

Silbey Victoria E  
Form 4  
January 03, 2019

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Silbey Victoria E

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)  
650 S. EXETER STREET  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/31/2018

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Sr. VP, Secretary, CLO

BALTIMORE, MD 21202

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  
Person

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|---|---|--|--|---|
|                                       |   |   | Code                                    | V   | Amount   | (A)<br>or<br>(D)   | Price                                   |
| Class A<br>Common<br>Stock            | 12/31/2018                              |   | M                                       |   | 3,029  | A  | \$ 0                                    |
|                                       |   |   |   |   | 12,654   |  | D                                       |
| Class A<br>Common<br>Stock            | 12/31/2018                              |   | F                                       |   | 863 <sup>(1)</sup>   | D  | \$ 14.82                                |
|                                       |   |   |   |   | 11,791   |  | D                                       |
| Class A<br>Common<br>Stock            | 12/31/2018                              |   | F                                       |   | 301 <sup>(2)</sup>   | D  | \$ 14.82                                |
|                                       |   |   |   |   | 11,490   |  | D                                       |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pr<br>Deriv<br>Secu<br>(Instr |  |
|---|---|---|---|---|---|--|---|----------------------------------|--|
|   |   |   |   | Code                                    | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date  | Title                            | Amount<br>or<br>Number<br>of<br>Shares |
| Restricted<br>Stock<br>Units                        | (3)   | 12/31/2018                              |   | M                                       | 3,029   | (3)  | (3)   | Class A<br>Common<br>Stock       | 3,029                                  |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| Silbey Victoria E<br>650 S. EXETER STREET<br>BALTIMORE, MD 21202 | Sr. VP, Secretary, CLO           |

## Signatures

/s/ Sean P. Mulcahy,  
Attorney-in-Fact 01/03/2019

\_\_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).

- (1) Shares withheld from vesting of Restricted Stock Units originally granted on September 7, 2017 in satisfaction of tax obligations based on closing price of \$14.82 on December 28, 2018 of the Company's Class A Common Stock as traded on the NASDAQ stock exchange.
- Shares withheld from vesting of Restricted Stock Units originally granted on May 23, 2018 (having been previously reported as shares of Class A Common Stock on the reporting person's Form 4 filed on May 25, 2018) in satisfaction of tax obligations based on closing price of \$14.82 on December 28, 2018 of the Company's Class A Common Stock as traded on the NASDAQ stock exchange. These RSUs are vesting in three equal annual installments on each of December 31, 2018, December 31, 2019, and December 31, 2020, subject to the reporting person's continued employment.

(3)

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Each Restricted Stock Unit ("RSU") represents the right to receive one share of the Class A Common Stock ("Class A Common Stock") of Laureate Education, Inc. (the "Company"). On September 7, 2017, the reporting person was issued RSUs vesting in three equal annual installments on each of December 31, 2017, December 31, 2018, and December 31, 2019, subject to the reporting person's continued employment by the Company.

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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