Connor Christopher M Form 4 December 03, 2012

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue.

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

See Instruction

1(b).

(Print or	Type	Responses)
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1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Connor Christopher M Issuer Symbol Eaton Corp plc [ETN] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction X__ Director (Month/Day/Year) 10% Owner Other (specify Officer (give title EATON CENTER, 1111 SUPERIOR 11/30/2012 below) AVE. 4. If Amendment, Date Original (Street) 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting CLEVELAND, OH 44114 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

							10 o , — 	,	-,
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securiti	es Acq	uired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of			Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	and 5))	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			~		or	~ .	(Instr. 3 and 4)		
			Code V	Amount	(D)	Price			
Ordinary Shares	11/30/2012		A	12,650	A	<u>(1)</u>	12,650	D	

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

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SEC 1474

(9-02)

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

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	Title of rivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of orDerivative		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities	
Se	curity estr. 3)	or Exercise Price of Derivative Security	(any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and		
					Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount Number Shares	
	nantom nares	\$ 0	11/30/2012		A	68,665.22	(2)	(2)	Ordinary Shares	68,665	
	ock otion	\$ 37.505	11/30/2012		A	6,504	<u>(4)</u>	01/23/2017	Ordinary Shares	6,50	
	ock otion	\$ 37.21	11/30/2012		A	6,450	<u>(5)</u>	01/22/2018	Ordinary Shares	6,45	
	ock otion	\$ 38.54	11/30/2012		A	20,000	<u>(6)</u>	04/26/2016	Ordinary Shares	20,00	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Fg	Director	10% Owner	Officer	Other			
Connor Christopher M EATON CENTER 1111 SUPERIOR AVE. CLEVELAND, OH 44114	X						

Signatures

/s/ Elizabeth K. Riotte, as Attorney-in-Fact

**Signature of Reporting Person

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).

Date

Represents shares of Eaton Corporation plc ("New Eaton") acquired in connection with the merger of a wholly-owned subsidiary of New Eaton with and into Eaton Corporation ("Eaton"), with Eaton surviving the merger as a wholly-owned subsidiary of New Eaton (the

- (1) "Merger"), in exchange for common shares of Eaton. The Merger was consummated simultaneous with and conditioned on New Eaton's acquisition of Cooper Industries plc by means of a "scheme of arrangement", an Irish statutory procedure under the Companies Act of 1963. At the effective time of the Merger, each Eaton common share was cancelled and converted into the right to receive one New Eaton ordinary share.
- (2) This field is not applicable.
- (3) These phantom share units were received in the Merger in exchange for 22,618.9 Eaton phantom share units. These New Eaton phantom share units have the same terms and conditions as the original Eaton phantom share units.
- This option to purchase 6,504 New Eaton ordinary shares for \$37.505 per share, which is fully vested, was received in exchange for an option to purchase 6,504 Eaton common shares for \$37.505 per share. This New Eaton stock option has the same terms and conditions as the original Eaton stock option.

Reporting Owners 2

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- This option to purchase 6,450 New Eaton ordinary shares for \$37.21 per share, which is fully vested, was received in exchange for an option to purchase 6,450 Eaton common shares for \$37.21 per share. This New Eaton stock option has the same terms and conditions as the original Eaton stock option.
- This option to purchase 20,000 New Eaton ordinary shares for \$38.54 per share, which is fully vested, was received in exchange for an option to purchase 20,000 Eaton common shares for \$38.54 per share. This New Eaton stock option has the same terms and conditions as the original Eaton stock option.

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.