

STERICYCLE INC

Form 3

February 21, 2017

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Abdulmassih Ruth-Ellen

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/16/2017

3. Issuer Name **and** Ticker or Trading Symbol
STERICYCLE INC [SRCL]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

28161 N. KEITH DRIVE

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Executive Vice President

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person

LAKE FOREST, IL 60045

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

1,071

D

IL

Common Stock

79

I

by Daughter

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

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	03/01/2010	03/01/2020	Common Stock	554	\$ 55.57	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/08/2021	Common Stock	8,700	\$ 85	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	04/11/2022	Common Stock	2,000	\$ 85.57	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/13/2022	Common Stock	8,700	\$ 86.24	D	Â
Non-Qualified Stock Option (right to buy)	02/28/2012	02/28/2022	Common Stock	711	\$ 86.89	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/20/2023	Common Stock	9,700	\$ 95.87	D	Â
Non-Qualified Stock Option (right to buy)	03/07/2013	03/07/2023	Common Stock	756	\$ 97.36	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/05/2024	Common Stock	10,541	\$ 111.12	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	04/22/2022	Common Stock	2,500	\$ 111.63	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/11/2022	Common Stock	8,000	\$ 115.69	D	Â
Non-Qualified Stock Option (right to buy)	03/11/2016	03/11/2026	Common Stock	1,021	\$ 116.01	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/06/2023	Common Stock	12,000	\$ 130.19	D	Â
Non-Qualified Stock Option (right to buy)	03/05/2015	03/05/2025	Common Stock	1,192	\$ 136.285	D	Â
Restricted Stock Units	Â <u>(2)</u>	02/05/2021 ⁽²⁾	Common Stock	702	\$ 0	D	Â
Restricted Stock Units	Â <u>(3)</u>	08/12/2021 ⁽³⁾	Common Stock	750	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Abdulmassih Ruth-Ellen 28161 N. KEITH DRIVE LAKE FOREST,Â ILÂ 60045	Â	Â	Â Executive Vice President	Â

Signatures

/s/ Ruth E
Abdulmassih

02/21/2017

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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.
- (2) This RSU grant date is 02/05/2016 which will vest in 20% annual installments on each of the first five anniversaries of the grant date.
- (3) This RSU grant date is 08/12/2016 which will vest in 20% annual installments on each of the first five anniversaries 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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