

MASSARONI KENNETH M
Form 4
September 15, 2010

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
MASSARONI KENNETH M

(Last) (First) (Middle)

SEAGATE TECHNOLOGY, 920
DISC DRIVE

(Street)

SCOTTS VALLEY, CA 95066

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/13/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, General Counsel, Corp Sec

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

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 or Disposed of (A) or (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|--|---|--|---|
| Restricted Stock Units | 09/13/2010 | | A | (A) or (D) Amount 10,200 (1) | \$ 0 22,573 | D | |
| Performance Stock Units | 09/13/2010 | | A | (A) or (D) Amount 12,600 (2) | \$ 0 35,173 | D | |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Common Shares | \$ 11.065 | 09/13/2010 | | A | 42,500 | 09/13/2011 ⁽³⁾ 09/13/2017 | Common Shares 42,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MASSARONI KENNETH M SEAGATE TECHNOLOGY 920 DISC DRIVE SCOTTS VALLEY, CA 95066 | | | SVP, General Counsel, Corp Sec | |

Signatures

/S/ Roberta S. Cohen for Kenneth M. Massaroni
Date: 09/15/2010

**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) Consists of a grant of restricted stock units awarded to the Reporting Person under the 2004 Stock Compensation Plan for no consideration. Each restricted stock unit represents a contingent right to receive one share of Seagate common stock. Subject to the Reporting Person's Continuous Service with the Company, vested shares to be released to the reporting person on each of the first four anniversaries of the vesting commencement date of September 13, 2010.

(2) Consists of a grant of performance stock units awarded to the Reporting Person under the 2004 Stock Compensation Plan for no consideration. Each performance stock unit represents a contingent right to receive one share of Seagate common stock. The vesting for these awards issued under the 2004 Stock Compensation Plan is subject to both continuous employment and specified performance goals. The Award Agreement provides that performance units will vest after the end of a performance period, currently contemplated to be three years, subject to both the continued employment of the participant by the Company and the achievement of certain performance objectives established by the Board of Directors and set forth in the Award Agreement. The Board of Directors presently intends that the performance goals will be a three-year average return on invested capital goal and a relative total shareholder return percentile goal.

(3) Options granted to the Reporting Person under the 2004 Stock Compensation Plan are subject to a four-year vesting schedule. One quarter of the option shares vested on September 13, 2011. The remaining option shares are vesting proportionally each month over the 36 months following September 13, 2011.

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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