Eaton Corp p	plc											
Form 4												
December 03	3, 2012											
FORM	14									-	PPROVAL	
	UNITED	STATES				ND EXC D.C. 205		NGE (COMMISSION	OMB Number:	3235-0287	
Check thi										Expires:	January 31,	
if no longer subject to STATEMENT OF (CHANGES IN BENEFICIAL OW					NERSHIP OF		2005 d average	
	ection 16. SECURITIES				ITIES					Estimated average burden hours per		
Form 4 o	r							response	•			
Form 5								-	ge Act of 1934,			
obligation may cont	Section 170			•		•	• •		f 1935 or Sectio	n		
See Instru 1(b).		30(h)	of the In	vestme	nt (Compan	y Act	t of 194	40			
(Print or Type F	Responses)											
Golden Charles E Sys			Symbol	•					5. Relationship of Reporting Person(s) to Issuer			
			Eaton C	Eaton Corp plc [ETN]					(Check all applicable)			
(Last)	(First) (Middle)	3. Date of	Earliest	Tra	insaction						
EATON CE AVE.	ENTER, 1111 SU	PERIOR	(Month/D 11/30/20	•	I				X Director Officer (give below)		b Owner er (specify	
	(Street)		4. If Ame	ndment	Dat	e Original			6. Individual or Jo	oint/Group Fili	ng(Check	
	(Bileet)		Filed(Mon			e Originai			Applicable Line)	onit/Oroup Phil	ig(Check	
CLEVELAN	ND, OH 44114		11100(1110)	un Duy I	cur)				_X_ Form filed by	One Reporting Po More than One Ro		
(City)	(State)	(Zip)	Table	e I - Non	-De	erivative S	ecuri	ities Aco	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executio any	med n Date, if Day/Year)	3. Transac Code (Instr. 8		4. Securit n(A) or Di (D) (Instr. 3, 4	spose	d of 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	Amount	or (D)		Transaction(s) (Instr. 3 and 4)			
Ordinary Shares	11/30/2012			А		10,590	А	<u>(1)</u>	10,590	D		

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	5. Number of orDerivative 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 o Number o Shares
Phantom Shares	\$ 0	11/30/2012		А	8,246.36	(2)	(2)	Ordinary Shares	8,246.3
Stock Option	\$ 37.865	11/30/2012		А	20,000	(4)	01/24/2017	Ordinary Shares	20,000
Stock Option	\$ 37.21	11/30/2012		А	6,450	(5)	01/22/2018	Ordinary Shares	6,450

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Golden Charles E EATON CENTER 1111 SUPERIOR AVE. CLEVELAND, OH 44114	Х							
Signatures								
/s/ Elizabeth K. Riotte, as Attorney-in-Fact		12/0	3/2012					
**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).

Represents shares of Eaton Corporation plc ("New Eaton") acquired in connection with the merger of a wholly-owned subsidiary of New Eaton with and into Eaton Corporation ("Eaton"), with Eaton surviving the merger as a wholly-owned subsidiary of New Eaton (the "Merger"), in exchange for common shares of Eaton. The Merger was consummated simultaneous with and conditioned on New Eaton's

- (1) Merger), in exchange for common shares of Eaton. The Merger was consummated simulateous with and conditioned on Yew Eaton's acquisition of Cooper Industries plc by means of a "scheme of arrangement", an Irish statutory procedure under the Companies Act of 1963. At the effective time of the Merger, each Eaton common share was cancelled and converted into the right to receive one New Eaton ordinary share.
- (2) This field is not applicable.
- (3) These phantom share units were received in the Merger in exchange for 8,246.36 Eaton phantom share units. These New Eaton phantom share units have the same terms and conditions as the original Eaton phantom share units.

This option to purchase 20,000 New Eaton ordinary shares for \$37.865 per share, which is fully vested, was received in exchange for an option to purchase 20,000 Eaton common shares for \$37.865 per share. This New Eaton stock option has the same terms and conditions as the original Eaton stock option.

This option to purchase 6,450 New Eaton ordinary shares for \$37.21 per share, which is fully vested, was received in exchange for an
(5) option to purchase 6,450 Eaton common shares for \$37.21 per share. This New Eaton stock option has the same terms and conditions as the original Eaton stock option.

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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.