

Sivaram Srinivasan  
Form 4  
May 30, 2018

**FORM 4**

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

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

## OMB APPROVAL

OMB  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Sivaram Srinivasan

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)  
C/O WESTERN DIGITAL  
CORPORATION, 5601 GREAT  
OAKS PARKWAY

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/29/2018

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
EVP, Memory Technology

(Street)  
SAN JOSE, CA 95119

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  
Person

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	05/29/2018		M <sup>(1)</sup>		25,362	A	\$ 44.78	110,910.498	D
Common Stock	05/29/2018		M <sup>(1)</sup>		6,322	A	\$ 30.2	117,232.498	D
Common Stock	05/29/2018		M <sup>(1)</sup>		12,139	A	\$ 36.87	129,371.498	D
Common Stock	05/29/2018		M <sup>(1)</sup>		18,968	A	\$ 40.63	148,339.498	D
	05/29/2018		S <sup>(1)</sup>		2,700	D		145,639.498	D

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Common Stock					\$ 86.7548 (2)			
Common Stock	05/29/2018		S(1)	61,179	D	\$ 86.3415 (3)	84,460.498	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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 30.2	05/29/2018		M <sup>(1)</sup>		6,322		06/28/2016 <sup>(4)</sup>	06/27/2020	Common Stock	6,322
Employee Stock Option (right to buy)	\$ 36.87	05/29/2018		M <sup>(1)</sup>		12,139		05/18/2016 <sup>(5)</sup>	02/17/2021	Common Stock	12,139
Employee Stock Option (right to buy)	\$ 40.63	05/29/2018		M <sup>(1)</sup>		18,968		05/17/2016 <sup>(6)</sup>	02/16/2022	Common Stock	18,968
Employee Stock Option (right to buy)	\$ 44.78	05/29/2018		M <sup>(1)</sup>		25,362		08/03/2017 <sup>(7)</sup>	08/03/2023	Common Stock	25,362

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sivaram Srinivasan C/O WESTERN DIGITAL CORPORATION 5601 GREAT OAKS PARKWAY SAN JOSE, CA 95119			EVP, Memory Technology	

## Signatures

By: /s/ Sandra Garcia Attorney-in-Fact For: Srinivasan  
Sivaram

05/30/2018

\_\_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 2, 2017, as amended on February 26, 2018.

- (2) Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from a low of \$86.695 to a high of \$86.90. 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.

- (3) Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from a low of \$85.695 to a high of \$86.69. 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.

- (4) The option vests in substantially equal installments at the end of each three-month period through June 28, 2017. The first installment became exercisable on June 28, 2016.

- (5) The option vests in substantially equal installments at the end of each three-month period through February 18, 2018. The first installment became exercisable on May 18, 2016.

- (6) The option vests in substantially equal installments at the end of each three-month period through February 17, 2019. The first installment became exercisable on May 17, 2016.

- (7) The option vested 25% one year from the grant date of 8/3/2016, and an additional 6.25% vested at the end of each three-month period through 5/3/2018. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 8/3/2020.

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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