

GEO GROUP INC  
Form 4  
March 05, 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)  
621 NW 53RD STREET, SUITE 700  
(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)  
03/03/2014

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)
			Code	V Amount or (D) Price			
Common Stock	03/03/2014		S	1,368 (1) D \$ 32.41	33,640 (2)	D	
Common Stock	03/03/2014		S	208 (3) D \$ 32.41	34,192 (4)	D	
Common Stock					420	I	By self as custodian for B. Wierdsma
Common Stock					420	I	By self as custodian Oliver

Common Stock	420	I	Thomas Adams By self as custodian for Lauren Diane Wierdsma
Common Stock	420	I	By self as custodian for Robert Oliver Wierdsma
Restricted Stock	26,521	(2) (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 or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable      Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 18.23					10/28/2009      10/28/2019	Common Stock	1,734
Stock Option	\$ 21.29					03/01/2011      03/01/2021	Common Stock	8,670

## Reporting Owners

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

Wierdsma Thomas M  
621 NW 53RD STREET  
SUITE 700  
BOCA RATON, FL 33487

SVP - Project Development

## Signatures

/s/ John J. Bulfin, as Attorney-in-fact for Thomas M.  
Wierdsma

03/05/2014

\_\_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) The proceeds of this sale were used to pay the taxes associated with the March 1, 2014 vesting of 5,000 shares of restricted stock.
  - (2) The amount of shares has been adjusted to reflect the March 1, 2014 vesting of 5,000 shares of restricted stock.
  - (3) The proceeds of this sale were used to pay the taxes associated with the March 1, 2014 vesting of 760 shares of restricted stock.
  - (4) The amount of shares has been adjusted to reflect the March 1, 2014 vesting of 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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