#### TANNER GLENN E

Form 4/A June 19, 2007

# FORM 4

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

OMB 3235-0287 Number:

response...

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Expires: 2005 Estimated average burden hours per

January 31,

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

			2. Issuer Name and Ticker or Trading Symbol ITT EDUCATIONAL SERVICES INC [ESI]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last) (First) (Middle)  13000 NORTH MERIDIAN			3. Date of Earliest Transaction (Month/Day/Year) 06/18/2007					Director 10% Owner Selicity below)				
STREET												
	(Street)			endment, Date Original				6. Individual or Joint/Group Filing(Check				
				Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person				
06/19/2 CARMEL, IN 46032				2007				Form filed by More than One Reporting Person				
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount		Price	(Instr. 3 and 4)				
Common Stock	06/18/2007			S(1)	100	D	\$ 113.15	6,000	D			
Common Stock	06/18/2007			S <u>(1)</u>	100	D	\$ 113.33	5,900	D			
Common Stock	06/18/2007			S <u>(1)</u>	1,300	D	\$ 113.34	4,600	D			
Common Stock	06/18/2007			S <u>(1)</u>	100	D	\$ 113.35	4,500	D			
Common Stock	06/18/2007			S <u>(1)</u>	300	D	\$ 113.39	4,200	D			

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Common	0.614.019.007	G(1)	100	-	<b>41104</b>	4.100	_
Stock	06/18/2007	S <u>(1)</u>	100	D	\$ 113.4	4,100	D
Common Stock	06/18/2007	S <u>(1)</u>	100	D	\$ 113.44	4,000	D
Common Stock	06/18/2007	S(1)	100	D	\$ 113.51	3,900	D
Common Stock	06/18/2007	S(1)	200	D	\$ 113.57	3,700	D
Common Stock	06/18/2007	S(1)	100	D	\$ 113.58	3,600	D
Common Stock	06/18/2007	S(1)	200	D	\$ 113.65	3,400	D
Common Stock	06/18/2007	S <u>(1)</u>	200	D	\$ 113.72	3,200	D
Common Stock	06/18/2007	S(1)	200	D	\$ 113.73	3,000	D
Common Stock	06/18/2007	S(1)	1,500	D	\$ 113.74	1,500	D
Common Stock	06/18/2007	S(1)	1,500	D	\$ 113.99	0	D

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amoun	t of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	) Derivativ	e		Securiti	ies	(Instr. 5)
	Derivative				Securities	S		(Instr. 3	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
								,	۸	
									Amount	
						Date	Expiration		or 	
						Exercisable I	Date		Number	
				G 1 1	7. (A) (D)			of		
				Code '	V (A) (D)			S	Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

SEC 1474

(9-02)

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# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TANNER GLENN E

13000 NORTH MERIDIAN STREET Senior VP, Marketing

CARMEL, IN 46032

# **Signatures**

Christine G. Long, Attorney-In-Fact for Glenn E.

Tanner

06/19/2007

\*\*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).
- (1) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 15, 2007.

#### **Remarks:**

This is the second of two Form 4s filed by the reporting person for transactions that occurred on June 18, 2007. Due to software limitations, all of the transactions that occurred on that date cannot be reported on one Form 4.

This Form 4 is amending and replacing in its entirety the second Form 4 filed by the reporting person on June 19, 2007. The first of the two Form 4s reporting transactions that occurred on June 18, 2007 was inadvertently filed twice, and therefore this Form 4 is replacing the second, inadvertent, filing. The first Form 4 filed by the reporting person on June 19, 2007 remains in full force and effect.

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.

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