

SERVICEMASTER CO
Form 5
February 14, 2005

FORM 5

**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).
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 *
BEREZNY PAUL W JR

(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)
12/31/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DOWNERS
GROVE, IL 60515-1700

(City) (State) (Zip)

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)	(A) or (D)	Price	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 Indirect Beneficial Ownership (Instr. 4)
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	2,500	D	Â
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	662,984	I	Berezny Holding
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	1,260	I	by Partnership

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Common stock \$.01 par value	11/17/2004	Â	W	2,500	A	\$ 0	2,500	I	by Spouse
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	76,817	I	by Trust for self
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	540,064	I	by Trust for wife
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	61,192	I	Cust. for children
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	1,443 ⁽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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(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
						Date Exercisable	Expiration Date		
Stock Options (Right to buy)	\$ 8.4788	Â	Â	Â	Â	Â	09/30/2000 09/29/2010	Common Stock	10,52
Stock Options (Right to buy)	\$ 8.7232	Â	Â	Â	Â	Â	12/31/2000 12/30/2010	Common Stock	4,385
Stock Options (Right to buy)	\$ 9.0916	Â	Â	Â	Â	Â	09/30/2001 09/29/2011	Common stock \$.01 par	7,947

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buy)										value	
Stock Options (Right to buy)	\$ 9.21	Â	Â	Â	Â	Â	12/31/2002	12/31/2012	Common Stock		7,870
Stock Options (Right to buy)	\$ 9.2593	Â	Â	Â	Â	Â	02/16/1997	02/15/2006	Common stock \$0.01 par value		10,12
Stock Options (Right to buy)	\$ 9.7325	Â	Â	Â	Â	Â	12/31/1999	12/30/2009	Common Stock		2,183
Stock Options (Right to buy)	\$ 9.7856	Â	Â	Â	Â	Â	03/31/2000	03/30/2010	Common Stock		5,640
Stock Options (Right to buy)	\$ 10.02	Â	Â	Â	Â	Â	04/27/2002	04/26/2008	Common Stock		15,00
Stock Options (Right to buy)	\$ 10.2319	Â	Â	Â	Â	Â	06/30/2000	06/29/2010	Common Stock		4,292
Stock Options (Right to buy)	\$ 11.2222	Â	Â	Â	Â	Â	02/13/1998	02/12/2007	Common stock \$0.01 par value		11,25
Stock Options (Right to buy)	\$ 11.81	Â	Â	Â	Â	Â	01/01/2002	12/31/2011	Common Stock		6,611
Stock Options (Right to buy)	\$ 13.2069	Â	Â	Â	Â	Â	09/30/1999	09/29/2009	Common Stock		8,045
Stock Options (Right to buy)	\$ 15.5231	Â	Â	Â	Â	Â	06/30/1999	06/29/2009	Common stock \$0.01 par value		2,464
Stock Options (Right to buy)	\$ 15.7392	Â	Â	Â	Â	Â	03/31/1998	03/30/2008	Common stock \$0.01 par value		3,780

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Stock Options (Right to buy)	\$ 17.1913	Â	Â	Â	Â	Â	03/31/1999	03/30/2009	Common stock \$0.01 par value	4,203
Stock Options (Right to buy)	\$ 18.0413	Â	Â	Â	Â	Â	09/30/1998	09/29/2008	Common Stock	3,298
Stock Options (Right to buy)	\$ 18.6788	Â	Â	Â	Â	Â	12/31/1998	12/30/2008	Common stock \$0.01 par value	2,882
Stock Options (Right to buy)	\$ 19.3588	Â	Â	Â	Â	Â	06/30/1998	06/29/2008	Common stock \$0.01 par value	1,904
2001 Dir. Stock Option (Right to Buy)	\$ 8.4	Â	Â	Â	Â	Â	04/01/2003	03/31/2013	Common Stock	14,69
2001 Dir. Stock Option (Right to Buy)	\$ 8.63	Â	Â	Â	Â	Â	09/30/2003	09/29/2013	Common Stock	6,414
2001 Dir. Stock Option (Right to Buy)	\$ 9.02	Â	Â	Â	Â	Â	06/30/2003	06/29/2013	Common Stock	6,761
2001 Dir. Stock Option (Right to Buy)	\$ 9.94	Â	Â	Â	Â	Â	12/31/2003	12/30/2013	Common Stock	5,571
2001 Dir. Stock Option (Right to Buy)	\$ 9.96	Â	Â	Â	Â	Â	05/21/2004	05/20/2013	Common Stock	7,500
2001 Dir. Stock Option (Right to Buy)	\$ 10.73	Â	Â	Â	Â	Â	02/13/2005	02/12/2014	Common Stock	29,35
2001 Dir. Stock Option (Right to Buy)	\$ 11.46	Â	Â	Â	Â	Â	07/01/2002	06/30/2012	Common Stock	3,342
	\$ 11.6	Â	Â	Â	Â	Â	04/01/2002	03/31/2012		9,640

2001 Dir. Stock Option (Right to Buy)										Common stock \$.01 par value	
Non-Qual. Stock Option (Right to Buy)	\$ 13.972	Â	Â	Â	Â	Â	04/15/2003	04/14/2009		Common Stock	15,000
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.1	Â	Â	Â	Â	Â	09/30/2002	09/29/2012		Common Stock	7,919

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEREZNY PAUL W JR 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700	Â X	Â	Â	Â

Signatures

Sandra L. Groman by power of attorney
Date: 02/14/2005

**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) Includes 51 shares acquired through dividend reinvestment during the months of January through December 2004.

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