#### COVANTA HOLDING CORP

Form 4

December 12, 2016

Check this box

Form 4 or

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

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

> 10% Owner Other (specify

Estimated average burden hours per response... 0.5

if no longer subject to Section 16.

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person \* **HOLSTEN JOSEPH M** 

(First)

(State)

2. Issuer Name and Ticker or Trading

Symbol

COVANTA HOLDING CORP

[CVA]

3. Date of Earliest Transaction

(Month/Day/Year)

12/08/2016

C/O LKQ CORPORATION, 500 W.

(Street) 4. If Amendment, Date Original

(Middle)

(Zip)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Applicable Line)

\_X\_\_ Director

Officer (give title

\_X\_ 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

Issuer

CHICAGO, IL 60661

MADISON ST. #2800

		Table 1 1 (on Berryalive Securities Required, Disposed of, or Beneficiary Owned						
2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. 4. Securities Acquired (A) Transactionr Disposed of (D)			5. Amount of Securities	6. Ownership	7. Nature of Indirect	
	any	Code (Instr. 3, 4 and 5)			Beneficially	Form:	Beneficial	
	(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
	` '	· ·				Following	or Indirect	(Instr. 4)
						Reported	(I)	
				(A)				
				or		` '	(2115121 1)	
		Code V	Amount	(D)	Price	(msu. 5 und 1)		
					\$			
12/08/2016		P	20,000	A	14.344 (1)	102,538	D	
	(Month/Day/Year)	any (Month/Day/Year)	(Month/Day/Year) Execution Date, if any Code (Month/Day/Year) (Instr. 8)  Code V	(Month/Day/Year) Execution Date, if Transaction Dispose any Code (Instr. 3, 4 (Month/Day/Year) (Instr. 8)  Code V Amount	(Month/Day/Year) Execution Date, if Code (Instr. 3, 4 and 3 (Month/Day/Year) (Instr. 8)  (A) or Code V Amount (D)	(Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Disposed of (D) (Instr. 3, 4 and 5)         (Month/Day/Year)       (Instr. 3)       (Instr. 3, 4 and 5)         (Code (Instr. 3)       (A) (Or (D) (D) (Price)         Code (V)       Amount (D)       Price         12/08/2016       P       20,000 (A) (14.344)	(Month/Day/Year)       Execution Date, in any (Month/Day/Year)       Transactiorr Disposed of (D) (Instr. 3, 4 and 5)       Securities Beneficially Owned Following Reported Transaction(s) (Instr. 8)         12/08/2016       P       20,000       A 14.344       102,538	(Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transactiorr Disposed of (D) (Instr. 3, 4 and 5)       Securities Beneficially (Dynamics)       Owned (Dynamics)       Form: Owned (Dynamics)       Direct (Dynamics)       Following (Instr. 4)       Owned (Instr. 4)       Price       Following (Instr. 3 and 4)       Instr. 3 and 4) <th< td=""></th<>

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date		Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
HOLSTEN JOSEPH M C/O LKQ CORPORATION 500 W. MADISON ST. #2800 CHICAGO, IL 60661	X					

## **Signatures**

/s/ Joseph M. 12/12/2016 Holsten

\*\*Signature of Date
Reporting Person

## **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 the weighted average price of multiple transactions with a range of prices between \$14.325 and \$14.350. The Reporting (1) Person, upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer, undertakes to provide further information regarding the number of securities purchased at each separate price.

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.

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