

SLAGER DONALD W  
Form 4  
December 09, 2008

**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

(Last) (First) (Middle)

C/O REPUBLIC SERVICES, INC., 18500 N. ALLIED WAY

(Street)

PHOENIX, AZ 85054

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/05/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
President and COO

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Amount  |  |                                   |
| Common Stock, \$.01 par value   | 12/05/2008                           |  | A                              | 128,783   | A   | D  |                                   |

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

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SEC 1474 (9-02)

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

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| 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 Number Shares |
| Employee Stock Option (right to buy)       | \$ 46.81   | 12/05/2008                           |  | A                              |   | 36,000   |     | 12/05/2008  | 12/29/2008      | Common Stock | 36,000               |
| Employee Stock Option (right to buy)       | \$ 29.58   | 12/05/2008                           |  | A                              |   | 78,750   |     | 12/05/2008  | 04/06/2009      | Common Stock | 78,750               |
| Employee Stock Option (right to buy)       | \$ 22.93   | 12/05/2008                           |  | A                              |   | 33,750   |     | 12/05/2008  | 12/11/2012      | Common Stock | 33,750               |
| Employee Stock Option (right to buy)       | \$ 20.07   | 12/05/2008                           |  | A                              |   | 67,500   |     | 12/05/2008  | 05/22/2013      | Common Stock | 67,500               |
| Employee Stock Option (right to buy)       | \$ 19.42   | 12/05/2008                           |  | A                              |   | 59,850   |     | 12/05/2008  | 12/30/2015      | Common Stock | 59,850               |
| Employee Stock Option (right to buy)       | \$ 28.69   | 12/05/2008                           |  | A                              |   | 74,970   |     | 12/05/2008  | 12/05/2016      | Common Stock | 74,970               |
| Employee Stock Option (right to buy)       | \$ 25.51   | 12/05/2008                           |  | A                              |   | 112,500  |     | 12/05/2008  | 12/11/2017      | Common Stock | 112,500              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                      |       |
|--|---------------|-----------|----------------------|-------|
|  | Director      | 10% Owner | Officer              | Other |
| SLAGER DONALD W<br>C/O REPUBLIC SERVICES, INC.<br>18500 N. ALLIED WAY<br>PHOENIX, AZ 85054 |               |           | President<br>and COO |       |

## Signatures

/s/ Jo Lynn White,  
Attorney-in-Fact

12/09/2008

\_\_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).

- Acquired in exchange for 286,185 shares of Allied Waste Industries, Inc. ("Allied") common stock in connection with the merger of
- (1) Allied with and into a wholly owned subsidiary of the Issuer (the "Merger"). At the effective time of the Merger, the market price of Allied common stock was \$10.10 per share and the market price of the Issuer common stock was \$22.60 per share.
  - (2) Acquired in the Merger in exchange for an employee stock option to acquire 80,000 shares of Allied common stock for \$21.0625 per share.
  - (3) Acquired in the Merger in exchange for an employee stock option to acquire 175,000 shares of Allied common stock for \$13.3125 per share.
  - (4) Acquired in the Merger in exchange for an employee stock option to acquire 75,000 shares of Allied common stock for \$10.32 per share.
  - (5) Acquired in the Merger in exchange for an employee stock option to acquire 150,000 shares of Allied common stock for \$9.03 per share.
  - (6) Acquired in the Merger in exchange for an employee stock option to acquire 133,000 shares of Allied common stock for \$8.74 per share.
  - (7) Acquired in the Merger in exchange for an employee stock option to acquire 166,600 shares of Allied common stock for \$12.91 per share.
  - (8) Acquired in the Merger in exchange for an employee stock option to acquire 250,000 shares of Allied common stock for \$11.48 per share.

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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