SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

1. Title of Securi	ty (Instr. 3)	Table I - No	1-Derivative S 2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction Code (Instr.		A) or	Owned 5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial
(City)	(State)	(Zip)						Form filed by Mor Person	e than One Rep	orting
(Street) PHOENIX	AZ	85054	4. If Ar	nendment, Date of (Original Filed	(Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Form filed by One	U V	
(Last) 18500 NORTH	(First) H ALLIED WAY	(Middle)		e of Earliest Transac /2022	ction (Month/E	Day/Year)	X	below) EVP, Chief Dev	below)
1. Name and Add Bales Brian	ress of Reporting P \underline{A}	erson [*]		er Name and Tickel UBLIC SER			(Check	ationship of Reportin (all applicable) Director Officer (give title	10% 0	

	Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)
Derivative Sec (e.g., puts, cal			,			wned

Τ.

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)	Transaction Code (Instr. D 8) A (, Code (Instr. D 8) A (, C 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		of		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	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	10/14/2022		A		230		(2)	(2)	Common Stock	230	\$127.45	59,013	D	
Stock Units	(3)	10/14/2022		Α		106		(3)	(3)	Common Stock	106	\$127.45	27,355	D	
Performance Shares (PSUs)	(1)	10/14/2022		Α		88		(4)	(4)	Common Stock	88	\$127.45	22,834	D	

Explanation of Responses:

1. Based on 1 on 1 conversion.

2. Reflects dividends paid on the Restricted Stock Units ("RSUs") awarded per the Republic Services, Inc. 2021 Stock Incentive Plan. RSUs are held under the Company's Deferred Compensation Plan.

3. Mr. Bales 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.

4. Reflects dividend equivalents received on the 11,186 Performance Shares ("PSUs") earned as of 02/08/2019, 7,261 PSUs earned as of 02/14/2020, and 3,291 PSUs earned as of 02/11/2022 per the Republic Services, Inc. 2021 Stock Incentive Plan and such PSUs were deferred under the Company's Deferred Compensation Plan.

Remarks:

/s/ Lauren McKeon Attorney-

10/17/2022

** Signature of Reporting Person Date

in-Fact

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.

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