

STRAYER EDUCATION INC  
Form 4  
December 05, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**BROWN MARK C**

2. Issuer Name and Ticker or Trading Symbol  
**STRAYER EDUCATION INC [STRA]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
12/03/2007

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Chief Financial Officer

C/O STRAYER EDUCATION INC, 1100 WILSON BOULEVARD, SUITE 2500

(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

ARLINGTON, VA 22209

(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) |                   | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|---|--|-----------------------------------|
|                                 |                                      |  |                                | Code  | V Amount or Price |   |  |                                   |
| Common Stock                    | 12/03/2007                           |  | M                              | 4,000   | A \$ 47.44        | 9,232   | D  |                                   |
| Common Stock                    | 12/03/2007                           |  | S                              | 4,000   | D \$ 181.026      | 5,232   | D  |                                   |
| Common Stock                    | 12/04/2007                           |  | M                              | 2,000   | A \$ 47.44        | 7,232   | D  |                                   |
| Common Stock                    | 12/04/2007                           |  | S                              | 2,000   | D \$ 181.3        | 5,232   | D  |                                   |
|                                 | 12/05/2007                           |  | M                              | 8,583   | A \$ 47.44        | 13,815  | D  |                                   |

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Common  
Stock

Common Stock 12/05/2007 S 8,583 D \$ 181,412 5,232 D

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

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SEC 1474  
(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy)       | \$ 47.44   | 12/03/2007                           |  | M                              | 4,000   | <u>(1)</u> 07/02/2008                                    | Common Stock  | 4,000                         |
| Employee Stock Option (right to buy)       | \$ 47.44   | 12/04/2007                           |  | M                              | 2,000   | <u>(1)</u> 07/02/2008                                    | Common Stock  | 2,000                         |
| Employee Stock Option (right to buy)       | \$ 47.44   | 12/05/2007                           |  | M                              | 8,583   | <u>(1)</u> 07/02/2008                                    | Common Stock  | 8,583                         |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BROWN MARK C  
C/O STRAYER EDUCATION INC  
1100 WILSON BOULEVARD, SUITE 2500  
ARLINGTON, VA 22209

Chief  
Financial  
Officer

## Signatures

/s/ Mark C.

12/05/2007

Brown

\_\_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) The options became fully vested on July 3, 2004.

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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