## Edgar Filing: Collins Brian D - Form 4

| Form 4   | n D           |            |   |   |   |            |  |  |                 |                    |  |
|--|---------------|------------|---|---|---|------------|--|--|-----------------|--------------------|--|
| February 26,   | , 2010        |            |   |   |   |            |  |  |                 |                    |  |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION  |               |            |   |   |   |            |  | OMB APPROVAL   |                 |                    |  |
|  |               |            | AND EX<br>, D.C. 20   |   | NGE C   | COMMISSION | OMB<br>Number:   | 3235-0287  |                 |                    |  |
| Check this box<br>if no longer   |               |            |   | ~~~~  |   |            |  |  | Expires:        | January 31<br>2005 |  |
| subject to SIA<br>Section 16.<br>Form 4 or   |               |            |   | NERSHIP OF<br>e Act of 1934,                                      | Estimated average<br>burden hours per<br>response |            |  |  |                 |                    |  |
| obligatio<br>may cont<br><i>See</i> Instru<br>1(b).  | ns Section 17 | (a) of the |   | ility Hol   | ding Con  | npan       | y Act of   | 1935 or Section  | 1               |                    |  |
| (Print or Type I   | Responses)    |            |   |   |   |            |  |  |                 |                    |  |
| 1. Name and Address of Reporting Person <u>*</u><br>Collins Brian D  |               |            | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>CORRECTIONS CORP OF<br>AMERICA [CXW] |   |   |            |  | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)  |                 |                    |  |
| (Me  |               |            | (Month/D  | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>02/24/2010 |   |            |  | Director 10% Owner<br>X_ Officer (give title Other (specify<br>below)<br>EVP & Chief HR Officer  |                 |                    |  |
| Filed(M  |               |            |   | Amendment, Date Original<br>d(Month/Day/Year)                     |   |            |  | <ul> <li>6. Individual or Joint/Group Filing(Check<br/>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul> |                 |                    |  |
| NASHVILL   | LE, TN 37215  |            |   |   |   |            |  | Person   |                 | porting            |  |
| (City)   | (State)       | (Zip)      | Tabl  | e I - Non-l   | Derivative  | Secur      | ities Acq  | uired, Disposed of   | , or Beneficial | ly Owned           |  |
| 1.Title of<br>Security<br>(Instr. 3)2. Transaction Date<br>(Month/Day/Year)2A. Deeme<br>Execution I<br>any<br>(Month/Day/Year) |               | n Date, if | Date, if Transaction(A) or Disposed of (D)<br>Code (Instr. 3, 4 and 5)                        |   |   | d of (D)   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4)   |                 |                    |  |
| CXW  |               |            |   | Code V  | Amount  | (D)        | Price  | (Instr. 3 and 4)   |                 |                    |  |
| CAW<br>Common<br>Stock   | 02/24/2010    |            |   | A <u>(1)</u>  | 1,966   | А          | \$0  | 5,906  | D               |                    |  |
| CXW<br>Common<br>Stock   | 02/25/2010    |            |   | F <u>(2)</u>  | 1,216   | D          | \$<br>20.85  | 4,690  | D               |                    |  |

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.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |                     | ate                | 7. Titl<br>Amou<br>Under<br>Securi<br>(Instr. | int of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|---|--|---|--|
|   |   |   |   | Code V                                | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |

## **Reporting Owners**

\*\*Signature of Reporting Person

| Reporting Owner Name / Address                                 | Relationships |           |                        |       |  |  |  |
|--|---------------|-----------|------------------------|-------|--|--|--|
|  | Director      | 10% Owner | Officer                | Other |  |  |  |
| Collins Brian D<br>10 BURTON HILLS BLVD<br>NASHVILLE, TN 37215 |               |           | EVP & Chief HR Officer |       |  |  |  |
| Signatures   |               |           |                        |       |  |  |  |
| Scott Craddock, Attorney in Fact                               | 02            | 2/26/2010 |                        |       |  |  |  |

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) Issuance of stock by company upon vesting of a portion of performance-based restricted stock units granted to the reporting person in 2009.
- (2) Securities withheld to pay tax liability incident to vesting (upon satisfaction of certain performance-based vesting conditions) of a portion of restricted stock issued to the reporting person in 2007 and 2008 and performance-based restricted stock units granted in 2009.

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.