

LAUREATE EDUCATION, INC.
Form 4
April 27, 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 *
MILLER JOHN A

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)

3. Date of Earliest Transaction (Month/Day/Year)
10/22/2001

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

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

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 | (D) | Price |
| Common stock | | | | | 15,561 ⁽⁶⁾ | D | |
| Common stock | 02/23/2006 | | X | | 20,000 | A | \$ 40 |
| Common stock | 02/16/2007 | | X | | 1,000 | A | \$ 45 |
| Common stock | | | | | 5,000 | I | Family fund |
| Common stock | | | | | 2,900 ⁽⁷⁾ | I | 2J Partnership |

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Common stock 01/29/2007 S 2,900 A \$ 61.44 0 I 2J Partnership

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Options (rt to buy) | \$ 44.18 | | | | | (2) | 01/03/2015 | Common Stock | 6,500 |
| Options (rt to buy) | \$ 50.61 | | | | | (1) | 01/03/2013 | Common Stock | 6,500 |
| 6 Month Call Options | \$ 45 | | | | | (3) | 02/16/2007 | Common Stock | 1,000 |
| Options (rt to buy) | \$ 48.78 | 01/03/2007 | | A | 6,500 | (4) | 01/02/2012 | Common Stock | 6,500 |
| 6 month call options | \$ 40 | 08/01/2005 | | P | 135 | 08/01/2005 | 02/18/2006 | common stock | 13,500 |
| 6 month call options | \$ 40 | 08/03/2005 | | P | 65 | 08/03/2005 | 02/18/2006 | common stock | 6,500 |
| 6 month call options | \$ 40 | 02/20/2006 | 02/21/2006 | X | 200 | 02/17/2006 | 02/18/2006 | common stock | 20,000 |
| 6 month call options | \$ 40 | 02/16/2007 | | X | 10 | 02/16/2007 | 02/16/2007 | common stock | 1,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MILLER JOHN A | | | | X |

Signatures

John A. Miller 04/20/2007

__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) Currently 4,875 vested and exercisable.

(2) All options are currently exercisable.

(3) N/A

(4) 541.67 shares vested on 2/3/2007 and will vest monthly thereafter until fully vested on 1/3/2008.

(5) Includes ownership from acquisitions prior to this transaction which have already been reported on previous Forms 4.

(6) Represents shares held directly by Mr. Miller prior to October 22, 2001, the date Mr. Miller was elected as a director of the Company and became subject to the reporting requirements of Section 16(a) of the Exchange Act. Disclosure of the ownership of these shares was inadvertently omitted from Mr. Miller's Form 3 and from his reported holdings on subsequent Section 16(a) reports.

(7) Represents shares held indirectly by Mr. Miller prior to October 22, 2001, the date Mr. Miller was elected as a director of the Company and became subject to the reporting requirements of Section 16(a) of the Exchange Act. Disclosure of the ownership of these shares by 2J Partnership, a general partnership in which Mr. Miller owns a 50% interest, was inadvertently omitted from Mr. Miller's Form 3 and from his reported indirect holdings on subsequent Section 16(a) reports.

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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