## **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

#### **CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 5, 2019

# STERIS plc

(Exact Name of Registrant as Specified in Charter)

001-38848

(Commission

File Number)

98-1455064

(IRS Employer

Identification No.)

Name of each exchange

on which registered

New York Stock Exchange

Ireland

(State or Other Jurisdiction

of Incorporation)

Emerging growth company □

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Ordinary Shares

O Sir John Rogerson's Quay  Dublin 2 Ireland  (Address of Principal Executive Offices)
Registrant's telephone number, including area code: +353 1 232 2000
(Former name or former address, if changed since last report.)
k the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following sions:
Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
ate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) ale 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or

Trading

Symbol(s)

STE

revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.  $\Box$ 

#### Item 2.02 Results of Operations and Financial Condition.

On August 5, 2019, STERIS plc (the "Company") issued a press release announcing financial results for the three month period ending June 30, 2019, an interim dividend and an increase in its share repurchase authorization. A copy of this press release is attached hereto as Exhibit 99.1.

The information contained in this Item 2.02 of this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, is being furnished to the Securities and Exchange Commission and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section. Furthermore, the information contained in this Item 2.02 of this Current Report on Form 8-K shall not be deemed to be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933.

#### Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

Exhibit	
No.	Description
99.1	Press Release issued by STERIS plc on August 5, 2019 announcing financial results for the three month period ended June 30,
	2019, an interim dividend and an increase in its share repurchase authorization.

## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

STERIS plc

Name:

/s/ Karen L. Burton Ву Karen L. Burton

Title: Vice President, Controller and Chief Accounting Officer

Dated: August 5, 2019

#### STERIS Announces Financial Results for Fiscal 2020 First Quarter

- First quarter revenue grows 9% as reported, 10% constant currency organic revenue growth
- EPS as reported increases to \$0.99, adjusted EPS increases to \$1.23
- Outlook updated to reflect stronger than anticipated performance

DUBLIN, IRELAND - (August 5, 2019) - STERIS plc (NYSE: STE) ("STERIS" or the "Company") today announced financial results for its fiscal 2020 first quarter ended June 30, 2019. Revenue as reported for the quarter increased 9% to \$696.8 million compared with \$638.8 million in the first quarter of fiscal 2019, with growth across all segments. Constant currency organic revenue (see Non-GAAP Financial Measures) growth was 10% for the first quarter of fiscal 2020.

"We are pleased with the strong start to our new fiscal year, as the momentum we saw in fiscal 2019 has carried over into fiscal 2020," said Walt Rosebrough, President and Chief Executive Officer of STERIS. "Reflecting the out-performance in the first quarter and our expectations for the full year, we are increasing our fiscal 2020 outlook for both revenue and adjusted EPS."

#### First Quarter 2020 Operating Results

As reported, net income for the first quarter was \$84.6 million, or \$0.99 per diluted share, compared with net income of \$70.0 million, or \$0.82 per diluted share in the first quarter of fiscal 2019. Adjusted net income (see Non-GAAP Financial Measures) for the first quarter of fiscal 2020 was \$105.0 million, or \$1.23 per diluted share, compared with adjusted net income for the previous year's first quarter of \$85.6 million or \$1.00 per diluted share.

#### **First Quarter Segment Results**

**Healthcare Products** revenue as reported grew 6% in the quarter to \$309.8 million compared with \$292.0 million in the first quarter of fiscal 2019, driven by 7% growth in capital equipment revenue, 2% growth in service revenue and 8% growth in consumable revenue. Constant currency organic revenue growth for Healthcare Products was 7% during the quarter. Healthcare Products operating income was \$73.7 million compared with \$61.7 million in last year's first quarter. The increase in profitability was primarily due to increased revenue and favorable product mix.

Fiscal 2020 first quarter revenue for **Applied Sterilization Technologies** increased 11% as reported to \$154.3 million compared with \$139.5 million in the same period last year. Constant currency organic revenue increased 13%, primarily driven by increased volume from the segment's core medical device Customers. Segment operating income increased to \$68.0 million in the first quarter of fiscal 2020 compared with operating income of \$56.2 million in the same period last year, due primarily to revenue growth.

