

Seagate Technology plc  
Form 4  
February 15, 2017

**FORM 4**

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**RE MARK**

(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)

**02/13/2017**

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

**SVP & CTO**

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_X\_\_\_\_ 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Ordinary Shares                 | 02/13/2017                           |                                                    | M                              |                                                                   | 3,403  | A          | \$ 11.155                                                                                     | 53,480                                                   | D                                                     |
| Ordinary Shares                 | 02/13/2017                           |                                                    | M                              |                                                                   | 18,030 | A          | \$ 29.87                                                                                      | 71,510                                                   | D                                                     |
| Ordinary Shares                 | 02/13/2017                           |                                                    | S                              |                                                                   | 21,433 | D          | \$ 47.8354 (1)                                                                                | 50,077                                                   | 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**

SEC 1474  
(9-02)

required to respond unless the form displays a currently valid OMB control number.

**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 or Number of Shares |
| NQ Stock Options                           | \$ 11.155                                              | 02/13/2017                           |                                                    | M                              |                                                                                         | 3,403                                                    |     | 09/12/2012 <sup>(2)</sup>                                     | 09/12/2018      | Ordinary Shares | 3,403                      |
| NQ Stock Options                           | \$ 29.87                                               | 02/13/2017                           |                                                    | M                              |                                                                                         | 18,030                                                   |     | 09/10/2013 <sup>(3)</sup>                                     | 09/10/2019      | Ordinary Shares | 18,030                     |

## Reporting Owners

| Reporting Owner Name / Address                                                         | Relationships |           |           |       |
|----------------------------------------------------------------------------------------|---------------|-----------|-----------|-------|
|                                                                                        | Director      | 10% Owner | Officer   | Other |
| RE MARK<br>SEAGATE TECHNOLOGY PLC<br>10200 S. DE ANZA BOULEVARD<br>CUPERTINO, CA 95014 |               |           | SVP & CTO |       |

## Signatures

/s/ Suhani Akhare Attorney-in-Fact for Mark Re 02/15/2017

\_\_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 were sold in multiple transactions at sales prices ranging from \$47.82 to \$47.875, inclusive. 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 the footnote of this Form 4.

Options granted to the Reporting Person under the Issuer's 2004 Stock Compensation Plan are subject to a four-year vesting schedule.  
(2) 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.

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- Options granted to the Reporting Person under the Issuer's 2012 Equity Incentive Plan are subject to a four-year vesting schedule. One
- (3) quarter of the option shares vested on September 10, 2013. The remaining option shares vested in equal monthly installments over the 36 months following September 10, 2013.

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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