

SEAGATE TECHNOLOGY
Form 4
September 17, 2007

FORM 4

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

OMB APPROVAL

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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 *
WATKINS WILLIAM D

(Last) (First) (Middle)

920 DISC DRIVE, ATTN: STOCK PLAN ADMINISTRATION

(Street)

SCOTTS VALLEY, CA 95067

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SEAGATE TECHNOLOGY [STX]

3. Date of Earliest Transaction (Month/Day/Year)
09/13/2007

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)
CEO

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 (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 Ownership (Instr. 4)
			Code	V	Amount or (D) Price		
Common Shares	09/13/2007		A		350,000 (1) \$ 0	D	505,612 (2)
Common Shares	09/13/2007		A		200,000 (1) \$ 0	D	705,612
Common Shares	09/13/2007		A		200,000 (1) \$ 0	D	805,612

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

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number.

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
NQ Stock Options	\$ 24.63	09/13/2007		A	600,000	09/13/2008 ⁽³⁾	09/13/2014	Common Shares	600,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WATKINS WILLIAM D
920 DISC DRIVE
ATTN: STOCK PLAN ADMINISTRATION
SCOTTS VALLEY, CA 95067

CEO

Signatures

/S/ Roberta S. Cohen for William D. Watkins

09/17/2007

**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).

These awards are subject to continuous employment and performance vesting requirements and were issued on September 13, 2007 under the 2004 Stock Compensation Plan. First vesting is two years after the award date and subject to meeting specified performance criteria.

(1) Further vesting is annual for the following 3 years thereafter according to specific performance requirements. Shareholders are being asked to approve certain amendments to the 2004 Stock Compensation Plan on October 25, 2007, should the amendments not receive approval, these shares will be canceled.

(2) Includes 94 shares purchased under the Employee Stock Purchase Plan on July 31, 2007.

Options granted to the Reporting Person under the Seagate Technology's 2004 Stock Compensation Plan are subject to a four-year vesting schedule. After one year of continuous employment, one quarter of the option shares vest will vest on September 13, 2008. Following

(3) continuous employment, the remaining three quarters will vest proportionally monthly on September 13, 2008 over the 36 months thereafter.

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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