

Hughes Jeffrey A  
 Form 4  
 May 24, 2013

**FORM 4**

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

OMB APPROVAL

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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 \*  
 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)  
 05/22/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP- Human Resources

PHOENIX, AZ 85054

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
			Code	V	Amount	(D)	Price
Common Stock	05/22/2013		M		15,300	A	\$ 19.42
Common Stock	05/22/2013		M		14,260	A	\$ 23.74
Common Stock	05/22/2013		M		11,250	A	\$ 25.51
Common Stock	05/22/2013		S		10,581	D	\$ 35
Common Stock	05/22/2013		S		1,365	D	\$ 35.0019
							28,864

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Common Stock	05/22/2013	S	100	D	\$ 35.005	28,764	D
Common Stock	05/22/2013	S	663	D	\$ 35.009	28,101	D
Common Stock	05/22/2013	S	616	D	\$ 35.0092	27,485	D
Common Stock	05/22/2013	S	9,935	D	\$ 35.01	17,550	D
Common Stock	05/22/2013	S	3,792	D	\$ 35.02	13,758	D
Common Stock	05/22/2013	S	2,500	D	\$ 35.03	11,258	D
Common Stock	05/22/2013	S	2,208	D	\$ 35.04	9,050	D
Common Stock	05/22/2013	S	200	D	\$ 35.05	8,850	D
Common Stock	05/22/2013	S	3,060	D	\$ 35.06	5,790	D
Common Stock	05/22/2013	S	2,640	D	\$ 35.07	3,150	D
Common Stock	05/22/2013	S	50	D	\$ 35.078	3,100	D
Common Stock	05/22/2013	S	1,587	D	\$ 35.08	1,513	D
Common Stock	05/22/2013	S	1,213	D	\$ 35.09	300	D
Common Stock	05/22/2013	S	300	D	\$ 35.0967	0	D
Common Stock	05/23/2013	M	3,693	A	\$ 25.51	3,693	D
Common Stock	05/23/2013	S	3,693	D	\$ 35	0	D

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

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SEC 1474  
(9-02)

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

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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)	Amount or Number of Shares
Common Stock Option	\$ 19.42	05/22/2013		M	15,300	<sup>(1)</sup> 12/30/2015	Common Stock	15,300
Common Stock Option	\$ 23.74	05/22/2013		M	14,260	<sup>(2)</sup> 12/09/2015	Common Stock	14,260
Common Stock Option	\$ 25.51	05/22/2013		M	11,250	<sup>(3)</sup> 12/11/2017	Common Stock	11,250
Common Stock Option	\$ 25.51	05/23/2013		M	3,693	<sup>(3)</sup> 12/11/2017	Common Stock	3,693

## Reporting Owners

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

## Signatures

/s/ Eileen B. Schuler  
Attorney-In-Fact  
Date 05/24/2013

\*\*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) Under this non-qualified stock option grant, 15,300 options were exercisable and fully vested.
  - (2) Under this non-qualified stock option grant, 14,260 options were exercisable and fully vested.
  - (3) Under this non-qualified stock option grant, 15,750 options were exercisable and fully vested.

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