SERVICEMASTER CO
Form 5
February 11, 2005

FORM 5

OMB APPROVAL

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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).
Form 3 Holdings Reported
Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
MCLENNAN JAMES DUDLEY

(Last) (First) (Middle)

3250 LACEY ROAD, SUITE 600

(Street)

DOWNERS GROVE,Â ILÂ 60515-1700

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director
_____ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common stock $.01 par value	Â	Â	Â	Â	Â	Â	53,992	D	Â
Common stock $.01 par value	Â	Â	Â	Â	Â	Â	3,586 (1)	I	Dir.Def. Fee Trust

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 of Underlying Securities (Instr. 3 and 4)		8. D S (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to buy)	$ 9.2593	Â	Â	Â	Â	Â	02/16/1997	02/15/2006	Common stock $.01 par value	10,125	
Stock Options (Right to buy)	$ 10.02	Â	Â	Â	Â	Â	04/27/2002	04/26/2008	Common Stock	15,000	
Stock Options (Right to buy)	$ 11.2222	Â	Â	Â	Â	Â	02/13/1998	02/12/2007	Common stock $.01 par value	11,250	
Stock Options (Right to buy)	$ 13.2069	Â	Â	Â	Â	Â	09/30/1999	09/29/2009	Common Stock	8,367	
Stock Options (Right to buy)	$ 13.972	Â	Â	Â	Â	Â	04/15/2003	04/14/2009	Common Stock	15,000	
Stock Options (Right to buy)	$ 15.5231	Â	Â	Â	Â	Â	06/30/1999	06/29/2009	Common Stock	2,464	
Stock Options (Right to buy)	$ 15.7392	Â	Â	Â	Â	Â	03/31/1998	03/30/2008	Common stock $.01 par value	3,780	
Stock Options (Right to	$ 17.1913	Â	Â	Â	Â	Â	03/31/1999	03/30/2009	Common Stock	5,192	

buy)										
Stock Options (Right to buy)	$ 18.0413	Â	Â	Â	Â	Â	09/30/1998	09/29/2008	Common stock $.01 par value	3,298
Stock Options (Right to buy)	$ 18.6788	Â	Â	Â	Â	Â	12/31/1998	12/30/2008	Common stock $.01 par value	3,793
Stock Options (Right to buy)	$ 19.3588	Â	Â	Â	Â	Â	06/30/1998	06/29/2008	Common stock $.01 par value	1,904
2001 Dir. Stock Option (Right to Buy)	$ 9.96	Â	Â	Â	Â	Â	05/21/2004	05/20/2013	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCLENNAN JAMES DUDLEY 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE,Â ILÂ 60515-1700	Â X	Â	Â	Â

Signatures

Sandra L. Groman by power of attorney	02/11/2005
**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) Includes 63 shares acquired through dividend reinvestment during the months of August and December 2004.

(2) The option is exercisable in five equal annual installments beginning on the first anniversary of the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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