## Edgar Filing: TEN BRINK FRANK JM - Form 4

TEN BRIN Form 4	K FRANK JM										
February 2	1, 2012										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									PPROVAL 3235-0287		
Washington, D.C. 20549Washington, D.C. 20549Check this box if no longer subject to Section 16.StateMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESStateMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5 								Estimated burden hou response	January 31, 2005 average urs per		
(Print or Type	e Responses)										
1. Name and Address of Reporting Person <u>*</u> TEN BRINK FRANK JM			2. Issuer Name <b>and</b> Ticker or Trading Symbol STERICYCLE INC [SRCL]				5. Relationship of Reporting Person(s) to Issuer				
(Last) 28161 N. I	(First) ( KEITH DRIVE	(Middle)				-	(Ch Director X Officer (g below)		e title 10% Owner Other (specify below)		
LAKE FO	(Street) REST, IL 60045			endment, D nth/Day/Yea	-	al	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
		(7.)					Person				
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/Day/Year)	(Zip) 2A. Deemed Execution I any (Month/Day	d Date, if	3. Transactio Code	4. Securi nAcquired Disposed (Instr. 3,	ties (A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Reminder: Re	eport on a separate lin	e for each cla	ss of sect	urities bene	Perso infor requi	ons who res nation con red to resp	or indirectly. spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)		

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amou
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Secur
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	) Acquired (A or Disposed (D) (Instr. 3, 4, and 5)				
				Code	V (A) (	D) Date Exercisable	Expiration Date	Title	Am or Nu of S
Incentive Stock Option (right to buy)	\$ 86.24	02/13/2012		А	1,159	02/13/2017	02/13/2022	Common Stock	1,
Non-Qualified Stock Option (right to buy)	\$ 86.24	02/13/2012		А	73,841	(1)	02/13/2022	Common Stock	73
Non-Qualified Stock Option (right to buy)	\$ 86.24	02/13/2012		А	3,360	02/13/2012	02/13/2022	Common Stock	3,

## **Reporting Owners**

Reporting Owner Name / Addre	SS	Relationships							
	Director	10% Owner	Officer	Other					
TEN BRINK FRANK JM 28161 N. KEITH DRIVE LAKE FOREST, IL 60045			CFO						
Signatures									
Frank J. M. ten Brink	02/15/2012								

<u>\*\*</u>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. 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.