

WASTE MANAGEMENT INC
Form 8-K
February 18, 2015

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 (date of earliest event reported): February 18, 2015

Waste Management, Inc.

(Exact name of Registrant as Specified in its Charter)

**Delaware
(State or Other Jurisdiction
of Incorporation)**

1001 Fannin, Suite 4000

**1-12154
(Commission File Number)**

**73-1309529
(I.R.S. employer
identification number)**

77002

Houston, Texas

(Address of Principal Executive Offices)

(Zip Code)

Registrant's Telephone number, including area code: (713) 512-6200

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure.

Attached is a press release issued by Waste Management, Inc. (the Company) announcing the commencement of a tender offer (the Tender Offer), consisting of an offer by the Company to purchase for cash any and all of its outstanding 7.00% Senior Notes due 2028, 7.375% Senior Notes due 2029, 7.75% Senior Notes due 2032 and 6.125% Senior Notes due 2039 and an offer by Waste Management Holdings, Inc., a wholly owned subsidiary of the Company, to purchase for cash any and all of its outstanding 7.10% Notes due 2026, in each case together with any related guarantees. The Tender Offer is subject to the terms and conditions set forth in the Offer to Purchase, Letter of Transmittal and Notice of Guaranteed Delivery dated February 18, 2015, relating thereto.

The information provided pursuant to this Item 7.01 is furnished and shall not be deemed to be filed with the Securities and Exchange Commission or incorporated by reference in any filing under the Securities Exchange Act of 1934, as amended, or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in any such filings.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

**Exhibit
Number**

99.1 Press Release dated February 18, 2015, issued by Waste Management, Inc.

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: February 18, 2015

By: /s/ Barry H. Caldwell

Name: Barry H. Caldwell

Title: Senior Vice President, Corporate Affairs

Chief Legal Officer

Exhibit Index

Exhibit Number	Description
99.1	Press Release dated February 18, 2015, issued by Waste Management, Inc.