

COVANTA HOLDING CORP  
Form 8-K  
March 20, 2012

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

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): March 20, 2012**

**COVANTA HOLDING CORPORATION**

(Exact name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction of  
  
Incorporation)

**1-6732**  
(Commission  
  
File Number)

**95-6021257**  
(IRS Employer  
  
Identification No.)

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**40 Lane Road**

**Fairfield, New Jersey**  
(Address of principal executive offices)

**(973) 882-9000**

**07004**  
(Zip Code)

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12(b))
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2)
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of certain Officers.**

On March 20, 2012, Covanta Holding Corporation (the Company) announced that Seth Myones was appointed as the Company's Executive Vice President and Chief Operating Officer and that John Klett was appointed as the Company's Executive Vice President and Chief Technology Officer, in each case effective as of March 20, 2012.

Seth Myones served as Covanta Energy's President, Americas, which was comprised principally of Covanta Energy's domestic business, from November 2007 until his appointment as Executive Vice President and Chief Operating Officer on March 20, 2012. Mr. Myones served as Covanta Energy's Senior Vice President, Business Management, from January 2004 to November 2007. From September 2001 until January 2004, Mr. Myones served as Vice President, Waste-to-Energy Business Management for Covanta Projects, Inc., a wholly-owned subsidiary of Covanta Energy. Mr. Myones joined Covanta Energy in 1989 and he is 53 years old.

John M. Klett served as Executive Vice President and Chief Operating Officer of the Company from December 2007 until his appointment as Executive Vice President and Chief Technology Officer on March 20, 2012. Mr. Klett served as Senior Vice President and Chief Operating Officer of Covanta Energy from May 2006 to December 2007 and as Covanta Energy's Senior Vice President, Operations from March 2003 to December 2007. Prior thereto, he served as Executive Vice President of Covanta Waste to Energy, Inc. for more than five years. Mr. Klett joined Covanta Energy in 1986. Mr. Klett has been in the energy-from-waste business since 1977. He has been in the power business since 1965. Mr. Klett is 65 years old.

A copy of the Press Release announcing the appointment of Messrs. Myones and Klett is attached to this Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

- (a) Financial Statements of Business Acquired Not Applicable
- (b) Pro Forma Financial Information Not Applicable
- (c) Shell Company Transactions Not Applicable
- (d) Exhibits

| Exhibit No. | Exhibit   |
|-------------|---|
| 99.1        | Press Release dated March 20, 2012 announcing appointments of Messrs. Myones and Klett. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: March 20, 2012

COVANTA HOLDING CORPORATION

By: /s/ Timothy J. Simpson

Name: Timothy J. Simpson

Title: Executive Vice President, General Counsel & Secretary

**COVANTA HOLDING CORPORATION**

EXHIBIT INDEX

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