

Seagate HDD Cayman
Form 3
July 25, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â SEAGATE TECHNOLOGY LLC | | | (Month/Day/Year) | E2open Inc [EOPN] | |
| (Last) | (First) | (Middle) | 07/25/2012 | | |
| C/O SEAGATE TECHNOLOGY PLC,Â 10200 SOUTH DEANZA BOULEVARD | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | | |
| CUPERTINO,Â CAÂ 95014 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 198,930 | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|---|---|
| Series AA Convertible Preferred Stock | Â (4) | Â (4) | Common Stock | 1,058,065 | \$ (4) | D | Â |
| Series BB Convertible Preferred Stock | Â (5) | Â (5) | Common Stock | 317,460 | \$ (5) | D | Â |
| Series CC Convertible Preferred Stock | Â (6) | Â (6) | Common Stock | 321,999 | \$ (6) | D | Â |
| Series D Convertible Preferred Stock | Â (7) | Â (7) | Common Stock | 719,149 | \$ (7) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SEAGATE TECHNOLOGY LLC C/O SEAGATE TECHNOLOGY PLC 10200 SOUTH DEANZA BOULEVARD CUPERTINO,Â CAÂ 95014 | Â | Â X | Â | Â |
| Seagate Technology plc C/O SEAGATE TECHNOLOGY PLC 10200 SOUTH DEANZA BOULEVARD CUPERTINO,Â CAÂ 95014 | Â | Â X | Â | Â |
| Seagate Technology C/O SEAGATE TECHNOLOGY PLC 10200 SOUTH DEANZA BOULEVARD CUPERTINO,Â CAÂ 95014 | Â | Â X | Â | Â |
| SEAGATE TECHNOLOGY HDD HOLDINGS C/O SEAGATE TECHNOLOGY PLC 10200 SOUTH DEANZA BOULEVARD CUPERTINO,Â CAÂ 95014 | Â | Â X | Â | Â |
| Seagate HDD Cayman C/O SEAGATE TECHNOLOGY PLC 10200 SOUTH DEANZA BOULEVARD CUPERTINO,Â CAÂ 95014 | Â | Â X | Â | Â |
| SEAGATE TECHNOLOGY US HOLDINGS C/O SEAGATE TECHNOLOGY PLC 10200 SOUTH DEANZA BOULEVARD CUPERTINO,Â CAÂ 95014 | Â | Â X | Â | Â |

Signatures

/s/ David H. Morton, Jr.,
Treasurer

07/25/2012

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The Common Stock, Series AA Convertible Preferred Stock, Series BB Convertible Preferred Stock, Series CC Convertible Preferred Stock and Series D Convertible Preferred Stock is directly beneficially owned by Seagate Technology LLC.
- (2) This Form 3 is being filed jointly by (i) Seagate Technology PLC, (ii) Seagate Technology, (iii) Seagate Technology HDD Holdings, (iv) Seagate HDD Cayman, (v) Seagate Technology (US) Holdings, Inc. and (vi) Seagate Technology LLC (collectively, the "Reporting Persons") in respect of any shares of common or preferred stock of the Issuer held directly by Seagate Technology LLC.
Seagate Technology LLC is wholly owned (95% directly and 6% through another subsidiary) by Seagate Technology (US) Holdings, Inc., which is directly wholly owned by Seagate HDD Cayman, which is directly wholly owned by Seagate Technology HDD Holdings, which is directly wholly owned by Seagate Technology, which is directly wholly owned by Seagate Technology PLC. Seagate Technology PLC is a widely held public company which has a twelve-member board of directors and no controlling shareholder.
- (3) The Series AA Convertible Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering and has no expiration date.
- (4) The Series BB Convertible Preferred Stock shall automatically convert into Common Stock on a 1:1.185 basis immediately prior to the completion of the Issuer's initial public offering and has no expiration date.
- (5) The Series CC Convertible Preferred Stock shall automatically convert into Common Stock on a 1:1.185 basis immediately prior to the completion of the Issuer's initial public offering and has no expiration date.
- (6) The Series D Convertible Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering and has no expiration date.
- (7)

Â

Remarks:

In accordance with Instructions 4 and 5(b)(iv), the entire amount of the E2open, Inc. common and

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.