

Ellingsen Catharine D
Form 4
September 29, 2017

FORM 4

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

OMB APPROVAL

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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).

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 *
Ellingsen Catharine D

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)
09/29/2017

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

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	(D)	Price
Common Stock	09/29/2017		M		5,700	A	\$ 30.15 (1)
Common Stock	09/29/2017		M		8,550	A	\$ 31.12 (2)
Common Stock	09/29/2017		S		14,250	D	\$ 66.0184 (3)
					2,307	D	

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)	Amount or Number of Shares
Common Stock Option	\$ 30.15	09/29/2017		M	5,700	<u>(1)</u> 02/10/2019 <u>(1)</u>	Common Stock	0
Common Stock Option	\$ 31.12	09/29/2017		M	8,550	<u>(2)</u> 02/08/2020 <u>(2)</u>	Common Stock	0

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
Date: 09/29/2017

**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) On 09/29/2017, Ms. Ellingsen exercised 5,700 options and sold all such shares. Under the non-qualified stock option grant dated 02/10/2012, 5,700 options were exercisable and due to expire on 02/10/2019. There are no other outstanding options under this grant.
- (2) On 09/29/2017, Ms. Ellingsen exercised 8,550 options and sold all such shares. Under the non-qualified stock option grant dated 02/08/2013, 8,550 options were exercisable and due to expire on 02/08/2020. There are no other outstanding options under this grant.
- (3) On 09/29/2017, Ms. Ellingsen sold a total of 14,250 shares of the Company's common stock with an average price of \$66.018406.

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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