

STERICYCLE INC  
Form 3/A  
April 21, 2014

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

OMB APPROVAL

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**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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Arnold Brent		(Month/Day/Year)	STERICYCLE INC [SRCL]	
(Last)	(First)	(Middle)	04/14/2014	
28161 N. KEITH DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	04/16/2014
LAKE FOREST,Â ILÂ 60045			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			President, USA/Canada	

**Table I - Non-Derivative Securities Beneficially Owned**

1. 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)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date			
		Title	Amount or Number of Shares		

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Non-Qualified Stock Option (right to buy)	Â (1)	02/10/2019	Common Stock	14,061	\$ 46.83	D	Â
Non-Qualified Stock Option (right to buy)		03/02/2009 03/02/2019	Common Stock	404	\$ 47.24	D	Â
Non-Qualified Stock Option (right to buy)	Â (1)	02/09/2020	Common Stock	11,500	\$ 51.55	D	Â
Non-Qualified Stock Option (right to buy)	Â (1)	02/15/2018	Common Stock	4,750	\$ 53.15	D	Â
Non-Qualified Stock Option (right to buy)		03/01/2010 03/01/2020	Common Stock	792	\$ 55.57	D	Â
Non-Qualified Stock Option (right to buy)		03/01/2011 03/01/2021	Common Stock	629	\$ 83.88	D	Â
Non-Qualified Stock Option (right to buy)	Â (1)	02/08/2021	Common Stock	11,200	\$ 85	D	Â
Non-Qualified Stock Option (right to buy)	Â (1)	02/13/2022	Common Stock	11,200	\$ 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 (1)	02/20/2023	Common Stock	14,550	\$ 95.87	D	Â
Non-Qualified Stock Option (right to buy)		03/07/2013 03/07/2023	Common Stock	448	\$ 97.36	D	Â
Non-Qualified Stock Option (right to buy)	Â (1)	02/11/2022	Common Stock	15,000	\$ 115.69	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Arnold Brent 28161 N. KEITH DRIVE LAKE FOREST, IL 60045	Â	Â	Â President, USA/Canada	Â

## Signatures

Brent Arnold 04/21/2014

\*\*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.

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**Remarks:**

Amended^ filing^ to^ include^ derivative^ securities^ held^ by^ reporting^ person

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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