

STRAYER EDUCATION INC
Form 8-K
July 31, 2014

**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): July 31, 2014

Strayer Education, Inc.
(Exact name of registrant as specified in its charter)

| | | |
|--|---|---|
| MARYLAND <i>(State or other jurisdiction of incorporation or organization)</i> | 0-21039 <i>(Commission File Number)</i> | 52-1975978 <i>(I.R.S. Employer Identification Number)</i> |
|--|---|---|

| | |
|---|-----------------------------------|
| 2303 Dulles Station Boulevard Herndon, VA <i>(Address of principal executive offices)</i> | 20171 <i>(Zip Code)</i> |
|---|-----------------------------------|

(703) 561-1600
(Registrant's telephone number, including area code)

Not Applicable
(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 (see General Instruction A.2. below):

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)

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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))

Item 2.02. Results of Operations and Financial Condition.

On July 31, 2014, Strayer Education, Inc. (the “Company” or “Strayer”) issued a press release announcing its financial results for the quarter ended June 30, 2014. A copy of the press release is furnished as Exhibit 99.1 hereto and is hereby incorporated by reference into this Item 2.02.

The information contained in Exhibit 99.1 is deemed furnished under this Item, and shall not be deemed “filed” with the Securities and Exchange Commission nor incorporated by reference in any registration statement filed by the Company under the Securities Act of 1933, as amended.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 31, 2014, the Company also announced that, effective March 1, 2015, Chief Financial Officer Mark Brown will retire after 13 years with the Company. Mr. Brown will be replaced by Daniel Jackson, 40, who has been with the Company since 2003, and who will be promoted from his current position as the Company’s Senior Vice President and Treasurer. Information regarding Mr. Jackson, an existing officer of the Company, is set forth in the Company’s most recent Annual Report on Form 10-K, filed with the Commission on February 26, 2014, and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits.

The exhibits required by this item are set forth on the Exhibit Index attached hereto.

| Exhibit Number | Description |
|-----------------------|------------------------------------|
| 99.1 | Press Release, dated July 31, 2014 |

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 hereunto duly authorized.

STRAYER EDUCATION, INC.

Date: July 31, 2014 By: /s/ Mark C. Brown

Mark C. Brown

Executive Vice President and Chief Financial Officer