

LUCZO STEPHEN J
Form 4
February 01, 2018

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)
01/30/2018

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)
Executive Chairman & COB

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Ordinary Shares	01/30/2018		M		206,300 \$ 30.23	(1) (2) (3)	D
Ordinary Shares	01/30/2018		M		107,922 \$ 30.23		D
Ordinary Shares	01/30/2018		S		241,738 \$ 54.76 (4)		D
Ordinary Shares	01/30/2018		G	V	20,000 \$ 0	(2) (3) (5) (6)	I Stephen J Luczo Revocable

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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)
Ordinary Shares		01/31/2018		S	100,000 D	\$ 55.57 <u>(7)</u> 921,613	I Trust dated January 26, 2001 Stephen J Luczo Revocable Trust dated January 26, 2001
Ordinary Shares						381,411	I Stephen J. Luczo 2016 GRAT
Ordinary Shares						250,000	I Stephen J. Luczo 2017 GRAT

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

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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	\$ 30.23	01/31/2018		M	206,300	08/01/2013 ⁽⁸⁾ 08/01/2019	Ordinary Shares 206,300
NQ Stock Options	\$ 30.23	01/31/2018		M	107,922	08/01/2013 ⁽⁹⁾ 08/01/2019	Ordinary Shares 107,922

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

LUCZO STEPHEN J
SEAGATE TECHNOLOGY PLC
10200 S. DE ANZA BOULEVARD
CUPERTINO, CA 95014

X

Executive Chairman & COB

Signatures

/s/ Suhani Akhare Attorney-in-Fact for Stephen J.
Luczo

02/01/2018

__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) On November 4, 2016, the Reporting Person transferred 27,188 Ordinary Shares, previously held directly, to the Stephen J. Luczo Revocable Trust dated January 26, 2001. These 27,188 shares were inadvertently reported as directly held by the Reporting Person on subsequent Form 4's filed on April 27, 2017 and thereafter.
 - (2) On September 13, 2017 the Reporting Person transferred 34,375 shares held directly to the Stephen J. Luczo Revocable Trust dated January 26, 2001.
 - (3) On September 27, 2017 the Reporting Person transferred 33,857 shares held directly to the Stephen J. Luczo Revocable Trust dated January 26, 2001.

These Ordinary Shares were sold in multiple transactions at sales prices ranging from \$54.46 to \$55.00, 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 the footnote of this Form 4.
 - (4) Includes 635 shares acquired on October 5, 2017 and on January 4, 2018 under the Seagate Technology plc's Dividend Reinvestment Program.
 - (5) On January 30, 2018 the Reporting Person transferred 118,588 shares from the Stephen J. Luczo 2016 Grantor Retained Annuity Trust to Stephen J. Luczo Revocable Trust dated January 26, 2001.

These Ordinary Shares were sold in multiple transactions at sales prices ranging from \$55.48 to \$55.65, 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.
 - (6) Options granted to the Reporting Person under the Seagate Technology plc 2012 Equity Incentive Plan (the "Plan") are subject to a four-year vesting schedule. Subject to continuous employment, one quarter of the options vested August 1, 2013. The remaining options vest in equal monthly installments over the 36 months following August 1, 2013.
 - (7) Options granted to the Reporting Person under the Seagate Technology plc 2012 Equity Incentive Plan are subject to a four-year vesting schedule. Subject to continuous employment, one quarter of the options vested August 1, 2013. The remaining options vest in equal monthly installments over the 36 months following August 1, 2013.

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.