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ITT EDUCATIONAL SERVICES INC

Form 4 February 01, 2002

FORM 4		UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549									
	FORM 4 OR GATIONS MAY SEE 1 (b).	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of Section 17(a) of the Public Utility Holding Company Act of 1935 Section 30(f) of the Investment Company Act of 1940									
1. Name and Add	ress of Report	ing Person*	2. Issuer	Name A	ND Ticker	or Tradin	ıg Symbol	6.			
CHAMPAGNE	RENE	R.	ITT E	ducatio	nal Servic	es, Inc.	ESI	X -			
(Last)	(First)	(Middle)	Number		orting	4. Statement fo Month/Year					
5975 Castle Cre	-	orth Drive				January	7 2002	 7			
	(Street)					5. If Am Date	nendment, of Origina h/Year)				
Indianapolis		46250									
(City)		(Zip)			N-DERIVATI			IRED, D			
1. Title of Security (Instr. 3)		2. Trans- action	3. Trans- 4. Securit action or Disp Code (Instr. 8)		cies Acquired (A) cosed of (D) . 3, 4 and 5)		5. Am Se Be Ow En				
		Year)			Amount	(A) or	?				
Common Stock		1/22/02	 А	V	9,338 shares	А		50 , 5			
								4,8			

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

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATI CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

FORM 4 (CONTINUED) TABLE			CALLS, WARRA	ANTS,	, OPT	IONS,	POSED OF, OR CONVERTIBLE	
1. Title of Derivative Security (Instr. 3)	2.	sion or Exercise Price of	3. Trans- action Date (Month/ Day/ Year)	4. Transac- 5. Number of Derivation Code ative Securities (Instr. 8) quired (A) or I posed of (D) (Instr. 3, 4, a)			curities Ac A) or Dis- (D)	
				Co	 ode	V	(A)	(D)
Stock Option (Right to Buy) (2)		\$34.50	1/22/02		A		18,333	
Stock Option (Right to Buy) (2)		\$34.50	1/22/02		A		18,333	
Stock Option (Right to Buy) (2)			1/22/02					

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7. Title and Amount lying Securities (Instr. 3 and 4)	S	8. Price of Deriv- ative Secur- ity (Instr. 5)	of Deriv- ative Securi- ties Bene-	10. Owner- ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Own- ership (Instr. 4)
Common Stock	- /				
Common Stock	18,333				
Common Stock			55,000	D	
Explanation of Respreporting person action (2) Options awarded	cquired 204 sha:	res of ESI co	mmon stock und	er the ESI 401()	k) plan.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Plan a Rule 16b-3 plan.

/s/ Rene R. Champag _____ **Signature of Re

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.

To view the actual filing form and general Instructions go to: www.sec.gov/smbus/forms/form4.
