

WASTE CONNECTIONS INC/DE
Form 4
October 29, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HALL DAVID M

2. Issuer Name and Ticker or Trading Symbol
WASTE CONNECTIONS INC/DE [WCN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
35 IRON POINT CIRCLE, SUITE 200
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/25/2007

____ Director
 Officer (give title below) _____ Other (specify below)
Vice President

FOLSOM, CA 95630

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	10/25/2007		M			19,354	A	\$ 14.5	33,715	D	
Common Stock	10/25/2007		S			19,354	D	\$ 33.2318	14,361	D	
Common Stock	10/25/2007		M			6,897	A	\$ 14.5	21,258	D	
Common Stock	10/25/2007		S			6,897	D	\$ 33.2318	14,361	D	
Common Stock	10/25/2007		M			52,500	A	\$ 16.62	66,861	D	

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Common Stock	10/25/2007	S	52,500	D	\$ 33.2318	14,361	D
Common Stock	10/25/2007	M	4,314	A	\$ 23.17	18,675	D
Common Stock	10/25/2007	S	4,314	D	\$ 33.2318	14,361	D
Common Stock	10/25/2007	M	1,686	A	\$ 23.17	16,047	D
Common Stock	10/25/2007	S	1,686	D	\$ 33.2318	14,361	D
Common Stock	10/25/2007	M	37,500	A	\$ 22.01	51,861	D
Common Stock	10/25/2007	S	37,500	D	\$ 33.2318	14,361	D

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

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SEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 14.5	10/25/2007		M	19,354 (1)	10/27/2005	02/20/2013	Common Stock	19,354
Employee Stock Option (Right to Buy)	\$ 16.62	10/25/2007		M	52,500 (4)	10/27/2005	02/03/2014	Common Stock	4,500
Employee Stock	\$ 14.5	10/25/2007		S	6,897 (3)	10/27/2005	02/20/2013	Common Stock	6,897

Option
(Right to
Buy)

Employee
Stock

Option	\$ 23.17	10/25/2007	M	4,314 <u>(5)</u>	02/14/2007 ⁽⁹⁾	02/14/2016	Common Stock	4,314
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Employee
Stock

Option	\$ 23.17	10/25/2007	M	1,686 <u>(7)</u>	02/14/2007 ⁽⁶⁾	02/14/2016	Common Stock	1,686
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Employee
Stock

Option	\$ 22.01	10/25/2007	M	37,500 <u>(8)</u>	10/27/2005	02/23/2015	Common Stock	37,500
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALL DAVID M 35 IRON POINT CIRCLE SUITE 200 FOLSOM, CA 95630			Vice President	

Signatures

David Hall	10/29/2007
<u> </u> Signature of	Date
Reporting Person	

Explanation of Responses:

- * 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).
 - (1) This option was previously reported as an option for 25,805 shares of common stock at an exercise price of \$32.62 per share, but was adjusted to reflect WCI's 3-for-2 stock splits in the form of 50% stock dividends effective June 24, 2004 and March 13, 2007. Accordingly, on March 13, 2007, the date the stock dividend was paid, the option became exercisable for 58,062 shares at an exercise price of \$14.50 per share.
 - (2) The zero in Table II, Column 8 is a placeholder only that is required by the EDGAR software and should be disregarded.
 - (3) This option was previously reported as an option for 9,195 shares of common stock at an exercise price of \$32.62 per share, but was adjusted to reflect WCI's 3-for-2 stock splits in the form of 50% stock dividends effective June 24, 2004 and March 13, 2007. Accordingly, on March 13, 2007, the date the stock dividend was paid, the option became exercisable for 6,897 shares at an exercise price of \$14.50 per share.
 - (4) This option was previously reported as an option for 35,000 shares of common stock at an exercise price of \$37.40 per share, but was adjusted to reflect WCI's 3-for-2 stock splits in the form of 50% stock dividends effective June 24, 2004 and March 13, 2007.

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Accordingly, on March 13, 2007, the date the stock dividend was paid, the option became exercisable for 78,750 shares at an exercise price of \$16.62 per share.

(5) This option was previously reported as an option for 11,504 shares of common stock at an exercise price of \$34.76 per share, but was adjusted to reflect WCI 3-for-2 stock split in the form of a 50% stock dividend effective March 13, 2007. Accordingly, on March 13, 2007, the date the stock dividend was paid, the option became exercisable for 17,256 shares at an exercise price of \$23.17 per share.

(6) Option for 6,744 shares exercisable 1/5 on 2/14/07, 2/14/08, 2/14/09, 2/14/10 and 2/14/11.

(7) This option was previously reported as an option for 4,496 shares of common stock at an exercise price of \$34.76 per share, but was adjusted to reflect WCI's 3-for-2 stock split in the form of a 50% stock dividend effective March 13, 2007. Accordingly, on March 13, 2007, the date the stock dividend was paid, the option became exercisable for 6,744 shares at an exercise price of \$23.17 per share.

(8) This option was previously reported as an option for 37,500 shares of common stock at an exercise price of \$33.01 per share, but was adjusted to reflect WCI's 3-for-2 stock split in the form of a 50% stock dividend effective March 13, 2007. Accordingly, on March 13, 2007, the date the stock dividend was paid, the option became exercisable for 56,250 shares at an exercise price of \$22.01 per share.

(9) Option for 12,942 shares exercisable 1/4 on 2/14/07, 2/14/08, 2/14/09 and 2/14/10.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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