LITTLE JAMES Form 4

February 14, 2012

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or

> 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(b).

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person \* LITTLE JAMES

Symbol

(Month/Day/Year)

02/10/2012

WASTE CONNECTIONS, INC. [WCN]

2. Issuer Name and Ticker or Trading

(Middle) 3. Date of Earliest Transaction

(Last) (First)

10001 WOODLOCH FOREST DRIVE, SUITE 400

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

\_X\_ Director 10% Owner X\_ Officer (give title Other (specify below) below) Vice President Engineering

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

IHE	WOO	DLAN	D3, .	IA	11380

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly 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)	ransaction(A) or Disposed of (D) ode (Instr. 3, 4 and 5)		5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
~			Code V			Price	(Instr. 3 and 4)		
Common Stock	02/10/2012		A	11,532 (2)	A	\$0	52,659	D	
Common Stock	02/11/2012		F	804 (1)	D	\$ 31.48	51,855	D	
Common Stock	02/11/2012		F	3 (1)	D	\$ 31.48	51,852	D	
Common Stock	02/11/2012		F	1,063 (1)	D	\$ 31.48	50,789	D	
Common Stock	02/11/2012		F	4 (1)	D	\$ 31.48	50,785	D	

Common Stock 02/11/2012 F  $796 \frac{(1)}{2}$  D  $\frac{\$}{31.48}$  49,989 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)			5. onNumber	6. Date Exerc Expiration D	ate	7. Titl	nt of	8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day/	(Year)	Under	, ,	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)				Secur		(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	Title	Or		
						Exercisable	Date	Title	Number		
				Code V	(A) (D)				of Charac		
				Code v	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LITTLE JAMES 10001 WOODLOCH FOREST DRIVE SUITE 400

X Vice President Engineering

THE WOODLANDS, TX 77380

## **Signatures**

James Little 02/14/2012

\*\*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).

Represents shares withheld by the Company from an award of restricted stock units in satisfaction of the applicable withholding taxes due as a result of the vesting of those restricted stock units, through an automatic share withholding procedure. Pursuant to this procedure the Company withholds, as the units vest, a portion of the vested shares issuable under the award with a fair market value (measured as of the vesting date) equal to the amount of such withholding taxes.

Reporting Owners 2

This represents an award of restricted stock units. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the award shall vest in four equal, annual installments, commencing on the first anniversary of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space 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. SIZE="2">Delaware Valley Regional Finance Authority, 5.75%, 7/1/32 \$1,000 \$1,193,720

Pennsylvania, 4.00%, 4/1/29(1)(2)

3,000 3,187,740

West York Area School District, 5.00%, 4/1/33

750 836,242

\$5,217,702

#### Hospital 15.2%

Chester County Health and Education Facilities Authority, (Jefferson Health System), 5.00%, 5/15/40

\$750 \$794,730

Franklin County Industrial Development Authority, (The Chambersburg Hospital), 5.375%, 7/1/42

1,000 1,059,600

Lehigh County General Purpose Authority, (Lehigh Valley Health Network), 4.00%, 7/1/33

500 512,400

Monroe County Hospital Authority, (Pocono Medical Center), 5.125%, 1/1/37

1,250 1,281,975

Monroeville Finance Authority, (UPMC Obligated Group), 5.00%, 2/15/42

500 533,655

Northampton County General Purpose Authority, (Saint Luke s Hospital), 5.50%, 8/15/33

250 267,518

Pennsylvania Higher Educational Facilities Authority, (UPMC Health System), 5.00%, 5/15/31
675 726,280
Philadelphia Hospitals and Higher Education Facilities Authority, 5.00%, 7/1/32
750 828,645
South Fork Municipal Authority, (Conemaugh Health System), 5.50%, 7/1/29
250 271,362
\$6,276,165
Housing 1.7%
East Hempfield Township Industrial Development Authority, (Student Services, Inc.), 5.00%, 7/1/39
\$175 \$179,291
Pennsylvania Housing Finance Agency, SFMR, 4.00%, 10/1/38
500 502,950
Φ(θ2.241
\$682,241

