Cappellucci David F Form 4 June 01, 2010

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OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 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). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Cappellucci David F Issuer Symbol CAMBIUM LEARNING GROUP, (Check all applicable) INC. [ABCD] (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) below) C/O CAMBIUM LEARNING 05/27/2010 President GROUP, INC., 4 PRIME PARKWAY, SUITE 303 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **NATICK, MA 01760** (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 7. Nature of Indirect Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common Stock, P 100 \$0.001 par 05/27/2010 A \$ 4.73 5,100 D value per share Common Stock, P \$0.001 par 100 D 05/27/2010 \$ 4.78 5,200 value per

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Common Stock, \$0.001 par value per share	05/27/2010	P	100	A	\$ 4.85	5,300	D
Common Stock, \$0.001 par value per share	05/27/2010	P	200	A	\$ 4.83	5,500	D
Common Stock, \$0.001 par value per share	05/27/2010	P	300	A	\$ 4.74	5,800	D
Common Stock, \$0.001 par value per share	05/27/2010	P	500	A	\$ 4.79	6,300	D
Common Stock, \$0.001 par value per share	05/27/2010	P	500	A	\$ 4.8	6,800	D
Common Stock, \$0.001 par value per share	05/27/2010	P	500	A	\$ 4.82	7,300	D
Common Stock, \$0.001 par value per share	05/27/2010	P	500	A	\$ 4.84	7,800	D
Common Stock, \$0.001 par value per share	05/27/2010	P	900	A	\$ 4.81	8,700	D
Common Stock, \$0.001 par value per share	05/27/2010	P	1,400	A	\$ 4.8127	10,100	D
	05/27/2010	P	1,900	A		12,000	D

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Common 4.8244 Stock, \$0.001 par

value per share

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

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SEC 1474 (9-02)

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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)
			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		
Cappellucci David F C/O CAMBIUM LEARNING GROUP, INC. 4 PRIME PARKWAY, SUITE 303 NATICK, MA 01760	X		President			

Signatures

Reporting Owners

/s/ David F. Cappellucci, By: Todd W. Buchardt, Esq., 06/01/2010 Attorney-in-Fact

Date

Explanation of Responses:

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

**Signature of Reporting Person

Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

9. Nu Deriv

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