**Healthcare Specialty Services** as reported revenue grew 11% in the quarter to \$135.9 million compared with \$122.2 million in the first quarter of fiscal 2019. Constant currency organic revenue growth was 13%. Healthcare Specialty Services operating income was \$16.8 million compared with \$13.0 million in last year's first quarter, benefiting from the additional volume and improved productivity.

**Life Sciences** first quarter revenue as reported grew 14% to \$96.8 million compared with \$85.0 million in the first quarter of fiscal 2019, driven by 40% growth in capital equipment revenue, 1% growth in service revenue and 9% growth in consumable revenue. Constant currency organic revenue grew 15% in the quarter. Operating income was \$33.0 million compared with \$29.9 million in the prior year's first quarter, primarily driven by additional volume.

#### **Cash Flow**

Net cash provided by operations for the first three months of fiscal 2020 was \$109.3 million, compared with \$100.8 million in fiscal 2019. Free cash flow (see Non-GAAP Financial Measures) for the first three months of fiscal 2020 was \$59.6 million compared with \$75.8 million in the prior year period. The decline in free cash flow is due to increased capital spending as anticipated.

#### Fiscal 2020 Outlook

Based on current performance and expectations for the full fiscal year, the Company is updating its prior outlook for revenue and adjusted earnings per diluted share. Constant currency organic revenue growth is now expected to be in the range of 6-7%, compared with 5-6% previously. Reflecting June 30, 2019 forward rates, the Company now expects that currency movements will negatively impact reported revenue by approximately \$10 million in fiscal 2020. Adjusted earnings per diluted share are now anticipated to be in the range of \$5.38 - \$5.53, compared with \$5.28 - \$5.43 previously. Operating profit increases due to volume and an anticipated adjusted effective tax rate at the low-end of the previously provided range of 19-20% are the primary drivers of the higher earnings per diluted share range.

Capital spending is anticipated to be approximately \$280 million and free cash flow is expected to be approximately \$300 million, both unchanged from prior outlook.

#### **Dividend and Repurchase Announcement**

STERIS's Board of Directors has increased the quarterly interim dividend from \$0.34 to \$0.37 per share. The dividend is payable September 26, 2019 to shareholders of record at the close of business on September 10, 2019.

STERIS's Board of Directors also has approved an increase in its May 7, 2019 share repurchase authorization of an additional \$300 million (net of taxes, fees and commissions) of the Company's ordinary shares. Shares may be repurchased from time to time through open market transactions, including 10b5-1 plans. Any repurchase program may be activated, suspended or discontinued at any time. Capital allocation priorities for the Company remain unchanged.

#### **Conference Call**

As previously announced, STERIS management will host a conference call tomorrow, August 6, 2019 at 10:00 a.m. Eastern time. The conference call can be heard live over the Internet at <a href="www.steris-ir.com">www.steris-ir.com</a> or via phone by dialing 1-833-535-2199 in the United States or 1-412-902-6776 internationally, then asking to join the conference call for STERIS plc.

For those unable to listen to the conference call live, a replay will be available beginning at 12:00 p.m. Eastern Time on August 6, 2019, either over the Internet at <a href="www.steris-ir.com">www.steris-ir.com</a> or via phone. To access the replay of the call, please use the access code 10133575 and dial 1-877-344-7529 in the United States or 1-412-317-0088 internationally.

#### **About STERIS**

STERIS's mission is to HELP OUR CUSTOMERS CREATE A HEALTHIER AND SAFER WORLD by providing innovative healthcare and life science product and service solutions around the globe. For more information, visit <a href="https://www.steris.com">www.steris.com</a>.

#### **Investor Contact:**

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#### **Non-GAAP Financial Measures**

Adjusted net income, free cash flow and constant currency organic revenue are non-GAAP measures that may be used from time to time and should not be considered replacements for GAAP results. Non-GAAP financial measures are presented in this release with the intent of providing greater transparency to supplemental financial information used by management and the Board of Directors in their financial analysis and operational decision making. These amounts are disclosed so that the reader has the same financial data that management uses with the belief that it will assist investors and other readers in making comparisons to our historical operating results and analyzing the underlying performance of our operations for the periods presented. The Company believes that the presentation of these non-GAAP financial measures, when considered along with our GAAP financial measures, provides a more complete understanding of the factors and trends affecting our business than could be obtained absent this disclosure.

