

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): October 23, 2008

Western Digital Corporation

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

001-08703
(Commission File Number)

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

20511 Lake Forest Drive
Lake Forest, California
(Address of Principal Executive Offices)

92630
(Zip Code)

(949) 672-7000
(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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 240.425)
 - 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))
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Item 2.02 Results of Operations and Financial Condition.

On October 23, 2008, Western Digital Corporation (“Western Digital”) announced financial results for the first fiscal quarter ended September 26, 2008. A copy of the press release making this announcement is attached hereto as Exhibit 99.1 and is incorporated herein by reference. A copy of Western Digital’s Investor Information Summary for the fiscal quarter ended September 26, 2008 is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 2.02, including Exhibit 99.1 and Exhibit 99.2, 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 (the “Securities Act”), 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 October 23, 2008 announcing financial results for the first fiscal quarter ended September 26, 2008.
- 99.2 First Quarter Fiscal Year 2009 Western Digital Corporation Investor Information Summary.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Western Digital Corporation
(Registrant)

By: /s/ Raymond M. Bukaty _____

Raymond M. Bukaty
Senior Vice President, Administration,
General Counsel and Secretary

Date: October 23, 2008

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by Western Digital Corporation on October 23, 2008 announcing financial results for the first fiscal quarter ended September 26, 2008.
99.2	First Quarter Fiscal Year 2009 Western Digital Corporation Investor Information Summary.

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FOR IMMEDIATE RELEASE:**WD ANNOUNCES Q1 REVENUE OF \$2.1 BILLION AND
NET INCOME OF \$211 MILLION, OR 93 CENTS PER SHARE*****Strong Profitable Year-over-Year Growth Continues:
Revenue Up 19 Percent, Units 34 Percent and Net Income 206 Percent***

LAKE FOREST, Calif. — Oct. 23, 2008 — Western Digital Corp. (NYSE: WDC) today reported revenue of \$2.1 billion, on shipments of approximately 39.4 million units, with net income of \$211 million, or \$0.93 per share, for its fiscal first quarter ending September 26, 2008. The September quarter results represented strong year-over-year performance, including growth in revenue and unit shipments of 19 percent and 34 percent, respectively. In the year-ago quarter, the company reported revenue of \$1.8 billion, unit shipments of 29.4 million, and net income of \$69 million, or \$0.31 per share. Net income in the year-ago period was reduced by charges of \$60 million for taxes related to the license of intellectual property to subsidiaries and \$49 million for in-process research and development related to the acquisition of Komag.

The company shipped 14.6 million 2.5-inch drives for notebook PCs and external storage, representing a sequential quarterly increase of 25 percent, and 3.9 million 3.5-inch units for the PVR/DVR market in the first quarter, a 5 percent sequential decrease. On a year-over-year basis, these shipments increased by 147 percent and 5 percent, respectively. Branded product revenue of \$383 million was essentially flat with the June quarter and up 19 percent year-over-year. The company also continued to grow its shipments of enterprise-class Serial ATA drives and hard drives featuring its unique GreenPower™ technology into the desktop, enterprise and consumer electronics markets.

The company generated \$301 million in cash from operations during the September quarter, ending with total cash and cash equivalents of \$1.2 billion.

John Coyne, WD president and chief executive officer, stated: “By presenting customers with a compelling product set, being selective in market and product mix, being responsive with availability and maintaining our focus on quality, efficiency, cost and execution, we have again demonstrated the strength of the WD business model and the WD team. This proven and disciplined approach has repeatedly produced strong, profitable growth.”

Reflecting its ongoing targeted R&D investment over the last several years, the company commenced shipment of several new products during the first quarter, including:

- The WD Scorpio® Blue™ 2.5-inch hard drive family with capacities up to 500 GB, extending WD’s industry leadership in areal density for standard form factor notebook hard drives;
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- The 500 GB 2.5-inch My Passport™ portable USB drives for easy to use, portable storage of music, videos, photos and data files;
- The second-generation WD Caviar® Green™ hard drives with significantly improved power, efficiency and performance;
- The WD ShareSpace™ high-speed network storage system that provides up to 4 TB of cost-effective, centralized storage for small office and home networks;
- An expanded enterprise product line with the addition of high-capacity, high-performance WD RE 3 750 GB and 1 TB 3.5-inch SATA hard drives; and
- The new backplane-compatible WD VelociRaptor™ hard drive, in both 3.5-inch and 2.5-inch form factors, the latest generation of the company's 10,000 RPM SATA WD VelociRaptor™ series.

