Edgar Filing: WASTE MANAGEMENT INC - Form 4

WASTE MA Form 4 February 27,	ANAGEMENT IN	NC								
FORM	Л	STATES	SECU	RITIES A	AND EX	CHANGE	COMMISSIO		PPROVAL	
Check th if no long subject to Section 1 Form 4 o	STATEN	Washington, D.C. 20549							Number: 3235-0287 Number: January 31 Expires: 2005 Estimated average burden hours per response 0.5	
Form 5 obligatio may cont <i>See</i> Instru 1(b).	Filed pur ns Section 17(a) of the	Public U	Itility Hol	ding Con		nge Act of 1934, of 1935 or Secti 940		. 0.0	
(Print or Type I	Responses)									
1. Name and A LAVALLE	2. Issue Symbol	er Name an o	l Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer					
		WAST [WMI]	E MANA	GEMEN	T INC	(Check all applicable)				
(Last) (First) (Middle) 1001 FANNIN, SUITE 4000			3. Date of Earliest Transaction (Month/Day/Year) 02/23/2006			Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President, People				
(Street)			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 				
HOUSTON	, TX 77002						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	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 of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Rep	port on a separate line	e for each cl	ass of sec	urities bene	Perso inform	ns who res nation cont	spond to the colle ained in this forn	n are not	SEC 1474 (9-02)	
						ys a curre	ond unless the fo ntly valid OMB co			

 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	02/23/2006		А		25.9729		08/08/1988	08/08/1988	Common Stock	25.972

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					
Olara aturna a								

Signatures

Jimmy D. 02/27/2006 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.