Adjusted net income excludes the amortization of intangible assets acquired in business combinations, acquisition-related transaction costs, integration costs related to acquisitions, the re-measurement of deferred taxes and taxation of prior unremitted earnings impacts of the TCJA, and certain other unusual or non-recurring items. STERIS believes this measure is useful because it excludes items that may not be indicative of or are unrelated to our core operating results and provides a baseline for analyzing trends in our underlying businesses.

The Company defines free cash flow as cash flows from operating activities less purchases of property, plant, equipment and intangibles, plus proceeds from the sale of property, plant, equipment, and intangibles. STERIS believes that free cash flow is a useful measure of the Company's ability to fund future principal debt repayments and growth outside of core operations, pay cash dividends, and repurchase ordinary shares.

To measure the percentage organic revenue growth, the Company removes the impact of significant acquisitions and divestitures that affect the comparability and trends in revenue. To measure the percentage constant currency organic revenue growth, the impact of changes in currency exchange rates and acquisitions and divestitures that affect the comparability and trends in revenue are removed. The impact of changes in currency exchange rates is calculated by translating current year results at prior year average currency exchange rates.

Because non-GAAP financial measures are not standardized, it may not be possible to compare these financial measures with other companies' non-GAAP financial measures having the same or similar names. These adjusted financial measures should not be considered in isolation or as a substitute for reported sales, gross profit, operating income, net earnings and net earnings per diluted share, the most directly comparable GAAP financial measures. These non-GAAP financial measures are an additional way of viewing aspects of the Company's operations that, when viewed with GAAP results and the reconciliations to corresponding GAAP financial measures below, provide a more complete understanding of the business. The Company strongly encourages investors and shareholders to review its financial statements and publicly-filed reports in their entirety and not to rely on any single financial measure.

#### **Forward-Looking Statements**

This release and the referenced conference call may contain statements concerning certain trends, expectations, forecasts, estimates, or other forward-looking information affecting or relating to STERIS or its industry, products or activities that are intended to qualify for the protections afforded "forward-looking statements" under the Private Securities Litigation Reform Act of 1995 and other laws and regulations. Forward-looking statements speak only as to the date the statement is made and may be identified by the use of forward-looking terms such as "may," "will," "expects," "believes," "anticipates," "plans," "estimates," "projects," "targets," "forecasts," "outlook," "impact," "potential," "confidence," "improve," "optimistic," "deliver," "orders," "backlog," "comfortable," "trend", and "seeks," or the negative of such terms or other variations on such terms or comparable terminology. Many important factors could cause actual results to differ materially from those in the forward-looking statements including, without limitation, disruption of production or supplies, changes in market conditions, political events, pending or future claims or litigation, competitive factors, technology advances, actions of regulatory agencies, and changes in laws, government regulations, labeling or product approvals or the application or interpretation thereof. Other risk factors are described in STERIS's other securities filings, including Item 1A of our Annual Report on

