SEC Form 3

FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

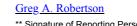
1. Name and Ad		2. Date of Event Requiring Stater (Month/Day/Yea 03/12/2004	ment	3. Issuer Name and Ticker or Trading Symbol <u>WASTE MANAGEMENT INC</u> [ WMI ]								
(Last) 1001 FANNI SUITE 4000	(First) N			4. Relationship of Reporting Pers (Check all applicable) Director X Officer (give title below)		on(s) to Issuer 10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) HOUSTON TX 77002			_	VP, Chief A			ccounting Officer			X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock <sup>(1)</sup>					1,947.3031		D					
						rities Beneficially ptions, convertible		s)				
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securi Underlying Derivative Securi			4. Conversion or Exercise		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	on Title		Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)		
Stock Option (Right to Buy) <sup>(2)</sup>		03/01/2002	03/01/2011	1	Common Stock	30,000	24.01		D			
Stock Option (right to buy) <sup>(2)</sup>			03/07/2003	03/07/2012	2	Common Stock	19,770 27.88		88	D		
Stock Option (right to buy) <sup>(2)</sup>			03/06/2004	03/06/2013	3	Common Stock	17,500 19.61		D			
Stock Option (right to buy) <sup>(2)</sup>			03/04/2005	03/04/2014	4	Common Stock	12,250	29.24 D		D		
Stock option (right to buy) <sup>(3)</sup>			03/20/2001	03/20/2010	0	Common Stock	20,000	13.625 D		D		

Explanation of Responses:

1. Includes 1,400 shares of restricted stock issued pursuant to the Waste Management, Inc. 2000 Stock Incentive Plan. The restricted shares vest in 25% annual installments, commencing on the first anniversary of the date of the award.

Stock option granted pursuant to Waste Management, Inc. 2000 Stock Incentive Plan. Stock option vests in 25% annual increments, commencing on the first anniversary of the date of grant.
 Stock option granted pursuant to Waste Management, Inc. 1993 Stock Incentive Plan. Stock option vests in 25% annual increments, commencing on the first anniversary of the date of grant.

**Remarks:** 



03/22/2004

\*\* Signature of Reporting Person

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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.

Date