

Steris plc
Form 4
August 18, 2016

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)

C/O CHANCERY HOUSE, 190
WATERSIDE ROAD, HAMILTON
INDUSTRIAL PARK

(Street)

LEISCETER, X0 LE5 1QZ

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/16/2016

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) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Ordinary Shares, 0.10 Nominal Value | 08/16/2016 | | S | (A) or (D) 5,000 (1) D | \$ 71.3809 (2) 115,924 (3) | D | |
| Ordinary Shares, 0.10 Nominal Value | 08/16/2016 | | S | (A) or (D) 5,000 (4) D | \$ 71.3844 (5) 5,000 | I | See Footnote Below (6) |
| | 08/17/2016 | | S | (A) or (D) D | 0 | I | |

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| | | | | | |
|-------------------------------------|---------------------|-----------------------------|--------|---|--------------------------------|
| Ordinary Shares, 0.10 Nominal Value | 5,000 <u>(7)</u> | \$ 70.4779 <u>(8)</u> | | | See Footnote Below <u>(6)</u> |
| Ordinary Shares, 0.10 Nominal Value | | | 68,806 | I | See Footnote Below. <u>(9)</u> |

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

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SEC 1474
(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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | 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 C/O CHANCERY HOUSE, 190 WATERSIDE ROAD HAMILTON INDUSTRIAL PARK LEISCESTER, X0 LE5 1QZ | X | | President & CEO | |

Signatures

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

08/18/2016

 **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 August 16, 2016 of a total of 5,000 shares, held by the Reporting Person as Trustee of a revocable trust established for his benefit, pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person, as Trustee, effective on September 1, 2015.

(2) This represents the average sales price of the 5,000 shares sold. The actual 27 sales prices ranged from \$71.07 per share to \$71.70 per share. Issuer, upon request by the SEC staff, will provide full information regarding the number of shares sold at each of these 27 sales prices.

(3) These 115,924 ordinary shares are held by the Reporting Person as Trustee of a revocable trust established for his benefit. 44,349 of these Ordinary Shares are restricted. The restrictions on the restricted Ordinary Shares lapse as follows: 6,250 on May 31, 2017; 4,250 on May 30, 2017; 4,250 on May 30, 2018; 3,625 on May 29, 2017; 3,625 on May 28, 2018; 3,625 on May 28, 2019; 4,681 on June 1, 2017; 4,681 on June 1, 2018; 4,681 on June 3, 2019; and 4,681 on June 1, 2020.

(4) This transaction involved the open market sale on August 16, 2016 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, effective on September 1, 2015.

(5) This represents the average sales price of the 5,000 shares sold. The actual 30 sales prices ranged from \$71.07 per share to \$71.70 per share. Issuer, upon request by the SEC staff, will provide full information regarding the number of shares sold at each of these 30 sales prices.

(6) These ordinary 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.

(7) This transaction involved the open market sale on August 17, 2016 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, effective on September 1, 2015.

(8) This represents the average sales price of the 5,000 shares sold. The actual 26 sales prices ranged from \$70.31 per share to \$70.99 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.

(9) These ordinary shares are held by the Reporting Person's Spouse as Trustee of a revocable trust established for her benefit.

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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