

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | |
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|--|----------------|-----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>Rissman Michael P</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>REPUBLIC SERVICES, INC. [RSG]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP/General Counsel/Secretary</u> | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>01/03/2014</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| <u>18500 NORTH ALLIED WAY</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) | <u>PHOENIX</u> | <u>AZ</u> | <u>85054</u> | | | | | |
| (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 | (A) or (D) | Price | | | |
| Common Stock | 01/03/2014 | | M | | 4,822 ⁽¹⁾ | A | \$0.00 | 18,987 | D | |
| Common Stock | 01/03/2014 | | F | | 1,668 ⁽²⁾ | D | \$32.98 | 17,319 | D | |
| Common Stock | 01/04/2014 | | M | | 4,886 ⁽³⁾ | A | \$0.00 | 22,205 | D | |
| Common Stock | 01/04/2014 | | F | | 1,541 ⁽⁴⁾ | D | \$32.98 | 20,664 | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | |
| Restricted Stock Units | (5) | 01/03/2014 | | M | | 4,822 | (1) | (1) | Common Stock | 4,822 | \$0.00 | 9,646 | D | |
| Restricted Stock Units | (5) | 01/04/2014 | | M | | 4,886 | (3) | (3) | Common Stock | 4,886 | \$0.00 | 0 | D | |

Explanation of Responses:

- The Restricted Stock Units ("RSUs") granted on 01/03/2012 vest 25% on each of the first four anniversaries of the date of grant. 4,822 RSUs, that included accrued dividend equivalents, vested on 01/03/2014 and were paid out in the form of Republic Services, Inc.'s common stock.
- Represents shares of common stock to satisfy the tax liability of the Reporting Person upon the vesting of 4,822 shares under a Restricted Stock Unit award. The fair market value of the exchanged shares was \$32.98 (the closing price of Republic Services, Inc.'s common stock on 01/03/2014).
- The Restricted Stock Units ("RSUs") granted on 01/04/2010 vest 25% on each of the first four anniversaries of the date of grant. 4,886 RSUs, that included accrued dividend equivalents, vested on 01/04/2014 and were paid out in the form of Republic Services, Inc.'s common stock.
- Represents shares of common stock to satisfy the tax liability of the Reporting Person upon the vesting of 4,886 shares under a Restricted Stock Unit award. The fair market value of the exchanged shares was \$32.98 (the closing price of Republic Services, Inc.'s common stock on 01/03/2014).
- Each Restricted Stock Unit represents the contingent right to one share of common stock of Republic Services, Inc.

Remarks:

/s/ Eileen B. Schuler Attorney- 01/07/2014
in-Fact

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.