

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Aardsma David A</u>  (Last) (First) (Middle) 1001 FANNIN STREET, SUITE 4000  (Street) HOUSTON TX 77002  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/19/2005	3. Issuer Name and Ticker or Trading Symbol <u>WASTE MANAGEMENT INC [ WMI ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr. VP, Sales and Marketing</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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 <sup>(1)</sup>	6,400.7526	D	

**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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Option (Right to Buy) <sup>(2)</sup>	03/10/1999	03/10/2008	Common Stock 2,475	33.64	D	
Stock Option (Right to Buy) <sup>(3)</sup>	01/11/2000	01/11/2009	Common Stock 1,500	51.375	D	
Stock Option (Right to Buy) <sup>(3)</sup>	09/13/2000	09/13/2009	Common Stock 750	20.5	D	
Stock Option (Right to Buy) <sup>(4)</sup>	05/09/1998	05/09/2007	Common Stock 3,106	41.45	D	
Stock Option (Right to Buy) <sup>(5)</sup>	02/28/2001	02/28/2010	Common Stock 1,250	14.8125	D	
Stock Option (Right to Buy) <sup>(6)</sup>	03/01/2002	03/01/2011	Common Stock 25,000	24.01	D	
Phantom Stock Units <sup>(7)</sup>	08/08/1988	08/08/1988	Common Stock 991.6877	0	D	
Stock Option (right to buy) <sup>(6)</sup>	03/07/2003	03/07/2012	Common Stock 17,500	27.88	D	
Stock Option (right to buy) <sup>(6)</sup>	03/06/2004	03/06/2013	Common Stock 21,500	19.61	D	
Stock Option (right to buy) <sup>(6)</sup>	03/04/2005	03/04/2014	Common Stock 20,500	29.24	D	
Stock Option (Right to Buy) <sup>(8)</sup>	06/05/2001	06/05/2010	Common Stock 9,000	19.25	D	

**Explanation of Responses:**

- Includes 5,000 restricted stock units granted January 19, 2005 pursuant to Waste Management, Inc. 2004 Stock Incentive Plan. Awa rd vests in 25% annual increments, commencing on the first anniversary of the date of grant.
- Stock option granted pursuant to Waste Management, Inc. 1997 Equity Incentive Plan. Stock option vests in increments of one-thir d, commencing on the first anniversary of the date of grant.
- Stock option granted pursuant to Waste Management, Inc. 1993 Stock Incentive Plan. Stock option vests in 20% annual increments, commencing on the first anniversary date of the date of grant.
- Stock option granted pursuant to Waste Management, Inc. 1997 Equity Incentive Plan.
- Stock Option granted pursuant to Waste Management, Inc. 2000 Broad-Based Employee Plan. Stock option vests in 25% annual increments, commencing on the first anniversary of the date of grant.
- Stock option granted pursuant to Waste Management, Inc. 2000 Stock Incentive Plan. Stock option vests in 25% annual increments, commencing on the first anniversary of the date of grant.
- Phantom stock units accrued under the Waste Management, Inc. Retirement Savings Restoration Plan, a supplemental retirement savin gs plan. A phantom stock unit is equivalent to one share of Common Stock.
- Stock option granted pursuant to Waste Management, Inc. 1993 Stock Incentive Plan. Stock option vests in 25% annual increments, commencing on the first anniversary of the date of grant.

**Remarks:**

David A. Aardsma

01/28/2005

\*\* Signature of Reporting Person

Date

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 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).

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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