SEC Form 4

Instruction 1(b).

FORM 4

to Section 16. Form 4 or Form 5 obligations may continue. See

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

OMB APPROVAL

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| Check this box if no longer subject | STATEMENT OF CHANGES IN BENEFI | CIAL 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

| 1. Name and Address of Reporting Person [*] TUFANO PAUL J | | erson [*] | 2. Issuer Name and Ticker or Trading Symbol <u>EnerSys</u> [ENS] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|-----------------------------------------------------------------------|-------------------------|--------------------|------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|----------------------------------|------------------------|--|--|--|
| <u>IUPANO FAUL J</u> | | | | X | Director | 10% Owner | | | |
| (Last) | (Last) (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 03/29/2024 | | Officer (give title below) | Other (specify below) | | | |
| C/O ENERSYS | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Cl | | | | | | |
| 2366 BERNVILLE ROAD | | | ······································ | | | | | | |
| | | | | X | Form filed by One Re | porting Person | | | |
| (Street) READING | РА | 19605 | | | Form filed by More the Person | an One Reporting | | | |
| | | | Rule 10b5-1(c) Transaction Indication | | | | | | |
| (City) | (State) | (Zip) | Check this box to indicate that a transaction was made pursuant t satisfy the affirmative defense conditions of Rule 10b5-1(c). See I | | | an that is intended to | | | |

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) | tion Date, Transaction Disposed Of (D) (Instr. 3, 4 an Code (Instr. 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 (Instr. 4) | | |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------------|---|------------------------|---------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|---|----------|
| | | | Code | v | Amount (A) (D) | | Price | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Common Stock | 03/29/2024 | 03/29/2024 | A | | 64.8133(1) | A | \$0.00 | 39,660.4198 | D | |
| Common Stock | 03/29/2024 | 03/29/2024 | A | | 29.2664 ⁽²⁾ | A | \$0.00 | 39,689.6862 | D | |
| Common Stock | 03/29/2024 | 03/29/2024 | A | | 0.0264 ⁽³⁾ | A | \$0.00 | 39,689.7126 | D | |
| Common Stock | 03/29/2024 | 03/29/2024 | A | | 0.0383(4) | A | \$0.00 | 39,689.7509 | D | |
| Common Stock | 03/29/2024 | 03/29/2024 | A | | 0.074 ⁽⁵⁾ | A | \$0.00 | 39,689.8249 | D | |
| Common Stock | 03/29/2024 | 03/29/2024 | A | | 0.0929(6) | A | \$0.00 | 39,689.9178 | 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) | | saction e (Instr. b (Instr. c) (Instr. c) (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) | 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 29, 2024 to stockholders of record as of March 15, 2024 (the "Dividend"), with respect to 26,020 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 18, 2023, 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 19, 2023, 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 20, 2023, 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 16, 2024, under the Plan. These RSUs are vested and payable concurrent with the underlying RSUs.

Remarks:

Karen J. Yodis, by Power of

Attorney

04/02/2024

** 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.