

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2001-02-02** | Period of Report: **2001-01-31**

SEC Accession No. **0000912057-01-003894**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

ITT EDUCATIONAL SERVICES INC

CIK: **922475** | IRS No.: **362061311** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-13144** | Film No.: **1523221**
SIC: **8200** Educational services

| Mailing Address | Business Address |
|---|---|
| 5975 CASTLE CREEK PKWY N DR P O BOX 50466 INDIANAPOLIS IN 46250-0466 | 5975 CASTLE CREEK PKWY N DR PO BOX 50466 INDIANAPOLIS IN 46250 3175949499 |

REPORTING OWNER

HARTIGAN EDWARD G

CIK: **1116588**
Type: **4**

| Mailing Address | Business Address |
|--|--|
| C/O ITT EDUCATIONAL SERVICES INC 5975 CASTLE CREEK PARKWAY NORTH DRIVE INDIANAPOLIS IN 46250 | C/O ITT EDUCATIONAL SERVICES INC 5975 CASTLE CREEK PARKWAY NORTH DRIVE INDIANAPOLIS IN 46250 3175949499 |

STATEMENT OF
CHANGES IN BENEFICIAL OWNERSHIP

<TABLE>

| | | | |
|-----|--|--|-----------------------|
| <S> | <C> | <C> | <C> |
| 1. | Name and Address of Reporting Person* | | |
| | (Last) | HARTIGAN | |
| | (First) | EDWARD | |
| | (Middle) | G. | |
| | (Street) | 5975 Castle Creek Parkway, North Drive | |
| | (City) | Indianapolis | |
| | (State) | IN | |
| | (Zip) | 46250 | |
| 2. | Issuer Name and Ticker or Trading Symbol | | |
| | (Issuer Name) | ITT Educational Services, Inc. | |
| | (Ticker or Trading Symbol) | ESI | |
| 3. | I.R.S. or Social Security Number of Reporting Person (Voluntary) | | |
| | (I.D. Number) | | |
| 4. | Statement for Month/Year | | |
| | (Month) | January | |
| | (Year) | 2001 | |
| 5. | If Amendment, Date of Original (Month/Day/Year) | | |
| | (Month) | | |
| | (Day) | | |
| | (Year) | | |
| 6. | Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| | X | | |
| | / / | (Director) | |
| | /X/ | (Officer, Include title) | Senior Vice President |
| | / / | (10% Owner) | |
| | / / | (Other, specify) | |
| 7. | Individual or Joint/Group Filing (Check Applicable Line) | | |
| | X | | |
| | /X/ | Form filed by One Reporting Person | |
| | / / | Form filed by More than One Reporting Person | |

</TABLE>

<TABLE>
<CAPTION>

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 & 4) | 6. Ownership Form: Direct (D) or Indirect (Instr.4) | 7. Nature of Indirect Beneficial Ownership (Instr.4) |
|-----------------------------------|---|-------------------------------|-----|--|------------|-------|--|---|---|
| | | Code | V | Amount | (A) or (D) | Price | | | |
| <S> | <C> | <C> | <C> | <C> | <C> | <C> | <C> | <C> | <C> |
| Common Stock | 1/23/01 | A | V | 782 shares | A | | 3,679 shares | D | |
| | | | | | | | 3,736 shares (1) | I | By 401(k) Plan |

</TABLE>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
 * If the form is filed by more than one reporting person, SEE Instructions 4(b) (v).

FORM 4 (CONTINUED)

<TABLE>
<CAPTION>

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF OR BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 1. Title of Derivative Security (Instr.3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transaction Code (Instr.8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr.3,4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | |
|--|--|---|-------------------------------|-----|--|-----|---|-----------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date |
| <S> | <C> | <C> | <C> | <C> | <C> | <C> | <C> | <C> |
| Stock Option (Right to Buy) (2) | \$19.438 | 1/23/01 | A | | 4,000 | | 1/23/02 | 1/25/11 |
| Stock Option (Right to Buy) (2) | \$19.438 | 1/23/01 | A | | 4,000 | | 1/23/03 | 1/25/11 |
| Stock Option (Right to Buy) (2) | \$19.438 | 1/23/01 | A | | 4,000 | | 1/23/04 | 1/25/11 |

</TABLE>

<TABLE>
<CAPTION>

TABLE II CONTINUED - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF OR BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 7. Title and Amount of Underlying Securities (Instr.3 and 4) | 8. Price of Derivative Security | 9. Number of Derivative Securities Beneficially Owned at End of Month | 10. Ownership Form of Derivative Security: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr.4) |
|---|---------------------------------|---|---|--|
|---|---------------------------------|---|---|--|

