

LUCZO STEPHEN J
Form 4
November 10, 2011

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

2. Issuer Name and Ticker or Trading Symbol
Seagate Technology plc [STX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
SEAGATE TECHNOLOGY
PLC, 10200 S. DE ANZA
BOULEVARD

3. Date of Earliest Transaction
(Month/Day/Year)
11/08/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President and CEO

(Street)
CUPERTINO, CA 95014

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 or Price | | |
| Ordinary Shares | 11/08/2011 | | M | | 1,171,567 A \$ 4.045 | | D |
| Ordinary Shares | 11/08/2011 | | S | | 687,500 D \$ 17.9532 | | D |
| Ordinary Shares | 11/09/2011 | | M | | 20,000 A \$ 4.045 | | D |
| Ordinary Shares | 11/09/2011 | | S | | 20,000 D \$ 17.5672 | | D |
| | | | | | <u>(1)</u> | | |
| | | | | | 4,605,625 | | I |

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| | | | | | | |
|-----------------|---------|---|--|--|--|---------------------------------------|
| Ordinary Shares | | | | | | Stephen J Luczo Revocable Trust |
| Ordinary Shares | 490,367 | I | | | | Red Zone Holdings Limited Partnership |
| Ordinary Shares | 425,951 | I | | | | Red Zone II Limited Partnership |

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.

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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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------|-----------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| NQ Stock Options | \$ 4.045 | 11/08/2011 | | M | 1,171,567 | 01/12/2010 ⁽²⁾ | 01/30/2016 | Ordinary Shares | 1,171,567 |
| NQ Stock Options | \$ 4.045 | 11/09/2011 | | M | 20,000 | 01/12/2010 ⁽²⁾ | 01/30/2016 | Ordinary Shares | 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LUCZO STEPHEN J SEAGATE TECHNOLOGY PLC 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014 | X | | Chairman, President and CEO | |

Signatures

/S/ Roberta S. Cohen for Stephen J.
Luczo

11/10/2011

__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) Shares were sold under a 10b5-1 plan adopted by the Reporting Person on May 27, 2011.
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 January 12, 2010. The remaining option shares are vesting and will continue to vest proportionally each month over the 36 months following January 12, 2010.

Remarks:

The transaction on November 8, 2011 was a sell to cover transaction. The sale on November 9, 2011 was a 10b5-1 transaction.

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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