WASTE MANAGEMENT, INC. SECURITIES LITIGATION

INSTRUCTIONS FOR PROOF OF CLAIM

In order for you to qualify to participate in the distributions described in the Notice of Proposed Class Action Settlement, Right to Exclusion, and Hearing (the "Notice"), you must file a Proof of Claim in the attached form and you must provide the required documentation to substantiate your claim.

REQUIREMENTS FOR FILING A PROOF OF CLAIM

Your claim will be considered only upon compliance with all of the following conditions:

- 1. You must accurately complete all portions of the attached Proof of Claim form. *NOTE:* The Proof of Claim contains several purchase, acquisition and sale schedules. You must carefully complete each applicable section of the schedules. Do not omit to state any potentially relevant information regarding your holdings, purchases, acquisitions and sales of the applicable securities. This information is necessary to determine your share of any distribution. If you cannot list all transactions in the spaces provided in the Proof of Claim form, or if you believe that you must or should supply additional information with respect to any transaction, attach additional sheets to the Proof of Claim supplying the required information. You must be properly identified on each additional sheet of paper.
- 2. You must <u>sign</u> the Proof of Claim form on page 17. *NOTE:* If the applicable securities were or are owned jointly, all joint owners must sign the Proof of Claim. Executors, administrators, guardians, conservators and trustees may complete and sign the Proof of Claim on behalf of persons or entities represented by them, but they must identify such persons or entities and provide proof of their authority (for example, currently effective letters testamentary or letters of administration) to complete and execute the Proof of Claim on their behalf and to bind them in accordance with the terms thereof. A Proof of Claim submitted by legal representatives of a claimant must be executed by all such representatives.
- 3. You must attach to the Proof of Claim form the original, or legible copies, of broker confirmation slips, monthly brokerage statements, or other satisfactory proof confirming the particulars of each purchase, acquisition and sale you have made of the applicable securities between June 11, 1998 through November 9, 1999, inclusive.
- 4. By submitting the Proof of Claim form, you expressly agree to the following:
- a. you agree to the terms of the Release that are contained in the Settlement Agreement and that are included as an Appendix to the Notice;
- b. you consent to the jurisdiction of the United States District Court for the Southern District of Texas, Houston Division ("the Court"), for purposes of making a claim;
 - c. you agree to be subject to discovery with respect to the validity and/or amount of your claim;
 - d. you consent to summary disposition by the Court with respect to the validity and/or amount of your claim; and
- e. you waive trial by jury (to the extent any such right may exist) with respect to the validity or amount of your claim.
- 5. You must mail the completed and <u>signed</u> Proof of Claim and supporting documents by first class mail, postage prepaid, <u>postmarked no later than July 15, 2002</u>, to:

In re Waste Management, Inc. Securities Litigation c/o Complete Claim Solutions, Inc. P.O. Box 24655 West Palm Beach, Florida 33416

Your failure to complete and mail the Proof of Claim by July 15, 2002 may preclude you from receiving any share of the available distributions. So that you will have a record of the date of your mailing and its receipt by the Claims Administrator, you are advised to use certified mail, return receipt requested.

If you wish to submit your Proof of Claim in a manner other than by first class mail, then it must be **received** at the address above no later than July 15, 2002.

ANY PERSON WHO KNOWINGLY SUBMITS A FALSE PROOF OF CLAIM IS SUBJECT TO PENALTIES FOR PERJURY AND OTHER VIOLATIONS OF FEDERAL LAW.

I. PROOF OF CLAIM FORM

(Please print or type)

	IDENTITY OF CLAIMANT: (Complete only the applicable portions)					
	Individual	Partnership	Corporation			
	Estate IRA, Keogh or other type of Retirement Plan (indicate typ mailing address, and name of Other (describe on separate s	e of plan, current custodian)	Two or more persons as joint owners Agent or Attorney			
Fill	in only those of the following that	t are applicable to you.				
A.	Legal Name of Claimant:					
	Mailing address:					
	Daytime telephone number:					
B.	Legal Representative:					
	Mailing address:					
	Daytime telephone number:					
C.	Taxpayer Identification Number (TIN)				
		(for individuals)	OR			
	Taxpayer I.D. Number:	(for estates, trusts, corporations, etc.)				

