

SINGER PAULA R
Form 4/A
January 16, 2007

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 *
SINGER PAULA R

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)
1001 FLEET STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/11/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Pres & CEO Online Higher Ed.

BALTIMORE, MD 21202

4. If Amendment, Date Original Filed(Month/Day/Year)
12/11/2006

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 12/11/2006 | | M | 1,000 A \$ 13.11 | 41,413 ⁽¹⁾ | D | |
| Common Stock | 12/11/2006 | | M | 1,000 A \$ 12.31 | 42,413 | D | |
| Common Stock | 12/11/2006 | | S | 1,431 <u>D</u> ₍₄₎ \$ 50.7 | 40,882 | D | |
| Common Stock | 12/11/2006 | | F | 469 <u>D</u> ₍₅₎ \$ 50.7 | 40,413 | D | |
| Common Stock | | | | | \$ 1,020 | I | Held in Company 401(k) |

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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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options (rt to buy) | \$ 13.11 | 12/11/2006 | | M | 1,000 | <u>(2)</u> 12/13/2009 | Common Stock | 36,500 |
| Options (rt to buy) | \$ 12.31 | 12/11/2006 | | M | 1,000 | <u>(2)</u> 12/13/2009 | Common Stock | 11,500 |
| Options (rt to buy) | \$ 46.37 | | | | | <u>(3)</u> 09/20/2012 | Common Stock | 35,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SINGER PAULA R 1001 FLEET STREET BALTIMORE, MD 21202 | | | Pres & CEO Online Higher Ed. | |

Signatures

Paula R. Singer 01/16/2007
 **Signature of Date
 Reporting Person

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).

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- (1) Includes 12,000 shares granted on 4/30/2003 as to which there remains a risk of forfeiture and 20,000 shares granted on 12/13/2005 as to which there remains a risk of forfeiture.
- (2) All options are vested and exercisable.
- (3) As of 9/30/2006, 8,750 options were vested and exercisable. An additional 2,187 options will vest and become exercisable on 12/31/06 and each quarter thereafter, with the entire amount becoming vested and exercisable as of 9/30/2009.
- (4) This transaction was timely reported as a sale of common stock; however, the transaction code under column 4 was inadvertently reported as an A (acquisition) rather than a D (disposition). This amendment corrects tht typographical error.
- (5) This transaction was timely reported; however, the transaction code under column 4 was inadvertently reported as an A (acquisition) rather than a D (disposition). This amendment corrects tht typographical error.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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