

DEVRY INC
Form DEFA14A
September 04, 2012

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report
(Date of earliest event reported)**

September 4, 2012

**DEVRY INC.
(Exact name of registrant as specified in its charter)**

**Delaware 1-13988 36-3150143
(State of incorporation) (Commission File Number) (IRS Employer Identification No.)**

3005 Highland Parkway

**Downers Grove, Illinois 60515
(Address of principal executive offices) (Zip Code)
(630) 515-7700
(Registrant's telephone number, including area code)**

**N/A
(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On August 29, 2012, Julia A. McGee notified DeVry Inc. that she would retire from its Board of Directors effective at the annual meeting of stockholders scheduled for November 7, 2012, and therefore, she would not stand for re-election to the Board of Directors at such meeting.

Item 8.01. Other Events.

A copy of the DeVry's press release announcing the intention of Ms. McGee not to stand for re-election and a nominee to succeed her on its Board of Directors is furnished as Exhibit 99.1 to this Report and is incorporated by reference into this item.

Item 9.01 Financial Statements and Exhibits.

99.1 Press Release dated September 4, 2012.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DEVRY INC.

(Registrant)

Date: September 4, 2012 By: /s/ Patrick J. Unzicker

Patrick J. Unzicker

Vice President, Finance

and Chief Accounting

Officer

EXHIBIT INDEX

**Exhibit
Number Description**

99.1 Press Release dated September 4, 2012