NICKL WOLFGANG U.

Form 3

August 23, 2010

## 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 \*

NICKL WOLFGANG U.

(Last)

(First)

(Middle)

08/16/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

WESTERN DIGITAL CORP [WDC]

C/O WESTERN DIGITAL CORPORATION, Â 20511

LAKE FOREST DRIVE

(Street)

Statement

(Month/Day/Year)

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

Director \_X\_ Officer

10% Owner Other

(give title below) (specify below) SVP & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

LAKE

FOREST, Â CAÂ 92630-7741

(State)

(City)

(Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned (Instr. 4)

3. Ownership Form:

Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

D

SEC 1473 (7-02)

Â

1. Title of Security

Common Stock

24,501

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

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currently valid OMB control number.

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 (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	02/04/2010(1)	02/04/2016	Common Stock	28,007	\$ 16.85	D	Â
Employee Stock Option (right to buy)	11/08/2007(2)	11/08/2016	Common Stock	2,130	\$ 19.4	D	Â
Employee Stock Option (right to buy)	09/12/2008(3)	09/12/2014	Common Stock	5,920	\$ 23.46	D	Â
Employee Stock Option (right to buy)	09/11/2009(4)	09/11/2015	Common Stock	7,849	\$ 23.78	D	Â
Employee Stock Option (right to buy)	02/17/2007(5)	02/17/2016	Common Stock	3,015	\$ 24.18	D	Â
Employee Stock Option (right to buy)	02/06/2009(6)	02/06/2015	Common Stock	7,429	\$ 28.09	D	Â
Employee Stock Option (right to buy)	09/10/2010(7)	09/10/2016	Common Stock	9,295	\$ 35.75	D	Â
Employee Stock Option (right to buy)	11/11/2010(7)	11/11/2016	Common Stock	5,969	\$ 38.53	D	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b></b>	Director	10% Owner	Officer	Other	
NICKL WOLFGANG U. C/O WESTERN DIGITAL CORPORATION 20511 LAKE FOREST DRIVE	Â	Â	SVP & CFO	Â	
LAKE FOREST, CA 92630-7741					

# **Signatures**

By: /s/ Sandra Garcia Attorney-in-Fact For: Wolfgang U.
Nickl 08/23/2010

\*\*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).
- The option vested 25% one year from the grant date of February 4, 2009, and an additional 6.25% vested at the end of each three-month (1) period through August 4, 2010. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on February 4, 2013.
- (2) The option vested 25% one year from the grant date of November 8, 2006, and an additional 6.25% vested at the end of each three-month period through August 8, 2010. The remaining shares subject to the option will vest in full on November 8, 2010.
- (3) The option vested 25% one year from the grant date of September 12, 2007, and an additional 6.25% vested at the end of each three-month period through June 12, 2010. The remaining shares subject to the option will vest at 6.25% at the end of each three-month

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period until fully vested on September 12, 2011.

- The option vested 25% one year from the grant date of September 11, 2008, and an additional 6.25% vested at the end of each
- (4) three-month period through June 11, 2010. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on September 11, 2012.
- (5) The option vested 25% on the first anniversary of the grant date and 6.25% at the end of each three-month period thereafter.
  - The option vested 25% one year from the grant date of February 6, 2008, and an additional 6.25% vested at the end of each three-month
- (6) period through August 6, 2010. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on February 6, 2012.
- (7) The option vests 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.