(Legal Representative of Claimants must attach Power of Attorney or other instrument showing authority to act as agent.)

II. SCHEDULE OF ALL HOLDINGS OF WMX OR USA WASTE SECURITIES AS OF THE CLOSE OF BUSINESS ON JUNE 10, 1998

Separately list each security, <u>i.e.</u>, stock, notes (including convertible bonds) or options, of the securities of USA Waste Services, Inc. ("USA Waste"), and/or the former Waste Management, Inc. ("WMX"), you held as of the close of business on **June 10, 1998**.

<u>USA Waste</u>	Number of Units
Number of shares of common stock held on June 10, 1998	
Notes (Describe terms of each note, i.e., coupon and maturity date)	
Call options (Describe terms of each option, i.e., expiration date and strike price)	
Put options (Describe terms of each option, i.e., expiration date and strike price)	
Former Waste Management, Inc. ("WMX")	Number of Units
Number of shares of common stock held on June 10, 1998	
Notes (Describe terms of each note, i.e., coupon and maturity date)	
Call options (Describe terms of each option, i.e., expiration date and strike price)	
Put options (Describe terms of each option, i.e., expiration date and strike price)	
Attach a separate schedule if more space is needed. (Be sure to include your name on any separa	te sheets.)

III. SCHEDULE OF PURCHASES, ACQUISITIONS AND SALES OF WMX, USA WASTE, AND WMI SECURITIES DURING THE CLASS PERIOD

Separately list each of your purchases, acquisitions and sales of WMI, WMX and USA Waste securities. Attach a separate schedule if more space is needed. (Be sure to include your name on any separate sheets.)

For purposes of this Schedule, you should list all transactions during the Class Period of June 11, 1998 to November 9, 1999 in securities of Waste Management, Inc. ("WMI") as well as transactions in the securities of USA Waste Services, Inc. ("USA Waste"), or in the securities of the former Waste Management, Inc. ("WMX") from June 11, 1998 to July 16, 1998.

The date of purchase and sale is the "trade" or "contract" date, and not the "settlement" or "payment" date. The purchase price is the price paid without regard to commissions or other expenses. The sale price is the price received without regard to commissions or other expenses.

PURCHASES OR ACQUISITIONS OF WMI COMMON STOCK

List by date, number of shares purchased or acquired, price paid per share and total price paid for each purchase or acquisition you made of **WMI common stock** between June 11, 1998 and November 9, 1999, inclusive:

Date(s) of Purchase/ Acquisition (List Chronologically) Month/Day/Year	Number of Shares Purchased/Acquired	Purchase Price Per <u>Share</u>	Total <u>Price Paid*</u>
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$

SALES OF WMI COMMON STOCK

List by date, number of shares sold, price received per share and total price received for each sale you made of **WMI common stock** between June 11, 1998 and November 9, 1999, inclusive:

Date(s) of Sale (List Chronologically) Month/Day/Year	Number of Shares Sold	Sale Price <u>Per Share</u>	Total Price Received*
		\$	\$
		<u> </u>	\$

^{*}without regard to commissions, fees, and taxes.

PURCHASES OR ACQUISITIONS OF USA WASTE COMMON STOCK

List by date, number of shares purchased or acquired, price paid per share and total price paid for each purchase or acquisition you made of **USA Waste common stock** between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Purchase/ Acquisition (List Chronologically) Month/Day/Year	Number of Shares Purchased/Acquired	Purchase Price Per <u>Share</u>	Total <u>Price Paid*</u>
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$

SALES OF USA WASTE COMMON STOCK

List by date, number of shares sold, price received per share and total price received for each sale you made of **USA Waste common stock** sold between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Sale (List Chronologically) Month/Day/Year	Number of Shares Sold	Sale Price Per Share	Total Price Received*
		<u> </u>	\$
		<u> </u>	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$

^{*}without regard to commissions, fees, and taxes.

