

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): May 21, 2025**

**SEAGATE TECHNOLOGY HOLDINGS PLC**  
(Exact name of registrant as specified in its charter)

**Ireland**  
(State or other jurisdiction of  
incorporation or organization)

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

**98-1597419**  
(I.R.S. Employer  
Identification Number)

**121 Woodlands Avenue 5**  
**Singapore**  
(Address of principal executive office)

**739009**  
(Zip Code)

**Registrant's telephone number, including area code: (65) 6018-2562**

**N/A**  
(Former name or former address, if changed since last report)

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))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of Each Class</b>	<b>Trading Symbol</b>	<b>Name of Each Exchange on Which Registered</b>
<b>Ordinary Shares, par value \$0.00001 per share</b>	<b>STX</b>	<b>The NASDAQ Global Select Market</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01 Other Events**

On May 21, 2025, the board of directors of Seagate Technology Holdings plc (the "Company") approved the repurchase of up to a total of \$5 billion of the Company's common stock under its existing share repurchase program. The Company may repurchase shares from time to time through open market purchases, in privately negotiated transactions or by other means, including accelerated share repurchase transactions or other structured repurchase transactions, block trades or pursuant to trading plans intended to comply with Rule 10b5-1 of the U.S. Securities Exchange Act of 1934, as amended. The actual timing and amount of future repurchases are subject to the Company's financial position, results of operations, available cash, cash flow, capital requirements, distributable reserves, and other factors deemed relevant by the Company. The share repurchase program does not have an expiration date and may be modified, suspended or terminated by the Company at any time without prior notice.

The Company is hosting an analyst and investor day today in New York City, both in-person and via webcast, where the Company will discuss this share repurchase approval and new financial targets through its fiscal year ending in 2028.

**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, hereunto duly authorized.

**SEAGATE TECHNOLOGY HOLDINGS PUBLIC LIMITED  
COMPANY**

Date: May 22, 2025

By: /s/ James C. Lee  
Name: James C. Lee  
Title: Senior Vice President, Chief Legal Officer, and Corporate Secretary