CALLAHAN JAMES F JR

Form 4 June 04, 2018

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES

obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * CALLAHAN JAMES F JR

(First)

(State)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

CASELLA WASTE SYSTEMS INC

(Check all applicable)

[CWST]

06/01/2018

(Last)

(Middle)

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

X_ Director Officer (give title

10% Owner Other (specify

C/O CASELLA WASTE SYSTEMS, INC., 25 GREENS

HILL LANE

(City)

(Street)

(Zip)

(Month/Day/Year)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

RUTLAND, VT 05701

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned

Ownership Form: Direct (D)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

(A)

or Indirect Following Reported Transaction(s)

(I) (Instr. 4)

(Instr. 3 and 4) Code V Amount (D) Price

Class A Common

Stock

06/01/2018

2,724 Α (2)

\$0 80,736

D

Class A Common

Stock

Ι

SEE **FOOTNOTE** (1)

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 required to respond unless the form

64,789

SEC 1474 (9-02)

Edgar Filing: CALLAHAN JAMES F JR - Form 4

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative		;		Secur	ities	(Instr. 5)	Bene
	Derivative			Securities				(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	·			(A) or						Repo	
					Disposed						Trans
				of (D)						(Instr	
					(Instr. 3,						· ·
					4, and 5)						
									Amount		
						Exercisable Date	Expiration	of			
							*				
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CALLAHAN JAMES F JR C/O CASELLA WASTE SYSTEMS, INC. 25 GREENS HILL LANE RUTLAND, VT 05701

X

Signatures

/s/ Shelley E. Sayward, Attorney in Fact for James F. Callahan, Jr.

06/04/2018

**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) Held by the James F. Callahan, Jr. 1998 Trust, of which the Reporting Person is co-trustee.
- (2) Represents the award of restricted stock units (RSUs) under the Casella Waste Systems, Inc. 2016 Incentive Plan. Each RSU represents a contingent right to receive one share of Casella's Class A Common Stock. The RSUs will vest in full on June 1, 2019.

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.

Reporting Owners 2