

Bardwell Kathleen
Form 4
May 31, 2018

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 *
Bardwell Kathleen

2. Issuer Name and Ticker or Trading Symbol
STERIS plc [STE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/29/2018

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Sr. V. P. & C.C.O.

C/O RUTHERFORD HOUSE,
STEPHENSONS
WAY, CHADDESSEN

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

DERBY, X0 DE21 6LY

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Ordinary Shares, 10 pence par value | 05/29/2018 | | F | 181 ⁽¹⁾ D | \$ 103.97 | 16,505 | D |
| Ordinary Shares, 10 pence par value | 05/30/2018 | | F | 224 ⁽²⁾ D | \$ 104.57 | 16,281 | D |
| Ordinary Shares, 10 pence par value | 05/30/2018 | | F | 150 ⁽³⁾ D | \$ 104.57 | 16,131 ⁽⁴⁾ | D |

value

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bardwell Kathleen C/O RUTHERFORD HOUSE, STEPHENSONS WAY CHADDESSEN DERBY, X0 DE21 6LY | | | Sr. V. P. & C.C.O. | |

Signatures

/s/ Ronald E. Snyder, Authorized Representative under Power of Attorney
Date: 05/31/2018

__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) 181 shares were withheld from the 625 restricted shares that vested on May 29, 2018. These 181 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 29, 2018. The remaining restrictions on these ordinary shares lapse as follows: 625 on May 28, 2019.

(2)

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224 shares were withheld from the 750 restricted shares that vested on May 30, 2018. These 224 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 30, 2018.

- (3) 150 shares were withheld from the 500 restricted shares that vested on May 30, 2018. These 150 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 500 ordinary shares were awarded to Ms. Bardwell on May 30, 2017 as part of an award of 2,000 restricted shares. These vested shares were valued at the NYSE closing market price on May 30, 2018. The remaining restrictions on these ordinary shares lapse as follows: 500 on May 30, 2019; 500 on May 30, 2020 and 500 on May 30, 2021.

- (4) 4,375 of these ordinary shares are restricted. The restrictions on these ordinary shares lapse as follows: 500 on June 1, 2018; 375 on October 1, 2018; 625 on May 28, 2019; 500 on May 30, 2019; 500 on June 3, 2019; 375 on October 1, 2019; 500 on June 1, 2020; 500 on June 1, 2020 and 500 on June 1, 2021.

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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