

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): February 2, 2001

WESTERN DIGITAL CORPORATION  
(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction of Incorporation)	001-08703 (Commission File Number)	95-264-7125 (IRS Employer Identification No.)
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20511 Lake Forest Drive Lake Forest, California (Address of Principal Executive Offices)	92630 (Zip Code)
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Registrant's telephone number, including area code: (949) 672-7000

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

## INFORMATION TO BE INCLUDED IN THE REPORT

## ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

Exhibit	Description
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99.1	Investor Presentation dated January 31, 2001 - February 2, 2001

## ITEM 9. REGULATION FD DISCLOSURE.

Attached hereto as Exhibit 99.1 is a copy of an Investor Presentation of Western Digital Corporation dated January 31, 2001 - February 2, 2001, revised as of February 5, 2001.

## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 5, 2001

WESTERN DIGITAL CORPORATION

By: /s/ Michael A. Cornelius

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Michael A. Cornelius  
Vice President Law and Administration  
and Secretary

WESTERN DIGITAL

INVESTOR PRESENTATION  
JANUARY 31, 2001 - FEBRUARY 2, 2001

Matt Massengill  
President & CEO

Terry Hopp  
Senior Vice President & CFO

THIS PRESENTATION, AND THE ANSWERS TO YOUR QUESTIONS, WILL CONTAIN FORWARD-LOOKING STATEMENTS, INCLUDING STATEMENTS RELATING TO; THE COMPANY'S VISION AND STRATEGY; NEW BUSINESS OPPORTUNITIES; EXPECTED GROWTH IN THE HDD INDUSTRY FINANCIAL TARGETS AND BUSINESS OBJECTIVES; EXPECTED FUTURE FINANCIAL RESULTS; AND THE COMPANY'S FUTURE BUSINESS MODEL. THE FORWARD-LOOKING STATEMENTS ARE BASED ON CURRENT MANAGEMENT EXPECTATIONS, AND ACTUAL RESULTS MAY DIFFER MATERIALLY AS A RESULT OF SEVERAL FACTORS, INCLUDING: PRICING TRENDS AND OTHER COMPETITIVE FACTORS; SUCCESSFUL PRODUCT DEVELOPMENT BY CONNEX AND MARKET ACCEPTANCE OF ITS PRODUCTS; THE PACE OF GROWTH OF THE HOME ENTERTAINMENT PRODUCTS INCORPORATING HARD DRIVES; SUCCESS IN OBTAINING EXTERNAL FINANCING FOR THE COMPANY'S NEW BUSINESS VENTURES; OVERALL SUPPLY AND CUSTOMER DEMAND IN THE HARD DRIVE INDUSTRY; SUCCESS IN THE COMPANY'S PRODUCT DEVELOPMENT PROGRAMS; CHANGES IN PRODUCT AND CUSTOMER MIX; AVAILABILITY OF PRODUCT COMPONENTS; AND OTHER FACTORS LISTED IN THE COMPANY'S RECENT SEC FILINGS. THE COMPANY UNDERTAKES NO OBLIGATION TO UPDATE FORWARD-LOOKING STATEMENTS TO REFLECT EVENTS OR CIRCUMSTANCES AFTER THE DATE HEREOF.

[WESTERN DIGITAL LOGO]

AGENDA

- - THE NEW WD
- - STRATEGY
- - PC & HDD MARKET OUTLOOK, INDUSTRY STRUCTURE
- - WD HDS PERFORMANCE
- - Q2 HIGHLIGHTS & FINANCIALS

[WESTERN DIGITAL LOGO]

THE NEW WD

NEW MANAGEMENT TEAM

NEW FOCUS AND COMMITMENT

NEW BOARD

NEW HEADQUARTERS

NEW MANUFACTURING STRATEGY

[WESTERN DIGITAL LOGO]

## WD MANAGEMENT TEAM

Matt E. Massengill  
President &  
Chief Executive Officer

Arif Shakeel  
Executive V.P. & G.M.  
Hard Drive Solutions

Teresa A. Hopp  
Senior V.P., and  
Chief Financial Officer

W. Michael Williams  
President  
Connex

Charles W. Frank, Jr.  
V.P., R & D  
Chief Technical Officer

Jeff Erle  
President  
SageTree

Michael A. Cornelius  
V.P., Law & Administration,  
Secretary

Russell M. Krapf  
President  
Keen Personal Media

David C. Fetah  
V.P., Human Resources

[WESTERN DIGITAL LOGO]

## BOARD OF DIRECTORS

Thomas E. Pardun  
Chairman,  
Western Digital Corporation  
Chairman and CEO, edge2net

Matthew E. Massengill (\*)  
President and CEO,  
Western Digital Corporation

Henry T. DeNero (\*)  
Former Chairman and CEO,  
HomeSpace, Inc.

Peter D. Behrendt  
Former Chairman and CEO,  
Exabyte Corporation

Roger H. Moore (\*)  
President and CEO,  
Illuminet, Inc.

I.M. Booth  
Former Chairman and CEO,  
Polaroid Corporation

Kathleen A. Cote (\*)  
President, Seagrass Partners  
Former President and CEO,  
Computervision

(\*) New since Jan. 2000

[WESTERN DIGITAL LOGO]



THE NEW WD: BACKBONE OF THE DIGITAL UNIVERSE

[FLOWCHART]

HELPING PEOPLE COLLECT, BUILD AND MANAGE THEIR DIGITAL UNIVERSE.

