

SERVICEMASTER CO
Form 4
March 22, 2005

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 *
CROMIE SCOTT J

(Last) (First) (Middle)
3250 LACEY ROAD, SUITE 600
(Street)

DOWNERS
GROVE, IL 60515-1700

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/18/2005

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)
AHS - PRESIDENT

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common stock \$.01 par value | 03/18/2005 | | F | 305 D \$ 13.754 | 68,053 ⁽¹⁾ | D | |
| Common stock \$.01 par value | | | | | 4,086 ⁽²⁾ | I | 401(k) plan |
| Common stock \$.01 par value | | | | | 9,280 | I | by spouse |
| Common | | | | | 1,025 | I | Deferred |

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| | | | | | | |
|------------------------------------|--|--|--|-----|---|-----------------------|
| stock \$.01 par value | | | | | | Comp |
| Common stock \$.01 par value | | | | 880 | I | Cust. for children |
| Common stock \$.01 par value | | | | 160 | I | Cust. for nephew |

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)

| 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 | 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) | Amount or Number of Shares |
|---|---|---|---|---------------------------|---|--|---|-------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| 1997 Option Plan (Right to Buy) | \$ 11.2222 | | | | | 02/13/1998 02/12/2007 | Common stock \$.01 par value | 36,000 |
| 1998 Empl. Stock Option(Right to Buy) | \$ 11.5 | | | | | 12/10/2000 12/31/2009 | Common stock \$.01 par value | 36,522 |
| 1998 Empl. Stock Option(Right to Buy) | \$ 18.075 | | | | | 01/29/2000 01/28/2009 | Common stock \$.01 par value | 25,000 |
| 1998 Empl. Stock Option(Right to Buy) | \$ 18.075 | | | | | 01/29/2000 01/15/2014 | Common stock \$.01 par value | 21,000 |

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| | | | | | |
|---|------------|------------|------------|---------------------------------------|--------|
| 1998 Empl. Stock Option(Right to Buy) | \$ 18.2583 | 02/16/1999 | 02/15/2008 | Common stock \$.01 par value | 27,000 |
| 10+ Option Share Plan (Right to Buy) | \$ 9.2593 | 02/16/1997 | 02/15/2006 | Common stock \$.01 par value | 30,375 |
| WSH Empl Stock Option (Right to Buy) | \$ 13.87 | 05/04/2000 | 05/03/2006 | Common stock \$.01 par value | 1,081 |
| 2000 Employee Stock Option (Right to Buy) | \$ 8.75 | 08/08/2001 | 08/07/2007 | Common stock \$.01 par value | 40,000 |
| 2000 Employee Stock Option (Right to Buy) | \$ 9.88 | 03/18/2004 | 03/17/2013 | Common stock \$.01 par value | 30,000 |
| 2000 Employee Stock Option (Right to Buy) | \$ 10.3 | 12/18/2003 | 12/17/2009 | Common stock \$.01 par value | 45,000 |
| 2000 Employee Stock Option (Right to Buy) | \$ 10.52 | 03/16/2002 | 03/15/2008 | Common stock \$.01 par value | 50,000 |
| 2000 Employee Stock Option (Right to Buy) | \$ 13.83 | 02/08/2003 | 02/07/2009 | Common stock \$.01 par value | 35,000 |
| 2003 EIP Stock Appreciation Right | \$ 10.73 | 02/13/2005 | 02/12/2014 | Common Stock | 25,000 |
| 2003 EIP Stock Appreciation Right | \$ 13.44 | 02/11/2006 | 02/10/2015 | Common Stock | 32,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| CROMIE SCOTT J 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700 | | | AHS - PRESIDENT | |

Signatures

Sandra L. Groman by power of attorney
03/22/2005

__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) Includes 77 shares purchased through the ServiceMaster Employee Share Purchase Plan during the months of January through March 2005.
- (2) Includes 134 shares purchased through the ServiceMaster Profit Sharing and Retirement Plan during the month of February 2005.

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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