Form 10-K for the year ended March 31, 2019. Many of these important factors are outside of STERIS's control. No assurances can be provided as to any result or the timing of any outcome regarding matters described in STERIS's securities filings or otherwise with respect to any regulatory action, administrative proceedings, government investigations, litigation, warning letters, cost reductions, business strategies, earnings or revenue trends or future financial results. References to products are summaries only and should not be considered the specific terms of the product clearance or literature. Unless legally required, STERIS does not undertake to update or revise any forward-looking statements even if events make clear that any projected results, express or implied, will not be realized. Other potential risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements include, without limitation, (a) STERIS's ability to achieve the expected benefits regarding the accounting and tax treatments of the Redomiciliation transaction, (b) operating costs, Customer loss and business disruption (including, without limitation, difficulties in maintaining relationships with employees, Customers, clients or suppliers) being greater than expected following the Redomiciliation, (c) STERIS's ability to meet expectations regarding the accounting and tax treatment of the Tax Cuts and Jobs Act ("TCJA") or the possibility that anticipated benefits resulting from the TCJA will be less than estimated, (d) changes in tax laws or interpretations that could increase our consolidated tax liabilities, including changes in tax laws that would result in STERIS being treated as a domestic corporation for United States federal tax purposes, (e) the potential for increased pressure on pricing or costs that leads to erosion of profit margins, (f) the possibility that market demand will not develop for new technologies, products or applications or services, or business initiatives will take longer, cost more or produce lower benefits than anticipated, (g) the possibility that application of or compliance with laws, court rulings, certifications, regulatory actions, including without limitation those relating to FDA warning notices or letters, government investigations, the outcome of any pending FDA requests, inspections or submissions, or other requirements or standards may delay, limit or prevent new product introductions, affect the production and marketing of existing products or services or otherwise affect STERIS's performance, results, prospects or value, (h) the potential of international unrest, economic downturn or effects of currencies, tax assessments, tariffs and/or other trade barriers, adjustments or anticipated rates, raw material costs or availability, benefit or retirement plan costs, or other regulatory compliance costs, (i) the possibility of reduced demand, or reductions in the rate of growth in demand, for STERIS's products and services, (j) the possibility of delays in receipt of orders, order cancellations, or delays in the manufacture or shipment of ordered products or in the provision of services, (k) the possibility that anticipated growth, cost savings, new product acceptance, performance or approvals, or other results may not be achieved, or that transition, labor, competition, timing, execution, regulatory, governmental, or other issues or risks associated with STERIS's businesses, industry or initiatives including, without limitation, those matters described in our Annual Report on Form 10-K for the year ended March 31, 2019, and other securities filings, may adversely impact STERIS's performance, results, prospects or value, (1) the impact on STERIS and its operations, or tax liabilities, of Brexit or the exit of other member countries from the EU, and the Company's ability to respond to such impacts, (m) the impact on STERIS and its operations of any legislation, regulations or orders, including but not limited to any new trade or tax legislation, regulations or orders, that may be implemented by the U.S. administration or Congress, or of any responses thereto, (n) the possibility that anticipated financial results or benefits of recent acquisitions, or of STERIS's restructuring efforts, or of recent divestitures, or of the targeted restructuring plan will not be realized or will be other than anticipated, and (o) the effects of contractions in credit availability, as well as the ability of STERIS's Customers and suppliers to adequately access the credit markets when needed.

