Edgar Filing: LAVALLEY JIMMY D - Form 4

LAVALLE Form 4 August 12,	EY JIMMY D								
FOR	M 4 UNITED	STATES SE	CURITIES A Washington	-	PPROVAL 3235-0287				
if no lo subject Section Form 4 Form 5 obligat may co	to 16. or Filed pur ^{ions} Section 17(ATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES ed pursuant to Section 16(a) of the Securities Exchange Act of 1934, on 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							
(Print or Type	e Responses)								
	Address of Reporting EY JIMMY D	Syn WA	nbol	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 1001 FANNIN, SUITE 4000			Date of Earliest T onth/Day/Year) /11/2005	ransaction	Director 10% Owner X_ Officer (give title Other (specify below) Senior Vice President, People				
(Street)			f Amendment, D cd(Month/Day/Yea	-	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
	N, TX 77002				Person		oporting		
(City)	(State)	(Zip)	Table I - Non-	Derivative Securities A	Acquired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date any	Code	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	SecuritiesHBeneficially()Owned()Following()ReportedTransaction(s)(Instr. 3 and 4)	5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Ro	eport on a separate line	e for each class o	of securities bene	information con required to resp	or indirectly. spond to the collec tained in this form ond unless the for ently valid OMB cor	are not m	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)	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	08/11/2005		A		48.4141		08/08/1988	08/08/1988	Common Stock	48.414

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
LAVALLEY JIMMY D 1001 FANNIN SUITE 4000 HOUSTON, TX 77002			Senior Vice President, People					
Signaturaa								

Signatures

Jimmy D. 08/12/2005 LaValley Date

**Signature of

Reporting Person

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).
- Phantom stock units accrued under the Waste Management, Inc. Retirement Savings Restoration Plan, a supplemental retirement savin gs (1)plan. A phantom stock unit is equivalent to one share of Common Stock.
- Participant's Company stock fund account on any given date may not exactly equal the number of share equivalents represented by a prior (2) balance plus additions due to variables affecting the determination of Company stock fund unit values under the Plan on any such date.

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.