

Nygaard Jeffrey D.  
Form 3  
October 27, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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 <b>and</b> Ticker or Trading Symbol |  |
| Â Nygaard Jeffrey D.                      |         | (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. DE ANZA BOULEVARD                |         | 10/17/2017                           | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| CUPERTINO,Â CAÂ 95014                     |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| (City)                                    | (State) | (Zip)                                | (give title below)                                 | (specify below)  |
|   |         |                                      | Executive Vice President                           | 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)        |
|---------------------------------|---|--|--|
| Ordinary Shares                 | 18,133  | I  | Jeffrey D. Nygaard Revocable Trust U/A Dated August 17, 2009 |

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

SEC 1473 (7-02)

**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.**

**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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

Edgar Filing: Nygaard Jeffrey D. - Form 3

|  | Date Exercisable | Expiration Date | Title           | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |   |
|--|------------------|-----------------|-----------------|----------------------------|----------|---------------------------------------|---|
| NQ Stock Option                          | Â (1)            | 09/11/2024      | Ordinary Shares | 24,870                     | \$ 30.95 | D                                     | Â |
| NQ Stock Option                          | Â (2)            | 09/09/2023      | Ordinary Shares | 30,310                     | \$ 36.09 | D                                     | Â |
| NQ Stock Option                          | Â (3)            | 09/09/2022      | Ordinary Shares | 9,380                      | \$ 50.1  | D                                     | Â |
| NQ Stock Option                          | Â (4)            | 09/09/2021      | Ordinary Shares | 7,800                      | \$ 60.83 | D                                     | Â |
| NQ Stock Option                          | Â (5)            | 09/09/2020      | Ordinary Shares | 10,969                     | \$ 40.16 | D                                     | Â |
| NQ Stock Option                          | Â (6)            | 09/10/2019      | Ordinary Shares | 2,188                      | \$ 29.87 | D                                     | Â |
| Performance-Based Restricted Share Units | Â (7)            | 09/11/2020      | Ordinary Shares | 8,705                      | \$ 0     | D                                     | Â |
| Performance-Based Restricted Share Units | Â (8)            | 09/09/2019      | Ordinary Shares | 10,610                     | \$ 0     | D                                     | Â |
| Performance-Based Restricted Share Units | Â (9)            | 09/09/2018      | Ordinary Shares | 4,380                      | \$ 0     | D                                     | Â |
| Restricted Share Unit                    | Â (10)           | 09/11/2021      | Ordinary Shares | 9,950                      | \$ 0     | D                                     | Â |
| Restricted Share Unit                    | Â (11)           | 09/09/2020      | Ordinary Shares | 9,094                      | \$ 0     | D                                     | Â |
| Restricted Share Unit                    | Â (12)           | 09/09/2019      | Ordinary Shares | 2,503                      | \$ 0     | D                                     | Â |
| Restricted Share Unit                    | Â (13)           | 09/09/2018      | Ordinary Shares | 1,040                      | \$ 0     | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                            |       |
|---|---------------|-----------|----------------------------|-------|
|   | Director      | 10% Owner | Officer                    | Other |
| Nygaard Jeffrey D.<br>10200 S. DE ANZA BOULEVARD<br>CUPERTINO, CA 95014 | Â             | Â         | Â Executive Vice President | Â     |

## Signatures

/s/ Suhani Akhare Attorney-in-Fact for Jeffrey D. Nygaard 10/27/2017

\*\*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) 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 options will vest on September 11, 2018. The remaining options will vest in equal monthly installments over the 36 months following September 11, 2018.
- (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 options vested on September 9, 2017. The remaining options will vest in equal monthly installments over the 36 months following September 9, 2017.
- (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 options vested on September 9, 2016. The remaining options will vest in equal monthly installments over the 36 months following September 9, 2016.
- (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 options vested on September 9, 2015. The remaining options will vest in equal monthly installments over the 36 months following September 9, 2015.
- (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 options vested on September 9, 2014. The remaining options vested in equal monthly installments over the 36 months following September 9, 2014.
- (6) 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 options vested on September 10, 2013. The remaining options vested in equal monthly installments over the 36 months following September 10, 2013.
- (7) Each performance-based restricted share unit ("PSU") represents a contingent right to receive one share of Seagate Technology plc's ordinary share. The number of PSUs that may be earned is between 0% and 200% of the target number of PSUs and shall vest based on ROIC and relative TSR performance over the three-year performance period ending on September 11, 2020.
- (8) Each performance-based restricted share unit ("PSU") represents a contingent right to receive one share of Seagate Technology plc's ordinary share. The number of PSUs that may be earned is between 0% and 200% of the target number of PSUs and shall vest based on ROIC and relative TSR performance over the three-year performance period ending on September 9, 2019.
- (9) Each performance-based restricted share unit ("PSU") represents a contingent right to receive one share of Seagate Technology plc's ordinary share. The number of PSUs that may be earned is between 0% and 200% of the target number of PSUs and shall vest based on ROIC and relative TSR performance over the three-year performance period ending on September 9, 2018.
- (10) Consists of a grant of restricted share units ("RSUs") awarded to the Reporting Person under the Seagate Technology plc 2012 Equity Incentive Plan. The RSUs will be converted into ordinary shares on a one-for-one basis. Subject to the Reporting Person's continuous employment, such RSUs will be settled in ordinary shares in equal installments on each of the first four anniversaries of September 11, 2017.
- (11) Consists of a grant of restricted share units ("RSUs") awarded to the Reporting Person under the Seagate Technology plc 2012 Equity Incentive Plan. The RSUs will be converted into ordinary shares on a one-for-one basis. Subject to the Reporting Person's continuous employment, such RSUs will be settled in ordinary shares in equal installments on each of the first four anniversaries of September 9, 2016.
- (12) Consists of a grant of restricted share units ("RSUs") awarded to the Reporting Person under the Seagate Technology plc 2012 Equity Incentive Plan. The RSUs will be converted into ordinary shares on a one-for-one basis. Subject to the Reporting Person's continuous employment, such RSUs will be settled in ordinary shares in equal installments on each of the first four anniversaries of September 9, 2015.
- (13) Consists of a grant of restricted share units ("RSUs") awarded to the Reporting Person under the Seagate Technology plc 2012 Equity Incentive Plan. The RSUs will be converted into ordinary shares on a one-for-one basis. Subject to the Reporting Person's continuous employment, such RSUs will be settled in ordinary shares in equal installments on each of the first four anniversaries of September 9, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.