

LAUREATE EDUCATION, INC.
Form 4
March 09, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOEHN SARIC RULDOLF
CHRISTOPHER

2. Issuer Name and Ticker or Trading Symbol
LAUREATE EDUCATION, INC.
[LAUR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1001 FLEET STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/07/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

BALTIMORE, MD 21202

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	Amount	Price	
Common Stock	03/08/2006	03/09/2006	S		122,695	\$ 52.56	D
						320,708	D

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

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SEC 1474
(9-02)

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

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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. Transaction 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
common stock	\$ 13.55	03/07/2006	03/09/2006	M ⁽¹⁾	28,951	<u>(2)</u>	03/29/2006	common stock	28,951
common stock	\$ 13.55	03/08/2006	03/09/2006	M	1,552	<u>(2)</u>	03/29/2006	common stock	1,552
options	\$ 24.33					<u>(2)</u>	04/01/2008	common stock	252,000 ⁽¹⁾
options	\$ 26.67					<u>(2)</u>	02/23/2008	common stock	52,328
options	\$ 31.25					<u>(2)</u>	05/22/2008	common stock	100,000
options	\$ 3.59					<u>(2)</u>	12/01/2009	common stock	605,683
options	\$ 29.63					<u>(2)</u>	01/02/2014	common stock	6,500
common stock	\$ 13.55	03/08/2006	03/09/2006	M ⁽¹⁾	322,695	<u>(2)</u>	03/29/2006	common stock	322,695
options	\$ 44.18					<u>(2)</u>	01/03/2005	common stock	6,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOEHN SARIC RULDOLF CHRISTOPHER 1001 FLEET STREET BALTIMORE, MD 21202	X			

Signatures

R. Christopher
Hoehn-Saric

03/09/2006

 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).

(1) Exercise of options.

(2) All options are currently exercisable.

(3) Represents grand total of all stock options owned to date.

(4) Form 4 filed 3/6/06 stated the number of shares sold as 55,509; the correct number was 55,409.

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

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