

ITT EDUCATIONAL SERVICES INC

Form 4

June 03, 2002

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

FORM 4

OMB APPROVAL

o 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

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(f) of the Investment Company Act of 1940

OMB Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
BAUGH	GENE	A.	ITT Educational Services, Inc. ESI		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Senior Vice President and Chief Financial Officer	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person (voluntary)		4. Statement for Month/Year	
5975 Castle Creek Parkway, North Drive					May 2002	
(Street)					5. If Amendment, Date of Original (Month/Year)	
Indianapolis	IN	46250			7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V			
Common Stock	5/16/02	M			19,100 shares	A	\$21.69
Common Stock	5/16/02	S			10,200 shares	D	\$50.00
Common Stock	5/16/02	S			1,100 shares	D	\$50.01
Common Stock	5/16/02	S			700 shares	D	\$50.02
Common Stock	5/16/02	S			900 shares	D	\$50.20

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Common Stock	5/16/02	S	200 shares	D	\$50.21
Common Stock	5/16/02	S	300 shares	D	\$50.29
Common Stock	5/16/02	S	600 shares	D	\$50.31
Common Stock	5/16/02	S	700 shares	D	\$50.33
Common Stock	5/16/02	S	100 shares	D	\$50.35
Common Stock	5/16/02	S	200 shares	D	\$50.40
Common Stock	5/16/02	S	100 shares	D	\$50.41
Common Stock	5/16/02	S	100 shares	D	\$50.44
Common Stock	5/16/02	S	300 shares	D	\$50.45
Common Stock	5/16/02	S	100 shares	D	\$50.59
Common Stock	5/16/02	S	500 shares	D	\$50.63
Common Stock	5/16/02	S	100 shares	D	\$50.64
Common Stock	5/16/02	S	400 shares	D	\$50.66
Common Stock	5/16/02	S	400 shares	D	\$50.69
Common Stock	5/16/02	S	500 shares	D	\$50.70
Common Stock	5/16/02	S	100 shares	D	\$50.73
Common Stock	5/16/02	S	600 shares	D	\$50.75
Common Stock	5/16/02	S	200 shares	D	\$50.80
Common Stock	5/16/02	S	100 shares	D	\$50.91

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Common Stock	5/16/02	S	300 shares	D	\$50.95		
Common Stock	5/16/02	S	300 shares	D	\$50.98		
Common Stock	5/20/02	M	5,900 shares	A	\$21.69		
Common Stock	5/20/02	S	5,900 shares	D	\$50.00		
Common Stock	5/20/02	M	20,000 shares	A	\$34.13		
Common Stock	5/20/02	S	5,300 shares	D	\$50.00		
Common Stock	5/20/02	S	900 shares	D	\$50.01		
Common Stock	5/20/02	S	800 shares	D	\$50.02		
Common Stock	5/20/02	S	5,900 shares	D	\$50.03		
Common Stock	5/20/02	S	1,000 shares	D	\$50.04		
Common Stock	5/20/02	S	500 shares	D	\$50.05		
Common Stock	5/20/02	S	500 shares	D	\$50.09		
Common Stock	5/20/02	S	2,400 shares	D	\$50.10		
Common Stock	5/20/02	S	400 shares	D	\$50.12		
Common Stock	5/20/02	S	200 shares	D	\$50.13		
Common Stock	5/20/02	S	1,400 shares	D	\$50.15		
Common Stock	5/20/02	S	200 shares	D	\$50.24		
Common Stock	5/20/02	S	500 shares	D	\$50.25	11,996 shares	D

687 I
shares(1)

By 401(k) Plan

