Edgar Filing: Abrams Edward B - Form 4

Form 4	ra B										
March 06, 201											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549										PPROVAL 3235-0287	
Check this if no longer subject to	statement of changes in Beneficial Ownership of							Expires: Estimated a	January 31, 2005		
Section 16. Form 4 or				SECURI		oc Fr	zehand	The Act of 1934	burden hou response	irs per	
Form 5 obligations may continue. See Instruction 1(b). 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 Res	sponses)										
Abrams Edward B s			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
		LINCOLN EDUCATIONAL SERVICES CORP [LINC]					(Check all applicable)				
(Last)	(First) (Middle) 3. Date of 1 (Month/Da			Earliest Transaction ay/Year)				Director 10% Owner _X Officer (give title Other (specify below) below)			
C/O LINCOL SERVICES C	CORP, 200		03/02/20	12				· · · · · · · · · · · · · · · · · · ·	t, Lincoln Ed G	roup	
EXECUTIVE DRIVE, SUITE 340 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check								1g(Check			
Filed(Mont				th/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
WEST ORAN	IGE, NJ 0705	2						Person	More than One Re	eporting	
(City)	(State)	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. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			SecuritiesIBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)					
Common				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/02/2012			А	5,000	А	\$ 0 (1)	40,831	D		

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

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	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

		Relationships						
		Director	10% Owner	Officer	Other			
Abrams Edward B C/O LINCOLN EDUCATIONAL SERVICES CORP 200 EXECUTIVE DRIVE, SUITE 340 WEST ORANGE, NJ 07052				President, Lincoln Ed Group				
Signatures								
/s/ Edward B. Abrams	03/06/2012							
<u>**</u> Signature of	Date							

**Signature of Reporting Person

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) Grant of Restricted Stock. These restricted shares vest on the first anniversary of grant date.

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.