Waste Management Announces 4th Quarter and Full Year 2004 Earnings

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HOUSTON--(BUSINESS WIRE)--Feb. 10, 2005--

Net Income Before Cumulative Effect of Change in Accounting Principle

Increases 19% for the 4th Quarter and 29% for the Full Year

Waste Management, Inc. (NYSE:WMI) today announced financial results for its fourth quarter and for the year ended December 31, 2004. Revenues for the quarter were \$3.21 billion compared with \$2.99 billion in the year ago period, an increase of 7.4%. Net income before cumulative effect of change in accounting principle reported for the quarter was \$269 million, or \$0.47 per diluted share, compared with \$226 million, or \$0.39 per diluted share, for the fourth quarter 2003, an increase of 19%.

"Our financial results for the year were driven by strong revenue growth due to higher volumes and escalating yield growth during the last half of the year," stated David P. Steiner, Chief Executive Officer of Waste Management. "During the fourth quarter of this year, higher base business yield contributed 1.2% to internal revenue growth, which is the highest growth from yield we have seen since the fourth quarter of 2001. This indicates that our multi-faceted pricing initiatives are gaining traction. Fourth quarter revenues also benefited from continued clean-up efforts in Florida related to the third quarter hurricanes. These contributed \$56 million in revenues during the quarter and produced approximately \$7 million in before tax earnings.

"In addition, we generated \$2.2 billion in net cash provided by operating activities and over \$1.05 billion in free cash flow(a) during 2004, of which over \$900 million was returned to our shareholders in the form of dividends and share repurchases. Our selling, general and administrative costs as a percent of revenues fell to 10.1% for the full year, which was near the lower end of our stated range for the year and a 30 basis point improvement from 2003."

This year's fourth quarter earnings included benefits from favorable tax audit settlements of \$0.08 per diluted share. Last year's quarter included \$17 million of pre-tax income related to a litigation settlement, which improved fourth quarter 2003 earnings by approximately \$0.02 per diluted share.

Net income reported for the 2003 quarter was \$183 million, or \$0.31 per diluted share, after considering a \$43 million, or \$0.08 per diluted share, unfavorable cumulative effect of change in accounting principle related to the application of Financial Accounting Standards Board Interpretation No. 46, Consolidation of Variable Interest Entities ("FIN 46").

For the full year 2004, Waste Management reported operating revenues of \$12.52 billion, compared with \$11.65 billion in 2003, an increase of 7.5%. Net income before cumulative effect of changes in accounting principles for the year was \$931 million, or \$1.60 per diluted share, compared with \$719 million and \$1.21 for the year 2003, an increase of \$212 million, or 29%.

Full year net income after considering cumulative effect of changes in accounting principles was \$939 million, or \$1.61 per diluted share, for 2004 and \$630 million, or \$1.06 per diluted share, for 2003. The favorable cumulative effect of change in accounting principle in 2004 of \$8 million is related entirely to the final implementation of FIN 46. In 2003 the unfavorable cumulative effect of changes in accounting principles of \$89 million was primarily related to the implementation of Statement of Financial Accounting Standards No. 143, Accounting for Asset Retirement Obligations, and the implementation of FIN 46. These unfavorable changes in 2003 were partially offset by accounting policy changes related to certain maintenance activities at our waste-to-energy and independent power production facilities and to loss contracts.

Steiner continued, "While we were very pleased with our revenue growth and cash flow performance, we continued to experience a few specific cost pressures, which caused fourth quarter operating costs as a percentage of revenue to increase as compared with the prior year quarter. The primary drivers of the operating cost increase were higher fuel costs, higher recycling rebates related to increased recycling commodity prices, and continued hurricane clean-up efforts, for which we relied upon subcontractors to perform a relatively high percentage of the work."

Key Highlights for the Fourth Quarter and Full Year

-- Net cash provided by operating activities of \$600 million in

the quarter and \$2,218 million for the full year.

