

COLLINS MARY C
Form 4
July 02, 2018

FORM 4

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

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).

STATEMENT OF CHANGES IN 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 *
COLLINS MARY C

2. Issuer Name and Ticker or Trading Symbol
LEARNING TREE INTERNATIONAL, INC. [LTRE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/29/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O LEARNING TREE INTERNATIONAL, INC., 13650 DULLES TECHNOLOGY DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HERNDON, VA 20171

(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. 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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	06/29/2018		S	3,768,479	D	\$ 1 0	I	By The Collins Family Trust ⁽¹⁾
Common Stock	06/29/2018		S	177,640	D	\$ 1 0	D	
Common Stock	06/29/2018		S	1,382,205	D	\$ 1 0	I	By Spouse ⁽²⁾
Common	06/29/2018		S	1,368,767	D	\$ 1 0	I	By DCMA

Stock								Holdings L.P. ⁽³⁾
Common Stock	06/29/2018	S	270,000	D	\$ 1	0	I	By The Collins Unitrust ⁽⁴⁾
Common Stock	06/29/2018	S	238,323	D	\$ 1	0	I	By The Adventures in Learning Foundation ⁽⁵⁾
Common Stock	06/29/2018	S	289,918	D	\$ 1	0	I	By The Collins Family Foundation ⁽⁶⁾

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

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.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COLLINS MARY C C/O LEARNING TREE INTERNATIONAL, INC. 13650 DULLES TECHNOLOGY DRIVE	X	X		

HERNDON, VA 20171

Signatures

/s/ Mary C.
Collins

07/02/2018

__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 Reporting Person and Dr. David C. Collins are the trustees of The David C. and Mary C. Collins Family Trust, dated January 20, 1997 (the "Collins Family Trust").
- (2) The Reporting Person disclaims beneficial ownership of the shares owned directly by her spouse, Dr. David C. Collins, except to the extent of her pecuniary interest therein.
- (3) The Reporting Person and Dr. David C. Collins are general partners of DCMA Holdings L.P., a family limited partnership; the Reporting Person disclaims beneficial ownership of the shares owned thereby, except to the extent of her pecuniary interest therein.
- (4) The Reporting Person and Dr. David C. Collins are trustees of The Collins Charitable Remainder Unitrust No. 97-1 (the "Collins Unitrust"); the Reporting Person disclaims beneficial ownership of the shares owned thereby.
- (5) The Reporting Person and Dr. David C. Collins are trustees of The Adventures in Learning Foundation; the Reporting Person disclaims beneficial ownership of the shares owned thereby.
- (6) The Reporting Person and Dr. David C. Collins are officers of The Collins Family Foundation; the Reporting Person disclaims beneficial ownership of the shares owned thereby.

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.