

Thibodeaux Gregory
Form 3/A
January 31, 2011

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2011
Estimated average burden hours per response... 0.5

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 | |
| Thibodeaux Gregory | | (Month/Day/Year) | WASTE CONNECTIONS, INC. [WCN] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | 01/31/2011 |
| 2295 IRON POINT ROAD, SUITE 200 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| FOLSOM, CA 95630 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | Vice President | <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 | 1,125 ⁽¹⁾ | D | ^ |
| Common Stock | 1,575 ⁽²⁾ | D | ^ |
| Common Stock | 2,025 ⁽³⁾ | D | ^ |
| Common Stock | 2,301 ⁽⁴⁾ | D | ^ |
| Common Stock | 2,678 ⁽⁵⁾ | D | ^ |
| Common Stock | 3 ⁽⁶⁾ | D | ^ |
| Common Stock | 4 ⁽⁷⁾ | D | ^ |
| Common Stock | 5 ⁽⁸⁾ | D | ^ |
| Common Stock | 6 ⁽⁹⁾ | D | ^ |
| Common Stock | 7 ⁽¹⁰⁾ | D | ^ |

Edgar Filing: Thibodeaux Gregory - Form 3/A

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

SEC 1473 (7-02)

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.

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 Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | | | |
| | | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Thibodeaux Gregory 2295 IRON POINT ROAD SUITE 200 FOLSOM, CA 95630 | Â | Â | Â Vice President | Â |

Signatures

Gregory
Thibodeaux

01/31/2011

**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).
- (1) This represents restricted stock units originally awarded 2/14/06. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in one installment on 2/14/11.
 - (2) This represents restricted stock units originally awarded 2/1/07. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in two equal installments commencing on 2/1/11.
 - (3) This represents restricted stock units originally awarded 2/5/08. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in three equal installments commencing on 2/5/11.
 - (4) This represents restricted stock units originally awarded 2/11/09. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in four equal installments commencing on 2/11/11.
 - (5) This represents restricted stock units originally awarded 2/11/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall

Edgar Filing: Thibodeaux Gregory - Form 3/A

vest and the underlying shares of common stock shall be issued in four equal installments commencing on 2/11/11.

(6) This represents restricted stock units originally awarded 11/12/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in one installment on 2/14/11. This grant was inadvertently omitted from the original filing.

(7) This represents restricted stock units originally awarded 11/12/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in two equal installments commencing on 2/1/11. This grant was inadvertently omitted from the original filing.

(8) This represents restricted stock units originally awarded 11/12/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in three equal installments commencing on 2/5/11. This grant was inadvertently omitted from the original filing.

(9) This represents restricted stock units originally awarded 11/12/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in four equal installments commencing on 2/11/11. This grant was inadvertently omitted from the original filing.

(10) This represents restricted stock units originally awarded 11/12/10. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the remainder of the award shall vest and the underlying shares of common stock shall be issued in 4 equal installments commencing on 2/11/11. This grant was inadvertently omitted from the original filing.

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.