FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

shington,	D.C.	20549	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL					
OMB Number: 3235-0287					
Estimated average burden					
hours per response:	0.5				

6. Individual or Joint/Group Filing (Check Applicable

Form filed by One Reporting Person

Form filed by More than One Reporting

10% Owner Other (specify below)

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

BOCA RATON FL

(State)

(City)

Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of	1934	nours per r	esponse:	
	(-)		or Section 30(h) of the Investment Company Act of 1940				
Name and Address of Reporting Person* Long Richard Kent		g Person <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol GEO GROUP INC [GEO]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
				Di	irector	10% Owne	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		fficer (give title elow)	Other (speci below)	
4955 TECHNOLOGY WAY		(/	03/01/2024		SVP-Project Dev	velopment	
4955 1147	HNCH CICTY WAY	/	I				

Rule 10b5-1(c) Transaction Indication

4. If Amendment, Date of Original Filed (Month/Day/Year)

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Line)

X

Person

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5. Amount of 6. Ownership 7. Nature of Indirect Beneficial Date **Execution Date**, Transaction Securities Form: Direct Code (Instr. Beneficially (Month/Day/Year) if any (D) or Indirect 5) Owned Following (Month/Day/Year 8) (I) (Instr. 4) Ownership (Instr. 4) (A) or (D) Transaction(s) ν Code Price Amount (Instr. 3 and 4) 03/01/2024 Restricted Stock A 29,616(1) A \$0.00 221,693 D Common Stock 62,455 D

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 8. Price of Derivative 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 9. Number of 10. 11. Nature Conversion Execution Date, Expiration Date Amount of Ownership Transaction (Month/Day/Year) Derivative if any (Month/Day/Year) (Month/Day/Year) Beneficial Security or Exercise Code (Instr. Securities Security Securities Form: (Instr. 3) Securities Underlying (Instr. 5) Beneficially Direct (D) Ownership Derivative Security (Instr. 3 and 4) Derivative Security Acquired (A) or or Indirect (I) (Instr. 4) Owned Following (Instr. 4) Reported of (D) Transaction(s) (Instr. 3. 4 (Instr. 4) and 5) Amount

### **Explanation of Responses:**

1. Vesting of this grant of restricted stock of GEO is contingent upon the achievement by GEO of certain performance-based metrics during the period from January 1, 2024 to December 31, 2026 as certified by the compensation committee. Under the terms of the restricted stock grant, these shares will vest on March 15, 2027 to the extent the performance goals are achieved. Of the grant of restricted stock, 50% is subject to vesting based on GEO's total shareholder return over a three-year period and 50% is subject to vesting based on certain return on capital employed performance goals being met.

Exercisable

(D)

(A)

# Remarks:

/s/Joe Negron, as Attorney-in-Fact for Richard Kent Long

Number

Shares

Title

Expiration

Date

\*\* Signature of Reporting Person Date

03/05/2024

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

33431

(Zip)

- \* 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).

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Code

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.