

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

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 | 3,000 | \$ 0 | D | |
| Common Shares, No Par Value | 05/30/2014 | | F | 370 ⁽¹⁾ | \$ 53.52 | D | |
| Common Shares, No Par Value | 06/02/2014 | | F | 329 ⁽²⁾ | \$ 52.64 | D | |
| Common Shares, No | 06/02/2014 | | F | 148 ⁽³⁾ | \$ 52.64 | D | |
| | | | | | | | ⁽⁴⁾ |

Par Value

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

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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 (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 | 7,000 | <u>(5)</u> 05/30/2024 | Common Shares, No Par Value | 7,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bardwell Kathleen 5960 HEISLEY ROAD MENTOR, OH 44060 | | | Sr.V. P. & C.C.O. | |

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) 370 shares were withheld from the 1,155 restricted shares that vested on May 30, 2014. These 370 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 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 30, 2014.

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(2) 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. Bardwell on May 31, 2011 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.

(3) 148 shares were withheld from the 450 restricted shares that vested on June 2, 2014. These 148 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 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 June 2, 2014.

(4) 7,660 of these Common Shares are restricted. The restrictions on these Common Shares lapse as follows: 450 on June 1, 2015; 1,000 on June 1, 2015; 1,155 on June 1, 2015; 450 on May 31, 2016; 1,155 on May 31, 2016 ; 450 on May 31, 2017; 750 on June 1, 2015; 750 on May 30, 2016; 750 on May 30, 2017 and 750 on May 30, 2018.

(5) These options become exercisable as follows: 1,750 on May 30, 2015; 1,750 on May 30, 2016; 1,750 on May 30, 2017 and 1,750 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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