

WESTERN DIGITAL CORP
Form 4
June 20, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MOORE ROGER H/CA

2. Issuer Name and Ticker or Trading Symbol
WESTERN DIGITAL CORP
[WDC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/19/2008

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

C/O WESTERN DIGITAL CORPORATION, 20511 LAKE FOREST DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LAKE FOREST, CA 92630-7741

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/19/2008		M		10,000	A	\$ 7.91
Common Stock	06/19/2008		M		8,750	A	\$ 9.21
Common Stock	06/19/2008		M		10,000	A	\$ 11.61
Common Stock	06/19/2008		M		1,250	A	\$ 13.76
	06/19/2008		S		5,000	D	
							23,570
							32,320
							42,320
							43,570
							38,570

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Common Stock					\$				39.12
Common Stock	06/19/2008		S	5,000	D	\$ 39.1	33,570		D
Common Stock	06/19/2008		S	5,000	D	\$ 39.15	28,570		D
Common Stock	06/19/2008		S	5,000	D	\$ 39.17	23,570		D
Common Stock	06/19/2008		S	5,000	D	\$ 39	18,570		D
Common Stock	06/19/2008		S	5,000	D	\$ 39.05	13,570		D

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 7.91	06/19/2008		M	10,000	11/14/2003 ⁽¹⁾	11/14/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 9.21	06/19/2008		M	8,750	11/18/2005 ⁽²⁾	11/18/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 11.61	06/19/2008		M	10,000	11/20/2004 ⁽¹⁾	11/20/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.76	06/19/2008		M	1,250	11/17/2006 ⁽³⁾	11/17/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOORE ROGER H/CA C/O WESTERN DIGITAL CORPORATION 20511 LAKE FOREST DRIVE LAKE FOREST, CA 92630-7741	X			

Signatures

By: /s/ Sandra Garcia Attorney-in-Fact For: Roger H. Moore 06/20/2008

**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) The option vested 25% on the first anniversary of the grant date and 6.25% at the end of each three-month period thereafter.
The option vested 25% on the first anniversary of the grant date of 11/18/04, and an additional 6.25% vested at the end of each three-month period through 5/18/08. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 11/18/08.
- (2) The option vested 25% on the first anniversary of the grant date of 11/17/05, and an additional 6.25% vested at the end of each three-month period through 5/17/08. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 11/17/09.
- (3) The option vested 25% on the first anniversary of the grant date of 11/17/05, and an additional 6.25% vested at the end of each three-month period through 5/17/08. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 11/17/09.

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.