

SERVICEMASTER CO
Form 5
February 11, 2005

FORM 5

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

OMB APPROVAL
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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
GRIFFITHS BRIAN

(Last) (First) (Middle)

3250 LACEY ROAD, SUITE 600

(Street)

2. Issuer Name and Ticker or Trading Symbol
SERVICEMASTER CO [SVM]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DOWNERS GROVE, IL 60515-1700

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A)	or	(D)	Price		
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	7,393	D	Â
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	817 ⁽¹⁾	I	Dir.Def.Fee Trust

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

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SEC 2270 (9-02)

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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)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 9.21	Â	Â	Â	Â	Â	12/31/2002	12/31/2012	Common Stock	7,870
1997 Option Plan (Right to Buy)	\$ 11.2222	Â	Â	Â	Â	Â	02/13/1998	02/12/2007	Common stock \$0.01 par value	38,250
2001 Dir. Stock Option (Right to Buy)	\$ 9.96	Â	Â	Â	Â	Â	05/21/2004	05/20/2013	Common Stock	7,500
2001 Dir. Stock Option (Right to Buy)	\$ 10.02	Â	Â	Â	Â	Â	04/27/2002	04/26/2008	Common stock \$0.01 par value	15,000
2001 Dir. Stock Option (Right to Buy)	\$ 11.46	Â	Â	Â	Â	Â	07/01/2002	06/30/2012	Common Stock	6,807
2001 Dir. Stock Option (Right to Buy)	\$ 11.6	Â	Â	Â	Â	Â	04/01/2002	03/31/2012	Common Stock	7,692
2001 Dir. Stock Option (Right to Buy)	\$ 13.972	Â	Â	Â	Â	Â	04/15/2002	04/14/2009	Common Stock	15,000
Non-Employee Dir. Dis. Option	\$ 8.4788	Â	Â	Â	Â	Â	09/30/2000	09/29/2010	Common stock \$0.01 par	9,190

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(Right to Buy)										value	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 8.7232	Â	Â	Â	Â	Â	12/31/2000	12/30/2010	Common stock \$0.01 par value	5,034	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.0916	Â	Â	Â	Â	Â	09/30/2001	09/29/2011	Common stock \$0.01 par value	6,077	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.1	Â	Â	Â	Â	Â	09/30/2002	09/29/2012	Common Stock	7,919	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.7856	Â	Â	Â	Â	Â	03/31/2000	03/30/2010	Common stock \$0.01 par value	5,640	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 10.2319	Â	Â	Â	Â	Â	06/30/2000	06/29/2010	Common stock \$0.01 par value	5,954	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 11.81	Â	Â	Â	Â	Â	01/01/2002	12/31/2011	Common stock \$0.01 par value	7,091	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 13.2069	Â	Â	Â	Â	Â	09/30/1999	09/29/2009	Common Stock	8,367	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 15.5231	Â	Â	Â	Â	Â	06/30/1999	06/30/2009	Common stock \$0.01 par value	3,559	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 15.7392	Â	Â	Â	Â	Â	03/31/1998	03/30/2008	Common stock \$0.01 par value	3,780	

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