Form 4 February 25, 2016 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer whiat ta STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF											
FORM 4       OMB APPROVAL         UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB APPROVAL         Check this box if no longer       OMB APPROVAL         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF       Expires:											
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Check this box       Washington, D.C. 20549       Number:       3235-0287         Check this box       January 31,         if no longer       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF       Expires:       2005											
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Section 16. SECURITIES burden hours per											
Form 4 or response 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934											
obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section											
<i>See</i> Instruction 30(h) of the Investment Company Act of 1940											
1(b).											
(Print or Type Responses)											
1. Name and Address of Reporting Person <sup>*</sup> _ 2. Issuer Name <b>and</b> Ticker or Trading 5. Relationship of Reporting Person(s) to											
FEARON RICHARD H Symbol											
Eaton Corp plc [ETN]											
(Last) (First) (Middle) 3. Date of Earliest Transaction (Check all applicable)											
(Month/Day/Year) X Director 10% Owner											
1000 EATON BOULEVARD 02/23/2016 <u></u>											
See Remarks below.											
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check											
Filed(Month/Day/Year) Applicable Line)											
CLEVELAND, OH 44122 Form filed by More than One Reporting Person											
Person											
(City) (State) (Zip) <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>											
1.Title of2. Transaction Date2A. Deemed3.4. Securities Acquired5. Amount of6. Ownership7. Nature of											
Security(Month/Day/Year)Execution Date, ifTransaction(A) or Disposed of (D)SecuritiesForm: DirectIndirect(Instr. 3)anyCode(Instr. 3, 4 and 5)Beneficially(D) orBeneficial											
(Instr. 3)anyCode(Instr. 3, 4 and 5)Beneficially(D) orBeneficial(Month/Day/Year)(Instr. 8)OwnedIndirect (I)Ownership											
Following (Instr. 4) (Instr. 4)											
(A) Reported Transaction(s)											
Code V Amount (D) Price (Instr. 3 and 4)											
Ordinary 2 593											
Shares $02/24/2016$ M $(1)$ A \$ 0 270,092 D											
Ordinary 02/24/2016											
Shares $02/24/2016$ F $868 \frac{(2)}{55.92}$ D $55.92$ 269,224 D											

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

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

### Edgar Filing: Eaton Corp plc - Form 4

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sect (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ai or Ni of
Restricted Stock Units	\$ 0	02/24/2016		М		2,593 ( <u>3)</u>	<u>(4)</u>	(4)	Ordinary Shares	2
Restricted Stock Units	\$ 0	02/23/2016		А	14,785		(5)	(5)	Ordinary Shares	1
Stock Option	\$ 56.55	02/23/2016		А	79,700		02/23/2017 <u>(6)</u>	02/23/2026	Ordinary Shares	7

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FEARON RICHARD H 1000 EATON BOULEVARD CLEVELAND, OH 44122	Х		See Remarks below.				
Signatures							
/s/ Kathleen S. O'Connor, as Attorney-in-Fact		0.	2/25/2016				
**Signature of Reporting Persor	1		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) These ordinary shares were acquired upon the vesting and settlement of certain restricted stock units.
- (2) These ordinary shares were delivered to the Issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.
- (3) These restricted stock units were surrendered in exchange for ordinary shares of the Issuer.
- (4) This field is not applicable.
- (5) These restricted stock units vest as follows: 33% on the first and second anniversary of the date of the grant and the remaining 34% on the third anniversary of the date of the grant.
- (6) These options become exercisable as follows: 33% on the first and second anniversary of the date of the grant and the remaining 34% on the third anniversary of the date of the grant.

#### **Remarks:**

Vice Chairman and Chief Financial and Planning Officer of Eaton Corporation, a subsidiary of the Issuer

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.