

STERICYCLE INC
Form 4
November 05, 2007

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLER MARK C

(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)
11/01/2007

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)
CEO

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)
Common Stock			Code V	Amount (D) Price	301,144	I	by Trust

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Num of S
Incentive Stock Option (right to buy)	\$ 3.4063	11/01/2007		M	34,180	02/03/2006	03/31/2008	Common Stock	34
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	7,500	<u>(1)</u>	05/31/2010	Common Stock	7,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	5,500	<u>(1)</u>	05/31/2010	Common Stock	5,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	2,000	<u>(1)</u>	05/31/2010	Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	5,000	<u>(1)</u>	05/31/2010	Common Stock	5,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	4,000	<u>(1)</u>	05/31/2010	Common Stock	4,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	2,500	<u>(1)</u>	05/31/2010	Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	10,000	<u>(1)</u>	05/31/2010	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	2,000	<u>(1)</u>	05/31/2010	Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	3,000	<u>(1)</u>	05/31/2010	Common Stock	3,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007		M	5,000	<u>(1)</u>	05/31/2010	Common Stock	5,
Non-Qualified	\$ 5.0625	11/01/2007		M	7,000	<u>(1)</u>	05/31/2010	Common	7,

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Stock Option (right to buy)								Stock	
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007	M	10,000	<u>(1)</u>	05/31/2010	Common Stock	10	10
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007	M	1,000	<u>(1)</u>	05/31/2010	Common Stock	1,	1,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007	M	1,000	<u>(1)</u>	05/31/2010	Common Stock	1,	1,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007	M	3,000	<u>(1)</u>	05/31/2010	Common Stock	3,	3,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007	M	1,000	<u>(1)</u>	05/31/2010	Common Stock	1,	1,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007	M	5,000	<u>(1)</u>	05/31/2010	Common Stock	5,	5,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/01/2007	M	2,000	<u>(1)</u>	05/31/2010	Common Stock	2,	2,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	6,000	<u>(1)</u>	05/31/2010	Common Stock	6,	6,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	8,000	<u>(1)</u>	05/31/2010	Common Stock	8,	8,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	5,000	<u>(1)</u>	05/31/2010	Common Stock	5,	5,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	3,000	<u>(1)</u>	05/31/2010	Common Stock	3,	3,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	2,000	<u>(1)</u>	05/31/2010	Common Stock	2,	2,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	2,900	<u>(1)</u>	05/31/2010	Common Stock	2,	2,
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	5,000	<u>(1)</u>	05/31/2010	Common Stock	5,	5,

Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	15,000	<u>(1)</u>	05/31/2010	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 5.0625	11/02/2007	M	7,000	<u>(1)</u>	05/31/2010	Common Stock	7,
Non-Qualified Stock Option (right to buy)	\$ 7.6015	11/02/2007	M	11,750	<u>(1)</u>	02/06/2011	Common Stock	11
Non-Qualified Stock Option (right to buy)	\$ 7.6015	11/02/2007	M	1,250	<u>(1)</u>	02/06/2011	Common Stock	1,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER MARK C 28161 N. KEITH DRIVE LAKE FOREST, IL 60045			CEO	

Signatures

Mark C. Miller 11/05/2007

__Signature of Date
Reporting Person

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) 20% vests after one year; balance vests over next 4 years in monthly installments

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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