- -- Free cash flow (a) of \$202 million in the quarter and \$1,056 million for the full year.
- -- Capital expenditures of \$421 million and \$1,258 million for the quarter and the year, respectively.
- Internal revenue growth on base business of 4.5% for the quarter, with 3.3% of that from volume and 1.2% from yield. The hurricane clean-up work contributed 1.9% of the growth due to higher volumes. The yield component excludes combined positive impacts of 0.9% related to higher recycling commodity prices, 1.0% related to higher fuel surcharges and fees, and slightly higher electricity rates at independent power production facilities.
- -- Acquisitions net of divestitures contributed 0.7% to higher revenues in the quarter.
- -- During the fourth quarter, \$143 million of common stock was repurchased, for a full year total of \$472 million, or about 16.5 million shares.
- -- Selling, general and administrative costs were 9.9% of revenue for the quarter, the same as the 2003 quarter, which benefited from a \$17 million litigation settlement.
- -- Settled additional federal income tax audits for several subsidiaries during the fourth quarter, resulting in a \$27 million net tax benefit and interest income of \$31 million. These tax audit settlement benefits contributed to an effective tax rate of 20.3% for the fourth quarter. For the full year, the tax audit settlements resulted in a net tax benefit of \$101 million and interest income of \$46 million for a full year effective tax rate of 21.0%.
- -- The effective tax rate in the quarter excluding the impact of the tax audit settlements was 27.2%, lower than the previously projected 30.0% rate due primarily to increased income tax credits from landfill gas sales.

Steiner added, "As we enter 2005, we are optimistic that our drive to recover our increasing costs by raising prices across all lines of business, along with a solid economy, will continue the momentum in yield improvement and revenue growth that we saw in 2004. We plan to tackle the cost challenges that are facing us through our commitment to operational excellence, higher productivity and improved efficiencies. Our goal is to reduce, as a percentage of revenue, both our operating and selling, general and administrative costs during 2005, leading to improved margins in 2005. As a result of recent changes in our annual and long-term incentive plans, our management team is now keenly focused on expanding our margins, generating cash that can be returned to our shareholders and improving our returns on invested capital."

2005 Outlook

The Company also announced the following in regard to its financial outlook for 2005:

- -- Net cash provided by operating activities projected to be in the range of \$2.25 to \$2.35 billion.
- -- Free cash flow (a) estimated in the range of \$1.1 to \$1.2 billion.
- -- Capital expenditures expected to be in the range of \$1.25 to \$1.35 billion.

- -- Total revenue projected to be approximately \$13.0 billion. Internal revenue growth on base business expected to be 2.7%, with the majority of growth from higher yield, and based on an expectation of a favorable pricing environment.
- -- Diluted earnings per share projected near the lower end of the current analyst range (\$1.56 to \$1.80), based upon a number of factors, including the following assumptions:
 - -- Interest rates rise during the course of the year and 90-day LIBOR is approximately 3.75% at year-end 2005, thus reducing the benefits associated with interest rate swaps. The higher interest rate environment is anticipated to increase gross interest expense by approximately \$40 to \$45 million.
 - -- Fuel costs, net of fuel surcharges, increase by \$17 million in 2005.
 - -- The Company replaced its long-term stock option plan with new incentive programs at an expected higher cost of approximately \$15 million in 2005. The 2005 projections exclude any impact from SFAS No. 123R, Accounting for Stock-Based Compensation, which is effective July 1, 2005.
 - -- Higher benefits costs of approximately \$50 million driven mainly by higher employee medical insurance premiums.
- -- Approximately \$250 million expected to be spent on acquisitions and other business development projects.
- -- Proceeds from divestitures and sales of assets projected to be in the range of \$125 to \$150 million, including the sale of the Ridge landfill, which closed in early January.
- -- Projected share repurchases in the range of \$600 to \$700 million.
- -- Projected payment of \$0.80 per share in dividends over the course of the year, at an approximate cash cost of \$460 million.

(a) The Company included its free cash flow, which is a non-GAAP financial measure, herein because it believes that investors are interested in the cash produced by the Company from non-financing activities that is available for uses such as the Company's acquisition program, its share repurchase program, its scheduled debt reduction and the payment of dividends. The Company defines free cash flow as:

- -- Net cash provided by operating activities
- -- Less, capital expenditures
- -- Plus, proceeds from divestitures of businesses, net of cash divested, and other sales of assets

The Company's definition of free cash flow may not be comparable to similarly titled measures presented by other companies. The Company has reconciled its free cash flow as presented herein to cash flow from operations, which is the most comparable GAAP measure, in the accompanying schedules. The Company has scheduled an investor and analyst conference call for later this morning to discuss the results of today's earnings announcement. The information in this press release should be read in conjunction with the information on the conference call. The call will begin at 8:00 a.m. Eastern time, 7:00 a.m. Central time, and is open to the public. To listen to the conference call, which will be broadcast live over the Internet, go to the Waste Management Web site at http://www.wm.com, and select "Fourth Quarter and Full Year 2004 Earnings Webcast." You may also listen to the conference call by telephone by contacting the conference call operator at 877-710-6139, 5-10 minutes prior to the scheduled start, and asking for the "Waste Management Conference Call - Call ID 3014360." For those unable to listen to the live call, a replay will be available 24 hours a day beginning at approximately 12:00 p.m. Eastern time February 10th through 5:00 p.m. Eastern time on February 24th. To hear a replay of the call over the Internet, access the Waste Management Web site at http://www.wm.com. To hear a telephonic replay of the call, dial 800-642-1687 and enter reservation code 3014360.

