

Robertson Donald F Jr
 Form 3
 February 20, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Â Robertson Donald F Jr (Last) (First) (Middle) C/O WESTERN DIGITAL CORPORATION,Â 5601 GREAT OAKS PARKWAY (Street) SAN JOSE,Â CAÂ 95119 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 02/14/2019 | 3. Issuer Name and Ticker or Trading Symbol WESTERN DIGITAL CORP [WDC] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP, Finance & CAO | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <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 Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 30,323.574 ⁽¹⁾ | D | Â |
| Common Stock | 14 | I | by IRA |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------------|---------------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Dividend Equivalent Rights | Â (2) | Â (2) | Common Stock | 1,269.9083 | \$ (2) | D | Â |
| Employee Stock Option (right to buy) | 11/18/2017 ⁽³⁾ | 02/17/2021 | Common Stock | 2,845 | \$ 36.87 | D | Â |
| Employee Stock Option (right to buy) | 11/17/2017 ⁽⁴⁾ | 02/16/2022 | Common Stock | 7,398 | \$ 40.63 | D | Â |
| Employee Stock Option (right to buy) | 11/03/2017 ⁽⁵⁾ | 08/03/2023 | Common Stock | 8,613 | \$ 44.78 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Robertson Donald F Jr C/O WESTERN DIGITAL CORPORATION 5601 GREAT OAKS PARKWAY SAN JOSE, CA 95119 | Â | Â | Â VP, Finance & CAO | Â |

Signatures

By: /s/ Sandra Garcia Attorney-in-Fact For: Donald F. Robertson

02/20/2019

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 27,635 unvested awards of restricted stock units (RSUs). Each RSU represents a contingent right to receive one share of the Issuer's common stock.
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.
- (3) The option vested in substantially equal installments at the end of each three-month period through February 18, 2018. The first installment became exercisable on November 18, 2017.
- (4) The option vested in substantially equal installments at the end of each three-month period through February 17, 2019. The first installment became exercisable on November 17, 2017.
- (5) The option vests in substantially equal installments at the end of each three-month period through August 3, 2020. The first installment became exercisable on November 3, 2017.

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Remarks:

ExhibitÂ List:

ExhibitÂ 24Â -Â Power-of-Attorney

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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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