

SERVICEMASTER CO
 Form 5
 February 11, 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 *
WESSNER DAVID K

 (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

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

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

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	7,859	D	Â
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	227,000	I	by Trust for self
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	227,000	I	by trust for spouse

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Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	46,246	I	Cust. for children
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	59,943 ⁽¹⁾	I	Dir. Def Fee Trust
Common stock \$.01 par value	Â	Â	Â	Â	Â	Â	545,620	I	Director Investment Co.

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

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SEC 2270 (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	7,018
Stock Options (Right to buy)	\$ 9.21	Â	Â	Â	Â	Â	12/31/2002 12/31/2012	Common Stock	11,72
Stock Options (Right to buy)	\$ 9.2593	Â	Â	Â	Â	Â	02/16/1997 02/15/2006	Common Stock	10,12
Stock Options (Right to buy)	\$ 9.7856	Â	Â	Â	Â	Â	03/31/2000 03/30/2010	Common Stock	7,962
Stock	\$ 10.02	Â	Â	Â	Â	Â	04/27/2002 04/26/2008	Common	15,00

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Options (Right to buy)										Stock	
Stock Options (Right to buy)	\$ 10.2319	Â	Â	Â	Â	Â	06/30/2000	06/29/2010	Common Stock	9,830	
Stock Options (Right to buy)	\$ 13.2069	Â	Â	Â	Â	Â	09/30/1999	09/29/2009	Common Stock	4,505	
Stock Options (Right to buy)	\$ 15.5231	Â	Â	Â	Â	Â	06/30/1999	06/29/2009	Common Stock	3,833	
Stock Options (Right to buy)	\$ 15.7392	Â	Â	Â	Â	Â	03/31/1998	03/30/2008	Common Stock	3,780	
Stock Options (Right to buy)	\$ 17.1913	Â	Â	Â	Â	Â	03/31/1999	03/30/2009	Common Stock	6,922	
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	3,489	
Stock Options (Right to buy)	\$ 19.3588	Â	Â	Â	Â	Â	06/30/1998	06/29/2008	Common Stock	2,781	
2001 Dir. Stock Option (Right to Buy)	\$ 8.4	Â	Â	Â	Â	Â	04/01/2003	03/31/2013	Common Stock	18,240	
2001 Dir. Stock Option (Right to Buy)	\$ 8.63	Â	Â	Â	Â	Â	09/30/2003	09/29/2013	Common Stock	9,868	
2001 Dir. Stock Option	\$ 9.02	Â	Â	Â	Â	Â	06/30/2003	06/29/2013	Common Stock	10,060	

(Right to Buy)												
2001 Dir. Stock Option (Right to Buy)	\$ 9.94	Â	Â	Â	Â	Â	12/31/2003	12/30/2013	Common Stock	6,280		
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)	\$ 11.46	Â	Â	Â	Â	Â	07/01/2002	06/30/2012	Common Stock	7,420		
2001 Dir. Stock Option (Right to Buy)	\$ 11.6	Â	Â	Â	Â	Â	04/01/2002	03/31/2012	Common Stock	19,040		
2001 Dir. Stock Option (Right to Buy)	\$ 13.972	Â	Â	Â	Â	Â	04/15/2002	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	11,800		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WESSNER DAVID K 3250 LACEY ROAD, SUITE 600 DOWNERS GROVE, IL 60515-1700	Â X	Â	Â	Â

Signatures

Sandra L. Groman by power of attorney
Date: 02/11/2005

**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)

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Directors Deferred Fees Trust includes 497 shares purchased through the dividend reinvestment feature of the plan pursuant to the November 30, 2004 dividend.

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