**DEVRY INC** Form 4 June 29, 2007

## FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

Form 5

subject to

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

**OMB APPROVAL** OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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

**SECURITIES** 

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading KELLER DENNIS J Issuer Symbol DEVRY INC [DV] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director X\_\_ 10% Owner \_\_ Other (specify Officer (give title 1155 35TH STREET 06/29/2007 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

#### OAK BROOK, IL 60523

| (City)                               | (State) (                               | Zip) Tabl   | e I - Non-D                             | erivative                        | Secur                       | ities Acq   | uired, Disposed o  | f, or Beneficial   | ly Owned  |
|--------------------------------------|---|---|---|----------------------------------|-----------------------------|-------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securi on(A) or Di (Instr. 3, | spose<br>4 and<br>(A)<br>or | d of (D)    | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      | 06/29/2007                              |   | S                                       | 100 (1)                          | D                           | \$<br>34.31 | 8,307,577  | D  |   |
| Common<br>Stock                      | 06/29/2007                              |   | S                                       | 200 (1)                          | D                           | \$<br>34.29 | 8,307,377  | D  |   |
| Common<br>Stock                      |   |   |   |                                  |                             |             | 1,512  | I  | IRA-by spouse   |
| Common<br>Stock                      |   |   |   |                                  |                             |             | 8,500  | I  | by Spouse   |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

Person

### Edgar Filing: DEVRY INC - Form 4

required to respond unless the form displays a currently valid OMB control number.

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

| 2.          | 3. Transaction Date                                 | 3A. Deemed   | 4.  | 5.  | 6. Date Exerc  | cisable and   | 7. Title  | and   | 8. Price of  | 9. Nu                         |
|-------------|---|--|---|---|--|---|---|---|--|-------------------------------|
| Conversion  | (Month/Day/Year)                                    | Execution Date, if   | Transaction   | onNumber  | Expiration D   | ate   | Amoun   | nt of   | Derivative   | Deriv                         |
| or Exercise |   | any  | Code  | of  | (Month/Day/  | Year)   | Underl  | ying  | Security   | Secui                         |
| Price of    |   | (Month/Day/Year)   | (Instr. 8)  | Derivative  | e  |   | Securit   | ies   | (Instr. 5)   | Bene                          |
| Derivative  |   |  |   | Securities  |  |   | (Instr. 3   | 3 and 4)  |  | Owne                          |
| Security    |   |  |   | Acquired  |  |   |   |   |  | Follo                         |
|             |   |  |   | (A) or  |  |   |   |   |  | Repo                          |
|             |   |  |   | Disposed  |  |   |   |   |  | Trans                         |
|             |   |  |   | of (D)  |  |   |   |   |  | (Instr                        |
|             |   |  |   | (Instr. 3,  |  |   |   |   |  |                               |
|             |   |  |   | 4, and 5)   |  |   |   |   |  |                               |
|             |   |  |   |   |  |   |   | Amount  |  |                               |
|             |   |  |   |   |  |   |   |   |  |                               |
|             |   |  |   |   | Date   | Expiration  |   |   |  |                               |
|             |   |  |   |   | Exercisable  | Date  |   |   |  |                               |
|             |   |  | Code V  | (A) (D)   |  |   |   |   |  |                               |
|             | Conversion<br>or Exercise<br>Price of<br>Derivative | Conversion (Month/Day/Year)<br>or Exercise<br>Price of<br>Derivative | Conversion (Month/Day/Year) Execution Date, if or Exercise any Price of (Month/Day/Year) Derivative | Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8)  Derivative Security | Conversion (Month/Day/Year) Execution Date, if TransactionNumber or Exercise any Code of Price of (Month/Day/Year) (Instr. 8) Derivative Security Acquired (A) or Disposed of (D) (Instr. 3, | Conversion or Exercise any Code of (Month/Day/Pear) Price of (Month/Day/Year) Derivative Security  Code of (Month/Day/Pear) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable | Conversion (Month/Day/Year) Execution Date, if any Code of (Month/Day/Year)  Price of (Month/Day/Year) (Instr. 8) Derivative  Security Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date  Expiration Date  Code of (Month/Day/Year)  (Instr. 8) Derivative  Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Amour or Exercise any Code of (Month/Day/Year) Underly Price of (Month/Day/Year) (Instr. 8) Derivative Securities (Instr. 5) Derivative Securities (Instr. 7) Derivative (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date Amour Code of (Month/Day/Year) Underly Securities (Instr. 7) Date Expiration Exercisable Date Title | Conversion (Month/Day/Year) Execution Date, if any Code of (Month/Day/Year) Underlying Code of (Month/Day/Year) Underlying Securities  Price of (Month/Day/Year) (Instr. 8) Derivative  Security Securities  Securities  Acquired  (A) or  Disposed of (D)  (Instr. 3, 4, and 5)  Date  Expiration Date  Amount of (Month/Day/Year)  Underlying  Securities  Securities  (Instr. 3 and 4)  Amount of (Month/Day/Year)  Underlying  Securities  Securities  Faction Date  Expiration Date  Amount of (Month/Day/Year)  Underlying  Securities  Securities  Faction Date  Expiration Date  Expiration Date  Or Number of | Conversion of Month/Day/Year) |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| 1 8                            | Director      | 10% Owner | Officer | Other |  |  |  |
| KELLER DENNIS J                |               |           |         |       |  |  |  |
| 1155 35TH STREET               | X             | X         |         |       |  |  |  |
| OAK BROOK, IL 60523            |               |           |         |       |  |  |  |

# **Signatures**

By: Debi Rouse For: Dennis J.
Keller
06/29/2007

\*\*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 sold pursuant to an active 10b5-1 Trading Plan.

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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