WASTE CONNECTIONS INC/DE
Form 4
June 02, 2005

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
HUNT JERRI

(Last) (First) (Middle)

35 IRON POINT CIRCLE, SUITE 200

(Street)

FOLSOM, CA 95630

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/31/2005

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)
Vice President

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/31/2005		M		5,402	A	$ 21.75	5,402	D	
Common Stock	05/31/2005		S		5,402	D	$ 37.0814	0	D	
Common Stock	05/31/2005		M		7,500	A	$ 15.94	7,500	D	
Common Stock	05/31/2005		S		7,500	D	$ 37.0814	0	D	
Common Stock	05/31/2005		M		12,500	A	$ 24.93	12,500	D	

Common Stock	05/31/2005		S	12,500	D	$ 37.0814	0	D
Common Stock	05/31/2005		M	4,597	A	$ 21.75	4,597	D
Common Stock	05/31/2005		S	4,597	D	$ 37.0814	0	D

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

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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 Underlying Securiti (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy)	$ 21.75	05/31/2005		M			5,402	02/20/2004(1)	02/20/2013	Common Stock	5,40 (2)
Employee Stock Option (Right to Buy)	$ 15.94	05/31/2005		M			7,500	02/01/2003(4)	02/01/2012	Common Stock	7,50 (5)
Employee Stock Option (Right to Buy)	$ 24.93	05/31/2005		M			12,500	02/03/2005(6)	02/03/2014	Common Stock	12,5 (7)
Employee Stock Option (Right to Buy)	$ 21.75	05/31/2005		M			4,597	02/20/2004(8)	02/20/2013	Common Stock	4,59 (9)

Reporting Owners

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

Signatures

Jerri Hunt	06/02/2005
**Signature of Reporting Person	Date

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) Option for 16208 shares, 1/3 exercisable 2/20/04, 2/20/05 & 2/20/06

(2) This option was previously reported as an option for 10,805 shares of common stock at an exercise price of $32.62 per share, but was adjusted to reflect the 50% stock dividend declared by WCI on May 26, 2004, which was payable on June 24, 2004, to all holders of record of common stock on June 10, 2004. Accordingly, on June 10, 2004, the date the stock dividend was paid, the option became exercisable for 15,208 shares at an exercise price of $21.75 per share.

(3) The zero in table 2 item I is a placeholder only that is required by the EDGAR software and should be disregarded.

(4) Option for 22,500 shares, 1/3 exercisable 2/1/03, 2/1/04 & 2/1/05

(5) This option was previously reportted as an option for 15,000 shares of common stock at an exercise price of $23.91 per share, but was adjusted to reflect the 50% stock dividend declared by WCI on May 25, 2004, which was payable on June 24, 2004, to all holders of record of common stock on June 10, 2004. Accordingly, on June 10, 2004, the date the stock dividend was paid, the option became exercisable for 22,500 shares at an exercise price of $15.94 per share.

(6) Option for 37,500 shares, 1/3 exercisable 2/3/05, 2/3/06 & 2/3/07

(7) This option was was previously reported as an option for 25,000 shares of common stock at an exercise price of $37.40 per share, but was adjusted to reflect the 50% stock dividend declared by WCI on May 25, 2004, which was payable on June 24, 2004, to all holders of record of common stock on June 10, 2004. Accordingly, on June 10, 2004, the date the stock dividend was paid, the option became exercisable for 37,500 shares at an exercise price of $24.93 per share.

(8) Option for 13,793 shares, 1/3 exercisable 2/20/04, 2/20/05 & 2/20/06

(9) 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 the 50% stock dividend declared by WCI on May 25, 2004, which was payable on June 24, 2004, to all holders of record of common stock on June 10, 2004. Accordingly, on June 10, 2004, the date the stock divident was paid, the option became exercisable for 13,793 shares at an exercise price of $21.75 per share.

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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