PURCHASES OR ACQUISITIONS OF WMX COMMON STOCK

List by date, number of shares purchased or acquired, price paid per share and total price paid for each purchase or acquisition you made of **WMX common stock** between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Purchase/ Acquisition (List Chronologically) Month/Day/Year	Number of Shares Purchased/Acquired	Purchase Price Per <u>Share</u>	Total Price Paid*
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$

SALES OF WMX COMMON STOCK

List by date, number of shares sold, price received per share and total price received for each sale you made of **WMX common stock** sold between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Sale (List Chronologically) Month/Day/Year	Number of Shares Sold	Sale Price <u>Per Share</u>	Total Price Received*
		\$	\$
			\$
			\$
		<u> </u>	\$
		<u> </u>	\$
		\$	\$
		 \$	\$

^{*}without regard to commissions, fees, and taxes.

PURCHASES OR ACQUISITIONS OF WMI NOTES

List by date, face amount of notes purchased or acquired, price paid per note and total price paid for each purchase or acquisition you made of **WMI notes** between June 11, 1998 and November 9, 1999, inclusive:

Face Amount of Notes Purchased/Acquired	Purchase Price Per Note	Total <u>Price Paid*</u>
	\$	\$
	\$	\$
	\$	\$
	\$	\$
	\$	\$
	\$	\$
	\$	\$
	of Notes	of Notes Purchase Purchased/Acquired Price Per Note \$

SALES OF WMI NOTES

List by date, face amount of notes sold, price received per note and total price received for each sale you made of **WMI notes** between June 11, 1998 and November 9, 1999, inclusive:

Date(s) of Sale (List Chronologically) Month/Day/Year	Face Amount of Notes Sold	Sale Price <u>Per Note</u>	Total Price Received*
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		<u> </u>	Φ
		_ \$	\$

^{*}without regard to commissions, fees, and taxes.

PURCHASES OR ACQUISITIONS OF USA WASTE NOTES

List by date, face amount of notes purchased or acquired, price paid per note and total price paid for each purchase or acquisition you made of **USA Waste notes** between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Purchase/ Acquisition (List Chronologically) Month/Day/Year	Face Amount of Notes <u>Purchased/Acquired</u>	Purchase Price Per Note	Total <u>Price Paid*</u>
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$

SALES OF USA WASTE NOTES

List by date, face amount of notes sold, price received per note and total price received for each sale you made of **USA Waste notes** between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Sale (List Chronologically) Month/Day/Year	Face Amount of Notes Sold	Sale Price Per Note	Total Price Received*
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$

^{*}without regard to commissions, fees, and taxes.

PURCHASES OR ACQUISITIONS OF WMX NOTES

List by date, face amount of notes purchased or acquired, price paid per note and total price paid for each purchase or acquisition you made of **WMX notes** between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Purchase/ Acquisition (List Chronologically) Month/Day/Year	Face Amount of Notes Purchased/Acquired	Purchase Price Per Note	Total <u>Price Paid*</u>
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$

SALES OF WMX NOTES

List by date, face amount of notes sold, price received per note and total price received for each sale you made of **WMX notes** between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Sale (List Chronologically) Month/Day/Year	Face Amount of Notes Sold	Sale Price <u>Per Note</u>	Total Price Received*
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$
		\$	\$

^{*}without regard to commissions, fees, and taxes.

PURCHASES OF WMI CALL OPTIONS

List by date, number of contracts purchased, price paid per contract, expiration date (month/year), strike price, and total price paid for each purchase you made of **WMI call options** between June 11, 1998 through November 9, 1999, inclusive. Please indicate if option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of Contracts	Purchase Price Per Contract*	Expiration Month/Year	Strike <u>Price</u>	Total Price <u>Paid*</u>	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	

SALES OF WMI CALL OPTIONS

List by date, number of call options sold, price received per contract, expiration date (month/year), strike price, and total price received for each sale you made of **WMI call options** between June 11, 1998 and November 9, 1999, inclusive:

Date(s) of Sale (Chronologically) Month/Day/Year	Number of Contracts	Sale Price Per <u>Contract*</u>	Expiration Month/Year	Strike <u>Price</u>	Total Price Received*
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$

^{*}without regard to commissions, fees and taxes.

