| SEC Form 4 |  |
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5           |
| obligations may continue. See          |
| Instruction 1(b).                      |

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

#### OMB APPROVAL OMB Number: 3235-0287

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|                        |           |

|   |         | 1*    | 2. Issuer Name and Ticker or Trading Symbol<br><u>STERIS CORP</u> [ STE ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner |                                   |                          |  |  |
|---|---------|-------|---|--|-----------------------------------|--------------------------|--|--|
| (Last) (First) (Middle)<br>C/O BREEDEN CAPITAL MANAGEMENT LLC |         |       |   |  | Director                          |                          |  |  |
|   |         | ( )   | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/07/2013            |  | Officer (give title below)        | Other (specify<br>below) |  |  |
| 100 NORTHFIELD STREET   |         |       | 4. If Amendment, Date of Original Filed (Month/Day/Year)                  | 6. Individual or Joint/Group Filing (Check Applica<br>Line)  |                                   |                          |  |  |
| (Street)  |         |       |   | X  | Form filed by One Repo            | rting Person             |  |  |
| GREENWICH CT 06830  |         | 06830 |   |  | Form filed by More than<br>Person | One Reporting            |  |  |
| (City)  | (State) | (Zip) |   |  |                                   |                          |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   |           |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect Beneficial<br>Ownership (Instr.<br>4) |                                       |
|---------------------------------|--|---|------------------------------|---|-----------|---------------|---|---|--|---------------------------------------|
|                                 |  |   | Code                         | v | Amount    | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |  |                                       |
| Common Shares, No Par Value     | 06/07/2013                                 |   | J <sup>(1)(2)</sup>          |   | 1,027,654 | D             | (3)   | 83,329  | Ι  | See<br>footnotes <sup>(1)(2)(3)</sup> |
| Common Shares, No Par Value     |  |   |                              |   |           |               |   | 25,295 <sup>(4)</sup>   | D  |                                       |

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) or<br>Dispo<br>of (D) | Derivative (Month/Day/Year)<br>Securities<br>Acquired<br>A) or<br>Disposed<br>of (D)<br>Instr. 3, 4 |                     | tion Date Amount of |       | Immount of<br>recurities Derivative<br>Security derivative<br>Security   inderlying<br>rerivative<br>recurity (instr. 3) Derivative<br>Security Securities<br>Beneficially<br>Owned<br>Following<br>Reported |  | derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|---|---------------------|---------------------|-------|--|--|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)   | Date<br>Exercisable | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares   |  |  |  |  |

#### Explanation of Responses:

1. Richard C. Breeden is the managing member of Breeden Capital Partners LLC, managing member and chairman and chief executive officer of Breeden Capital Management LLC. Breeden Capital Partners LLC is in turn the general partner of Breeden Partners L.P., Breeden Partners (California) L.P. ((the "California Fund") collectively with Breeden Partners L.P., the "Funds").

2. Pursuant to Rule 16a-1(a)(2)(ii)(B) of the Securities Exchange Act of 1934, as amended, Mr. Breeden in his capacity as managing member, as well as chairman and chief executive officer of Breeden Capital Management LLC and as the managing member of Breeden Capital Partners LLC, may be deemed to be the indirect beneficial owner of the shares of common stock of the Issuer (the "Common Stock") owned by the Funds; however, he disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

3. On June 7, 2013, the California Fund distributed 1,074,664 shares of Common Stock to its investors for no consideration, including 47,010 shares to Breeden Capital Partners LLC. Mr. Breeden did not directly receive any shares of Common Stock in the distribution.

4. Mr. Breeden continues to hold of record 25,295 shares of Common Stock directly.

#### Remarks:

## /s/ Richard C. Breeden

\*\* Signature of Reporting Person

06/11/2013

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.