

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Benson Barbara</u>  (Last) (First) (Middle) 17855 DALLAS PARKWAY, SUITE 400  (Street) DALLAS TX 75287  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CAMBIUM LEARNING GROUP, INC. [ ABCD ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 12/18/2018	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options (right to buy)	\$1.3	12/18/2018		D		32,000		(I)	01/27/2020	Common Stock, par value \$0.001 per share	32,000	\$13.2	0	D	
Stock Options (right to buy)	\$2.14	12/18/2018		D		10,000		(I)	03/13/2024	Common Stock, par value \$0.001 per share	10,000	\$12.36	0	D	
Stock Options (right to buy)	\$2.96	12/18/2018		D		13,400		(I)	05/04/2025	Common Stock, par value \$0.001 per share	13,400	\$11.54	0	D	
Stock Options (right to buy)	\$4.5	12/18/2018		D		20,000		(I)	03/08/2026	Common Stock, par value \$0.001 per share	20,000	\$10	0	D	
Stock Options (right to buy)	\$4.77	12/18/2018		D		4,000		(I)	09/29/2025	Common Stock, par value \$0.001 per share	4,000	\$9.73	0	D	
Stock Options (right to buy)	\$5	12/18/2018		D		10,000		(I)	03/20/2027	Common Stock, par value \$0.001 per share	10,000	\$9.5	0	D	

