

REPUBLIC SERVICES, INC.

Form 4

February 25, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hughes Jeffrey A

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)
02/24/2015

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP Chief Administrative Office

PHOENIX, AZ 85054

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	02/24/2015		M	23,000	A \$ 29.84 27,147	D	
Common Stock	02/24/2015		M	42,325	A \$ 27.55 69,472	D	
Common Stock	02/24/2015		M	23,782	A \$ 31.12 93,254	D	
Common Stock	02/24/2015		M	11,003	A \$ 33.4 104,257	D	
Common Stock	02/24/2015		S	100,110	D \$ 40.725 4,147	D	

(1)

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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
Common Stock Option	\$ 29.84	02/24/2015		M		23,000		<u>(2)</u>	02/15/2018	Common Stock	23,000
Common Stock Option	\$ 27.55	02/24/2015		M		42,325		<u>(3)</u>	01/03/2019	Common Stock	42,325
Common Stock Option	\$ 31.12	02/24/2015		M		23,782		<u>(4)</u>	02/08/2020	Common Stock	23,782
Common Stock Option	\$ 33.4	02/24/2015		M		11,003		<u>(5)</u>	02/07/2021	Common Stock	11,003

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Hughes Jeffrey A 18500 NORTH ALLIED WAY PHOENIX, AZ 85054	EVP Chief Administrative Officer

Signatures

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

02/25/2015

**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) Average sale price of the 100,110 shares on 02/24/2015.
- (2) Under this non-qualified stock option grant, 23,000 options were exercisable and fully vested.
- (3) Under this non-qualified stock option grant, 42,325 options were exercisable and fully vested.
- (4) Under this non-qualified stock option grant, 23,782 options were exercisable and fully vested.
- (5) Under this non-qualified stock option grant, 11,003 options were exercisable and fully vested.

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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