TAYLOR RONALD L

Form 4 March 04, 2010

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting TAYLOR RONALD L | g Person * | 2. Issuer Name and Ticker or Trading Symbol DEVRY INC [DV] | 5. Relationship of Reporting Person(s) to Issuer | | | | |
|--|------------|---|---|--|--|--|--|
| (Last) (First) | (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | | | |
| 3005 HIGHLAND PARKV | VAY | (Month/Day/Year) 03/03/2010 | X Director 10% Owner Officer (give titleX Other (specify below) Senior Advisor/Director | | | | |
| (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | | |
| DOWNERS GROVE, IL 6 | 0515 | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reportin Person | | | | |

| (City) | (State) | (Zip) Tabl | e I - Non-I | Derivative | Secur | ities Acqu | aired, Disposed o | f, 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. Transactic Code (Instr. 8) | 4. Securit on(A) or Di (Instr. 3, 4) | sposed | of (D) | 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 | 03/03/2010 | | S | 30,000 (1) | D | \$ 64.14 | 1,032,715 | D | |
| 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 |

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(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transa Code (Instr. | ectio | 5. nNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | ınt of rlying | 8. Price of Derivative Security (Instr. 5) |
|---|---|---|---|---------------------------------|-------|--|---------------------|--------------------|-------|--|---|
| | | | | Code | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|---------|----------------------------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| TAYLOR RONALD L 3005 HIGHLAND PARKWAY DOWNERS GROVE, IL 60515 | X | | | Senior Advisor/Director | | | | |

Signatures

By: Robyn B. Martin For: Ronald L. 03/04/2010 **Taylor**

> **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.

Reporting Owners 2