## SEC Form 4

# FORM 4

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

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

~	
OMR.	APPROVAL

3235-0287 OMB Number: Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* MARLO DENNIS S			2. Issuer Name <b>and</b> Ticker or Trading Symbol EnerSys [ENS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
MARLO DEININIS 5				Х	Director	10% Owner			
C/O ENERSYS			3. Date of Earliest Transaction (Month/Day/Year) 03/27/2020		Officer (give title below)	Other (specify below)			
2366 BERNVILLE ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X	Form filed by One Re	porting Person			
READING	PA	19605			Form filed by More the Person	an One Reporting			
(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.4. Securities Disposed Of 5)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	03/27/2020		A		100.864(1)	A	\$0.00	63,571.2616	D		
Common Stock	03/27/2020		A		51.7954 <sup>(2)</sup>	A	\$0.00	63,623.0569	D		
Common Stock	03/27/2020		A		0.0334 <sup>(3)</sup>	A	\$0.00	63,623.0903	D		
Common Stock	03/27/2020		A		0.0778 <sup>(4)</sup>	A	\$0.00	63,623.1681	D		
Common Stock	03/27/2020		A		0.1108 <sup>(5)</sup>	A	\$0.00	63,623.2789	D		
Common Stock	03/27/2020		A		0.1216(6)	A	\$0.00	63,623.4005	D		

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

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)	Transaction Code (Instr. r) 8)		of Deriv Secu Acqu (A) o Dispo of (D	r osed ) r. 3, 4	Expiration Date (Month/Day/Year) ed		Expiration Date Amount of			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

#### Explanation of Responses:

1. These shares were granted in the form of Deferred Stock Units ("DSUs"), in connection with the cash dividend paid on March 27, 2020 to stockholders of record as of March 13, 2020 (the "Dividend"), with respect to 26,237 vested DSUs granted to the reporting person on various dates, and adjusted for previously declared and paid cash dividends. These DSUs are vested and payable concurrent with the underlying DSUs.

2. These shares were granted in the form of Restricted Stock Units ("RSUs"), in connection with the Dividend, with respect to vested RSUs granted to the reporting person on various dates under the EnerSys Deferred Compensation Plan for Non-Employee Directors (the "Plan"), and adjusted for previously declared and paid cash dividends. These RSUs are vested and payable concurrent with the underlying RSUs.

3. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to unvested RSUs granted to the reporting person on April 10, 2019, under the Plan. These RSUs are vested and payable concurrent with the underlying RSUs.

4. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to unvested RSUs granted to the reporting person on July 17, 2019, under the Plan. These RSUs are vested and payable concurrent with the underlying RSUs.

5. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to unvested RSUs granted to the reporting person on October 7, 2019, under the Plan. These RSUs are vested and payable concurrent with the underlying RSUs.

6. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to unvested RSUs granted to the reporting person on January 14, 2020. These RSUs are vested and payable concurrent with the underlying RSUs

#### **Remarks:**

Karen J. Yodis, by Power of Attorney

03/31/2020

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(y).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.