

STERIS CORP
Form 4
June 03, 2014

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 *
Forsythe Suzanne V

(Last) (First) (Middle)
5960 HEISLEY ROAD
(Street)

MENTOR, OH 44060

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STERIS CORP [STE]

3. Date of Earliest Transaction
(Month/Day/Year)
05/30/2014

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)

V. P. - Human Resources

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Shares, No Par Value | 05/30/2014 | | A | 1,700 | \$ 0 | | D |
| Common Shares, No Par Value | 05/30/2014 | | F | 194 ⁽¹⁾ | \$ 53.52 | | D |
| Common Shares, No Par Value | 06/02/2014 | | F | 58 ⁽²⁾ | \$ 52.64 | | D |
| Common Shares, No | 06/02/2014 | | F | 329 ⁽³⁾ | \$ 52.64 | | D |
| | | | | | | | 9,229 ⁽⁴⁾ |

Par Value

Common
Shares, No
Par Value

882

I

See
Footnote
Below. (5)

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option to Purchase Common Shares | \$ 53.52 | 05/30/2014 | | A | 9,000 | <u>(6)</u> 05/30/2024 | Common Shares, No Par Value | 9,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Forsythe Suzanne V 5960 HEISLEY ROAD MENTOR, OH 44060 | | | V. P. - Human Resources | |

Signatures

/s/ Dennis P. Patton, Authorized Representative under Power of Attorney

06/03/2014

 **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) 194 shares were withheld from the 563 restricted shares that vested on May 30, 2014. These 194 shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 563 shares were awarded to Ms. Forsythe on May 30, 2012 as part of an award of 2,250 restricted shares. These vested shares were valued at the NYSE closing market price on May 30, 2014.

(2) 58 shares were withheld from the 175 restricted shares that vested on June 2, 2014. These 58 shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 175 shares were awarded to Ms. Forsythe on May 31, 2011 as part of an award of 700 restricted shares. These vested shares were valued at the NYSE closing market price on June 2, 2014.

(3) 329 shares were withheld from the 1,000 restricted shares that vested on June 2, 2014. These 329 shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 1,000 shares were awarded to Ms. Forsythe on May 31, 2013 as part of an award of 4,000 restricted shares. These vested shares were valued at the NYSE closing market price on June 2, 2014.

(4) 6,350 of these Common Shares are restricted. The restrictions on these Common Shares lapse as follows: 175 on June 1, 2015; 175 on August 11, 2014; 175 on August 11, 2015; 562 on June 1, 2015; 563 on May 31, 2016; 1,000 on June 1, 2015; 1,000 on May 31, 2016; 1,000 on May 31, 2017; 425 on June 1, 2015; 425 on May 30, 2016; 425 on May 30, 2017 and 425 on May 30, 2018.

(5) Represents 901.726 units of the STERIS Corporation 401(k) Plan STERIS Stock Fund which equals 882 Common share equivalents as of June 2, 2014.

(6) These options become exercisable as follows: 2,250 on May 30, 2015; 2,250 on May 30, 2016; 2,250 on May 30, 2017 and 2,250 on May 30, 2018.

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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