		rincipal mount		
Security	(000)	s omitted)		Value
Insured-Education 13.6%				
Lycoming County Authority, (Pennsylvania College of Technology), (AGC), 5.50%, 10/1/37	\$	500	\$	533,130
Pennsylvania Higher Educational Facilities Authority, (Drexel University), (NPFG),				
5.00%, 5/1/37		1,530		1,641,889
Pennsylvania Higher Educational Facilities Authority, (Temple University), (NPFG),		1.000		1.025.020
4.50%, 4/1/36		1,000		1,027,030
Pennsylvania Higher Educational Facilities Authority, (University of the Sciences in		500		522.220
Philadelphia), (AGC), 5.00%, 11/1/37 State Public School Building Authority, (Delaware County Community College), (AGM),		300		522,230
5.00%, 10/1/27		500		532,200
State Public School Building Authority, (Delaware County Community College), (AGM),		300		332,200
5.00%, 10/1/29		375		396,698
State Public School Building Authority, (Delaware County Community College), (AGM),		313		390,096
5.00%, 10/1/32		875		956,182
		0,0		, , , , , , , , , , , , , , , , , , ,
			\$	5,609,359
			Ψ	3,007,339
Incomed Electric Heilities 2007				
Insured-Electric Utilities 2.9% Puerto Rico Electric Power Authority, (NPFG), 5.25%, 7/1/34	\$	490	\$	471,801
	Ф	750	Ф	718,710
Puerto Rico Electric Power Authority, (NPFG), 5.25%, 7/1/35		730		/10,/10
			ф	1 100 511
			\$	1,190,511
Insured-Escrowed/Prerefunded 1.2%				
Centre County Hospital Authority, (Mount Nittany Medical Center), (AGC), Prerefunded to	\$	500	¢	£11 00£
11/15/14, 6.25%, 11/15/44	Ф	500	\$	511,285
			ф	511 205
			\$	511,285
Incurred Congrel Obligations 20.1%				
Insured-General Obligations 30.1%  Pathlaham Area Sahaal District (AGM) 5.25% 1/15/25	\$	1,250	\$	1,402,212
Bethlehem Area School District, (AGM), 5.25%, 1/15/25 Centennial School District, (AGM), 5.25%, 12/15/37	Ф	660	Ф	748,975
Central Greene School District, (AGM), 5.25 %, 12(15/35)  Central Greene School District, (AGM), 5.00%, 2/15/35		1,000		1,090,200
Erie School District, (AMBAC), 0.00%, 9/1/30		1,000		501,830
Harrisburg School District, (AGC), 5.00%, 11/15/33		500		525,200
Laurel Highlands School District, (AGM), 5.00%, 2/1/37		750		817,080
McKeesport School District, (NPFG), 0.00%, 10/1/21		2,555		2,009,712
Norwin School District, (AGM), 3.25%, 4/1/27		1,475		1,460,515
Reading School District, (AGM), 5.00%, 3/1/35		1,500		1,635,630
Scranton School District, (AGM), 5.00%, 7/15/38		1,000		1,031,200
Shaler Area School District, (XLCA), 0.00%, 9/1/33		2,550		1,158,159
			\$	12,380,713
Insured-Hospital 4.9%				
Allegheny County Hospital Development Authority, (UPMC Health System), (NPFG),				
6.00%, 7/1/24	\$	250	\$	314,523
Lehigh County General Purpose Authority, (Lehigh Valley Health Network), (AGM),				
5.00%, 7/1/35		1,620		1,703,025
			\$	2,017,548

Insured-Lease Revenue/Certificates of Participation 4.4%  Commonwealth Financing Authority, (AGC), 5.00%, 6/1/31 \$ 500 \$ 548,045  Philadelphia Authority for Industrial Development, (One Benjamin Franklin), (AGM), 4.75%, 2/15/27 1,215 1,264,876  Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523	Pennsylvania Economic Development Financing Authority, (Aqua Pennsylvania, Inc.), (BHAC), 5.00%. 10/1/39 <sup>(1)</sup>	\$	1,000	\$	1,100,210
Insured-Lease Revenue/Certificates of Participation 4.4%  Commonwealth Financing Authority, (AGC), 5.00%, 6/1/31 \$ 500 \$ 548,045  Philadelphia Authority for Industrial Development, (One Benjamin Franklin), (AGM), 4.75%, 2/15/27 1,264,876  Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523	5.00%, 10/1/39	Ф	1,000	Ф	1,100,210
Insured-Lease Revenue/Certificates of Participation 4.4%  Commonwealth Financing Authority, (AGC), 5.00%, 6/1/31 \$ 500 \$ 548,045  Philadelphia Authority for Industrial Development, (One Benjamin Franklin), (AGM), 4.75%, 2/15/27 1,264,876  Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523					
Commonwealth Financing Authority, (AGC), 5.00%, 6/1/31 \$ 500 \$ 548,045 Philadelphia Authority for Industrial Development, (One Benjamin Franklin), (AGM), 4.75%, 2/15/27 1,264,876  Insured-Special Tax Revenue 3.1% Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260 Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523				\$	1,100,210
Commonwealth Financing Authority, (AGC), 5.00%, 6/1/31 \$ 500 \$ 548,045  Philadelphia Authority for Industrial Development, (One Benjamin Franklin), (AGM),  4.75%, 2/15/27 \$ 1,264,876   Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM),  5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 \$ 1,295 171,523					
Philadelphia Authority for Industrial Development, (One Benjamin Franklin), (AGM), 4.75%, 2/15/27  Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45  1,215  1,264,876  \$ 1,215  1,264,876  \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45  1,295  171,523	Insured-Lease Revenue/Certificates of Participation 4.4%				
4.75%, 2/15/27  1,215  1,264,876  \$ 1,812,921  Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM),  5.00%, 2/1/31  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45  1,295  1,264,876  \$ 1,812,921	Commonwealth Financing Authority, (AGC), 5.00%, 6/1/31	\$	500	\$	548,045
Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523	Philadelphia Authority for Industrial Development, (One Benjamin Franklin), (AGM),				
Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523	4.75%, 2/15/27		1,215		1,264,876
Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523					
Insured-Special Tax Revenue 3.1%  Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523				\$	1.812.921
Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260 Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523				Ψ.	1,012,21
Pittsburgh and Allegheny County Sports & Exhibition Authority, Sales Tax Revenue, (AGM), 5.00%, 2/1/31 \$ 1,000 \$ 1,085,260  Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523	Incurred Special Toy Dovenue 2.1%				
5.00%, 2/1/31 \$ 1,000 \$ 1,085,260 Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45 1,295 171,523					
Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45  1,295  171,523		ф	1.000	¢.	1.005.260
		\$		\$	, ,
\$ 1.256.783	Puerto Rico Sales Tax Financing Corp., (NPFG), 0.00%, 8/1/45		1,295		171,523
\$ 1.256.783					
Ψ 1,220,705				\$	1,256,783

