STERIS CORP

Form 4

November 02, 2015

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

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** KOSECOFF JACQUELINE B			2. Issuer Name and Ticker or Trading Symbol STEDIS CORP (STE)				g	5. Relationship of Reporting Person(s) to Issuer			
			STERIS CORP [STE]			(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of		ransaction				400		
C/O 5060 LI	EISLEY ROA	D		(Month/Day/Year)				X Director Officer (giv		Owner er (specify	
C/O 3900 III	EISLET KOA	D	11/02/2015					below)	below)	. (4)	
	(Street)		4. If Amer	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
Fil				Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
MENTOR, OH 44060							Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non-l	Derivative S	Securit	ties Acc	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	curity (Month/Day/Year) Execution Dat		on Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			Beneficially (D) or Beneficially Owned Indirect (I) Owned Following (Instr. 4) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	7 Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Shares, No Par Value	11/02/2015			D	29,785	D	(1)	0	D		
Common Shares, No Par Value	11/02/2015			D	9,063	D	(1)	0	I	See Footnote Below. (2)	

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.

Edgar Filing: STERIS CORP - Form 4

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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
Director Stock Option (right to buy)	\$ 27.68	11/02/2015		D	3,387	(3)	07/27/2017	Common Shares, No Par Value	3,387
Director Stock Option (right to buy)	\$ 34.17	11/02/2015		D	2,744	<u>(4)</u>	07/31/2018	Common Shares, No Par Value	2,744
Director Stock Option (right to buy)	\$ 28.08	11/02/2015		D	3,609	<u>(5)</u>	07/31/2019	Common Shares, No Par Value	3,609
Director Stock Option (right to buy)	\$ 32.34	11/02/2015		D	3,133	<u>(6)</u>	08/04/2020	Common Shares, No Par Value	3,133
Director Stock Option (right to buy)	\$ 31.61	11/02/2015		D	3,121	<u>(7)</u>	08/03/2021	Common Shares, No Par Value	3,121
Director Stock Option (right to buy)	\$ 32.36	11/02/2015		D	3,218	<u>(8)</u>	08/03/2022	Common Shares, No Par Value	3,218
Director Stock	\$ 43.92	11/02/2015		D	4,657	<u>(9)</u>	08/08/2023	Common Shares,	4,657

Edgar Filing: STERIS CORP - Form 4

Option (right to buy)							No Par Value	
Director Stock Option (right to buy)	\$ 51.53	11/02/2015	D	4,584	(10)	08/06/2024	Common Shares, No Par Value	4,584
Director Stock Option (right to buy)	\$ 64.05	11/02/2015	D	4,110	(11)	08/31/2025	Common Shares, No Par Value	4,110
Career Restricted Stock Units	(12)	11/02/2015	D	2,845	(12)	(12)	Common Shares, No Par Value	2,845

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
KOSECOFF JACQUELINE B C/O 5960 HEISLEY ROAD MENTOR, OH 44060	X					

Signatures

/s/ Dennis P. Patton, Authorized Representative under Power of Attorney

**Signature of Reporting Person Date

11/02/2015

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 shares of STERIS Corporation ("STERIS") disposed of pursuant to merger of a wholly-owned subsidiary of STERIS plc ("New STERIS") with and into STERIS, with STERIS surviving the merger as a wholly-owned subsidiary of New STERIS (the

- (1) "Merger"), in exchange for ordinary shares of New STERIS, which was consummated simultaneous with and conditioned on New STERIS' acquisition of Synergy Health plc by commencing a "recommended offer" under English law. At the effective time of the Merger, each STERIS common share was cancelled and converted into the right to receive one New STERIS ordinary share.
- (2) These shares are held in a revocable family trust of the Reporting Person and the Reporting Person's spouse, as Co-Trustees.
- This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 3,387 ordinary shares of New STERIS for \$27.68 per share, subject to the same terms and conditions that were applicable to the original STERIS option.
- This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 2,744 ordinary shares of New STERIS for \$34.17 per share, subject to the same terms and conditions that were applicable to the original STERIS option.

(5)

Reporting Owners 3

Edgar Filing: STERIS CORP - Form 4

This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 3,609 ordinary shares of New STERIS for \$28.08 per share, subject to the same terms and conditions that were applicable to the original STERIS option.

- This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 3,133 ordinary shares of New STERIS for \$32.34 per share, subject to the same terms and conditions that were applicable to the original STERIS option.
- This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 3,121 ordinary shares of New STERIS for \$31.61 per share, subject to the same terms and conditions that were applicable to the original STERIS option.
- This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 3,218 ordinary shares of New STERIS for \$32.36 per share, subject to the same terms and conditions that were applicable to the original STERIS option.
- This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 4,657 ordinary shares of New STERIS for \$43.92 per share, subject to the same terms and conditions that were applicable to the original STERIS option.
- This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 4,584 (10) ordinary shares of New STERIS for \$51.53 per share, subject to the same terms and conditions that were applicable to the original STERIS option.
- This option is fully vested. This option was assumed by New STERIS in the Merger and converted to an option to purchase 4,110 (11) ordinary shares of New STERIS for \$64.05 per share, subject to the same terms and conditions that were applicable to the original STERIS option.
- At the effective time of the Merger, each STERIS career restricted stock unit was cancelled and converted to a New STERIS career restricted stock unit, subject to the same terms and conditions that were applicable to the original STERIS career restricted stock unit.

 These New STERIS career restricted stock units are fully vested and will be settled in New STERIS ordinary shares six months after the cessation of the Director's Board service.

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.