

WESTERN DIGITAL CORP
Form 4
November 26, 2014

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

OMB APPROVAL

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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 *
MURPHY JAMES J

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)
11/25/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President, WD Subsidiary

C/O WESTERN DIGITAL CORPORATION, 3355 MICHELSON DRIVE, SUITE 100
(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

IRVINE, CA 92612

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/25/2014 | | M | | 3,200 | A | \$ 26.17 |
| Common Stock | 11/25/2014 | | M | | 6,033 | A | \$ 29.6 |
| Common Stock | 11/25/2014 | | M | | 5,533 | A | \$ 38.63 |
| Common Stock | 11/25/2014 | | M | | 10,806 | A | \$ 68.49 |
| | 11/25/2014 | | M | | 3,480 | A | \$ 43.11 |

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Common
Stock

Common Stock 11/25/2014 M 6,448 A \$ 72.44 87,849 D

Common Stock 11/25/2014 S 35,500 D \$ 103.5109 52,349 D
(1)

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

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(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 | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 26.17 | 11/25/2014 | | M | 3,200 | 09/08/2011 ⁽²⁾ | 09/08/2017 | Common Stock | 3,200 |
| Employee Stock Option (right to buy) | \$ 29.6 | 11/25/2014 | | M | 6,033 | 09/14/2012 ⁽³⁾ | 09/14/2018 | Common Stock | 6,033 |
| Employee Stock Option (right to buy) | \$ 38.63 | 11/25/2014 | | M | 5,533 | 05/16/2013 ⁽⁴⁾ | 05/16/2019 | Common Stock | 5,533 |
| Employee Stock Option (right to buy) | \$ 43.11 | 11/25/2014 | | M | 3,480 | 09/06/2013 ⁽⁵⁾ | 09/06/2019 | Common Stock | 3,480 |

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