The Company is hosting an Investor and Analyst Day in New York City later today. Management presentations will begin at 10:00 a.m. Eastern time. A live webcast of the meeting and accompanying presentations will be available on the Company's Web site at http://www.wm.com (Investor Relations section). A replay of the webcast will be archived on the Web site until 5:00 p.m. Eastern time on February 24th, 2005.

Waste Management, Inc. is its industry's leading provider of comprehensive waste management and environmental services. Based in Houston, the Company serves municipal, commercial, industrial, and residential customers throughout North America.

Certain statements contained in this press release include statements that are "forward-looking statements." Outlined below are some of the risks that the Company faces and that could affect our financial statements for 2004 and beyond and that could cause actual results to be materially different from those that may be set forth in forward-looking statements made by the Company. However, they are not the only risks that the Company faces. There may be additional risks that we do not presently know or that we currently believe are immaterial which could also impair our business. We caution you not to place undue reliance on these forward-looking statements, which speak only as of their dates. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. In addition, the Company, from time to time, provides estimates of financial and other data relating to future periods. Such estimates and other information are the Company's expectations at the point in time of issuance but may change at some future point in time. By issuing such estimates the Company has no obligation, and is not undertaking any obligation, to update such estimates or provide any other information relating to such estimates. The following are some of the risks we face:

- -- the effects competition may have on our profitability or cash flows, including the negative impact to our yield on base business resulting from price roll-backs and lower than average pricing to retain and attract customers;
- -- our inability to maintain or expand margins as volumes increase if we are unable to control variable costs or our fixed cost base increases;
- -- increases in employee-related costs and expenses, including health care and other employee benefits such as unemployment insurance and workers' compensation, as well as the costs and expenses associated with attracting and retaining qualified personnel;
- -- possible increases in expenses due to fuel price increases or fuel supply shortages;
- -- the effect that fluctuating commodity prices may have on our operating revenues and expenses;
- -- the general effects of a weak economy, including the resulting decreases in volumes of waste generated;
- -- the effect the weather has on our quarter-to-quarter results, as well as the effect of extremely harsh weather on our operations;
- -- possible changes in our estimates of site remediation requirements, final capping, closure and post-closure

obligations, compliance and regulatory developments;

- -- the possible impact of regulations on our business, including the cost to comply with regulatory requirements and the potential liabilities associated with disposal operations, as well as our ability to obtain and maintain permits needed to operate our facilities;
- -- the effect of limitations or bans on disposal or transportation of out-of-state waste or certain categories of waste;
- -- possible charges against earnings as a result of shut-down operations, uncompleted development or expansion projects or other events;
- -- the effects that trends toward requiring recycling, waste reduction at the source and prohibiting the disposal of certain types of wastes could have on volumes of waste going to landfills and waste-to-energy facilities;
- -- possible diversions of management's attention and increases in operating expenses due to efforts by labor unions to organize our employees;
- -- the outcome of litigation or threatened litigation;
- -- the need for additional capital if cash flows are less than we expect or capital expenditures are more than we expect, and the possibility that we cannot obtain additional capital on acceptable terms if needed;
- -- possible errors or problems upon implementation of new information technology systems; and
- -- possible fluctuations in quarterly results of operations or adverse impacts on our results of operations as a result of the adoption of new accounting standards or interpretations.

Additional information regarding these and/or other factors that could materially affect results and the accuracy of the forward-looking statements contained herein may be found in Part I, Item 1 of the Company's Annual Report on Form 10-K for the year ended December 31, 2003 and Part II of the Company's Quarterly Report on Form 10-Q for the quarter ended September 30, 2004.

Waste Management, Inc. Condensed Consolidated Statements of Opera (In Millions, Except Per Share Amounts (Unaudited)		
	Quarter Decemb	s Ended er 31,
	2004	2003
Operating revenues	\$3,208 	\$2,986
Costs and expenses: Operating (exclusive of depreciation and amortization shown below) Selling, general and administrative Depreciation and amortization Restructuring	318	1,935 295 313 1

