Zangerle John Adam Form 4 January 28, 2019

## FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

*See* Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Zangerle John Adam |          |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol STERIS plc [STE] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)                             |  |  |
|--|----------|----------|---|--|--|--|
| (Last) (First)   |          | (Middle) | 3. Date of Earliest Transaction                                     | (Check an applicable)  |  |  |
| C/O RUTHERFORD HOUSE,<br>STEPHENSONS<br>WAY, CHADDESDEN      |          |          | (Month/Day/Year)<br>01/25/2019                                      | Director 10% OwnerX_ Officer (give title Other (specify below) below)  Sr. VP, Gen Counsel, and Sec. |  |  |
|  | (Street) |          | 4. If Amendment, Date Original                                      | 6. Individual or Joint/Group Filing(Check  |  |  |
| DERBY, X0 DE21 6LY   |          |          | Filed(Month/Day/Year)   | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |
| (City)   | (State)  | (Zip)    | Table I - Non-Derivative Securities Ac                              | quired, Disposed of, or Beneficially Owned   |  |  |

| (City)                                       | (State)                              | Tabl  | e I - Non-D                            | erivative                              | Secur  | rities Acq  | uired, Disposed of   | f, or Beneficial   | ly Owned  |
|--|--------------------------------------|---|--|--|--------|-------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3)         | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Securi<br>on(A) or Di<br>(Instr. 3, | ispose | d of (D)    | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |                                      |   | Code V                                 | Amount                                 | (D)    | Price       | (Instr. 3 and 4)   |  |   |
| Ordinary<br>Shares, 10<br>pence par<br>value | 01/25/2019                           |   | M                                      | 3,000<br>(1)                           | A      | \$<br>45.34 | 33,796   | D  |   |
| Ordinary<br>Shares, 10<br>pence par<br>value | 01/25/2019                           |   | S                                      | 3,000                                  | D      | \$ 115      | 30,796 (2)   | D  |   |

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

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | erivative Expiration Date rities (Month/Day/Year) ired r osed of  3, 4, |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |  |
|---|---|---|---|--|---|---|--------------------|---|--|
|   |   |   |   | Code V                                 | (A) (D)   | Date<br>Exercisable   | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 45.34  | 01/25/2019                              |   | M                                      | 3,000   | (3)   | 05/31/2023         | Ordinary<br>Shares  | 6,000                                  |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                                     |       |  |  |
|---|---------------|-----------|-------------------------------------|-------|--|--|
| <b>FS</b>   | Director      | 10% Owner | Officer                             | Other |  |  |
| Zangerle John Adam<br>C/O RUTHERFORD HOUSE, STEPHENSONS WAY<br>CHADDESDEN<br>DERBY, X0 DE21 6LY |               |           | Sr. VP, Gen<br>Counsel, and<br>Sec. |       |  |  |

### **Signatures**

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

01/28/2019

\*\*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 exercise and sale of a total of 3,000 ordinary shares is pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person on November 9, 2018.
- (2) 19,136 of these ordinary shares are restricted. The restrictions on these ordinary shares lapse as follows: 3,000 on May 28, 2019; 4,000 on October 1, 2019; 2,500 on June 1, 2020; 6,000 on June 1, 2021 and 3,636 on May 31, 2022.

Reporting Owners 2

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This option to purchase 6,000 STERIS plc ordinary shares, which is fully vested, was received in the Merger in exchange for an option to purchase 6,000 STERIS common shares for \$45.34 per share, subject to the same terms and conditions as the original STERIS Corporation stock option.

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.