

Grand Canyon Education, Inc.  
Form 8-K  
August 27, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): August 27, 2009**

**Grand Canyon Education, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

**001-34211**

**20-3356009**

(State or other Jurisdiction of  
Incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**3300 W. Camelback Road  
Phoenix, Arizona**

**85017**

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: **(602) 639-7500**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

In connection with a proposed public offering of 8,000,000 shares of common stock, Grand Canyon Education, Inc. (the Company ) filed a registration statement on Form S-1 pursuant to the Securities Act of 1933, as amended, with the Securities and Exchange Commission on August 27, 2008. In such registration statement, the Company has provided updated risk factors, which are set forth in the section entitled Risk Factors and an updated discussion of regulatory matters affecting the Company, which is set forth in the section entitled Regulation The full text of such sections are included as Exhibit 99.1 hereto and incorporated herein by reference.

**Item 9.01(d). Financial Statements and Exhibits.**

| <b>Exhibit No.</b> | <b>Description</b>                                                                                                                  |
|--------------------|-------------------------------------------------------------------------------------------------------------------------------------|
| 99.1               | Updated Risk Factors and Regulation discussion included in Registration Statement on Form S-1 filed with the SEC on August 27, 2009 |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

GRAND CANYON EDUCATION, INC.

Date: August 27, 2009

By: /s/ Daniel E. Bachus  
Daniel E. Bachus  
Chief Financial Officer  
(Principal Financial and Principal Accounting  
Officer)