

GEO GROUP INC  
Form 8-K  
February 06, 2007

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): January 31, 2007

**THE GEO GROUP, INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Florida**

(State or Other Jurisdiction of Incorporation)

**1-14260**

(Commission File Number)

**65-0043078**

(IRS Employer Identification No.)

**621 NW 53rd Street, Suite 700, Boca Raton, Florida**

(Address of Principal Executive Offices)

**33487**

(Zip Code)

(561) 893-0101

(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))
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**Section 1 Registrant's Business and Operations**

**Item 1.01 Entry into a Material Definitive Agreement.**

On January 31, 2007, The GEO Group, Inc. ( GEO ) completed an amendment to its senior secured credit facility through the execution of Amendment No. 1 to the Third Amended and Restated Credit Agreement dated as of January 24, 2007 ( Amendment No. 1 to the Credit Agreement ), between GEO, as Borrower, and BNP Paribas, as Lender and as Administrative Agent. The Amendment No. 1 to the Credit Agreement was completed in connection with the finalization of the pricing of GEO's \$365 million 7-year term loan (the Term Loan B ). The pricing of the Term Loan B was set at a rate of LIBOR plus 1.50%.

Amendment No. 1 to the Credit Agreement is filed with this report as Exhibit 10.1 and is incorporated herein by reference. A copy of GEO's press release dated January 31, 2007 announcing the final pricing of the Term Loan B is attached hereto as Exhibit 99.1.

**Section 2 Financial Information**

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information contained in Item 1.01 above is incorporated herein by reference.

**Section 9 Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

c) Exhibits

10.1 Amendment No. 1 to the Third Amended and Restated Credit Agreement, dated as of January 31, 2007, between The GEO Group, Inc., as Borrower, and BNP Paribas, as Lender and as Administrative Agent

99.1 Press Release of GEO, dated January 31, 2007

**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.

THE GEO GROUP, INC.

February 6, 2007

Date

By: /s/ John G. O'Rourke  
John G. O'Rourke  
Senior Vice President -- Finance and  
Chief  
Financial Officer  
(Principal Financial Officer and duly  
authorized signatory)