

FORM 4

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>CASELLA JOHN W</u> <hr/> (Last) (First) (Middle) <u>C/O CASELLA WASTE SYSTEMS</u> <u>25 GREENS HILL LANE</u> <hr/> (Street) <u>RUTLAND VT 05701</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CASELLA WASTE SYSTEMS INC [</u> <u>CWST]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chief Executive Officer</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/24/2015</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>02/26/2015</u>		

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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/24/2015		A		87,600 ⁽¹⁾	A	\$0	498,389 ⁽²⁾⁽³⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents the Restricted Stock Unit (RSU) award granted on February 24, 2015, and previously reported on February 26, 2015. Each RSU represents a contingent right to receive one share of Casella's Class A Common Stock. RSU's vest in three equal installments beginning on February 24, 2016.
- This amendment is being filed solely to correct the number of shares of Class A Common Stock directly beneficially owned. The number of shares of Class A Common Stock directly beneficially owned shown in Table I, column 5 of the Form 4 filed on February 26, 2015 (the "Original Form 4") inadvertently omitted 95,052 shares of Class A Common Stock. The number of shares of Class A Common Stock directly beneficially owned as shown in Table I, column 5 of this amendment represents the correct number of shares of Class A common stock directly beneficially owned by Mr. Casella following the transaction previously reported in the Original Form 4.
- 91,940 shares omitted in the Table I, column 5 direct beneficial ownership total of the Original Form 4 were also incorrectly omitted from the direct beneficial ownership total reported, if applicable, in the Form 4s filed by Mr. Casella from December 17, 2009 through July 7, 2014 and the Form 5 filed by Mr. Casella on June 13, 2014 (the "Form 5"). An additional 3,112 shares omitted in the Table I, column 5 direct beneficial ownership total of the Original Form 4 were also incorrectly omitted from the direct beneficial ownership total reported, if applicable, in the Form 4s filed by Mr. Casella from December 17, 2013 through July 7, 2014 and the Form 5.

/s/ John W. Casella 04/30/2015
 ** 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 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).

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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