Asset impairments and unusual items	7	1
		2,545
Income from operations	448	441
Other income (expense): Interest expense Interest income Equity in earnings (losses) of unconsolidated entities		(110)
Minority interest Other, net		(1) 3
	(110)	(104)
Income before income taxes and cumulative effect of change in accounting principle Provision for income taxes		337 111
Income before cumulative effect of change in accounting principle Cumulative effect of change in accounting principle,		226
net of income tax benefit of \$29 in 2003	-	(43)
Net income	\$269 ======	\$183
Basic earnings per common share: Income before cumulative effect of change in accounting principle Cumulative effect of change in accounting principle Net income	-	\$0.39 (0.08) \$0.31 ======
Diluted earnings per common share: Income before cumulative effect of change in accounting principle Cumulative effect of change in accounting principle	-	
Net income	\$0.47 ======	\$0.31 =====
Basic common shares outstanding	571.2 ======	581.4 ======
Diluted common shares outstanding	576.3 ======	586.5 =====
Cash dividends per common share	\$0.19 ======	
Note: Prior year information has been reclassified to a	conform t	2004

Note: Prior year information has been reclassified to conform to 2004 presentation.

Waste Management, Inc. Earnings Per Share (In Millions, Except Per Share Amounts) (Unaudited)

Quarters Ended
December 31,
2004 2003

EPS Calculation:

Income before cumulative effect of change in accounting principle Interest on convertible subordinated notes, net of	\$269	\$226
taxes	-	-
Diluted income before cumulative effect of change in		
accounting principle	269	226
Cumulative effect of change in accounting principle	-	(43)
Diluted net income	\$269	\$183
	=====	=====

Number of common shares outstanding at end of period Effect of using weighted average common shares	570.2 576.1
outstanding	1.0 5.3
Weighted average basic common shares outstanding Dilutive effect of common stock options, warrants, restricted stock, convertible subordinated notes	571.2 581.4
and other contingently issuable shares	5.1 5.1
Weighted average diluted common shares outstanding	576.3 586.5

Basic earnings per common share: Income before cumulative effect of change in accounting principle Cumulative effect of change in accounting principle	\$0.47 \$0.39 - (0.08)
Net income	\$0.47 \$0.31
Diluted earnings per common share: Income before cumulative effect of change in accounting principle Cumulative effect of change in accounting principle	\$0.47 \$0.39 - (0.08)
Net income	\$0.47 \$0.31 ====== =====

Waste Management, Inc. Condensed Consolidated Statements of Operations (In Millions, Except Per Share Amounts) (Unaudited)

	Years l Decembe	
	2004	2003
Operating revenues	\$12,516 	\$11,648

Costs and expenses: Operating (exclusive of depreciation		
and amortization shown below)	8,228	7,591
Selling, general and administrative		1,216
Depreciation and amortization		1,265
Restructuring Asset impairments and unusual items	(⊥) (13)	44 (8)
Abbet impairments and anabaar reems		
		10,108
Income from operations		1,540
Other income (expense):		
Interest expense	(455)	(439)
Interest income		12
Equity in earnings (losses) of unconsolidated	()	
entities Minority interest		4 (6)
Other, net		12
		(417)
Income before income taxes and cumulative effect of		
changes in accounting principles	1,178	1,123
Provision for income taxes	247	404
Income before cumulative effect of changes in accounting principles		719
Cumulative effect of changes in accounting principles, net of income tax expense of \$5		
in 2004 and benefit of \$60 in 2003		(89)
Net income		\$630
Net income	\$939	
	\$939	\$630
Net income Basic earnings per common share: Income before cumulative effect of changes in	\$939	\$630
Basic earnings per common share:	\$939	\$630 =====
Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting	\$939 ====== \$1.62	\$630 ======= \$1.22
Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles	\$939 ====== \$1.62 0.01	\$630 ======= \$1.22 (0.15)
Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting	\$939 ======= \$1.62 0.01 \$1.63	\$630 ======= \$1.22 (0.15)
Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles	\$939 ======= \$1.62 0.01 \$1.63	\$630 ======= \$1.22 (0.15) \$1.07
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share:</pre>	\$939 ======= \$1.62 0.01 \$1.63	\$630 ======= \$1.22 (0.15) \$1.07
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in</pre>	\$939 ====== \$1.62 0.01 \$1.63 ======	\$630 ====== \$1.22 (0.15) \$1.07 ======
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles</pre>	\$939 ====== \$1.62 0.01 \$1.63 ======	\$630 ======= \$1.22 (0.15) \$1.07
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in</pre>	\$939 ====== \$1.62 0.01 \$1.63 ======= \$1.60 0.01	\$630 ======= \$1.22 (0.15) ======= \$1.07 ====== \$1.21 (0.15)
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles</pre>	\$939 ======= \$1.62 0.01 \$1.63 ======== \$1.60 0.01	\$630 ======= \$1.22 (0.15) \$1.07 ======= \$1.21 (0.15)
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting</pre>	\$939 ======= \$1.62 0.01 \$1.63 ======= \$1.60 0.01 \$1.61	\$630 ======= \$1.22 (0.15) ======= \$1.07 ====== \$1.21 (0.15)
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles</pre>	\$939 ======= \$1.62 0.01 \$1.63 ======= \$1.60 0.01 \$1.61	\$630 =======
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income</pre>	\$939 ======= \$1.62 0.01 \$1.63 ====== \$1.60 0.01 \$1.61 ====== \$76.3	\$630 =======
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Basic common shares outstanding</pre>	\$939 ======= \$1.62 0.01 \$1.63 ====== \$1.60 0.01 \$1.61 ====== \$76.3	\$630 ===========
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income</pre>	\$939 ======= \$1.62 0.01 \$1.63 ====== \$1.60 0.01 \$1.61 ====== \$76.3 ====== \$81.1	\$630 ====================================
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Basic common shares outstanding Diluted common shares outstanding</pre>	\$939 ======= \$1.62 0.01 \$1.63 ====== \$1.60 0.01 \$1.61 ====== \$76.3 ====== \$81.1	\$630 ====================================
<pre>Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Basic common shares outstanding</pre>	\$939 ======= \$1.62 0.01 \$1.63 ======= \$1.60 0.01 \$1.61 ======= \$76.3 ======= \$81.1 ======= \$0.75	\$630 ======= \$1.22 (0.15) ====== \$1.07 ====== \$1.06 ======= \$89.0 ======= \$92.5