PURCHASES OF USA WASTE CALL OPTIONS

List by date, number of contracts purchased, price paid per contract, expiration date (month/year), strike price, and total price paid for each purchase you made of **USA Waste call options** between June 11, 1998 through July 16, 1998, inclusive. Please indicate if option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of <u>Contracts</u>	Purchase Price Per <u>Contract*</u>	Expiration Month/Year	Strike <u>Price</u>	Total Price <u>Paid*</u>	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	

SALES OF USA WASTE CALL OPTIONS

List by date, number of call options sold, price received per contract, expiration date (month/year) strike price, and total price received for each sale you made of **USA Waste call options** between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Sale (Chronologically) Month/Day/Year	Number of Contracts	Sale Price Per <u>Contract*</u>	Expiration Month/Year	Strike Price	Total Price Received*
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$

^{*}without regard to commissions, fees and taxes.

PURCHASES OF WMX CALL OPTIONS

List by date, number of contracts purchased, price paid per contract, expiration date (month/year), strike price, and total price paid for each purchase you made of **WMX call options** between June 11, 1998 through July 16, 1998, inclusive. Please indicate if option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of Contracts	Purchase Price Per Contract*	Expiration Month/Year	Strike <u>Price</u>	Total Price <u>Paid*</u>	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	

SALES OF WMX CALL OPTIONS

List by date, number of call options sold, price received per contract, expiration date (month/year), strike price, and total price received for each sale you made of **WMX call options** between June 11, 1998 and July 16, 1998, inclusive:

Date(s) of Sale (Chronologically) Month/Day/Year	Number of <u>Contracts</u>	Sale Price Per <u>Contract*</u>	Expiration Month/Year	Strike Price	Total Price Received*
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$

^{*}without regard to commissions, fees and taxes.

SALES OF WMI PUT OPTIONS

List by date, number of contracts sold, price received per contract, expiration date (month/year), strike price, and total price received for each sale you made of **WMI put options** between June 11, 1998 through November 9, 1999, inclusive. Please indicate if you know whether the option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of Contracts	Price Per Contract*	Expiration Month/Year	Strike <u>Price</u>	Total Price Received*	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	

PURCHASES OF WMI PUT OPTIONS

List by date, number of contracts purchased, price paid per contract, expiration date (month/year), strike price, and total price paid for each purchase you made of **WMI put options** between June 11, 1998 and November 9, 1999, inclusive. Please indicate if option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of Contracts	Price Per Contract*	Expiration Month/Year	Strike <u>Price</u>	Total Price <u>Paid*</u>	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	

^{*}without regard to commissions, fees and taxes.

SALES OF USA WASTE PUT OPTIONS

List by date, number of contracts sold, price received per contract, expiration date (month/year), strike price, and total price received for each sale you made of **USA Waste put options** between June 11, 1998 through July 16, 1998, inclusive. Please indicate if you know whether the option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of Contracts	Price Per Contract*	Expiration Month/Year	Strike <u>Price</u>	Total Price Received*	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$	- 		\$	

PURCHASES OF USA WASTE PUT OPTIONS

List by date, number of contracts purchased, price paid per contract, expiration date (month/year), strike price, and total price paid for each purchase you made of **USA Waste put options** between June 11, 1998 and July 16, 1998, inclusive. Please indicate if option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of Contracts	Price Per Contract*	Expiration Month/Year	Strike <u>Price</u>	Total Price <u>Paid*</u>	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	

^{*}without regard to commissions, fees and taxes.

SALES OF WMX PUT OPTIONS

List by date, number of contracts sold, price received per contract, expiration date (month/year), strike price, and total price received for each sale you made of **WMX put options** between June 11, 1998 through July 16, 1998, inclusive. Please indicate if you know whether the option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of Contracts	Price Per Contract*	Expiration Month/Year	Strike <u>Price</u>	Total Price Received*	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	

PURCHASES OF WMX PUT OPTIONS

List by date, number of contracts purchased, price paid per contract, expiration date (month/year), strike price, and total price paid for each purchase you made of **WMX put options** between June 11, 1998 and July 16, 1998, inclusive. Please indicate if option was assigned, exercised or expired.

