REPUBLIC SERVICES, INC.

Form 4

August 01, 2016

FORM 4

Form 4 or

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16.

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Ellingsen Catharine D

(Middle)

(Last) (First)

18500 N. ALLIED WAY

(Street)

PHOENIX, AZ 85054

2. Issuer Name and Ticker or Trading

Symbol

REPUBLIC SERVICES, INC. [RSG]

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

07/29/2016

4. If Amendment, Date Original

Filed(Month/Day/Year)

OMB APPROVAL

OMB Number:

3235-0287

January 31, Expires: 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner

X_ Officer (give title Other (specify below) below)

EVP/Chief Legal Officer/Sec

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ 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 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

Transaction(s)

6. Ownership 7. Nature of Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

Indirect Ownership (Instr. 4)

(Instr. 3 and 4) Code V Amount (D) Price

(A)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

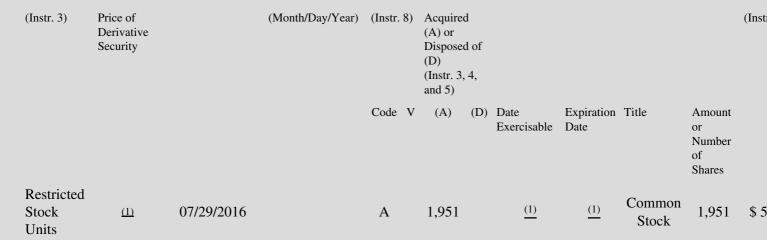
7. Title and Amount of 8. Pr **Underlying Securities** (Instr. 3 and 4)

1

Deri

Secu

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ellingsen Catharine D 18500 N. ALLIED WAY PHOENIX, AZ 85054

EVP/Chief Legal Officer/Sec

Signatures

/s/ Eileen B. Schuler Attorney-in-Fact

08/01/2016

**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).
 - On 07.29.2016 ("Date of Grant"), Ms. Ellingsen was awarded a prorated grant of 1,951 Restricted Stock Units ("RSUs") in connection with her promotion to Executive Vice President, Chief Legal Officer and Corporate Secretary of Republic Services, Inc. (the "Company"). The RSUs were granted pursuant to the Company's 2007 Stock Incentive Plan, as amended, and will vest 25% on each of
- (1) the first four anniversaries of the Date of Grant and each RSU 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 a valuation of \$100,000 divided by the closing stock price of the Company's common stock on the Date of Grant (\$51.26). After any quarter in which dividends are distributed to shareholders, additional RSU equivalents will be received.

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.

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