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WESTERN DIGITAL CORP

Form 3

November 16, 2015

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

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement WESTERN DIGITAL CORP [WDC] **CAMPBELL STEVEN** (Month/Day/Year) 11/03/2015 **GLENN** 4. Relationship of Reporting (Last) (First) (Middle) 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O WESTERN DIGITAL (Check all applicable) CORPORATION. 3355 MICHELSON DRIVE SUITE Director 10% Owner 100 X_ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group **EVP & Chief Technology Officer** Filing(Check Applicable Line) _X_ Form filed by One Reporting Person IRVINE. CAÂ 92612 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities 3. (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 34,646 (1) D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

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

information contained in this form are not required to respond unless the form displays a

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1. Title of Derivative 2. Date Exercisable and 3. Title and Amount of Security 4. 5. 6. Nature of Security Conversion Date Securities Underlying Conversion Ownership Indirect Beneficial

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(Instr. 4)	(Month/Day/Year)		Derivative Se (Instr. 4)	ecurity	or Exercise Form of Price of Derivative		Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Dividend Equivalent Rights	(2)	(2)	Common Stock	337.1205	\$ (2)	D	Â
Employee Stock Option (right to buy)	05/16/2013(3)	05/16/2019	Common Stock	15,153	\$ 38.63	D	Â
Employee Stock Option (right to buy)	09/06/2013(4)	09/06/2019	Common Stock	28,005	\$ 43.11	D	Â
Employee Stock Option (right to buy)	08/14/2014(5)	08/14/2020	Common Stock	23,496	\$ 68.49	D	Â
Employee Stock Option (right to buy)	09/11/2015(6)	09/11/2021	Common Stock	15,642	\$ 100.06	D	Â
Employee Stock Option (right to buy)	08/04/2016(7)	08/04/2022	Common Stock	22,970	\$ 84.39	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CAMPBELL STEVEN GLENN C/O WESTERN DIGITAL CORPORATION 3355 MICHELSON DRIVE SUITE 100 IRVINE, CA 92612	Â	Â	EVP & Chief Technology Officer	Â		

Signatures

/s/ Sandra Garcia Attorney-in-Fact for Steven G. Campbell

11/16/2015

**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 14,008 unvested awards of restricted stock units. Each restricted stock unit 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 (2) 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.
- The option vested 25% one year from the grant date of 5/16/2012, and an additional 6.25% vested at the end of each three-month period through 11/16/2015. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 5/16/2016.
- (4) The option vested 25% one year from the grant date of 9/6/2012, and an additional 6.25% vested at the end of each three-month period through 9/6/2015. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested

Reporting Owners 2

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on 9/6/2016.

- The option vested 25% one year from the grant date of 8/14/2013, and an additional 6.25% vested at the end of each three-month period through 11/14/2015. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 8/14/2017.
- (6) The option vested 25% one year from the grant date of 9/11/14. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 9/11/18.
- (7) The option vests 25% on the first anniversary of the grant date of 8/4/15 and 6.25% at the end of each three-month period thereafter.

Â

Remarks:

Exhibit List 24:Â Power-of-Attorney

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.