

McAlmont Shaun  
Form 3  
April 15, 2019

**FORM 3**

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

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

|                                           |                                      |                                                      |
|-------------------------------------------|--------------------------------------|------------------------------------------------------|
| 1. Name and Address of Reporting Person * | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol   |
| Â McAlmont Shaun                          | (Month/Day/Year)                     | K12 INC [LRN]                                        |
| (Last) (First) (Middle)                   | 04/10/2019                           |                                                      |
| 2300 CORPORATE PARK DRIVE                 |                                      | 4. Relationship of Reporting Person(s) to Issuer     |
| (Street)                                  |                                      | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| HERNDON,Â VAÂ 20171                       |                                      |                                                      |
| (City) (State) (Zip)                      |                                      |                                                      |

(Check all applicable)

|                                                                                                        |                                                                                                                      |                                                                                                                                                                                                               |
|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> Director<br><input checked="" type="checkbox"/> Officer<br>(give title below) | <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Other<br>(specify below)<br>EVP, Career Technical Ed. | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock                       | 45,000                                                   | D                                                                 | Â                                                        |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br>Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------|

# Edgar Filing: McAlmont Shaun - Form 3

|                                                        | Date<br>Exercisable | Expiration<br>Date |                 | Amount or<br>Number of<br>Shares |                   | or Indirect<br>(I)<br>(Instr. 5) |   |
|--------------------------------------------------------|---------------------|--------------------|-----------------|----------------------------------|-------------------|----------------------------------|---|
| Restricted Stock Right <sup>(1)</sup> Â <sup>(1)</sup> |                     | 08/30/2021         | Common<br>Stock | 118,265                          | \$ <sup>(1)</sup> | D                                | Â |
| Restricted Stock Right <sup>(2)</sup> Â <sup>(2)</sup> |                     | 08/30/2021         | Common<br>Stock | 138,606                          | \$ <sup>(2)</sup> | D                                | Â |
| Restricted Stock Right <sup>(3)</sup> Â <sup>(3)</sup> |                     | 08/30/2021         | Common<br>Stock | 181,545                          | \$ <sup>(3)</sup> | D                                | Â |
| Restricted Stock Right <sup>(4)</sup> Â <sup>(4)</sup> |                     | 08/30/2021         | Common<br>Stock | 181,545                          | \$ <sup>(4)</sup> | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                             |  | Other |
|------------------------------------------------------------------|---------------|-----------|-----------------------------|--|-------|
|                                                                  | Director      | 10% Owner | Officer                     |  |       |
| McAlmont Shaun<br>2300 CORPORATE PARK DRIVE<br>HERNDON, VA 20171 | Â             | Â         | Â EVP, Career Technical Ed. |  | Â     |

## Signatures

/s/ John C. Grothaus,  
attorney-in-fact

04/15/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Each restricted stock right represents a contingent right to receive one share of K12 common stock. The restricted stock right vests upon  
(1) K12's common stock achieving an average stock price that equals or exceeds \$33.21 per share based on the average 30-calendar day closing stock price subsequent to seven days after the FY 2021 year end earnings release.

Each restricted stock right represents a contingent right to receive one share of K12 common stock. The restricted stock right vests upon  
(2) K12's common stock achieving an average stock price that equals or exceeds \$37.35 per share based on the average 30-calendar day closing stock price subsequent to seven days after the FY 2021 year end earnings release.

Each restricted stock right represents a contingent right to receive one share of K12 common stock. The restricted stock right vests upon  
(3) K12's common stock achieving an average stock price that equals or exceeds \$46.65 per share based on the average 30-calendar day closing stock price subsequent to seven days after the FY 2021 year end earnings release.

Each restricted stock right represents a contingent right to receive one share of K12 common stock. The restricted stock right vests upon  
(4) K12's common stock achieving an average stock price that equals or exceeds \$57.38 per share based on the average 30-calendar day closing stock price subsequent to seven days after the FY 2021 year end earnings release.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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