

MCLENNAN JAMES DUDLEY

Form 4

November 28, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCLENNAN JAMES DUDLEY

(Last) (First) (Middle)

3250 LACEY ROAD, SUITE 600

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
SERVICEMASTER CO [SVM]

3. Date of Earliest Transaction
(Month/Day/Year)
11/23/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

DOWNERS
GROVE, IL 60515-1700

(City) (State) (Zip)

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)
Common stock \$.01 par value	11/23/2005		M	10,125	A \$ 9.2593	68,023	D
Common stock \$.01 par value					3,676 ⁽¹⁾	I	Dir.Def. Fee Trust

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

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information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

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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 or Number of Shares
Stock Options (Right to buy)	\$ 9.2593	11/23/2005		M	10,125	02/16/1997	02/15/2006	Common stock \$.01 par value	10,125
Stock Options (Right to buy)	\$ 10.02					04/27/2002	04/26/2008	Common Stock	15,000
Stock Options (Right to buy)	\$ 11.2222					02/13/1998	02/12/2007	Common stock \$.01 par value	11,250
Stock Options (Right to buy)	\$ 13.2069					09/30/1999	09/29/2009	Common Stock	8,367
Stock Options (Right to buy)	\$ 13.972					04/15/2003	04/14/2009	Common Stock	15,000
Stock Options (Right to buy)	\$ 15.5231					06/30/1999	06/29/2009	Common Stock	2,464
Stock Options (Right to buy)	\$ 15.7392					03/31/1998	03/30/2008	Common stock \$.01 par value	3,780
Stock Options (Right to buy)	\$ 17.1913					03/31/1999	03/30/2009	Common Stock	5,192
	\$ 18.0413					09/30/1998	09/29/2008		3,298

Stock Options (Right to buy)				Common stock \$.01 par value	
Stock Options (Right to buy)	\$ 18.6788	12/31/1998	12/30/2008	Common stock \$.01 par value	3,793
Stock Options (Right to buy)	\$ 19.3588	06/30/1998	06/29/2008	Common stock \$.01 par value	1,904
2001 Dir. Stock Option (Right to Buy)	\$ 9.96	05/21/2004	05/20/2013	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCLENNAN JAMES DUDLEY 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700	X			

Signatures

Sandra L. Groman by power of attorney 11/28/2005

__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).

(1) Deferral of Directors fees into Directors Deferred Fee Trust during the period February through August 2005 for 90 shares.

(2) The option is exercisable in five equal annual installments beginning on the first anniversary of the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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