

CORRECTIONS CORP OF AMERICA

Form 4

August 14, 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 *
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)
08/12/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, CFO

NASHVILLE, TN 37215

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

(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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
CXW Common Stock	08/12/2013		M		23,256 A \$ 9.13	141,601 ⁽¹⁾ / ₍₂₎	D
CXW Common Stock	08/12/2013		M		1,744 A \$ 17.57	143,345 ⁽¹⁾ / ₍₂₎	D
CXW Common Stock	08/12/2013		S		25,000 D \$ 34.607	118,345 ⁽¹⁾ / ₍₂₎	D
CXW Common	08/13/2013		M		25,000 A \$ 17.57	143,345 ⁽¹⁾ / ₍₂₎	D

Stock

CXW
Common Stock 08/13/2013 S 25,000 D \$ 34.261 118,345 ⁽¹⁾ ₍₂₎ D

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 9.13	08/12/2013		M	23,256	02/18/2012 02/18/2019	CXW Common Stock	23,256	
Employee Stock Option (right to buy)	\$ 17.57	08/12/2013		M	1,744	02/18/2013 02/18/2020	CXW Common Stock	1,744	
Employee stock Option (right to buy)	\$ 17.57	08/13/2013		M	25,000	02/18/2013 02/18/2020	CXW Common Stock	25,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MULLENGER TODD 10 BURTON HILLS BOULEVARD			EVP, CFO	

NASHVILLE, TN 37215

Signatures

Scott L. Craddock, Attorney
in Fact

08/14/2013

__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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