

WESTERN DIGITAL CORP
Form 4
March 05, 2015

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

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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 *
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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/04/2015

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
President, WD Subsidiary

C/O WESTERN DIGITAL CORPORATION, 3355 MICHELSON DRIVE, SUITE 100
(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

IRVINE, CA 92612

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/04/2015		M		3,018 A \$ 29.6	D	
Common Stock	03/04/2015		M		2,765 A \$ 38.63	D	
Common Stock	03/04/2015		M		3,480 A \$ 43.11	D	
Common Stock	03/04/2015		M		2,161 A \$ 68.49	D	
	03/04/2015		M		1,400 A	D	

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Common Stock					\$					72.44
Common Stock	03/04/2015		S	12,824	D	\$ 105	52,349			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 required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 29.6	03/04/2015		M	3,018	09/14/2012 ⁽¹⁾ 09/14/2018	Common Stock	3,018	
Employee Stock Option (right to buy)	\$ 38.63	03/04/2015		M	2,765	05/16/2013 ⁽²⁾ 05/16/2019	Common Stock	2,765	
Employee Stock Option (right to buy)	\$ 43.11	03/04/2015		M	3,480	09/06/2013 ⁽³⁾ 09/06/2019	Common Stock	3,480	
Employee Stock Option (right to buy)	\$ 68.49	03/04/2015		M	2,161	08/14/2014 ⁽⁴⁾ 08/14/2020	Common Stock	2,161	
	\$ 72.44	03/04/2015		M	1,400	08/14/2014 ⁽⁵⁾ 11/13/2020		1,400	