Note: Prior year information has been reclassified to conform to 2004 presentation.

Waste Management, Inc. Earnings Per Share (In Millions, Except Per Share Amounts) (Unaudited)

Years Ended December 31, 2004 2003 EPS Calculation: Income before cumulative effect of changes in accounting principles \$931 \$719 8 (89) 8 (89) Net income \$939 \$630 8 (89) Number of common shares outstanding at end of period Effect of using weighted average common shares outstanding \$70.2 \$76.1 9.000 Weighted average basic common shares outstanding \$1.1 \$2.9 Weighted average basic common shares outstanding \$76.3 \$589.0 Dilutive effect of common stock options, warrants, restricted stock and other contingently issuable shares \$81.1 \$92.5 Weighted average diluted common shares outstanding \$1.62 \$1.22 0.01 (0.15) Net income \$1.63 \$1.07 Tenceme before cumulative effect of changes in accounting principles \$1.63 \$1.21 0.01 (0.15) Net income \$1.63 \$1.21 0.01 (0.15) Net income \$1.61 \$1.06 0.01 (0.15) Net income \$1.61 \$1.20 0.01 (0.15) Net i	(Unaudited)		
2004 2003 EPS Calculation: \$931 \$719 Income before cumulative effect of changes in accounting principles \$931 \$719 Number of common shares outstanding at end of period \$70.2 \$76.1 Effect of using weighted average common shares \$1.1 \$2.9 Outstanding \$61.1 \$12.9 Weighted average basic common shares outstanding \$76.3 \$89.0 Dilutive effect of common shock options, warrants, restricted stock and other contingently issuable shares \$1.62 \$1.2.5 Weighted average diluted common shares outstanding \$1.1 \$52.5 \$55.0 Weighted average diluted common shares outstanding \$1.62 \$1.22 \$1.62 \$1.22 Weighted average diluted common shares \$1.62 \$1.22 \$1.52 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.62 \$1.63 \$1.61 \$1.66 \$1.21 \$1.61 \$1.66 \$1.21 \$1.61 \$1.66 \$1.21 \$1.61 \$1.61 \$1.61 \$1.61 \$1.61 \$1.61 \$1.61		Decer	nber 31,
Income before cumulative effect of changes in accounting principles [931 \$719 Cumulative effect of changes in accounting principles [939 \$630 		2004	2003
accounting principles \$931 \$719 Cumulative effect of changes in accounting principles \$933 \$630 Net income \$933 \$630 ====================================	EPS Calculation:		
Number of common shares outstanding at end of period 570.2 576.1 Effect of using weighted average common shares 6.1 12.9 outstanding 576.3 589.0 Dilutive effect of common stock options, warrants, restricted stock and other contingently issuable shares 4.8 3.5 Weighted average diluted common shares outstanding 581.1 592.5 Weighted average diluted common shares outstanding 581.1 592.5 Weighted average diluted common shares 0.01 (0.15) Outlative effect of changes in accounting principles 0.01 (0.15) Cumulative effect of changes in accounting principles \$1.62 \$1.21 Diluted earnings per common share: 1.60 \$1.61 \$1.07 Income \$1.63 \$1.07 Income before cumulative effect of changes in accounting principles 0.01 (0.15) Cumulative effect of changes in accounting principles 0.01 (0.15) Net income \$1.60 \$1.21 Waste Management, Inc. Condensed Consolidated Balance Sheets (In Millions) \$1.61 \$1.60 Unaudited) December 31, December 31, 2003 2003	accounting principles	iples 8	(89)
Effect of using weighted average common shares outstanding 6.1 12.9 Weighted average basic common shares outstanding 576.3 589.0 Dilutive effect of common stock options, warrants, restricted stock and other contingently issuable shares 4.8 3.5 	Net income	•	•
Weighted average basic common shares outstanding Dilutive effect of common stock options, warrants, restricted stock and other contingently issuable shares 4.8 3.5 Weighted average diluted common shares outstanding 581.1 592.5 ====================================	Effect of using weighted average common shares		
