SEC Form 4

FORM 4

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

OMB APPROVAL

OMB Number:	3235-0287
Estimated average b	urden
hours per response:	0.5

to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).			
---	--	--	--

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addres	1 0	rson*	2. Issuer Name and Tic GEO GROUP IN				tionship of Reportir all applicable) Director	ng Person(s) to 10% (
(Last) 4955 TECHNOI	(First)	(Middle)	3. Date of Earliest Trans 03/01/2021	saction (Month	Day/Year)	x	Officer (give title below)		(specify)
(Street) BOCA RATON (City)	FL (State)	33431 (Zip)	4. If Amendment, Date of	of Original File	i (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Grou Form filed by On Form filed by Mo Person	e Reporting Per	son
1 Title of Security		able I - Non-Deriva	tive Securities Acc	quired, Dis	posed of, or Benef		Owned	6 Ownershin	7 Notores

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Restricted Stock	03/01/2021		A		15,000 ⁽¹⁾	A	\$0.00	38,750 ⁽²⁾	D	
Common Stock	03/01/2021		F		3,237 ⁽³⁾	D	\$7.52	47,748 ⁽²⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(* 3 / 1**	,				, -				,			
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. Transa Code (8)				6. Date Exerc Expiration Da (Month/Day/N	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

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.

2. The amount of shares has been adjusted to reflect the March 1, 2021 vesting of 10,000 shares of restricted stock.

3. These shares were surrendered in order to satisfy the reporting person's tax withholding obligation upon the vesting of restricted stock.

Remarks:

/s/Joe Negron, as Attorney-in-Fact for Ronald A. Brack 03/03/2021

** 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).

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.