#### REPUBLIC SERVICES, INC.

Form 4

October 31, 2016

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

3235-0287 Number: January 31,

**OMB APPROVAL** 

2005 Estimated average

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Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

SLAGER DONALD W Syr			Symbol		d Ticker or T		7	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) 18500 N. A	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/28/2016			_	X Director 10% OwnerX Officer (give title Other (specify below) President and CEO				
			(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						- F	erson	iore than One Ke	eporung	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative S	ecurit	ies Acqui	ired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Executio any		3. Transaction Code (Instr. 8)	4. Securities oner Dispose (Instr. 3, 4	d of (I	))	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)	,		
Common Stock	10/28/2016			M	48,970	A	\$ 28.69 (1)	257,367	D		
Common Stock	10/28/2016			M	115,658	A	\$ 28.68 (2)	373,025	D		
Common	10/28/2016			S	164,628	D	\$ 52 (1) (2)	208,397	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

(1)(2)

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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. Transactio Code (Instr. 8)			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 o Number o Shares
Common Stock Option	\$ 28.69	10/28/2016		M		48,970	<u>(1)</u>	12/05/2016	Common Stock	48,970
Common Stock Option	\$ 28.68	10/28/2016		M		115,658	(2)	01/04/2017	Common Stock	115,658

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
<b>r-</b>	Director	10% Owner	Officer	Other				
SLAGER DONALD W 18500 N. ALLIED WAY	X		President and CEO					
PHOENIX, AZ 85054								

# **Signatures**

/s/ Eileen B. Schuler Attorney-in-Fact

\*\*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).
- On 10/28/2016, Mr. Slager exercised 48,970 options and sold such shares at the sale price of \$52.00 in accordance with his established

  Rule 10b5-1 Sales Plan executed on 08/12/2016, and having a Plan start date of 08/18/2016 and Plan end date of 01/04/2017. Under the non-qualified stock option grant, 48,970 options were fully vested and exercisable as of 10/28/2016, and the grant was due to expire on 12/05/2016. There are no other outstanding options under this grant.
- On 10/28/2016, Mr. Slager exercised 115,658 options and sold such shares at the sale price of \$52.00 in accordance with his established Rule 10b5-1 Sales Plan executed on 08/12/2016, and having a Plan start date of 08/18/2016 and Plan end date of 01/04/2017. Under the non-qualified stock option grant, 115,658 options were fully vested and exercisable as of 10/28/2016, and the grant was due to expire on 01/04/2017. There are no other outstanding options under this 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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