

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>MILLIGAN STEPHEN D</u> _____ (Last) (First) (Middle) <u>C/O WESTERN DIGITAL CORPORATION</u> <u>3355 MICHELSON DRIVE, SUITE 100</u> _____ (Street) <u>IRVINE CA 92612</u> _____ (City) (State) (Zip)			<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>WESTERN DIGITAL CORP [ WDC ]</u>			<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>President &amp; CEO</b></p>		
			<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>03/19/2015</u>					
			<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>			<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

**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	03/19/2015		M <sup>(1)</sup>		6,164	A	\$43.11	144,372	D	
Common Stock	03/19/2015		M <sup>(1)</sup>		7,712	A	\$38.19	152,084	D	
Common Stock	03/19/2015		S <sup>(1)</sup>		13,876	D	\$98.6707 <sup>(2)</sup>	138,208	D	
Common Stock	03/19/2015		M		789 <sup>(3)</sup>	A	\$0.0	138,997	D	
Common Stock	03/19/2015		F		9,049 <sup>(4)</sup>	D	\$99.3	129,948	D	
Common Stock	03/20/2015		S <sup>(5)</sup>		7,504	D	\$99.7892 <sup>(6)</sup>	122,444	D	
Common Stock	03/20/2015		S <sup>(5)</sup>		10,782	D	\$100.4369 <sup>(7)</sup>	111,662	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				
Dividend Equivalent Rights	(8)	03/19/2015		M		789.9383		(8)	(8)	Common Stock	789.9383	\$0.0	4,607.9676	D	
Employee Stock Option (right to buy)	\$38.19	03/19/2015		M <sup>(1)</sup>		7,712		03/19/2013 <sup>(9)</sup>	03/19/2019	Common Stock	7,712	\$0.0	30,850	D	
Employee Stock Option (right to buy)	\$43.11	03/19/2015		M <sup>(1)</sup>		6,164		09/06/2013 <sup>(10)</sup>	09/16/2019	Common Stock	6,164	\$0.0	36,981	D	

**Explanation of Responses:**

- These transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2014.
- Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from a low of \$98.16 to a high of \$99.10. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- The dividend equivalents were converted into, and paid in the form of, shares of the issuer's common stock on a one-for-one basis in connection with the vesting of restricted stock units to which the dividend equivalents relate. A cash amount equal to \$93.17 was also paid to the holder to settle a fractional dividend equivalent of 0.9383.
- Payment of tax obligation by withholding securities incident to the vesting of securities in accordance with Rule 16b-3(e).
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2014.
- Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from a low of \$99.15 to a high of \$100.14. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from a low of \$100.15 to a high of \$101.02. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- The dividend equivalent rights accrued on previously awarded restricted stock units (RSUs) which vest proportionately with the RSUs to which they relate. Each dividend equivalent right represents a contingent right to receive one share of the Issuer's common stock or the cash value thereof.
- The option vested 25% one year from the grant date of 3/19/2012, and an additional 6.25% vested at the end of each three-month period through 3/19/2015. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 3/19/2016.
- The option vested 25% one year from the grant date of 9/6/2012, and an additional 6.25% vested at the end of each three-month period through 3/6/2015. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 9/6/2016.

By: /s/ Van Huynh Attorney-in-Fact For: Stephen D. Milligan 03/23/2015

\*\* 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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