

Edgar Filing: ITT EDUCATIONAL SERVICES INC - Form 4

ITT EDUCATIONAL SERVICES INC
 Form 4
 March 01, 2002

 FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

/ / CHECK THIS BOX IF NO
 LONGER SUBJECT TO
 SECTION 16. FORM 4 OR
 FORM 5 OBLIGATIONS MAY
 CONTINUE. SEE
 INSTRUCTION 1(b).
 (Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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
 Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name AND Ticker or Trading Symbol		6. R
BAUGH	GENE	A.	ITT Educational Services, Inc.	ESI	--
(Last)	(First)	(Middle)	3. IRS or Social Security Number of Reporting Person (Voluntary)	4. Statement for Month/Year	--
5975 Castle Creek Parkway, North Drive				February 2002	Sen
(Street)					Pre
Indianapolis	IN	46250		5. If Amendment, Date of Original (Month/Year)	Fin
(City)	(State)	(Zip)	TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DI		---

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amo Sec Ben Own End Mon
		Code V	Amount (A) or (D) Price	(In and
Common Stock	2/13/02	M	18,750 shares	A \$24.25
Common Stock	2/13/02	S	18,750 shares	D \$43.02 11

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7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Title	Amount or Number of Shares			
Common Stock	18,750	0	D	

Explanation of Responses:

- (1) From January 16, 2002 through February 15, 2002, the reporting person acquired 6 shares of ES 401(k) plan.
- (2) The option vested in three equal installments on February 10, 1998, 1999 and 2000.

/s/ Gene A. Ba

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Signature of

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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