

WASTE CONNECTIONS INC/DE  
 Form 4  
 February 24, 2006

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

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).

**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 \*  
**HALL DAVID M**

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**35 IRON POINT CIRCLE, SUITE 200**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**02/22/2006**

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Senior VP Sales & Marketing**

**FOLSOM, CA 95630**

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

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

(City) (State) (Zip)

**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)
Common Stock	02/22/2006		M			12,300	\$ 24.93	12,300	D	
Common Stock	02/22/2006		S			12,300	\$ 37.0017	0	D	
Common Stock	02/23/2006		M			15,000	\$ 15.94	15,000	D	
Common Stock	02/23/2006		S			15,000	\$ 37.0002	0	D	
Common Stock	02/23/2006		M			4,597	\$ 21.75	4,597	D	

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Common Stock	02/23/2006	S	4,597	D	\$ 37.0002	0	D
Common Stock	02/23/2006	M	5,200	A	\$ 24.93	5,200	D
Common Stock	02/23/2006	S	5,200	D	\$ 37.0002	0	D
Common Stock	02/23/2006	M	12,902	A	\$ 21.75	12,902	D
Common Stock	02/23/2006	S	12,902	D	\$ 37.0002	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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 24.93	02/22/2006		M	12,300 (1)	02/03/2005(2)	02/03/2014	Common Stock	12,300
Employee Stock Option (Right to Buy)	\$ 15.94	02/23/2006		M	15,000 (4)	02/01/2003(5)	02/01/2012	Common Stock	15,000
Employee Stock Option (Right to Buy)	\$ 21.75	02/23/2006		M	4,597 (6)	02/20/2004(7)	02/20/2013	Common Stock	4,597
	\$ 24.93	02/23/2006		M		02/03/2005(2)	02/03/2014		5,200



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(9) Option for 38,708 shares exercisable 1/3 on 2/20/04, 2/20/05 and 2/20/06.

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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