FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 |
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| eck this box if no longer subject |
|-----------------------------------|
| Section 16. Form 4 or Form 5 |
| gations may continue. See |
| |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name ar Ligon I (Last) | <u>CA</u> CW | Issuer Name and Ticker or Trading Symbol CASELLA WASTE SYSTEMS INC [CWST] 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | c all app Direc Office below | olicable) ctor er (give title v) | | 10% Owner Other (specify below) | | | | | |
|--|--|---|-----------------|-------------------------------------|--|--|-------------------------------------|---------------------------|---|---------------|---|---|------------------------------|--|---|-------------------------------|--|--|---|
| 25 GREENS HILL LANE | | | | | | 02/22/2023 | | | | | | | | SR VP of Sustainable Growth | | | | | |
| (Street) RUTLAND VT 05701 | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Indiv Line) | | Joint/Group | | . | |
| (City) | | | Zip) | | _ | | | | | | | | | | 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. Transact Date (Month/Day | | | | | Execution Year) if any | | eemed Ition Date, h/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 | | | | | ties cially I Following | | | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | Code | v | Amount | (A) or (D) | Price | | | ted action(s) 3 and 4) | | | (Instr. 4) | | |
| Class A Common Stock 0 | | | | |)2/22/2023 | | | | A | | 2,762(1) | A | , | \$0 | 24 | 4,850 | | D | |
| Class A Common Stock 02/23/2 | | | | |)23 | | | | S ⁽²⁾ | | 600 | D | \$75 | 5.39 ⁽³⁾ | 9 ⁽³⁾ 24,250 | | D | | |
| Class A Common Stock 02/23/20 | | | | |)23 | | | | S ⁽²⁾ | | 269 | D | \$76 | 5.22 ⁽⁴⁾ | 2 | 3,981 | | D | |
| Class A Common Stock | | | | | | | | | | | | | | | | 27 | | | By daughter |
| | 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) | Execu if any | eemed ution Date, h/Day/Year) | saction of De Clinstr. Se Action (A) Discontinuous of Clinstr. | | osed) r. 3, 4 | 6. Dat Expira (Mont | ation D | | 7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4) | | Der Sec (Ins | Price of ivative curity str. 5) | derivative Securities | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Cod | | v | (A) | (D) | Date Exercisable | | Expiration Date | Title | or Number of Shares | | | | | | |

Explanation of Responses:

- 1. Represents shares of Class A Common Stock acquired by the reporting person upon the vesting of performance-based stock units (PSUs) granted to the reporting person on March 12, 2020, as a result of the level of achievement by Casella Waste Systems, Inc. of certain performance objectives during the period running from January 1, 2022 through December 31, 2022, and a multiplier based on relative total shareholder return for the period running from January 1, 2020 to December 31, 2022.
- 2. Represents shares of Class A Common Stock automatically sold by the reporting person to satisfy tax withholding obligations in connection with the vesting of PSUs granted to the reporting person on March 12, 2020. The automatic sale of the reporting person's shares of Class A Common Stock is provided for in a performance-based stock unit agreement constituting a "sell-to-cover transaction" intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Securities Exchange Act of 1934 and the sale does not represent a discretionary trade by the reporting person.
- 3. Represents the weighted average sales price for shares sold in multiple transactions, ranging from \$74.89 to \$75.88. Upon request of the staff of the Securities and Exchange Commission, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.
- 4. Represents the weighted average sales price for shares sold in multiple transactions, ranging from \$75.89 to \$76.86. Upon request of the Securities and Exchange Commission, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

Remarks:

/s/ Paul Ligon

02/24/2023

** Signature of Reporting Person Date

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

- * 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.