

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>HOFFEN HOWARD I</u>  (Last) (First) (Middle) <u>C/O METALMARK CAPITAL</u> <u>1177 AVENUE OF THE AMERICAS, 40TH FLOOR</u>  (Street) <u>NEW YORK NY 10036</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EnerSys [ ENS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/28/2024</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	06/28/2024	06/28/2024	A		97.3838 <sup>(1)</sup>	A	\$0.00	47,789.0554	D	
Common Stock	06/28/2024	06/28/2024	A		6.1102 <sup>(2)</sup>	A	\$0.00	47,795.1656	D	
Common Stock	06/28/2024	06/28/2024	A		0.0219 <sup>(3)</sup>	A	\$0.00	47,795.1875	D	
Common Stock	06/28/2024	06/28/2024	A		0.0546 <sup>(4)</sup>	A	\$0.00	47,795.2421	D	
Common Stock	06/28/2024	06/28/2024	A		0.0871 <sup>(5)</sup>	A	\$0.00	47,795.3292 <sup>(6)</sup>	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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		Date Exercisable	Expiration Date					

**Explanation of Responses:**

- These shares were granted in the form of Deferred Stock Units ("DSUs"), in connection with the cash dividend paid on June 28, 2024, to stockholders of record as of June 14, 2024 (the "Dividend"), with respect to 41,771 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.
- 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.
- 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 19, 2023, under the Plan. These RSUs are vested and payable concurrent with the underlying RSUs.
- 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 20, 2023, under the Plan. These RSUs are vested and payable concurrent with the underlying RSUs.
- 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 16, 2024, under the Plan. These RSUs are vested and payable concurrent with the underlying RSUs.
- The reporting person has no direct pecuniary interest in such shares and disclaims beneficial ownership except to the extent ultimately realized.

**Remarks:**

Karen J. Yodis, by Power of Attorney 07/02/2024

\*\* 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.