

TOKICH MICHAEL J
 Form 4
 November 08, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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)
 11/07/2018

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. Vice Pres., CFO

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Ordinary Shares, 10 pence par value	11/07/2018		M		14,500 ⁽¹⁾ A \$ 36.09	64,958	D
Ordinary Shares, 10 pence par value	11/07/2018		S		14,500 ⁽¹⁾ D \$ 118	50,458	D
Ordinary Shares, 10 pence par value	11/07/2018		M		20,000 ⁽¹⁾ A \$ 29.94	70,458	D

value

Ordinary
Shares, 10
pence par
value

11/07/2018

S 20,000⁽¹⁾ D \$ 120 50,458 ⁽²⁾ D

Ordinary
Shares, 10
pence par
value

3,387 I

See
Footnote
Below. ⁽³⁾

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.

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 36.09	11/07/2018		M	14,500	⁽⁴⁾ 05/31/2021	Ordinary Shares	14,500	
Employee Stock Option (right to buy)	\$ 29.94	11/07/2018		M	20,000	⁽⁵⁾ 05/30/2022	Ordinary Shares	20,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TOKICH MICHAEL J
C/O RUTHERFORD HOUSE, STEPHENSONS WAY

Sr. Vice Pres., CFO

CHADDESSEN
DERBY, X0 DE21 6LY

Signatures

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

11/08/2018

**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) This exercise and sale of a total of 34,500 ordinary shares is pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person on June 4, 2018.
- (2) 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.
- (3) Units representing 3,387 ordinary share equivalents are held on behalf of the Reporting Person under the STERIS Corporation 401(k) Plan as of November 7, 2018.

This option to purchase 14,500 STERIS plc ordinary shares, which is fully vested, was received in the Merger in exchange for an option to purchase 14,500 STERIS Corporation common shares for \$36.09 per share, subject to the same terms and conditions as the original STERIS stock option.
- (4) This option to purchase 14,500 STERIS plc ordinary shares, which is fully vested, was received in the Merger in exchange for an option to purchase 14,500 STERIS Corporation common shares for \$36.09 per share, subject to the same terms and conditions as the original STERIS stock option.
- (5) This option to purchase 20,000 STERIS plc ordinary shares, which is fully vested, was received in the Merger in exchange for an option to purchase 20,000 STERIS Corporation common shares for \$29.94 per share, subject to the same terms and conditions as the original STERIS 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.