### Edgar Filing: Richardson Brent D. - Form 4

Form 4											
<b>FORN</b> Check th if no long subject to Section 1 Form 4 o Form 5 obligatio may cont	obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						Sind3235-028'Number:January 31Expires:2005Estimated averageburden hours perresponse0.5				
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> Richardson Brent D.			2. Issuer Name <b>and</b> Ticker or Trading Symbol Grand Canyon Education, Inc. [LOPE]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 3300 W. CAMELBACK ROAD			3. Date of Earliest Transaction (Month/Day/Year) 03/05/2012					_X_ Director 10% Owner _X_ Officer (give title 0ther (specify below) below) Executive Chairman			
				Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Acqu	iired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	1. Title of2. Transaction Date2A. DeemedSecurity(Month/Day/Year)Execution Date, if		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	urities Ownership eficially Form: Direct ned (D) or owing Indirect (I) orted (Instr. 4) nsaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	03/05/2012			Code V $S_{\underline{(1)}}^{\underline{(1)}}$	Amount 30,000	(D) D	Price \$ 16.96 (2)	1,417,504	I	Exeter Capital, LLC	
Common Stock	03/06/2012			S <u>(1)</u>	30,000	D	\$ 16.7 (3)	1,387,504	I	Exeter Capital, LLC	

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

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 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Richardson Brent D. 3300 W. CAMELBACK ROAD PHOENIX, AZ 85017	Х		Executive Chairman					
Signaturos								

# Signatures

/s/ Lyn Bickle, Attorney-in-Fact 03/07/2012

\*\*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) These sales were effected pursuant to a 10b5-1 plan adopted by the reporting person dated December 14, 2010 and modified by the reporting person on September 14, 2011.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$16.72
 (2) to \$17.07, inclusive. The reporting person undertakes to provide to Grand Canyon Education, Inc., any security holder of Grand Canyon Education, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares

- sold at each separate price within the ranges set for in footnotes (2) and (3) to this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$16.59 to \$16.80, inclusive.

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.