Edgar Filing: K12 INC - Form 4

K12 INC

Form 4												
August 13, 2	014											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL				
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check this box if no longer subject to Section 16. Form 4 or				CHANGES IN BENEFICIAL OWNE SECURITIES						Expires: Estimated a burden hou response		
Form 5 obligation may cont <i>See</i> Instru 1(b).	^{ns} inue. Section	17(a) of the		tility H	lold	ling Con	npany	y Act of	e Act of 1934, 7 1935 or Section 0	·		
(Print or Type F	Responses)											
Polsky Howard D. Sym			Symbol			Ticker or	Tradii	ng	5. Relationship of Reporting Person(s) to Issuer			
				K12 INC [LRN]					(Check all applicable)			
(Last) (First) (Middle) 3. Date of (Month/D 2300 CORPORATE PARK DRIVE 08/12/20				-					Director 10% Owner X Officer (give title Other (specify below) below) General Counsel & Secretary			
				endment, Date Original hth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
HERNDON	, VA 20171								Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - No	n-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Executio any	med on Date, if Day/Year)	Code (Instr.	8)	4. Securi n(A) or Di (Instr. 3, Amount	spose	d of (D)	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	08/12/2014			F <u>(1)</u>		795	D	\$ 22.19	45,823	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Polsky Howard D. 2300 CORPORATE PARK DRIVE HERNDON, VA 20171			General Counsel & Secretary				
Signatures							
/s/ John C. Grothaus, attorney-in-fact	08/1	13/2014					

**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).

Represents the number of shares withheld by the Company upon the vesting of restricted shares to cover the executive's withholding tax (1) on income associated with the satisfaction of all vesting conditions. The number of shares withheld is based upon the closing price of a

share of K12 common stock on the vesting 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.