The investment community conference call to discuss these results and the company's outlook will be broadcast live over the Internet today at 2 p.m. PDT/5 p.m. EDT. The call will be accessible live and on an archived basis via the link below:

Audio Webcast: www.westerndigital.com/investor
Click on "Conference Calls"

Telephone Replay: 866-517-3736 (toll-free)
+1-203-369-2047 (international)

About WD

WD, one of the storage industry's pioneers and long-time leaders, provides products and services for people and organizations that collect, manage and use digital information. The company produces reliable, high-performance hard drives that keep users' data accessible and secure from loss. WD applies its storage expertise to consumer products for external, portable and shared storage applications.

WD was founded in 1970. The company's storage products are marketed to leading systems manufacturers, selected resellers and retailers under the Western Digital and WD brand names. Visit the Investor section of the company's Web site (www.westerndigital.com) to access a variety of financial and investor information.

This press release contains forward-looking statements concerning the strength of WD's business model and team, WD's ongoing targeted research and development investment and WD's industry leadership in areal density for 2.5-inch hard drives. These forward-looking statements are based on WD's current expectations and are subject to risks and uncertainties that could cause actual results to differ materially from those expressed in the forward-looking statements, including: the impact of current negative global economic conditions; supply and demand conditions in the hard drive industry; actions by competitors; unexpected advances in competing technologies; uncertainties related to the development and introduction of products based on new technologies and expansion into new hard drive markets; business conditions and growth in the various hard drive markets; pricing trends and fluctuations in average selling prices; changes in the availability and cost of commodity materials and specialized product components that WD does not make internally; negative impacts of the conditions in the global credit markets on WD's investment portfolio; and other risks and uncertainties listed in WD's recent Form 10-K filed with the SEC on August 20, 2008, to which your attention is directed. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof, and WD undertakes no obligation to update these forward-looking statements to reflect subsequent events or circumstances.

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Western Digital, WD, and the WD logo are registered trademarks of Western Digital Technologies, Inc. in the U.S. and other countries. As used for storage capacity, one gigabyte (GB) = one billion bytes, and one terabyte (TB) = one trillion bytes. Total accessible capacity varies depending on operating environment.

WESTERN DIGITAL CORPORATION
CONDENSED CONSOLIDATED BALANCE SHEETS
(in millions; unaudited)

	<u>Sept. 26, 2008</u>	<u>Jun. 27, 2008</u>
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 1,213	\$ 1,104
Short-term investments	2	3
Accounts receivable, net	1,082	1,010
Inventories	477	456
Other	174	158
Total current assets	2,948	2,731
Property and equipment, net	1,674	1,668
Goodwill	116	116
Other intangibles, net	78	81
Other assets	276	279
Total assets	<u>\$ 5,092</u>	<u>\$ 4,875</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 1,215	\$ 1,181
Accrued expenses	243	266
Accrued warranty	93	90
Current portion of long-term debt	45	27
Total current liabilities	1,596	1,564
Long-term debt	462	482
Other liabilities	147	133
Total liabilities	2,205	2,179
Shareholders' equity	2,887	2,696
Total liabilities and shareholders' equity	<u>\$ 5,092</u>	<u>\$ 4,875</u>

WESTERN DIGITAL CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(in millions, except per share amounts)
(unaudited)

	Three Months Ended	
	Sept. 26, 2008	Sept. 28, 2007
Revenue, net	\$ 2,109	\$ 1,766
Cost of revenue	1,685	1,443
Gross margin	424	323
Operating expenses:		
Research and development	133	91
Selling, general and administrative	57	48
Acquired in-process research and development	—	49
Total operating expenses	190	188
Operating income	234	135
Net interest and other	(4)	3
Income before income taxes	230	138
Income tax provision	19	69
Net income	\$ 211	\$ 69
Net income per common share:		
Basic	\$ 0.95	\$ 0.31
Diluted	\$ 0.93	\$ 0.31
Common shares used in computing per share amounts:		
Basic	222	219
Diluted	226	224

