Part I Reporting Issuer

1 Issuer's name
STERIS Corporation

2 Issuer's employer identification number (EIN)
34-1482024

3 Name of contact for additional information
Julie Winter

4 Telephone No. of contact
(440) 392-7245

5 Email address of contact
Julie_Winter@steris.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact
5960 Heisley Road

7 City, town, or post office, state, and Zip code of contact
Mentor, Ohio 44060

8 Date of action
November 2, 2015

9 Classification and description
Stock

10 CUSIP number
859125100

11 Serial number(s)

12 Ticker symbol
STE

13 Account number(s)

Part II Organizational Action

Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action → On November 2, 2015, Solar US New Merger Sub Inc merged with and into STERIS Corporation in a taxable merger. At the effective time of the merger and without any action on the part of the shareholders, each STERIS Corporation share then issued and outstanding was cancelled and automatically converted into and became the right to receive one ordinary share of STERIS plc.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis → Each former owner of STERIS Corporation will take a fair market value basis in the STERIS plc stock received in the transaction, subject to the Section 304 discussion below in item 18.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates → The fair market value of one STERIS Plc ordinary share was determined to be $74.36 as of November 2, 2015. This fair market value is based on the average of the low and high price at which STERIS Corporation common shares traded on the New York Stock Exchange during normal trading hours on November 2, 2015.

Fair market value generally is the price at which property would change hands between a willing buyer and a willing seller, neither being under any compulsion to buy or to sell and both having reasonable knowledge of the facts. U.S. federal income tax law does not specifically prescribe how you should determine the fair market value of the STERIS plc ordinary shares. There are several possible methods for determining the fair market value of STERIS plc ordinary shares. One possible approach is described above. Other approaches may also be possible. You are not bound by the approach described above and may, in consultation with your tax advisor, use another approach. You should consult your tax advisor to determine what measure of fair market value is appropriate.
Part II  Organizational Action (continued)

17  List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based  

Subject to the Section 304 discussion below in item 19, Section 1001 and Section 1012.

18  Can any resulting loss be recognized?  

Yes, subject to the Section 304 discussion below in item 19.

19  Provide any other information necessary to implement the adjustment, such as the reportable tax year  

The transaction is reportable by each former STERIS Corporation shareholder in their first tax year that includes November 2, 2015.

Former STERIS Corporation shareholders are urged to consult their own tax advisors with respect to their individual tax consequences of the merger including the potential application of Section 304 and its consequences. The information contained in this document does not constitute tax advice and is not intended or written to be used, and cannot be used, for the purposes of (i) avoiding penalties under the Internal Revenue Code of 1986, as amended, or (ii) promoting, marketing, or recommending any transaction or matter addressed herein.

The information contained herein does not purport to be complete or to describe the consequences that may apply to particular categories of shareholders. Neither STERIS Corporation nor STERIS plc provides tax advice to its shareholders. The examples provided herein are illustrative and are being provided pursuant to Section 6045B of the Internal Revenue Code and as a convenience to shareholders and their tax advisors. You are urged to consult your own tax advisor regarding the particular consequences of the merger to you, including the applicability and effect of all U.S. federal, state and local tax laws and foreign tax laws. We urge you to read the definitive proxy statement filed by STERIS Corporation with the Securities and Exchange Commission on February 9, 2015, noting especially the discussion on pages 84-91 under the heading “Certain U.S. Federal Income Tax Considerations”, as well as the supplemental disclosure filed by STERIS Corporation with the Securities and Exchange Commission on Form 8-K on September 24, 2015.

Signature  

Date  
12/14/2015

Print your name  John R. Schloss

Title  Assistant Secretary

Paid Preparer Use Only

Print/Type preparer’s name
Preparer’s signature
Date
Check ☐ if self-employed
Firm’s EIN
Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054