

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): June 14, 2001 (June 13, 2001)

WESTERN DIGITAL CORPORATION  
(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

001-08703  
(Commission  
File Number)

33-0956711  
(IRS Employer  
Identification No.)

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

92630  
(Zip Code)

Registrant's telephone number, including area code:

(949) 672-7000

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

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[Item 5. Other Events.](#)  
[SIGNATURE](#)

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INFORMATION TO BE INCLUDED IN THE REPORT

**Item 5. Other Events.**

On June 13, 2001 the Registrant consummated the sale of 9,000,000 shares of its common stock in a private sale valued at \$37.8 million to an existing large institutional beneficial owner of the Registrant's common stock. The purchase was made by the institutional investor on behalf of its clients.

Following this sale, the total number of shares of common stock of the Registrant outstanding was 186,320,770.

**SIGNATURE**

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

Date: June 13, 2001

**WESTERN DIGITAL CORPORATION**

By: /s/ Michael A. Cornelius

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Michael A. Cornelius  
Vice President, Law and  
Administration and Secretary