

Seagate Technology plc
Form 4
August 27, 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 *
O MALLEY PATRICK J

(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)
08/25/2014

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)
EVP & Chief Financial Officer

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Ordinary Shares | 08/25/2014 | | M | A | 43,750 | \$ 11.065 | 107,517 ⁽¹⁾ D |
| Ordinary Shares | 08/25/2014 | | M | A | 19,166 | \$ 29.87 | 126,683 D |
| Ordinary Shares | 08/25/2014 | | S | D | 62,916 | \$ 60.8882 ⁽²⁾ | 63,767 D |
| Ordinary Shares | | | | | | 440,663.65 | I Patrick J. O'Malley III |

Separate
Property
Trust

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| NQ Stock Option | \$ 11.065 | 08/25/2014 | | M | 43,750 | 09/13/2011 ⁽³⁾ 09/13/2017 | Ordinary Shares 43,750 |
| NQ Stock Option | \$ 29.87 | 08/25/2014 | | M | 19,166 | 09/10/2013 ⁽⁴⁾ 09/10/2019 | Ordinary Shares 19,166 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

O MALLEY PATRICK J
SEAGATE TECHNOLOGY PLC
10200 S. DE ANZA BOULEVARD
CUPERTINO, CA 95014

EVP & Chief
Financial
Officer

Signatures

/s/ Jolene A. Mendelsohn by power of attorney

08/27/2014

__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) Includes 90 Ordinary Shares purchased by the Reporting Person on July 31, 2014 under the Issuer's Employee Stock Purchase Plan. Such acquisition is exempt from reporting pursuant to Rule 16b-3 under the Securities Exchange Act of 1934.

These Ordinary Shares were sold in multiple transactions at sales prices ranging from \$60.85 to \$60.96, 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 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 vest in equal monthly installments over the 36 months following September 13, 2011.
- (3) 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.

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.