

STERIS CORP
Form 4
June 10, 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 *
Rosebrough Walter M Jr

(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)
06/09/2015

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)
President & CEO

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-------------|---|-------------------------|
| | | | | Code | V | Amount (A) or (D) | Price | | | |
| Common Shares, No Par Value | 06/09/2015 | | S | | 5,000 (1) | D | \$ 63.562 (2) | 156,970 | D | |
| Common Shares, No Par Value | 06/10/2015 | | S | | 5,000 (3) | D | \$ 64.0445 (4) | 151,970 (5) | D | |
| Common Shares, No Par Value | 06/09/2015 | | S | | 5,000 (6) | D | \$ 63.5626 (7) | 35,000 | I | See Footnote Below. (8) |
| Common Shares, No | 06/10/2015 | | S | | 5,000 (9) | D | \$ 64.0476 | 30,000 | I | See Footnote |

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| | | | |
|-----------------------------|-------------|---|---------------------------------|
| Par Value | <u>(10)</u> | | Below. <u>(8)</u> |
| Common Shares, No Par Value | 45,460 | I | See Footnote Below. <u>(11)</u> |
| Common Shares, No Par Value | 4,540 | I | See Footnote Below. <u>(12)</u> |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Rosebrough Walter M Jr 5960 HEISLEY ROAD MENTOR, OH 44060 | X | | President & CEO | |

Signatures

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

06/10/2015

**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) This transaction involved the open market sale on June 9, 2015 of a total of 5,000 shares, held by the Reporting Person as Trustee, from his revocable trust established for his benefit, pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person, as Trustee, on December 5, 2014.
- (2) This represents the average sales price of the 5,000 shares sold in the open market. The actual 24 sales prices ranged from \$63.3600 per share to \$63.9600 per share. Issuer, upon request by the SEC staff, will provide full information regarding the number of shares sold at each of these 24 sales prices.
- (3) This transaction involved the open market sale on June 10, 2015 of a total of 5,000 shares, held by the Reporting Person as Trustee, from his revocable trust established for his benefit, pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person, as Trustee, on December 5, 2014.
- (4) This represents the average sales price of the 5,000 shares sold in the open market. The actual 25 sales prices ranged from \$63.6600 per share to \$64.2400 per share. Issuer, upon request by the SEC staff, will provide full information regarding the number of shares sold at each of these 25 sales prices.
- (5) 121,720 of these Common Shares are held by the Reporting Person as Trustee of a revocable trust established for his benefit and 30,250 of these Common Shares are restricted and also are held by the Reporting Person as Trustee of a revocable trust established for his benefit. The restrictions on the restricted Common Shares lapse as follows: 5,000 on May 31, 2016; 6,250 on May 31, 2016; 6,250 on May 31, 2017; 4,250 on May 30, 2016; 4,250 on May 30, 2017 and 4,250 on May 30, 2018.
- (6) This transaction involved the open market sale on June 9, 2015 of a total of 5,000 shares, held by the Reporting Person as Trustee, from an irrevocable trust established for the benefit of the children of the Reporting Person and the Reporting Person's Spouse, pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person, as Trustee, on December 4, 2014.
- (7) This represents the average sales price of the 5,000 shares sold in the open market. The actual 24 sales prices ranged from \$63.3600 per share to \$63.9600 per share. Issuer, upon request by the SEC staff, will provide full information regarding the number of shares sold at each of these 24 sales prices.
- (8) These shares are held by the Reporting Person as Trustee of an irrevocable trust established for the benefit of the children of the Reporting Person and the Reporting Person's Spouse.
- (9) This transaction involved the open market sale on June 10, 2015 of a total of 5,000 shares, Held by the Reporting Person as Trustee, from an irrevocable trust established for the benefit of the children of the Reporting Person and the Reporting Person's Spouse, pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person, as Trustee, on December 4, 2014.
- (10) This represents the average sales price of the 5,000 shares sold in the open market. The actual 26 sales prices ranged from \$63.6600 per share to \$64.2400 per share. Issuer, upon request by the SEC staff, will provide full information regarding the number of shares sold at each of these 26 sales prices.
- (11) These shares are held by the Reporting Person's Spouse as Trustee of a revocable trust established for her benefit.
- (12) These shares are held by the Reporting Person as Trustee of an irrevocable trust established for the benefit of the grandchildren of the Reporting Person and the Reporting Person's Spouse.

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.