

Ginnetti Daniel
Form 4
March 06, 2019

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 *
Ginnetti Daniel

(Last) (First) (Middle)
28161 N. KEITH DRIVE
(Street)

LAKE FOREST, IL 60045

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STERICYCLE INC [SRCL]

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)	
				(A) or (D)	Price			
Common Stock	03/04/2019		M	716	A	11	9,429	D
Common Stock ⁽²⁾	03/04/2019		F	210	D	\$ 50.13	9,219	D
Common Stock	03/04/2019		M	1,025	A	11	10,244	D
Common Stock ⁽³⁾	03/04/2019		F	301	D	\$ 50.13	9,943	D

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

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0% to 100% of the scheduled amount, depending on the extent to which Stericycle, Inc. meets certain financial performance goals.

- (2) No shares were sold. 210 shares were withheld by the Issuer to satisfy the minimum statutory tax withholding requirements on vesting of PSUs.
- (3) No shares were sold. 301 shares were withheld by the Issuer to satisfy the minimum statutory tax withholding requirements on vesting of PSUs.
- (4) This award was granted on February 16, 2017 for 4,998 shares. 716 shares vested on February 16, 2019. All unvested PSUs are subject to continued employment through the applicable vesting date.
- (5) This award was granted on March 1, 2018 for 7,151 shares. 1,025 shares vested on March 1, 2019. All unvested PSUs are subject to continued employment through the applicable vesting date.

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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