## 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).
	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 OMB Number

I	OMB Number:	3235-0287
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	hours per response:	0.5

	Iress of Reporting		2. Issuer Name <b>and</b> Ticker or Trading Symbol WESTERN DIGITAL CORP [ WDC ]		tionship of Reporting Pe all applicable) Director	10% Owner
(1 +)		() () -1 -11 - )	3. Date of Earliest Transaction (Month/Day/Year)	— X	Officer (give title below)	Other (specify below)
(Last)	(First)	(Middle)			EVP, Chief Legal (	Officer & Sec
C/O WESTER	RN DIGITAL C	ORPORATION	02/04/2020		E V P, Chiel Legal C	Sincer & Sec
5601 GREAT OAKS PARKWAY		VAY				
F			4. If Amendment, Date of Original Filed (Month/Day/Year)		ng (Check Applicable	
(Street)				Line)		
SAN JOSE	CA	95119		X	Form filed by One Rep	porting Person
	0/1	55115	_		Form filed by More that Person	an 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	2A. Deemed Execution Date.	3. Transaction		4. Securities Disposed Of			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
	(Month/Day/Year)	if any (Month/Day/Year)	Code (	de (Instr. 5)		Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	02/04/2020		M <sup>(1)</sup>		4,387	A	\$44.78	56,149	D	
Common Stock	02/04/2020		S <sup>(1)</sup>		4,387	D	\$ <mark>69</mark>	51,762	D	
Common Stock								9.1527	I	by Trust 401(K)

# 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)	\$44.78	02/04/2020		M <sup>(1)</sup>			4,387	08/03/2017 <sup>(2)</sup>	08/03/2023	Common Stock	4,387	\$0.0	8,773	D	

#### **Explanation of Responses:**

1. These transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 1, 2019.

2. The option vested 25% one year from the grant date of 8/3/2016, and an additional 6.25% vested at the end of each three-month period through 2/3/2020. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 8/3/2020.

#### Remarks:

The Reporting Person acquired 0.0663 shares of the Issuer's common stock under a reinvestment feature of the Issuer's 401(k) plan since his last filing. The reported indirect holdings are based on shares held under the Issuer's 401(k) plan as reported on February 3, 2020.

By: /s/ Sandra Garcia Attorney-02/04/2020

in-Fact For: Michael C. Ray

\*\* 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.