CORINTHIAN COLLEGES INC

Form 4

September 03, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * ORD KENNETH S

(First)

(State)

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading

Symbol

CORINTHIAN COLLEGES INC

(Check all applicable)

EVP & CFO

Issuer

below)

[COCO]

08/29/2008

3. Date of Earliest Transaction

(Month/Day/Year)

Director 10% Owner X_ Officer (give title

Other (specify

6 HUTTON CENTRE DRIVE, SUITE 400

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

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

SANTA ANA, CA 92707

		Tubi	ic 1 Tion belivative securities required, bisposed of, or beneficiary owned						
1.Title of	2. Transaction Date		3.	4. Securi		•	5. Amount of	6. Ownership	
Security	(Month/Day/Year)	Execution Date, if	Transactio	n(A) or Di	spose	d of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
							Reported		
					(A)		Transaction(s)		
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	()		
Common	00/20/2000		г	(70	Ъ	\$	10 110	Ъ	
Stock (1)	08/30/2008		F	670	D	13.27	42,410	D	
						10.27			
Common	00/01/0000			650	_	\$	41.740	.	
Stock (2)	08/31/2008		F	670	D	13.27	41,740	D	
Diock						19.41			

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

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year) A)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to buy)	\$ 13.27	08/29/2008		A	52,500	<u>(3)</u>	08/29/2015	Common Stock	52,500

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 6	Director	10% Owner	Officer	Other			
ORD KENNETH S							
6 HUTTON CENTRE DRIVE			EVP & CFO				
SUITE 400			EVF&CFO				
SANTA ANA, CA 92707							

Signatures

Diana Scherer, Attorney-in-Fact for Kenneth Ord 09/03/2008

**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).
- Consists of shares withheld by the Issuer with respect to income taxes payable by the Reporting Person upon the vesting and delivery of (1) 25% of the shares of common stock underlying restricted stock units previously granted by the Issuer on August 30, 2005, with the vesting schedule in four equal installments on August 30, 2006, August 30, 2007, August 30, 2008 and August 30, 2009.
- Consists of shares withheld by the Issuer with respect to income taxes payable by the Reporting Person upon the vesting and delivery of 25% of the shares of common stock underlying restricted stock units previously granted by the Issuer on August 31, 2007 with the vesting schedule in four equal installments on August 31, 2008, August 31, 2009, August 31, 2010 and August 31, 2011.
- (3) This option vests in four equal annual installments on August 29, 2009, August 29, 2010, August 29, 2011 and August 29, 2012.

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.

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