

Seagate Technology plc
Form 4
July 23, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
MASSARONI KENNETH M

(Last) (First) (Middle)

SEAGATE TECHNOLOGY
PLC, 10200 S. DE ANZA
BOULEVARD

(Street)

CUPERTINO, CA 95014

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/21/2015

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)
EVP,General Counsel, CAO

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)
				(A) or (D)	Price		
				Code	V	Amount	
Ordinary Shares	07/21/2015		A	(1)	17,000	A	\$ 0 144,569 D
Ordinary Shares	07/21/2015		A	(2)	6,000	A	\$ 0 150,569 D
Ordinary Shares	07/21/2015		A	(3)	5,250	A	\$ 0 155,819 D
Ordinary Shares	07/21/2015		A	(4)	2,250	A	\$ 0 158,069 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MASSARONI KENNETH M SEAGATE TECHNOLOGY PLC 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014			EVP, General Counsel, CAO	

Signatures

/s/ Jordan E. Stuhlmüller by
power-of-attorney

07/23/2015

**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) On July 21, 2015, The Compensation Committee of the Board of Directors of the Issuer determined that the performance conditions were met with respect to 17,000 of the 68,000 Performance Share Units granted to Mr. Massaroni on September 12, 2011. The 17,000 Ordinary Shares will vest on September 12, 2015, subject to the continuous service through such date.

(2) On July 21, 2015, The Compensation Committee of the Board of Directors of the Issuer determined that the performance conditions were met with respect to 6,000 of the 24,000 Performance Share Units granted to Mr. Massaroni on September 10, 2012. The 6,000 Ordinary Shares will vest on September 10, 2015, subject to the continuous service through such date.

(3) On July 21, 2015, The Compensation Committee of the Board of Directors of the Issuer determined that the performance conditions were met with respect to 5,250 of the 21,000 Performance Share Units granted to Mr. Massaroni on September 9, 2013. The 5,250 Ordinary Shares will vest on September 9, 2015, subject to the continuous service through such date.

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- On July 21, 2015, The Compensation Committee of the Board of Directors of the Issuer determined that the performance conditions were
- (4) met with respect to 2,250 of the 9,000 Performance Share Units granted to Mr. Massaroni on September 9, 2014. The 2,250 Ordinary Shares will vest on September 9, 2015, subject to the continuous service through such date.

Remarks:

Exhibit Index: Exhibit 24 - Power of Attorney

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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