

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 24, 2022**

**Western Digital®**

**WESTERN DIGITAL CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-08703**  
(Commission  
File Number)

**33-0956711**  
(I.R.S. Employer  
Identification No.)

**5601 Great Oaks Parkway**  
**San Jose, California**  
(Address of Principal Executive Offices)

**95119**  
(Zip Code)

**(408) 717-6000**  
(Registrant's Telephone Number, Including Area Code)

**Not applicable**  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>Common Stock, \$.01 Par Value Per Share</b>	<b>WDC</b>	<b>The Nasdaq Stock Market LLC (Nasdaq Global Select Market)</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 24, 2022, the Board of Directors of Western Digital Corporation (the “Company”) unanimously appointed Wissam G. Jabre as Executive Vice President and Chief Financial Officer of the Company, to succeed Robert K. Eulau in that position effective the week of February 7, 2022. Mr. Jabre will also assume the role of principal financial officer from Mr. Eulau at that time.

Mr. Jabre, 52, served as Senior Vice President and Chief Financial Officer of Dialog Semiconductor PLC from March 2016 to August 2021, when it was acquired by Renesas Electronics Corporation. From October 2014 to March 2016, Mr. Jabre served as Corporate Vice President of Finance at Advanced Micro Devices, Inc. Prior to October 2014, Mr. Jabre held various finance positions of increasing responsibility at Freescale Semiconductors (now NXP Semiconductors), Motorola, Inc. and Schlumberger Ltd.

In connection with his appointment as the Company’s Executive Vice President and Chief Financial Officer, Mr. Jabre will receive an annual base salary of \$625,000 and a target bonus opportunity under the Company’s short-term incentive plan of 120% of annual base salary. Mr. Jabre will also receive a signing bonus of \$500,000, which is subject to repayment if Mr. Jabre’s employment is terminated before the one year anniversary of the commencement of his employment (unless the Company terminates Mr. Jabre’s employment without “Cause” as defined in the Company’s Executive Severance Plan).

Mr. Jabre will receive a sign-on restricted stock unit award with a grant date value of \$4,500,000, which will vest in substantially equal installments on each of the first three anniversaries of the grant date, subject to Mr. Jabre’s continued employment. Mr. Jabre will also be eligible to receive an annual equity award for fiscal year 2023 with a grant date value equal to approximately \$4,500,000. Starting in fiscal year 2024, Mr. Jabre’s annual equity awards target grant date value will equal 500% of his annual base salary. Mr. Jabre will also be eligible for reimbursement of qualifying relocation expenses in accordance with the Company’s executive relocation policy.

In accordance with the Company’s customary practice, the Company will enter into its standard form of indemnity agreement with Mr. Jabre, which agreement has previously been filed with the Securities and Exchange Commission. Mr. Jabre will also be eligible to participate in the Company’s Executive Severance Plan, Change in Control Plan and other benefit programs generally available to the Company’s executive officers.

There are no arrangements or understandings between Mr. Jabre and any other person pursuant to which Mr. Jabre was appointed to serve as the Company’s Executive Vice President and Chief Financial Officer. There are no family relationships between Mr. Jabre and any director or executive officer of the Company.

**Item 7.01 Regulation FD Disclosure.**

The Company issued a press release on January 27, 2022 announcing Mr. Jabre’s appointment as the Company’s Chief Financial Officer. The press release making this announcement is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 7.01, including Exhibit 99.1, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 [Press Release issued by Western Digital Corporation on January 27, 2022.](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)



**Western Digital Announces CFO Transition**

*Company Names Wissam Jabre as Executive Vice President and Chief Financial Officer*

SAN JOSE, Calif., — January 27, 2022 — Western Digital Corp. (Nasdaq: WDC) (“Western Digital” or the “Company”) today announced that Wissam Jabre will assume the role of Western Digital’s Executive Vice President and Chief Financial Officer effective the week of February 7, 2022. With over 20 years of experience in semiconductors and operations, Jabre was most recently Chief Financial Officer at Dialog Semiconductor.

