

Darmon Tal
Form 4
July 24, 2017

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 *
Darmon Tal

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, 12TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
07/20/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Accounting Officer

(Street)
BALTIMORE, MD 21202

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

(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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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 Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	
					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 23.2	07/20/2017	D ⁽¹⁾	(A) 2,195	(2)	10/02/2023	Class B Common Stock ⁽³⁾	2,195
Employee Stock Option (right to buy)	\$ 17.44	07/20/2017	A ⁽¹⁾	2,195	(2)	10/02/2023	Class B Common Stock ⁽³⁾	2,195
Employee Stock Option (right to buy)	\$ 23.2	07/20/2017	D ⁽¹⁾	(A) 2,972	(4)	07/10/2024	Class B Common Stock ⁽³⁾	2,972
Employee Stock Option (right to buy)	\$ 17.44	07/20/2017	A ⁽¹⁾	2,972	(4)	07/10/2024	Class B Common Stock ⁽³⁾	2,972
Employee Stock Option (right to buy)	\$ 23.2	07/20/2017	D ⁽¹⁾	(A) 3,247	(5)	03/04/2025	Class B Common Stock ⁽³⁾	3,247
Employee Stock Option (right to buy)	\$ 17.44	07/20/2017	A ⁽¹⁾	3,247	(5)	03/04/2025	Class B Common Stock ⁽³⁾	3,247
Employee Stock Option (right to buy)	\$ 23.24	07/20/2017	D ⁽¹⁾	(A) 1,622	(6)	05/02/2026	Class B Common Stock ⁽³⁾	1,622
Employee Stock Option	\$ 17.44	07/20/2017	A ⁽¹⁾	1,622	(6)	05/02/2026	Class B Common Stock ⁽³⁾	1,622

