

Black Matthew Stephen  
 Form 3  
 March 09, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

Black Matthew Stephen  
 (Last) (First) (Middle)

10001 WOODLOCH FOREST DRIVE, SUITE 400

(Street)

THE WOODLANDS, TX 77380

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
 03/01/2012

3. Issuer Name and Ticker or Trading Symbol  
 WASTE CONNECTIONS, INC. [WCN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer  Other  
 (give title below) (specify below)  
 Vice President - Tax

5. 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 Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,436	D	^
Common Stock	390 <sup>(1)</sup>	D	^
Common Stock	767 <sup>(2)</sup>	D	^
Common Stock	842 <sup>(3)</sup>	D	^
Common Stock	1 <sup>(4)</sup>	D	^
Common Stock	2 <sup>(5)</sup>	D	^
Common Stock	2 <sup>(6)</sup>	D	^
Common Stock	1,248 <sup>(7)</sup>	D	^
Common Stock	5,871 <sup>(8)</sup>	D	^

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date			
		Title	Amount or Number of Shares		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Black Matthew Stephen 10001 WOODLOCH FOREST DRIVE SUITE 400 THE WOODLANDS, TX 77380	Â	Â	Â Vice President - Tax	Â

## Signatures

Matthew Black                      03/09/2012  
 \_\_Signature of                      Date  
 Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) This represents restricted stock units originally awarded 2/5/08. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in one installments commencing on 2/5/13.
- (2) This represents restricted stock units originally awarded 2/11/09. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in two installments commencing on 2/11/13.
- (3) This represents restricted stock units originally awarded 2/11/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in two installments commencing on 2/11/13.
- (4) This represents restricted stock units originally awarded 11/12/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in two installments commencing on 2/5/13.
- (5) This represents restricted stock units originally awarded 11/12/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in two installments commencing on 2/11/13.
- (6) This represents restricted stock units originally awarded 11/12/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with issuer, the remainder of the award shall vest

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and the underlying shares of common stock shall be issued in two installments commencing on 2/11/13.

This represents restricted stock units originally awarded 2/11/11. Each restricted stock unit represents a contingent right to receive one  
(7) share of the issuer's common stock. Subject to the reporting person's continued service with issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in three installments commencing on 2/11/13.

This represents restricted stock units originally awarded 2/10/12. Each restricted stock unit represents a contingent right to receive one  
(8) share of the issuer's common stock. Subject to the reporting person's continued service with issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in four installments commencing on 2/10/13.

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.