DEVRY INC Form 4 August 14, 2007

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

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 See Instruction

1(b).

Form 5

obligations

may continue.

(Print or Type Responses)

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

1. Name and Address of Reporting Person * KELLER DENNIS J			2. Issuer Name and Ticker or Trading Symbol DEVRY INC [DV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an approact)			
1155 35TH S	ГREET		(Month/Day/Year) 08/10/2007	X_ Director			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
OAK BROOK, IL 60523			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

UAK	DKO	UK,	IL	00323	

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acqı	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
C			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	08/10/2007		S	200 (1)	D	\$ 34.25	8,251,177	D	
Common Stock	08/10/2007		S	100 (1)	D	\$ 34.23	8,251,077	D	
Common Stock	08/10/2007		S	500 (1)	D	\$ 34.2	8,250,577	D	
Common Stock	08/10/2007		S	200 (1)	D	\$ 34.1	8,250,377	D	
Common Stock	08/10/2007		S	200 (1)	D	\$ 33.85	8,250,177	D	
	08/10/2007		S	200 (1)	D	\$ 33.8	8,249,977	D	

Edgar Filing: DEVRY INC - Form 4

Common Stock								
Common Stock	08/10/2007	S	S	600 (1)	D	\$ 33.78	8,249,377	D
Common Stock	08/13/2007	S	S	200 (1)	D	\$ 35.37	8,249,177	D
Common Stock	08/13/2007	\$	S	100 (1)	D	\$ 35.35	8,249,077	D
Common Stock	08/13/2007	\$	S	700 (1)	D	\$ 35.2	8,248,377	D
Common Stock	08/13/2007	\$	S	200 (1)	D	\$ 35.14	8,248,177	D
Common Stock	08/13/2007	\$	S	200 (1)	D	\$ 35.1	8,247,977	D
Common Stock	08/13/2007	\$	S	100 (1)	D	\$ 35.09	8,247,877	D
Common Stock	08/13/2007	\$	S	100 (1)	D	\$ 35.08	8,247,777	D
Common Stock	08/13/2007	\$	S	200 (1)	D	\$ 35.02	8,247,577	D
Common Stock	08/13/2007	\$	S	200 (1)	D	\$ 35.02	8,247,377	D
Common Stock	08/13/2007		S	200 (1)	D	\$ 35	8,247,177	D
Common Stock	08/14/2007		S	100 (1)	D	\$ 33.23	8,247,077	D
Common Stock	08/14/2007		S	100 (1)	D	\$ 33.12	8,246,977	D
Common Stock	08/14/2007	S	S	200 (1)	D	\$ 33.09	8,246,777	D
Common Stock	08/14/2007	S	S	100 (1)	D	\$ 33.08	8,246,677	D
Common Stock	08/14/2007	S	S	100 (1)	D	\$ 33.04	8,246,577	D
Common Stock	08/14/2007	S	S	100 (1)	D	\$ 32.73	8,246,477	D
Common Stock	08/14/2007	S	S	600 (1)	D	\$ 32.62	8,245,877	D
Common Stock	08/14/2007	S	S	200 (1)	D	\$ 32.6	8,245,677	D
	08/14/2007	S	S	500 (1)	D	\$ 32.1	8,245,177	D

Common Stock

Common Stock	1,512	I	IRA-by spouse
Common 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 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3, 4, and 5)						
					4, allu 3)						
									Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
KELLER DENNIS J 1155 35TH STREET OAK BROOK, IL 60523	X	X					
0:							

Signatures

By: Debi Rouse For: Dennis J.
Keller

**Signature of Reporting Person

Date

Reporting Owners 3

Edgar Filing: DEVRY INC - Form 4

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.