## STERIS plc

## **Consolidated Condensed Statements of Operations**

		Three Month	s Ended June 30,	١,
		2019	2018	3
		(Unaudited)	(Unaudite	ed)
Revenues		\$ 696,803	\$ 63	38,758
Cost of revenues		390,042	36	69,708
Total cost of revenues - restructuring		918		_
Total cost of revenues, net		390,960	36	69,708
Gross profit		305,843	26	69,050
Operating expenses:				
Selling, general, and administrative		178,781	15	58,406
Research and development		15,585	1	16,220
Restructuring expenses		1,389		_
Total operating expenses		195,755	17	74,626
Income from operations		110,088	9	94,424
Non-operating expenses, net		10,678	1	11,373
Income tax expense		14,633	1	12,773
Net income		\$ 84,777	\$ 7	70,278
Less: Net income attributable to noncontrolling interests		187		287
Net income attributable to shareholders		\$ 84,590	\$ 6	69,991
Earnings per ordinary share (EPS) data:				
Basic		\$ 1.00	\$	0.83
Diluted		\$ 0.99	\$	0.82
Cash dividends declared per share ordinary outstanding		\$ 0.34	\$	0.31
Construction determine per same or dama. Journal and		5 0.34	J.	0.31
Weighted average number of shares outstanding used in EPS computation:				
Basic number of shares outstanding		84,638	8	84,685
Diluted number of shares outstanding		85,566		85,509
STERIS plc				
Consolidated Condensed Balance Sheets				
(in thousands)				
		June 30,	March 31,	
		2019	2019	,
				,
		(Unaudited)		, 
Assets		(Unaudited)		,
Assets Current assets:		(Unaudited)		,
	s		\$ 22	20,633
Current assets:	\$			
Current assets:  Cash and cash equivalents	\$	238,067	56	20,633 64,830
Current assets:  Cash and cash equivalents  Accounts receivable, net	s	238,067 S	56 20	20,633 64,830 08,243
Current assets:  Cash and cash equivalents Accounts receivable, net Inventories, net	s 	238,067 5 509,655 233,587	56 20 6	20,633 64,830 08,243 60,029
Current assets:  Cash and cash equivalents  Accounts receivable, net  Inventories, net  Prepaid expenses and other current assets	s 	238,067 509,655 233,587 62,973	56 20 6 1,05	20,633 64,830 08,243 60,029 53,735
Current assets:  Cash and cash equivalents Accounts receivable, net Inventories, net Prepaid expenses and other current assets  Total current assets	\$	238,067 5 509,655 233,587 62,973 1,044,282	56 20 6 1,05	20,633
Current assets:  Cash and cash equivalents  Accounts receivable, net  Inventories, net  Prepaid expenses and other current assets  Total current assets  Property, plant, and equipment, net	\$	238,067 S 509,655 233,587 62,973 1,044,282	56 20 6 1,05	20,633 64,830 08,243 60,029 53,735 31,582
Current assets:  Cash and cash equivalents Accounts receivable, net Inventories, net Prepaid expenses and other current assets  Total current assets  Property, plant, and equipment, net Lease right-of-use assets, net	\$	238,067 S 509,655 233,587 62,973 1,044,282 1,054,217 122,521	56 20 6 1,05 1,03	20,633 64,830 08,243 60,029 53,735 31,582 —
Current assets:  Cash and cash equivalents Accounts receivable, net Inventories, net Prepaid expenses and other current assets  Total current assets  Property, plant, and equipment, net Lease right-of-use assets, net Goodwill	\$	238,067 S 509,655 233,587 62,973 1,044,282 1,054,217 122,521 2,347,329	56 20 6 1,05 1,03 2,32 60	20,633 64,830 08,243 60,029 53,735 31,582 — 22,928 04,614
Current assets:  Cash and cash equivalents  Accounts receivable, net  Inventories, net  Prepaid expenses and other current assets  Total current assets  Property, plant, and equipment, net  Lease right-of-use assets, net  Goodwill  Intangibles, net	<b>\$</b>	238,067 S 509,655 233,587 62,973 1,044,282 1,054,217 122,521 2,347,329 602,179 59,195	56 20 6 1,05 1,03 2,32 60 6	20,633 64,830 08,243 60,029 53,735 31,582 — 22,928 04,614 60,212
Current assets:  Cash and cash equivalents  Accounts receivable, net Inventories, net Prepaid expenses and other current assets  Total current assets  Property, plant, and equipment, net Lease right-of-use assets, net Goodwill Intangibles, net Other assets		238,067 S 509,655 233,587 62,973 1,044,282 1,054,217 122,521 2,347,329 602,179 59,195	56 20 6 1,05 1,03 2,32 60 6	20,633 64,830 08,243 60,029 53,735
Current assets:  Cash and cash equivalents Accounts receivable, net Inventories, net Prepaid expenses and other current assets  Total current assets  Property, plant, and equipment, net Lease right-of-use assets, net Goodwill Intangibles, net Other assets  Total assets		238,067 S 509,655 233,587 62,973 1,044,282 1,054,217 122,521 2,347,329 602,179 59,195	56 20 6 1,05 1,03 2,32 60 6	20,633 64,830 08,243 60,029 53,735 31,582 — 22,928 04,614 60,212
Current assets:  Cash and cash equivalents Accounts receivable, net Inventories, net Prepaid expenses and other current assets  Total current assets  Property, plant, and equipment, net Lease right-of-use assets, net Goodwill Intangibles, net Other assets  Total assets  Liabilities and equity		238,067 S 509,655 233,587 62,973 1,044,282 1,054,217 122,521 2,347,329 602,179 59,195 5,229,723	56 20 6 1,05 1,03 2,32 60 6 5 5,07	20,633 64,830 08,243 60,029 53,735 31,582 — 22,928 04,614 60,212
Current assets:  Cash and cash equivalents Accounts receivable, net Inventories, net Prepaid expenses and other current assets  Total current assets  Property, plant, and equipment, net Lease right-of-use assets, net Goodwill Intangibles, net Other assets  Total assets  Liabilities and equity  Current liabilities:	<u>s</u>	238,067 S 509,655 233,587 62,973 1,044,282 1,054,217 122,521 2,347,329 602,179 59,195 5,229,723	56 20 6 1,05 1,03 2,32 60 6 5 5,07	20,633 64,830 08,243 60,029 53,735 31,582 — 22,928 04,614 60,212 73,071

