## SEC Form 4

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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

# OMB APPROVAL

L		3233-0201
	Estimated average burde	en
	hours per response:	0.5

1. Name and Addres BUKATY RA		1*	2. Issuer Name and Ticker or Trading Symbol WESTERN DIGITAL CORP [ WDC ]		tionship of Reporting Persor all applicable) Director	n(s) to Issuer 10% Owner			
(l. cot)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
(Last)	(First)	(Middle)	09/10/2009		Sr VP, Admin, Gen Cn	sl & Sectv			
C/O WESTERN	DIGITAL CORPO	ORATION	03/10/2003		or vr, ridinin, och on	of a beerly			
20511 LAKE FOREST DRIVE									
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)				Line)					
,	CA	00600 7741		X	Form filed by One Report	ing Person			
LAKE FOREST	CA	92630-7741			Form filed by More than C Person	One Reporting			
(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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	09/10/2009		S		17,595	D	<b>\$</b> 35.7138 <sup>(1)</sup>	63,493	D	
Common Stock <sup>(2)</sup>	09/10/2009		A		4,260	A	\$ <mark>0</mark>	67,753	D	

 

 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. Transa Code ( 8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$35.75	09/10/2009		A		11,475		09/10/2010 <sup>(3)</sup>	09/10/2016	Common Stock	11,475	\$0	11,475	D	

#### Explanation of Responses:

1. Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from a low of \$35.70 to a high of \$35.775. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.

2. Represents the grant of restricted stock units to the reporting person. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.

3. The option vests 25% on the first anniversary of the grant date and 6.25% at the end of each three-month period thereafter.

 By: /s/ Sandra Garcia Attorney 

 in-Fact For: Raymond M.
 09/11/2009

 Bukaty
 09/11/2009

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.