**DEVRY INC** Form 4 January 31, 2008

# 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 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person \* PARROTT SHARON THOMAS

> (First) (Middle)

1444-J SOUTH FEDERAL

(Street)

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading Symbol

DEVRY INC [DV]

3. Date of Earliest Transaction (Month/Day/Year)

01/29/2008

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

below)

Issuer

Director

X\_ Officer (give title

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

(Check all applicable)

Sr. Vice President

10% Owner

Other (specify

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

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burden hours per

Person

CHICAGO, IL 60605

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			(D)	5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Stock	01/29/2008		M	415	A	\$ 20.9375	1,022	D	
Common Stock	01/29/2008		M	308	A	\$ 21.4	1,330	D	
Common Stock	01/29/2008		M	2,000	A	\$ 22.25	3,330	D	
Common Stock	01/29/2008		M	3,000	A	\$ 20.78	6,330	D	
Common Stock	01/30/2008		S	2,415	D	\$ 53.85	3,915	D	

#### Edgar Filing: DEVRY INC - Form 4

Common Stock	01/30/2008	S	200	D	\$ 53.85	3,715	D	
Common Stock	01/30/2008	S	3,108	D	\$ 53.85	607	D	
Common Stock						628	I	401-k DeVry Stock

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

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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)	Code	5. Number out Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 20.78	01/29/2008		M		3,000	08/10/2005 <u>(1)</u>	08/10/2014	Common Stock	3,000
Incentive Stock Option (right to buy)	\$ 20.9375	01/29/2008		M		415	07/24/1999(1)	07/24/2008	Common Stock	415
Incentive Stock Option (right to buy)	\$ 21.4	01/29/2008		M		308	06/15/2005(2)	06/15/2015	Common Stock	308
Incentive Stock Option	\$ 22.25	01/29/2008		M		2,000	08/18/1999(1)	08/18/2008	Common Stock	2,000

(right to buy)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PARROTT SHARON THOMAS 1444-J SOUTH FEDERAL CHICAGO, IL 60605

Sr. Vice President

**Signatures** 

By: Debi Rouse For: Sharon Thomas
Parrott
01/30/2008

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

\* 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).
- (1) This option vests at 20% per year. This option will be fully vested at the end of the 5th year.
- (2) This option is immediately exercisable on the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3