

SERVICEMASTER CO

Form 4

July 26, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

OMB  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HARRIS SIDNEY E

(Last) (First) (Middle)

3250 LACEY ROAD, SUITE 600

(Street)

DOWNERS  
GROVE, IL 60515-1700

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
SERVICEMASTER CO [SVM]

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/24/2007

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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 Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>stock \$.01<br>par value    | 07/24/2007                              |                                                             | D                                    | 22,876                                                                  | D \$<br>15.625                                                                                                     | 0 <sup>(1)</sup>                                                        | D                                                                 |
| Common<br>stock \$.01<br>par value    | 07/24/2007                              |                                                             | D                                    | 15,382                                                                  | D \$<br>15.625                                                                                                     | 0 <sup>(1)</sup>                                                        | I Dir.Def.Fee<br>Trust                                            |

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

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|----------------------------------------------------------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                    | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                          | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 8.4788                                                             | 07/24/2007                              |                                                             | D                                       | 8,354                                                                                                        | 09/30/2000                                                     | 09/29/2010         | Common<br>Stock                                                | 8,354                               |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 9.21                                                               | 07/24/2007                              |                                                             | D                                       | 4,244                                                                                                        | 12/31/2002                                                     | 12/31/2012         | Common<br>Stock                                                | 4,244                               |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 9.7325                                                             | 07/24/2007                              |                                                             | D                                       | 1,019                                                                                                        | 12/31/1999                                                     | 12/30/2009         | Common<br>stock<br>\$.01 par<br>value                          | 1,019                               |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 9.7856                                                             | 07/24/2007                              |                                                             | D                                       | 5,646                                                                                                        | 03/31/2000                                                     | 03/30/2010         | Common<br>stock<br>\$.01 par<br>value                          | 5,646                               |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 10.02                                                              | 07/24/2007                              |                                                             | D                                       | 15,000                                                                                                       | 04/27/2002                                                     | 04/26/2008         | Common<br>Stock                                                | 15,000                              |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 10.2319                                                            | 07/24/2007                              |                                                             | D                                       | 10,938                                                                                                       | 06/30/2000                                                     | 06/29/2010         | Common<br>stock<br>\$.01 par<br>value                          | 10,938                              |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 13.2069                                                            | 07/24/2007                              |                                                             | D                                       | 7,187                                                                                                        | 09/30/1999                                                     | 09/29/2009         | Common<br>stock<br>\$.01 par<br>value                          | 7,187                               |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 15.5231                                                            | 07/24/2007                              |                                                             | D                                       | 3,924                                                                                                        | 06/30/1999                                                     | 06/29/2009         | Common<br>stock<br>\$.01 par<br>value                          | 3,924                               |
|                                                     | \$ 15.7392                                                            | 07/24/2007                              |                                                             | D                                       | 3,780                                                                                                        | 03/31/1998                                                     | 03/30/2008         |                                                                | 3,780                               |

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|                                       |            |            |   |        |            |            |  |                              |        |
|---------------------------------------|------------|------------|---|--------|------------|------------|--|------------------------------|--------|
| Stock Options (Right to buy)          |            |            |   |        |            |            |  | Common stock \$.01 par value |        |
| Stock Options (Right to buy)          | \$ 17.1913 | 07/24/2007 | D | 4,203  | 03/31/1999 | 03/30/2009 |  | Common stock \$.01 par value | 4,203  |
| Stock Options (Right to buy)          | \$ 18.0413 | 07/24/2007 | D | 3,298  | 09/30/1998 | 09/29/2008 |  | Common stock \$.01 par value | 3,298  |
| Stock Options (Right to buy)          | \$ 18.6788 | 07/24/2007 | D | 2,276  | 12/31/1998 | 12/30/2008 |  | Common stock \$.01 par value | 2,276  |
| Stock Options (Right to buy)          | \$ 19.3588 | 07/24/2007 | D | 2,781  | 06/30/1998 | 06/29/2008 |  | Common stock \$.01 par value | 2,781  |
| 2001 Dir. Stock Option (Right to Buy) | \$ 8.4     | 07/24/2007 | D | 13,344 | 04/01/2003 | 03/31/2013 |  | Common Stock                 | 13,344 |
| 2001 Dir. Stock Option (Right to Buy) | \$ 9.02    | 07/24/2007 | D | 6,447  | 06/30/2003 | 06/29/2013 |  | Common Stock                 | 6,447  |
| 2001 Dir. Stock Option (Right to Buy) | \$ 9.96    | 07/24/2007 | D | 7,500  | 05/21/2004 | 05/20/2013 |  | Common Stock                 | 7,500  |
| 2001 Dir. Stock Option (Right to Buy) | \$ 11.46   | 07/24/2007 | D | 3,899  | 07/01/2002 | 06/30/2012 |  | Common Stock                 | 3,899  |
| 2001 Dir. Stock Option (Right to Buy) | \$ 11.6    | 07/24/2007 | D | 6,288  | 04/01/2002 | 03/31/2012 |  | Common Stock                 | 6,288  |
| Non-Qual. Stock Option (Right to Buy) | \$ 13.972  | 07/24/2007 | D | 15,000 | 04/15/2003 | 04/14/2012 |  | Common Stock                 | 15,000 |
|                                       | \$ 9.1     | 07/24/2007 | D | 5,823  | 09/30/2002 | 09/29/2012 |  |                              | 5,823  |

Non-Employee  
 Dir.Dis.  
 Option  
 (Right to  
 Buy)

Common  
 Stock

## Reporting Owners

| Reporting Owner Name / Address                                                | Relationships |           |         |       |
|-------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                               | Director      | 10% Owner | Officer | Other |
| HARRIS SIDNEY E<br>3250 LACEY ROAD, SUITE 600<br>DOWNERS GROVE, IL 60515-1700 | X             |           |         |       |

## Signatures

Cristen Kogl by powr of attorney 07/26/2007

\_\_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) Pursuant to the acquisition of The ServiceMaster Company by ServiceMaster Global Holdings Inc. effective July 24, 2007, the stockholder received \$15.625 in cash for each outstanding share of common stock.  
 Pursuant to the acquisition of The ServiceMaster Company by ServiceMaster Global Holdings Inc. effective July 24, 2007, each stock option and Stock Appreciation Right (SAR), regardless of whether it was exercisable upon completion of the merger, was cancelled by
- (2) ServiceMaster and the holder of the stock option received a cash payment equal to the positive "spread" (if any) between the \$15.625 per share merger price and the exercise price of the stock option or SAR, times the number of shares subject to the stock option or SAR. This amount (if any) will be subject to all applicable federal, state and local taxes required to be withheld.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.