

Edgar Filing: WASTE MANAGEMENT INC - Form 8-K

WASTE MANAGEMENT INC  
Form 8-K  
November 20, 2001

=====

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

Date of Report: November 15, 2001

WASTE MANAGEMENT, INC.  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	1-12154 (Commission File Number)	73-1309529 (I.R.S. Employer Identification Number)
---	-------------------------------------	--

1001 Fannin Street, Suite 4000 Houston, Texas (Address of principal executive offices)	77002 (Zip Code)
--	---------------------

(713) 512-6200  
(Registrants' telephone number, including area code)

=====

ITEM 5. OTHER EVENTS.

On November 15, 2001, Waste Management, Inc. (the "Company") entered into an underwriting agreement for the public offering of \$400 million of its 6 1/2% Senior Notes due 2008 (the "Notes"). The Notes are to be issued under an Indenture dated as of September 10, 1997 between the Company and JPMorgan Chase Bank, as successor to The Chase Manhattan Bank, as Trustee. Closing of the issuance and sale of the Notes is scheduled for November 20, 2001. Further information is included in Exhibits 1, 4.1 and 4.2.

Edgar Filing: WASTE MANAGEMENT INC - Form 8-K

- ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.
- (c) EXHIBITS.
- 1 Underwriting Agreement dated November 15, 2001, among Waste Management, Inc., Banc of America Securities LLC, J.P. Morgan Securities Inc., Salomon Smith Barney Inc., ABN AMRO Incorporated, Credit Suisse First Boston Corporation, Fleet Securities, Inc., Goldman, Sachs & Co., Lehman Brothers Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, and PNC Capital Markets, Inc.
- 4.1 Form of Book-Entry Note representing 6 1/2% Senior Notes due 2008.
- 4.2 Officers' Certificate
- 5 Opinion of Baker Botts L.L.P.
- 23 Consent of Arthur Andersen LLP.

-2-

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WASTE MANAGEMENT, INC.

Date: November 20, 2001

By: /s/ David P. Steiner

-----  
David P. Steiner  
Senior Vice President, General Counsel  
and Corporate Secretary

-3-

EXHIBIT INDEX

EXHIBIT NUMBER -----	DESCRIPTION -----
----------------------------	----------------------

Edgar Filing: WASTE MANAGEMENT INC - Form 8-K

- 1 Underwriting Agreement dated November 20, 2001, among Waste Management, Inc., Banc of America Securities LLC, J.P. Morgan Securities Inc., Salomon Smith Barney Inc., ABN AMRO Incorporated, Credit Suisse First Boston Corporation, Fleet Securities, Inc., Goldman, Sachs & Co., Lehman Brothers Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, and PNC Capital Markets, Inc.
- 4.1 Form of Book-Entry Note representing 6 1/2% Senior Notes due 2008.
- 4.2 Officers' Certificate
- 5 Opinion of Baker Botts L.L.P.
- 23 Consent of Arthur Andersen LLP.