Long-term indebtedness	1,210,003	1,183,227
Other liabilities	341,944	238,850
Total equity	3,245,002	3,185,798
Total liabilities and equity	\$ 5,229,723 \$	5,073,071

## STERIS plc

## **Segment Data**

Financial information for each of the segments is presented in the following table. We disclose a measure of segment income that is consistent with the way management operates and views the business. The accounting policies for reportable segments are the same as those for the consolidated Company. Segment income is calculated as the segment's gross profit less direct costs and indirect costs if the resources are dedicated to a single segment. Corporate costs include corporate and administrative functions, public company costs, legacy post-retirement benefits, and certain services and facilities related to distribution and research and development that are shared by multiple segments.

		Three Months	Ended June 30,			
		2019		2018		
(in thousands)		Jnaudited)	J)	Jnaudited)		
Revenues:						
Healthcare Products	\$	309,787	\$	292,010		
Healthcare Specialty Services		135,945		122,249		
Life Sciences		96,785		84,955		
Applied Sterilization Technologies		154,286		139,544		
Total revenues	\$	696,803	\$	638,758		
Operating income (loss):						
Healthcare Products	\$	73,698	\$	61,722		
Healthcare Specialty Services		16,817		12,954		
Life Sciences		33,039		29,865		
Applied Sterilization Technologies		68,035		56,151		
Corporate		(55,397)		(46,042)		
Total operating income before adjustments	\$	136,192	\$	114,650		
Less: Adjustments						
Amortization of acquired intangible assets	\$	16,949	\$	18,055		
Acquisition and integration related charges		1,917		1,671		
Redomiciliation and tax restructuring costs		1,770		287		
(Gain) on fair value adjustment of acquisition related contingent consideration		_		(842)		
Net loss on divestiture of businesses		2,426		444		
Amortization of property "step up" to fair value		735		611		
Restructuring charges		2,307		_		
Total operating income	\$	110,088	\$	94,424		

	Three Mo	Three Months Ended June 30,					
	2019	2018					
	(Unaudited)	(Unaudited)	.)				
Operating activities:							
Net income	\$ 84,7	777 \$ 70,	,278				
Non-cash items	55,1	31,	,111				
Changes in operating assets and liabilities	(30,5	550)	(610)				
Net cash provided by operating activities	109,3	100,	,779				
Investing activities:							
Purchases of property, plant, equipment, and intangibles, net	(49,7	<b>794)</b> (27,	,726)				
Proceeds from the sale of property, plant, and equipment		18 2,	,795				
Proceeds from the sale of businesses	4	139 (	(196)				
Purchase of investments		— (4,	,955)				
Acquisition of businesses, net of cash acquired	(34,9	770)	_				
Other		— (4,	,784)				
Net cash used in investing activities	(84,3	<b>307</b> ) (34,	,866)				
Financing activities:							
Proceeds (payments) under credit facilities, net	27,8	<b>361</b> 18,	,443				
Deferred financing fees and debt issuance costs	(1,2	206) (2	(298)				
Acquisition related deferred or contingent consideration	(4	<b>152</b> ) (	(685)				
Repurchases of ordinary shares	(14,8	<b>386)</b> (33,	,844)				
Cash dividends paid to ordinary shareholders	(28,8	323) (26,	,265)				
Stock option and other equity transactions, net	9,8	3,	,435				
Net cash used in financing activities	(7,6	<b>607</b> ) (39,:	,214)				
Effect of exchange rate changes on cash and cash equivalents		11 (9,	,709)				
Increase in cash and cash equivalents	17,4	134 16,	,990				
Cash and cash equivalents at beginning of period	220,6	533 201,	,534				
Cash and cash equivalents at end of period	\$ 238,0	<b>067</b> \$ 218,	,524				

