

CORRECTIONS CORP OF AMERICA

Form 4

March 12, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
FERGUSON JOHN D

2. Issuer Name **and** Ticker or Trading
Symbol
CORRECTIONS CORP OF
AMERICA [CXW]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
10 BURTON HILLS BOULEVARD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/10/2008

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

NASHVILLE, TN 37215

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

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

(City) (State) (Zip)

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
CWX Common Stock					561,166	I	By Ferguson Revocable Living Trust
CWX Common Stock	03/10/2008		M		18,000	A	\$ 5.7 178,695 D
CWX Common Stock	03/10/2008		S		200	D	\$ 26.14 178,495 D

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CWX Common Stock	03/10/2008	S	100	D	\$ 26.15	178,395	D
CWX Common Stock	03/10/2008	S	700	D	\$ 26.2	177,695	D
CWX Common Stock	03/10/2008	S	300	D	\$ 26.25	177,395	D
CWX Common Stock	03/10/2008	S	300	D	\$ 26.27	177,095	D
CWX Common Stock	03/10/2008	S	100	D	\$ 26.28	176,995	D
CWX Common Stock	03/10/2008	S	100	D	\$ 26.3	176,895	D
CWX Common Stock	03/10/2008	S	100	D	\$ 26.31	176,795	D
CWX Common Stock	03/10/2008	S	200	D	\$ 26.33	176,595	D
CWX Common Stock	03/10/2008	S	200	D	\$ 25.34	176,395	D
CWX Common Stock	03/10/2008	S	1,000	D	\$ 26.36	175,395	D
CWX Common Stock	03/10/2008	S	300	D	\$ 26.365	175,095	D
CWX Common Stock	03/10/2008	S	100	D	\$ 26.37	174,995	D
CWX Common Stock	03/10/2008	S	600	D	\$ 26.38	174,395	D
CWX Common Stock	03/10/2008	S	500	D	\$ 26.39	173,895	D
CWX Common	03/10/2008	S	100	D	\$ 26.395	173,795	D

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Stock

CWX

Common	03/10/2008	S	900	D	\$ 26.4	172,895	D
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Stock

CWX

Common	03/10/2008	S	200	D	\$ 26.41	172,695	D
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Stock

CWX

Common	03/10/2008	S	700	D	\$ 26.42	171,995	D
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Stock

CWX

Common	03/10/2008	S	400	D	\$ 26.43	171,595	D
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Stock

CWX

Common	03/10/2008	S	1,100	D	\$ 26.45	170,495	D
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Stock

CWX

Common	03/10/2008	S	1,400	D	\$ 26.46	169,095	D
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Stock

CWX

Common	03/10/2008	S	800	D	\$ 26.47	168,295	D
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Stock

CWX

Common	03/10/2008	S	800	D	\$ 26.48	167,495	D
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Stock

CWX

Common	03/10/2008	S	200	D	\$ 26.51	167,295	D
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Stock

CWX

Common	03/10/2008	S	200	D	\$ 26.52	167,095	D
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Stock

CWX

Common	03/10/2008	S	200	D	\$ 26.57	166,895	D
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Stock

CWX

Common	03/10/2008	S	300	D	\$ 26.58	166,595	D
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Stock

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

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(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 Security (Instr. 3 and 4)
Employee Stock Option (Right to Buy)	\$ 5.7	03/10/2008		M	18,000	02/14/2005 ⁽¹⁾ 02/14/2012	CXW Common Stock 18,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FERGUSON JOHN D 10 BURTON HILLS BOULEVARD NASHVILLE, TN 37215	X		President and CEO	

Signatures

Scott L. Craddock, Attorney in Fact
03/12/2008

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) Option vested in 1/3 increments and became fully vested on stated date.

Remarks:

Form 1 of 2 reporting partial exercise of employee stock option and shares acquired through exercise pursuant to a Rule 10b5-

For direct holdings, figures in Column 5 of Table I include 3,390 shares beneficially owned through the company's 401(k) plan.

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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