

MORTON DAVID H JR
Form 4
September 17, 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 *
MORTON DAVID H JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
SEAGATE TECHNOLOGY
PLC, 10200 S. DE ANZA
BOULEVARD

3. Date of Earliest Transaction
(Month/Day/Year)
09/13/2012

____ Director
 Officer (give title below) _____ Other (specify below)
VP, FINANCE, TREASURER & PAO

(Street)
CUPERTINO, CA 95014

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	09/13/2012		S		1,725	D	\$ 29.4082	30,082	D	
							(1)			
Ordinary Shares	09/14/2012		S		1,290	D	\$ 30.2482	28,792	D	
							(2)			
Ordinary Shares	09/14/2012		M		250	A	\$ 13.73	29,042	D	
Ordinary Shares	09/14/2012		M		1,667	A	\$ 3.345	30,709	D	

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Ordinary Shares	09/14/2012	M	573	A	\$ 11.065	31,282	D
Ordinary Shares	09/14/2012	M	7,312	A	\$ 11.155	38,594	D
Ordinary Shares	09/14/2012	S ⁽³⁾	1,867	D	\$ 30.75	36,727	D
Ordinary Shares	09/14/2012	S	9,802	D	\$ <u>(4)</u> 30.6555	26,925	D
Ordinary Shares	09/14/2012	S ⁽³⁾	1,460	D	\$ 29.9634	25,465	D

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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQ Stock Options	\$ 13.73	09/14/2012		M	250	09/12/2009 ⁽⁵⁾	09/12/2015	Ordinary Shares	250
NQ Stock Options	\$ 3.345	09/14/2012		M	1,667	09/11/2010 ⁽⁶⁾	03/06/2016	Ordinary Shares	1,667
NQ Stock Options	\$ 11.065	09/14/2012		M	573	09/13/2011 ⁽⁷⁾	09/13/2017	Ordinary Shares	573
NQ Stock Options	\$ 11.155	09/14/2012		M	7,312	09/12/2012 ⁽⁸⁾	09/12/2018	Ordinary Shares	7,312

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORTON DAVID H JR SEAGATE TECHNOLOGY PLC 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014			VP, FINANCE, TREASURER & PAO	

Signatures

/s/ Roberta S Cohen by power of attorney

09/17/2012

**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) Shares sold under a 10b5-1 Trading Plan pursuant to vesting provisions under the restricted stock unit awards issued on September 12, 2008 and September 12, 2011. Shares sold to pay tax liabilities resulting from the vesting of 667 restricted stock unit shares awarded on September 12, 2008 and the vesting of 2,925 restricted stock unit shares awarded on September 12, 2011. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at sales prices ranging between \$29.41 and \$29.4066. The Reporting Person undertakes to provide 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 range set forth in this footnote.

(2) Shares sold under a 10b5-1 Trading Plan pursuant to vesting provisions under the restricted stock unit awards issued on September 13, 2010. Shares sold to pay tax liabilities resulting from the vesting of 2,750 restricted stock unit shares awarded on September 13, 2010. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at sales prices ranging between \$30.242 and \$30.25. The Reporting Person undertakes to provide 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 range set forth in this footnote.

(3) Sale pursuant to a 10b5-1 Trading Plan

(4) Shares sold under a 10b5-1 Trading Plan. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at sales prices ranging between \$30.56 and \$30.76. The Reporting Person undertakes to provide 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 range set forth in this footnote.

(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, 2009. The remaining option shares vested in equal monthly installments over the 36 months following September 12, 2009.

(6) Options granted to the Reporting Person under the Issuer's 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 option shares vest in equal monthly installments over the 36 months following September 13, 2010.

(7) 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 option shares vest in equal monthly installments over the 36 months following September 13, 2011.

(8) 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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