

Apollo Management Holdings GP, LLC
 Form 4
 May 29, 2018

FORM 4

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

OMB APPROVAL

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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 *
 Apollo Management Holdings GP, LLC

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)

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

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

9 W. 57TH STREET, 43RD FLOOR

05/03/2018

(Street)

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

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

NEW YORK, NY 10019

(City) (State) (Zip)

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 | (D) | Price | | | |
| Class A Common Stock, \$0.001 par value per share | 05/03/2018 | | S | | 25,982 | D | \$ 14.04 | 11,263,661 | I | See Footnote (1) |
| Class A Common Stock, \$0.001 par value per share | 05/04/2018 | | S | | 12,503 | D | \$ 14 | 11,251,158 | I | See Footnote (1) |

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| | | | | | | | | |
|--|------------|---|---------|---|-------------|------------|---|-------------------------------|
| Class A Common Stock, \$0.001 par value per share | 05/07/2018 | S | 550,000 | D | \$ 14.12 | 10,701,158 | I | See Footnote <u>(1)</u> |
| Class A Common Stock, \$0.001 par value per share | 05/07/2018 | S | 50,000 | D | \$ 14.4 | 10,651,158 | I | See Footnote <u>(1)</u> |
| Class A Common Stock, \$0.001 par value per share | 05/07/2018 | S | 100,000 | D | \$ 14.43 | 10,551,158 | I | See Footnote <u>(1)</u> |
| Class A Common Stock, \$0.001 par value per share | 05/07/2018 | S | 71,536 | D | \$ 14.26 | 10,479,622 | I | See Footnote <u>(1)</u> |
| Class A Common Stock, \$0.001 par value per share | 05/08/2018 | S | 100,000 | D | \$ 14.25 | 10,379,622 | I | See Footnote <u>(1)</u> |
| Class A Common Stock, \$0.001 par value per share | 05/09/2018 | S | 93,669 | D | \$ 14.08 | 10,285,953 | I | See Footnote <u>(1)</u> |
| Class A Common Stock, \$0.001 par value per share | 05/10/2018 | S | 156,808 | D | \$ 14.53 | 10,129,145 | I | See Footnote <u>(1)</u> |
| Class A Common Stock, \$0.001 par value per | 05/11/2018 | S | 405,000 | D | \$ 14.53 | 9,724,145 | I | See Footnote <u>(1)</u> |

share

| | | | | | | | | |
|--|------------|---|---------|---|-------------|-----------|---|------------------------|
| Class A Common Stock, \$0.001 par value per share | 05/14/2018 | S | 196,136 | D | \$ 14.74 | 9,528,009 | I | See Footnote (1) |
| Class A Common Stock, \$0.001 par value per share | 05/15/2018 | S | 108,287 | D | \$ 14.41 | 9,419,722 | I | See Footnote (1) |
| Class A Common Stock, \$0.001 par value per share | 05/16/2018 | S | 500,000 | D | \$ 14.66 | 8,919,722 | I | See Footnote (1) |

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)

| 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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

Apollo Management Holdings GP, LLC
9 W. 57TH STREET
43RD FLOOR X
NEW YORK, NY 10019

Apollo Capital Management, L.P.
9 W. 57TH STREET
43RD FLOOR X
NEW YORK, NY 10019

Apollo Management Holdings, L.P.
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43RD FLOOR X
NEW YORK, NY 10019

Apollo Capital Management GP, LLC
9 W. 57TH STREET
43RD FLOOR X
NEW YORK, NY 10019

APH Holdings, L.P.
9 W. 57TH STREET
43RD FLOOR X
NEW YORK, NY 10019

Signatures

see signatures attached as
Exhibit 99.2

05/29/2018

__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) See Exhibit 99.1.

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