on March 6, 2015.

About Navient

As the nation's leading loan management, servicing and asset recovery company, Navient (Nasdaq:NAVI) helps customers navigate the path to financial success. Servicing more than \$300 billion in student loans, the company supports the educational and economic achievements of more than 12 million Americans. A growing number of government and higher education clients rely on Navient for proven solutions to meet their financial goals. Learn more at navient.com. Navient began trading on Nasdaq as an independent company on May 1, 2014.

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