

KOSECOFF JACQUELINE B
Form 4
March 28, 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 *
KOSECOFF JACQUELINE B

(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)
03/28/2019

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)

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	(A) or (D)	Price
Ordinary Shares, 10 pence par value	03/28/2019		D		42,830	D	0
						I	

See Footnote Below ⁽²⁾

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

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SEC 1474 (9-02)

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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 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. Amount or Number of Shares
Director Stock Option (right to buy)	\$ 28.08	03/28/2019		D	3,609	<u>(3)</u> 07/31/2019	Ordinary Shares	3,609
Director Stock Option (right to buy)	\$ 32.34	03/28/2019		D	3,133	<u>(4)</u> 08/04/2020	Ordinary Shares	3,133
Director Stock Option (right to buy)	\$ 31.61	03/28/2019		D	3,121	<u>(5)</u> 08/03/2021	Ordinary Shares	3,121
Director Stock Option (right to buy)	\$ 32.36	03/28/2019		D	3,218	<u>(6)</u> 08/03/2022	Ordinary Shares	3,218
Director Stock Option (right to buy)	\$ 43.92	03/28/2019		D	4,657	<u>(7)</u> 08/08/2023	Ordinary Shares	4,657
Director Stock Option (right to buy)	\$ 51.53	03/28/2019		D	4,584	<u>(8)</u> 08/06/2024	Ordinary Shares	4,584
Director Stock	\$ 64.05	03/28/2019		D	4,110	<u>(9)</u> 08/31/2025	Ordinary Shares	4,110

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- (2) These ordinary shares are held in a revocable family trust of the Reporting Person and the Reporting Person's spouse, as Co-Trustees. 1,260 shares that had been directly held were transferred to the trust on November 23, 2018.
- This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 3,609 ordinary shares of STERIS for \$28.08 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (3) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 3,133 ordinary shares of STERIS for \$32.34 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (4) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 3,121 ordinary shares of STERIS for \$31.61 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (5) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 3,218 ordinary shares of STERIS for \$32.36 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (6) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 4,657 ordinary shares of STERIS for \$43.92 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (7) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 4,584 ordinary shares of STERIS for \$51.53 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (8) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 4,110 ordinary shares of STERIS for \$64.05 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (9) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 3,781 ordinary shares of STERIS for \$71.40 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (10) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 927 ordinary shares of STERIS for \$86.23 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (11) This option is fully vested. This option was assumed by STERIS under the Scheme and converted to an option to purchase 436 ordinary shares of STERIS for \$114.74 per share, subject to the same terms and conditions that were applicable to the original Old STERIS option.
- (12) These career restricted stock units were assumed by STERIS pursuant to the Scheme and converted to career restricted stock units of STERIS representing the right to receive 3,184 STERIS ordinary shares. These career restricted stock units are fully vested and will be settled in STERIS ordinary shares six months after the cessation of the reporting person's board service, subject to the terms and conditions of the award agreement.
- (13)

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.