

CARRILLO JOSEPH R

Form 4

September 14, 2007

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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(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 ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) 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)
____X____ 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| 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 |

Common
Stock

| | | | | | | | |
|----------------------------|------------|---|-------|---|------|--------|---|
| Common Stock <u>(2)</u> | 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.

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 Am Underlying Secu (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 |
|--------|-----------|------------|---|-------|---------------------------|------------|-----------------|

(right to
buy)

Employee
Stock

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

(right to
buy)

Employee
Stock

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

(right to
buy)

Employee
Stock

| | | | | | | | |
|--------|----------|------------|---|-------|---------------------------|------------|-----------------|
| Option | \$ 23.46 | 09/12/2007 | A | 6,988 | 09/12/2008 ⁽⁶⁾ | 09/12/2014 | Common Stock |
|--------|----------|------------|---|-------|---------------------------|------------|-----------------|

(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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