

DEVRY EDUCATION GROUP INC.
Form 4
August 31, 2016

FORM 4

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

OMB APPROVAL

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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. Name and Address of Reporting Person *
TAYLOR RONALD L

2. Issuer Name and Ticker or Trading Symbol
DEVRY EDUCATION GROUP INC. [DV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3005 HIGHLAND PARKWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/29/2016

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
Senior Advisor/Director

DOWNERS GROVE, IL 60515

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock ⁽¹⁾ <u>(2)</u> <u>(3)</u>	08/29/2016		M		900	A	\$ 21.62
					740,199	D	
Common Stock ⁽¹⁾ <u>(2)</u> <u>(3)</u>	08/29/2016		S		900	D	\$ 23.5
					739,299	D	
Common Stock ⁽¹⁾ <u>(2)</u> <u>(3)</u>	08/30/2016		M		4,100	A	\$ 21.62
					743,399	D	
Common Stock ⁽¹⁾	08/30/2016		S		4,100	D	\$ 23.5265
					739,299	D	

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(2) (3)

Common Stock	1,000	I	By Daughter
Common Stock	1,000	I	By Daughter 1
Common Stock	800	I	By Daughter D
Common Stock	1,000	I	By Daughter M

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

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 control number.

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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. Transaction Code (Instr. 8)	5. Number of 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Incentive Stock Option (Right to Buy)	\$ 21.62	08/29/2016		M	900	10/03/2007 ⁽⁴⁾	10/03/2016	Common Stock	900
Incentive Stock Option (Right to Buy)	\$ 21.62	08/30/2016		M	4,100	10/03/2007 ⁽⁴⁾	10/03/2016	Common Stock	4,100

