

Seagate Technology plc
Form 4
August 27, 2015

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
RE MARK

(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)

08/25/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

SVP & Chief Technical Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Ordinary Shares	08/25/2015		M		4,167	A	\$ 11.065	68,325	D
Ordinary Shares	08/25/2015		M		56,000	A	\$ 13.365	124,325	D
Ordinary Shares	08/25/2015		M		16,667	A	\$ 3.345	140,992	D
Ordinary Shares	08/25/2015		M		38,500	A	\$ 11.155	179,492	D
Ordinary Shares	08/25/2015		S		115,334	D	\$ 48.7541	64,158	D

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(1)

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

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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)	Amount or Number of Shares
NQ Stock Options	\$ 11.065	08/25/2015		M	4,167	09/13/2011 ⁽²⁾ 09/13/2017	Ordinary Shares	4,167
NQ Stock Options	\$ 13.365	08/25/2015		M	56,000	03/21/2012 ⁽³⁾ 03/21/2018	Ordinary Shares	56,000
NQ Stock Options	\$ 3.345	08/25/2015		M	16,667	09/11/2010 ⁽⁴⁾ 03/06/2016	Ordinary Shares	16,667
NQ Stock Options	\$ 11.155	08/25/2015		M	38,500	09/12/2012 ⁽⁵⁾ 09/12/2018	Ordinary Shares	38,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RE MARK SEAGATE TECHNOLOGY PLC 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014			SVP & Chief Technical Officer	

Signatures

/s/ Jolene Mendelsohn by
power-of-attorney

08/27/2015

__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) These Ordinary Shares were sold in multiple transactions at sales prices ranging from \$48.70 to \$49.05, 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.

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

(3) 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 March 21, 2012. The remaining option shares vested in equal monthly installments over the 36 months following March 21, 2012.

(4) Options granted to the Reporting Person under the Issuer's 2004 Stock Compensation Plan are subject to a four and one half-year vesting schedule. One quarter of the option shares vested on September 11, 2010. The remaining option shares vested in equal monthly installments over the 36 months following September 11, 2010.

(5) 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 option shares vested in equal monthly installments over the 36 months following September 12, 2012.

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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