

Bridgepoint Education Inc
 Form 3
 December 20, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 and Ticker or Trading Symbol	
Â Schray Vickie L.		(Month/Day/Year)	Bridgepoint Education Inc [BPI]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
13500 EVENING CREEK DRIVE NORTH,Â SUITE 600		12/03/2012	(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
SAN DIEGO,Â CAÂ 92128			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			SVP Reg Affair & Public Policy	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> 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 of Indirect Beneficial Ownership (Instr. 5)
Common Stock	941	D	Â

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

SEC 1473 (7-02)

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.

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

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	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Restricted Stock Units	Â (2)	Â (2)	Common Stock	16,590	\$ (1)	D	Â
Stock Option (right to buy)	Â (3)	11/21/2021	Common Stock	890	\$ 21.26	D	Â
Stock Option (right to buy)	Â (4)	03/30/2022	Common Stock	6,140	\$ 24.75	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schray Vickie L. 13500 EVENING CREEK DRIVE NORTH SUITE 600 SAN DIEGO, CA 92128	Â	Â	Â SVP Reg Affair & Public Policy	Â

Signatures

/s/ Diane L. Thompson, as
Attorney-in-Fact

12/04/2012

__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).

(1) Each restricted stock unit represents the contingent right to receive one share of the issuer's common stock.

Fifty percent (50%) of the restricted stock units shall vest and will be delivered to the reporting person on August 28, 2013 and the remaining fifty percent (50%) of the restricted stock units shall vest and will be delivered to the reporting person on August 28, 2014, subject to the reporting person's continuing service through each such date.

(3) Subject to the reporting person's continuing service, twenty five percent (25%) of the shares subject to the option vested and became exercisable on the one year anniversary of November 21, 2011 (the "Grant Date"), and, thereafter, two percent (2%) of the shares subject to the option shall vest and become exercisable on the same day of the month as the Grant Date for the next thirty three (33) months, and, thereafter, an additional three percent (3%) of the shares subject to the option shall vest and become exercisable on the same day of the month as the Grant Date for the remaining three (3) months.

(4) Subject to the reporting person's continuing service, twenty five percent (25%) of the shares subject to the option shall vest and become exercisable on the one year anniversary of March 30, 2012 (the "Grant Date"), and, thereafter, two percent (2%) of the shares subject to the option shall vest and become exercisable on the same day of the month as the Grant Date for the next thirty three (33) months, and, thereafter, an additional three percent (3%) of the shares subject to the option shall vest and become exercisable on the same day of the month as the Grant Date for the remaining three (3) months.

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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