

STERICYCLE INC  
Form 4  
June 04, 2015

**FORM 4**

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

OMB APPROVAL

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

**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 \*  
Schetz John P

(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)  
06/03/2015

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)  
Sr Counsel M & A

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 or Price		
Common Stock	06/03/2015		M		200 A \$ 115.69	552	D
Common Stock	06/03/2015		S		200 D \$ 137.471	352	D
Common Stock	06/03/2015		M		400 A \$ 95.87	752	D
Common Stock	06/03/2015		S		400 D \$ 137.471	352	D
Common Stock	06/03/2015		M		475 A \$ 86.24	827	D

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Common Stock	06/03/2015	S	475	D	\$ 137.471	352	D
Common Stock	06/03/2015	M	175	A	\$ 85	527	D
Common Stock	06/03/2015	S	175	D	\$ 137.471	352	D
Common Stock	06/03/2015	M	400	A	\$ 51.55	752	D
Common Stock	06/03/2015	S	400	D	\$ 137.471	352	D
Common Stock	06/03/2015	M	500	A	\$ 49.47	852	D
Common Stock	06/03/2015	S	500	D	\$ 137.471	352	D

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

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(9-02)

**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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 49.47	06/03/2015		M	500	<u>(1)</u>	06/08/2019	Common Stock	500
Non-Qualified Stock Option (right to buy)	\$ 51.55	06/03/2015		M	400	<u>(1)</u>	02/09/2020	Common Stock	400
Non-Qualified Stock Option (right to buy)	\$ 85	06/03/2015		M	175	<u>(1)</u>	02/08/2021	Common Stock	175

Non-Qualified Stock Option (right to buy)	\$ 86.24	06/03/2015	M	475	<u>(1)</u>	02/13/2022	Common Stock	475
Non-Qualified Stock Option (right to buy)	\$ 95.87	06/03/2015	M	400	<u>(1)</u>	02/20/2023	Common Stock	400
Non-Qualified Stock Option (right to buy)	\$ 115.69	06/03/2015	M	200	<u>(1)</u>	02/11/2022	Common Stock	200

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schetz John P 28161 N. KEITH DRIVE LAKE FOREST, IL 60045			Sr Counsel M & A	

## Signatures

John P Schetz                      06/04/2015

          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).

(1) The option vests in five equal annual installments on the anniversary of the grant date.

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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