Weighted average basic common shares outstanding 576.3 589.0 Dilutive effect of common stock options, warrants, restricted stock and other contingently issuable shares 4.8 3.5 Weighted average diluted common shares outstanding 581.1 592.5 Basic earnings per common share: Income before cumulative effect of changes in accounting principles \$1.62 \$1.22 Outluted earnings per common share: Income before cumulative effect of changes in accounting principles \$1.63 \$1.07 Diluted earnings per common share: Income before cumulative effect of changes in accounting principles \$1.60 \$1.21 Outlutive effect of changes in accounting principles Cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Outlotted earnings per common share: Income \$1.60 \$1.21 Net income \$1.61 \$1.06 \$1.21 Waste Management, Inc. Condensed Consolidated Balance Sheets (In Millions) (Unaudited) \$1.60 \$1.61	outstanding		
Weighted average diluted common shares outstanding Basic earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Diluted earnings per common share: Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Cumulative effect of changes in accounting principles Net income Net income Waste Management, Inc. Condensed Consolidated Balance Sheets (In Millions) (Unaudited) December 31, December 31, 2004 2003	Dilutive effect of common stock options, warrant	s,	589.0
Weighted average diluted common shares outstanding 581.1 592.5 ====================================	shares	4.8	3.5
Basic earnings per common share: Income before cumulative effect of changes in accounting principles \$1.62 \$1.22 Cumulative effect of changes in accounting principles 0.01 (0.15) 			
Income before cumulative effect of changes in accounting principles \$1.62 \$1.22 Cumulative effect of changes in accounting principles 0.01 (0.15) 	Weighted average diluted common shares outstand:		
Income before cumulative effect of changes in accounting principles \$1.60 \$1.21 Cumulative effect of changes in accounting principles 0.01 (0.15) Net income \$1.61 \$1.06 ====== \$1.61 \$1.06 ====== Waste Management, Inc. Condensed Consolidated Balance Sheets (In Millions) (Unaudited) December 31, December 31, 2004 2003	Income before cumulative effect of changes in accounting principles Cumulative effect of changes in accounting prin	ciples 0.01 \$1.63	(0.15) \$1.07
Net income \$1.61 \$1.06 ====== ======= Waste Management, Inc. Condensed Consolidated Balance Sheets (In Millions) (Unaudited) December 31, December 31, 2004 2003	Income before cumulative effect of changes in accounting principles	ciples 0.01	(0.15)
Condensed Consolidated Balance Sheets (In Millions) (Unaudited) December 31, December 31, 2004 2003	Net income	\$1.61	\$1.06
2004 2003	Condensed Consolidated Balance S (In Millions) (Unaudited)		
	2	004 20	003

Assets

Current assets: Cash and cash equivalents Receivables, net Other	\$443 1,949 427	\$217 1,811 332
Total current assets	2,819	2,360
Property and equipment, net Goodwill Other intangible assets, net Other assets	11,476 5,301 152 1,157	11,411 5,220 156 1,235
Total assets	\$20,905	\$20,382

Liabilities and Stockholders' Equity

Current liabilities:		
Accounts payable, accrued liabilities and	l	
deferred revenues	\$2,821	\$2,861
Current portion of long-term debt	384	514
Total current liabilities	3,205	3,375
Long-term debt, less current portion	8,182	7,997
Other liabilities	3,265	3,158
Total liabilities	14,652	14,530
Minority interest in subsidiaries and		
variable interest entities	282	250
Stockholders' equity	5,971	5,602
Total liabilities and stockholders'		
equity	\$20,905	\$20,382

Note: Prior year information has been reclassified to conform to 2004 presentation.

