

REPUBLIC SERVICES, INC.

Form 8-K

December 27, 2011

[Table of Contents](#)

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

**Date of Report (Date of Earliest Event Reported): December 27, 2011 (December 27, 2011)**

**Republic Services, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of

**1-14267**  
(Commission

**65-0716904**  
(IRS Employer

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(Incorporation)

(File Number)

(Identification No.)

**18500 North Allied Way**

**Phoenix, Arizona**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (480) 627-2700**

**85054**  
(Zip Code)

**Not Applicable**

**Former name or former address, if changed since last report**

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Table of Contents**

**TABLE OF CONTENTS**

Item 8.01 Other Events

Item 9.01 Financial Statements and Exhibits.

SIGNATURES

EX-10.1

EX-10.2

EX-10.3

**Table of Contents**

**Item 8.01. Other Events**

Republic Services, Inc. (the Company ) is filing as Exhibits 10.1, 10.2 and 10.3 to this Form 8-K three forms of Restricted Stock Unit Agreements that may be used in the future in connection with awards under the Company s Amended and Restated 2007 Stock Incentive Plan (as amended and restated effective May 12, 2011).

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No.	Description
10.1	Form of Employee Restricted Stock Unit Agreement
10.2	Form of Non-Employee Director Restricted Stock Unit Agreement (Annual Vesting)
10.3	Form of Non-Employee Director Restricted Stock Unit Agreement (3 Year Vesting)

**Table of Contents**

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Republic Services, Inc.

Date: December 27, 2011

By: /s/ Tod C. Holmes  
Tod C. Holmes  
Executive Vice President and Chief Financial Officer (Principal  
Financial Officer)

By: /s/ Charles F. Serianni  
Charles F. Serianni  
Senior Vice President and Chief Accounting Officer (Principal  
Accounting Officer)