

Whitmore Robert W  
Form 4  
February 02, 2006

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Whitmore Robert W

(Last) (First) (Middle)

920 DISC DRIVE, ATTN: STOCK  
PLAN ADMINISTRATION

(Street)

SCOTTS VALLEY, CA 95066

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

SEAGATE TECHNOLOGY [STX]

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

01/31/2006

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Sr. VP, Product Development

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>Shares                      | 01/31/2006                              |                                                             | M                                    |                                                                         | 50,000                                                                                                             | A                                                                       | \$ 10                                                             |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 186,604                                                           |
| Common<br>Shares                      | 01/31/2006                              |                                                             | S                                    |                                                                         | 50,000                                                                                                             | D                                                                       | \$ 26.1169                                                        |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 136,604                                                           |
| Common<br>Shares                      | 01/31/2006                              |                                                             | S                                    |                                                                         | 22,200                                                                                                             | D                                                                       | \$ 25.6983                                                        |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 114,404                                                           |

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

**Persons who respond to the collection of  
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SEC 1474  
(9-02)

number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>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.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                  |                            |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|------------------|----------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date Exercisable                                                    | Expiration<br>Date | Title            | Amount<br>Number<br>Shares |
| NQ<br>Stock<br>Option                               | \$ 5                                                                  | 01/31/2006                              |                                                             | M                                       |                                                                                                              | 50,000                                                         |     | 01/31/2006 <sup>(1)</sup>                                           | 01/31/2012         | Common<br>Shares | 50,000                     |
| NQ<br>Stock<br>Option                               | \$ 2.3                                                                |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 11/22/2001 <sup>(2)</sup>                                           | 07/24/2011         | Common<br>Shares | 4,433                      |
| NQ<br>Stock<br>Option                               | \$ 10                                                                 |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 09/16/2003 <sup>(3)</sup>                                           | 09/16/2012         | Common<br>Shares | 50,000                     |
| NQ<br>Stock<br>Option                               | \$ 10                                                                 |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 09/16/2006 <sup>(4)</sup>                                           | 09/16/2012         | Common<br>Shares | 150,000                    |
| NQ<br>Stock<br>Option                               | \$ 15.065                                                             |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 09/27/2006 <sup>(5)</sup>                                           | 09/27/2012         | Common<br>Shares | 100,000                    |

## Reporting Owners

| Reporting Owner Name / Address                                                                    | Relationships                    |
|---------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                   | Director 10% Owner Officer Other |
| Whitmore Robert W<br>920 DISC DRIVE<br>ATTN: STOCK PLAN ADMINISTRATION<br>SCOTTS VALLEY, CA 95066 | Sr. VP, Product Development      |

## Signatures

/S/ Roberta S. Cohen for Robert W.  
Whitmore

02/02/2006

\*\*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) Options granted to the Reporting Person under the Issuer's 2001 Share Option Plan are subject to a five-year vesting schedule. One fifth of the option shares will vest on January 31, 2006. The remaining option shares will vest on January 31, 2007.

(2) Options granted to the Reporting Person under the Issuer's 2001 Share Option Plan are subject to a four-year vesting schedule. One quarter of the option shares vested on November 22, 2001. The balance of the option shares vested proportionately each month over the 36 months following November 22, 2001.

(3) Options granted to the Reporting Person under the Issuer's 2001 Share Option Plan are subject to a four-year vesting schedule. One quarter of the option shares vested on September 16, 2003. The remaining option shares are vesting and will continue to vest proportionally each month over the 36 months following September 16, 2003.

(4) Options granted to the Reporting Person under the Issuer's 2001 Share Option Plan are subject to a five-year vesting schedule. One fifth of the option shares vested on September 16, 2006. The remaining option shares will vest on September 16, 2007.

(5) Options granted to the Reporting Person under the Issuer's 2004 Stock Compensation Plan are subject to a four-year vesting schedule. One quarter of the option shares will vest on September 27, 2006. The remaining option shares will vest proportionally each month over the 36 months following September 27, 2006.

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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