

GEO GROUP INC  
Form 4  
August 19, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Brack Ronald A.

(Last) (First) (Middle)  
621 NW 53RD STREET, SUITE 700  
(Street)

BOCA RATON, FL 33487

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
GEO GROUP INC [GEO]

3. Date of Earliest Transaction (Month/Day/Year)  
08/17/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, CAO and Controller

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V Amount (D) Price                                                |                                                                                               |                                                          |                                   |
| Common Stock                    | 08/17/2015                           |                                                    | F                              | 394 <sup>(1)</sup> D \$ 32.97                                     | 6,378 <sup>(2)</sup>                                                                          | D                                                        |                                   |
| Restricted Stock                |                                      |                                                    |                                |                                                                   | 11,440 <sup>(2)</sup>                                                                         | D                                                        |                                   |

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

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SEC 1474 (9-02)

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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. Price or Amount of Derivative Security (Instr. 3) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|------------------------------------------------------|
| Stock Options                              | \$ 14.44                                               |                                      |                                                    |                                |                                                                                         | 10/30/2008 10/30/2018                                    | Common Stock                                                  | 2,312                                                |
| Stock Options                              | \$ 18.23                                               |                                      |                                                    |                                |                                                                                         | 10/28/2009 10/28/2019                                    | Common Stock                                                  | 5,780                                                |
| Stock Options                              | \$ 21.29                                               |                                      |                                                    |                                |                                                                                         | 03/01/2011 03/01/2021                                    | Common Stock                                                  | 6,936                                                |
| Stock Options                              | \$ 18.65                                               |                                      |                                                    |                                |                                                                                         | 02/05/2007 02/05/2017                                    | Common Stock                                                  | 2,312                                                |

## Reporting Owners

| Reporting Owner Name / Address                                             | Relationships |           |                        |       |
|----------------------------------------------------------------------------|---------------|-----------|------------------------|-------|
|                                                                            | Director      | 10% Owner | Officer                | Other |
| Brack Ronald A.<br>621 NW 53RD STREET<br>SUITE 700<br>BOCA RATON, FL 33487 |               |           | VP, CAO and Controller |       |

## Signatures

/s/John J. Bulfin, as Attorney-in-fact for Ronald A. Brack 08/19/2015

\_\_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) These shares were surrendered in order to satisfy the reporting person's tax withholding obligation upon the vesting of restricted stock.

(2) The amount of shares has been adjusted to reflect the August 17, 2015 vesting of 1,440 shares of restricted stock.

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

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