

SLAGER DONALD W
Form 4
February 20, 2019

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 *
SLAGER DONALD W

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)
02/18/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

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 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 (A) or (D) Price | | |
| Common Stock | 02/18/2019 | | M | | 15,209 (1) \$ 0 | D | |
| Common Stock | 02/18/2019 | | F | | 6,761 (2) \$ 77.63 | D | |
| Common Stock | 02/18/2019 | | M | | 11,148 (3) \$ 0 | D | |
| Common Stock | 02/18/2019 | | F | | 4,956 (2) \$ 77.63 | D | |
| Common Stock | 02/18/2019 | | M | | 10,577 (4) \$ 0 | D | |

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Common Stock 02/18/2019 F 4,702
(2) D \$ 77.63 357,576 D

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

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(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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units | (5) | 02/18/2019 | | M | 15,209 | (1) (1) | Common Stock | 15,209 |
| Restricted Stock Units | (5) | 02/18/2019 | | M | 11,148 | (3) (3) | Common Stock | 11,148 |
| Restricted Stock Units | (5) | 02/18/2019 | | M | 10,577 | (4) (4) | Common Stock | 10,577 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SLAGER DONALD W 18500 N. ALLIED WAY PHOENIX, AZ 85054 | X | | President and CEO | |

Signatures

/s/ Eileen B. Schuler 02/20/2019
Attorney-in-Fact

__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).

The Restricted Stock Units ("RSUs") granted on 02/18/2016 vest 25% on each of the first four anniversaries of the date of grant. 15,209

(1) RSUs, that included accrued dividend equivalents, vested on 02/18/2019 and were paid out in the form of Republic Services, Inc.'s common stock.

Represents shares of common stock to satisfy the tax liability of the Reporting Person upon the vesting of shares under a Restricted Stock

(2) Unit award on Monday, 02/18/2019. The fair market value of the exchanged shares was \$77.63 (the closing price of Republic Services, Inc.'s common stock on Friday, 02/15/2019 since 02/18/2019 was a federal holiday).

The Restricted Stock Units ("RSUs") granted on 02/18/2017 vest 25% on each of the first four anniversaries of the date of grant. 11,148

(3) RSUs, that included accrued dividend equivalents, vested on 02/18/2019 and were paid out in the form of Republic Services, Inc.'s common stock.

The Restricted Stock Units ("RSUs") granted on 02/18/2018 vest 25% on each of the first four anniversaries of the date of grant. 10,577

(4) RSUs, that included accrued dividend equivalents, vested on 02/18/2019 and were paid out in the form of Republic Services, Inc.'s common stock.

(5) Each Restricted Stock Unit represents the contingent right to one share of common stock of Republic Services, Inc.

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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