## Edgar Filing: STRAYER EDUCATION INC - Form 4

| STRAYER EDU<br>Form 4<br>April 29, 2010  | JCATION I                      | INC   |  |  |             |       |                                       |  |  |                        |  |
|--|--------------------------------|---|--|--|-------------|-------|---------------------------------------|--|--|------------------------|--|
| FORM 4   |                                |   |  |  |             |       |                                       | PPROVAL  |  |                        |  |
|  |                                | SECURITIES AND EXCHANGE C<br>Washington, D.C. 20549 |  |  |             |       | OMB<br>Number:                        | 3235-0287  |  |                        |  |
| Subject to<br>Section 16.<br>Form 4 or   |                                |   | OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES<br>Section 16(a) of the Securities Exchange Act of 1934, |  |             |       |                                       |  | Expires: January 31<br>2005<br>Estimated average<br>burden hours per<br>response 0.5 |                        |  |
| obligations<br>may continue<br><i>See</i> Instructio<br>1(b).                            | Section 1                      | 7(a) of the   |  | lity Hold                                    | ing Com     | pany  | Act o                                 | f 1935 or Sectio   | 'n   |                        |  |
| (Print or Type Resp  | onses)                         |   |  |  |             |       |                                       |  |  |                        |  |
| S  |                                |   | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>STRAYER EDUCATION INC<br>[STRA]                     |  |             |       | -                                     | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)  |  |                        |  |
| (Last) (First) (Middle) 3. Date of   |                                |   |  | of Earliest Transaction<br>Day/Year)<br>2010 |             |       |                                       | X Director<br>Officer (give<br>below)  | title 10%  | 9 Owner<br>er (specify |  |
|  | (Street)                       |   | 4. If Amendment, Date Original Filed(Month/Day/Year)   |  |             |       | Applicable Line)<br>_X_ Form filed by | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person<br>Form filed by More than One Reporting |  |                        |  |
| ARLINGTON,   | VA 22209                       |   |  |  |             |       |                                       | Person   | More than One Re   | eporting               |  |
| (City)   | (State)                        | (Zip)   | Table  | I - Non-De                                   | erivative S | ecuri | ties Ace                              | quired, Disposed o   | f. or Beneficial   | lv Owned               |  |
|  | Transaction E<br>Aonth/Day/Ye: | ar) Executio<br>any                                 |  |  |             |       | r<br>)<br>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)                 | -                      |  |
| $\begin{array}{c} \text{Common} \\ \text{Stock} \ \underline{(1)} \end{array} \qquad 0.$ | 4/27/2010                      |   |  | А  | 302         | A     | \$0                                   | 4,451  | 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.

 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>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |                     | ate                | Unde<br>Secur | unt of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|---------------|--|---|--|
|   |   |   |   | Code V                                | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title         | Amount<br>or<br>Number<br>of<br>Shares |   |  |

Other

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## **Reporting Owners**

| Reporting Owner Name / Address  |            | Relationships |         |  |  |  |
|---|------------|---------------|---------|--|--|--|
|   | Director   | 10% Owner     | Officer |  |  |  |
| BROCK WILLIAM E<br>C/O STRAYER EDUCATION INC<br>1100 WILSON BOULEVARD, SUITE 2<br>ARLINGTON, VA 22209 | 500 X      |               |         |  |  |  |
| Signatures  |            |               |         |  |  |  |
| /s/ Mark C. Brown,<br>Attorney-in-Fact  | 04/29/2010 |               |         |  |  |  |
| <b>**</b> 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) Award of restricted stock. Restrictions on the shares will lapse in three equal annual installments beginning April 27, 2011.

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.