Date(s) of Purchase (Chronologically) Month/Day/Year	Number of <u>Contracts</u>	Price Per Contract*	Expiration Month/Year	Strike <u>Price</u>	Total Price <u>Paid*</u>	Assigned? Exercised? or Expired?
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	
		\$			\$	

^{*}without regard to commissions, fees and taxes.

PURCHASES OR ACQUISITIONS OF WMI WARRANTS

List by date acquired, number of warrants purchased or acquired, price paid, expiration date (month/year), total price paid, and exercise price for each purchase or acquisition you made of **WMI warrants** (in connection with Waste Management's acquisition of Eastern Environmental or otherwise) between June 11, 1998 through November 9, 1999, inclusive. Please indicate if the warrants were exercised or expired.

Date(s) of Acquisition (Chronologically) Month/Day/Year	Number of <u>Warrants</u>	Price <u>Paid</u>	Expiration Month/Year	Total Price <u>Paid*</u>	Exercise Price Per Warrant	Exercised? or Expired?
		\$		\$		
		\$		\$		
		\$		\$		
		\$		\$		
		\$		\$		
		\$		\$		
		\$		\$		

SALE OF WMI WARRANTS

List by date, number of warrants sold, price received, expiration date (month/year), exercise price, and total price received for each sale you made of **WMI warrants** between June 11, 1998 and November 9, 1999, inclusive:

Date(s) of Sale (Chronologically) Month/Day/Year	Number of <u>Warrants</u>	Sales Price*	Expiration Month/Year	Exercise Price Per Warrant	Total Price Received*
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$
		\$			\$

^{*}without regard to commissions, fees and taxes.

IV. SCHEDULE OF ALL HOLDINGS OF WASTE MANAGEMENT SECURITIES AS OF THE CLOSE OF BUSINESS ON NOVEMBER 9, 1999 Separately list each security, i.e., stock, notes or options, of Waste Management, Inc. ("WMI"), you held as of the close of business on November 9, 1999. Number of Units Waste Management Number of shares of common stock held on November 9, 1999 Notes (Describe terms of each note, i.e., coupon and maturity date) Call options (Describe terms of each option, <u>i.e.</u>, expiration date and strike price) Put options (Describe terms of each option, i.e., expiration date and strike price) Warrants (Describe terms of each warrant, i.e., expiration date and exercise price) Attach a separate schedule if more space is needed. (Be sure to include your name on any separate sheets.) V. VERIFICATION I (We) have read and am (are) familiar with the contents of the Instructions accompanying this Proof of Claim and I (we) verify that the information I (we) have set forth in the foregoing Proof of Claim and in documents attached hereto is true and correct and complete to the best of my (our) knowledge. I (We) am (are) not a Defendant(s) in the above-captioned Action and have not requested exclusion from the class by April 19, 2002. I (We) have attached hereto the original or legible copies of broker confirmation slips or statements or, if not available, other proof of the dates and amounts of my (our) purchases, acquisitions and sales of WMI securities. I (We) further certify that I (we) have read and am familiar with the accompanying Notice of Proposed Class Action Settlement, Right to Exclusion, and Hearing (the "Notice") to which this Proof of Claim relates. I (We) understand and agree that this Proof of Claim will be processed and will be allowed, if at all, in accordance with the procedures set forth in the Notice. <u>Certification</u>: I declare under penalty or perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct and that this Proof of Claim form was executed this day of _______, 2002. I (we) certify that I am (we are) not subjected to backup withholding under the provisions of Section 3406(a)(1)(C) of the **Internal Revenue Code.** NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the certification above. The Internal Revenue Service does not require your consent to any provision other than the certifications required to avoid backup withholding. Date: Signature of Owner Print name here Date:

Signature of Joint Owner (if any)

Print name here

If the Claimant is other than an individual, or if the Claimant is not the person completing this form, the following must also be provided:

Name of person signing

Capacity of person signing

(Executor, President, Trustee, etc.)