

SERVICEMASTER CO  
 Form 5  
 February 11, 2005

**FORM 5**

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

OMB APPROVAL  
 OMB Number: 3235-0362  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**MCLENNAN JAMES DUDLEY**  
  
 (Last) (First) (Middle)  
  
**3250 LACEY ROAD, SUITE 600**  
 (Street)

2. Issuer Name and Ticker or Trading Symbol  
**SERVICEMASTER CO [SVM]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2004**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

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

6. Individual or Joint/Group Reporting  
 (check applicable line)

**DOWNERS**  
**GROVE, IL 60515-1700**

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

| 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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |                    |  |
|  |                                      |  |                                | (A) Amount  | (D) Price  |  |                                   |                    |  |
| Common stock \$.01 par value   | Â                                    | Â  | Â                              | Â   | Â  | 53,992   | D                                 | Â                  |  |
| Common stock \$.01 par value   | Â                                    | Â  | Â                              | Â   | Â  | 3,586 <sup>(1)</sup>                                     | I                                 | Dir.Def. Fee Trust |  |

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

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**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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|-------------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable   | Expiration Date | Title   |                               |
| Stock Options (Right to buy)               | \$ 9.2593  | Â                                    | Â  | Â                              | Â Â   | 02/16/1997   | 02/15/2006      | Common stock \$0.01 par value                                 | 10,125                        |
| Stock Options (Right to buy)               | \$ 10.02   | Â                                    | Â  | Â                              | Â Â   | 04/27/2002   | 04/26/2008      | Common Stock  | 15,000                        |
| Stock Options (Right to buy)               | \$ 11.2222   | Â                                    | Â  | Â                              | Â Â   | 02/13/1998   | 02/12/2007      | Common stock \$0.01 par value                                 | 11,250                        |
| Stock Options (Right to buy)               | \$ 13.2069   | Â                                    | Â  | Â                              | Â Â   | 09/30/1999   | 09/29/2009      | Common Stock  | 8,367                         |
| Stock Options (Right to buy)               | \$ 13.972  | Â                                    | Â  | Â                              | Â Â   | 04/15/2003   | 04/14/2009      | Common Stock  | 15,000                        |
| Stock Options (Right to buy)               | \$ 15.5231   | Â                                    | Â  | Â                              | Â Â   | 06/30/1999   | 06/29/2009      | Common Stock  | 2,464                         |
| Stock Options (Right to buy)               | \$ 15.7392   | Â                                    | Â  | Â                              | Â Â   | 03/31/1998   | 03/30/2008      | Common stock \$0.01 par value                                 | 3,780                         |
| Stock Options (Right to buy)               | \$ 17.1913   | Â                                    | Â  | Â                              | Â Â   | 03/31/1999   | 03/30/2009      | Common Stock  | 5,192                         |

|                                       |            |   |   |   |   |   |            |            |                              |       |
|---------------------------------------|------------|---|---|---|---|---|------------|------------|------------------------------|-------|
| buy)                                  |            |   |   |   |   |   |            |            |                              |       |
| Stock Options (Right to buy)          | \$ 18.0413 | ^ | ^ | ^ | ^ | ^ | 09/30/1998 | 09/29/2008 | Common stock \$.01 par value | 3,298 |
| Stock Options (Right to buy)          | \$ 18.6788 | ^ | ^ | ^ | ^ | ^ | 12/31/1998 | 12/30/2008 | Common stock \$.01 par value | 3,793 |
| Stock Options (Right to buy)          | \$ 19.3588 | ^ | ^ | ^ | ^ | ^ | 06/30/1998 | 06/29/2008 | Common stock \$.01 par value | 1,904 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 9.96    | ^ | ^ | ^ | ^ | ^ | 05/21/2004 | 05/20/2013 | Common Stock                 | 7,500 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MCLENNAN JAMES DUDLEY<br>3250 LACEY ROAD, SUITE 600<br>DOWNERS GROVE, IL 60515-1700 | ^ X           | ^         | ^       | ^     |

## Signatures

Sandra L. Groman by power of attorney  
Date: 02/11/2005

\*\*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).
- (1) Includes 63 shares acquired through dividend reinvestment during the months of August and December 2004.
  - (2) The option is exercisable in five equal annual installments beginning on the first anniversary of the date of the grant.

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