		incipal mount		
Security	(000)	s omitted)		Value
Insured-Transportation 5.7%				
Philadelphia, Airport Revenue, (AGC), 5.375%, 6/15/29	\$	295	\$	326,465
Puerto Rico Highway and Transportation Authority, (AGC), (CIFG), 5.25%, 7/1/41		2,100		2,040,969
			\$	2,367,434
			Ф	2,307,434
Insured-Utilities 2.4%				
Philadelphia Gas Works, (AMBAC), 5.00%, 10/1/37	\$	890	\$	976,161
			ф	076161
			\$	976,161
Insured-Water and Sewer 14.1%				
Allegheny County Sanitation Authority, (BHAC), (FGIC), 5.00%, 12/1/32	\$	300	\$	325,620
Allegheny County Sanitation Authority, (BHAC), (NPFG), 5.00%, 12/1/22		1,500		1,596,045
Bucks County Water and Sewer Authority, (AGM), 5.00%, 12/1/35		500		543,520
Erie Sewer Authority, Series A, (AMBAC), 0.00%, 12/1/25		1,430		840,726
Erie Sewer Authority, Series B, (AMBAC), 0.00%, 12/1/25		2,155		1,266,967
Erie Sewer Authority, Series B, (AMBAC), 0.00%, 12/1/26		1,920		1,064,410
Saxonburg Water and Sewer Authority, (AGC), 5.00%, 3/1/35		150		157,483
Saxonouig Water and Sewer Mulioney, (MGC), 5.00 %, 5/1/55		150		137,403
			\$	5,794,771
Senior Living/Life Care 0.5%				
Montgomery County Industrial Development Authority, (Foulkeways at Gwynedd),				
5.00%, 12/1/24	\$	200	\$	205,704
,	·		·	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
			\$	205,704
			·	
Special Tax Revenue 4.5%				
Allegheny County Port Authority, 5.75%, 3/1/29	\$	1,500	\$	1,715,910
Virgin Islands Public Finance Authority, 6.75%, 10/1/37		110		122,268
			\$	1,838,178
Transportation 8.3%	ф	165	ф	400.075
Delaware River Port Authority of Pennsylvania and New Jersey, 5.00%, 1/1/35	\$	465	\$	499,275
Delaware River Port Authority of Pennsylvania and New Jersey, 5.00%, 1/1/40		730		775,180
Pennsylvania Turnpike Commission, 5.25%, 12/1/31		1,000		1,104,170
Pennsylvania Turnpike Commission, 5.35%, (0.00% until 12/1/15), 12/1/30		500		508,490
Philadelphia Airport, 5.25%, 6/15/27		500		551,140
			\$	3,438,255
Water and Sawan 2 20/				
Water and Sewer 3.3% Philadelphia, Water and Wastewater Revenue, 5.00%, 1/1/36	\$	500	\$	539,810
Philadelphia, Water and Wastewater Revenue, 5.25%, 1/1/32	φ	765	φ	826,445
Timadelpina, water and wastewater revenue, 5.25 %, 1/1/52		703		020,443
			\$	1,366,255
Total Tax-Exempt Investments 159.1%				
(identified cost \$61,501,575)			\$	65,494,369

Auction Preferred Shares Plus Cumulative Unpaid Dividends (52.8)%

\$ (21,725,313)

Other Assets, Less Liabilities (6.3)%

(2,608,870)

Net Assets Applicable to Common Shares 100.0%

\$ 41,160,186

The percentage shown for each investment category in the Portfolio of Investments is based on net assets applicable to common shares.

