

KOGLER RICHARD T
Form 4
August 02, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

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

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

(Street)
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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 07/29/2005 | | M | | 1,344 | A | \$ 27.37 |
| | | | | | 7,188 | | |
| Common Stock | 07/29/2005 | | M | | 608 | A | \$ 15.203 |
| | | | | | 7,796 | | |
| Common Stock | 07/29/2005 | | M | | 454 | A | \$ 10.125 |
| | | | | | 8,250 | | |
| Common Stock | 07/29/2005 | | M | | 1,192 | A | \$ 35.05 |
| | | | | | 9,442 | | |
| Common Stock | 07/29/2005 | | S | | 1,192 | D | \$ 57.8944 |
| | | | | | 8,250 | | |

Edgar Filing: KOGLER RICHARD T - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|------------|-------|---|
| 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.

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.

SEC 1474
(9-02)

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

Edgar Filing: KOGLER RICHARD T - Form 4

| 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) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Incentive Stock Option (right to buy) | \$ 10.125 | 07/29/2005 | | M | | 454 | | <u>(1)</u> | 05/31/2010 | Common Stock | 454 |
| Incentive Stock Option (right to buy) | \$ 13.685 | 07/29/2005 | | M | | 1,344 | | <u>(1)</u> | 02/05/2012 | Common Stock | 1,344 |
| Incentive Stock Option (right to buy) | \$ 13.685 | 08/01/2005 | | M | | 192 | | <u>(1)</u> | 02/05/2012 | Common Stock | 192 |
| Incentive Stock Option (right to buy) | \$ 15.203 | 07/29/2005 | | M | | 608 | | <u>(1)</u> | 02/06/2011 | Common Stock | 608 |
| Incentive Stock Option (right to buy) | \$ 15.203 | 08/01/2005 | | M | | 152 | | <u>(1)</u> | 02/06/2011 | Common Stock | 152 |
| Non-Qualified Stock Option (right to buy) | \$ 10.125 | 07/29/2005 | | M | | 950 | | <u>(1)</u> | 05/31/2010 | Common Stock | 950 |
| Non-Qualified Stock Option (right to buy) | \$ 13.685 | 07/29/2005 | | M | | 1,216 | | <u>(1)</u> | 02/05/2012 | Common Stock | 1,216 |
| Non-Qualified Stock Option (right to buy) | \$ 13.685 | 08/01/2005 | | M | | 608 | | <u>(1)</u> | 02/05/2012 | Common Stock | 608 |
| Non-Qualified Stock Option (right to buy) | \$ 15.203 | 07/29/2005 | | M | | 1,696 | | <u>(1)</u> | 02/06/2011 | Common Stock | 1,696 |
| Non-Qualified Stock Option (right to buy) | \$ 15.203 | 08/01/2005 | | M | | 848 | | <u>(1)</u> | 02/06/2011 | Common Stock | 848 |
| Non-Qualified Stock Option (right to buy) | \$ 35.05 | 07/29/2005 | | M | | 1,192 | | <u>(1)</u> | 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 |
|---|----------|------------|--|---|-----|------------|------------|-----------------|-----|

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 |
|---------------------|------------|

__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.
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.