Waste Management, Inc. Condensed Consolidated Statements of Cash Flows (In Millions) (Unaudited)

	Years Decemb	Ended Der 31,
	2004	2003
Cash flows from operating activities: Net income Adjustments to reconcile net income to net cash provided by operating activities: Cumulative effect of changes in accounting	\$939	\$630
principles	(8)	89
Depreciation and amortization	1,336	1,265
Other	270	390
Change in operating assets and liabilities, net or effects of acquisitions and divestitures	f (319)	(448)

Net cash provided by operating activities	2,218	1,926
Cash flows from investing activities:		
Acquisitions of businesses, net of cash acquired	(130)	(337)
Capital expenditures	(1,258)	(1,200)
Net receipts from restricted funds, business	505	450
divestitures, asset sales and other	525	453
Net cash used in investing activities	(863)	(1,084)
jere in ante in a sere a s		
Cash flows from financing activities:		
New borrowings		107
Debt repayments		(563)
Common stock repurchases		(550)
Cash dividends		(6)
Exercise of common stock options and warrants		52
Other	(9)	(26)
Net cash used in financing activities	(1 130)	(986)
	(= / = 0 0 /	
Effect of exchange rate changes on cash and cash		
equivalents		2
Increase (decrease) in cash and cash equivalents	226	(142)
Cash and cash equivalents at beginning of period	217	
Cash and cash equivalents at end of period	\$443	\$217
	======	======

Note: Prior year information has been reclassified to conform to 2004 presentation.

Waste Management, Inc. Summary Data Sheet (Dollar Amounts in Millions) (Unaudited)

	Quarters Ended			
	December 31, 2004	September 30, 2004		
Operating Revenues by Line of Business (a)	s -			
NASW:				
Collection	\$2,141	\$2,154	\$1,982	
Landfill	762	805	720	
Transfer	422	448	407	
Wheelabrator	210	218	212	
Recycling and other	281	282	239	
Intercompany	(608)	(633)	(574)	
Operating revenues	\$3,208	\$3,274	\$2,986	
	================	============	===========	

Internal Growth of Operating Revenues from Comparable Prior Periods (a)

Gross annualized revenue acquired \$15 \$16 \$124 						
fuel surcharge 1.9% 2.0% 0.2% Adjusted internal growth 4.5% 5.3% 0.7% Acquisition Summary (b)	Less: Yield changes due to	6.4%	7.38	5	0.9%	
Adjusted internal growth 4.5% 5.3% 0.7% 		1.9%			0.2%	
Gross annualized revenue acquired \$15 \$16 \$124 	growth		5.39	5		
acquired\$15\$16\$124Total consideration\$17\$20\$98Cash paid for acquisitions\$16\$9\$90Cash paid for acquisitions\$16\$9\$90Recycling SegmentSupplemental Data (c)Operating expenses (exclusive of depreciation and amortization)\$179\$192\$148Quarters Ended December 31,Quarters Ended December 31,Pree Cash Flow Analysis (d)Net cash provided by operating activities\$600\$640\$2,218\$1,926Capital expenditures of businesses, net of cash divested, and other sales of assets23309674Free cash flow\$202268\$1,056800Free cash flow\$202268\$1,056\$20Pro forma adjustments: Shareholder litigation payments, net of income tax and other\$232\$1,023Adjusted free cash flow\$232\$1,023	Acquisition Summary (b)					
Total consideration\$17\$20\$98Cash paid for acquisitions\$16\$9\$90Recycling Segment	acquired					
Recycling Segment Supplemental Data (c) Operating revenues \$179 \$192 \$148 Operating expenses (exclusive of depreciation and amortization) \$159 \$163 \$130 Quarters Ended Years Ended December 31, 2004 2003 2004 2003 Net cash provided by operating activities \$600 \$640 \$2,218 \$1,926 Capital expenditures (421) (402) (1,258) (1,200 Proceeds from divestitures of Dusinesses, net of cash divested, and other sales of assets 23 30 96 74 Free cash flow \$202 268 \$1,056 800 Free cash flow \$202 268 \$1,056 800 Free cash flow \$202 268 \$1,056 800 	Total consideration	\$17	\$20		\$98	
Supplemental Data (c)Operating revenues\$179\$192\$148Operating expenses (exclusive of depreciation and amortization)\$159\$163\$130Quarters Ended December 31,Years Ended December 31,Stade December 31,Free Cash Flow Analysis (d)						
Operating expenses (exclusive of depreciation and amortization) \$159 \$163 \$130 						
<pre>(exclusive of depreciation and amortization) \$159 \$163 \$130 </pre>						
and amortization) \$159 \$163 \$130 Quarters Ended Years Ended December 31, December 31, 2004 2003 2004 2003 2004 2003 2004 2003 2004 2003 2004 2003 2004 2003 200	(exclusive of					
December 31,December 31,20042003200420032004200320042003Free Cash Flow Analysis (d)Net cash provided by operating activities\$600\$640\$2,218Capital expenditures(421)(402)(1,258)(1,200Proceeds from divestitures of businesses, net of cash divested, and other sales of assets23309674Free cash flow\$202268\$1,056800Pro forma adjustments: Shareholder litigation payments, net of income tax and other(36)223Adjusted free cash flow\$232\$1,023	and amortization)					
2004200320042003Free Cash Flow Analysis (d)Net cash provided by operating activities\$600\$640\$2,218Capital expenditures(421)(402)(1,258)(1,200)Proceeds from divestitures of businesses, net of cash divested, and other sales of assets23309674Free cash flow\$202268\$1,056800Pro forma adjustments: Shareholder litigation payments, net of income tax and other(36)223Adjusted free cash flow\$232\$1,023		Decer	December 31,		Years Ended December 31,	
Free Cash Flow Analysis (d)Net cash provided by operating activities\$600\$640\$2,218\$1,926Capital expenditures(421)(402)(1,258)(1,200Proceeds from divestitures of businesses, net of cash divested, and other sales of assets23309674Free cash flow\$202268\$1,056800Pro forma adjustments: Shareholder litigation payments, net of income tax and other(36)223Adjusted free cash flow\$232\$1,023		2004	2003			
activities\$600\$640\$2,218\$1,926Capital expenditures(421)(402)(1,258)(1,200Proceeds from divestitures of businesses, net of cash divested, and other sales of assets23309674Free cash flow\$202268\$1,056800Pro forma adjustments: Shareholder litigation payments, net of income tax and other(36)223Adjusted free cash flow\$232\$1,023	Free Cash Flow Analysis (d)					
and other sales of assets23309674Free cash flow\$202268\$1,056800Free cash flow\$202268\$1,056800Pro forma adjustments:===============Shareholder litigation payments, net of income tax and other(36)223Adjusted free cash flow\$232\$1,023	activities Capital expenditures Proceeds from divestitures of	\$600 (421				
Free cash flow\$202268\$1,056800Pro forma adjustments:===================Shareholder litigation payments, net of income tax and other(36)223Adjusted free cash flow\$232\$1,023						
Shareholder litigation payments, net of income tax and other(36)223Adjusted free cash flow\$232\$1,023	Free cash flow		268	\$1,056	800	
Adjusted free cash flow \$232 \$1,023		ments,	(36)		223	
	Adjusted free cash flow		\$232		\$1,023	

