

STRAYER EDUCATION INC
Form DEFA14A
March 28, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 14A
(RULE 14A-101)
INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION
PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE SECURITIES
EXCHANGE ACT OF 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
 Definitive Proxy Statement
 Definitive Additional Materials
 Soliciting Material Pursuant to § 240.14a-12

Strayer Education, Inc.
(Name of Registrant as Specified in Its Charter)

N/A
(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- 1) Title of each class of securities to which transaction applies:
 - 2) Aggregate number of securities to which transaction applies:
 - 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - 4) Proposed maximum aggregate value of transaction:
 - 5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

STRAYER EDUCATION, INC.
2303 Dulles Station Boulevard
Herndon, Virginia 20171
(703) 561-1600

Dear Fellow Stockholder:

You recently received a copy of the proxy statement relating to the 2014 Annual Meeting of Stockholders (the “Annual Meeting”) of Strayer Education, Inc. (the “Corporation”). After the proxy statement was mailed, we discovered that the proxy card enclosed therewith partly omitted the column used to note a stockholder’s abstention from the Corporation’s proposals. A corrected proxy card is enclosed herewith. The date of the Annual Meeting remains Tuesday, May 6, 2014. No revisions are being made to the previous proxy statement, as filed with the Securities and Exchange Commission on March 25, 2014.

Please be advised that the partly omitted column listed on a particular proxy card will not affect the validity of the proxy granted thereby. Therefore, if you have already delivered a proxy with respect to the Annual Meeting, you do not need to take any further action at this time unless you wish to revoke your proxy or change your vote on the proposal. If you have not yet delivered a proxy, you may use the previously received proxy card, or you may use the enclosed corrected form of proxy card; either form will be accepted.

As stated in the proxy statement you received previously, you may revoke your proxy at any time before the final vote at the Annual Meeting. If you are the record holder of your shares, you may revoke your proxy in any one of three ways:

- You may submit another properly completed proxy card with a later date.
- You may send a timely written notice that you are revoking your proxy to me, your Corporate Secretary, at 2303 Dulles Station Boulevard, Herndon, Virginia 20171.
- You may attend the Annual Meeting to vote in person. Attending the meeting will not, by itself, revoke your proxy.

If your shares are held by your broker or bank as a nominee or agent, you should follow the instructions provided by your broker or bank if you wish to revoke your proxy.

The enclosed amended proxy card, along with the current version of the proxy materials for the Annual Meeting and our Annual Report on Form 10-K for the year ended December 31, 2013, are also available at www.strayereducation.com/overview.cfm.

Please accept our apology for any confusion this printing error may have caused.

Sincerely,

Viet D. Dinh
Secretary

March 28, 2014
Enclosure

