

REPUBLIC SERVICES, INC.
Form 3
June 22, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Å Ellingsen Catharine D | | (Month/Day/Year) | REPUBLIC SERVICES, INC. [RSG] | |
| (Last) | (First) | (Middle) | 06/13/2016 | |
| 18500 N. ALLIED WAY | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| PHOENIX, Å AZ Å 85054 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | EVP/Chief Legal Officer/Sec | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 986 | D | Å |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|-------|------------|------------------------------------|--------|----------|-------------------|---|
| Non-Qualified Stock Options (02/15/2011 Grant Date) | Â (1) | 02/15/2018 | Common Stock | 1,625 | \$ 29.84 | D | Â |
| Non-Qualified Stock Options (02/10/2012 Grant Date) | Â (1) | 02/10/2019 | Common Stock | 5,700 | \$ 30.15 | D | Â |
| Non-Qualified Stock Options (02/08/2013 Grant Date) | Â (1) | 02/08/2020 | Common Stock | 8,550 | \$ 31.12 | D | Â |
| Restricted Stock Units (02/07/2014 Grant Date) | Â (2) | Â (2) | Common Stock | 1,149 | \$ (2) | D | Â |
| Restricted Stock Units (02/07/2014 Grant Date) | Â (3) | Â (3) | Common Stock | 3,190 | \$ (3) | D | Â |
| Restricted Stock Units (02/13/2015 Grant Date) | Â (2) | Â (2) | Common Stock | 1,186 | \$ (2) | D | Â |
| Restricted Stock Units (02/13/2015 Grant Date) | Â (4) | Â (4) | Common Stock | 2,631 | \$ (4) | D | Â |
| Restricted Stock Units (02/18/2016 Grant Date) | Â (2) | Â (2) | Common Stock | 1,876 | \$ (2) | D | Â |
| Stock Units (5) | Â (5) | Â (5) | Common Stock - Settled in Cash (5) | 17,781 | \$ (5) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ellingsen Catharine D 18500 N. ALLIED WAY PHOENIX, AZ 85054 | Â | Â | Â EVP/Chief Legal Officer/Sec | Â |

Signatures

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

06/22/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Grant vesting occurs 25% on each of the first four anniversaries of the Grant Date in accordance with the Company's 2007 Stock Incentive Plan, as amended.

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- Grant vesting occurs 25% on each of the first four anniversaries of the Grant Date in accordance with the Company's 2007 Stock Incentive Plan, as amended. Each Restricted Stock Unit 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 (1 to 1 conversion).
- (2) Special grant vesting occurs on 02/07/2018, four years of the Grant Date in accordance with the Company's 2007 Stock Incentive Plan, as amended. Each Restricted Stock Unit 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 (1 to 1 conversion).
- (3) Special grant vesting occurs on 02/13/2019, four years of the Grant Date in accordance with the Company's 2007 Stock Incentive Plan, as amended. Each Restricted Stock Unit 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 (1 to 1 conversion).
- (4) Stock units held under the Republic Services Stock Investment Fund ("Investment Fund") pursuant to Ms. Ellingsen's election under the Company's Deferred Compensation Plan. The Investment Fund is a measurement fund under which units are equal in value to shares of the Company's common stock and are settled in cash and receive dividend equivalents, in the form of additional stock units, each time a dividend is paid on the Company's common stock.
- (5)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.