WESTERN DIGITAL CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(in millions; unaudited)

	Three Months Ended	
	Sept. 26, 2008	Sept. 28, 2007
Cash flows from operating activities		
Net income	\$ 211	\$ 69
Adjustments to reconcile net income to net cash provided by operations:		
Depreciation and amortization	117	78
In-process research and development	—	49
Deferred income taxes	—	60
Stock-based compensation	10	8
Loss on investments	3	—
Changes in operating assets and liabilities	(40)	(45)
Net cash provided by operating activities	<u>301</u>	<u>219</u>
Cash flows from investing activities		
Acquisitions, net of cash acquired	—	(911)
Capital expenditures	(162)	(163)
Investments, net	1	65
Net cash used in investing activities	<u>(161)</u>	<u>(1,009)</u>
Cash flows from financing activities		
Acquisition-related debt, net	—	750
Issuance of common stock under employee plans, net	(1)	10
Repurchases of common stock	(36)	(16)
Tax benefit from employee stock plans	8	—
Repayment of long-term debt	(2)	(3)
Net cash provided by (used in) financing activities	<u>(31)</u>	<u>741</u>
Net increase (decrease) in cash and cash equivalents	109	(49)
Cash and cash equivalents, beginning of period	1,104	700
Cash and cash equivalents, end of period	<u>\$ 1,213</u>	<u>\$ 651</u>

WESTERN DIGITAL CORPORATION
 INVESTOR INFORMATION SUMMARY
 Q1 FY2009 (All amounts in millions, except ASPs and headcount)

	Q1 FY08	Q2 FY08	Q3 FY08	Q4 FY08	Q1 FY09
HARD DRIVE UNITS:	29.4	34.2	34.5	35.2	39.4
REVENUE¹:	\$1,766	\$2,204	\$2,111	\$1,993	\$2,109
HARD DRIVE AVERAGE SELLING PRICE:	\$59	\$61	\$59	\$56	\$53
GROSS MARGIN %:	18.3%	23.3%	22.6%	21.3%	20.1%
REVENUE BY CHANNEL (HDD ONLY):					
OEM	50%	48%	50%	57%	56%
DISTRIBUTORS	31%	34%	34%	24%	26%
RETAIL	19%	18%	16%	19%	18%
REVENUE BY GEOGRAPHY (HDD ONLY):					
AMERICAS	34%	32%	28%	29%	23%
EUROPE	33%	32%	31%	25%	29%
ASIA	33%	36%	41%	46%	48%
REVENUE CONCENTRATION (HDD ONLY):					
10 LARGEST CUSTOMERS	46%	47%	48%	53%	51%
WORLDWIDE HEADCOUNT:	41,263	42,534	41,876	50,072	51,409
CASH RELATED INFORMATION:					
CASH FLOW FROM OPERATIONS	\$219	\$519	\$431	\$230	\$301
CAPITAL EXPENDITURES	\$163	\$169	\$137	\$146	\$162
DEPRECIATION AND AMORTIZATION	\$78	\$111	\$111	\$113	\$117
DAYS SALES OUTSTANDING	51	45	44	46	47
INVENTORY METRICS:					
RAW MATERIALS	\$165	\$171	\$153	\$144	\$129
WORK IN PROCESS	145	131	131	145	168
FINISHED GOODS	<u>151</u>	<u>157</u>	<u>171</u>	<u>167</u>	<u>180</u>
TOTAL INVENTORY, NET	\$461	\$459	\$455	\$456	\$477
INVENTORY TURNS	13	15	14	14	14

¹ Revenue includes external sales of media and substrates of \$40 million in Q1'08, \$120 million in Q2'08, \$89 million in Q3'08; beginning Q4'08, external sales of media and substrates are no longer reported separately.