(a) Prior year information has been reclassified to conform to 2004 presentation.

- (b) Represents amounts associated with business acquisitions consummated during the indicated periods.
- (c) Information provided is after the elimination of intercompany revenues and related expenses.
- (d) The summary of free cash flow has been prepared to highlight and facilitate understanding of the principal cash flow elements. Free cash flow is not a measure of financial performance under generally accepted accounting principles and is not intended to replace the consolidated statement of cash flows that was prepared in accordance with generally accepted accounting principles.

Waste Management, Inc. Summary Data Sheet (Dollar Amounts in Millions) (Unaudited)			
Qī	uarters Ended		
December 31, September 30, December 3 2004 2004 2003			
		\$217	
5,971 \$14,537	5,846 \$14,633	5,602 \$14,113	
		60.3%	
\$6 ======	\$7	•	
65.0%		63.6%	
30.6	32.7	29.4	
1.9	2.0	1.9	
32.5	34.7	31.3	
286 ======	289	289	
	ry Data Sheet nounts in Mill Unaudited) December 31, 2004 	Ary Data Sheet hounts in Millions) Unaudited) Quarters Ended December 31, September 30, 2004 2004 	

Landfills	reporting	volume	264
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265

265

Amortization and SFAS No. 143 Expenses for Landfills Include in Operating Groups	đ		
Non - SFAS No. 143 amortization	_		
expense	\$99.5	\$106.0	\$87.3
Amortization expense related to			
SFAS No. 143 obligations (b)	(4.5)	18.2	11.9
Total amortization expense	95.0	124.2	99.2
Accretion and other related			
expense	14.2	14.3	17.8
Landfill amortization, accretion	n		
and other related expense	\$109.2	\$138.5	\$117.0
		============	===========

 Prior period information has been reclassified to conform to 2004 presentation.

(b) Reflected in the quarter ended December 31, 2004 results is a \$23 million reduction in landfill amortization expense. This reduction is related primarily to adjustments to our fully accrued landfill final capping obligations and is a result of fourth quarter event-driven changes as well as changes in certain estimates as a result of our annual landfill review process.

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SOURCE: Waste Management, Inc.