SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANG	E 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

OMB APPROVAL							
OMB Number:	3235-0287						

	5255-0201
Estimated average bur	den
hours per response:	0.5

1. Name and Address of Reporting Person [*] O'Connell Shawn M.			2. Issuer Name and Ticker or Trading Symbol EnerSys [ENS]		i. Relationship of Reporting Person(s) to Is Check all applicable) Director 10% O				
(Last) C/O ENERSYS	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/29/2023	X	Officer (give title below) Pres., Energy System	Other (specify below) as Global			
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 Repo	orting Person			
READING	PA	19605			Form filed by More than Person	One Reporting			
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication	tion					
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is interstatisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						

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)						5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	12/29/2023		A		3.532 ⁽¹⁾	Α	\$0.00	32,150.8671	D	
Common Stock	12/29/2023		A		5.799 ⁽²⁾	A	\$0.00	32,156.6661	D	
Common Stock	12/29/2023		A		12.298(3)	A	\$0.00	32,168.9641	D	
Common Stock	12/29/2023		A		12.162(4)	A	\$0.00	32,181.1261	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. 8)		on Date, Transaction Code (Instr.		5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4		Deriv	int of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	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	and (A)	5) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. These shares were granted in the form of Restricted Stock Units ("RSUs"), in connection with the cash dividend paid on December 29, 2023 to stockholders of record as of December 15, 2023 (the "Dividend"), with respect to 1,492 unvested RSUs granted to the reporting person on August 17, 2020, and adjusted for previously declared and paid cash dividends. These RSUs will vest and are payable concurrent with the underlying RSUs.

2. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to 2,470 unvested RSUs granted to the reporting person on August 16, 2021, and adjusted for previously declared and paid cash dividends. These RSUs will vest and are payable concurrent with the underlying RSUs.

3. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to 5,290 unvested RSUs granted to the reporting person on August 12, 2022, and adjusted for previously declared and paid cash dividends. These RSUs will be payable concurrent with the underlying RSUs.

4. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to 5,279 RSUs granted to the reporting person on August 11, 2023, and adjusted for a previously declared and paid cash dividend. These RSUs are payable concurrent with the underlying RSUs.

Remarks:

Karen J	. Yodis,	<u>by</u>	Power of
Attorne	y		

01/02/2024

** 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)(v).

** 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.