## 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(h)

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Rosebrough Walter M Jr</u>															ck all applic Directo	or		10% Ow	ner
(Last) (First) (Middle) C/O RUTHERFORD HOUSE, STEPHENSONS WAY					3. Date of Earliest Transaction (Month/Day/Year) 03/21/2019									Officer below)	Officer (give title below)  President 8		Other (s below)	pecify	
CHADDESDEN					4.1	f Ame	ndme	nt, Date	of Origina	l File	d (Month/Da		6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) DERBY	X	0	DE21 6L	Y											X Form filed by One Reporting Person  Form filed by More than One Reporting Person				
(City)	(S	tate)	(Zip)																
		Tak	ole I - No	n-Deri	vativ	e Se	curit	ies Ac	quired	, Dis	sposed o	f, or l	Ben	eficiall	y Owned				
Date		Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a				Beneficia Owned F	s ally following	Form: (D) or	m: Direct or Indirect Instr. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Ordinary	Ordinary Shares, 10 pence par value			03/21/2019					М		50,000(1)	.)(2) A		\$45.34	4 98,	98,895		D	
Ordinary	Shares, 10	pence par value		03/2	1/2019				S		50,000	1)	D	\$125	48,8	48,895 <sup>(3)</sup>		D	
Ordinary	Shares, 10	pence par value																See Footnote Below. <sup>(4)</sup>	
			Table II -								osed of, convertil				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transa Code ( 8)				6. Date Exerci Expiration Dat (Month/Day/Ye		te	7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title		Amount or Number of Shares					
Employee Stock Option (right to buy)	\$45.34	03/21/2019			M			50,000	(2)		05/31/2023	Ordina Share		50,000	\$0.00	0		D	

#### **Explanation of Responses:**

- 1. This exercise and sale of a total of 50,000 ordinary shares is pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person on November 28, 2018.
- 2. This option to purchase 100,000 STERIS plc ordinary shares, which is fully vested, was received in the Merger in exchange for an option to purchase 100,000 STERIS Corporation common shares for \$45.34 per share, subject to the same terms and conditions as the original STERIS stock option.
- 3. These 48,895 ordinary shares are held by the Reporting Person as Trustee of a revocable trust established for his benefit. 37,375 of these Ordinary Shares are restricted. The restrictions on the restricted Ordinary Shares lapse as follows: 3,625 on May 28, 2019; 4,000 on May 30, 2019; 3,097 on May 31, 2019; 4,681 on June 3, 2019; 4,681 on June 1, 2020; 4,000 on June 1, 2020; 3,097 on June 1, 2020; 4,000 on June 1, 2021; 3,097 on June 1, 2021 and 3,097 on May 31, 2022.
- 4. These ordinary shares are held by the Reporting Person's Spouse as Trustee of a revocable trust established for her benefit.

# Remarks:

/s/ Ronald E. Snyder, **Authorized Representative** under Power of Attorney

03/22/2019

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.