Grand Canyon Education, Inc.

Form 4

March 04, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB

OMB APPROVAL

Number:

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction

1(b).

Form 5

(Print or Type Responses)

1. Name and Address of Reporting Person * BACHUS DANIEL E	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
	Grand Canyon Education, Inc. [LOPE]	(Check all applicable)			
(Last) (First) (Middle) 3300 W. CAMELBACK ROAD	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2014	Director 10% OwnerX_ Officer (give title Other (specify below) Chief Financial Officer 6. Individual or Joint/Group Filing(Check Applicable Line)X_ Form filed by One Reporting Person			
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)				
PHOENIX, AZ 85017		Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y 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)	. 8)		5. Amount of Securities Beneficially Owned Following Reported	Ownership I Form: Direct I (D) or 0	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	03/01/2014		F	2,229 (1)	D	\$ 47.4	75,241	D	
Common Stock	03/04/2014		M	14,300	A	\$ 12	89,541	D	
Common Stock	03/04/2014		S	14,300	D	\$ 47.92	75,241	D	

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

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(2)

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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)	ΓransactionDerivative Code Securities		ive Expiration Date ies (Month/Day/Year) ed (A) osed of		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
Stock Option (Right to Buy)	\$ 12	03/04/2014		M		14,300	11/19/2011	11/18/2018	Common Stock	14,300

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BACHUS DANIEL E 3300 W. CAMELBACK ROAD PHOENIX, AZ 85017

Chief Financial Officer

Signatures

/s/ Lyn Bickle, Attorney-in-fact 03/04/2014

**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).
- (1) Represents withholding of shares to pay tax liability incident to the vesting of restricted stock.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$47.50 to \$48.90, inclusive. The reporting person undertakes to provide to Grand Canyon Education, Inc., any security holder of Grand Canyon Education, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnote to this Form 4.

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.

Reporting Owners 2