

O MALLEY PATRICK J
 Form 4
 November 26, 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 *
 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)
 11/21/2012

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Ordinary Shares | 11/21/2012 | | M | | 3,954 | A | \$ 13.73 |
| Ordinary Shares | 11/21/2012 | | M | | 31,774 | A | \$ 3.345 |
| Ordinary Shares | 11/21/2012 | | M | | 54,166 | A | \$ 11.065 |
| Ordinary Shares | 11/21/2012 | | S ⁽¹⁾ | | 57,280 | D | \$ 26.7746 |
| | | | | | | | <u>(2)</u> |

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| NQ Stock Options | \$ 13.73 | 11/21/2012 | | M | 3,954 | 09/12/2009 ⁽³⁾ 09/12/2015 | Ordinary Shares 3,954 |
| NQ Stock Options | \$ 3.345 | 11/21/2012 | | M | 31,774 | 09/11/2010 ⁽⁴⁾ 03/06/2016 | Ordinary Shares 31,774 |
| NQ Stock Options | \$ 11.065 | 11/21/2012 | | M | 54,166 | 09/13/2011 ⁽⁵⁾ 09/13/2017 | Ordinary Shares 54,166 |

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 by power of attorney

11/26/2012

**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).

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- (1) This transaction is a "sell to cover" transaction in which the Reporting Person used the proceeds from the sale of shares in part to fund the exercise of the options.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at sales prices ranging from \$26.62 to \$27.00, 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 this footnote.

- (2) Options granted to the Reporting Person under the Issuer's 2004 Stock Compensation Plan are subject to a four-year vesting schedule.
- (3) One quarter of the option shares vested on September 12, 2009. The remaining option shares vest in equal monthly installments over the 36 months following September 12, 2009.

- (4) 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 11, 2010.

- (5) 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.

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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