

BECKER DOUGLAS L
Form 4
January 07, 2005

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 *
BECKER DOUGLAS L

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

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)
12/09/2004

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

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 Following 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) Price			
common stock	12/09/2004	<u>(9)</u>	G ⁽⁵⁾	4,329 D <u>(6)</u>	167,797	I	Grantor Retained Annuity Trust Accounts
common stock	12/17/2004	<u>(9)</u>	G ⁽⁷⁾	460 D <u>(6)</u>	167,337	I	Grantor Retained Annuity Trust Accounts
common stock	12/21/2004	<u>(9)</u>	G ⁽⁸⁾	584 D <u>(6)</u>	166,753	I	Grantor Retained

Annuity
Trust
Accountscommon
stock

42,941

D

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

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(9-02)**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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Acquired (A)	or Disposed of (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
options	\$ 4.89	01/03/2005	01/06/2005 ⁽¹⁾	M ⁽²⁾		10,000	⁽³⁾	08/25/2005	common stock	10,000
options	\$ 7.5	01/03/2005	01/06/2005 ⁽¹⁾	M ⁽²⁾		18,000	⁽³⁾	12/31/2005	common stock	18,000
options	\$ 7.5	01/04/2005	01/07/2005 ⁽¹⁾	M ⁽²⁾		7,000	⁽³⁾	12/31/2005	common stock	7,000
options	\$ 7.5	01/05/2005	01/10/2005 ⁽¹⁾	M ⁽²⁾		13,890	⁽³⁾	12/31/2005	common stock	13,890
options	\$ 7.5	01/06/2005	01/11/2005 ⁽¹⁾	M ⁽²⁾		1,400	⁽³⁾	12/31/2005	common stock	1,400
options	\$ 13.55						⁽³⁾	03/29/2006	common stock	697,500
options	\$ 24.33						⁽³⁾	04/01/2008	common stock	630,000
options	\$ 28.67						⁽³⁾	02/23/2008	common stock	52,328
options	\$ 31.25						⁽³⁾	05/22/2008	common stock	100,000
options	\$ 3.59						⁽³⁾	12/01/2009	common stock	605,683

options \$ 19.43 (3) 12/14/2011 common stock 100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BECKER DOUGLAS L 1001 FLEET STREET BALTIMORE, MD 21202	X		Chairman and CEO	

Signatures

Douglas L.
Becker 01/07/2005

**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) Trade Settlement Date.
- (2) Exercise on Non-Qualified stock options pursuant to a 10b5-1 plan.
- (3) All options currently exercisable.
- (4) Represents grand total of all stock options owned.
Gift of a total of 4,329 shares from Grantor Retained Annuity Trust # 11 as follows: 2,435 to Baltimore Community Foundation 609 shares to United Way of Central Maryland 432 shares to University of Maryland Foundation, Inc. 609 shares to The American Visionary Art Museum 244 shares to Teach for America
- (5) not applicable - this was a gift of shares.
- (6) Gift of 460 shares out of Grantor Retained Annuity Trust # 11 to CAMPAIGN FOR WASHINGTON'S COLLEGE.
- (7) Gift of 584 shares out of Grantor Retained Annuity Trust # 11 to PORT DISCOVERY.
- (8) Transaction deemed executed on date of actual transfer.
- (9) not applicable - this was a gift of shares.

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.