

LAIDLAW INTERNATIONAL INC

Form 4

October 01, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Jordan Mary B

2. Issuer Name **and** Ticker or Trading
Symbol
LAIDLAW INTERNATIONAL INC
[LI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
55 SHUMAN BLVD., SUITE 400
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2007

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Exec. VP HR & Internal Comm.

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

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

NAPERVILLE, IL 60563

(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)
Common Stock	10/01/2007		D	1,134	D 35.25 0	D	
					(1)		
Common Stock	10/01/2007		D	18,125	D 35.25 0	D	
					(2)		

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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 26.21	10/01/2007		D	7,500	⁽³⁾ 07/03/2016	Common Stock 7,500
Employee Stock Option (right to Buy)	\$ 28.87	10/01/2007		D	42,500	⁽⁴⁾ 10/25/2016	Common Stock 42,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Jordan Mary B 55 SHUMAN BLVD. SUITE 400 NAPERVILLE, IL 60563	Exec. VP HR & Internal Comm.

Signatures

Beth Byster Corvino as Attorney-in-Fact for Mary B. Jordan 10/01/2007

__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).

Disposed of pursuant to the Agreement and Plan of Merger, dated as of February 8, 2007, among Laidlaw International, Inc., FirstGroup Acquisition Corporation (formerly known as Fern Acquisition Vehicle Corporation) and FirstGroup plc in exchange for the right to receive \$35.25 per share.

Pursuant to the Agreement and Plan of Merger, dated as of February 8, 2007, among Laidlaw International, Inc., FirstGroup Acquisition Corporation (formerly known as Fern Acquisition Vehicle Corporation) and FirstGroup plc, at the effective time of the merger, each restricted stock unit became fully vested and converted into the right to receive \$35.25 per share.

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- This option, which provided for vesting in three (3) equal annual installments beginning July 3, 2007, was canceled in the merger in
- (3) exchange for a cash payment equal to the difference between the exercise price of the option and the merger consideration of \$35.25 per share, multiplied by the number of shares subject to the option.

- This option, which provided for vesting in three (3) equal annual installments beginning October 25, 2007, was canceled in the merger in
- (4) exchange for a cash payment equal to the difference between the exercise price of the option and the merger consideration of \$35.25 per share, multiplied by the number of shares subject to the option.

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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