

WASTE CONNECTIONS INC/DE
Form 3
June 05, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Eric Merrill
(Last) (First) (Middle)

2. Date of Event Requiring Statement

06/01/2007
(Month/Day/Year)

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Senior Vice President

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

35 IRON POINT CIRCLE, SUITE 200

(Street)

FOLSOM, CA 95630

(City) (State) (Zip)

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,065	D	^
Common Stock	900 ⁽¹⁾	D	^
Common Stock	8,160 ⁽²⁾	D	^
Common Stock	9,000 ⁽³⁾	D	^
Common Stock	4,867 ⁽⁴⁾	D	^

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Employee Stock Option (Right to Buy)	10/27/2005 ⁽⁵⁾	02/23/2015	Common Stock	63,000 \$ 22.01	D	Â
Employee Stock Option (Right to Buy)	02/14/2007	02/14/2016	Common Stock	18,000 ⁽⁶⁾ \$ 23.17	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Merrill Eric 35 IRON POINT CIRCLE SUITE 200 FOLSOM, CA 95630	Â	Â	Â Senior Vice President	Â

Signatures

Eric Merrill 06/05/2007

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 represents restricted stock units originally awarded 2/23/05. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued on 2/23/08.

(2) This represents restricted stock units originally awarded 2/14/06. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in four equal, annual installments commencing on 2/14/08.

(3) This represents restricted stock units originally awarded 2/1/07. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the award shall vest and the underlying shares of common stock shall be issued in five equal, annual installments commencing on 2/1/08.

(4) This represents restricted stock units awarded 6/1/07. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the award shall vest and the underlying shares of common stock shall be issued in five equal, annual installments commencing on 6/1/08.

(5) The resale restriction agreements the issuer entered into with certain employees, including the reporting person, upon the October 27, 2005 acceleration of the vesting of the issuer's outstanding options prevent the sale of any shares acquired from the exercise of an accelerated option prior to the earlier of the original vesting date of the option, or the reporting person's termination of employment. One third of this option is still subject to the resale restriction agreement.

(6) This is an option for 18,000 shares with 1/4 exercisable 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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