

Walbridge Kevin  
Form 4  
October 19, 2011

**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 \*  
Walbridge Kevin

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
18500 N. ALLIED WAY  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
10/17/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP- Operations

PHOENIX, AZ 85054

(City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price   |
| Common Stock                    | 10/17/2011                           |  | A                              | 22  | A   | \$   | 28.5307   |
|                                 |                                      |  |                                |   | 2,864   | D (1)  |   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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) | 8. Price of Derivative Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Stock Units                                | (2)  | 10/17/2011                           |  | A                              | 8   | (2) (2)  | Common Stock  | 8 \$ 28.5                                  |
| Phantom Stock Units                        | (3)  | 10/17/2011                           |  | A                              | 249   | (3) (3)  | Common Stock  | 249 \$ 28.5                                |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| Walbridge Kevin<br>18500 N. ALLIED WAY<br>PHOENIX, AZ 85054 |               |           | EVP- Operations |       |

## Signatures

/s/ Eileen B. Schuler  
Attorney-in-Fact  
10/19/2011

\*\*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) Reflects dividends paid under the Company's Employee Stock Purchase Plan since the last report filed.  
Reflects dividend equivalents for units under the Republic Services Stock Unit Fund since the last report filed. Mr. Walbridge holds these units pursuant to his elections under the Company's Deferred Compensation Plan ("DCP"). The Republic Services Stock Unit Fund allows an executive to defer a restricted stock unit award into the DCP. All of Mr. Walbridge's units receive dividend equivalents, in the form of additional units, each time a dividend is paid on Republic's common stock.
- (2) Reflects dividend equivalents for units under the Republic Services Stock Investment Fund since the last report filed. Mr. Walbridge holds these units pursuant to his elections under the Company's Deferred Compensation Plan ("DCP"). The Republic Services Stock Investment Fund is a measurement fund under which units are equal in value to shares of Republic's common stock and are settled in cash. All of Mr. Walbridge's units receive dividend equivalents, in the form of additional units, each time a dividend is paid on Republic's common stock.
- (3) Investment Fund is a measurement fund under which units are equal in value to shares of Republic's common stock and are settled in cash. All of Mr. Walbridge's units receive dividend equivalents, in the form of additional units, each time a dividend is paid on Republic's common stock.

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.