

CLEAN HARBORS INC
Form 4
May 23, 2005

FORM 4

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

OMB APPROVAL

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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 *
Weber Brian P

(Last) (First) (Middle)
88 PINE STREET
(Street)

WALPOLE, MA 02081

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CLEAN HARBORS INC [CLHB]

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Sr. VP Strategic Initiatives

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

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 | | |
| Exercise of employee stock option | 05/20/2005 | | M | | 1,000 A \$ 1.81 | 1,000 | D |
| Exercise of employee stock option | 05/20/2005 | | S | | 1,000 D \$ 20 0 | | D |
| Exercise of employee stock option | 05/20/2005 | | M | | 1,950 A \$ 2.5 1,950 | | D |
| Exercise of employee | 05/20/2005 | | S | | 1,950 D \$ 20 0 | | D |

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| | | | | | | | | |
|-----------------------------------|------------|--|---|-------|---|---------|-------|---|
| stock option | | | | | | | | |
| Exercise of employee stock option | 05/20/2005 | | M | 2,000 | A | \$ 2.06 | 2,000 | D |
| Exercise of employee stock option | 05/20/2005 | | S | 2,000 | D | \$ 20 | 0 | D |
| Exercise of employee stock option | 05/20/2005 | | M | 4,000 | A | \$ 2.26 | 4,000 | D |
| Exercise of employee stock option | 05/20/2005 | | S | 4,000 | D | \$ 20 | 0 | D |

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

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(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 Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Exercise of employee stock option | \$ 1.81 | 05/20/2005 | | M | 1,000 | 04/27/2003 04/27/2008 | Common Stock | 5,000 | |
| Exercise of employee stock option | \$ 2.5 | 05/20/2005 | | M | 1,950 | 02/25/2005 02/25/2010 | Common Stock | 3,250 | |
| Exercise of | \$ 2.06 | 05/20/2005 | | M | 2,000 | 07/24/2004 07/24/2010 | Common Stock | 5,000 | |

employee
stock
option

Exercise
of

| | | | | | | | | | |
|----------|---------|------------|--|---|-------|------------|------------|-----------------|--------|
| employee | \$ 2.26 | 05/20/2005 | | M | 4,000 | 09/26/2004 | 09/26/2011 | Common Stock | 10,000 |
|----------|---------|------------|--|---|-------|------------|------------|-----------------|--------|

stock
option

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Weber Brian P 88 PINE STREET WALPOLE, MA 02081 | | | Sr. VP Strategic Initiatives | |

Signatures

Brian P. Weber 05/23/2005

__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).

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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