

Seagate Technology plc  
Form 8-K  
December 08, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**  
**The Securities Exchange Act of 1934**

Date of report (date of earliest event reported): **December 8, 2010**

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**SEAGATE TECHNOLOGY PUBLIC LIMITED COMPANY**

(Exact name of Registrant as specified in its charter)

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**Ireland**  
(State or other jurisdiction)

of incorporation)

**001-31560**  
(Commission File Number)

**98-0648577**  
(IRS Employer

Identification Number)

**Arthur Cox Building**

NA

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**Earlsfort Terrace**

**Dublin 2**

**Ireland**

(Address of principal executive office)

(Zip Code)

Registrant's telephone number, including area code: **(353) (1) 618-0517**

**NA**

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 Regulation FD Disclosure.**

The Company is furnishing the following information:

The Company is currently in discussions with a group of banks to establish a corporate credit facility of up to \$350 million. As currently proposed, the credit facility will be secured by a first priority lien on substantially all of the material assets of the company and its material subsidiaries and will contain customary financial and non-financial covenants. These discussions are ongoing, we have no commitments for such facility and there is no guarantee that any credit facility will be entered into. The loans made under any such facility will be used for general corporate and working capital purposes.

The information contained in this Item 7.01 is furnished but not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing. In furnishing this information, we make no admission as to the materiality of any information in this report that is required to be disclosed solely by reason of Regulation FD.

**Item 8.01 Other Events.**

On December 8, 2010, the Company issued a press release related to its offering of \$500 million of Senior Notes due 2018 to qualified institutional buyers pursuant to Rule 144A and in offshore transactions pursuant to Regulation S under the Securities Act of 1933, as amended. A copy of this press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

The following exhibit is attached to this Current Report on Form 8-K:

| <b>Exhibit No.</b> | <b>Description</b>  |
|--------------------|---|
| 99.1               | Press release, dated December 8, 2010, of Seagate Technology plc entitled "Seagate Technology Announces Offering of \$500 Million of Unsecured Senior Notes." |

**Cautionary Note Regarding Forward-Looking Statements**

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*This Current Report contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements include, but are not limited to, statements related to the proposed offering of the Notes and the anticipated use of proceeds therefrom. These forward-looking statements are based on information available to Seagate as of the date of this Current Report. Current expectations, forecasts and assumptions involve a number of risks, uncertainties, and other factors that could cause actual results to differ materially from those anticipated by these forward-looking statements. Such risks, uncertainties, and other factors may be beyond the Company's control. In particular, global economic conditions may pose a risk to the Company's operating and financial performance. Such risks and uncertainties also include the impact of variable demand; dependence on the Company's ability to successfully qualify, manufacture and sell its disk drive products in increasing volumes on a cost-effective basis and with acceptable quality, particularly the new disk drive products with lower cost structures; the impact of competitive product announcements; and the Company's ability to achieve projected cost savings. Information concerning risks, uncertainties and other factors that could cause results to differ materially from those projected in the forward-looking statements is contained in the Company's Quarterly Report on Form 10-Q as filed with the U.S. Securities and Exchange Commission (the SEC) on November 3, 2010 and Annual Report on Form 10-K and Form 10-K/A as filed with the SEC on August 20, 2010, and October 6, 2010, respectively, which statements are incorporated into this Current Report by reference. These forward-looking statements should not be relied upon as representing the Company's views as of any subsequent date and the Company undertakes no obligation to update forward-looking statements to reflect events or circumstances after the date they were made.*

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereto duly authorized.

SEAGATE TECHNOLOGY PUBLIC LIMITED COMPANY

By: /s/ PATRICK J. O MALLEY  
Name: Patrick J. O Malley  
Title: Executive Vice President and Chief Financial Officer

Date: December 8, 2010