Edgar Filing: ITT EDUCATIONAL SERVICES INC - Form 4

ITT EDUCATIONAL SERVICES INC

Form 4

March 01, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue.

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

CHAMPAGNE RENE R			Symbol ITT EDUCATIONAL SERVICES INC [ESI]					Issuer (Check all applicable)			
(Last) (First) (Middle) 13000 NORTH MERIDIAN STREET		3. Date of Earliest Transaction (Month/Day/Year) 03/01/2006					X Director 10% OwnerX Officer (give title Other (specify below) Chairman and CEO				
CARMEL,,	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Day/Yea	r) Execution	Execution Date, if		4. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	03/01/2006			Code V $S_{\underline{(1)}}$	Amount 300	(D)	Price \$ 61.63	102,988 (2)	D		
Common Stock	03/01/2006			S <u>(1)</u>	600	D	\$ 61.65	102,388 (2)	D		
Common Stock	03/01/2006			S(1)	100	D	\$ 61.8	102,288 (2)	D		
Common Stock	03/01/2006			S(1)	1,100	D	\$ 61.88	101,188 (2)	D		

61.88

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exercises Expiration D		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	Securities Acquired (A) or	of (Month/Day/Y) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		Amou Under Secur (Instr.	rlying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CHAMPAGNE RENE R

13000 NORTH MERIDIAN STREET X Chairman and CEO

CARMEL,, IN 46032

Signatures

Clark D. Elwood, Attorney-In-Fact for Rene R.
Champagne
03/01/2006

**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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 1, 2006.
- (2) This total does not include 10,846 shares of ESI common stock beneficially owned under the ESI 401(k) Plan on March 1, 2006.

Remarks:

This is the second of two Form 4s filed by the reporting person for transactions that occurred on March 1, 2006. Due to softw 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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