FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

| Instruction | on 1(b). | ide. Occ | | File | d pursu | ant to | Sectio | n 16(a) | of the S | Securi | ties Exchan | ge Act o | f 1934 | 4 | | Hour | s per i | esponse. | 0.5 | |
|---|---|--|---|----------------|---|---|---|---------------|---|--------|--------------------|---|----------|--|---|--|---|--|--|--|
| | . , | | | | | | | | | | mpany Act | | | | | | | | | |
| 1. Name and Address of Reporting Person* <u>Harris Jeff M</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol WASTE MANAGEMENT INC [WMI] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify | | | | | |
| | (Last) (First) (Middle) 1001 FANNIN SUITE 4000 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/03/2008 | | | | | | | | | | X Officer (give title Other (specify below) Senior Vice President | | | | | |
| (Street) HOUSTON TX 77002 (City) (State) (Zip) | | | | 4. If <i>i</i> | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Line | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| | ` | | | n-Deriv | ative | Seci | uritie | s Acc | nuired | . Dis | sposed o | f. or P | Sene | ficial | ly Own | ed ee | | | | |
| 1. Title of Security (Instr. 3) 2. Transact Date (Month/Day | | | | | ction | ion 2A. Deemo | | ed n Date, | 3. Transaction Code (Instr. 8) | | 4. Securitie | s Acquired (A) or of (D) (Instr. 3, 4 a | |) or | 5. Amo Securit Benefic | unt of ies :ially Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | | Code | v | Amount | (A) o (D) | or Price | | Transa | Transaction(s) (Instr. 3 and 4) | | | (111501. 4) | |
| Common Stock 04/03 | | | | 04/03/ | 2008 | | | | F | | 539 | D | \$ | 34.65 | 5 14,557.5919 | | | D | | |
| Common Stock | | | | | | | | | | | | | | 24 | 24,903 | | т | By Jeff Harris Revocable Trust | | |
| | | Та | ble II - | | | | | | | | osed of, convertib | | | | Owned | | | | | |
| Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deer Execution if any (Month/I | | 4. Transac Code (li 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Expirati | on Da | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | tr. 3 | 3. Price of Derivative Security Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | y | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | - 1 | | | 1 | ıl | | | | 1 | A | WIII | | 1 | | | I | |

Date Exercisable

Expiration Date

Explanation of Responses:

Linda J. Smith, attorney-in-fact 04/04/2008

** Signature of Reporting Person

Number

of Shares

Title

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).

Code

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.

(A) (D)