

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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:	3235-0287
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1. Name and Address of Reporting Person* SHAKEEL ARIE (Last) (First) (Middle) C/O WESTERN DIGITAL CORPORATION 20511 LAKE FOREST DRIVE (Street) LAKE FOREST CA 92630-7741 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol WESTERN DIGITAL CORP [WDC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 01/30/2006	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/30/2006		M		57,500	A	\$3.85	1,637,962	D	
Common Stock	01/30/2006		M		15,000	A	\$10.21	1,652,962	D	
Common Stock	01/30/2006		M		1,000	A	\$13.07	1,653,962	D	
Common Stock	01/30/2006		S		2,900	D	\$21.88	1,651,062	D	
Common Stock	01/30/2006		S		4,800	D	\$21.89	1,646,262	D	
Common Stock	01/30/2006		S		3,500	D	\$21.9	1,642,762	D	
Common Stock	01/30/2006		S		1,600	D	\$21.91	1,641,162	D	
Common Stock	01/30/2006		S		1,000	D	\$21.92	1,640,162	D	
Common Stock	01/30/2006		S		13,500	D	\$21.93	1,626,662	D	
Common Stock	01/30/2006		S		4,700	D	\$21.94	1,621,962	D	
Common Stock	01/30/2006		S		9,000	D	\$21.95	1,612,962	D	
Common Stock	01/30/2006		S		2,200	D	\$21.96	1,610,762	D	
Common Stock	01/30/2006		S		6,800	D	\$21.97	1,603,962	D	
Common Stock	01/30/2006		S		20,000	D	\$22	1,583,962	D	
Common Stock	01/31/2006		M		20,000	A	\$10.21	1,603,962	D	
Common Stock	01/31/2006		S		10,000	D	\$21.81	1,593,962	D	
Common Stock	01/31/2006		S		10,000	D	\$21.83	1,583,962	D	
Common Stock								5,030	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. 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 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					
Employee Stock Option (right to buy)	\$3.85	01/30/2006		M			57,500	03/23/2003 ⁽¹⁾	09/23/2012	Common Stock	\$0	0	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. 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 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)	\$10.21	01/30/2006		M			15,000	01/20/2006 ⁽²⁾	01/20/2015	Common Stock	15,000	\$0	156,875	D	
Employee Stock Option (right to buy)	\$10.21	01/31/2006		M			20,000	01/20/2006 ⁽²⁾	01/20/2015	Common Stock	20,000	\$0	136,875	D	
Employee Stock Option (right to buy)	\$13.07	01/30/2006		M			1,000	09/24/2004 ⁽³⁾	09/24/2013	Common Stock	1,000	\$0	191,000	D	

Explanation of Responses:

- The option vested 25% six months from the grant date, then in three equal installments on each anniversary of the grant date thereafter.
- A total of 62,500 shares vested one year from the grant date of 1/20/2005. The remaining shares subject to the option will vest in substantially equal installments at the end of each three-month period until fully vested on 10/20/2007.
- The option vested 25% one year from the grant date of 9/24/2003, and an additional 6.25% vested each three-month period through 12/24/2005. The remaining shares subject to the option will vest at 6.25% each three-month period until fully vested on 9/24/2007.

Remarks:

The reporting owner acquired 732,8971 shares of WDC common stock in an exempt transaction under the issuer's 401(k) plan since his last filing. The reported indirect holdings are based on shares held under the 401(k) plan as of January 30, 2006.

By: /s/ Sandra Garcia Attorney-
in-Fact For: Arif Shakeel 02/01/2006

** 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.

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