

O MALLEY PATRICK J
Form 4
August 08, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
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)
08/06/2012

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Ordinary Shares | 08/06/2012 | | M | V Amount (A) or (D) Price \$ 13.73 | 353,586.65 (1) (2) | D | |
| Ordinary Shares | 08/06/2012 | | S | V Amount (A) or (D) Price \$ 31.5337 (3) | 305,936.65 | D | |
| Ordinary Shares | 08/07/2012 | | M | V Amount (A) or (D) Price \$ 25.48 | 375,936.65 | D | |
| Ordinary Shares | 08/07/2012 | | S | V Amount (A) or (D) Price \$ 32.98 (4) | 305,936.65 | D | |

Edgar Filing: O MALLEY PATRICK J - Form 4

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) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------|-----------------|-----------------|----------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| NQ Stock Options | \$ 13.73 | 08/06/2012 | | M | | 67,999 | | 09/12/2009 ⁽⁵⁾ | 09/12/2015 | Ordinary Shares | 67,99 |
| NQ Stock Options | \$ 25.48 | 08/07/2012 | | M | | 70,000 | | 04/27/2010 ⁽⁶⁾ | 04/27/2013 | Ordinary Shares | 132,15 |

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/ Roberta S. Cohen for Patrick J. O'Malley 08/08/2012

**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) Since the date of the reporting person's last ownership report (07/26/2012), he transferred pursuant to a domestic relations order 1,981 restricted share units to be settled in ordinary shares of Seagate Technology plc ("Issuer"), nominal value \$0.00001 ("Ordinary Shares"), which transfer was exempt pursuant to Rule 16a-12. The reporting person no longer reports as beneficially owned any securities transferred pursuant to the domestic relations order.
- (2) Includes 563 Ordinary Shares acquired under the Employee Stock Purchase Plan on July 31, 2012.

Edgar Filing: O MALLEY PATRICK J - Form 4

(3) The price reported in Column 4 is a weighted average price. 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 range set forth in this footnote.

(4) Sale was effected pursuant to a Rule 10b5-1 trading plan.

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 are vesting and will continue to vest proportionally each month over the 36 months following September 12, 2009. Since the date of the reporting person's last ownership report (07/26/2012), pursuant to a domestic relations order he transferred: (1) 56,047 options granted under this grant, with an exercise price per share of \$13.73 and with a grant date of 09/12/2008 and (2) 218,097 options granted at an exercise price per share of \$3.35 and a grant date of 03/06/2009, which transfers were exempt pursuant to Rule 16a-12. The reporting person no longer reports as beneficially owned any securities transferred pursuant to the domestic relations order.

Options granted to the Reporting Person under the Issuer's 2004 Stock Compensation Plan, are subject to a five year vesting schedule. One half of the option shares vested on April 27, 2010. The remaining option shares vested on April 27, 2011. Since the date of the reporting person's last ownership report (07/26/2012), pursuant to a domestic relations order he transferred 344 options granted at an exercise price per share of \$25.48 and a grant date of 04/27/2006 and which transfer was exempt pursuant to Rule 16a-12. The reporting person no longer reports as beneficially owned any securities transferred pursuant to the domestic relations order.

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.