Grand Canyon Education, Inc.

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

Form 5

FORM 5

LOUIN	_							OMB			
	UNITED S		SECURITIES AND EXCHANGE CO				OMMISSION	Number:	3235-0362		
Check this no longer s		Washington, D.C. 20549						Expires:	January 31,		
to Section Form 4 or 5 obligatio may contin	16. Form ANNI ns nue.		ATEMENT OF CHANGES IN BENI OWNERSHIP OF SECURITIES				EFICIAL	Estimated a burden hou response	~		
See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported Form 4 30(h) of the Investment Company Act of 1940 Transactions Reported											
1. Name and A Richardson l	ddress of Reporting F Brent D.	Symbol	Grand Canyon Education, Inc.				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First) (M	(Month/D	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2013				_X_ Director 10% Owner X Officer (give title Other (specify below) below)  Executive Chairman				
3300 W. CA	MELBACK ROA						Exec	utive Chairman	1		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting  (check applicable line)				
PHOENIX,	À AZÂ 85017						_X_ Form Filed by Magnetic English Magne	One Reporting Po			
(City)	(State) (	Zip) Tabl	e I - Non-Deri	vative Sec	curities A	Acqu	ired, Disposed of	f, or Beneficial	ly 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. Securi Acquired Disposed (Instr. 3,	d (A) or d of (D) 4 and 5) (A) or	) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	12/30/2013	Â	G	3,500 (1)	D 5	\$ 0	110,504	I	Exeter Capital, LLC		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Persons who respond to the collection of information

contained in this form are not required to respond unless

the form displays a currently valid OMB control number.

LLC

SEC 2270

(9-02)

**OMB APPROVAL** 

## Edgar Filing: Grand Canyon Education, Inc. - Form 5

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	Execution Date, if	4. Transaction Code	5. Number of	6. Date Exerc Expiration Day/	ate	7. Titl		8. Price of Derivative Security	
(Instr. 3)	Price of Derivative Security		any (Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	è	rear)	Secur	, ,	(Instr. 5)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Richardson Brent D.

3300 W. CAMELBACK ROAD X Executive Chairman PHOENIX, AZÂ 85017

## **Signatures**

/s/ Lyn Bickle, Attorney-in-fact 02/11/2014

\*\*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) Reflects gifts to charitable organizations. The Reporting Person has no indirect or indirect voting or investment control over the shares. Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

Reporting Owners 2