

SERVICEMASTER CO
Form 3
March 09, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| ASCOLESE RICHARD A | | (Month/Day/Year) | SERVICEMASTER CO [SVM] | |
| (Last) | (First) | (Middle) | 02/28/2006 | |
| 3250 LACEY ROAD, SUITE 600 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| DOWNS | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| GROVE, IL 60515-1700 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | CHIEF OPERATING OFFICER | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common stock \$.01 par value | 125,781 | D | |
| Common stock \$.01 par value | 2,260 | I | by 401(k) Plan |
| Common stock \$.01 par value | 1,476 | I | Deferred Comp |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|--|--|--|---------------|--------------|----------------------------------|
|--|--|--|---------------|--------------|----------------------------------|

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| | Date Exercisable | Expiration Date | Derivative Security (Instr. 4) Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|---|------------------|-----------------|---|----------------------------|--|--|----------------------|
| 1997 Option Plan (Right to Buy) | 02/13/1998 | 02/12/2007 | Common stock \$.01 par value | 20,250 | \$ 11.2222 | D | Â |
| 1998 Non-Qual.Stock Option (Right to Buy) | 08/08/2001 | 08/07/2007 | Common stock \$.01 par value | 17,500 | \$ 8.75 | D | Â |
| 1998 Non-Qual.Stock Option (Right to Buy) | 04/03/2001 | 04/02/2010 | Common stock \$.01 par value | 10,000 | \$ 11.4125 | D | Â |
| 1998 Non-Qual.Stock Option (Right to Buy) | 01/29/2000 | 01/28/2009 | Common stock \$.01 par value | 8,000 | \$ 18.075 | D | Â |
| 1998 Non-Qual.Stock Option (Right to Buy) | 01/29/2000 | 01/28/2009 | Common stock \$.01 par value | 8,750 | \$ 18.075 | D | Â |
| 1998 Non-Qual.Stock Option (Right to Buy) | 02/16/1999 | 02/15/2008 | Common stock \$.01 par value | 11,250 | \$ 18.2583 | D | Â |
| 2000 Emplée Stock Option (Right to Buy) | 03/18/2004 | 03/17/2013 | Common stock \$.01 par value | 11,333 | \$ 9.88 | D | Â |
| 2000 Emplée Stock Option (Right to Buy) | 12/18/2003 | 12/17/2009 | Common stock \$.01 par value | 22,000 | \$ 10.3 | D | Â |
| 2000 Emplée Stock Option (Right to Buy) | 03/16/2002 | 03/15/2008 | Common stock \$.01 par value | 10,000 | \$ 10.52 | D | Â |
| 2000 Emplée Stock Option (Right to Buy) | 02/08/2003 | 02/07/2009 | Common stock \$.01 par value | 15,000 | \$ 13.83 | D | Â |
| WSH Emplée Stock Option (Right to Buy) | 05/04/2001 | 05/03/2006 | Common stock \$.01 par value | 270 | \$ 13.87 | D | Â |
| 2003 EIP Stock Appreciation Right | 02/13/2005 | 02/12/2014 | Common stock \$.01 par value | 9,500 | \$ 10.73 | D | Â |
| 2003 EIP Stock Appreciation Right | 02/14/2007 | 02/13/2016 | Common stock \$.01 | 20,000 | \$ 12.45 | D | Â |

| | | | par value | | | | |
|--|------------|------------|------------------------------------|--------|----------|---|---|
| 2003 EIP Stock Appreciation Right | 02/11/2006 | 02/10/2015 | Common stock \$.01 par value | 9,500 | \$ 13.44 | D | Â |
| 2003 EIP Employee Stock Option (Right to Buy) | 11/01/2005 | 10/31/2014 | Common stock \$.01 par value | 12,500 | \$ 12.78 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ASCOLESE RICHARD A 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700 | Â | Â | Â CHIEF OPERATING OFFICER | Â |

Signatures

SANDRA
GROMAN 03/09/2006

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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.

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