Cookson, Eugene

1501 Washington Street

(Last)

## FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Name and Address of Reporting Person

(First)

(Street)

## **UNITED STATES SECURITIES AND EXCHANGE** COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

4. Statement for

5. If Amendment,

12/26/2002

Month/Day/Year

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

2. Issuer Name

clhb

Clean Harbors, Inc.

3. I.R.S. Identification

(Middle)

and Ticker or Trading Symbol

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . . . 0.5

\_ Other (specify

6. Relationship of Reporting Person(s) to

10% Owner

 $\overline{X}$  Officer (give title below)

(Check all applicable)

Issuer

below)

Director

| Braintree, MA 02185-9048                            |  |  |   |   | Number of Reporting<br>Person, if an entity |                        |  | Date of Original |   |            | De   | Description  |                                   |   |  |
|---|--|--|---|---|---|------------------------|--|------------------|---|------------|--|--|-----------------------------------|---|--|
| (City)  |  | (State) (Zip)                          |   |   | (voluntary)                                 |                        |  |                  |   |            | <u>x</u>   | 7. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |                                   |   |  |
|   |  |  |   |   |   |                        |  |                  |   |            |  |  |                                   |   |  |
|   |  |  |   | Table I - No  | n-Deriva                                    | tive Secu              | ırities Acquired, I  | Dispos           | sed of, or Be   | eneficiall | y Owned  |  | ,                                 |   |  |
| 1. Title of<br>Security<br>(Instr. 3)               |  | t.Transaction<br>Date<br>Month/Day/Yea | Execut                                    | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) |   | saction<br>e<br>tr. 8) | 4. Securities Acquired (Instr. 3, 4, and 5)                              |                  | (A) or Disposed Of (D)                                    |            | ))   | 5. Amount of<br>Securities<br>Beneficially   | 6. Owner-<br>ship<br>Form:        | 7. Nature of Indirect Beneficial        |  |
|   |  |  | (Montr                                    |   |   | V                      | Amount   |                  | A/D   | Pri        | ce   | Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3<br>and 4)  | Direct (D) or Indirec (I) (Instr. | Ownership<br>(Instr. 4)                 |  |
| Exercise of<br>Employee<br>Stock Option             |  | 12/26/2002                             |   |   |   |                        | 25,000   |                  | A   | \$1.44     |  | 7,000  | D                                 |   |  |
| Sale of<br>Common<br>Stock                          |  | 12/26/2002                             |   |   | s   |                        | 25,000   |                  | D   | \$16       | .04  |  |                                   |   |  |
|   |  |  |   | Table I   |   |                        | rities Acquired, Dis<br>warrants, options                                |                  |   |            | ned  |  |                                   |   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conve<br>sion of<br>Exerci<br>Price of<br>Deri-<br>vative<br>Securi | Transaction Date  of (Month/ Day/      | 3A. Deemed Execution Date, if any (Month/ | 4.<br>Transaction<br>Code<br>(Instr.8)                      | Acquir                                      | itive<br>urities       | 6. Date<br>Exercisable(DE) a<br>Expiration<br>Date(ED)<br>(Month/Day/Yea | and              | 7. Title and A<br>Underlyin<br>Securities<br>(Instr. 3 an | g          | 8. Price<br>of<br>Derivat<br>Security<br>(Instr.5) | / Beneficia  | ship<br>Form o<br>Deriv-<br>ative | Indirect Beneficial Ownership (Instr.4) |  |

**Explanation of Responses:** 

\$1.44

(Cashless) exercise of employee stock option pursuant to 10B-5-1 Plan.

Day/ Year)

12/26/2002

By:

**Employee** 

Option

/s/ Eugene A. Cookson

12/27/2002

Amount or Number of Shares

25,000

\$1.44

\*\* Signature of Reporting Person

Date

Title

common

Transaction(s (Instr.4)

7,000

Indirect (I)

(Instr.4)

D

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

(Instr. 3, 4

D

25,000

DE

2/13/02

ΕD

2/13/08

and 5)

٧

Code

<sup>\*</sup> 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. 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.