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

SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

THE GEO GROUP, INC.

(Name of Registrant as Specified in its Charter)

Not applicable.

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

No fee required.

Fee paid previously with preliminary materials.

Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.



The GEO Group, Inc.®

THE GEO GROUP, INC.
4955 TECHNOLOGY WAY
BOCA RATON, FLORIDA 33431

Your **Vote** Counts!

THE GEO GROUP, INC.

2024 Annual Meeting

Vote by 11:59 PM EDT on May 2, 2024 for shares held directly or by a broker or nominee or by 11:59 PM EDT on April 30, 2024 for shares held in The GEO Group, Inc. 401(k) Plan



V37837-P04053

You invested in THE GEO GROUP, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on May 3, 2024.**

Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 19, 2024. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote Virtually at the Meeting*

May 3, 2024
10:00 AM EDT

Virtually at:
www.virtualshareholdermeeting.com/GEO2024

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors Nominees:	
1a. Thomas C. Bartzokis	✔ For
1b. Jack Brewer	✔ For
1c. Scott M. Kernan	✔ For
1d. Lindsay L. Koren	✔ For
1e. Terry Mayotte	✔ For
1f. Andrew N. Shapiro	✔ For
1g. Julie Myers Wood	✔ For
1h. George C. Zoley	✔ For
2. To ratify the appointment of Grant Thornton LLP as the Company's independent registered public accountants for the 2024 fiscal year.	✔ For
3. To hold an advisory vote to approve named executive officer compensation.	✔ For
4. To approve the Second Amended and Restated 2018 Stock Incentive Plan.	✔ For
5. To approve the Amended and Restated Articles of Incorporation to increase the number of authorized shares of common stock from 187,500,000 to 225,000,000 shares.	✔ For
6. To vote on a shareholder proposal regarding a third-party racial equity audit and report, if properly presented before the meeting.	✘ Against

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".