

WASTE CONNECTIONS, INC.

Form 8-K

June 18, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) June 14, 2013**

**WASTE CONNECTIONS, INC.**

**(Exact name of registrant as specified in its charter)**

**DELAWARE**

**(State or other jurisdiction of incorporation or organization)**

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COMMISSION FILE NO. 1-31507

94-3283464

(I.R.S. Employer Identification No.)

Waterway Plaza Two, 10001 Woodloch Forest Drive, Suite 400, The Woodlands, TX, 77380

(Address of principal executive offices) (Zip code)

(832) 442-2200

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

Our annual meeting of stockholders was held on June 14, 2013.

Our stockholders reelected Edward E. Ned Guillet as a Class III director by the votes indicated below:

|                         |             |
|-------------------------|-------------|
| Total Votes For:        | 113,067,752 |
| Total Votes Against:    | 3,396,977   |
| Total Votes Abstained:  | 27,233      |
| Total Broker Non-Votes: | 2,505,290   |

Our stockholders reelected Ronald J. Mittelstaedt as a Class III director by the votes indicated below:

|                         |             |
|-------------------------|-------------|
| Total Votes For:        | 109,943,318 |
| Total Votes Against:    | 6,531,453   |
| Total Votes Abstained:  | 17,191      |
| Total Broker Non-Votes: | 2,505,290   |

Our stockholders ratified the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for the fiscal year 2013 by the votes indicated below:

|                         |             |
|-------------------------|-------------|
| Total Votes For:        | 118,369,626 |
| Total Votes Against:    | 585,763     |
| Total Votes Abstained:  | 41,863      |
| Total Broker Non-Votes: | 0           |

Our stockholders approved on a non-binding, advisory basis the compensation of our named executive officers as disclosed in our proxy statement ( say on pay ) by the votes indicated below:

|                         |             |
|-------------------------|-------------|
| Total Votes For:        | 114,451,341 |
| Total Votes Against:    | 1,926,883   |
| Total Votes Abstained:  | 113,738     |
| Total Broker Non-Votes: | 2,505,290   |

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Our stockholders approved the proposal to amend and restate our Amended and Restated Certificate of Incorporation to remove supermajority voting requirements by the votes indicated below:

|                         |             |
|-------------------------|-------------|
| Total Votes For:        | 115,109,923 |
| Total Votes Against:    | 1,315,725   |
| Total Votes Abstained:  | 66,314      |
| Total Broker Non-Votes: | 2,505,290   |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**WASTE CONNECTIONS, INC.**

Date: June 18, 2013

BY: /s/ Worthing F. Jackman  
Worthing F. Jackman,  
Executive Vice President and Chief

Financial Officer