

WESTERN DIGITAL CORP  
Form 4  
June 18, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KIMSEY WILLIAM L**

(Last) (First) (Middle)

**C/O WESTERN DIGITAL CORPORATION, 3355 MICHELSON DRIVE, SUITE 100**

(Street)

**IRVINE, CA 92612**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**WESTERN DIGITAL CORP [WDC]**

3. Date of Earliest Transaction (Month/Day/Year)  
**06/17/2014**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	06/17/2014		M			1,063	A	\$ 32.99	21,455	D	
Common Stock	06/17/2014		M			7,214	A	\$ 25.79	28,669	D	
Common Stock	06/17/2014		S			8,277	D	\$ 92	20,392	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not**

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

**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 Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 25.79	06/17/2014		M	7,214	11/10/2012 <sup>(1)</sup> 11/10/2018	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.99	06/17/2014		M	1,063	11/11/2011 <sup>(2)</sup> 11/11/2017	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIMSEY WILLIAM L C/O WESTERN DIGITAL CORPORATION 3355 MICHELSON DRIVE, SUITE 100 IRVINE, CA 92612	X			

## Signatures

By: /s/ Sandra Garcia Attorney-in-Fact For: William L. Kimsey 06/18/2014

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) The option vested 25% one year from the grant date of 11/10/2011, and an additional 6.25% vested at the end of the three-month period on 5/10/2014. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 11/10/2015.
- (2) The option vested 25% one year from the grant date of 11/11/2010, and an additional 6.25% vested at the end of each three-month period through 5/11/2014. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested

Edgar Filing: WESTERN DIGITAL CORP - Form 4

on 11/11/2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.