## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | S IN BENEFICIAI | _ OWNERSHIP |
|-----------|------------|-----------------|-------------|

|   | OMB APPRO              | VAL       |
|---|------------------------|-----------|
|   | OMB Number:            | 3235-0287 |
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| l | hours per response:    | 0.5       |

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

| 1. Name and Address of Reporting Person* <u>Rissman Michael P</u> |  |  |   |                 | 2. Issuer Name <b>and</b> Ticker or Trading Symbol REPUBLIC SERVICES, INC. [ RSG ] |                 |   |  |              |  |  |  | heck all ap<br>Dire   | olicable)   | ng Pers   | erson(s) to Issuer  10% Owner Other (specify |     |
|---|--|--|---|-----------------|--|-----------------|---|--|--------------|--|--|--|---|---|---|--|-----|
| (Last) (First) (Middle) 18500 NORTH ALLIED WAY                    |  |  |   |                 | 3. Date of Earliest Transaction (Month/Day/Year) 07/16/2012                        |                 |   |  |              |  |  |  | ^ belo  |   | Couns   | below)                                       | · · |
| (Street) PHOENI   | X A  | Z {  | 85054   | 4.1             | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           |                 |   |  |              |  | ne)<br>X For<br>For                        | Form filed by One Reporting Person Form filed by More than One Reporting |   |   |   |  |     |
| (City)  | (S   | tate) (                                    | (Zip)   |                 | Person   |                 |   |  |              |  |  |  |   |   |   |  |     |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |  |   |                 |  |                 |   |  |              |  |  |  |   |   |   |  |     |
| Date  |  |  | ransaction<br>e<br>onth/Day/Ye                              | Execution Date, |  | Code (Instr. 5) |   |  |              | nd Secui<br>Bene   | ties For<br>cially (D)<br>Following (I) (I |  | rm: Direct<br>or Indirect<br>(Instr. 4)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |  |     |
|   |  |  |   |                 |  |                 | Code  | ,  | Amount       | t (A) or Pr  |  | Trans  | action(s)<br>3 and 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) | Code            | Transaction Code (Instr.   |                 | mber<br>rative<br>rities<br>iired<br>r<br>osed<br>)<br>. 3, 4 | 6. Date Exercisable and<br>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 Derivative Security (Instr. 5)                               | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s<br>(Instr. 4) | ly  | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)        |     |
|   |  |  |   | Code            | v  |                 |   | Date<br>Exercisable  | Expi<br>Date | iration  | Title                                      | Amount<br>or<br>Number<br>of<br>Shares                                   |   |   |   |  |     |
| Restricted<br>Stock<br>Units                                      | (1)  | 07/16/2012                                 |   | A               |  | 371             |   | (2)  |              | (2)  | Common<br>Stock                            | 371  | \$26.79   | 45,494 <sup>(3</sup>  | 3)  | D  |     |

## Explanation of Responses:

- 1. Each Restricted Stock Unit represents the contingent right to one share of common stock of Republic Services, Inc.
- 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 the RSUs are held under the Company's Deferred Compensation Plan.
- $3.\ A\ portion\ of\ the\ Restricted\ Stock\ Units\ are\ held\ under\ the\ Company's\ Deferred\ Compensation\ Plan.$

## Remarks:

/s/ Eileen B. Schuler Attorneyin-Fact 07/17/2012

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.