

Paul Robert A
Form 3
August 25, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

INITIAL STATEMENT OF 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 *

Â Paul Robert A
(Last) (First) (Middle)

3005 HIGHLAND PARKWAY
(Street)

DOWNERS
GROVE,Â ILÂ 60515
(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
08/24/2011

3. Issuer Name **and** Ticker or Trading Symbol
DEVRY INC [DV]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
President, Carrington Group

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock ⁽¹⁾

4,372

D Â

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

SEC 1473 (7-02)

**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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

Date Expiration
Exercisable Date

Title Amount or
Number of

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				Shares		(I) (Instr. 5)	
Non-qualified Stock Option (Right to Buy)	Â (2)	08/31/2017	Common Stock	312	\$ 34.53	D	Â
Incentive Stock Option (Right to Buy)	Â (2)	08/31/2017	Common Stock	5,792	\$ 34.53	D	Â
Non-qualified Stock Option (Right to Buy)	Â (3)	08/28/2018	Common Stock	2,737	\$ 51.23	D	Â
Non-qualified Stock Option (Right to Buy)	Â (4)	08/28/2019	Common Stock	3,119	\$ 52.28	D	Â
Incentive Stock Option (Right to Buy)	Â (4)	08/28/2019	Common Stock	406	\$ 52.28	D	Â
Non-qualified Stock Option (Right to Buy)	Â (4)	08/27/2020	Common Stock	2,737	\$ 38.71	D	Â
Incentive Stock Option (Right to Buy)	Â (4)	08/27/2020	Common Stock	2,738	\$ 38.71	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Paul Robert A 3005 HIGHLAND PARKWAY DOWNERS GROVE, IL 60515	Â	Â	Â President, Carrington Group	Â

Signatures

By: Robyn B. Martin For:
Robert Paul

08/25/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The common stock is a restricted stock unit which represents a right to receive one share of common stock for each restricted stock unit. Stock units vest in four equal installments beginning on the anniversary of the transaction date.
- (2) This option vests at 20% per year. This option will be fully vested at the end of the 4th 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.
- (3) This option vests at 25% per year. This option will be fully vested at the end of the 4th year.
- (4) This option vests at 25% per year. This option will be fully vested at the end of the 4th 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.

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