

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person *					2. Issuer Name <b>and</b> Ticker or Trading Symbol							ymbo		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
KKR Group Partnership L.P.						LAUREATE EDUCATION, INC. [ LAUR ]								Ì	irector	,	K 10% Ow	rner
(Last) (First) (Middle)					3. Date of Earliest Transaction (MM/DD/YYYY)								O:	fficer (give tit	le below)	Other (s	pecify below)	
C/O KOHLBERG KRAVIS ROBERTS & CO. L.P., 30 HUDSON YARDS					3/26/2021													
	(	Street)			4. If <i>A</i>	Amendn	nent, D	ate C	)rig	inal File	d (M	IM/DI	D/YYY	YY) 6. Indiv	vidual or Jo	oint/Group F	iling (Che	ck Applicable Line)
NEW YORK, NY 10001 (City) (State) (Zip)													Forn	Form filed by One Reporting Person  X Form filed by More than One Reporting Person				
			Table	e I - Non-	Deriva	ative Se	curitie	es Ac	qui	red, Dis	pos	ed of	f, or	Beneficially	y Owned			_
1.Title of Security (Instr. 3)  2. Trans. Da			2. Trans. Date	2A. Deemed Execution Date, if any		(Instr. 8)		or Disposed of (D) Fo			` '	Following Reported Transaction(s) (Instr. 3 and 4)			6. Ownersh Form: Direct (D	7. Nature of Indirect Beneficial Ownership		
							Code	, ,	v	Amount	(A) (D		Price				or Indirect (I) (Instr. 4)	
Class A Commo	n Stock			3/26/2021			C(1)		4	4577995	A		<u>(1)</u>		13480107		I	See Footnotes (4)(6)
Class A Common Stock 3/26/2			3/26/2021	С		C(1)	19		190525	A	A (1)		288021		I	See Footnotes (5)(6)		
	T	Гable II - I	Derivativ	ve Securit	ies Be	eneficial	lly Ow	ned (	(e.g.	., puts, c	alls	, wa	rran	ts, options,	convertib	le securities	)	
1. Title of Derivate Conversion Security (Instr. 3) Price of Derivative Security				Der Sec (A) (D)	Number of rivative curities Act) or Disposed (1) str. 3, 4 ar	equired sed of	6. Date Exer Expiration D			S	7. Title and Amo Securities Under Derivative Secur (Instr. 3 and 4)		derlying curity	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V (A	A) (I	D)	Date Exerci	isabl	Expiration Expiration Expiration	on T	itle		Amount or Number of Shares		Transaction(s)	or Indirect (I) (Instr. 4)	
Class B Common Stock	(2)	3/26/2021		C (1)		4577	7995	<u>(2</u>	2)	(2)		Class Comr Stoc	mon	4577995	\$0	18311957	I	See Footnotes (3)(4)(6)
Class B Common Stock	(2)	3/26/2021		C (1)		190	525	<u>(2</u>	<u>2)</u>	(2)		Class Comr Stoc	mon	190525	\$0	762098	I	See Footnotes (3)(5)(6)

