

MASSARONI KENNETH M  
Form 4  
August 03, 2012

**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 \*  
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)  
08/01/2012

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 below) \_\_\_ Other (specify below)  
EVP, General Counsel, CAO

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 Ownership (Instr. 4)	
			Code	V	Amount	Price		
Ordinary Shares	08/01/2012		M		10,000	\$ 3.345	47,659 <sup>(1)</sup>	D
Ordinary Shares	08/01/2012		M		10,000	\$ 13.73	57,659	D
Ordinary Shares	08/01/2012		S		5,000	\$ 30.14 <sup>(2)</sup>	52,659	D
Ordinary Shares	08/01/2012		S		15,000	\$ 30.14 <sup>(3)</sup>	37,659	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)
NQ Options	\$ 3.345	08/01/2012		M	10,000	09/11/2010 <sup>(4)</sup> 03/06/2016	Ordinary Shares 5,000
NQ Options	\$ 13.73	08/01/2012		M	10,000	09/12/2009 <sup>(5)</sup> 09/12/2015	Ordinary Shares 15,000

## 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/ Roberta S. Cohen for Kenneth M. Massaroni  
08/03/2012  
\*\*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 230 shares purchased under the Employee Stock Purchase Plan on July 31, 2012 at \$21.7005 per share.
- (2) Shares were sold under a 10b5-1 Trading Plan adopted by the Reporting Person on November 17, 2011.
- (3) Shares were sold under a 10b5-1 Trading Plan adopted by the Reporting Person on May 10, 2012.
- (4) Options granted to the Reporting Person under the Seagate Technology 2004 Stock Compensation Plan are subject to a four and a half year vesting schedule. One quarter of the option shares vested on September 11, 2010. Following continuous employment, the remaining

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shares vest proportionally monthly over the 36 months following September 11, 2010.

- (5) Options granted to the Reporting Person under the Seagate Technology 2004 Stock Compensation Plan are subject to a four year vesting schedule. One quarter of the option shares vested on September 12, 2009. Following continuous employment, the remaining shares vest proportionally monthly over the 36 months following September 12, 2009.

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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