

DEVRY INC

Form 5

August 14, 2013

**FORM 5****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).Form 3 Holdings  
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
TAYLOR RONALD L

(Last) (First) (Middle)

3005 HIGHLAND PARKWAY

(Street)

2. Issuer Name and Ticker or Trading  
Symbol  
DEVRY INC [DV]3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
06/30/20134. 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)

Senior Advisor/Director

6. Individual or Joint/Group Reporting

(check applicable line)

DOWNERS GROVE, IL 60515

☒ 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<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. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 11/16/2012                              | Â                                                           | G <sup>(1)</sup>                        | 68,082 A                                                                | \$<br>25.39                                                                                                     | 1,039,336 D                                                             | Â                                                                 |
| Common<br>Stock                       | 05/13/2013                              | Â                                                           | G <sup>(2)</sup>                        | 28,412 A                                                                | \$<br>28.39                                                                                                     | 1,067,748 D                                                             | Â                                                                 |
| Common<br>Stock                       | Â                                       | Â                                                           | Â                                       | Â Â Â                                                                   | 1,000                                                                                                           | I                                                                       | By<br>Daughter                                                    |
| Common<br>Stock                       | Â                                       | Â                                                           | Â                                       | Â Â Â                                                                   | 1,000                                                                                                           | I                                                                       | By<br>Daughter<br>1                                               |

|              |   |   |   |   |   |   |       |   |               |
|--------------|---|---|---|---|---|---|-------|---|---------------|
| Common Stock | Â | Â | Â | Â | Â | Â | 800   | I | By Daughter D |
| Common Stock | Â | Â | Â | Â | Â | Â | 1,000 | I | By Daughter M |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 2270  
(9-02)

**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 of Derivative Security (Instr. 5) | 9. of D |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|---------|
|                                            |                                                        |                                      |                                                    |                                | (A) (D)                                                                                 | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |                                            |         |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |         |                         |
|---------------------------------------------------------------------|---------------|-----------|---------|-------------------------|
|                                                                     | Director      | 10% Owner | Officer | Other                   |
| TAYLOR RONALD L<br>3005 HIGHLAND PARKWAY<br>DOWNERS GROVE, IL 60515 | Â             | Â         | Â       | Senior Advisor/Director |

## Signatures

/s/ Gregory S. Davis for Ronald L. Taylor 08/14/2013

\_\_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) Pursuant to the terms of the Ronald L. Taylor Second 2011 Grantor Retained Annuity Trust, 68,082 shares of common stock of DeVry Inc. were distributed from such trust to the reporting person.

(2)

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Pursuant to the terms of the Ronald L. Taylor 2011 Grantor Retained Annuity Trust, 28,412 shares of common stock of DeVry Inc. were distributed from such trust to the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.