

Edgar Filing: STRAYER EDUCATION INC - Form 3

STRAYER EDUCATION INC
Form 3
March 26, 2001

FORM 3

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*

New Mountain GP, LLC

(Last) (First) (Middle)

712 Fifth Avenue, 23rd Floor

(Street)

New York NY 10019

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

March 16, 2001

3. IRS Identification Number of Reporting Person, if an entity (voluntary)

13-4099827

4. Issuer Name and Ticker or Trading Symbol

Strayer Education, Inc. (NASDAQ: STRA)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check Applicable Line)

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[X] Form filed by One Reporting Person

[_] Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature (Instr.)
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No securities owned (1)

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 Instruction 5(b)(v).

(Over)
SEC 1473 (3-99)

FORM 3 (continued)

Table II -- Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

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Explanation of Responses:
 (1) The Reporting Person is the General Partner of New Mountain Investments, L.P. ("NMI"), which is the General Partner of New Mountain Partners, L.P. ("New Mountain Partners"). New Mountain Partners pursuant to an irrevocable proxy granted to it on March 16, 2001, was granted the right, along with DB Capital Investors, L.P., to vote the 8,175,000 shares of common stock, par value \$.01 per share, of the Issuer covered by the proxy, subject to certain limitations set forth in the proxy. As a result, the Reporting Person may be deemed for purposes of Section 16 of the Securities and Exchange Act of 1934, as amended, to be a "10 percent holder" hereunder.

NEW MOUNTAIN GP, LLC

By: /s/ Steven B. Klinsky

 Steven B. Klinsky
 Member
 **Signature of Reporting Person

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3/26/01

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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