Edgar Filing: LINCOLN EDUCATIONAL SERVICES CORP - Form 4

LINCOLN E Form 4	DUCATIONAL S	SERVICES	S CORF)							
February 25,	2014										
									OMB APPROVAL		
UNITED STATES SEC				CURITIES AND EXCHANGE (Washington, D.C. 20549				COMMISSION	OMB Number:	3235-0287	
Check this if no long	er	x STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Exchange Act of 1934, 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								January 31, 2005	
subject to Section 16 Form 4 or	51ATEM 5.									average rs per	
Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed purs s Section 17(a									0.5	
(Print or Type R	esponses)										
McAlmont Shaun Symbol LINCOI				r Name and Ticker or Trading LN EDUCATIONAL CES CORP [LINC]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				of Earliest Transaction Day/Year) 2014				Director 10% Owner X Officer (give title Other (specify below) below) President & CEO			
				endment, Date Original onth/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 			
WEST ORA	NGE, NJ 07052							Form filed by N Person	Iore than One Re	porting	
(City)	(State) (Zip)	Table	I - Non-De	erivative S	Securi	ities Acc	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	on(A) or D (D) (Instr. 3,	4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/21/2014			F	4,782 (1)	D	\$ 4.25	439,785	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)

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	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		

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Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
McAlmont Shaun C/O LINCOLN EDUCAT 200 EXECUTIVE DRIVE WEST ORANGE, NJ 0703				President & CEO			
Signatures							
/s/ Shaun McAlmont	02/25/2014						

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 23, 2011.

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.