SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of 19						
			or Section 30(h) of the Investment Company Act of 1940		. <u></u>				
1. Name and Address of Reporting Person* $\underline{Emkes\ Mark\ A}$			2. Issuer Name and Ticker or Trading Symbol <u>CoreCivic, Inc.</u> [CXW]		tionship of Reporting Patient and applicable)	Reporting Person(s) to Issuer ble)			
			L _ J	X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/12/2022	-	Officer (give title below)	Other (specify below)			
C/O CORECIV	IC		03/12/2022						
5501 VIRGINIA WAY, SUITE 110			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable				
(Street)				X	Form filed by One Re	porting Person			
BRENTWOOD	TN	37027			Form filed by More th Person	an One Reporting			
(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)						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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	05/12/2022		Α		4,803(1)	A	\$10.41	134,430	D	

	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 (8)		of I		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents Restricted Stock Units (RSUs) issued to the Reporting Person pursuant to the Issuer's 2020 Stock Incentive Plan in lieu of \$50,000 (50%) of the Reporting Person's annual retainer and meeting fees. Each RSU represents a contingent right to receive one share of the Issuer's common stock. The RSUs vest in full on May 12, 2023, subject to continued service with the Issuer through such vesting date.

Remarks:

/s/ Cameron Hopewell,	
Attorney-in-Fact	

05/16/2022

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See