

BOUCK STEVEN F
Form 4/A
December 11, 2012

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 *
BOUCK STEVEN F

2. Issuer Name and Ticker or Trading Symbol
WASTE CONNECTIONS, INC.
[WCN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
 Officer (give title below) _____ Other (specify below)
President

(Last) (First) (Middle)

10001 WOODLOCH FOREST DRIVE, SUITE 400

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2012

THE WOODLANDS, TX 77380

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
12/11/2012

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 12/07/2012 | | M | | | 15,000 | A | \$ 15.45 | 250,373 | D | |
| Common Stock | 12/07/2012 | | S | | | 15,000 | D | \$ 33.3842 | 235,373 | D | |
| Common Stock | 12/10/2012 | | M | | | 20,991 | A | \$ 15.45 | 256,364 | D | |
| Common Stock | 12/10/2012 | | S | | | 20,991 | D | \$ 33.4538 | 235,373 | D | |
| Common Stock | 12/10/2012 | | S | | | 30,000 | D | \$ 33.4538 | 205,373 | D | |

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Common Stock ⁽³⁾ 12/07/2012 S 15,000 D \$ 33.3842 190,373 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 15.45 | 12/07/2012 | | M | 15,000 <u>(2)</u> | 10/27/2005 02/14/2016 | Common Stock 15,000 <u>(2)</u> |
| Employee Stock Option (Right to Buy) | \$ 15.45 | 12/10/2012 | | M | 20,991 <u>(2)</u> | 10/27/2005 02/14/2016 | Common Stock 20,991 <u>(2)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| BOUCK STEVEN F 10001 WOODLOCH FOREST DRIVE SUITE 400 THE WOODLANDS, TX 77380 | | | President | |

Signatures

Steve Bouck 12/11/2012

**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) The zero in Table II, Column 8 is a placeholder only that is required by the EDGAR software and should be disregarded.

(2) This option was previously reported as an option for 15,996 shares of common stock at an exercise price of \$34.76 per share, but was adjusted to reflect WCI's 3-for-2 stock splits in the form of 50% stock dividends effective June 24, 2004, March 13, 2007 and November 12, 2010. Accordingly, on November 12, 2010, the date the stock dividend was paid, the option became exercisable for 35,991 shares an an exercise price of \$15.45 per share.

(3) Additional share sale on 12/7/12 not shown on originally filed form 4

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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