

WASTE CONNECTIONS, INC.

Form 8-K

May 23, 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) May 18, 2012

**WASTE CONNECTIONS, INC.**

(Exact name of registrant as specified in its charter)

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**DELAWARE**  
(State or other jurisdiction)

**1-31507**  
**COMMISSION**

**94-3283464**  
(I.R.S. Employer

of incorporation or organization)

**FILE NO.**

**Identification No.)**

**10001 Woodloch Forest Drive, Waterway Plaza Two, Suite 400, The Woodlands, TX, 77380**

(Address of principal executive offices) (Zip code)

**(832) 442-2200**

(Registrant's telephone number, including area code)

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:

- .. 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 5.07. Submission of Matters to a Vote of Security Holders.**

Our annual meeting of stockholders was held on May 18, 2012.

Our stockholders reelected Michael W. Harlan as a Class II director by the votes indicated below:

Total Votes For:	108,276,258
Total Votes Against:	2,280,974
Total Votes Abstained:	24,983
Total Broker Non-Votes:	5,476,198

Our stockholders reelected William J. Razzouk as a Class II director by the votes indicated below:

Total Votes For:	107,699,031
Total Votes Against:	2,862,413
Total Votes Abstained:	20,771
Total Broker Non-Votes:	5,476,198

Our stockholders ratified the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for the fiscal year 2012 by the votes indicated below:

Total Votes For:	115,998,580
Total Votes Against:	11,718
Total Votes Abstained:	48,115
Total Broker Non-Votes:	0

Our stockholders approved on a non-binding, advisory basis the compensation of our named executive officers as disclosed in our proxy statement ( say on pay ) by the votes indicated below:

Total Votes For:	108,447,887
Total Votes Against:	1,995,869
Total Votes Abstained:	138,459
Total Broker Non-Votes:	5,476,198

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Our stockholders approved the stockholder proposal concerning adoption of a simple majority voting standard in our charter and bylaws by the votes indicated below:

Total Votes For:	78,854,835
Total Votes Against:	31,700,113
Total Votes Abstained:	27,267
Total Broker Non-Votes:	5,476,198

Our stockholders rejected the stockholder proposal concerning adoption of a policy that the chairman of our Board of Directors be an independent director by the votes indicated below:

Total Votes For:	43,768,669
Total Votes Against:	66,434,735
Total Votes Abstained:	378,811
Total Broker Non-Votes:	5,476,198

**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.

**WASTE CONNECTIONS, INC.**

Date: May 23, 2012

BY: /s/ Worthing F. Jackman  
Worthing F. Jackman,

Executive Vice President and Chief

Financial Officer