

Scolnick Kathryn R.
Form 4
September 11, 2018

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 *
Scolnick Kathryn R.

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)
10200 S. DE ANZA BOULEVARD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/09/2018

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Interim CFO

CUPERTINO, CA 95014

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or (D) Price | | |
| Ordinary Shares | 09/09/2018 | | M | | 750 A \$ 0 | 867.0198 | D |
| Ordinary Shares | 09/09/2018 | | M | | 714 A \$ 0 | 1,581.0198 | D |
| Ordinary Shares | 09/09/2018 | | M | | 3,094 A \$ 0 | 4,675.0198 | D |
| Ordinary Shares | 09/09/2018 | | F | | 1,784 (1) D \$ 49.8 | 2,891.0198 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Share Unit | (2) | 09/09/2018 | | M | 750 | (3) 09/09/2018 | Ordinary Shares | 750 |
| Restricted Share Unit | (2) | 09/09/2018 | | M | 714 | (4) 09/09/2019 | Ordinary Shares | 714 |
| Restricted Share Unit | (2) | 09/09/2018 | | M | 3,094 | (5) 09/09/2020 | Ordinary Shares | 3,094 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Scolnick Kathryn R. 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014 | | | Interim CFO | |

Signatures

/s/ Laurie Webb Attorney-in-Fact for Kathryn R. Scolnick 09/11/2018

**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) These Ordinary Shares are withheld securities to cover tax liabilities incident to the vesting of Restricted Share Units ("RSUs").
- (2) Each RSU represents a contingent right to receive one ordinary share of the Issuer.
- (3)

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The RSUs, originally granted to the Reporting Person under the Seagate Technology plc 2012 Equity Incentive Plan (the "Plan") for 3,000 shares of which all 3,000 shares have been released, vest as to one-quarter of the shares on September 9, 2015 and each one year anniversary thereafter.

- (4) The RSUs, originally granted to the Reporting Person under the Plan for 2,855 shares, of which 2,141 shares have been released, vest as to one-quarter of the shares on September 9, 2016 and each one-year anniversary thereafter.
- (5) The RSUs, originally granted to the Reporting Person under the Plan for 12,375 shares, of which 6,187 shares have been released, vest as to one-quarter of the shares on September 9, 2017 and each one-year anniversary thereafter.

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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