

EnerSys
Form 4
May 20, 2014

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KANE KERRY M

(Last) (First) (Middle)
2366 BERNVILLE ROAD

(Street)

READING, PA 19605

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EnerSys [ENS]

3. Date of Earliest Transaction (Month/Day/Year)
05/16/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
VP, Corporate Controller & PAO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/16/2014 | | A ⁽¹⁾ | | 2,928 | A | \$ 0 |
| Common Stock | 05/16/2014 | | F ⁽²⁾ | | 1,959 | D | \$ 65.43 |
| Common Stock | 05/16/2014 | | F ⁽³⁾ | | 88 | D | \$ 65.43 |
| Common Stock | 05/17/2014 | | F ⁽⁴⁾ | | 318 | D | \$ 66.52 |
| Common Stock | 05/20/2014 | | S ⁽⁵⁾ | | 0.7902 | D | \$ 65.24 |

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| | | | | | | | |
|--------------|------------|------------------|--------|---|----------|-------------|---|
| Common Stock | 05/20/2014 | S ⁽⁶⁾ | 0.3158 | D | \$ 64.69 | 19,955.5664 | D |
| Common Stock | 05/20/2014 | S ⁽⁷⁾ | 0.2374 | D | \$ 65 | 19,955.329 | D |

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

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 control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

KANE KERRY M
2366 BERNVILLE ROAD
READING, PA 19605

Director 10% Owner Officer Other

VP, Corporate Controller & PAO

Signatures

Karen J. Yodis, by Power of Attorney 05/20/2014

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Represents additional shares acquired upon the vesting of the market share units originally granted to the reporting person on May 16, 2011, having achieved a payout factor of 1.88.

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- (2) Shares were forfeited in connection with the vesting of the market share units granted to the reporting person on May 16, 2011.
- (3) Shares were forfeited in connection with the vesting of the restricted stock units granted to the reporting person on May 16, 2011.
- (4) Shares were forfeited in connection with the vesting of the restricted stock units granted to the reporting person on May 17, 2010.
- (5) This transaction was initiated by the Corporation's third party stock administrator for purposes of settling the fractional share that vested on May 16, 2014, as a result of vesting market share units granted to the reporting person on May 16, 2011.
- (6) This transaction was initiated by the Corporation's third party stock administrator for purposes of settling the fractional share that vested on May 16, 2014, as a result of vesting restricted stock units granted to the reporting person on May 16, 2011.
- (7) This transaction was initiated by the Corporation's third party stock administrator for purposes of settling the fractional share that vested on May 17, 2014, as a result of vesting restricted stock units granted to the reporting person on May 17, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.