

SERVICEMASTER CO
Form 4
November 17, 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 *
CROMIE SCOTT J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3250 LACEY ROAD, SUITE 600

3. Date of Earliest Transaction (Month/Day/Year)
11/16/2006

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

AHS - PRESIDENT

(Street)

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

DOWNERS GROVE, IL 60515-1700

(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 Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common stock \$.01 par value	11/16/2006	11/16/2006	J		36,000	A	\$ 11.2222	118,096	D	
Common stock \$.01 par value	11/16/2006	11/16/2006	S		36,000	D	\$ 12.1154	82,096	D	
Common stock \$.01 par value								4,317 ⁽¹⁾	I	401(k) plan
Common								9,280	I	by spouse

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stock \$.01 par value				
Common stock \$.01 par value		1,091 ⁽²⁾	I	Deferred Comp
Common stock \$.01 par value		880	I	Cust. for children
Common stock \$.01 par value		160	I	Cust. for nephew

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

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SEC 1474
(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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
1997 Option Plan (Right to Buy)	\$ 11.2222	11/16/2006	11/16/2006	M	36,000	02/13/1998 02/12/2007	Common stock \$.01 par value	36,000	
1998 Empl. Stock Option(Right to Buy)	\$ 11.5					12/10/2000 12/31/2009	Common stock \$.01 par value	36,500	
1998 Empl. Stock Option(Right to Buy)	\$ 18.075					01/29/2000 01/28/2009	Common stock \$.01 par value	25,000	
1998 Empl. Stock Option(Right to Buy)	\$ 18.075					01/29/2000 01/15/2014	Common stock \$.01 par	21,000	

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to Buy)				value	
1998 Empl. Stock Option(Right to Buy)	\$ 18.2583		02/16/1999 02/15/2008	Common stock \$.01 par value	27,0
WSH Empl. Stock Option (Right to Buy)	\$ 13.87		05/04/2000 05/03/2006	Common stock \$.01 par value	1,0
2000 Employee Stock Option (Right to Buy)	\$ 8.75		08/08/2001 08/07/2007	Common stock \$.01 par value	40,0
2000 Employee Stock Option (Right to Buy)	\$ 9.88		03/18/2004 03/17/2013	Common stock \$.01 par value	30,0
2000 Employee Stock Option (Right to Buy)	\$ 10.3		12/18/2003 12/17/2009	Common stock \$.01 par value	45,0
2000 Employee Stock Option (Right to Buy)	\$ 10.52		03/16/2002 03/15/2008	Common stock \$.01 par value	50,0
2000 Employee Stock Option (Right to Buy)	\$ 13.83		02/08/2003 02/07/2009	Common stock \$.01 par value	35,0
2003 EIP Stock Appreciation Right	\$ 10.73		02/13/2005 02/12/2014	Common Stock	25,0
2003 EIP Stock Appreciation Right	\$ 12.45		02/14/2007 02/13/2016	Common Stock	40,0
2003 EIP Stock Appreciation Right	\$ 12.575		03/10/2007 03/09/2016	Common Stock	5,0

2003 EIP
 Stock Appreciation Right \$ 13.44

02/11/2006 02/10/2015 Common Stock 32,5

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROMIE SCOTT J 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700			AHS - PRESIDENT	

Signatures

Cristen Kogl by power of attorney
 11/17/2006
**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) Includes 72 shares purchased through the ServiceMaster Profit Sharing and Retirement Plan during the months of June through December 2005.
- (2) Includes 47 shares purchased through the dividend reinvestment feature of the Deferred Compensation Plan for February 2006.
- (3) The stock appreciation right is exercisable in five equal annual installments beginning on the first anniversary of the date of grant.

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.