Hughes Jeffrey A Form 4 July 18, 2017

FORM 4

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

OMB APPROVAL OMB

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10% Owner

Other (specify

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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(b).

(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]

(Last) (First) (Middle)

18500 NORTH ALLIED WAY

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

07/14/2017

(Street)

(Zip)

Filed(Month/Day/Year)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

X_ Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

(Check all applicable)

EVP Chief Administrative Offic

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

PHOENIX, AZ 85054

(City)

Security

(Instr. 3)

1. Title of 2. Transaction Date 2A. Deemed

(State)

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

(A)

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number Transactionof Code

6. Date Exercisable and **Expiration Date** Derivative (Month/Day/Year)

7. Title and Amount of 8. Price **Underlying Securities** (Instr. 3 and 4)

Securit

Deriva

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	3)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr. 5	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	07/14/2017		A		191		(2)	(2)	Common Stock	191	\$ 64.
Stock Units	(3)	07/14/2017		A		179		(3)	(3)	Common Stock	179	\$ 64.
Stock Units	<u>(4)</u>	07/14/2017		A		35		<u>(4)</u>	<u>(4)</u>	Common Stock	35	\$ 64.

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips					
	Director	10% Owner	Officer	Other		

Hughes Jeffrey A 18500 NORTH ALLIED WAY PHOENIX, AZ 85054

EVP Chief Administrative Offic

Signatures

/s/ Eileen B. Schuler
Attorney-in-Fact
07/18/2017

**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).
- Based on 1 on 1 conversion.
- (2) Reflects dividends paid on the Restricted Stock Units awarded per the Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan. A portion of Mr. Hughes' Restricted Stock Units are held under the Company's Deferred Compensation Plan.
- Mr. Hughes holds these stock units under the Republic Services Stock Unit Fund pursuant to his election under the Company's Deferred (3) Compension Plan. These stock units are settled through the issuance of shares of the Company's common stock (one on one conversion) and receive dividend equivalents, in the form of additional stock units, each time a dividend is paid on the Company's common stock.
- Mr. Hughes holds these stock units under the Republic Services Stock Investment Fund ("Investment Fund") pursuant to his 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.

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.

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