

DEVRY EDUCATION GROUP INC.
Form 4
August 24, 2016

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 *
International Value Advisers, LLC

2. Issuer Name and Ticker or Trading Symbol
DEVRY EDUCATION GROUP INC. [DV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/22/2016

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

717 FIFTH AVENUE, 10TH FLOOR

(Street)

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

NEW YORK, NY 10022

(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 or Price | | |
| Common Stock | 08/22/2016 | | S | 3 | D \$ 24.79 | 147 | I See Footnote (1) |
| Common Stock | 08/22/2016 | | S | 1 | D \$ 24.63 | 146 | I See Footnote (1) |
| Common Stock | 08/23/2016 | | S | 2 | D \$ 24.54 | 144 | I See Footnote (1) |
| Common | 08/22/2016 | | S | 1,392 | D \$ 75,483 | | I See |

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| | | | | | | | | | |
|-----------------|------------|--|---|-------|---|-------------|--------|---|------------------------|
| Stock | | | | | | 24.79 | | | Footnote (2) |
| Common Stock | 08/22/2016 | | S | 338 | D | \$ 24.63 | 75,145 | I | See Footnote (2) |
| Common Stock | 08/23/2016 | | S | 1,076 | D | \$ 24.54 | 74,069 | I | See Footnote (2) |
| Common Stock | 08/22/2016 | | S | 30 | D | \$ 24.79 | 1,617 | I | See Footnote (3) |
| Common Stock | 08/22/2016 | | S | 7 | D | \$ 24.63 | 1,610 | I | See Footnote (3) |
| Common Stock | 08/23/2016 | | S | 23 | D | \$ 24.54 | 1,587 | I | See Footnote (3) |

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

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

International Value Advisers, LLC
 717 FIFTH AVENUE
 10TH FLOOR X
 NEW YORK, NY 10022

DE VAULX CHARLES
 717 FIFTH AVENUE, 10TH FLOOR X
 NEW YORK, NY 10022

DE LARDEMELLE CHARLES
 717 FIFTH AVENUE, 10TH FLOOR X
 NEW YORK, NY 10022

Signatures

International Value Advisers, LLC by Michael W. Malafronte, Managing Partner 08/24/2016

__Signature of Reporting Person Date

Charles de Vault 08/24/2016

__Signature of Reporting Person Date

Charles de Lardemelle 08/24/2016

__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).

International Value Advisers, LLC ("IVA"), as the managing member of IVA Global Master Fund, L.P.'s (the "Partnership") general partner, may be deemed to have a pecuniary interest in the general Partner's proportionate interest in the shares of common stock ("Shares") of DeVry Education Group Inc. (the "Issuer") held by the Partnership.

(2) Charles de Vault, as the Chief Investment Officer, Portfolio Manager and a managing member of IVA, has a pecuniary interest in his proportionate interest in the Shares of the Issuer held by the Partnership.

(3) Charles de Lardemelle, as Portfolio Manager and a managing member of IVA, has a pecuniary interest in his proportionate interest in the Shares of the Issuer held by the Partnership.

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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