

ST PIERRE PAUL R

Form 4

March 19, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ST PIERRE PAUL R

2. Issuer Name **and** Ticker or Trading
Symbol
CORINTHIAN COLLEGES INC
[COCO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
6 HUTTON CENTRE
DRIVE, SUITE 400

3. Date of Earliest Transaction
(Month/Day/Year)
03/18/2009

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

(Street)
SANTA ANA, CA 92707

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

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/18/2009 ⁽¹⁾		M		20,000	A	\$ 8.4275 88,178 ⁽²⁾
Common Stock	03/18/2009 ⁽¹⁾		S		20,000	D	\$ 18.2126 68,178 ⁽²⁾

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
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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 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. Title and Amount of Underlying Securities (Instr. 3 and 4)
Stock Options (right to buy)	\$ 8.4275	03/18/2009 ⁽¹⁾		M	20,000 ⁽³⁾	⁽³⁾ 09/21/2011	Common Stock	20,000 ⁽³⁾

Reporting Owners

Reporting Owner Name / Address	Relationships
ST PIERRE PAUL R 6 HUTTON CENTRE DRIVE SUITE 400 SANTA ANA, CA 92707	Director 10% Owner Officer Other
	X

Signatures

Diana Scherer, Attorney-in-Fact for Paul St. Pierre
03/19/2009

__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 transaction identified by Footnote 1 on this Form 4 was effected pursuant to a pre-planned trading program established on Rule 10b5-1 of the Securities and Exchange Act of 1934, as amended.
- (2) Includes 66,678 shares beneficially owned by the Reporting Person indirectly through the Paul R. St. Pierre and Nancy E. St. Pierre U/D/T dated March 31, 1999.
- (3) These options vested in four equal installments on September 21, 2002, September 21, 2003, September 21, 2004 and September 21, 2005.

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.