

Seagate Technology plc
Form 3
January 13, 2017

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 MURPHY JAMES J | | (Month/Day/Year) | Seagate Technology plc [STX] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 10200 S. DEANZA BOULEVARD | | 01/04/2017 | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| CUPERTINO, CA 95014 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | EVP, Sales & Marketing | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

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) |
|------------------------------------|--|---|--|

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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|---|---------------------------|------------------|-----------------|---------|-------------------|---|---|
| NQ Stock Option Grant | 12/20/2017 ⁽¹⁾ | 12/20/2023 | Ordinary Shares | 398,774 | \$ 38.76 | D | Â |
| Performance-Based Restricted Share Unit Grant | Â ⁽²⁾ | Â ⁽²⁾ | Ordinary Shares | 83,850 | \$ ⁽²⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MURPHY JAMES J 10200 S. DEANZA BOULEVARD CUPERTINO, CA 95014 | Â | Â | Â EVP, Sales & Marketing | Â |

Signatures

/s/ Suhani Akhare by Power of Attorney for James Murphy

01/12/2017

__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) Consists of a grant of stock options awarded to the Reporting Person on December 20, 2016 under the Amended and Restated Seagate Technology plc 2012 Equity Incentive Plan for no consideration. 25% of the award shall vest on December 20, 2017 and the remaining portion shall vest in equal monthly installments over the next three years ending on December 20, 2020.

(2) Consists of a grant of performance-based restricted share units ("PSUs") awarded to the Reporting Person on December 20, 2016 under the Amended and Restated Seagate Technology plc 2012 Equity Incentive Plan for no consideration. Each PSU represents a contingent right to receive one Ordinary Share of the Issuer, provided however, no more than 25% of the PSU award shall vest on the first anniversary of the grant date and the remaining PSUs shall vest 25% each on December 20, 2018, 2019 and 2020 respectively contingent upon (i) satisfaction of the performance criteria and (ii) the Reporting Person's continuous service with the Issuer through each such vesting date. If the performance criteria is not achieved, unvested PSUs from prior years may vest cumulatively and the performance period may continue for up to seven years. If the performance criteria is not met within seven years, any unvested shares are forfeited.

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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