

TOKICH MICHAEL J
Form 4
June 01, 2018

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 *
TOKICH MICHAEL J

(Last) (First) (Middle)

C/O RUTHERFORD HOUSE,
STEPHENSONS
WAY, CHADDESSEN

(Street)

DERBY, X0 DE21 6LY

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/30/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Sr. Vice Pres., CFO

6. 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 - 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 Indirect Beneficial Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Ordinary Shares, 10 pence par value | 05/30/2018 | | F | D | 1,370 ⁽¹⁾ | \$ 104.57 | 46,218 D |
| Ordinary Shares, 10 pence par value | 05/31/2018 | | A | A | 4,240 ⁽²⁾ | \$ 0 | 50,458 ⁽³⁾ D |
| Ordinary Shares, 10 pence par | | | | | | 3,369 | I See Footnote Below. ⁽⁴⁾ |

value

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option (right to buy) | \$ 114.22 | 05/31/2018 | | A | 46,664 | <u>(5)</u> 05/31/2028 | Ordinary Shares | 46,664 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| TOKICH MICHAEL J C/O RUTHERFORD HOUSE, STEPHENSONS WAY CHADDESSEN DERBY, X0 DE21 6LY | | | Sr. Vice Pres., CFO | |

Signatures

/s/ Ronald E. Snyder, Authorized Representative under Power of Attorney

06/01/2018

__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) 1,370 shares were withheld from the 4,500 restricted shares that vested on May 30, 2018. These 1,370 shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 4,500 shares were awarded to Mr. Tokich on May 30, 2014 as part of an award of 4,500 restricted shares. These vested shares were valued at the NYSE

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closing market price on May 30, 2018.

- (2) All 4,240 of these Common Shares are restricted. The restrictions on these Common Shares lapse as follows: 4,240 on May 31, 2022.
- (3) 25,940 of these ordinary shares are restricted. The restrictions on these ordinary shares lapse as follows: 7,000 on May 28, 2019; 4,000 on October 1, 2019; 4,700 on June 1, 2020; 6,000 on June 1, 2021; and 4,240 on May 31, 2022.
- (4) Units representing 3,369 ordinary share equivalents are held on behalf of the Reporting Person under the STERIS Corporation 401(k) Plan as of May 31, 2018.
- (5) This option becomes exercisable as follows: 11,666 on May 31, 2019; 11,666 on June 1, 2020; 11,666 on June 1, 2021 and 11,666 on May 31, 2022.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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