**DEVRY INC** Form 4 July 12, 2007

## FORM 4

Form 5

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

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

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

obligations may continue. See Instruction 1(b).

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 \* KELLER DENNIS J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

(Last) (First) (Middle)

(Street)

DEVRY INC [DV] 3. Date of Earliest Transaction

(Check all applicable)

1155 35TH STREET

(Month/Day/Year) 07/10/2007

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

4. If Amendment, Date Original

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

Filed(Month/Day/Year)

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

Person

OAK BROOK, IL 60523

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired ton(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Stock	07/10/2007		S	200 (1)	D	\$ 35	8,297,177	D	
Common Stock	07/10/2007		S	100 (1)	D	\$ 34.74	8,297,077	D	
Common Stock	07/10/2007		S	500 (1)	D	\$ 34.68	8,296,577	D	
Common Stock	07/10/2007		S	500 (1)	D	\$ 34.62	8,296,077	D	
Common Stock	07/10/2007		S	100 (1)	D	\$ 34.6	8,295,977	D	
	07/10/2007		S	100 (1)	D		8,295,877	D	

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Common Stock				\$ 34.56		
Common Stock	07/10/2007	S	300 (1) D	\$ 34.55	8,295,577	D
Common Stock	07/10/2007	S	100 (1) D	\$ 34.5	8,295,477	D
Common Stock	07/10/2007	S	100 (1) D	\$ 34.46	8,295,377	D
Common Stock	07/11/2007	S	400 (1) D	\$ 34	8,294,977	D
Common Stock	07/11/2007	S	100 <u>(1)</u> D	\$ 34.01	8,294,877	D
Common Stock	07/11/2007	S	100 <u>(1)</u> D	\$ 34.03	8,294,777	D
Common Stock	07/11/2007	S	200 (1) D	\$ 34.05	8,294,577	D
Common Stock	07/11/2007	S	100 (1) D	\$ 34.06	8,294,477	D
Common Stock	07/11/2007	S	100 <u>(1)</u> D	\$ 34.07	8,294,377	D
Common Stock	07/11/2007	S	500 (1) D	\$ 34.08	8,293,877	D
Common Stock	07/11/2007	S	200 (1) D	\$ 34.1	8,293,677	D
Common Stock	07/11/2007	S	100 (1) D	\$ 34.14	8,293,577	D
Common Stock	07/11/2007	S	200 (1) D	\$ 34.15	8,293,377	D
Common Stock	07/12/2007	S	100 <u>(1)</u> D	\$ 34.81	8,293,277	D
Common Stock	07/12/2007	S	200 (1) D	\$ 34.8	8,293,077	D
Common Stock	07/12/2007	S	200 (1) D	\$ 34.77	8,292,877	D
Common Stock	07/12/2007	S	100 <u>(1)</u> D	\$ 34.76	8,292,777	D
Common Stock	07/12/2007	S	200 (1) D	\$ 34.75	8,292,577	D
Common Stock	07/12/2007	S	100 <u>(1)</u> D	\$ 34.74	8,292,477	D
	07/12/2007	S	100 (1) D		8,292,377	D

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Common Stock				\$ 34.73			
Common Stock	07/12/2007	S	200 (1) D	\$ 34.6	8,292,177	D	
Common Stock	07/12/2007	S	300 (1) D	\$ 34.52	8,291,877	D	
Common Stock	07/12/2007	S	500 (1) D	\$ 34.51	8,291,377	D	
Common Stock					1,512	I	IRA-by spouse

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)	Execution Date, if any	4. Transactic Code (Instr. 8)	5. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	Amou Under Securi	Fitle and nount of derlying curities str. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
r g	Director	10% Owner	Officer Othe					
KELLER DENNIS J								
1155 35TH STREET	X	X						
OAK BROOK, IL 60523								

# **Signatures**

By: Debi Rouse For: Dennis J. Weller 07/12/2007

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\*\*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) These shares were sold pursuant to an active 10b5-1 Trading Plan.

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.

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