SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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1. Name and Addre Morris John	1 0	erson*	2. Issuer Name and Ticker or Trading Symbol WASTE MANAGEMENT INC [WM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner • Officer (give title Other (specify
(Last) (First) (Middle) 1001 FANNIN STREET		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/27/2017	X Officer (give title Other (specify below) below) Sr. VP Operations
(Street) HOUSTON	TX	77002	4. If Amendment, Date of 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
(City)	(State)	(Zip)		Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/27/2017		М		25,218	A	\$54.635	56,382.897	D	
Common Stock	02/27/2017		М		11,682	A	\$56.235	68,064.897	D	
Common Stock	02/27/2017		S		154.897	D	\$73.28	67,910	D	
Common Stock	02/27/2017		S		36,900	D	\$73.2364 ⁽¹⁾	31,010	D	
Common Stock								2,097.6644	I	By 401(k) Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exerc Expiration D (Month/Day/	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy) ⁽²⁾	\$54.635	02/27/2017		М			25,218	02/25/2016	02/25/2025	Common Stock	25,218	\$54.635	25,220	D	
Stock Option (Right to Buy) ⁽²⁾	\$56.235	02/27/2017		М			11,682	02/26/2017	02/26/2026	Common Stock	11,682	\$56.235	35,047	D	

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$73.20 to \$73.34. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

2. Stock option granted pursuant to Waste Management, Inc. 2014 Stock Incentive Plan. The stock option vests 25% on the first and second anniversary of the date of grant with the remaining 50% on the third anniversary of the date of grant.

Courtney Tippy, Attorney-in-

03/01/2017

** Signature of Reporting Person Date

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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 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).

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.