

STERICYCLE INC
Form 4
June 29, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *
VARDY PETER

(Last) (First) (Middle)
28161 N. KEITH DRIVE
(Street)

LAKE FOREST, IL 60045

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STERICYCLE INC [SRCL]

3. Date of Earliest Transaction (Month/Day/Year)
06/28/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price		
Common Stock	06/28/2007		M		14,888	A \$ 18.24 74,888	D	
Common Stock	06/28/2007		S		14,888	D \$ 45.1177 60,000	D	
Common Stock	06/28/2007		M		11,622	A \$ 20.5 71,622	D	
Common Stock	06/28/2007		S		11,622	D \$ 45.1177 60,000	D	
Common Stock	06/28/2007		M		8,726	A \$ 23.535 68,726	D	
	06/28/2007		S		8,726	D 60,000	D	

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Common Stock					\$					
					45.1177					
Common Stock	06/28/2007		M	9,624	A	\$ 24.005	69,624		D	
Common Stock	06/28/2007		S	9,624	D	\$ 45.1177	60,000		D	
Common Stock							20,000		I	by Trust

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Am or Num of S	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Director Stock Option (right to buy)	\$ 20.5	06/28/2007		M	11,622	06/01/2004	05/06/2013	Common Stock	11
Non-Qualified Stock Option (right to buy)	\$ 18.24	06/28/2007		M	14,888	06/01/2003	05/15/2012	Common Stock	14
Non-Qualified Stock Option (right to buy)	\$ 23.535	06/28/2007		M	8,726	06/01/2005	05/11/2014	Common Stock	8,
Non-Qualified Stock Option (right to buy)	\$ 24.005	06/28/2007		M	9,624	04/27/2006	04/27/2015	Common Stock	9,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

VARDY PETER
28161 N. KEITH DRIVE X
LAKE FOREST, IL 60045

Signatures

Peter Vardy 06/29/2007

 Signature of
Reporting Person

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).

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