SEC Form 4

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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

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

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	Estimated average burden	
	hours per response:	0.5
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1. Name and Addre Johnson Edv	1 0	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>CASELLA WASTE SYSTEMS INC</u> [CWST]		tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner		
(l. cot)	(Eirot)			X	Officer (give title below)	Other (specify below)	
(Last) (First) (Middle) 25 GREENS HILL LANE C/O CASELLA WASTE SYSTEMS, INC.			3. Date of Earliest Transaction (Month/Day/Year) 08/22/2019		President &	coo	
(Street) RUTLAND VT 05701		05701 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting 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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	08/22/2019		М		68,401	Α	\$5.71	414,545	D	
Class A Common Stock	08/22/2019		S		68,401	D	\$46.0396(1)	338,844	D	

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. Transa Code (8)		of Expira		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$5.71	08/22/2019		М		27,064		12/31/2013	12/11/2023	Class A Common Stock	27,064	\$0	0	D	
Employee Stock Option (right to buy)	\$5.71	08/22/2019		М		41,337		12/31/2015	12/11/2023	Class A Common Stock	41,377	\$0	0	D	

Explanation of Responses:

1. Represents the weighted average sales price for shares sold in multiple transactions, ranging from \$46.00 to \$46.145. 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.

/s/ Edwin D. Johnson

** Signature of Reporting Person

08/26/2019

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.