

Lespine Catherine  
Form 3  
August 31, 2012

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB  
Number: 3235-0104  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

## INITIAL STATEMENT OF 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 \*

Â Lespine Catherine

(Last) (First) (Middle)

231 N. MARTINGALE ROAD

(Street)

SCHAUMBURG,Â ILÂ 60173

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

08/21/2012

3. Issuer Name **and** Ticker or Trading Symbol  
CAREER EDUCATION CORP [CECO]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer ☐ Other  
(give title below) (specify below)  
Dir Gen Insec Group

5. 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

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

18,934 <sup>(1)</sup>

D Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

4. Conversion  
or Exercise  
Price of  
Derivative  
Security

5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)  
or Indirect

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

Date Expiration  
Exercisable Date

Title Amount or  
Number of

## Edgar Filing: Lespine Catherine - Form 3

				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	Â (2)	02/17/2013	Common Stock	15,000	\$ 23.32	D	Â
Non-Qualified Stock Option (right to buy)	Â (3)	03/02/2020	Common Stock	4,096	\$ 29.02	D	Â
Non-Qualified Stock Option (right to buy)	Â (2)	05/19/2015	Common Stock	5,000	\$ 34.7	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lespine Catherine 231 N. MARTINGALE ROAD SCHAUMBURG, IL 60173	Â	Â	Â Dir Gen Insec Group	Â

## Signatures

By: Gail B Rago, pursuant to POA For: Catherine Lespine

08/31/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 12,134 unvested restricted shares and 4,200 shares which have vested but remain subject to restrictions on transfer, granted pursuant to the Career Education Corporation 2008 Incentive Compensation Plan.
- (2) Immediately exercisable.
- (3) Exercisable in four equal annual installments on each of March 3, 2011, 2012, 2013 and 2014; however, the underlying shares cannot be transferred until March 3, 2014 except in limited circumstances.

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.