Hurtado Juan Jose Form 4 June 19, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Hurtado Juan Jose

2. Issuer Name and Ticker or Trading

Issuer

below)

Symbol

LAUREATE EDUCATION, INC.

(Check all applicable)

[LAUR]

(Middle)

(Zip)

(Last) (First) 3. Date of Earliest Transaction

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

5. Relationship of Reporting Person(s) to

(Month/Day/Year)

06/17/2018

SVP Operations

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

(Street)

(State)

(City)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

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	3.	4. Securi	ities		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if		onAcquired (A) or			Securities Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed	d of (D))	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	Indirect (I)	Ownership
		•					Following	(Instr. 4)	(Instr. 4)
							Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Class A				0.740					
Common	06/17/2018		A	2,742	A	\$ 0	8 206	D	

(1)

Class A

Stock

Common 06/17/2018 \mathbf{C}

6.713 \$0 14,919

D

Stock

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

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SEC 1474 (9-02)

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number.

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. Transactio Code (Instr. 8)	5. Number of or 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
Restricted Stock	(2)	06/17/2018		M		8,875	06/17/2018	(2)	Class B Common Stock	8,875
Class B Common Stock	(3)	06/17/2018		M	8,875		(3)	<u>(3)</u>	Class A Common Stock	8,875
Class B Common Stock	(3)	06/17/2018		F		2,162	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	2,162
Class B Common Stock	(3)	06/17/2018		C		6,713	<u>(3)</u>	(3)	Class A Common Stock	6,713

Reporting Owners

nships
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Director 10% Owner Officer Other

Hurtado Juan Jose

650 S. EXETER STREET 12TH FLOOR

SVP Operations

BALTIMORE, MD 21202

Signatures

/s/ Sean P. Mulcahy, Attorney-in-Fact 06/19/2018

**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)

Reporting Owners 2

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Represents the net issuance of shares in connection with the vesting of 3,625 Performance Share Units originally awarded pursuant to a Performance Share Units Notice dated October 25, 2016, the terms of which provide that 3,625 PSUs granted thereunder shall vest upon satisfaction of the performance goals set forth therein. Upon their vesting, the PSUs granted pursuant to the October 2016 award were originally issueable as shares of Class B Common Stock of the Company. The reporting person has previously provided a standing instruction to convert the issueable Class B Shares to Class A Shares upon their issuance. Shares of Class B Common Stock of the Company are convertible to shares of Class A Common Stock upon the written election of the shareholder and otherwise in accordance with the Company's charter. In connection with the PSUs' vesting, 883 shares were withheld to satisfy the reporting person's withholding tax obligations. This amount was determined based upon the closing price on the date immediately prior to the vesting date of \$14.63 per share of Class A Common Stock as traded on the NASDAQ Stock Exchange.

- (2) Each Restricted Stock Unit ("RSU") represents the right to receive one share of Class B Common Stock, as previously reported by the reporting person at footnote 2 of the Form 3 filed on January 11, 2018.
- Each share of Class B Common Stock of Laureate Education, Inc. (the "Company") is convertible into one share of Class A Common (3) Stock of the Company upon the election of the holder or upon transfer, subject to the terms of the Company's Amended and Restated Certificate of Incorporation.
- In connection with the RSUs' vesting, 2,162 shares were withheld to satisfy the reporting person's withholding tax obligations. This amount was determined based upon the closing price on the date immediately prior to the vesting date of \$14.63 per share of Class A Common Stock as traded on the NASDAQ Stock Exchange.

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.