

Steris plc
Form 4
November 02, 2015

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Forsythe Suzanne V

(Last) (First) (Middle)

C/O CHANCERY HOUSE, 190
WATERSIDE ROAD, HAMILTON
INDUSTRIAL PARK

(Street)

LEICESTER, X0 LE5 1QZ

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Steris plc [STE]

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

11/02/2015

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 ____ Other (specify
below) below)

V. P. - Human Resources

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 Indirect Beneficial Ownership (Instr. 4)
Ordinary Shares, ?0.10 Nominal Value	11/02/2015		A	9,908 (1)	A (2) 9,908	D	
Ordinary Shares, ?0.10 Nominal Value	11/02/2015		A	1,035	A (2) 1,036	I	See Footnote Below. (3)

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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. D S (I
				Code	V	(A)	(D)	
Employee Stock Option (right to buy)	\$ 22.83	11/02/2015		A	1,700	(4)	05/21/2019	Ordinary Shares, ?0.10 Nominal Value 1,700
Employee Stock Option (right to buy)	\$ 31.87	11/02/2015		A	700	(5)	05/20/2020	Ordinary Shares, ?0.10 Nominal Value 700
Employee Stock Option (right to buy)	\$ 36.09	11/02/2015		A	650	(6)	05/31/2021	Ordinary Shares, ?0.10 Nominal Value 650
Employee Stock Option (right to buy)	\$ 29.94	11/02/2015		A	3,500	(7)	05/30/2022	Ordinary Shares, ?0.10 Nominal Value 3,500
Employee Stock Option (right to buy)	\$ 45.34	11/02/2015		A	4,000	(8)	05/31/2023	Ordinary Shares, ?0.10 Nominal Value 4,000
Employee Stock	\$ 53.52	11/02/2015		A	9,000	(9)	05/30/2024	Ordinary Shares, 9,000

Option (right to buy)								70.10 Nominal Value	
Employee Stock Option (right to buy)	\$ 67.98	11/02/2015	A	8,000	(10)	08/10/2025	70.10 Nominal Value	8,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Forsythe Suzanne V C/O CHANCERY HOUSE, 190 WATERSIDE ROAD HAMILTON INDUSTRIAL PARK LEICESTER, X0 LE5 1QZ			V. P. - Human Resources	

Signatures

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

11/02/2015

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) 5,338 of these ordinary shares are restricted. The restrictions on these ordinary shares lapse as follows: 563 on May 31, 2016; 1,000 on May 31, 2016; 1,000 on May 31, 2017; 425 on May 30, 2016; 425 on May 30, 2017; 425 on May 30, 2018; 375 on May 30, 2016; 375 on May 29, 2017; 375 on May 28, 2018 and 375 on May 28, 2019.
- (2) Represents ordinary shares of STERIS plc ("New STERIS") acquired pursuant to merger of a wholly-owned subsidiary of New STERIS with and into STERIS Corporation ("STERIS"), with STERIS surviving the merger as a wholly-owned subsidiary of New STERIS (the "Merger"), in exchange for common shares of STERIS, which was consummated simultaneous with and conditioned on New STERIS' acquisition of Synergy Health plc by commencing a "recommended offer" under English law. At the effective time of the Merger, each STERIS common share was cancelled and converted into the right to receive one New STERIS ordinary share.
- (3) Represents 1,059,274 units of the STERIS Corporation 401(k) Plan STERIS Stock Fund which equals 1,035 Common share equivalents as of October 29, 2015.
- (4) This option to purchase 1,700 New STERIS ordinary shares, which is fully vested, was received in the Merger in exchange for an option to purchase 1,700 STERIS common shares for \$22.83 per share, subject to the same terms and conditions as the original STERIS stock option.
- (5) This option to purchase 700 New STERIS ordinary shares, which is fully vested, was received in the Merger in exchange for an option to purchase 700 STERIS common shares for \$31.87 per share, subject to the same terms and conditions as the original STERIS stock option.
- (6) This option to purchase 650 New STERIS ordinary shares, which is fully vested, was received in the Merger in exchange for an option to purchase 650 STERIS common shares for \$36.09 per share, subject to the same terms and conditions as the original STERIS stock option.
- (7) This option became or will become exercisable as follows: 875 on May 30, 2013; 875 on May 30, 2014; 875 on May 30, 2015 and 875 on May 30, 2016. This option was received in the Merger in exchange for an option to purchase 3,500 STERIS common shares for \$29.94 per share, subject to the same terms and conditions as the original STERIS stock option.

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(8) This option became or will become exercisable as follows: 1,000 on May 31, 2014; 1,000 on May 31, 2015; 1,000 on May 31, 2016 and 1,000 on May 31, 2017. This option was received in the Merger in exchange for an option to purchase 4,000 STERIS common shares for \$45.34 per share, subject to the same terms and conditions as the original STERIS stock option.

(9) This option became or will 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. This option was received in the Merger in exchange for an option to purchase 9,000 STERIS common shares for \$53.52 per share, subject to the same terms and conditions as the original STERIS stock option.

(10) This option becomes exercisable as follows: 2,000 on May 28, 2016; 2,000 on May 28, 2017; 2,000 on May 28, 2018 and 2,000 on May 28, 2019. This option was received in the Merger in exchange for an option to purchase 8,000 STERIS common shares for \$67.98 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.

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