Edgar Filing: WASTE MANAGEMENT INC - Form 4

WASTE M Form 4 May 06, 20	IANAGEMENT II	NC	Ū							
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FORI	UNITED	STATES		RITIES A shington			E COMMISSIO		3235-	
if no lo subject Sectior Form 4 Form 5 obligat may co	to 16. or Filed put ions Section 17(ection 1 Public U	SECUE	Estimated burden hou response	ted average hours per				
(Print or Type	e Responses)									
1. Name and FELAGO		2. Issuer Name and Ticker or Trading Symbol WASTE MANAGEMENT INC [WMI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(1			3. Date of Earliest Transaction (Month/Day/Year) 05/05/2005			Director 10% Owner X Officer (give title Other (specify below) Senior Vice President				
			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
							Person			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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 Indirect Beneficia Ownersh (Instr. 4)	al ip
Reminder: R	eport on a separate line	e for each cla	iss of sec	urities bene	ficially ow	ned directly	or indirectly.			
					inforn requi	nation con red to resp iys a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8)	Acquired (Disposed o (Instr. 3, 4, 5)	f (D)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Phantom Stock Units <u>(1)</u>	\$ 0	05/05/2005		А		81.6259		08/08/1988	08/08/1988	Common Stock	81.625

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FELAGO RICHARD T 1001 FANNIN SUITE 4000 HOUSTON, TX 77002			Senior Vice President					
Signaturos								

Signatures

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) Phantom stock units accrued under the Waste Management, Inc. Retirement Savings Restoration Plan, a supplemental retirement savings plan. A phantom stock unit is equivalent to one share of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.