

CORRECTIONS CORP OF AMERICA

Form 4

July 31, 2013

**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 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

## OMB APPROVAL

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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MULLENGER TODD

2. Issuer Name **and** Ticker or Trading  
Symbol  
CORRECTIONS CORP OF  
AMERICA [CXW]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
10 BURTON HILLS BOULEVARD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/29/2013

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
EVP, CFO

NASHVILLE, TN 37215

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| CXW Common Stock                | 07/29/2013                           |                                                    | M                              |                                                                   | 18,791 | A          | \$ 22.72                                                                                      | 137,136 <sup>(1)</sup> <sub>(2)</sub>                    | D                                                     |
| CXW Common Stock                | 07/29/2013                           |                                                    | M                              |                                                                   | 6,209  | A          | \$ 9.13                                                                                       | 143,345 <sup>(1)</sup> <sub>(2)</sub>                    | D                                                     |
| CXW Common Stock                | 07/29/2013                           |                                                    | S                              |                                                                   | 25,000 | D          | \$ 33.3236                                                                                    | 118,345 <sup>(1)</sup> <sub>(2)</sub>                    | D                                                     |
| CXW Common                      | 07/30/2013                           |                                                    | M                              |                                                                   | 25,000 | A          | \$ 9.13                                                                                       | 143,345 <sup>(1)</sup> <sub>(2)</sub>                    | D                                                     |

# Edgar Filing: CORRECTIONS CORP OF AMERICA - Form 4

Stock

CXW

Common 07/30/2013

S

25,000

D

\$ 118,345 <sup>(1)</sup>  
33.5516 <sup>(2)</sup>

D

Stock

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.**

SEC 1474  
(9-02)

**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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (right to buy)       | \$ 22.72                                               | 07/29/2013                           |                                                    | M                              | 18,791                                                                                  | 02/20/2011 02/20/2018                                    | CXW Common Stock 18,791                                       |
| Employee stock Option (right to buy)       | \$ 9.13                                                | 07/29/2013                           |                                                    | M                              | 6,209                                                                                   | 02/18/2012 02/18/2019                                    | CXW Common Stock 6,209                                        |
| Employee Stock Option (right to buy)       | \$ 9.13                                                | 07/30/2013                           |                                                    | M                              | 25,000                                                                                  | 02/18/2012 02/18/2019                                    | CXW Common Stock 25,000                                       |

## Reporting Owners

| Reporting Owner Name / Address              | Relationships                    |
|---------------------------------------------|----------------------------------|
|                                             | Director 10% Owner Officer Other |
| MULLENDER TODD<br>10 BURTON HILLS BOULEVARD | EVP, CFO                         |

NASHVILLE, TN 37215

## Signatures

Scott L. Craddock, Attorney  
in Fact

07/31/2013

\_\_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, each representing a contingent right to receive one share of issuer common stock.
- (2) Includes deferred shares representing right to acquire shares of issuer common stock upon separation of employment.

### Remarks:

Shares sold pursuant to 10b5-1 trading plan.

Exercise price and option shares outstanding adjusted to reflect the special dividend paid by the issuer on May 20, 2013 to stockholders.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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