Edgar Filing: CAPELLA EDUCATION CO - Form 4

CAPELLA Form 4 July 07, 202	EDUCATION CO)										
FORM	ЛЛ								OMB AF	PROVAL		
Washingto							OMB Number:	3235-0287				
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Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(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 <u>*</u> GILLIGAN J KEVIN			2. Issuer Name and Ticker or Trading Symbol CAPELLA EDUCATION CO [CPLA]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (I	Middle)	-	ı f Earliest T	ransaction		-	_X_ Director	10%	Owner		
225 SOUT FLOOR	H 6TH STREET,	9TH	(Month/I 07/05/2	Day/Year) 2017				_X_ Officer (give below) Chair	title Othe below) rman & CEO	er (specify		
	(Street)		4. If Amendment, Date C Filed(Month/Day/Year)			Applicabl			or Joint/Group Filing(Check e) I by One Reporting Person			
MINNEAF	POLIS, MN 55402	2					Ī	Form filed by Mo Person	ore than One Re	porting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	e Secu	rities Acqui	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	Date, if	3. 4. Securities Acquired (A Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price \$	(Instr. 3 and 4)				
Common Stock	07/05/2017			S	1,891	D	\$ 85.0079 (1) (2)	105,273 <u>(3)</u>	D			
Common Stock	07/05/2017			S	109	D	\$ 85.467 (1) (4)	105,164 <u>(3)</u>	D			

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

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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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying rities : 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
GILLIGAN J KEVIN 225 SOUTH 6TH STREET, 9TH FLOOR MINNEAPOLIS, MN 55402	Х		Chairman & CEO				
Signatures							
/s/ Kelly Jacobus, as Attorney-in-Fact for J. Gilligan		07/07/2017					

**Signature of Reporting Person

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) Shares sold pursuant to a 10b5-1 plan entered into on May 4, 2017.

Reflects the weighted average sale price for sales made in the normal course of business on July 5, 2017, at prices ranging from \$85.00 to
 (2) \$85.05 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

Date

- (3) Includes 35,906 restricted stock units, which upon vesting, will be settled in shares of CPLA common stock on a 1:1 basis.
- Reflects the weighted average sale price for sales made in the normal course of business on July 5, 2017, at prices ranging from \$84.90 to (4) \$85.50 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the
- Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

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.