

LUCZO STEPHEN J  
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 \*  
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)  
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  
 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 - Performance Share Units | 08/01/2012                           |  | A                              |   | 112,130 <sup>(1)</sup>  | A  | \$ 0                                       |
| Ordinary Shares                           |                                      |  |                                |   | 2,354,692 <sup>(2)</sup>  | I  |  |
| Ordinary Shares                           |                                      |  |                                |   | 150,000 <sup>(2)</sup>  | I  |  |

Stephen J  
Luczo  
Revocable  
Trust  
  
Red Zone  
Holdings  
Limited

|                 |                        |   |  |
|-----------------|------------------------|---|--|
| Ordinary Shares | 150,000 <sup>(2)</sup> | I | Partnership<br>Red Zone II Limited Partnership |
|-----------------|------------------------|---|--|

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount Number of Shares                               |
| NQ Options                                 | \$ 30.23   | 08/01/2012                           |  | A                              | 191,860   | <sup>(3)</sup> 08/01/2019                                | Ordinary Shares 191,860                                     |
| NQ Performance Options                     | \$ 30.23   | 08/01/2012                           |  | A                              | 206,300   | <sup>(4)</sup> 08/01/2019                                | Ordinary Shares 206,300                                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                   |       |
|--|---------------|-----------|-----------------------------------|-------|
|  | Director      | 10% Owner | Officer                           | Other |
| LUCZO STEPHEN J<br>SEAGATE TECHNOLOGY PLC<br>10200 S. DE ANZA BOULEVARD<br>CUPERTINO, CA 95014 | X             |           | Chairman,<br>President and<br>CEO |       |

## Signatures

|  |                     |
|--|---------------------|
| /S/ Roberta S. Cohen for Stephen J.<br>Luczo   | 08/03/2012          |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

## 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).

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(1) Consists of a grant of performance share units awarded to the Reporting Person under the Seagate Technology plc 2012 Equity Incentive Plan (the "Plan") for no consideration. Each performance share unit represents a contingent right to receive one ordinary share of the Issuer. Subject to the Reporting Person's continuous service, shares will be issued to the Reporting Person upon the attainment of specified performance goals.

(2) The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

(3) Options granted to the Reporting Person under the Plan are subject to a four-year vesting schedule. Subject to the Reporting Person's continuous service, one quarter of the option shares will vest on August 1, 2013 and the remaining option shares will vest proportionally each month over each of the following 36 months beginning on September 1, 2013.

(4) Options granted to the Reporting Person under the Plan will vest in full on the third anniversary of the grant date, subject to the Reporting Person's continuous service and the attainment of specified performance goals.

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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