## Edgar Filing: Gibbons Peter W - Form 4

Form 4											
March 17, 2	ЛЛ								OMB AF	PROVAL	
		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287			
Check th if no lon subject to Section 1 Form 4 of Form 5 obligation may con See Instr 1(b).	ger o 16. or Filed pu ons tinue. Section 17	MENT O ursuant to S 7(a) of the 30(h)	Section 1 Public U	<b>SECUR</b> 6(a) of the	January 31 2009 Estimated average burden hours per response 0.9						
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Gibbons Peter W			2. Issuer Name <b>and</b> Ticker or Trading Symbol AMERICAN PUBLIC EDUCATION INC [APEI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(M			3. Date of (Month/E 03/13/2	-	ansaction			Director 10% Owner X Officer (give title Other (specify below) below) SVP, Chief Admin. Officer			
CHARLES	(Street) TOWN, WV 25	5414		ndment, Da nth/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M Person	ne Reporting Per	rson	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Acqu	uired, Disposed of	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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)		
Common Stock, par value \$.01	03/13/2009			Code V S	Amount 16,352	(D) D	Price \$ 39.93 (1)	23,970	D		
Common Stock, par value \$.01	03/13/2009			S	13,648	D	\$ 40.34 (2)	10,322	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.

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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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	unt of rlying	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**

Reporting Owner Name / Address	Relationships						
hepotong o whor runno / runnoss	Director	10% Owner	Officer	Other			
Gibbons Peter W 111 W. CONGRESS STREET CHARLES TOWN, WV 25414			SVP, Chief Admin. Officer				
Signatures							
/s/ Lisa G. Kessler,		02/17/2000					

Attorney-in-fact

03/17/2009

Date

\*\*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).

The price of \$39.93 per share represents a weighted average of sales prices ranging from \$39.20 to \$40.19 per share. The reporting person (1) undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

The price of \$40.34 per share represents a weighted average of sales prices ranging from \$40.20 to \$40.64 per share. The reporting person

(2) undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or 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.