## **Explanation of Responses:**

- (1) Upon distribution of shares of Class B common stock ("Class B Common Stock") of Laureate Education, Inc. (the "Issuer") by Wengen Alberta, Limited Partnership ("Wengen") to its investors pro rata based on their respective ownership interest in Wengen, such shares of Class B Common Stock automatically converted into shares of Class A common stock of the Issuer ("Class A Common Stock") on a one-for-one basis.
- (2) Each share of Class B Common Stock is convertible into one share of Class A Common Stock upon the election of the holder or upon transfer, subject to the terms of the Issuer's Amended and Restated Certificate of Incorporation.
- (3) Shares of Class B Common Stock are held directly by Wengen. Wengen Investments Limited ("Wengen GP") is the general partner of Wengen. Certain investors, including, but not limited to, certain investment funds and other persons affiliated with or managed by Kohlberg Kravis Roberts & Co. L.P. and certain other investors (collectively, the "Wengen Investors") have interests in the Issuer through Wengen. The Reporting Persons and certain of the other Wengen Investors have designated representatives who serve as the members of the board of directors of Wengen GP.
- (4) KKR 2006 Fund (Overseas), Limited Partnership directly holds shares of Class A Common Stock of the Issuer and indirectly beneficially owns shares of Class B Common Stock by virtue of the limited partnership interests it holds in Wengen. KKR Associates 2006 (Overseas), Limited Partnership is the general partner of KKR 2006 Fund (Overseas), Limited Partnership. KKR 2006 Limited is the general partner of KKR Associates 2006 (Overseas), Limited Partnership. KKR Group Partnership L.P. is the sole shareholder of KKR 2006 Limited. KKR Group Holdings Corp. is the general partner of KKR Group Partnership L.P. KKR & Co. Inc. is the sole shareholder of KKR Group Holdings Corp. KKR Management LLP is the Series I preferred stockholder of KKR & Co. Inc. Messrs. Henry R. Kravis and George R. Roberts are the founding partners of KKR Management LLP.
- (5) KKR Partners II (International), L.P. directly holds shares of Class A Common Stock of the Issuer and indirectly beneficially owns shares of Class B Common Stock by virtue of the limited partnership interests it holds in Wengen. KKR PI-II GP Limited is the general partner of KKR Partners II

(International), L.P.

(6) Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein. This filing shall not be deemed an admission that the Reporting Persons are subject to Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of any securities reported herein for purposes of Section 16 of the Exchange Act otherwise.

#### Remarks:

Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system, certain affiliates of the Reporting Persons have filed a separate Form 4. Exhibit Index: Exhibit 24 - Power of Attorney

**Reporting Owners** 

Described October Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
KKR Group Partnership L.P. C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 30 HUDSON YARDS NEW YORK, NY 10001		X				
KKR Group Holdings Corp. C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 30 HUDSON YARDS NEW YORK, NY 10001		X				
KKR & Co. Inc. C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 30 HUDSON YARDS NEW YORK, NY 10001		X				
KKR Management LLP C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 30 HUDSON YARDS NEW YORK, NY 10001		X				
KRAVIS HENRY R C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 30 HUDSON YARDS NEW YORK, NY 10001		X				
ROBERTS GEORGE R C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 2800 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025		X				

## **Signatures**

KKR GROUP PARTNERSHIP L.P. By: KKR Group Holdings Corp., its general partner By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact for Robert H. Lewin, Chief Financial Officer					
**Signature of Reporting Person  KKR GROUP HOLDINGS CORP. By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact for Robert H.  Lewin, Chief Financial Officer					
KKR & CO. INC. By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact for Robert H. Lewin, Chief Financial Officer					
**Signature of Reporting Person	Date				
KKR MANAGEMENT LLP By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact for Robert H. Lewin, Chief Financial Officer					
**Signature of Reporting Person	Date				
HENRY R. KRAVIS By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact					
**Signature of Reporting Person	Date				
GEORGE R. ROBERTS By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact					
**Signature of Reporting Person	Date				

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

<sup>\*</sup> 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

### POWER OF ATTORNEY

Know all men by these presents that Robert H. Lewin does hereby make, constitute and appoint David J. Sorkin, Terence P. Gallagher, and Christopher Lee, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a manager or member of any limited liability company, as a partner of any partnership, as an officer of any corporate or other entity, or in the undersigned's capacity in a position similar to the foregoing at any entity, in each case, for which the undersigned is otherwise authorized to sign), to execute and deliver such forms, schedules, statements and other documents as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d), 13(g), 13(f), 13(h) and 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, Schedule 13D, Schedule 13G, Form 13F, Form 13H, Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ Robert H. Lewin

Name: Robert H. Lewin

Date: January 14, 2020