LONG MARK P Form 4 August 24, 2017

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

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January 31, 2005

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response...

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

(Last)

(City)

Common

Common

Stock

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LONG MARK P

(First)

(State)

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

WESTERN DIGITAL CORP [WDC]

08/23/2017

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Pres WD Capital, CSO & CFO

3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below)

C/O WESTERN DIGITAL CORPORATION, 5601 GREAT OAKS PARKWAY

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

SAN JOSE, CA 95119

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Transaction(A) or Disposed of (D) Security (Month/Day/Year) Execution Date, if Securities Ownership Indirect

(Instr. 3) (Month/Day/Year)

Code (Instr. 3, 4 and 5) (Instr. 8)

Beneficially Owned Following Reported Transaction(s)

Form: Direct Beneficial (D) or Ownership (Instr. 4) Indirect (I) (Instr. 4)

SEC 1474

(9-02)

(A) or (Instr. 3 and 4) Code V Amount (D) Price

 $M^{(1)}$ 88,207 D 08/23/2017 1,517 68.49

08/23/2017 Stock

 $S^{(1)}$ 1.517 86,690

D

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

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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. Transactio Code (Instr. 8)	5. Number tiomf 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Employee Stock Option (right to buy)	\$ 68.49	08/23/2017		M <u>(1)</u>		1,517	08/14/2014(2)	08/14/2020	Common Stock	1,517

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LONG MARK P C/O WESTERN DIGITAL CORPORATION 5601 GREAT OAKS PARKWAY SAN JOSE, CA 95119

Pres WD Capital, CSO & CFO

Signatures

By: /s/ Sandra Garcia Attorney-in-Fact For: Mark Long 08/24/2017

**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) These transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 16, 2017.
- (2) The option vested 25% on the first anniversary of the grant date and 6.25% at the end of each three-month period thereafter.

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.

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