DEVRY EDUCATION GROUP INC.

Form 4

September 01, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

3235-0287

Washington, D.C. 20549 OMB Number:

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TAYLOR RONALD L			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
		DEVRY EDUCATION GROUP INC. [DV]		(Check all applicable)			
(Last) 3005 HIGHI	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/01/2016	Director 10% Owner Officer (give titleX Other (specify below) below)			
(Street) DOWNERS GROVE, IL 60515			4. If Amendment, Date Original	Senior Advisor/Director 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
			Filed(Month/Day/Year)				

(City)	(State)	(Zip) Tak	ole I - Non-	-Derivativo	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	4. Securit or Dispos (Instr. 3,	sed of		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 Indirect Beneficial Ownership (Instr. 4)
Common Stock (1)	09/01/2016		M	50,000	A	\$ 21.62	789,299	D	
Common Stock (1)	09/01/2016		S	50,000	D	\$ 22.8666	739,299	D	
Common Stock							1,000	I	By Daughter
Common Stock							1,000	I	By Daughter 1
Common Stock							800	I	By Daughter

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

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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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Am Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title A O N O
Non-qualified Stock Option (Right to Buy)	\$ 21.62	09/01/2016		M	50,000	10/03/2007(2)	10/03/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Keiationsnips						
• 0	Director	10% Owner	Officer	Other			
TAYLOR RONALD L 3005 HIGHLAND PARKWAY DOWNERS GROVE, IL 60515				Senior Advisor/Director			

Signatures

/s/ Gregory S. Davis for Ronald L.
Taylor

09/01/2016

**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) Includes restricted stock units which represent a right to receive one share of common stock for each restricted stock unit. Each restricted stock units vest 25% on the anniversary of the original grant date and is fully-vested on the four year anniversary of the grant date.

Reporting Owners 2

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(2) This option vests at 20% per year. This option will be fully vested at the end of the 5th year. This option was issued in two parts- one as an ISO and the other as a non-qualified option due to the ISO limitations.

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.