

REPUBLIC SERVICES, INC.
Form 4
August 25, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
Serianni Charles F

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 NORTH ALLIED WAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/22/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP Chief Financial Officer

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 Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Options <u>(1)</u>	<u>(1)</u>	08/22/2014	A	18,685					<u>(1)</u>	08/22/2021	Common Stock	18,685
Restricted Stock Units <u>(2)</u>	<u>(2)</u>	08/22/2014	A	5,084					<u>(2)</u>	<u>(2)</u>	Common Stock	5,084

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Serianni Charles F 18500 NORTH ALLIED WAY PHOENIX, AZ 85054			EVP Chief Financial Officer	

Signatures

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

08/25/2014

 **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).

Mr. Serianni was elected as the Company's Executive Vice President and Chief Financial Officer effective 08/22/2014. As part of the one time equity grants components of his compensation, he received effective 08/22/2014 ("Date of Grant") a stock option grant having a grant-date value of \$125,000 at an exercise price equal to the closing price per share as of the Date of Grant, with the grant vesting 25% on each of the first four anniversaries of the Date of Grant, in accordance with the Company's 2007 Stock Incentive Plan, as amended (the "Plan"). The closing stock price of the Company's common stock on 08/22/2014 was \$39.34.

In addition, as part of the one time equity grants components of Mr. Serianni's compensation upon his election as the Company's Executive Vice President and Chief Financial Officer on 08/22/2014 ("Date of Grant"), he received a restricted stock unit ("RSUs") grant having a grant-date value of \$200,000, the number of RSUs calculated based on the closing price per share as of the Date of Grant, with the grant vesting 25% on each of the first four anniversaries of the Date of Grant. Each RSU receives quarterly dividend equivalents each time a dividend is paid on the Company's common stock and ultimately will be paid out in the form of one share of the Company's common stock. The closing stock price of the Company's common stock on 08/22/2014 was \$39.34.

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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