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 3235-0287 OMB Number:

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] MURPHY JAMES J			2. Issuer Name and Ticker or Trading Symbol WESTERN DIGITAL CORP [WDC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify
(Last)(First)(Middle)C/O WESTERN DIGITAL CORPORATION3355 MICHELSON DRIVE, SUITE 100(Street)IRVINECA92612		ORPORATION	3. Date of Earliest Transaction (Month/Day/Year) 08/02/2012	EVP, WWS & Sales Ops
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

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

Table 1 - Non-Derivative Securities Acquired, Disposed of, of Derivitiany 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)			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)		(1150.4)		
Common Stock	08/02/2012		М		2,133	A	\$23.78	77,360	D			
Common Stock	08/02/2012		М		18,329	A	\$16.85	95,689	D			
Common Stock	08/02/2012		М		22,400	A	\$26.17	118,089	D			
Common Stock	08/02/2012		М		11,834	Α	\$35.75	129,923	D			
Common Stock	08/02/2012		S		54,696	D	\$40	75,227	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(cigi, puis, cuis, warans, 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)				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)	\$16.85	08/02/2012		М			18,329	02/04/2010 ⁽¹⁾	02/04/2016	Common Stock	18,329	\$0	15,430	D	
Employee Stock Option (right to buy)	\$23.78	08/02/2012		М			2,133	09/11/2009 ⁽²⁾	09/11/2015	Common Stock	2,133	\$0	2,133	D	
Employee Stock Option (right to buy)	\$26.17	08/02/2012		М			22,400	09/08/2011 ⁽³⁾	09/08/2017	Common Stock	22,400	\$0	28,800	D	
Employee Stock Option (right to buy)	\$35.75	08/02/2012		М			11,834	09/10/2010 ⁽⁴⁾	09/10/2016	Common Stock	11,834	\$0	5,379	D	

Explanation of Responses:

1. The option vested 25% one year from the grant date of 2/4/2009, and an additional 6.25% vested at the end of each three-month period through 5/4/2012. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 2/4/2013.

2. The option vested 25% one year from the grant date of 9/11/2008, and an additional 6.25% vested at the end of each three-month period through 6/11/2012. The remaining shares subject to the option will vest

at 6.25% at the end of each three-month period until fully vested on 9/11/2012.

3. The option vested 25% one year from the grant date of 9/8/2010, and an additional 6.25% vested at the end of each three-month period through 6/8/2012. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 9/8/2014.

4. The option vested 25% one year from the grant date of 9/10/2009, and an additional 6.25% vested at the end of each three-month period through 6/10/2012. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 9/10/2013.

> By: /s/ Sandra Garcia Attorney-08/06/2012 in-Fact For: James J. Murphy

> > Date

** Signature of Reporting Person

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.