

STERIS CORP
Form 4
February 11, 2015

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 *
WAREHAM JOHN P

(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)
02/10/2015

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Shares, No Par Value | 02/10/2015 | | M | | 4,390 A \$ 34.17 | 27,949 | D |
| Common Shares, No Par Value | 02/10/2015 | | F | | 2,270 D \$ 66.1 (1) | 25,679 | D |
| Common Shares, No Par Value | 02/10/2015 | | M | | 5,775 A \$ 28.08 | 31,454 | D |
| Common Shares, No Par Value | 02/10/2015 | | F | | 2,454 D \$ 66.1 (1) | 29,000 | D |

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| | | | | | | | |
|-----------------------------------|------------|---|-------|---|----------------|--------|---|
| Common Shares, No Par Value | 02/10/2015 | M | 5,014 | A | \$ 32.34 | 34,014 | D |
| Common Shares, No Par Value | 02/10/2015 | F | 2,454 | D | \$ 66.1 (1) | 31,560 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Director Stock Option (right to buy) | \$ 34.17 | 02/10/2015 | | M | 4,390 | 01/31/2009 07/31/2018 | Common Shares, No Par Value | 4,390 |
| Director Stock Option (right to buy) | \$ 28.08 | 02/10/2015 | | M | 5,775 | 01/31/2010 07/31/2019 | Common Shares, No Par Value | 5,775 |
| Director Stock Option (right to buy) | \$ 32.34 | 02/10/2015 | | M | 5,014 | 02/04/2011 08/04/2020 | Common Shares, No Par Value | 5,014 |

Reporting Owners

| | |
|---------------------------------------|----------------------|
| Reporting Owner Name / Address | Relationships |
|---------------------------------------|----------------------|

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Director 10% Owner Officer Other

WAREHAM JOHN P
5960 HEISLEY ROAD
MENTOR, OH 44060

X

Signatures

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

02/11/2015

__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) Closing market price on the NYSE on the day on which the cashless stock option transaction occurred.

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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