| SEC Form 4 | 1 |
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## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

| OMB Number: 3235-02      |       |  |  |  |  |  |  |  |
|--------------------------|-------|--|--|--|--|--|--|--|
| Estimated average burden |       |  |  |  |  |  |  |  |
| hours per response       | : 0.5 |  |  |  |  |  |  |  |

| Instruction 1(b).                       | continue. See |                     | Filed pursuant to Section 16(a) of the Securities Exchange Act of 193<br>or Section 30(h) of the Investment Company Act of 1940 | 4  | hours per   | response: 0.5                                     |
|---|---------------|---------------------|---|--|---|---|
| 1. Name and Addres                      | 1 0           | Person <sup>*</sup> | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>CoreCivic, Inc.</u> [ CXW ]  | Name and Ticker or Trading Symbol     5. Relationship of I       ivic, Inc.     [ CXW ]       Director | 11 ,  | erson(s) to Issuer<br>10% Owner<br>Other (specify |
| (Last)<br>C/O CORECIVI<br>5501 VIRGINIA |               | (Middle)            | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/21/2023  |  | below)<br>Chief Operatin  | below)  |
| (Street)<br>BRENTWOOD                   | ,             | 37027               | 4. If Amendment, Date of Original Filed (Month/Day/Year)  | 6. Indi<br>Line)<br>X  | ividual or Joint/Group Fil<br>Form filed by One Re<br>Form filed by More th<br>Person | eporting Person                                   |
| (City)                                  | (State)       | (Zip)               |   |  |   |   |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   | 4. Securities A<br>Disposed Of (<br>5) |               |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------|---|--|---------------|--------|---|---|---|
|                                 |  |   | Code | v | Amount                                 | (A) or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150. 4)   |
| Common Stock                    | 02/21/2023                                 |   | A    |   | 27,293                                 | Α             | \$0.00 | 260,234   | D   |   |
| Common Stock                    | 02/21/2023                                 |   | F    |   | 22,539(1)                              | D             | \$10.5 | 237,695   | D   |   |

 
 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

|   |   |  | ( 0 ) 1   |                              |   |     |     | • •  |                    |  |  |                 |  |           |  |  |  |  |  |
|---|---|--|---|------------------------------|---|-----|-----|--|--------------------|--|--|-----------------|--|-----------|--|--|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |     | of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4 |                    | of<br>Derivative<br>Securities<br>A) or<br>Disposed<br>of (D)<br>Instr. 3, 4 |  | Expiration Date |  | Amount of |  | nount of<br>curities<br>derlying<br>privative<br>curity (Instr. 5) |  | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A) | (D) | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |                 |  |           |  |  |  |  |  |

Explanation of Responses:

1. Represents shares of the Issuer's common stock withheld by the Issuer to satisfy tax withholding obligations in connection with the vesting of restricted stock units.

Remarks:

## <u>/s/ Cameron Hopewell,</u> <u>Attorney-in-Fact</u>

02/22/2023

\*\* Signature of Reporting Person Date

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

 $^{\star}$  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.

