

Eaton Corp plc
Form 3
March 24, 2017

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Â CHERUVATATH
NANDAKUMAR

(Last) (First) (Middle)

1000 EATON BLVD.

(Street)

CLEVELAND, Â OH Â 44122

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
03/15/2017

3. Issuer Name **and** Ticker or Trading Symbol
Eaton Corp plc [ETN]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
See Remarks below

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Ordinary Shares

8,000

D

Â

Ordinary Shares

1,244.8 ⁽¹⁾

I

by trustee of ESP

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of

5. Ownership
Form of
Derivative

6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	02/24/2016 ⁽²⁾	Â ⁽³⁾	Ordinary Shares	446	\$ 0 ⁽⁴⁾	D	Â
Restricted Stock Units	02/23/2017 ⁽⁵⁾	Â ⁽³⁾	Ordinary Shares	2,248	\$ 0 ⁽⁴⁾	D	Â
Restricted Stock Units	02/21/2018 ⁽⁶⁾	Â ⁽³⁾	Ordinary Shares	2,450	\$ 0 ⁽⁴⁾	D	Â
Restricted Stock Units	02/23/2019 ⁽⁷⁾	Â ⁽³⁾	Ordinary Shares	4,305	\$ 0 ⁽⁴⁾	D	Â
Stock Option	02/26/2009 ⁽⁸⁾	02/26/2018	Ordinary Shares	10,000	\$ 41.565	D	Â
Stock Option	02/22/2012 ⁽⁹⁾	02/22/2021	Ordinary Shares	6,190	\$ 53.71	D	Â
Stock Option	02/21/2013 ⁽¹⁰⁾	02/21/2022	Ordinary Shares	6,400	\$ 51.94	D	Â
Stock Option	02/26/2014 ⁽¹¹⁾	02/26/2023	Ordinary Shares	7,000	\$ 59.56	D	Â
Stock Option	02/25/2015 ⁽¹²⁾	02/25/2024	Ordinary Shares	4,400	\$ 75.36	D	Â
Stock Option	02/24/2016 ⁽¹³⁾	02/24/2025	Ordinary Shares	6,000	\$ 71.72	D	Â
Stock Option	02/23/2017 ⁽¹⁴⁾	02/23/2026	Ordinary Shares	18,100	\$ 56.55	D	Â
Stock Option	02/21/2018 ⁽¹⁵⁾	02/21/2027	Ordinary Shares	12,350	\$ 71.89	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHERUVATATH NANDAKUMAR 1000 EATON BLVD. CLEVELAND, OH 44122	Â	Â	Â See Remarks below	Â

Signatures

/s/ Lizbeth L. Wright, as
Attorney-in-Fact

03/23/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These ordinary shares are held in the Eaton Savings Plan.
- (2) These restricted stock units were granted on February 24, 2015 and vest as follows: 33% on the first and second anniversary of the grant date and the remaining 34% on the third anniversary of the grant date.
- (3) This field is not applicable.
- (4) Each restricted stock unit represents a contingent right to receive one common share of the issuer.
- (5) These restricted stock units were granted on February 23, 2016 and vest as follows: 33% on the first and second anniversary of the grant date and the remaining 34% on the third anniversary of the grant date.
- (6) These restricted stock units were granted on February 21, 2017 and vest as follows: 33% on the first and second anniversary of the grant date and the remaining 34% on the third anniversary of the grant date.
- (7) These restricted stock units vest on the third anniversary of the grant date.
- (8) These options were granted on February 26, 2008, and are fully vested and exercisable.
- (9) These options were granted on February 22, 2011, and are fully vested and exercisable.
- (10) These options were granted on February 21, 2012, and are fully vested and exercisable.
- (11) These options were granted on February 26, 2013, and are fully vested and exercisable.
- (12) These options were granted on February 25, 2014, and are fully vested and exercisable.
- (13) These options were granted on February 24, 2015, and are exercisable as follows: 33% on the first and second anniversaries of the grant date and 34% on the third anniversary of the grant date.
- (14) These options were granted on February 23, 2016, and are exercisable as follows: 33% on the first and second anniversaries of the grant date and 34% on the third anniversary of the grant date.
- (15) These options were granted on February 21, 2017, and are exercisable as follows: 33% on the first and second anniversaries of the grant date and 34% on the third anniversary of the grant date.

Â

Remarks:

President,Â AerospaceÂ Group,Â ofÂ EatonÂ Corporation,Â aÂ subsidiaryÂ ofÂ theÂ Issuer.

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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