

WASTE CONNECTIONS INC/DE

Form 4

August 12, 2002

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| | UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | |
| Form 4 | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP 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(f) of the Investment Company Act of 1940 | OMB APPROVAL <u>OMB</u> <u>Number:K235-0287</u> <u>Expires: December 31, 2001</u> Estimated average burden hours per response H.5 | |
| | Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b) | | |
| (Print or Type Responses) | | | |
| 1 .Name and Address of Reporting Person | 2. Issuer Name and Ticker or Trading Symbol Waste Connections, Inc. / WCNX | 6. Relationship of Reporting Person(s) to Issuer | |

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| Little James (Last) (First) (Middle) | 3. IRS Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Year March 2002 | (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify title below) <u>Vice President - Engineering</u> |
| 620 Coolidge Drive, Suite 350 (Street) | 5. If Amendment, Date of Original (Month/Year) | 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Folsom, CA 95630 (City) (State) (Zip) Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 AND 5) | | | | Price | 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--------------------------------|---|---|---------|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | | | | |
| Common Stock | 3/4/02 | M | 2,334 | A | \$11.75 | 0 | D | | | |
| Common Stock | 3/4/02 | S | 2,334 | D | \$32.26 | 0 | D | | | |
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (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 Securities Underlying Derivative Security (Inst. 4) | |
|--|--|--------------------------------------|--------------------------------|---|---|---|---------|--|-----------------|
| | | | Code | V | | (A) | (D) | Date Exercisable | Expiration Date |
| Employee Stock Option (Right to Buy) | \$11.75 | 3/4/02 | M | | 2,334 | * | 12/6/09 | Common Stock | 2,334 |

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Explanation of Responses:

* Option for 7,000 shares, 1/3 exercisable on 12/6/00, 12/6/01 and 12/6/02

/s/ James Little 8/12/02

James Little Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff

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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