Instruction 1(b).

FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

OMB APPROVAL									
OMB Number: 3235-02									
Estimated average burden									
hours nor resnance	. 05								

					or Sec	ction 3	(h) of the li	nvestme	ent Coi	mpany Act o	f 1940						
1. Name and Address of Reporting Person*  Morrow J Barry				2. Issuer Name and Ticker or Trading Symbol LINCOLN EDUCATIONAL SERVICES CORP [ LINC ]							heck all	ationship of Reporting F k all applicable) Director		rson(s) to Is			
(Last)	(F	irst)	(Middle)		COM [ DIVO ]									officer (give title elow)		Other (s	specify
C/O LINCOLN EDUCATIONAL SERVICES CORPORA					3. Date of Earliest Transaction (Month/Day/Year) 05/06/2021												
14 SYLVAN WAY, SUITE A					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)												-	,	orm filed by Or	ie Rep	orting Perso	on
PARSIP	PANY N	J	07054											Form filed by More than One Reporting Person			
(City)	(S	tate)	(Zip)														
		Tabl	e I - No	n-Deriva	tive S	ecui	ities Acq	uired	, Dis	posed of	, or Be	nefici	ally O	wned			
1. Title of Security (Instr. 3)  2. Transact Date (Month/Date)				Execution Date,			3. Transaction Code (Instr. 8)  4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)				nd Se Be Ov	Amount of curities neficially vned Following	Forn (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership		
							Code	v	Amount	(A) or (D)	Price	Tra	eported ransaction(s) nstr. 3 and 4)			(Instr. 4)	
Common Stock 05/00			05/06/2	2021		A		15,239	A	\$6.8	9(1)	227,119		D			
		Ta	able II -				ies Acqu varrants,							ned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year	if any	emed ion Date, i/Day/Year)	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)					10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

## **Explanation of Responses:**

1. Grant of Restricted Stock valued at \$105,000 on the date of grant. These restricted shares vest on the first anniversary of the grant date.

/s/ J Barry Morrow

Expiration Date

Exercisable

Amount or Number

Shares

05/10/2021

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

(A) (D)