SEC Form 4	
------------	--

П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burg	len									
hours per response.	0.5									

1. Name and Address of Reporting Person [*] March Shayn P.			2. Issuer Name and Ticker or Trading Symbol <u>GEO GROUP INC</u> [GEO]		tionship of Reporting Perso all applicable) Director	10% Owner	
(Last) 621 NW 53RD S SUITE 700	21 NW 53RD STREET		3. Date of Earliest Transaction (Month/Day/Year) 08/17/2015	х	Officer (give title below) VP of Finance and T	Other (specify below) reasurer	
(Street) BOCA RATON (City)	FL (State)	33487 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than C Person	ting 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)			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)		(11311. 4)	
Common Stock	08/17/2015		F		394 ⁽¹⁾	D	\$32.97	12,303 ⁽²⁾	D		
Restricted Stock								11,440 ⁽²⁾	D		

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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/\	ate	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				
Stock Optons	\$13.72							03/23/2009	03/23/2019	Common Stock	5,780		5,780	D	
Stock Options	\$18.23							10/28/2009	10/28/2019	Common Stock	3,468		3,468	D	
Stock Options	\$21.29							03/01/2011	03/01/2021	Common Stock	5,780		5,780	D	

Explanation of Responses:

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

2. The amount of shares has been adjusted to reflect the August 17, 2015 vesting of 1,440 shares of restricted stock.

Remarks:

<u>/s/John J. Bulfin, as Attorneyin- Fact for Shayn P. March</u>

porting Person Date

08/19/2015

** Signature of Reporting Person

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.