

Seagate Technology plc
Form 4
September 17, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
MORTON DAVID H JR

2. Issuer Name and Ticker or Trading Symbol
Seagate Technology plc [STX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
SEAGATE TECHNOLOGY
PLC, 10200 S. DE ANZA
BOULEVARD

3. Date of Earliest Transaction
(Month/Day/Year)
09/15/2014

____ Director
 Officer (give title below) _____ Other (specify below)
SVP, FINANCE, TREASURER & PAO

(Street)
CUPERTINO, CA 95014

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

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 or Price | | |
| Ordinary Shares | 09/15/2014 | | S ⁽¹⁾ | | \$ 59.4195 <u>(2)</u> | 22,732 | D |
| Ordinary Shares | 09/15/2014 | | M | | \$ 11.065 | 23,878 | D |
| Ordinary Shares | 09/15/2014 | | M | | \$ 11.155 | 25,097 | D |
| Ordinary Shares | 09/15/2014 | | M | | \$ 29.87 | 25,535 | D |
| | 09/15/2014 | | M | | \$ 40.16 | 27,560 | D |

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| | | | | | | | |
|-----------------|------------|------------------|-------|---|------------|--------|---|
| Ordinary Shares | | | | | | | |
| Ordinary Shares | 09/15/2014 | S ⁽³⁾ | 2,531 | D | \$ 60.5898 | 25,029 | D |
| | | | | | (4) | | |
| Ordinary Shares | 09/15/2014 | S ⁽³⁾ | 2,297 | D | \$ 61.1688 | 22,732 | D |
| | | | | | (5) | | |
| Ordinary Shares | 09/15/2014 | S ⁽³⁾ | 2,542 | D | \$ 60 | 20,190 | D |

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

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SEC 1474
(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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| NQ Stock Options | \$ 11.065 | 09/15/2014 | | M | 1,146 | 09/13/2011 ⁽⁶⁾ | 09/13/2017 | Ordinary Shares | 1,146 |
| NQ Stock Options | \$ 11.155 | 09/15/2014 | | M | 1,219 | 09/12/2012 ⁽⁷⁾ | 09/12/2018 | Ordinary Shares | 1,219 |
| NQ Stock Options | \$ 29.87 | 09/15/2014 | | M | 438 | 09/10/2013 ⁽⁸⁾ | 09/10/2019 | Ordinary Shares | 438 |
| NQ Stock Options | \$ 40.16 | 09/15/2014 | | M | 2,025 | 09/09/2014 ⁽⁹⁾ | 09/09/2020 | Ordinary Shares | 2,025 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MORTON DAVID H JR SEAGATE TECHNOLOGY PLC 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014 | | | SVP, FINANCE, TREASURER & PAO | |

Signatures

/s/ Jolene Mendelsohn by Power of Attorney 09/17/2014

**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) These Ordinary Shares were sold pursuant to a 10b5-1 trading plan to cover the tax liabilities relating to the vesting of Restricted Stock Units under award agreements dated September 13, 2010 and September 12, 2011. Vesting of 2,750 Restricted Stock Units on September 13, 2014 was previously reported in Table I of the Reporting Person's Form 4 on September 15, 2010. Vesting of 2,925 Restricted Stock Units on September 12, 2014 was previously reported in Table I of the Reporting Person's Form 4 on September 14, 2011.

(2) These Ordinary Shares were sold in multiple transactions at sales prices ranging from \$59.4195 to \$59.42 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnote of this Form 4.

(3) Shares sold pursuant to a 10b5-1 Trading Plan.

(4) These Ordinary Shares were sold in multiple transactions at sales prices ranging from \$60.07 to \$60.89, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnote of this Form 4.

(5) These Ordinary Shares were sold in multiple transactions at sales prices ranging from \$61.12 to \$61.23, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnote of this Form 4.

(6) Options granted to the Reporting Person under the Issuer's 2001 Share Option Plan are subject to a four-year vesting schedule. One quarter of the option shares vested on September 13, 2011. The remaining options vested in equal monthly installments over the 36 months following September 13, 2011.

(7) Options granted to the Reporting Person under the Issuer's 2004 Stock Compensation Plan are subject to a four-year vesting schedule. One quarter of the option shares vested on September 12, 2012. The remaining options vest in equal monthly installments over the 36 months following September 12, 2012.

(8) Options granted to the Reporting Person under the Issuer's 2012 Incentive Equity Option Plan are subject to a four-year vesting schedule. One quarter of the option shares vested on September 10, 2013. The remaining options vest in equal monthly installments over the 36 months following September 10, 2013.

(9) Options granted to the Reporting Person under the Issuer's 2012 Incentive Equity Option Plan are subject to a four-year vesting schedule. One quarter of the option shares vested on September 9, 2014. The remaining options vest in equal monthly installments over the 36 months following September 9, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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