“We’re thrilled for Wissam to join the Western Digital team. Not only is he a deeply experienced financial executive with strong semiconductor and international business experience, he also has technical expertise and shares our values of collaboration and innovation,” said David Goeckeler, Western Digital CEO. “I look forward to working alongside Wissam as we continue to capitalize on the strong demand for our products within the increasingly complex macro environment and am confident in our ability to balance investment for innovation and growth with operational efficiency to create sustainable, long-term shareholder value.”

Jabre will report directly to Goeckeler and lead Western Digital’s global finance organization including finance, accounting, financial reporting, tax, treasury, internal audit and investor relations.

“In a world where exciting new applications and intelligent devices continue to evolve and transform our daily lives, memory technologies and data storage solutions are critical in the underpinning infrastructure that powers all that’s possible for people and businesses,” said Jabre. “As a company known for its long history of innovation and technological advancements, Western Digital is strongly positioned to capitalize on this enormous growth opportunity. I look forward to working closely with David and the rest of the talented Western Digital team.”

Prior to joining Dialog Semiconductor in 2016, Jabre served as Corporate Vice President of Finance at Advanced Micro Devices. From 2004 to 2014, Jabre also held various finance positions during his 10-year tenure at Freescale Semiconductor, including Vice President and Chief Procurement Officer, Vice President of Global Pricing and Chief Financial Officer of the Networking & Multimedia Group. He holds a Bachelor of Engineering degree in Electrical Engineering from the American University of Beirut and an MBA from Columbia Business School, New York. Jabre is a CFA © charterholder.

Current CFO, Robert Eulau, will remain with the company during an advisory period to ensure a seamless transition.

“On behalf of the Western Digital team, I’d like to thank Bob for the impact he’s made on our business over the past several years,” added Goeckeler. “Bob played an instrumental role in many of our strategies to strengthen and focus the company, including moving to a business unit structure, implementing segment reporting and leading the company’s return to investment-grade status. I’m personally grateful for his partnership and I wish him all the best in his future endeavors.”

Western Digital today separately announced its second quarter 2022 financial results and will host an investment community conference call to discuss the results and the Company's business outlook for the fiscal third quarter of 2022 via live broadcast at 1:30 p.m. Pacific/4:30 p.m. Eastern. The live and archived conference call/webcast and the earnings presentation can be accessed online at [investor.wdc.com](https://investor.wdc.com).

### **About Western Digital**

Western Digital creates environments for data to thrive. As a leader in data infrastructure, the company is driving the innovation needed to help customers capture, preserve, access and transform an ever-increasing diversity of data. Everywhere data lives, from advanced data centers to mobile sensors to personal devices, our industry-leading solutions deliver the possibilities of data. Our data-centric solutions are comprised of the Western Digital®, G-Technology™, SanDisk®, and WD® brands.

### **Forward-Looking Statements**

This press release contains forward-looking statements within the meaning of federal securities laws, including statements regarding expectations for demand trends; market conditions and opportunities; and the Company's future financial and operational performance. These forward-looking statements are based on management's current expectations and are subject to risks and uncertainties that could cause actual results to differ materially from those expressed or implied in the forward-looking statements, including: future responses to and effects of the COVID-19 pandemic; volatility in global economic conditions; impact of business and market conditions; impact of competitive products and pricing; our development and introduction of products based on new technologies and expansion into new data storage markets; risks associated with cost saving initiatives, restructurings, acquisitions, divestitures, mergers, joint ventures and our strategic relationships; difficulties or delays in manufacturing or other supply chain disruptions; hiring and retention of key employees; our substantial level of debt and other financial obligations; changes to our relationships with key customers; disruptions in operations from cyberattacks or other system security risks; actions by competitors; risks associated with compliance with changing legal and regulatory requirements and the outcome of legal proceedings; and other risks and uncertainties listed in the Company's filings with the Securities and Exchange Commission (the "SEC"), including the Company's Form 10-K filed with the SEC on August 27, 2021, to which your attention is directed. You should not place undue reliance on these forward-looking statements, which speak only as of the date hereof, and the Company undertakes no obligation to update or revise these forward-looking statements to reflect new information or events, except as required by law.

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