

ARNOLD CRAIG  
Form 4  
February 26, 2018

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ARNOLD CRAIG

(Last) (First) (Middle)

1000 EATON BOULEVARD

(Street)

CLEVELAND, OH 44122

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Eaton Corp plc [ETN]

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

02/23/2018

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)

See Remarks below.

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Ordinary<br>Shares                    | 02/23/2018                              |   | M                                    | (A)<br>or<br>(D)<br>Amount<br>2,673<br>(1)                              | \$ 0   | 224,143  | D                                       |
| Ordinary<br>Shares                    | 02/23/2018                              |   | F                                    | (A)<br>or<br>(D)<br>Amount<br>1,199<br>(2)                              | \$<br>82.12  | 222,944  | D                                       |
| Ordinary<br>Shares                    | 02/23/2018                              |   | M                                    | (A)<br>or<br>(D)<br>Amount<br>8,131<br>(1)                              | \$ 0   | 231,075  | D                                       |
| Ordinary<br>Shares                    | 02/23/2018                              |   | F                                    | (A)<br>or<br>(D)<br>Amount<br>3,130<br>(2)                              | \$<br>82.12  | 227,945  | D                                       |
| Ordinary<br>Shares                    |   |   |                                      |   | 162.182 (3)  | I  | by trustee<br>of ESP                    |

# Edgar Filing: ARNOLD CRAIG - 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units                     | \$ 0   | 02/23/2018                           |  | M                              | 2,673   | 02/24/2016 <sup>(4)</sup>                                | Ordinary Shares   | 2,673                         |
| Restricted Stock Units                     | \$ 0   | 02/23/2018                           |  | M                              | 8,131   | 02/23/2017 <sup>(5)</sup>                                | Ordinary Shares   | 8,131                         |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| ARNOLD CRAIG<br>1000 EATON BOULEVARD<br>CLEVELAND, OH 44122 | X See Remarks below.             |

## Signatures

/s/ Lizbeth L. Wright, as  
Attorney-in-Fact 02/26/2018

\*\*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 were acquired upon the vesting and settlement of certain restricted stock units.

(2) These ordinary shares were delivered to the Issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.

## Edgar Filing: ARNOLD CRAIG - Form 4

- (3) These ordinary shares are held in the Eaton Savings Plan.
- (4) These restricted stock units vest as follows: 33% on the first and second anniversary of the date of the grant and the remaining 34% on the third anniversary of the date of the grant.
- (5) These restricted stock units were granted on February 23, 2016 and vest as follows: 33% on the first and second anniversary of the date of the grant and the remaining 34% on the third anniversary of the date of the grant.

### Remarks:

Chief Executive Officer of Eaton Corporation, a subsidiary of the Issuer.

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.