Hoffman Richard J Form 4 March 13, 2019

# 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person \*

Hoffman Richard J

2. Issuer Name and Ticker or Trading

Symbol STERICYCLE INC [SRCL]

(First) (Middle) (Last)

3. Date of Earliest Transaction

(Month/Day/Year)

03/12/2019

Director 10% Owner X\_ Officer (give title Other (specify

5. Relationship of Reporting Person(s) to

(Check all applicable)

below) SVP & Chief Accounting Officer

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

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

Issuer

LAKE FOREST, IL 60045

Security

(Instr. 3)

28161 N. KEITH DRIVE

(City) (State) (Zip) 1. Title of

(Month/Day/Year)

2. Transaction Date 2A. Deemed 3. 4. Securities Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T) (Instr. 4) (Instr. 4)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

Reported (A) Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and Derivative Conversion (Month/Day/Year) Execution Date, if Transaction Derivative **Expiration Date** Securities Security or Exercise Code (Month/Day/Year) any

7. Title and Amount

Underlying Securitie

(Instr. 3 and 4)

#### Edgar Filing: Hoffman Richard J - Form 4

| (Instr. 3)                                      | Price of<br>Derivative<br>Security |            | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed (D) (Instr. 3, and 5) | of  |                     |                    |                 |                                       |
|---|------------------------------------|------------|------------------|------------|--|-----|---------------------|--------------------|-----------------|---------------------------------------|
|   |                                    |            |                  | Code V     | (A)  | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amour<br>or<br>Number<br>of<br>Shares |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 48.59                           | 03/12/2019 |                  | A          | 4,326  |     | <u>(1)</u>          | 03/12/2027         | Common<br>Stock | 4,32                                  |
| Restricted<br>Stock Units                       | \$ 0 (2)                           | 03/12/2019 |                  | A          | 3,762  |     | (3)                 | (3)                | Common<br>Stock | 3,76                                  |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hoffman Richard J

28161 N. KEITH DRIVE SVP & Chief Accounting Officer

LAKE FOREST, IL 60045

# **Signatures**

/s/ Richard Joseph Hoffman 03/13/2019

\*\*Signature of Reporting 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) The option vests in 3 annual installments on each of the first three anniversaries of the grant date.
- (2) Each restricted stock unit (RSU) represents the right to receive, at settlement, one share of common stock.
- (3) The RSUs vest in 3 annual installments on each of the first three anniversaries of the grant date. All unvested RSUs are subject to continued employment through the applicable vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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