Darmon Tal Form 4 March 08, 2019

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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may continue.

Check this box

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(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

Darmon Tal

(First)

(State)

(Middle)

(Zip)

LAUREATE EDUCATION, INC.

(Check all applicable)

5. Relationship of Reporting Person(s) to

[LAUR]

(Last)

3. Date of Earliest Transaction

10% Owner Director X_ Officer (give title Other (specify

(Month/Day/Year)

03/06/2019

below) Chief Accounting Officer

650 S. EXETER STREET, 12TH **FLOOR**

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

BALTIMORE, MD 21202

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Reported

Price Code V Amount (D)

A

(A)

Transaction(s) (Instr. 3 and 4)

Class A

(City)

Common 03/06/2019 Stock

2,613

A

\$0 10,411 (1)

D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(9-02)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 14.9	03/06/2019		A	6,437	(2)	03/06/2029	Class A Common Stock	6,437

Reporting Owners

	Relationships		
Reporting Owner Name / Address	*		

Director 10% Owner Officer Other

Darmon Tal

650 S. EXETER STREET 12TH FLOOR

BALTIMORE, MD 21202

Chief Accounting Officer

Signatures

/s/ Sean P. Mulcahy, Attorney-in-Fact

03/08/2019

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The reported transaction involved the reporting person's receipt of 2,613 restricted stock units pursuant to Laureate Education, Inc.'s 2103 Long Term Incentive Plan (as the same may have been amended from time to time). The reporting person reported receipt of restricted

- (1) stock units on or prior to June 14, 2017 in Table II of Form 4. Beginning with the reporting person's March 7, 2018 award of 2,820 restricted stock units, the reporting person began reporting restricted stock units in Table I. The total represents, 2,613 newly award restricted stock units granted on March 6, 2019, 667 restricted stock units previously reported in Table II, 1,880 restricted stock units previously reported in Table I, and 5,251 shares of Class A Common Stock.
- (2) The option vests in three equal annual installments beginning on December 31, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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