

WASTE CONNECTIONS INC/DE

Form 4

April 10, 2002

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|---|--|--|--|---|--|
| | | UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | |
| Form 4 | | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | | OMB APPROVAL <u>OMB</u> <u>Number: K235-0287</u> <u>Expires: December 31,</u> <u>2001</u> Estimated average burden hours per response H.5 | |
| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). | | 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(f) of the Investment Company Act of 1940 | | | |
| (Print or Type Responses) | | | | | |
| 1. Name and Address of Reporting Person | | 2. Issuer Name and Ticker or Trading Symbol | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> X Director _____ 10% Owner <input type="checkbox"/> X Officer (give _____ Other (specify title below) below) <input type="checkbox"/> West Region Vice President and Director | |
| Dupreau, Eugene (Last) (First) (Middle) | | Waste Connections, Inc. / "WCNX" 3. IRS Identification Number of Reporting Person, if an entity (voluntary) | | | |
| N20 Coolidge Drive, Suite 350 (Street) | | 4. Statement for Month/Year March, 2002 | | 5. If Amendment, Date of Original (Month/Year) | |
| | | | | 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> X Form filed by One Reporting Person | |

| | | | | | | ___Form filed by More than One Reporting Person | | | |
|--|--------------------------------------|--|---|---|--------|---|---|--|---|
| Folsom, CA 95630 (City) (State) (Zip) | | Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | |
| 1. Title of Security (Instr. 4) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 AND 5) | | | Price | 5. Amount of Securities Beneficially Owned at End of Month (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 | | | | |
| Common Stock | 3/7/02 | M | | | 10,000 | A | \$17.9375 | | |
| Common Stock | 3/7/02 | S | | | 10,000 | D | \$31.95 | | |
| Common Stock | 3/7/02 | M | | | 10,000 | A | \$11.75 | | |
| Common Stock | 3/7/02 | S | | | 10,000 | D | \$31.95 | | |
| Common Stock | 3/7/02 | S | | | 10,000 | D | \$31.95 | 140,804 | D |

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (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 Securities Underlying Derivative Security (Instr. 4) | |
|--|--|--------------------------------------|--------------------------------|---|---|---------|---|--------|
| | | | | | Date | Expira- | Title | Amount |
| | | | | | | | | |

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| | | | Code | V | (A) | (D) | Exer- cisable | tion Date | | or Number of Shares |
|--|-----------|-----------|------|---|-----|--------|------------------|--------------|-----------------|------------------------------|
| Employee Stock Option (Right to Buy) See Note 1 | \$17.9375 | 03/07/02 | M | | | 10,000 | 1/19/00 | 1/19/09 | Common Stock | 10,000 |
| Employee Stock Option (Right to Buy) See Note 2 | \$11.75 | 03//07/02 | M | | | 10,000 | 1/19/00 | 12/6/09 | Common Stock | 10,000 |
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Explanation of Responses:

- (1) On January 19, 1999, Option Grant for 10,000 shares, 1/3 exercisable on 1/19/00, 1/19/01, and 1/19/02.
- (2) On December 6, 1999, Option Grant for 15,000 shares, 1/3 exercisable on 12/6/00, 12/6/01, and 12/6/02.

/s/ Eugene Dupreau April 10, 2002

Eugene Dupreau

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff

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.