

ITT EDUCATIONAL SERVICES INC
 Form 4
 August 01, 2002

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

FORM 4

OMB APPROVAL

o 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

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(f) of the Investment Company Act of 1940

OMB Number: 3235-0287
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(Print or Type Responses)

| | | | | | | |
|--|---------|----------|---|--|---|------------------------------------|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | |
| GROSSMAN | MARTIN | A. | ITT Educational Services, Inc. | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Last) | (First) | (Middle) | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| 5975 Castle Creek Parkway, North Drive | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | (give title below) | |
| (Street) | | | July/2002 | | (specify below) | |
| Indianapolis | IN | 46250 | 4. Statement for Month/Year | | Senior Vice President | |
| (City) | (State) | (Zip) | 5. If Amendment, Date of Original (Month/Year) | | 7. Individual or Joint/Group Filing (Check Applicable Line) | |
| | | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (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 at End of Month (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 |
| Common Stock | 7/31/02 | P | | 1,000 shares | A | \$16.11 | 1,000 shares | D |
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

