Edgar Filing: SHAW SCOTT M - Form 4

CILAW COOTT M

Form 4	1 1 11										
October 31, 2	007										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							COMMISSION	r	OMB APPROVAL		
	UNITED	Washington, D.C. 20549							OMB Number:	3235-0287	
Check this if no longe	۰r.								Expires:	January 31, 2005	
subject to Section 16 Form 4 or	51AIE	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES							Estimated average burden hours per response		
Form 5 obligation may contin <i>See</i> Instruct 1(b).	s Section 17	response 0.5 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 R	esponses)										
1. Name and Address of Reporting Person <u>*</u> SHAW SCOTT M			2. Issuer Name and Ticker or Trading Symbol LINCOLN EDUCATIONAL				g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
		SERVICES CORP [LINC]									
(Last) (First) (Middle)			3. Date of Earliest Transaction(Month/Day/Year)10/30/2007					Director 10% Owner X_ Officer (give title Other (specify below) Chief Administrative Officer			
SERVICES O	VE DRIVE, SU	ITE 340									
				4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
WEST ORA	NGE, NJ 07052	2						Form filed by M Person	More than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any		3. Transactic Code (Instr. 8) Code V	4. Securit on(A) or Di (D) (Instr. 3, -	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	10/30/2007			А	50,000	A	\$ 0 (1)	115,626	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)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna 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		
SHAW SCOTT M C/O LINCOLN EDUCATIONAL SERVICES CORP. 200 EXECUTTIVE DRIVE, SUITE 340 WEST ORANGE, NJ 07052			Chief Administrative Officer			
Signatures						

/s/ Scott M. 10/31/2007

Shaw

**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) Grant of Restricted Stock. These restricted shares vest ratably on the first through fifth 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.