Edgar Filing: SHAW SCOTT M - Form 4

SHAW SCO	ТТ М											
Form 4												
March 02, 20	011											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB AF	OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB	3235-0287		
Check thi	s box		Was	shington,	D.C. 20	549			Number:	January 31,		
if no longer which to be statement of CHANGES IN BENEFICIAL OWNERSHIP OF								Expires:	2005			
subject to			гспан						Estimated average			
Section 1 Form 4 or				SECURITIES				burden hours per response 0.5				
Form 5		nursuant to S	Section 1	6(a) of the	e Securit	ies E	xchang	response ge Act of 1934,				
obligation	¹⁸ Section	^					•	1935 or Section	1			
may conti See Instru	inue.			vestment	•	· ·						
1(b).	lettoli	. ,			1	5						
(Print or Type R	Responses)											
1 NT 1 A	11 (D)	· D *						5 0 1 (* 1* 6				
SHAW SCC	ddress of Report	ing Person _		r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
Symbol						ΤΑΤ						
LINCOLN EDUCATION SERVICES CORP [LINC								(Check all applicable)				
(T - 1)					-	~]		D	100	0		
(Last)	(First)	(Middle)		Earliest Tr	ansaction			Director X Officer (give		Owner er (specify		
C/O L INCO	LN EDUCAT	TIONAL	(Month/D 02/28/20	Day/Year)			below) below)					
SERVICES			02120120	Chief Ad				ministrative Officer				
	VE DRIVE, S	SUITE 340										
	(Street)		4 If Ame	ndment Da	te Origina	1		6 Individual or Io	int/Group Filin	(Check		
· · · · · · · · · · · · · · · · · · ·				ndment, Date Original (th/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)					
			1 1100(11101	ul/Day/Tear)				_X_Form filed by One Reporting Person				
WEST ORA	NGE, NJ 070)52						Form filed by M Person	lore than One Re	porting		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction			3.	4. Securi			5. Amount of	6. Ownership			
Security	(Month/Day/Ye		n Date, if						Form: Direct			
(Instr. 3) any (Month/Day/Year)			Code (Instr. 3, 4 and 5) (Instr. 8)				Beneficially Owned	(D) orBeneficialIndirect (I)Ownership				
		(111011111	<i>suj</i> , <i>i</i> eui)	(115411-0)				Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported				
						or		Transaction(s) (Instr. 3 and 4)				
-				Code V	Amount	(D)	Price	(msu. 5 and 4)				
Common Stock	02/28/2011			F	947 <u>(1)</u>	D	\$ 15.51	306,601	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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
SHAW SCOTT M C/O LINCOLN EDUCATIONAL SERVICES CORP. 200 EXECUTTIVE DRIVE, SUITE 340 WEST ORANGE, NJ 07052			Chief Administrative Officer			
Signatures						

/s/ Scott M. 03/02/2011 Shaw

**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).
- Consists of shares withheld by the Issuer with respect to income taxes payable by the Reporting Person upon the vesting and delivery of (1) 20% of the shares of restricted stock granted by the Issuer on February 29, 2008.

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.