

Craig John D
Form 4
May 19, 2010

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 *
Craig John D

(Last) (First) (Middle)

2366 BERNVILLE ROAD

(Street)

READING, PA 19605

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EnerSys [ENS]

3. Date of Earliest Transaction
(Month/Day/Year)
05/17/2010

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)

Chairman, President & CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock ⁽¹⁾	05/17/2010		A	58,781	A \$ 0	427,652	D
Common Stock ⁽²⁾	05/17/2010		A	26,295	A \$ 0	453,947	D
Common Stock	05/17/2010		M	72,206	A \$ 10.82	526,153	D
Common Stock	05/17/2010		S	72,206	D \$ 25.61 ⁽³⁾	453,947	D
Common Stock	05/18/2010		M	27,794	A \$ 10.82	481,741	D

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Common Stock	05/18/2010	S	27,794	D	\$ 26.01 (4)	453,947	D
Common Stock	05/18/2010	F	6,583	D	\$ 25.67	447,364 (5)	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 Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Options	\$ 10.82	05/17/2010		M		72,206		<u>(6)</u>	03/22/2012	Common Stock
3.375% Convertible Senior Notes Due 2038	<u>(7)</u>	05/17/2010		S		\$ 1,000,000		03/01/2015 <u>(8)</u>	05/31/2038	Common Stock
Stock Options	\$ 10.82	05/18/2010		M		27,794		<u>(6)</u>	03/22/2012	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Craig John D 2366 BERNVILLE ROAD READING, PA 19605	X		Chairman, President & CEO	

Signatures

Karen J. Yodis, by Power of Attorney
05/19/2010

**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) These shares were granted as market share units and vest one-hundred percent on May 17, 2013, subject to acceleration and cancellation upon the occurrence of certain events.

(2) These shares were granted as restricted stock units and vest twenty five percent on each of May 17, 2011, May 17, 2012, May 17, 2013 and May 17, 2014, subject to acceleration or cancellation upon the occurrence of certain events.

(3) These transactions were executed in multiple trades at prices ranging from \$25.50 through \$25.74. The price reported reflects the weighted average sale price. Full information regarding the number of shares sold and the prices at which the transactions were effected is available to the SEC staff, the issuer or any security holder of the issuer, upon request.

(4) These transactions were executed in multiple trades at prices ranging from \$25.9100 through \$26.2560. The price reported reflects the weighted average sale price. Full information regarding the number of shares sold and the prices at which the transactions were effected is available to the SEC staff, the issuer or any security holder of the issuer, upon request.

(5) This amount excludes shares owned by the reporting person's adult son. The reporting person disclaims ownership of his adult son's shares in their entirety.

(6) The options vested twenty five percent on March 22, 2003 and March 22, 2004; thirty percent on July 29, 2004; and twenty percent on March 22, 2005.

(7) The 3.375% Convertible Senior Notes Due 2038 (the "Notes") are convertible into shares of common stock, par value of \$0.01 per share, at an initial conversion price of \$40.60 per share, subject to adjustment under certain circumstances.

(8) Only under certain circumstances may the reporting person convert the Notes prior to March 1, 2015.

(9) The reporting person holds an aggregate total of 701,992 option shares with various prices, exercisability and expiration dates.

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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