

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name SanDisk Corporation		2 Issuer's employer identification number (EIN) 77-0191793	
3 Name of contact for additional information Roberta Swanson	4 Telephone No. of contact (949) 672-7000	5 Email address of contact roberta.swanson@wdc.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 951 SanDisk Drive		7 City, town, or post office, state, and Zip code of contact Milpitas, CA 95035	
8 Date of action May 12, 2016		9 Classification and description Common Stock	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol SNDK	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On May 12, 2016, Western Digital Technologies, Inc., a direct, wholly-owned subsidiary of Western Digital Corporation acquired SanDisk Corporation in a taxable transaction. At the time of the acquisition, each SanDisk Corporation share then issued and outstanding was cancelled and automatically converted into the right to receive \$67.50 in cash and 0.2387 shares of Western Digital Corporation common stock. No fractional shares were issued, so cash was paid in lieu of fractional shares of Western Digital Corporation common stock.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ Each former owner of SanDisk Corporation will take a fair market value basis in the Western Digital Corporation common stock received in the transaction.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ The fair market value of each share of Western Digital Corporation common stock was \$36.74 if the value is based on the May 11, 2016 NASDAQ closing price of Western Digital Corporation common stock. U.S. federal income tax law does not specifically prescribe a methodology for determining fair market value; however, the closing price on the date before the transaction is a reasonable methodology for ascertaining the value of such stock. Other approaches may also be possible; therefore, you should consult with your tax advisor to determine the proper approach.

Assuming the \$36.74 value per Western Digital Corporation share, the total fair market value of the property received for each SanDisk Corporation share was \$76.27 (\$36.74 x 0.2387 shares of Western Digital Corporation stock (or \$8.77) plus \$67.50 in cash). Gain or loss will be recognized based on the difference between the \$76.27 value and the tax stock basis the shareholder had in each exchanged SanDisk Corporation share. The tax basis in each Western Digital Corporation share will be \$36.74.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____

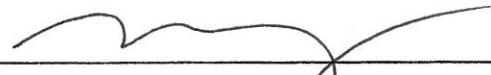
Section 1001


Section 1012

18 Can any resulting loss be recognized? ▶ **Yes. The receipt of the acquisition consideration (cash and shares of Western Digital Corporation common stock) in exchange for SanDisk Corporation common stock is a taxable transaction for U.S. federal income tax purposes. As noted in 16 above, each SanDisk Corporation shareholder at the date of the transaction will recognize gain or loss in an amount equal to the difference, if any, between (1) the fair market value of the Western Digital Corporation common stock as of the effective time of the transaction plus the amount of cash received, and (2) the U.S. holder's adjusted basis in such shares.**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **The transaction is reportable by each former SanDisk Corporation shareholder in the tax year that includes May 12, 2016 (e.g., 2016 for calendar year taxpayers).**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
 Signature ▶  Date ▶ 6-24-16
 Print your name ▶ Hector C. Fernandez Title ▶ CFO

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	M. Huston		6/22/2016		P00634208
	Firm's name ▶ DELOITTE TAX LLP	Firm's EIN ▶ 86-1065772		Phone no. 312-486-1000	
Firm's address ▶ 111 SOUTH WACKER DRIVE, CHICAGO, IL 60606					