

CARRILLO JOSEPH R
Form 4
September 14, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CARRILLO JOSEPH R

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)

3. Date of Earliest Transaction (Month/Day/Year)
09/12/2007

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Principal Accounting Officer

C/O WESTERN DIGITAL CORPORATION, 20511 LAKE FOREST DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LAKE FOREST, CA 92630-7741

(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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	09/12/2007		M	2,450	A	\$ 18.625	65,898 ⁽¹⁾	D
Common Stock	09/12/2007		M	5,000	A	\$ 17.8125	70,898	D
Common Stock	09/12/2007		M	1,000	A	\$ 12.875	71,898	D
Common Stock	09/12/2007		M	30,000	A	\$ 5.4375	101,898	D
	09/12/2007		M	39,266	A	\$ 2.1	141,164	D

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Common Stock							
Common Stock	09/12/2007	M	10,000	A	\$ 6	151,164	D
Common Stock	09/12/2007	M	10,000	A	\$ 2.8125	161,164	D
Common Stock	09/12/2007	M	2,284	A	\$ 12.25	163,448	D
Common Stock	09/12/2007	S	7,500	D	\$ 23.38	155,948	D
Common Stock	09/12/2007	S	12,000	D	\$ 23.4	143,948	D
Common Stock	09/12/2007	S	5,000	D	\$ 23.42	138,948	D
Common Stock	09/12/2007	S	2,000	D	\$ 23.39	136,948	D
Common Stock	09/12/2007	S	3,000	D	\$ 23.37	133,948	D
Common Stock	09/12/2007	S	5,000	D	\$ 23.3	128,948	D
Common Stock	09/12/2007	S	30,000	D	\$ 23.35	98,948	D
Common Stock	09/12/2007	S	3,000	D	\$ 23.31	95,948	D
Common Stock	09/12/2007	S	5,000	D	\$ 23.32	90,948	D
Common Stock	09/12/2007	S	5,000	D	\$ 23.34	85,948	D
Common Stock	09/12/2007	S	5,000	D	\$ 23.36	80,948	D
Common Stock	09/12/2007	S	3,500	D	\$ 23.52	77,448	D
Common Stock	09/12/2007	S	1,500	D	\$ 23.54	75,948	D
Common Stock	09/12/2007	S	2,000	D	\$ 23.48	73,948	D
Common Stock	09/12/2007	S	3,500	D	\$ 23.46	70,448	D
Common Stock	09/12/2007	S	5,000	D	\$ 23.45	65,448	D
	09/12/2007	S	2,000	D	\$ 23.43	63,448	D

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Common
Stock

Common
Stock (2) 09/12/2007 A 2,768 A \$ 0 66,216 D

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

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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 of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (right to buy)	\$ 2.1	09/12/2007		M	39,266	09/26/2002 ⁽³⁾ 09/26/2011	Common Stock 3
Employee Stock Option (right to buy)	\$ 2.8125	09/12/2007		M	10,000	05/05/2000 ⁽⁴⁾ 11/05/2009	Common Stock 1
Employee Stock Option (right to buy)	\$ 5.4375	09/12/2007		M	30,000	09/03/2000 ⁽³⁾ 08/27/2009	Common Stock 3
Employee Stock Option (right to buy)	\$ 6	09/12/2007		M	10,000	10/27/2001 ⁽³⁾ 10/27/2010	Common Stock 1
Employee Stock Option (right to	\$ 12.25	09/12/2007		M	2,284	08/06/2005 ⁽⁵⁾ 08/06/2008	Common Stock 2

buy)

Employee
Stock

Option	\$ 12.875	09/12/2007	M	1,000	11/17/1999 ⁽³⁾	11/17/2008	Common Stock
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(right to
buy)

Employee
Stock

Option	\$ 17.8125	09/12/2007	M	5,000	03/27/1999 ⁽³⁾	03/27/2008	Common Stock
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(right to
buy)

Employee
Stock

Option	\$ 18.625	09/12/2007	M	2,450	02/23/1999 ⁽³⁾	02/23/2008	Common Stock
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(right to
buy)

Employee
Stock

Option	\$ 23.46	09/12/2007	A	6,988	09/12/2008 ⁽⁶⁾	09/12/2014	Common Stock
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(right to
buy)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CARRILLO JOSEPH R
C/O WESTERN DIGITAL CORPORATION
20511 LAKE FOREST DRIVE
LAKE FOREST, CA 92630-7741

Principal Accounting Officer

Signatures

By: /s/ Van Huynh Attorney-in-Fact For: Joseph R.
Carrillo

09/14/2007

__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) Includes 1,671 shares acquired under the Issuer's Employee Stock Purchase Plan on May 31, 2007.
- (2) Represents the grant of restricted stock units to the reporting person. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (3) The option vested 25% on the first anniversary of the grant date and 6.25% at the end of each three-month period thereafter.
- (4) The option vested 25% 6 months from the grant date, 25% 12 months from the grant date, 25% 18 months from the grant date, and 25% 24 months from the grant date.

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- (5) The option vested 100% seven years from the grant date.
- (6) The option vests 25% on the first anniversary of the grant date and 6.25% at the end of each three-month period thereafter.

Remarks:

Exhibit List:

Exhibit 24 - 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.

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