

CORRECTIONS CORP OF AMERICA

Form 4

March 20, 2013

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CORRENTI JOHN D

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)

3. Date of Earliest Transaction (Month/Day/Year)  
03/18/2013

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

13400 BISHOPS LANE

(Street)

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

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

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

BROOKFIELD, WI 53005

(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	03/18/2013		M		12,000	A	\$ 7.13 29,247 <sup>(1)</sup>
CXW Common Stock	03/18/2013		M		12,000	A	\$ 11.89 41,247 <sup>(1)</sup>
CXW Common Stock	03/18/2013		M		12,000	A	\$ 12.32 53,247 <sup>(1)</sup>
CXW Common	03/18/2013		M		12,000	A	\$ 16.56 65,247 <sup>(1)</sup>

Stock

CXW

Common 03/18/2013 F(2) 15,010 D \$ 38.3 50,237 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.**

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(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
Stock Option (right to buy)	\$ 7.13	03/18/2013		M	12,000	05/15/2003	05/15/2013	CXW Common Stock	12,000
Stock Option (Right to Buy)	\$ 11.89	03/18/2013		M	12,000	05/13/2004	05/13/2014	CXW Common Stock	12,000
Stock Option (Right to Buy)	\$ 12.32	03/18/2013		M	12,000	05/10/2005	05/10/2015	CXW Common Stock	12,000
Stock Option (Right to Buy)	\$ 16.56	03/18/2013		M	12,000	05/11/2006	05/11/2016	CXW Common Stock	12,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

CORRENTI JOHN D  
13400 BISHOPS LANE X  
BROOKFIELD, WI 53005

## Signatures

Scott L. Craddock, Attorney  
in Fact 03/20/2013

\_\_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 2706 restricted stock units, each representing a contingent right to receive one share of issuer common stock.
  - (2) Shares withheld by the company in payment of exercise price of option.

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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