

REPUBLIC SERVICES, INC.
Form 4
June 10, 2014

FORM 4

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

OMB APPROVAL

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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 *
Maruster Robert Alan

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)
06/09/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
COO (Effective 06.09.14)

PHOENIX, AZ 85054

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

(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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Options <u>(1)</u>	<u>(2)</u>	06/09/2014			A		20,227		<u>(2)</u>	<u>(2)</u>	Common Stock	20,227
Restricted Stock Units <u>(1)</u>	<u>(3)</u>	06/09/2014			A		6,878		<u>(3)</u>	<u>(3)</u>	Common Stock	6,878
Restricted Stock Units <u>(1)</u>	<u>(4)</u>	06/09/2014			A		8,254		<u>(4)</u>	<u>(4)</u>	Common Stock	8,254

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maruster Robert Alan 18500 N ALLIED WAY PHOENIX, AZ 85054			COO (Effective 06.09.14)	

Signatures

/s/ Eileen B. Schuler
Attorney-in Fact

06/10/2014

__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).

Effective 06/09/2014, Mr. Maruster became the Executive Vice President and Chief Operating Officer of the Company. For 2014, he received an equity award with a grant-date value of approximately \$125,000 in stock options and an equity award of restricted stock units (1) ("RSUs") with a grant-date value of approximately \$250,000. In addition, he received a one-time special RSU award with a grant-date value of approximately \$300,000 to cliff vest on the fourth anniversary of the grant date. The grant date for each of the foregoing equity awards was 06/09/2014.

(2) Non-Qualified Stock Options awarded pursuant to Republic Services, Inc.'s 2007 Stock Incentive Plan, as amended. The award will vest 25% on each of the first four anniversaries of the date of grant (which date of grant is 06/09/2014). Exercise price of \$36.35 is the closing price of the Company's common stock on 06/09/2014.

(3) RSUs awarded pursuant to Republic Services, Inc.'s 2007 Stock Incentive Plan, as amended. The award will vest 25% on each of the first four anniversaries of the date of grant (which date of grant is 06/09/2014) and each ultimately will be paid out in the form of one share of the Company's common stock. The number of RSUs was calculated based on the closing price of the Company's common stock on 06/09/2014 (\$36.35).

(4) One-time special RSU grant awarded pursuant to Republic Services, Inc.'s 2007 Stock Incentive Plan, as amended. The award will cliff vest on the fourth anniversary of the grant date (which date of grant is 06/09/2014) and each ultimately will be paid out in the form of one share of the Company's common stock. The number of RSUs was calculated based on the closing price of the Company's common stock on 06/09/2014 (\$36.35).

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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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