

ITT EDUCATIONAL SERVICES INC
Form 8-K
July 29, 2005

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

Form 8-K

Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date Of Report (Date Of Earliest Event Reported): 07/29/2005

ITT Educational Services, Inc.

(Exact Name of Registrant as Specified in its Charter)

Commission File Number: 1-13144

DE
(State or Other Jurisdiction of
Incorporation or Organization)

36-2061311
(I.R.S. Employer
Identification No.)

13000 North Meridian Street, Carmel, IN 46032-1404
(Address of Principal Executive Offices, Including Zip Code)

317-706-9200
(Registrant's Telephone Number, Including Area Code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act(17CFR240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))
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Items to be Included in this Report

Item 8.01. Other Events

A letter dated July 25, 2005 from the U.S. Securities and Exchange Commission ("SEC") advising the Registrant that the SEC had terminated its investigation of the Registrant and recommended that no enforcement action be taken against the Registrant (the "Letter"), is incorporated herein by reference and filed with the SEC with this report as Exhibit 99.1.

The press release issued by the Registrant dated July 29, 2005 reporting the Registrant's receipt of the Letter on July 29, 2005, is incorporated herein by reference and furnished to the SEC with this report as Exhibit 99.2.

Signature(s)

Pursuant to the Requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the Undersigned hereunto duly authorized.

ITT Educational Services, Inc.

Date: July 29, 2005.

By: /s/ Clark D. Elwood

Clark D. Elwood
Senior Vice President, General Counsel and Secretary

Exhibit Index

| <u>Exhibit No.</u> | <u>Description</u> |
|---------------------------|---|
| EX-99.1 | Text of a letter received by the Registrant from the U.S. Securities and Exchange Commission dated July 25, 2005. |
| EX-99.2 | Text of press release issued by the Registrant dated July 29, 2005. |