

MORTON DAVID H JR
Form 4
March 07, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
MORTON DAVID H JR

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)
03/05/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price (A) or (D) | | |
| Ordinary Shares | 03/05/2018 | | M | | 2,407 A \$ 29.87 | 8,540 | D |
| Ordinary Shares | 03/05/2018 | | M | | 4,894 A \$ 40.16 | 13,434 | D |
| Ordinary Shares | 03/05/2018 | | M | | 15,452 A \$ 50.1 | 28,886 | D |
| Ordinary Shares | 03/05/2018 | | M | | 12,389 A \$ 36.09 | 41,275 | D |
| Ordinary Shares | 03/05/2018 | | S | | 35,142 D \$ 55 (1) | 6,133 | D |

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

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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) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------|-----------------|-----------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| NQ Stock Options | \$ 29.87 | 03/05/2018 | | M | | 2,407 | | 09/10/2013 ⁽²⁾ | 09/10/2019 | Ordinary Shares | 2,407 |
| NQ Stock Options | \$ 40.16 | 03/05/2018 | | M | | 4,894 | | 09/09/2014 ⁽³⁾ | 09/09/2020 | Ordinary Shares | 4,894 |
| NQ Stock Options | \$ 50.1 | 03/05/2018 | | M | | 15,452 | | 09/09/2016 ⁽⁴⁾ | 09/09/2022 | Ordinary Shares | 15,452 |
| NQ Stock Options | \$ 36.09 | 03/05/2018 | | M | | 12,389 | | 09/09/2017 ⁽⁵⁾ | 09/09/2023 | Ordinary Shares | 12,389 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| MORTON DAVID H JR SEAGATE TECHNOLOGY PLC 10200 S. DE ANZA BOULEVARD CUPERTINO, CA 95014 | | | EVP & CFO | |

Signatures

/s/ Suhani Akhare Attorney-in-Fact for David H. Morton, Jr.

03/07/2018

__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 \$55.00 to \$55.01, 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.

(2) 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 option shares vested on September 10, 2013. The remaining option shares vest in equal monthly installments over the 36 months following September 10, 2013.

(3) 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 option shares vested on September 9, 2014. The remaining option shares vest in equal monthly installments over the 36 months following September 9, 2014.

(4) 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 option shares vested on September 9, 2016. The remaining option shares vest in equal monthly installments over the 36 months following September 9, 2016.

(5) 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 option shares vested on September 9, 2017. The remaining options shares 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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