AGC - Assured Guaranty Corp.

AGM - Assured Guaranty Municipal Corp.

AMBAC - AMBAC Financial Group, Inc.

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BHAC - Berkshire Hathaway Assurance Corp.

CIFG - CIFG Assurance North America, Inc.

FGIC - Financial Guaranty Insurance Company

NPFG - National Public Finance Guaranty Corp.

SFMR - Single Family Mortgage Revenue

XLCA - XL Capital Assurance, Inc.

The Fund invests primarily in debt securities issued by Pennsylvania municipalities. The ability of the issuers of the debt securities to meet their obligations may be affected by economic developments in a specific industry or municipality. In order to reduce the risk associated with such economic developments, at June 30, 2014, 53.5% of total investments are backed by bond insurance of various financial institutions and financial guaranty assurance agencies. The aggregate percentage insured by an individual financial institution or financial guaranty assurance agency ranged from 0.5% to 22.4% of total investments.

- (1) Security represents the municipal bond held by a trust that issues residual interest bonds.
- (2) Security (or a portion thereof) has been pledged as collateral for residual interest bond transactions. The aggregate value of such collateral is \$787,740.

A summary of open financial instruments at June 30, 2014 is as follows:

#### **Futures Contracts**

Expiration Month/Year	Contracts	Position	Ac	gregate Cost		Value		Unrealized preciation
		1 03111011		,,,			DC	
9/14	55 U.S. Long Treasury Bond	Short	\$	(7,489,352)	\$	(7,545,312)	\$	(55,960)
At June 30, 2014, the Fund had sufficient cash and/or securities to cover commitments under these contracts.								

The Fund is subject to interest rate risk in the normal course of pursuing its investment objective. Because the Fund holds fixed-rate bonds, the value of these bonds may decrease if interest rates rise. The Fund purchases and sells U.S. Treasury futures contracts to hedge against changes in interest rates.

At June 30, 2014, the aggregate fair value of open derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in a liability position and whose primary underlying risk exposure is interest rate risk was \$55,960.

The cost and unrealized appreciation (depreciation) of investments of the Fund at June 30, 2014, as determined on a federal income tax basis, were as follows:

Aggregate cost	\$ 57,715,191
Gross unrealized appreciation Gross unrealized depreciation	\$ 4,560,753 (171,575)
Net unrealized appreciation	\$ 4,389,178

Under generally accepted accounting principles for fair value measurements, a three-tier hierarchy to prioritize the assumptions, referred to as inputs, is used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

Level 1 quoted prices in active markets for identical investments

Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)

Level 3 significant unobservable inputs (including a fund s own assumptions in determining the fair value of investments)

In cases where the inputs used to measure fair value fall in different levels of the fair value hierarchy, the level disclosed is determined based on the lowest level input that is significant to the fair value measurement in its entirety. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

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At June 30, 2014, the hierarchy of inputs used in valuing the Fund s investments and open derivative instruments, which are carried at value, were as follows:

Asset Description	Level 1	Level 2	Level 3	Total
Tax-Exempt Investments	\$	\$ 65,494,369	\$	\$ 65,494,369
<b>Total Investments</b>	\$	\$ 65,494,369	\$	\$ 65,494,369
Liability Description				
Futures Contracts	\$ (55,960)	\$	\$	\$ (55,960)
Total	\$ (55,960)	\$	\$	\$ (55,960)

The Fund held no investments or other financial instruments as of September 30, 2013 whose fair value was determined using Level 3 inputs. At June 30, 2014, there were no investments transferred between Level 1 and Level 2 during the fiscal year to date then ended.

For information on the Fund s policy regarding the valuation of investments and other significant accounting policies, please refer to the Fund s most recent financial statements included in its semiannual or annual report to shareholders.

#### Item 2. Controls and Procedures

- (a) It is the conclusion of the registrant s principal executive officer and principal financial officer that the effectiveness of the registrant s current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant on this Form N-Q has been recorded, processed, summarized and reported within the time period specified in the Commission s rules and forms and that the information required to be disclosed by the registrant on this Form N-Q has been accumulated and communicated to the registrant s principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.
- (b) There have been no changes in the registrant s internal controls over financial reporting during the fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant s internal control over financial reporting.

#### **Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

#### Eaton Vance Pennsylvania Municipal Bond Fund

By: /s/ Payson F. Swaffield Payson F. Swaffield President

Date: August 25, 2014

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Payson F. Swaffield Payson F. Swaffield President

Date: August 25, 2014

By: /s/ James F. Kirchner James F. Kirchner Treasurer

Date: August 25, 2014