

SERVICEMASTER CO

Form 4

February 16, 2006

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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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GRIFFITHS BRIAN

(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)
02/14/2006

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 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 Indirect Beneficial Ownership (Instr. 4)
Common stock \$.01 par value	02/14/2006		A	4,618 A	\$ 0 15,917	D	
Common stock \$.01 par value					846 ⁽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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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 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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 9.21					12/31/2002	12/31/2012	Common Stock	7,870
1997 Option Plan (Right to Buy)	\$ 11.2222					02/13/1998	02/12/2007	Common stock \$.01 par value	38,250
2001 Dir. Stock Option (Right to Buy)	\$ 9.96					05/21/2004	05/20/2013	Common Stock	7,500
2001 Dir. Stock Option (Right to Buy)	\$ 10.02					04/27/2002	04/26/2008	Common stock \$.01 par value	15,000
2001 Dir. Stock Option (Right to Buy)	\$ 11.46					07/01/2002	06/30/2012	Common Stock	6,807
2001 Dir. Stock Option (Right to Buy)	\$ 11.6					04/01/2002	03/31/2012	Common Stock	7,692
2001 Dir. Stock Option (Right to Buy)	\$ 13.44					02/11/2006	02/10/2015	Common Stock	11,719
2001 Dir. Stock Option (Right to	\$ 13.972					04/15/2002	04/14/2009	Common Stock	15,000

Buy)						
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 8.4788	09/30/2000	09/29/2010	Common stock \$.01 par value	9,190	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 8.7232	12/31/2000	12/30/2010	Common stock \$.01 par value	5,034	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.0916	09/30/2001	09/29/2011	Common stock \$.01 par value	6,077	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.1	09/30/2002	09/29/2012	Common Stock	7,919	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.7856	03/31/2000	03/30/2010	Common stock \$.01 par value	5,646	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 10.2319	06/30/2000	06/29/2010	Common stock \$.01 par value	5,954	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 11.81	01/01/2002	12/31/2011	Common stock \$.01 par value	7,091	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 13.2069	09/30/1999	09/29/2009	Common Stock	8,367	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 15.5231	06/30/1999	06/30/2009	Common stock \$.01 par value	3,559	

Non-Employee Dir.Dis. Option (Right to Buy)	\$ 15.7392	03/31/1998	03/30/2008	Common stock \$.01 par value	3,780
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 17.1913	03/31/1999	03/30/2009	Common stock \$.01 par value	4,203
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 18.0413	09/30/1998	09/29/2008	Common stock \$.01 par value	3,298
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 18.6788	12/31/1998	12/30/2008	Common stock \$.01 par value	3,489
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 19.3588	06/30/1998	08/28/2002	Common stock \$.01 par value	2,781
Non-Employee Dir. Share Plan (Right to Buy)	\$ 9.2593	02/15/1997	02/15/2006	Common Stock	10,125

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRIFFITHS BRIAN 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700	X			

Signatures

Sandra L. Groman by power of attorney

02/16/2006

____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) Directors Deferred Fees Trust includes 94 shares acquired through the dividend reinvestment feature of the plan during the period of January through December 2005.
- (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 is insufficient, *see* Instruction 6 for procedure.

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