The following table presents a financial measure which is considered to be "non-GAAP financial measures" under Securities Exchange Commission rules. Free cash flow is defined by the Company as cash flows from operating activities less purchases of property, plant, equipment and intangibles (capital expenditures) plus proceeds from the sale of property, plant, equipment and intangibles. The Company uses free cash flow as a measure to gauge its ability to pay cash dividends, fund growth outside of core operations, fund future debt principal repayments, and repurchase shares. STERIS's calculation of free cash flows may vary from other companies.

	Thre	Three Months Ended June 30			
	20	19		2018	
	(Unau	udited)		(Unaudited)	
Calculation of Free Cash Flow:					
Cash flows from operating activities	\$	109,337	\$	100,779	
Purchases of property, plant, equipment, and intangibles, net		(49,794)		(27,726)	
Proceeds from the sale of property, plant, equipment, and intangibles		18		2,795	
Free Cash Flow	\$	59,561	\$	75,848	
		Twelve	Mon	oths Ended	

	I WEIVE IV	ontils Ended
	March	1 31, 2020
	(Ou	tlook*)
Calculation of Free Cash Flow for Outlook		
Cash flows from operating activities	\$	580,000
Purchases of property, plant, equipment, and intangibles, net		(280,000)
Free Cash Flow	\$	300,000

<sup>\*</sup> All amounts are estimates.

Non-GAAP financial measures are presented with the intent of providing greater transparency to supplemental financial information used by management and the Board of Directors in their financial analysis and operational decision making. These amounts are disclosed so that the reader has the same financial data that management uses with the belief that it will assist investors and other readers in making comparisons to our historical operating results and analyzing the underlying performance of our operations for the periods presented.

Management and the Board of Directors believe that the presentation of these non-GAAP financial measures, when considered along with our GAAP financial measures and the reconciliation to the corresponding GAAP financial measures, provides the reader with a more complete understanding of the factors and trends affecting our business than could be obtained absent this disclosure. It is important for the reader to note that the non-GAAP financial measure used may be calculated differently from, and therefore may not be comparable to, a similarly titled measure used by other companies.

To measure the percentage organic revenue growth, the Company removes the impact of acquisitions and divestitures that affect the comparability and trends in revenue. To measure the percentage constant currency organic revenue growth, the impact of changes in currency exchange rates and acquisitions and divestitures that affect the comparability and trends in revenue are removed. The impact of changes in currency exchange rates is calculated by translating current year results at prior year average currency exchange rates.

		Three months ended June 30, (unaudited)																		
		As reported, GAAP			As reported, GAAP				As reported, GAAP				Impact of		Impact of Divestitures		Impact of Foreign Currency Movements	GAAP Growth	Organic Growth	Constant Currency Organic Growth
		2019		2018		2019		2018		2019	2019	2019	2019							
Segment revenues:																				
Healthcare Products	\$	309,787	\$	292,010	\$	_	\$	_	\$	(1,865)	6.1%	6.1%	6.7%							
Healthcare Specialty Services		135,945		122,249		_		(592)		(1,774)	11.2%	11.7%	13.2%							
Life Sciences		96,785		84,955		_		_		(1,192)	13.9%	13.9%	15.3%							
Applied Sterilization Technologies		154,286		139,544		_		_		(3,562)	10.6%	10.6%	13.1%							
Total	\$	696,803	\$	638,758	\$	_	\$	(592)	\$	(8,393)	9.1%	9.2%	10.5%							

