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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| ck this box if no longer subject to |
|-------------------------------------|
| ion 16. Form 4 or Form 5            |
| ations may continue. See            |
| uction 1(b).                        |
|                                     |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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             |           |  |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |  |
|                          | 0.5       |  |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person*                               | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>REPUBLIC SERVICES, INC.</u> [RSG] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)                 |  |  |  |  |
|--|--|---|--|--|--|--|
| TRANI JOHN M   |  | X Director 10% Owner  |  |  |  |  |
| (Last) (First) (Middle)<br>C/O JOHN M. TRANI, LLC<br>30 STANFORD DRIVE | 3. Date of Earliest Transaction (Month/Day/Year)<br>01/02/2013                             | Officer (give title Other (specify below) below)  |  |  |  |  |
|  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                   | 6. Individual or Joint/Group Filing (Check Applicable Line)                             |  |  |  |  |
| (Street)<br>FARMINGTON CT 06032  |  | X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |  |  |  |  |
| (City) (State) (Zip)   |  |   |  |  |  |  |

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

|                                 |  | •   |                              |   |   |               |       |   |                                   |   |
|---------------------------------|--|---|------------------------------|---|---|---------------|-------|---|-----------------------------------|---|
| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | (D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|                                 |  |   | Code                         | v | Amount  | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |                                   | (instr. 4)  |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of    |     | Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-------|-----|-------------------------------------|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable                 | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Restricted<br>Stock<br>Units                        | (1)   | 01/02/2013                                 |   | Α                            |   | 7,500 |     | (1)                                 | (1)                | Common<br>Stock  | 7,500                                  | \$0.00  | 7,500  | D  |  |

#### Explanation of Responses:

1. Annual award of 7,500 Restricted Stock Units ("RSUs") granted to non-management directors pursuant to the Republic Services, Inc.'s ("Company") 2007 Stock Incentive Plan, as amended. The RSUs under this 01/02/2013 grant are immediately vested; however, the Director has deferred the future conversion of the RSUs under this award to Company common stock (based on a 1 on 1 conversion) in accordance with the provisions of the Company's Deferred Compensation Plan.

#### **Remarks:**

/s/ Eileen B. Schuler Attorney-01/04/2013

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.