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UNIVERSAL TECHNICAL INSTITUTE INC

Form 4

value

September 26, 2013

FORM	DRM /							OMB APPROVAL				
	CNITED		ITIES AN hington, 1			NGE (COMMISSION	OMB Number:	3235-0287			
Check this if no long subject to Section 16 Form 4 or	er STATEM	IENT OF	CHAN	GES IN E SECURI		CIA	L OW	NERSHIP OF	Expires: January 3 200 Estimated average burden hours per response 0			
Form 5 obligation may conti <i>See</i> Instruction.	s Section 17(a) of the P	ublic Ut		ing Com	pany	Act of	e Act of 1934, f 1935 or Section 40	·			
(Print or Type R	esponses)											
Cranston Kenneth J Syml			Symbol	Name and			g	5. Relationship of Reporting Person(s) to Issuer				
			UNIVERSAL TECHNICAL INSTITUTE INC [UTI]					(Check all applicable)				
(Last) 16220 N. SC	(3. Date of Earliest Transaction (Month/Day/Year) 09/24/2013					Director 10% Owner Other (specify below) below)					
ROAD, STE		`	09124120	113				SV.	P Admissions			
	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person						
SCOTTSDA	LE, AZ 85254							Form filed by M Person	fore than One Re	eporting		
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	Securi	ties Acq	quired, Disposed of	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	y (Month/Day/Year) Execution			n Date, if Transaction(A) or Disposed of Code (D)				Securities Beneficially Owned Following Reported Transaction(s)	Indirect (I)			
Common Stock, \$0.0001 par value	09/24/2013			Code V	Amount 920 (1)	(D)	Price \$ 12.2	(Instr. 3 and 4) 48,961	D			
Common Stock,	09/24/2013			F	799 <u>(2)</u>	D	\$ 12.2	48,162	D			

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

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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.

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amoun	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
								1	Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Cranston Kenneth J 16220 N. SCOTTSDALE ROAD **STE 100** SCOTTSDALE, AZ 85254

SVP Admissions

Signatures

/s/ Kenneth J. 09/26/2013 Cranston

**Signature of Date

Reporting Person

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) Vesting of Restricted Stock granted on 09/20/2011. Shares withheld to satisfy tax liability.
- (2) Vesting of Restricted Stock granted on 09/20/2012. Shares withheld to satisfy tax liability.

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.

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