						Three	months ended	June 30	), (unaudit	ted)					
		Gros	s Pr	ofit	I	ncome from	N	Net Income attributable to shareholders				Diluted EPS			
		2019		2018		2019	2018		2019		2018		2019		2018
GAAP	\$	305,843	\$	269,050	\$	110,088 \$	94,424	\$	84,590	\$	69,991	\$	0.99	\$	0.82
Adjustments:															
Amortization of acquired intangible assets		147		100		16,949	18,055								
Acquisition and integration related charges		496		587		1,917	1,671								
Redomiciliation and tax restructuring costs		_		_		1,770	287								
(Gain) on fair value adjustment of acquisition related contingent consideration		_		_		_	(842)								
Net loss on divestiture of businesses		_		_		2,426	444								
Amortization of property "step up" to fair value		782		648		735	611								
Restructuring charges		918		_		2,307	_	_							
Net impact of adjustments after tax*									20,420		15,656				
Net EPS impact													0.24		0.18
Adjusted		308,186	\$	270,385	\$	136,192 \$	114,650	\$	105,010	\$	85,647	\$	1.23	\$	1.00

<sup>\*</sup> The tax expense includes both the current and deferred income tax impact of the adjustments.

FY 2020 Outlook	Twelve Months Ended
	March 31, 2020
	(Outlook*)
Net income per diluted share	\$4.62- \$4.77
Amortization of acquired intangible assets	0.64
Acquisition and integration related charges	0.03
Redomiciliation costs	0.02
Net loss on divestiture of businesses	0.02
Amortization of property "step up" to fair value	0.02
Restructuring charges	0.03
Adjusted net income per diluted share	\$5.38- \$5.53

<sup>\*</sup> All amounts are estimates.

## STERIS plc Unaudited Supplemental Financial Data For the Periods Ending June 30, 2019 and 2018

	F	FY 2020	FY 2019
Total Company Revenues		Q1	Q1
Consumables	\$	160,111	\$ 147,571
Service		389,068	359,968
Total Recurring	\$	549,179	\$ 507,539
Capital Equipment	\$	147,624	\$ 131,219
Total Revenues	\$	696,803	\$ 638,758
Ireland Revenues	\$	15,108	\$ 12,560
Ireland Revenues as a % of Total		2%	2%
United States Revenues	\$	511,152	\$ 447,540
United States Revenues as a % of Total		73%	70%
International Revenues	\$	170,543	\$ 178,658
International Revenues as a % of Total		25%	28%

Segment Data		Q1	Q1
Healthcare Products			
Revenues			
Consumables	\$	108,782 \$	100,414
Service		85,809	84,100
Total Recurring	\$	194,591 \$	184,514
Capital Equipment		115,196	107,496
Total Healthcare Products Revenues	\$	309,787 \$	292,010
Segment Operating Income	\$	73,698 \$	61,722
Healthcare Specialty Services			
Healthcare Services Revenues	\$	135,945 \$	122,249
Segment Operating Income	\$	16,817 \$	12,954
Life Sciences			
Revenues			
Consumables	s	44,029 \$	40,221
Service		25,987	25,620
Total Recurring	\$	70,016 \$	65,841
Capital Equipment		26,769	19,114
Total Life Sciences Revenues	\$	96,785 \$	84,955
Segment Operating Income	\$	33,039 \$	29,865
Applied Sterilization Technologies			
Applied Sterilization Technologies Revenues	\$	154,286 \$	139,544
Segment Operating Income	\$	68,035 \$	56,151
Corporate			
Operating loss	\$	(55,397) \$	(46,042)

Other Data	Q1	Q1
Healthcare Products Backlog	187,195	177,064
Life Sciences Backlog	58,850	63,405
Total Backlog	246,045	240,469
GAAP Income Tax Rate	14.7%	15.4%
Adjusted Income Tax Rate	16.2%	16.8%

This supplemental data is consistent with publicly disclosed information provided in quarterly conference calls, earnings releases and SEC filings, and is subject to all definitions, precautions and limitations contained in those disclosures. Please see the Company's most recent 10-K for definitions (and reconciliation where appropriate) of adjusted measures, backlog, free cash flow and net debt.