

AMERICAN PUBLIC EDUCATION INC  
 Form 4  
 June 07, 2013

**FORM 4**

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

OMB APPROVAL

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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 \*  
**WEGLIICKI TIMOTHY T**

2. Issuer Name and Ticker or Trading Symbol  
**AMERICAN PUBLIC EDUCATION INC [APEI]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)

400 EAST PRATT STREET, SUITE 910

06/05/2013

(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

BALTIMORE, MD 21202

(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) (Instr. 3, 4 and 5)	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)			
			Code	V	Amount (A) or (D) Price					
Common Stock, par value \$.01	06/05/2013		S		25,000 (4) (8)	D	\$ 38.2836	86,400 (5)	I	See footnote (1)
Common Stock, par value \$.01	06/07/2013		S		25,000 (6) (8)	D	\$ 38.3547	61,400 (7)	I	See footnote (1)
Common Stock, par value \$.01								27,242 (3)	D	
Common								2,993	I	See



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- (2) Mr. Weglicki is a managing director of ABS Capital Partners, Inc. Mr. Weglicki disclaims beneficial ownership of the shares held by ABS Capital Partners, Inc. except to the extent of his pecuniary interest therein.

- Mr. Weglicki directly owns 22,050 shares and indirectly owns 5,192 shares owned by The Timothy T. Weglicki Irrevocable Trust dated
- (3) March 11, 1999 (the "Trust"), which shares Mr. Weglicki disclaims beneficial ownership of except to the extent of his pecuniary interest therein.

- Consists of the following shares sold by the following entities: (a) 22,160 shares by ABS Capital Partners VI, LP ("ABS VI"), (b) 392 shares by ABS Capital Partners VI-A, LP ("ABS VI-A"), and (c) 2,448 shares by ABS Capital Partners VI Offshore, LP ("ABS Capital Partners VI Offshore" and together with ABS VI and ABS VI-A, the "ABS Entities"). ABS Partners VI, LLC is the general partner of the ABS Entities and has voting and dispositive powers over these shares.
- (4)

- Consists of the following shares held by the following entities: (a) 76,588 shares by ABS Capital Partners VI, LP ("ABS VI"), (b) 1,357 shares by ABS Capital Partners VI-A, LP ("ABS VI-A"), and (c) 8,455 shares by ABS Capital Partners VI Offshore, LP ("ABS Capital Partners VI Offshore" and together with ABS VI and ABS VI-A, the "ABS Entities"). ABS Partners VI, LLC is the general partner of the ABS Entities and has voting and dispositive powers over these shares.
- (5)

- Consists of the following shares sold by the following entities: (a) 22,160 shares by ABS Capital Partners VI, LP ("ABS VI"), (b) 392 shares by ABS Capital Partners VI-A, LP ("ABS VI-A"), and (c) 2,448 shares by ABS Capital Partners VI Offshore, LP ("ABS Capital Partners VI Offshore" and together with ABS VI and ABS VI-A, the "ABS Entities"). ABS Partners VI, LLC is the general partner of the ABS Entities and has voting and dispositive powers over these shares.
- (6)

- Consists of the following shares held by the following entities: (a) 54,428 shares by ABS Capital Partners VI, LP ("ABS VI"), (b) 965 shares by ABS Capital Partners VI-A, LP ("ABS VI-A"), and (c) 6,007 shares by ABS Capital Partners VI Offshore, LP ("ABS Capital Partners VI Offshore" and together with ABS VI and ABS VI-A, the "ABS Entities"). ABS Partners VI, LLC is the general partner of the ABS Entities and has voting and dispositive powers over these shares.
- (7)

- (8) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 20, 2013.

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.