

GEO GROUP INC
Form 4
March 03, 2016

FORM 4

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

OMB APPROVAL

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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)
03/01/2016

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/01/2016		F	265 ⁽¹⁾ D \$ 29.24	7,113 ⁽²⁾	D	
Common Stock	03/02/2016		F	337 ⁽¹⁾ D \$ 29.97	8,026 ⁽³⁾	D	
Restricted Stock					9,190 ⁽⁴⁾	D	

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

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number.

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 Value of Underlying Securities (Instr. 3 and 4)
							Title	Amount or Number of Shares
							Date Exercisable	Expiration Date
							Code	V (A) (D)
Stock Options	\$ 14.44					10/30/2012 10/30/2018	Common Stock	2,312
Stock Options	\$ 18.23					10/28/2013 10/28/2019	Common Stock	5,780
Stock Options	\$ 21.29					03/01/2015 03/01/2021	Common Stock	6,936
Stock Options	\$ 18.65					02/05/2011 02/05/2017	Common Stock	2,312

Reporting Owners

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

Signatures

/s/John J. Bulfin, as Attorney-in-Fact for Ronald A. Brack 03/03/2016

__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.

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- (2) The amount of shares has been adjusted to reflect the March 1, 2016 vesting of 1,000 shares of restricted stock.
- (3) The amount of shares has been adjusted to reflect the March 2, 2016 vesting of 1,250 shares of restricted stock.
- (4) The amount of shares has been adjusted to reflect the March 1, 2016 vesting of 1,000 shares of restricted stock and the March 2, 2016 vesting of 1,250 shares 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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