

GRIFFITHS BRIAN
Form 4
February 15, 2005

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GRIFFITHS BRIAN

2. Issuer Name and Ticker or Trading Symbol
SERVICEMASTER CO [SVM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3250 LACEY ROAD, SUITE 600
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/11/2005

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

DOWNERS
GROVE, IL 60515-1700

(City) (State) (Zip)

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)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (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) Price			
Common stock \$.01 par value	02/11/2005		A	3,906 A \$ 0	11,299	D	
Common stock \$.01 par value					817	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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SEC 1474 (9-02)

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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. 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 Security (Instr. 3 and 4)	Amount or Number of	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Stock Options (Right to buy)	\$ 9.21					12/31/2002	12/31/2012	Common Stock	7
1997 Option Plan (Right to Buy)	\$ 11.2222					02/13/1998	02/12/2007	Common stock \$\$.01 par value	38
2001 Dir. Stock Option (Right to Buy)	\$ 9.96					05/21/2004	05/20/2013	Common Stock	7
2001 Dir. Stock Option (Right to Buy)	\$ 10.02					04/27/2002	04/26/2008	Common stock \$\$.01 par value	15
2001 Dir. Stock Option (Right to Buy)	\$ 11.46					07/01/2002	06/30/2012	Common Stock	6
2001 Dir. Stock Option (Right to Buy)	\$ 11.6					04/01/2002	03/31/2012	Common Stock	7
2001 Dir. Stock Option (Right to Buy)	\$ 13.44	02/11/2005		A	11,719	02/11/2006 ⁽¹⁾	02/10/2015	Common Stock	11
2001 Dir. Stock Option (Right to Buy)	\$ 13.972					04/15/2002	04/14/2009	Common Stock	15
	\$ 8.4788					09/30/2000	09/29/2010		9

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Non-Employee Dir.Dis. Option (Right to Buy)				Common stock \$.01 par value	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 8.7232		12/31/2000	12/30/2010	Common stock \$.01 par value 5
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.0916		09/30/2001	09/29/2011	Common stock \$.01 par value 6
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.1		09/30/2002	09/29/2012	Common Stock 7
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 9.7856		03/31/2000	03/30/2010	Common stock \$.01 par value 5
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 10.2319		06/30/2000	06/29/2010	Common stock \$.01 par value 5
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 11.81		01/01/2002	12/31/2011	Common stock \$.01 par value 7
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 13.2069		09/30/1999	09/29/2009	Common Stock 8
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 15.5231		06/30/1999	06/30/2009	Common stock \$.01 par value 3
	\$ 15.7392		03/31/1998	03/30/2008	3

Non-Employee Dir.Dis. Option (Right to Buy)				Common stock \$.01 par value	
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 17.1913	03/31/1999	03/30/2009	Common stock \$.01 par value	4
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 18.0413	09/30/1998	09/29/2008	Common stock \$.01 par value	3
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 18.6788	12/31/1998	12/30/2008	Common stock \$.01 par value	3
Non-Employee Dir.Dis. Option (Right to Buy)	\$ 19.3588	06/30/1998	08/28/2002	Common stock \$.01 par value	2
Non-Employee Dir. Share Plan (Right to Buy)	\$ 9.2593	02/15/1997	02/15/2006	Common Stock	10

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRIFFITHS BRIAN 3250 LACEY ROAD, SUITE 600 DOWNS GROVE, IL 60515-1700	X			

Signatures

Sandra L. Groman by power of attorney
02/15/2005

**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) The option is exercisable in five equal annual installments beginning on the first anniversary of the date of the grant.

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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