## Edgar Filing: ITT EDUCATIONAL SERVICES INC - Form 4

ITT EDUCA Form 4 August 15, 20	TIONAL SER	VICES IN	С									
FORM	1									PPROVAL		
	UNITE	Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287		
Check this if no long subject to Section 10 Form 4 or	er <b>STATE</b> 6.	EMENT O	F CHAN	GES IN I SECUR		CIA	LOW	NERSHIP OF	Expires: Estimated a burden hou response	rs per		
Form 5 obligation may conti <i>See</i> Instru 1(b). (Print or Type R	nue. Section 1	7(a) of the		ility Hold	ing Com	ipany	Act of	ge Act of 1934, f 1935 or Sectio 40	'n			
(I find of Type K	(esponses)											
1. Name and Address of Reporting Person <u>*</u> HAMM RONALD F			2. Issuer Name <b>and</b> Ticker or Trading Symbol ITT EDUCATIONAL SERVICES INC [ESI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Middle)	-	Earliest Tra				Director	100	Owner		
C/O ITT ED	UCATIONAL INC, 13000 N	4	(Month/Da 08/13/20	ay/Year)	ansaction			X Officer (give below)		er (specify		
				mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
CARMEL, I	N 46032							Form filed by M Person	More than One Re	porting		
(City)	(State)	(Zip)	Table	- I - Non-D	erivative S	Securi	ties Acc	uired, Disposed o	f. or Beneficial	lv Owned		
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any		3. Transactic Code (Instr. 8) Code V	4. Securi on(A) or Di (D) (Instr. 3,	ties A spose	cquired 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	08/13/2014			F	469 <u>(1)</u>	D	\$ 8.33	8,531	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. 3. Transaction D Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 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		
Reporting Owners											
R	eporting Owner Name / Address		Relationships								
			Director	10% Own	er Office	r Ot		ther			
C/O ITT		ONAL SERVICES IDIAN STREET	S INC		EVI	P, Pres BS	SNHS				

## CARMEL, IN 46032 Signatures

/s/ Phillip B. Frank, Attorney-In-Fact for Ronald F. 08/15/2014 Hamm \*\*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).
- Represents shares withheld to satisfy tax withholding obligations associated with the settlement of 1,500 restricted stock units in the form (1) of Company common stock on a one-for-one basis on August 13, 2014.

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.