Edgar Filing: LAUREATE EDUCATION, INC. - Form 3

LAUREATE EDUCATION, INC.

Form 3 July 17, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement LAUREATE EDUCATION, INC. [LAUR] À Wengen Investments LTD (Month/Day/Year) 07/09/2007 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O KOHLBERG KRAVIS (Check all applicable) ROBERTS & CO. L.P., Â 9 WEST 57TH STREET, SUITE __X__ 10% Owner Director 4200 Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting NEW YORK, NYÂ 10019 Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (Instr. 5) Ι See Footnotes (1) (3) Common stock, par value \$0.01 per share 25,458,881 See Footnotes (2) (3) Common stock, par value \$0.01 per share 5,207,364 I Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

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1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

Expiration Title

Date

2. Date Exercisable and 3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

Amount or

Number of

Shares

Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

or Indirect

(I) (Instr. 5)

Â

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date

Exercisable

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Wengen Investments LTD C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 9 WEST 57TH STREET, SUITE 4200 NEW YORK, NYÂ 10019

ÂX Â

Signatures

/s/ Jonathan D. Smidt as Director of Wengen Investments Limited

07/17/2007

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 5(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) 25,458,881 shares of common stock of the Issuer reported on this Form 3 are held of record by L Curve Sub Inc.
- (2) 5,207,364 shares of common stock of the Issuer reported on this Form 3 are held of record by M Curve Sub Inc.
 - L Curve Sub Inc. and M Curve Sub Inc. are direct subsidiaries of Wengen Alberta, Limited Partnership, the sole general partner of which is Wengen Investments Limited. As sole general partner of Wengen Alberta, Limited Partnership, Wengen Investments Limited may be
- deemed to be the beneficial owner of such shares of common stock of the Issuer held by L Curve Sub Inc. and M Curve Sub Inc. Wengen Investments Limited disclaims beneficial ownership of these securities, except to the extent of its pecuniary interest therein. The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, Wengen Investments Limited is the beneficial owner of all such equity securities covered by this statement.

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.

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