

Steris plc  
Form 4  
June 02, 2016

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Bardwell Kathleen

(Last) (First) (Middle)

C/O CHANCERY HOUSE, 190 WATERSIDE RD., HAMILTON INDUSTRIAL PARK

(Street)

LEISCETER, 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)  
05/31/2016

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)  
Sr. V. P. & C.C.O.

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		
Ordinary Shares, 0.10 Nominal Value	05/31/2016		F	380 <sup>(1)</sup> D	\$ 69.43	12,855	D
Ordinary Shares, 0.10 Nominal Value	05/31/2016		F	148 <sup>(2)</sup> D	\$ 69.43	12,707	D
	05/31/2016		F	247 <sup>(3)</sup> D		12,460	D

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Ordinary Shares, 0.10 Nominal Value					\$ 69.43		
Ordinary Shares, 0.10 Nominal Value	05/31/2016	F	206 <sup>(4)</sup>	D	\$ 69.43	12,254	D
Ordinary Shares, 0.10 Nominal Value	06/01/2016	A	<u>1,500</u> <sup>(5)</sup>	A	\$ 0	13,754	D
Ordinary Shares, 0.10 Nominal Value	06/01/2016	A	<u>2,000</u> <sup>(6)</sup>	A	\$ 0	15,754	D

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
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 69.72	06/01/2016		D	7,000	<u>(7)</u> 06/01/2026	Ordinary Shares, 0.10	7,000

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bardwell Kathleen C/O CHANCERY HOUSE, 190 WATERSIDE RD. HAMILTON INDUSTRIAL PARK LEISCESTER, X0 LE5 1QZ				Sr. V. P. & C.C.O.

## Signatures

/s/ J. Adam Zangerle, Authorized Representative under Power of Attorney 06/02/2016

\*\*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) 380 shares were withheld from the 1,155 restricted shares that vested on May 31, 2016. These 380 ordinary shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 1,155 ordinary shares were awarded to Ms. Bardwell on May 30, 2012 as part of an award of 4,620 restricted shares. These vested shares were valued at the NYSE closing market price on May 31, 2016.
  - (2) 148 shares were withheld from the 450 restricted shares that vested on May 31, 2016. These 148 ordinary shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 450 ordinary shares were awarded to Ms. Bardwell on May 31, 2013 as part of an award of 1,800 restricted shares. These vested shares were valued at the NYSE closing market price on May 31, 2016. The remaining restrictions on these ordinary shares lapse as follows: 450 on May 31, 2017.
  - (3) 247 shares were withheld from the 750 restricted shares that vested on May 31, 2016. These 247 ordinary shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 750 ordinary shares were awarded to Ms. Bardwell on May 30, 2014 as part of an award of 3,000 restricted shares. These vested shares were valued at the NYSE closing market price on May 31, 2016. The remaining restrictions on these ordinary shares lapse as follows: 750 on May 30, 2017 and 750 on May 30, 2018.
  - (4) 206 shares were withheld from the 625 restricted shares that vested on May 31, 2016. These 206 ordinary shares represent the value of the taxes required to be withheld pursuant to applicable employment or tax laws, as determined by the Issuer. These 625 ordinary shares were awarded to Ms. Bardwell on August 10, 2015 as part of an award of 2,500 restricted shares. These vested shares were valued at the NYSE closing market price on May 31, 2016. The remaining restrictions on these ordinary shares lapse as follows: 625 on May 30, 2017; 625 on May 28, 2018; and 625 on May 28, 2019.
  - (5) All 1,500 of these ordinary shares are restricted. The restrictions on these ordinary shares lapse as follows: 375 on October 3, 2016; 375 on October 2, 2017; 375 on October 1, 2018 and 375 on October 1, 2019.
  - (6) All 2,000 of these ordinary shares are restricted. The restrictions on these ordinary shares lapse as follows: 500 on June 1, 2017; 500 on June 1, 2018; 500 on June 3, 2019 and 500 on June 1, 2020.
  - (7) This option becomes exercisable as follows: 1,750 on June 1, 2017; 1,750 on June 1, 2018; 1,750 on June 3, 2019 and 1,750 on June 1, 2020.

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.