

GRIFFITHS BRIAN  
Form 5  
February 13, 2006

# 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 \*  
**GRIFFITHS BRIAN**  
  
(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)  
**12/31/2005**

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) |    |     | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|----|-----|--|--|---|
|                                 |                                      |  |                                | (A)   | or | (D) | Price  |  |   |
| Common stock \$.01 par value    | Â                                    | Â  | Â                              | Â   | Â  | Â   | 11,299   | D  | Â   |
| Common stock \$.01 par value    | Â                                    | Â  | Â                              | Â   | Â  | Â   | 846 <sup>(1)</sup>   | 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 2270 (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 Securities (Instr. 3 and 4) |                               |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|------------------|---|-------------------------------|----------------------------|
|  |  |                                      |  |                                | (A)   | (D)  | Date Exercisable | Expiration Date   | Title                         | Amount or Number of Shares |
| Stock Options (Right to buy)               | \$ 9.21  | Â                                    | Â  | Â                              | Â   | Â  | 12/31/2002       | 12/31/2012  | Common Stock                  | 7,870                      |
| 1997 Option Plan (Right to Buy)            | \$ 11.2222   | Â                                    | Â  | Â                              | Â   | Â  | 02/13/1998       | 02/12/2007  | Common stock \$0.01 par value | 38,250                     |
| 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)      | \$ 10.02   | Â                                    | Â  | Â                              | Â   | Â  | 04/27/2002       | 04/26/2008  | Common stock \$0.01 par value | 15,000                     |
| 2001 Dir. Stock Option (Right to Buy)      | \$ 11.46   | Â                                    | Â  | Â                              | Â   | Â  | 07/01/2002       | 06/30/2012  | Common Stock                  | 6,807                      |
| 2001 Dir. Stock Option (Right to Buy)      | \$ 11.6  | Â                                    | Â  | Â                              | Â   | Â  | 04/01/2002       | 03/31/2012  | Common Stock                  | 7,692                      |
| 2001 Dir. Stock Option (Right to Buy)      | \$ 13.44   | Â                                    | Â  | Â                              | Â   | Â  | 02/11/2006       | 02/10/2015  | Common Stock                  | 11,710                     |
| 2001 Dir. Stock Option (Right to Buy)      | \$ 13.972  | Â                                    | Â  | Â                              | Â   | Â  | 04/15/2002       | 04/14/2009  | Common Stock                  | 15,000                     |

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Buy)

|   |            |   |   |   |   |   |            |            |                                       |       |
|---|------------|---|---|---|---|---|------------|------------|---------------------------------------|-------|
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 8.4788  | Â | Â | Â | Â | Â | 09/30/2000 | 09/29/2010 | Common<br>stock<br>\$.01 par<br>value | 9,190 |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 8.7232  | Â | Â | Â | Â | Â | 12/31/2000 | 12/30/2010 | Common<br>stock<br>\$.01 par<br>value | 5,034 |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 9.0916  | Â | Â | Â | Â | Â | 09/30/2001 | 09/29/2011 | Common<br>stock<br>\$.01 par<br>value | 6,077 |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 9.1     | Â | Â | Â | Â | Â | 09/30/2002 | 09/29/2012 | Common<br>Stock                       | 7,919 |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 9.7856  | Â | Â | Â | Â | Â | 03/31/2000 | 03/30/2010 | Common<br>stock<br>\$.01 par<br>value | 5,640 |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 10.2319 | Â | Â | Â | Â | Â | 06/30/2000 | 06/29/2010 | Common<br>stock<br>\$.01 par<br>value | 5,954 |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 11.81   | Â | Â | Â | Â | Â | 01/01/2002 | 12/31/2011 | Common<br>stock<br>\$.01 par<br>value | 7,091 |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 13.2069 | Â | Â | Â | Â | Â | 09/30/1999 | 09/29/2009 | Common<br>Stock                       | 8,367 |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 15.5231 | Â | Â | Â | Â | Â | 06/30/1999 | 06/30/2009 | Common<br>stock<br>\$.01 par<br>value | 3,559 |

|   |            |  |  |  |  |  |            |            |                                       |        |
|---|------------|--|--|--|--|--|------------|------------|---------------------------------------|--------|
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 15.7392 |  |  |  |  |  | 03/31/1998 | 03/30/2008 | Common<br>stock<br>\$.01 par<br>value | 3,780  |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 17.1913 |  |  |  |  |  | 03/31/1999 | 03/30/2009 | Common<br>stock<br>\$.01 par<br>value | 4,200  |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 18.0413 |  |  |  |  |  | 09/30/1998 | 09/29/2008 | Common<br>stock<br>\$.01 par<br>value | 3,298  |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 18.6788 |  |  |  |  |  | 12/31/1998 | 12/30/2008 | Common<br>stock<br>\$.01 par<br>value | 3,480  |
| Non-Employee<br>Dir.Dis.<br>Option<br>(Right to<br>Buy) | \$ 19.3588 |  |  |  |  |  | 06/30/1998 | 08/28/2002 | Common<br>stock<br>\$.01 par<br>value | 2,780  |
| Non-Employee<br>Dir. Share<br>Plan (Right<br>to Buy)    | \$ 9.2593  |  |  |  |  |  | 02/15/1997 | 02/15/2006 | Common<br>Stock                       | 10,120 |

## Reporting Owners

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

## Signatures

Sandra L. Groman by power of attorney  
Date: 02/13/2006

\*\*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) Directors Deferred Fees Trust includes 94 shares acquired through the dividend reinvestment feature of the plan during the period of January through December 2005.
- (2) 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 provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.