

Bardwell Kathleen
Form 4
May 31, 2018

FORM 4

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

OMB APPROVAL

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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 *
Bardwell Kathleen

(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)
05/29/2018

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. V. P. & C.C.O.

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)
				(A) or (D)	Price		
				Code	V	Amount	
Ordinary Shares, 10 pence par value	05/29/2018		F	181 ⁽¹⁾ D	\$ 103.97	16,505	D
Ordinary Shares, 10 pence par value	05/30/2018		F	224 ⁽²⁾ D	\$ 104.57	16,281	D
Ordinary Shares, 10 pence par value	05/30/2018		F	150 ⁽³⁾ D	\$ 104.57	16,131 ⁽⁴⁾	D

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bardwell Kathleen C/O RUTHERFORD HOUSE, STEPHENSONS WAY CHADDESSEN DERBY, X0 DE21 6LY			Sr. V. P. & C.C.O.	

Signatures

/s/ Ronald E. Snyder, Authorized Representative under Power of Attorney 05/31/2018

__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) 181 shares were withheld from the 625 restricted shares that vested on May 29, 2018. These 181 ordinary shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 625 ordinary shares were awarded to Ms. Bardwell on August 10, 2015 as part of an award of 2,500 restricted shares. These vested shares were valued at the NYSE closing market price on May 29, 2018. The remaining restrictions on these ordinary shares lapse as follows: 625 on May 28, 2019.
- (2)

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224 shares were withheld from the 750 restricted shares that vested on May 30, 2018. These 224 ordinary shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 750 ordinary shares were awarded to Ms. Bardwell on May 30, 2014 as part of an award of 3,000 restricted shares. These vested shares were valued at the NYSE closing market price on May 30, 2018.

- (3) 150 shares were withheld from the 500 restricted shares that vested on May 30, 2018. These 150 ordinary shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 500 ordinary shares were awarded to Ms. Bardwell on May 30, 2017 as part of an award of 2,000 restricted shares. These vested shares were valued at the NYSE closing market price on May 30, 2018. The remaining restrictions on these ordinary shares lapse as follows: 500 on May 30, 2019; 500 on May 30, 2020 and 500 on May 30, 2021.

- (4) 4,375 of these ordinary shares are restricted. The restrictions on these ordinary shares lapse as follows: 500 on June 1, 2018; 375 on October 1, 2018; 625 on May 28, 2019; 500 on May 30, 2019; 500 on June 3, 2019; 375 on October 1, 2019; 500 on June 1, 2020; 500 on June 1, 2020 and 500 on June 1, 2021.

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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