

MROZEK ERNEST J
Form 5
February 13, 2006

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
MROZEK ERNEST J

(Last) (First) (Middle)

3250 LACEY ROAD, SUITE 600

(Street)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
PRESIDENT & COO

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

6. Individual or Joint/Group Reporting

(check applicable line)

DOWNERS GROVE, IL 60515-1700

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 Ownership (Instr. 4) | |
| | | | | (A) | or | (D) | Price | | | |
| Common stock \$.01 par value | Â | Â | Â | Â | Â | Â | 499,549 | D | Â | |
| Common stock \$.01 par value | Â | Â | Â | Â | Â | Â | 4,804 ⁽¹⁾ | I | by 401(k) plan | |
| Common stock \$.01 par value | Â | Â | Â | Â | Â | Â | 3,272 ⁽²⁾ | I | Deferred Comp | |

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

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 control number.

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(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 of Underlying Security (Instr. 3 and 4) | Annual Share |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|--------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | |
| Stock Options (Right to buy) | \$ 13.83 | Â | Â | Â | Â | Â | 02/08/2003 | 02/07/2009 | Common stock \$0.01 par value | 10 |
| Stock Options (Right to buy) | \$ 13.972 | Â | Â | Â | Â | Â | 05/03/2003 | 05/02/2009 | Common stock \$0.01 par value | 20 |
| 1997 Option Plan (Right to Buy) | \$ 11.2222 | Â | Â | Â | Â | Â | 02/13/1998 | 02/12/2007 | Common stock \$0.01 par value | 30 |
| 1998 Non-Qual. Stock Option (Right to Buy) | \$ 18.075 | Â | Â | Â | Â | Â | 01/29/2000 | 01/28/2009 | Common Stock | 8 |
| Senior Ex. Ownership Elec. Plan (Right to Buy) | \$ 11.5 | Â | Â | Â | Â | Â | 12/31/2000 | 12/31/2009 | Common stock \$0.01 par value | 6 |
| 1998 Empl. Stock Option (Right to Buy) | \$ 18.2583 | Â | Â | Â | Â | Â | 02/16/1999 | 02/15/2008 | Common stock \$0.01 par value | 5 |
| 2000 Empl. Stock Option (Right to Buy) | \$ 8.75 | Â | Â | Â | Â | Â | 08/08/2001 | 08/07/2007 | Common stock \$0.01 par value | 17 |

