FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**3**.. , . . . . . .

OMB APPROVAL	
OMB Number	3235-02

OMB Number: 3235-0287 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).

# Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person **GEO GROUP INC** [ GEO ] **GLANTON RICHARD H** Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 04/19/2017 ONE PARK PLACE, SUITE 700 621 NW 53RD STREET 6. Individual or Joint/Group Filing (Check Applicable Line) 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) X Form filed by One Reporting Person 33487 BOCA RATON FL Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2A. Deemed Execution Date, 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 5. Amount of 6. Ownership 7. Nature Date Transaction Securities Form: Direct of Indirect (Month/Day/Year) if any (Month/Day/Year) Code (Instr 5) Beneficially (D) or Indirect Beneficial Owned Following (I) (Instr. 4) Ownership 8) Reported (Instr. 4) (A) or (D) Code Amount Price (Instr. 3 and 4) Restricted Stock 04/19/2017 1,500(1) A  $9,500^{(2)}$ D Α \$0.00 Common Stock 3,576(2) D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Execution Date **Expiration Date** Amount of Ownership (Month/Day/Year) Security or Exercise if anv Code (Instr. Derivative (Month/Day/Year) Securities Security Securities Form: Beneficial Direct (D) (Instr. 3) (Month/Day/Year) Beneficially Price of 8) Securities Underlying (Instr. 5) Ownership Derivative Acquired Derivative Owned or Indirect (Instr. 4) Security (Instr. 3 and 4) Following Security (A) or Disposed (I) (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount

Date

Exercisable

Expiration

Title

### **Explanation of Responses:**

1. This grant of restricted stock of The GEO Group, Inc. vests in equal annual increments of 25% on each of the four anniversary dates immediately following the grant date.

(A) (D)

2. The amount of shares has been adjusted to reflect the March 10, 2017 vesting of 750 shares of restricted stock.

## Remarks:

/s/John J. Bulfin, as Attorneyin-Fact for Richard H. Glanton

Number

04/21/2017

\*\* Signature of Reporting Person

\_ Date

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

- \* 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).

Code V

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.