

STERIS CORP  
Form 4  
June 03, 2015

**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 OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Johnson David Allen

(Last) (First) (Middle)  
5960 HEISLEY ROAD  
(Street)

MENTOR, OH 44060

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
STERIS CORP [STE]

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/01/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr. VP. Surgical Solutions

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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**

| 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |                                   |
| Common Shares, No Par Value     | 06/01/2015                           |  | F                              |   | 1,705<br>(1)<br>\$ 67.46<br>(2)   | D  |                                   |
| Common Shares, No Par Value     | 06/01/2015                           |  | M                              |   | 2,750<br>\$ 36.09   | D  |                                   |
| Common Shares, No Par Value     | 06/01/2015                           |  | F                              |   | 1,892<br>\$ 67.46<br>(3)  | D  |                                   |
| Common Shares, No               | 06/01/2015                           |  | M                              |   | 2,500<br>\$ 29.94   | D  |                                   |

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|                             |            |   |       |   |                 |            |   |
|-----------------------------|------------|---|-------|---|-----------------|------------|---|
| Par Value                   |            |   |       |   |                 |            |   |
| Common Shares, No Par Value | 06/01/2015 | F | 1,567 | D | \$ 67.46<br>(3) | 28,456     | D |
| Common Shares, No Par Value | 06/01/2015 | M | 750   | A | \$ 45.34        | 29,206     | D |
| Common Shares, No Par Value | 06/01/2015 | F | 585   | D | \$ 67.46<br>(3) | 28,621     | D |
| Common Shares, No Par Value | 06/01/2015 | M | 1,750 | A | \$ 53.52        | 30,371     | D |
| Common Shares, No Par Value | 06/01/2015 | F | 1,508 | D | \$ 67.46<br>(3) | 28,863 (4) | D |

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy)       | \$ 36.09   | 06/01/2015                           |  | M                              | 2,750   | (5) 05/31/2021   | Common Shares, No Par Value                                   | 2,750                         |
| Employee Stock Option (right to buy)       | \$ 29.94   | 06/01/2015                           |  | M                              | 2,500   | (6) 05/30/2022   | Common Shares, No Par Value                                   | 2,500                         |

|  |          |            |   |       |            |            |                                      |       |  |
|--|----------|------------|---|-------|------------|------------|--------------------------------------|-------|--|
| buy)   |          |            |   |       |            |            |                                      |       |  |
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 45.34 | 06/01/2015 | M | 750   | <u>(7)</u> | 05/31/2023 | Common<br>Shares,<br>No Par<br>Value | 750   |  |
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 53.52 | 06/01/2015 | M | 1,750 | <u>(8)</u> | 05/30/2024 | Common<br>Shares,<br>No Par<br>Value | 1,750 |  |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Johnson David Allen<br>5960 HEISLEY ROAD<br>MENTOR, OH 44060 |               |           | Sr. VP. Surgical Solutions |       |

## Signatures

/s/ Dennis P. Patton, Authorized Representative under Power of Attorney 06/03/2015

\*\*Signature of Reporting Person Date

## 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).
- (1) 1,705 shares were withheld from the 3,700 restricted shares that vested on June 1, 2015. These 1,705 shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 3,700 shares were awarded to Mr. Johnson on May 31, 2011 as part of an award of 3,700 restricted shares. These vested shares were valued at the NYSE closing market price on June 1, 2015.
  - (2) Closing market price on the NYSE on the day on which the restricted shares vested.
  - (3) Closing market price on the NYSE on the day on which the cashless stock option transaction occurred.
  - (4) 15,500 of these Common Shares are restricted. The restrictions on these Common Shares lapse as follows: 3,500 on May 31, 2016; 7,000 May 31, 2017; 3,750 on May 30, 2017 and 1,250 on May 30, 2018.
  - (5) These options became exercisable as follows: 2,750 on May 31, 2015.
  - (6) These options became exercisable as follows: 2,500 on May 30, 2015.
  - (7) These options became exercisable as follows: 750 on May 31, 2015.
  - (8) These options became exercisable as follows: 1,750 on May 30, 2015.

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.