

HANSEN ERIC  
Form 4  
May 10, 2005

**FORM 4**

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

OMB APPROVAL

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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 \*  
HANSEN ERIC

2. Issuer Name and Ticker or Trading Symbol  
WASTE CONNECTIONS INC/DE [WCN]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Vice President

(Last) (First) (Middle)  
35 IRON POINT CIRCLE, SUITE 200  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/06/2005

FOLSOM, CA 95630

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

(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 Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	05/06/2005		M	2,499 A \$ 21.75	2,499	D	
Common Stock	05/06/2005		S	2,499 D \$ 36.3	0	D	
Common Stock	05/09/2005		M	5,403 A \$ 21.75	5,403	D	
Common Stock	05/09/2005		S	5,403 D \$ 36.31	0	D	
Common Stock	05/09/2005		M	4,597 A \$ 21.75	4,597	D	

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Common Stock      05/09/2005      S      4,597      D      \$ 36.31      0      D

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

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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 Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable      Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 21.75	05/06/2005		M	2,499	02/20/2004 <sup>(1)</sup> 02/20/2013	Common Stock	2,499 <sup>(2)</sup>
Employee Stock Option (Right to Buy)	\$ 21.75	05/09/2005		M	5,403	02/20/2004 <sup>(1)</sup> 02/20/2013	Common Stock	5,403 <sup>(2)</sup>
Employee Stock Option (Right to Buy)	\$ 21.75	05/09/2005		M	4,597	02/20/2004 <sup>(4)</sup> 02/20/2013	Common Stock	4,597 <sup>(5)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HANSEN ERIC 35 IRON POINT CIRCLE SUITE 200			Vice President	

FOLSOM, CA 95630

## Signatures

Eric Hansen

05/10/2005

\_\_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) Option for 23,708 shares, 1/3 exercisable 2/20/04, 2/20/05 & 2/20/06.

(2) This option was previously reported as an option for 15,805 shares of common stock at an exercise price of \$32.62 per share, but was adjusted to reflect the 50% stock dividend declared by WCI on May 26, 2004, which was payable on June 24, 2004, to all holders of record of common stock on June 10, 2004. Accordingly, on June 24, 2004, the date the stock dividend was paid, the option became exercisable for 23,708 shares at an exercise price of \$21.75 per share.

(3) The zero in Table II, Column 8 is a placeholder only that is required by the EDGAR software and should be disregarded.

(4) Option for 13,793 shares, 1/3 exercisable 2/20/04, 2/20/05 & 2/20/06.

(5) This option was previously reported as an option for 9,195 shares of common stock at an exercise price of \$32.62 per share, but was adjusted to reflect the 50% stock dividend declared by WCI on May 26, 2004, which was payable on June 24, 2004, to all holders of record of common stock on June 10, 2004. Accordingly, on June 24, 2004, the date the stock dividend was paid, the option became exercisable for 13,793 shares at an exercise price of \$21.75 per share.

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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