

CASELLA WASTE SYSTEMS INC

Form 8-K

October 03, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 3, 2012**

**Casella Waste Systems, Inc.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**

**of Incorporation)**

**000-23211**  
**(Commission**  
**File Number)**

**03-0338873**  
**(IRS Employer**  
**Identification No.)**

**25 Greens Hill Lane**

**05701**

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**Rutland, Vermont**  
(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (802) 775-0325

**Not applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On October 3, 2012, Casella Waste Systems, Inc. (the Company) closed its previously announced underwritten registered public offering of Class A common stock (the Common Stock). The total number of shares of Common Stock sold was 11,500,000, composed of 10,000,000 shares of Common Stock initially offered and an additional 1,500,000 shares of Common Stock sold pursuant to the exercise of the underwriters over-allotment option, in each case at a public offering price of \$4.00 per share. All of the shares in the offering were sold by the Company. The net proceeds to the Company from the offering, after deducting underwriting discounts and commissions and estimated offering expenses, are approximately \$42,418,000.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CASELLA WASTE SYSTEMS, INC.

Date: October 3, 2012

By: /s/ Edwin D. Johnson  
Name: Edwin D. Johnson  
Title: Senior Vice President and Chief

Financial Officer