

FOREMAN ANNE N  
Form 4  
August 11, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
FOREMAN ANNE N

(Last) (First) (Middle)

ONE PARK PLACE, SUITE  
700, 621 NW 53RD STREET

(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)  
08/09/2017

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)

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 (A) or (D) Price			
Common Stock	08/09/2017		M	8,670 (1) A \$ 12.15 (2)	30,294 (3) (4)	D	
Common Stock	08/09/2017		S	8,670 D \$ 26.696 (5)	21,624	D	
Common Stock	08/09/2017		M	8,670 (1) A \$ 14.19 (6)	30,294	D	
Common Stock	08/09/2017		S	8,670 D \$ 26.636 (7)	21,624	D	
					13,312 (3) (4)	D	

Restricted  
Stock

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 1474  
(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 (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. Amount or Number of Shares
Stock Options	\$ 12.15	08/09/2017		M	8,670 <u>(1)</u>	10/28/2013 10/28/2019	Common Stock	8,670
Stock Options	\$ 14.19	08/09/2017		M	8,670 <u>(1)</u>	03/01/2015 03/01/2021	Common Stock	8,670

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

FOREMAN ANNE N ONE PARK PLACE, SUITE 700 621 NW 53RD STREET BOCA RATON, FL 33487	X
---	---

## Signatures

/s/John J. Bulfin, as Attorney-in-Fact for Anne N. Foreman	08/11/2017
--	------------

\_\_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).

## Edgar Filing: FOREMAN ANNE N - Form 4

- (1) On April 24, 2017, the common stock of The GEO Group, Inc. split 3-for-2, resulting in the reporting person's ownership of 2,890 additional stock options.
- (2) On April 24, 2017, the common stock of The GEO Group, Inc. split 3-for-2, resulting in the reporting person's option exercise price being reduced by \$6.08.
- (3) On April, 24 2017, the common stock of The GEO Group, Inc. split 3-for-2, resulting in the reporting person's ownership of (i)6,896 additional shares of common stock and (ii)4,750 additional shares of restricted stock.
- (4) The number of shares has been adjusted to reflect the June 1, 2017 vesting of 937 shares of restricted stock.  
The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.57-\$26.72, inclusive. The reporting person undertakes to provide to The GEO Group, Inc., any security holder of the GEO Group, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (5) On April 24, 2017, the common stock of The GEO Group, Inc. split 3-for-2, resulting in the reporting person's option exercise price being reduced by \$7.10.  
The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.48-\$26.72, inclusive. The reporting person undertakes to provide to The GEO Group, Inc., any security holder of the GEO Group, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (7)

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.