

DEVRY INC  
Form 8-K  
September 04, 2012

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

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**FORM 8-K**

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**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**

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

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**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)**

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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))

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**Item 7.01      Regulation FD Disclosure.**

On September 4, 2012, DeVry Inc. (“DeVry”) issued a press release announcing that its Board of Directors (the “Board”) had authorized an eighth share repurchase program, which allows DeVry to buy back up to \$100 million of its common stock through December 31, 2014. This new repurchase program is to commence upon completion of the existing \$100 million program. The timing and amount of any repurchase will be determined by management based on its evaluation of market conditions and other factors. These repurchases may be made through the open market, including block purchases, or in privately negotiated transactions, or otherwise. The buyback will be funded through available cash balances and/or borrowings, and may be suspended or discontinued at any time.

The full text of this press release is included in Exhibit 99.1 in this Form 8-K.

*Forward Looking Statements*

Certain statements contained in this Form 8-K and related press release, including those that affect DeVry’s expectations or plans, may constitute forward-looking statements subject to the Safe Harbor Provision of the Private Securities Litigation Reform Act of 1995. These forward-looking statements generally can be identified by phrases such as DeVry Inc. or its management “anticipates,” “believes,” “estimates,” “expects,” “forecasts,” “foresees,” “intends,” “plans,” “may,” “might,” “will,” “could,” “should,” “intend,” “expect,” “forecast,” “believe,” “anticipate,” or other words or phrases of similar import.

Because these forward-looking statements involve risks and uncertainties, there are important factors that could cause DeVry’s actual results to differ materially from those projected or implied by these forward-looking statements. Additional information regarding factors that could cause results to differ can be found in DeVry’s Annual Report on Form 10-K for the fiscal year ended June 30, 2012.

These forward-looking statements are based on information as of September 4, 2012, and DeVry assumes no obligation to publicly update or revise its forward-looking statements even if experience or future changes make it clear that any projected results expressed or implied therein will not be realized.

**Item 9.01      Financial Statements and Exhibits.**

99.1 Press Release dated September 4, 2012

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**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

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**EXHIBIT INDEX**

**Exhibit  
Number    Description**

99.1        Press Release dated September 4, 2012