

GEO GROUP INC

Form 4

August 19, 2014

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

OMB APPROVAL

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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 *
Wierdsma Thomas M

(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)
08/15/2014

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)

SVP - Project Development

 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/15/2014		F	Amount 1,576 (1) Price \$ 37.67	43,350 (2)	D	
Common Stock					568 (3)	I	By self as custodian for B. Wierdsma
Common Stock					568 (3)	I	By self as custodian for Oliver Thomas Adams

Common Stock	568 ⁽³⁾	I	By self as custodian for Lauren Diane Wierdsma
Common Stock	568 ⁽³⁾	I	By self as custodian for Robert Oliver Wierdsma
Restricted Stock	20,761 ⁽⁴⁾	D	

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

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(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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Wierdsma Thomas M ONE PARK PLACE, SUITE 700 621 NW 53RD STREET BOCA RATON, FL 33487	SVP - Project Development

Signatures

/s/John J. Bulfin, As Attorney-in-Fact for Thomas M.
Wierdsma

08/19/2014

__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 surrendered in order to satisfy the reporting person's tax withholding obligation upon the vesting of restricted stock.
- (2) The amount of shares has been adjusted to reflect 2,680 shares held in an IRA account, a gift of 592 shares, the reinvestment of cash dividends into shares of common stock and the August 15, 2014 vesting of 5,760 shares of restricted stock.
- (3) The amount of shares has been adjusted to reflect a gift of 148 shares.
- (4) The amount of shares has been adjusted to reflect the August 15, 2014 vesting of 5,760 shares of restricted stock.

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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