

SERVICEMASTER CO  
Form 4  
February 27, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
GOETZ JAMES A

(Last) (First) (Middle)  
3250 LACEY ROAD, SUITE 600  
(Street)

DOWNERS  
GROVE, IL 60515-1700

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/23/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

SENIOR VICE PRESIDENT

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)	
				(A) or (D)	Price			
				Code	V	Amount		
Common stock \$.01 par value	02/23/2006		A	4,000	A	\$ 0	52,138 <sup>(1)</sup>	D
Common stock \$.01 par value							167 <sup>(2)</sup>	I
							By 401(k) plan	

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

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SEC 1474  
(9-02)

number.

**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
2000 Emplee Stock Option (Right to Buy)	\$ 9.88					03/18/2004      03/17/2013	Common Stock      43,333
2000 Emplee Stock Option (Right to Buy)	\$ 13.87					01/11/2002      09/10/2006	Common Stock      17,469
2000 Emplee Stock Option (Right to Buy)	\$ 13.87					01/11/2002      01/10/2009	Common Stock      50,000
WSH Emplee Stock Option (Right to Buy)	\$ 13.87					09/11/2000      09/10/2006	Common Stock      18,025
WSH Emplee Stock Option (Right to Buy)	\$ 13.87					05/02/2001      05/01/2007	Common Stock      4,506
2003 EIP Stock Appreciation Right	\$ 10.73					02/13/2005      02/12/2014	Common Stock      32,500
2003 EIP Stock Appreciation Right	\$ 12.45					02/14/2007      02/13/2016	Common Stock      40,000
	\$ 13.44					02/11/2006      02/10/2015	

2003 EIP  
 Stock  
 Appreciation  
 Right

Common  
 Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOETZ JAMES A 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700			SENIOR VICE PRESIDENT	

## Signatures

Sandra L. Groman by power of attorney  
 02/27/2006  
 \*\*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) Shares issued as a discretionary bonus as approved by the Compensation and Leadership Development Committee on February 23, 2006.
- (2) Includes 3 shares acquired through the ServiceMaster Profit Sharing and Retirement Plan during the period September through December 2005.
- (3) The option is exercisable in five equal annual installments beginning on the first anniversary of the date of the grant.
- (4) The stock appreciation right is exercisable in five equal annual installments beginning on the first anniversary of the date of grant.

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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