

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Heath Chad N.</u> <hr/> (Last) (First) (Middle) 601 WEST FIFTH STREET, SUITE 700 <hr/> (Street) LOS ANGELES CA 90071 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Grand Canyon Education, Inc. [LOPE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/19/2008	
		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/19/2008		C		7,692,938 ⁽¹⁾⁽²⁾	A	(2)	7,692,938 ⁽¹⁾	I	Endeavour Capital Fund IV, L.P.
Common Stock	11/19/2008		C		831,886 ⁽¹⁾⁽³⁾	A	(3)	8,524,824 ⁽¹⁾	I	Endeavour Capital Fund IV, L.P.
Common Stock	11/19/2008		C		471,108 ⁽¹⁾⁽²⁾	A	(2)	471,108 ⁽¹⁾	I	Endeavour Associates Fund IV, L.P.
Common Stock	11/19/2008		C		51,007 ⁽¹⁾⁽³⁾	A	(3)	522,115 ⁽¹⁾	I	Endeavour Associates Fund IV, L.P.
Common Stock	11/19/2008		C		871,002 ⁽¹⁾⁽²⁾	A	(2)	871,002 ⁽¹⁾	I	Endeavour Capital Parallel Fund IV, L.P.
Common Stock	11/19/2008		C		94,197 ⁽¹⁾⁽³⁾	A	(3)	965,199 ⁽¹⁾	I	Endeavour Capital Parallel Fund IV, L.P.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	(2)	11/19/2008		C		4,213 ⁽¹⁾⁽²⁾	(2)	(2)	(2)	Common Stock	7,692,938 ⁽¹⁾⁽²⁾	\$0.00	0	I	Endeavour Capital Fund IV, L.P.
Series C Preferred Stock	(3)	11/19/2008		C		1,426.09 ⁽¹⁾⁽³⁾	(3)	(3)	(3)	Common Stock	831,886 ⁽¹⁾⁽³⁾	\$0.00	0	I	Endeavour Capital Fund IV, L.P.
Series A Preferred Stock	(2)	11/19/2008		C		258 ⁽¹⁾⁽²⁾	(2)	(2)	(2)	Common Stock	471,108 ⁽¹⁾⁽²⁾	\$0.00	0	I	Endeavour Associates Fund IV, L.P.
Series C Preferred Stock	(3)	11/19/2008		C		87.44 ⁽¹⁾⁽³⁾	(3)	(3)	(3)	Common Stock	51,007 ⁽¹⁾⁽³⁾	\$0.00	0	I	Endeavour Associates Fund IV, L.P.

