

Seagate Technology plc
Form 4
July 25, 2013

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 *
LUCZO STEPHEN 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)
07/23/2013

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)
Chairman, President and CEO

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-----------|---|---------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Ordinary Shares | 12/27/2012 | | G | V | 29,985 ⁽¹⁾ | A | \$ 0 | 1,803,850 | I | Stephen J Luczo Revocable Trust |
| Ordinary Shares | 02/04/2013 | | G | V | 37,500 ⁽²⁾ | A | \$ 0 | 1,841,350 | I | Stephen J Luczo Revocable Trust |
| Ordinary Shares | 04/12/2013 | | G | V | 3,075 ⁽³⁾ | A | \$ 0 | 1,844,425 | I | Stephen J Luczo Revocable |

Edgar Filing: Seagate Technology plc - Form 4

| 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| Ordinary Shares | | 05/30/2013 | | G V | 50,000 | D \$ 0 | 1,794,425 | I | Trust Stephen J Luczo Revocable Trust |
| Ordinary Shares | | 12/27/2012 | | G V | 150,000 (4) | D \$ 0 | 0 | I | Red Zone Holdings Limited Partnership |
| Ordinary Shares | | 12/27/2013 | | G V | 150,000 (5) | D \$ 0 | 0 | I | Red Zone Holdings II Limited Partnership |
| Ordinary Shares | | 02/04/2013 | | G V | 37,500 (2) | D \$ 0 | 115,205 (6) | D | |
| Ordinary Shares | | 04/12/2013 | | G V | 3,075 (3) | D \$ 0 | 112,130 | D | |
| Ordinary Shares | | 07/23/2013 | | A | 21,585 (7) | A \$ 0 | 133,715 | D | |
| Ordinary Shares | | 07/23/2013 | | A | 65,000 (8) | D \$ 0 | 198,715 | 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.

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 |
| LUCZO STEPHEN J SEAGATE TECHNOLOGY PLC 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014 | X | | Chairman, President and CEO | |

Signatures

/S/ Roberta S. Cohen by power of attorney

07/25/2013

__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 December 27, 2012, 15,360 Ordinary Shares previously held by the Red Zone Holdings Limited Partnership and 14,625 Ordinary Shares previously held by the Red Zone Holdings II Limited Partnership were contributed to the Stephen J Luczo Revocable Trust.

(2) On February 4, 2013, the Reporting Person transferred 37,500 Ordinary Shares previously owned directly to the Stephen J Luczo Revocable Trust.

(3) On April 12, 2013, the Report Person transferred 3,075 Ordinary Shares previously owned directly to the Stephen J Luczo Revocable Trust.

(4) On December 27, 2012, 1,575 Ordinary Shares were distributed to the Reporting Person and are now held directly, 15,360 Ordinary Shares were distributed to the Stephen J Luczo Revocable Trust and 133,065 Ordinary Shares were gifted to third parties.

(5) On December 27, 2012, 1,500 Ordinary Shares were distributed to the Reporting Person and are now held directly, 14,625 Ordinary Shares were distributed to the Stephen J Luczo Revocable Trust and 133,875 Ordinary Shares were gifted to third parties.

(6) Includes 1,575 Ordinary Shares previously held by Red Zone Holdings Limited Partnership 2012 and 1,500 Ordinary Shares previously held by Red Zone II Limited Partnership, which were distributed to the Reporting Person on December 27, 2012 and are now owned directly.

(7) On July 23, 2013, the Compensation Committee of the Board of Directors of the Issuer determined that the performance conditions were met with respect to 21,585 of the 86,340 Performance Shares granted to Mr. Luczo on August 1, 2012. The 21,585 Ordinary Shares will vest on August 1, 2013, subject to continuous service through such date.

(8) On July 23, 2013, the Compensation Committee of the Board of Directors of the Issuer determined that the performance conditions were met with respect to 65,000 of the 260,000 Performance Share Units granted to Mr. Luczo on September 12, 2011. The 65,000 Ordinary Shares will vest on September 12, 2013 (or, in certain circumstances, at the opening of the next following trading window), subject to continuous service through such date.

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.