FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-028									

37 Estimated average burden hours per response: 0.5

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

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

					_		()				inpuny Act										
1. Name and Address of Reporting Person* Caesar William K						2. Issuer Name and Ticker or Trading Symbol WASTE MANAGEMENT INC [WM]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u> Caesar</u>	<u>wiiiiam i</u>	<u>S</u>			1	101			<u></u>				1			Direc	ctor	10%	Owner		
															X	Offic belov	er (give title w)	Other below	(specify		
(Last)	(Fi	rst) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/07/2012									Pr	resident, Recycle America					
1001 FANNIN STREET							02/07/2012										cordent, rec	ey ere rimeri			
SUITE 4000																					
							4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)																X Form filed by One Reporting Person					
HOUSTO	ON TY	ζ 7	77002													Form filed by More than One Reporting					
,																Pers		o anan ono mo	50. tig		
(City)	(St	ate) (Zip)																		
		Tabl	e I - Nor	n-Deriv	ative	Sec	curitie	s Acc	quired,	, Dis	posed o	f, or	Ber	efici	ally	Owne	ed				
1. Title of Security (Instr. 3) 2. Transact Date						tion 2A. Deemed Execution Date,				3. 4. Securities Acquired (A) Transaction Disposed Of (D) (Instr. 3, 4					and 5) Securi			6. Ownership Form: Direct	7. Nature of Indirect		
(Month/Da						y/Year) if any (Month/Day/Year)			Code (Instr. 8)				0		icially d Following	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership				
										v	Amount	(A) or (D)		Price			action(s)		(Instr. 4)		
						Code	Ľ	Amount	([D)	FIICE		(Instr. 3 and 4)								
Common Stock ⁽¹⁾ 02/07/2						2012 02		02/07/2012			2,941		A	\$0.0000		7,411.799		D			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
(e.g., puts, calls, warrants, options, convertible securities)																					
1. Title of	2.	3. Transaction	3A. Deemed Execution Date, if any		4. Transaction Code (Instr		ion of str. Derivative			sable and	7. Title and			8. Price of Derivative		9. Number o		11. Nature			
Derivative Security	Conversion or Exercise	Date (Month/Day/Year)							Expiration (Month/D			Secu	Amount of Securities		Secu	ırity	derivative Securities	Ownership Form:	of Indirect Beneficial		
(Month/Day) Continuous Cont					ay/Year) 8)		Securities Acquired		Underlying Derivative						(Instr. 5)		Beneficially Owned	Direct (D) or Indirect	Ownership (Instr. 4)		
	Security						(A) or Disposed of (D) (Instr. 3, 4 and 5)			Secu and	nstr. 3	1		Following Reported	(I) (Instr. 4)	<u> </u>					
												"""	unu 4)				Transaction	(s)			
																	(Instr. 4)				
				Ì									Amount								
	Code V										or Nu	ımber									
			, .	(A)	Date Exercisable		Expiration Date	of													
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Explanation of Responses:

1. Represents shares of restricted stock granted pursuant to the 2009 Stock Incentive Plan. Shares of restricted stock vest 100% on the 3rd anniversary of the date of grant.

Linda J. Smith, Attorney-in-

02/09/2012

<u>fact</u>

** Signature of Reporting Person Date

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.