

KOGLER RICHARD T
 Form 4
 August 02, 2005

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 *
KOGLER RICHARD T

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
 07/29/2005

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

LAKE FOREST, IL 60045

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	07/29/2005		M		1,344 A \$ 27.37	7,188	D
Common Stock	07/29/2005		M		608 A \$ 15.203	7,796	D
Common Stock	07/29/2005		M		454 A \$ 10.125	8,250	D
Common Stock	07/29/2005		M		1,192 A \$ 35.05	9,442	D
Common Stock	07/29/2005		S		1,192 D \$ 57.8944	8,250	D

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Common Stock	07/29/2005	M	1,216	A	\$ 27.37	9,466	D
Common Stock	07/29/2005	S	1,216	D	\$ 57.8944	8,250	D
Common Stock	07/29/2005	M	1,696	A	\$ 15.203	9,946	D
Common Stock	07/29/2005	S	1,696	D	\$ 57.8944	8,250	D
Common Stock	07/29/2005	M	950	A	\$ 10.125	9,200	D
Common Stock	07/29/2005	S	950	D	\$ 57.8944	8,250	D
Common Stock	07/29/2005	S	2,200	D	\$ 57.8944	6,050	D
Common Stock	08/01/2005	M	596	A	\$ 35.05	6,646	D
Common Stock	08/01/2005	S	596	D	\$ 58	6,050	D
Common Stock	08/01/2005	M	608	A	\$ 27.37	6,658	D
Common Stock	08/01/2005	S	608	D	\$ 58	6,050	D
Common Stock	08/01/2005	M	848	A	\$ 15.203	6,898	D
Common Stock	08/01/2005	S	848	D	\$ 58	6,050	D
Common Stock	08/01/2005	M	192	A	\$ 27.37	6,242	D
Common Stock	08/01/2005	M	152	A	\$ 15.203	6,394	D
Common Stock	08/01/2005	S	621	D	\$ 58	5,773	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)

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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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Acquired (A)	Disposed of (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 10.125	07/29/2005		M	454		(1)	05/31/2010	Common Stock	454
Incentive Stock Option (right to buy)	\$ 13.685	07/29/2005		M	1,344		(1)	02/05/2012	Common Stock	1,344
Incentive Stock Option (right to buy)	\$ 13.685	08/01/2005		M	192		(1)	02/05/2012	Common Stock	192
Incentive Stock Option (right to buy)	\$ 15.203	07/29/2005		M	608		(1)	02/06/2011	Common Stock	608
Incentive Stock Option (right to buy)	\$ 15.203	08/01/2005		M	152		(1)	02/06/2011	Common Stock	152
Non-Qualified Stock Option (right to buy)	\$ 10.125	07/29/2005		M	950		(1)	05/31/2010	Common Stock	950
Non-Qualified Stock Option (right to buy)	\$ 13.685	07/29/2005		M	1,216		(1)	02/05/2012	Common Stock	1,216
Non-Qualified Stock Option (right to buy)	\$ 13.685	08/01/2005		M	608		(1)	02/05/2012	Common Stock	608
Non-Qualified Stock Option (right to buy)	\$ 15.203	07/29/2005		M	1,696		(1)	02/06/2011	Common Stock	1,696
Non-Qualified Stock Option (right to buy)	\$ 15.203	08/01/2005		M	848		(1)	02/06/2011	Common Stock	848
Non-Qualified Stock Option (right to buy)	\$ 35.05	07/29/2005		M	1,192		(1)	01/16/2013	Common Stock	1,192

Non-Qualified Stock Option (right to buy)	\$ 35.05	08/01/2005		M	596	<u>(1)</u>	01/16/2013	Common Stock	596
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KOGLER RICHARD T 28161 N. KEITH DRIVE LAKE FOREST, IL 60045			COO	

Signatures

Richard T Kogler	08/02/2005
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__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) 20% vests after one year; balance vests over next 4 years in monthly installments

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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