

REPUBLIC SERVICES, INC.

Form 4

November 04, 2015

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 *
SLAGER DONALD W

2. Issuer Name and Ticker or Trading Symbol
REPUBLIC SERVICES, INC.
[RSG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
18500 N. ALLIED WAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

PHOENIX, AZ 85054

(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/02/2015 | | M ⁽¹⁾ | | 123,570 | A | \$ 23.74 |
| | | | | | | | 404,356 ⁽¹⁾ |
| Common Stock | 11/02/2015 | | S | | 123,570 | D | \$ 43.9577 |
| | | | | | | | 280,786 ⁽¹⁾ |
| Common Stock | 11/03/2015 | | G ⁽²⁾ | | 9,093 | D | \$ 0 |
| Common Stock | 11/03/2015 | | G ⁽³⁾ | | 2,274 | D | \$ 0 |
| | | | | | | | 271,693 |
| | | | | | | | 269,419 |

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

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 control number. SEC 1474 (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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Common Stock Option | \$ 23.74 | 11/02/2015 | | M | 123,570 | (1) 12/09/2015 | Common Stock 123,570 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SLAGER DONALD W 18500 N. ALLIED WAY PHOENIX, AZ 85054 | X | | President and CEO | |

Signatures

/s/ Eileen B. Schuler
Attorney-in-Fact 11/04/2015

**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).

On 11/02/2015, Mr. Slager exercised 123,570 options and sold such shares at the average stock price of \$43.95771 in accordance with his established Rule 10b5-1 Sales Plan executed on 09/30/2015, and having a Plan start date of 11/02/2015 and Plan end date of 12/09/2015.

- (1) Under the non-qualified stock option grant, 123,570 options were fully vested and exercisable as of 11/02/2015, and the grant was due to expire on 12/09/2015. The previously reported stock ownership balance for Mr. Slager was adjusted by one less share due to rounding correction.
- (2) Charitable Gift to Church.
- (3) Gift to Charitable Foundation.

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