SEC Form 4

FORM 4

\Box	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(h)	
	Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

		1
OMB	APPROVAL	

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

1. Name and Add	ress of Reporting Pers	son*	2. Issuer Name and Ticker or Trading Symbol <u>EnerSys</u> [ENS]	(Checl	ationship of Reporting Per k all applicable) Director Officer (give title	rson(s) to Issuer 10% Owner Other (specify
(Last) 2366 BERNVI	(First) LLE ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/26/2021	X	below) VP, Corporate Contro	below)
(Street) READING	РА	19605	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filin Form filed by One Rep Form filed by More tha	orting Person
(City)	(State)	(Zip)			Person	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	nstr. 3) 2. Transaction Date 2A. Deemed Execution Date if any (Month/Day/Year) (Month/Day/Year)		3. Transaction Code (Instr. 8)					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	03/26/2021		A		1.3018 ⁽¹⁾	A	\$0.00	24,015.1644	D	
Common Stock	03/26/2021		A		1.0766 ⁽²⁾	A	\$0.00	24,016.241	D	
Common Stock	03/26/2021		A		2.3541 ⁽³⁾	A	\$0.00	24,018.5951	D	
Common Stock	03/26/2021		A		1.0266 ⁽⁴⁾	A	\$0.00	24,019.6217	D	
Common Stock	03/26/2021		A		1.2921 ⁽⁵⁾	A	\$0.00	24,020.9138	D	
Common Stock	03/26/2021		A		4.5519 ⁽⁶⁾	A	\$0.00	24,025.4657	D	
Common Stock	03/26/2021		A		1.4127 ⁽⁷⁾	Α	\$0.00	24,026.8784	D	
Common Stock	03/26/2021		A		1.7282 ⁽⁸⁾	A	\$0.00	24,028.6066	D	
Common Stock	03/26/2021		A		6.4361 ⁽⁹⁾	A	\$0.00	24,035.0428	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)	4. Transa Code (8)		of		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		tion of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date (Month/Day/Year)		Expiration Date		Expiration Date (Month/Day/Year) ed ed		of Expiration Dat Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		xpiration Date Amount of		Securities Security Underlying (Instr. 5) Derivative Security (Instr.		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 Performance Share Units ("PSUs"), in connection with the cash dividend paid on March 26, 2021 to stockholders of record as of March 12, 2021 (the "Dividend"), with respect to 946 PSUs granted to the reporting person on May 9, 2017, and adjusted for vesting on May 9, 2020 and previously declared and paid cash dividends. These PSUs will be payable concurrently with the underlying PSUs.

2. These shares were granted in the form of Restricted Stock Units ("RSUs"), in connection with the Dividend, with respect to 601 unvested RSUs granted to the reporting person on May 9, 2017, 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 1,330 unvested RSUs granted to the reporting person on August 13, 2018, and adjusted for previously declared and paid cash dividends. These PSUs will vest and are payable concurrent with the underlying PSUs.

4. These shares were granted in the form of PSUs, in connection with the Dividend, with respect to 580 PSUs granted to the reporting person on August 13, 2018, and adjusted for previously declared and paid cash dividends. These PSUs will vest and are payable concurrent with the underlying PSUs.

5. These shares were granted in the form of PSUs, in connection with the Dividend, with respect to 730 PSUs granted to the reporting person on August 13, 2018, and adjusted for previously declared and paid cash dividends. These PSUs will vest and are payable concurrent with the underlying PSUs.

6. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to 2,597 RSUs granted to the reporting person on August 12, 2019, and adjusted for previously declared and paid cash dividends. These RSUs will vest and are payable concurrent with the underlying RSUs.

7. These shares were granted in the form of PSUs, in connection with the Dividend, with respect to 806 PSUs granted to the reporting person on August 12, 2019, and adjusted for previously declared and paid cash dividends. These PSUs will vest and are payable concurrent with the underlying PSUs.

8. These shares were granted in the form of PSUs, in connection with the Dividend, with respect to 986 PSUs granted to the reporting person on August 12, 2019, and adjusted for previously declared and paid cash dividends. These PSUs will vest and are payable concurrent with the underlying PSUs.

9. These shares were granted in the form of RSUs, in connection with the Dividend, with respect to 3,714 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.

Remarks:

Karen J. Yodis, by Power of

<u>Attorney</u>

03/30/2021

** 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.