

SEAGATE TECHNOLOGY  
Form 4  
September 07, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
DAVIDSON JAMES

(Last) (First) (Middle)

2775 SAND HILL ROAD, SUITE 100

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
09/06/2007

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)

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 Indirect Beneficial Ownership (Instr. 4) |                  |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |                  |
| Common Shares                   | 09/06/2007                           |  | S                              | 9,600 <sup>(1)</sup> D  | \$ 25.71  | 4,826,138  | I   | See footnote (2) |
| Common Shares                   | 09/06/2007                           |  | S                              | 21,200 <sup>(1)</sup> D   | \$ 25.72  | 4,804,938  | I   | See footnote (2) |
| Common Shares                   | 09/06/2007                           |  | S                              | 4,600 <sup>(1)</sup> D  | \$ 25.73  | 4,800,338  | I   | See footnote (2) |
| Common Shares                   | 09/06/2007                           |  | S                              | 1,400 <sup>(1)</sup> D  | \$ 25.74  | 4,798,938  | I   | See footnote     |

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|               |            |   |                              |   |          |           |   |                            |
|---------------|------------|---|------------------------------|---|----------|-----------|---|----------------------------|
| Common Shares | 09/06/2007 | S | <u>10,000</u> <sup>(1)</sup> | D | \$ 25.8  | 4,788,938 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>22,800</u> <sup>(1)</sup> | D | \$ 25.82 | 4,766,138 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>860</u> <sup>(1)</sup>    | D | \$ 25.83 | 4,765,278 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>1,240</u> <sup>(1)</sup>  | D | \$ 25.84 | 4,764,038 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>41,300</u> <sup>(1)</sup> | D | \$ 25.85 | 4,722,738 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>11,700</u> <sup>(1)</sup> | D | \$ 25.86 | 4,711,038 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>7,700</u> <sup>(1)</sup>  | D | \$ 25.87 | 4,703,338 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>26,900</u> <sup>(1)</sup> | D | \$ 25.88 | 4,676,438 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>13,700</u> <sup>(1)</sup> | D | \$ 25.89 | 4,662,738 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>26,600</u> <sup>(1)</sup> | D | \$ 25.9  | 4,636,138 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>1,400</u> <sup>(1)</sup>  | D | \$ 25.91 | 4,634,738 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>11,200</u> <sup>(1)</sup> | D | \$ 25.92 | 4,623,538 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>22,800</u> <sup>(1)</sup> | D | \$ 25.93 | 4,600,738 | I | <u>(2)</u><br>See footnote |
| Common Shares | 09/06/2007 | S | <u>13,200</u> <sup>(1)</sup> | D | \$ 25.95 | 4,587,538 | I | <u>(2)</u><br>See footnote |

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|               |            |   |                               |   |          |           |   |                  |
|---------------|------------|---|-------------------------------|---|----------|-----------|---|------------------|
| Common Shares | 09/06/2007 | S | <u>16,300</u> <sup>(1)</sup>  | D | \$ 25.96 | 4,571,238 | I | See footnote (2) |
| Common Shares | 09/06/2007 | S | <u>20,700</u> <sup>(1)</sup>  | D | \$ 25.97 | 4,550,538 | I | See footnote (2) |
| Common Shares | 09/06/2007 | S | <u>5,300</u> <sup>(1)</sup>   | D | \$ 25.98 | 4,545,238 | I | See footnote (2) |
| Common Shares | 09/06/2007 | S | <u>2,200</u> <sup>(1)</sup>   | D | \$ 25.99 | 4,543,038 | I | See footnote (2) |
| Common Shares | 09/06/2007 | S | <u>21,400</u> <sup>(1)</sup>  | D | \$ 26    | 4,521,638 | I | See footnote (2) |
| Common Shares | 09/06/2007 | S | <u>18,600</u> <sup>(1)</sup>  | D | \$ 26.01 | 4,503,038 | I | See footnote (2) |
| Common Shares | 09/06/2007 | S | <u>11,200</u> <sup>(1)</sup>  | D | \$ 26.02 | 4,491,838 | I | See footnote (2) |
| Common Shares | 09/07/2007 | S | <u>100,561</u> <sup>(1)</sup> | D | \$ 25    | 4,391,277 | I | See footnote (2) |
| Common Shares | 09/07/2007 | S | <u>166,739</u> <sup>(1)</sup> | D | \$ 25.01 | 4,224,538 | I | See footnote (2) |
| Common Shares | 09/07/2007 | S | <u>11,680</u> <sup>(1)</sup>  | D | \$ 25.02 | 4,212,858 | I | See footnote (2) |
| Common Shares | 09/07/2007 | S | <u>4,520</u> <sup>(1)</sup>   | D | \$ 25.03 | 4,208,338 | I | See footnote (2) |
| Common Shares | 09/07/2007 | S | <u>1,600</u> <sup>(1)</sup>   | D | \$ 25.04 | 4,206,738 | I | See footnote (2) |

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)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|---|--|---|---|--------------------------------------|--|--|---|---|--|

  

| Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|---------------------|--------------------|-------|--|
|---------------------|--------------------|-------|--|

  

| Code | V | (A) | (D) |
|------|---|-----|-----|
|------|---|-----|-----|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| DAVIDSON JAMES<br>2775 SAND HILL ROAD<br>SUITE 100<br>MENLO PARK, CA 94025 | X             |           |         |       |

## Signatures

/s/ Roberta S. Cohen for James A. Davidson 09/07/2007

\*\*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).

(1) Represents common shares, par value \$0.00001 per share (the "Common Shares"), of Seagate Technology (the "Issuer") owned by Silver Lake Partners Cayman, L.P., Silver Lake Investors Cayman, L.P., and Silver Lake Technology Investors Cayman, L.P. (collectively, the "Silver Lake Funds"). The shares reported hereby were sold by the Silver Lake Funds pursuant to a sales plan that they adopted on February 26, 2007 in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.

(2) The Reporting Person is a shareholder and a director of Silver Lake (Offshore) AIV G.P., Ltd., which is the general partner of each of Silver Lake Technology Associates Cayman, L.P. and Silver Lake Technology Investors Cayman, L.P. Silver Lake Technology Associates Cayman, L.P. is the general partner of each of Silver Lake Partners Cayman, L.P. and Silver Lake Investors Cayman, L.P. Because of his affiliation with the Silver Lake Funds, the Reporting Person may be deemed to have shared voting and dispositive power over the Issuer's Common Shares held by the Silver Lake Funds. The Reporting Person, however, disclaims beneficial ownership of any of the Issuer's Common Shares beneficially owned by the Silver Lake Funds, except to the extent of any pecuniary interest therein.

### Remarks:

Please note this is one of three related Form 4 reports.

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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