

SERVICEMASTER CO
Form 4
July 26, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HARRIS SIDNEY E

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
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/24/2007

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

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) Price			
Common stock \$.01 par value	07/24/2007		D	22,876 D \$ 15.625	0 ⁽¹⁾	D	
Common stock \$.01 par value	07/24/2007		D	15,382 D \$ 15.625	0 ⁽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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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 Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Stock Options (Right to buy)	\$ 8.4788	07/24/2007		D	8,354	09/30/2000 09/29/2010	Common Stock	8,354
Stock Options (Right to buy)	\$ 9.21	07/24/2007		D	4,244	12/31/2002 12/31/2012	Common Stock	4,244
Stock Options (Right to buy)	\$ 9.7325	07/24/2007		D	1,019	12/31/1999 12/30/2009	Common stock \$0.01 par value	1,019
Stock Options (Right to buy)	\$ 9.7856	07/24/2007		D	5,646	03/31/2000 03/30/2010	Common stock \$0.01 par value	5,646
Stock Options (Right to buy)	\$ 10.02	07/24/2007		D	15,000	04/27/2002 04/26/2008	Common Stock	15,000
Stock Options (Right to buy)	\$ 10.2319	07/24/2007		D	10,938	06/30/2000 06/29/2010	Common stock \$0.01 par value	10,938
Stock Options (Right to buy)	\$ 13.2069	07/24/2007		D	7,187	09/30/1999 09/29/2009	Common stock \$0.01 par value	7,187
Stock Options (Right to buy)	\$ 15.5231	07/24/2007		D	3,924	06/30/1999 06/29/2009	Common stock \$0.01 par value	3,924
	\$ 15.7392	07/24/2007		D	3,780	03/31/1998 03/30/2008		3,780

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Stock Options (Right to buy)								Common stock \$0.01 par value	
Stock Options (Right to buy)	\$ 17.1913	07/24/2007	D	4,203	03/31/1999	03/30/2009		Common stock \$0.01 par value	4,203
Stock Options (Right to buy)	\$ 18.0413	07/24/2007	D	3,298	09/30/1998	09/29/2008		Common stock \$0.01 par value	3,298
Stock Options (Right to buy)	\$ 18.6788	07/24/2007	D	2,276	12/31/1998	12/30/2008		Common stock \$0.01 par value	2,276
Stock Options (Right to buy)	\$ 19.3588	07/24/2007	D	2,781	06/30/1998	06/29/2008		Common stock \$0.01 par value	2,781
2001 Dir. Stock Option (Right to Buy)	\$ 8.4	07/24/2007	D	13,344	04/01/2003	03/31/2013		Common Stock	13,344
2001 Dir. Stock Option (Right to Buy)	\$ 9.02	07/24/2007	D	6,447	06/30/2003	06/29/2013		Common Stock	6,447
2001 Dir. Stock Option (Right to Buy)	\$ 9.96	07/24/2007	D	7,500	05/21/2004	05/20/2013		Common Stock	7,500
2001 Dir. Stock Option (Right to Buy)	\$ 11.46	07/24/2007	D	3,899	07/01/2002	06/30/2012		Common Stock	3,899
2001 Dir. Stock Option (Right to Buy)	\$ 11.6	07/24/2007	D	6,288	04/01/2002	03/31/2012		Common Stock	6,288
Non-Qual. Stock Option (Right to Buy)	\$ 13.972	07/24/2007	D	15,000	04/15/2003	04/14/2012		Common Stock	15,000
	\$ 9.1	07/24/2007	D	5,823	09/30/2002	09/29/2012			5,823

Non-Employee
 Dir.Dis.
 Option
 (Right to
 Buy)

Common
 Stock

Reporting Owners

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

Signatures

Cristen Kogl by powr of attorney
 07/26/2007

__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) Pursuant to the acquisition of The ServiceMaster Company by ServiceMaster Global Holdings Inc. effective July 24, 2007, the stockholder received \$15.625 in cash for each outstanding share of common stock.

 Pursuant to the acquisition of The ServiceMaster Company by ServiceMaster Global Holdings Inc. effective July 24, 2007, each stock option and Stock Appreciation Right (SAR), regardless of whether it was exercisable upon completion of the merger, was cancelled by
 - (2) ServiceMaster and the holder of the stock option received a cash payment equal to the positive "spread" (if any) between the \$15.625 per share merger price and the exercise price of the stock option or SAR, times the number of shares subject to the stock option or SAR. This amount (if any) will be subject to all applicable federal, state and local taxes required to be withheld.

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.