

Scolnick Kathryn R.
Form 4
August 20, 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 *
Scolnick Kathryn R.

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)
10200 S. DE ANZA BOULEVARD

3. Date of Earliest Transaction (Month/Day/Year)
08/16/2018

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Interim CFO

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Ordinary Shares	08/16/2018		M		642	A	\$ 50.1 759.0198
Ordinary Shares	08/16/2018		M		6,069	A	\$ 36.54 6,828.0198
Ordinary Shares	08/16/2018		M		3,866	A	\$ 36.09 10,694.0198
Ordinary Shares	08/16/2018		S		10,577	D	\$ 53.12 117.0198 ⁽²⁾
							<u>(1)</u>

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)	Amount or Number of Shares
NQ Options	\$ 50.1	08/16/2018		M	642	09/09/2016 ⁽³⁾ 09/09/2022	Ordinary Shares	642
NQ Options	\$ 36.54	08/16/2018		M	6,069	03/21/2017 ⁽⁴⁾ 03/21/2023	Ordinary Shares	6,069
NQ Options	\$ 36.09	08/16/2018		M	3,866	09/09/2017 ⁽⁵⁾ 09/09/2023	Ordinary Shares	3,866

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Scolnick Kathryn R. 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014			Interim CFO	

Signatures

/s/ Laurie Webb Attorney-in-Fact for Kathryn R. Scolnick 08/20/2018

**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 sold in multiple transactions at sales prices ranging from \$53.10 to \$53.19, 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.

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- (2) Includes 117,0198 shares acquired pursuant to the Issuer's dividend reinvestment plan.

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 the Reporting Person's continuous employment, one-quarter of the options, originally granted for 5,140 shares, of which 3,747 have been exercised, vest on September 9, 2016. The remaining options vest in equal monthly installments over the 36 months following September 9, 2016.

- (3)
- (4) Options granted to the Reporting Person under the Plan are subject to a four-year vesting schedule. Subject to the Reporting Person's continuous employment, one-quarter of the options, originally granted for 58,260 shares, of which 33,985 have been exercised, vest on March 21, 2017. The remaining options vest in equal monthly installments over the 36 months following March 21, 2017.

- (5) Options granted to the Reporting Person under the Plan are subject to a four-year vesting schedule. Subject to the Reporting Person's continuous employment, one-quarter of the options, originally granted for 30,930 shares, of which 14,820 have been exercised, vest on September 9, 2017. The remaining options vest in equal monthly installments over the 36 months following September 9, 2017.

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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