

WESTERN DIGITAL CORP  
 Form 4  
 March 21, 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)  
**03/20/2014**

\_\_\_\_ 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			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)
Common Stock	03/20/2014		M		3,200	A	\$ 26.17	70,084	D	
Common Stock	03/20/2014		M		3,017	A	\$ 29.6	73,101	D	
Common Stock	03/20/2014		M		2,766	A	\$ 38.63	75,867	D	
Common Stock	03/20/2014		M		3,481	A	\$ 43.11	79,348	D	
	03/20/2014		S		12,464	D		66,884	D	

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Common Stock \$ 87.9778  
(1)

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

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**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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 26.17	03/20/2014		M	3,200	09/08/2011 <sup>(2)</sup> 09/08/2017	Common Stock	3,200	
Employee Stock Option (right to buy)	\$ 29.6	03/20/2014		M	3,017	09/14/2012 <sup>(3)</sup> 09/14/2018	Common Stock	3,017	
Employee Stock Option (right to buy)	\$ 38.63	03/20/2014		M	2,766	05/16/2013 <sup>(4)</sup> 05/16/2019	Common Stock	2,766	
Employee Stock Option (right to buy)	\$ 43.11	03/20/2014		M	3,481	09/06/2013 <sup>(5)</sup> 09/06/2019	Common Stock	3,481	

