Edgar Filing: Hughes Jeffrey A - Form 4

Hughes Jeff Form 4	•									
January 05,	2012									
FORM			GEGU						PPROVAL	
	UNITED	SIAIES		shington			E COMMISSIO	N OMB Number:	3235-0287	
Check t if no lor subject Section Form 4	F CHAI	NGES IN SECUI	Estimated burden hou	Expires:January 31 2009Estimated averageburden hours per response0.9						
Form 5 obligation may con <i>See</i> Inst 1(b).	ons Section 17(a) of the l		nge Act of 1934, of 1935 or Secti 1940						
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Hughes Jeffrey A			Symbol	er Name an		-	5. Relationship Issuer	5. Relationship of Reporting Person(s) to Issuer		
			[RSG]	BLIC SEI	KVICES,	INC.	(Check all applicable)			
(Last) (First) (Middle) 18500 NORTH ALLIED WAY			3. Date of Earliest Transaction (Month/Day/Year) 01/03/2012				Director 10% Owner X_ Officer (give title Other (specify below) below) EVP- Human Resources			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
PHOENIX	, AZ 85054						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Re	port on a separate line	for each cl	ass of sec	urities bene	-		-			
					inforn requi	nation con red to resp ays a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8		Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Restricted Stock Units	<u>(1)</u>	01/03/2012		А		7,260		<u>(1)</u>	<u>(1)</u>	Common Stock	7,2
Non-Qualified Stock Options	(2)	01/03/2012		А		56,434		(2)	01/03/2019	Common Stock	56,4

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Hughes Jeffrey A 18500 NORTH ALLIED WAY PHOENIX, AZ 85054			EVP- Human Resources				
Signatures							
/s/ Eileen B. Schuler Attorney-in-Fact		01/05/2012					
**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).

Restricted Stock Units ("RSUs") awarded pursuant to Republic Services, Inc.'s 2007 Stock Incentive Plan, as amended. The award will vest 25% on each of the first four anniversaries of the date of grant (which date of grant is 01/03/2012) and each RSU ultimately will be

- (1) paid out in the form of one share of Republic Services, Inc.'s common stock. The number of RSUs was calculated based on the closing price of Republic Services, Inc.'s common stock on 01/03/2012 (\$27.55). The reporting person has deferred 100% of this award in accordance with the provisions of the Republic Services, Inc.'s Deferred Compensation Plan.
- (2) Non-Qualified Stock Options awarded pursuant to Republic Services, Inc.'s 2007 Stock Incentive Plan, as amended. The award will vest 25% on each of the first four anniversaries of the date of grant (which date of grant is 01/03/2012).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.