[WESTERN DIGITAL LOGO]

WD CORPORATE STRATEGY

- - DEVELOP PRODUCTS UTILIZING CORE IP TO STORE, MANAGE AND COMMUNICATE DIGITAL CONTENT
- - BUILD ON AND GROW POSITION AS ONE OF 3 MAJOR DESKTOP PC HDD SUPPLIERS
- - LEVERAGE EXPERTISE TO GROW NON-TRADITIONAL IDE HDD BUSINESS IN EVOLVING CONSUMER AND COMMERCIAL MARKETS
- - DEVELOP NEW HIGH-MARGIN BUSINESSES IN NAS/SAN, BROADBAND MEDIA, SOFTWARE ANALYTICS

[WESTERN DIGITAL LOGO]

NEW VENTURE FOCUS

Personal  
Storage  
[IMAGE]

Web &  
Networked  
Storage  
[IMAGE]

SAN  
Management  
[IMAGE]

Supply Chain  
Intelligence  
[IMAGE]

Home  
Entertainment  
[IMAGE]

[Western Digital Logo]

NEW VENTURE MILESTONES

[5 LOGOS]

- - SAGETREE INVESTMENT FROM AND PARTNERSHIP WITH NCR
- - CONNEX RECENT NAS APPLIANCE DEAL WITH MAJOR PC OEM
- - KEEN PERSONAL MEDIA PARTNERSHIP WITH SCIENTIFIC ATLANTA, RECENT BRIDGE FINANCING

[SageTree Logo]

[NCR Logo]

[Connex Logo]

[Keen Personal Media Logo]

[Scientific Atlanta Logo]

[Western Digital Logo]

## CONTINUED HIGH-GROWTH AHEAD FOR THE HDD INDUSTRY

[GRAPH]

	1998	1999	2000	2001	2002	2003	2004
	-----	-----	-----	-----	-----	-----	-----
PC	142.14	172.196	200.395	232.443	264.92	296.622	331.544
Non-PC	1.508	1.63	2.896	6.319	14.142	25.08	41.68

Traditional - Includes desktop, notebook, workstation, server & multi-user systems

Non-Traditional - Includes home entertainment, gaming consoles, etc.

Source: Dataquest

[Western Digital Logo]

CURRENT PC MARKET TRENDS

- - Worldwide market still growing, despite slower US and Europe
- - Certain OEMS' sluggishness masks still decent US growth
- - White box manufacturers remain significant players
- - PC remains best computing and web experience device

[Western Digital Logo]

Worldwide Q4 Desktop PC Shipments Increased  
6.3% to 28.7M Year-to-Year

[GRAPH]

	Q4 '99	Q4 '00
US Total	9905	9623
Europe	7578	7463
Japan	1689	1900
Asia	3499	4666
ROW	4320	5040

Source: IDC Preliminary CYQ4 '00 Results

[Western Digital Logo]

Markets Beyond the U.S. & Europe Are Showing Good Growth  
Q4'00 % Year-to-Year Growth Rates

[GRAPH]

% Y-to-Y Growth

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Japan All	12.5
Japan Other	42.2
A/P All	20.2
A/P Other	33.4
ROW All	9.8
ROW Other	16.7

Note: "Other" indicates all desktop shipments beyond top 10 OEMs

Source: IDC Preliminary CYQ4 '00 Results

[WESTERN DIGITAL LOGO]



U.S. Downturn? Look Again...  
CYQ4 '99 to Q4 '00 Top 10 Growth Rates

[GRAPH]

All	Excluding Apple & eMachines
----- -0.5%	----- 8.9%

Source: IDC Preliminary CYQ4 '00 Results

[WESTERN DIGITAL LOGO]

Consolidation in the HDD Industry Creates  
An Opportunity For Industry to Control Its Destiny

- - Seagate private [SEAGATE LOGO]
  - - Maxtor/Quantum merger [QUANTUM LOGO]
  - - Consolidation means share  
opportunity and greater supplier  
value for WD [MAXTOR LOGO]
  - - Industry poised for emerging  
consumer growth markets [WESTERN DIGITAL LOGO]
- [WESTERN DIGITAL LOGO]

## WD HDS January 2000 Objectives

- [X] Reduce cost structure through opex focus and manufacturing efficiencies
- [X] Regain time-to-market, time-to-volume and time-to-quality leadership
- [X] Sharpen flexibility in dealing with customers' changing requirements
- [X] Improve desktop HDD product mix with higher gross margin, new configurations
- [X] Generate cash, improve the balance sheet

[WESTERN DIGITAL LOGO]

## Actions Taken to Improve Profitability of HDD Business

- [X] April 1999 - Sale of media plant to Komag, Inc.
- [X] October 1999 - Closure of Singapore operations and transfer of manufacturing to Malaysia.
- [X] January 2000 - Exit from enterprise hard drive business, closure and sale of Rochester design center.
- [X] CY2000 - Improved areal density TTM and performance
- [X] January 2001 - HQ relocated to low-cost, more productive Lake Forest facility

The HDD Machine: 24x7

- - KL Malaysia: Site for WD PC and PE HDDs
- - HDD industry pace-setter in time to volume and quality
- - LOH reduced by more than 50% over 2 years
- - Improved total supply chain management in collaboration with vendors
- - Enough capacity through 2002

In Five Quarters WD Has Earned Back  
Major Desktop HDD Share

CYQ3'99 - Low Point 10% Share

	Fujitsu -----	IBM ---	Maxtor -----	Quantum -----	Samsung -----	Seagate -----	WD ---
Q3'99	13%	7%	19%	22%	6%	23%	10%

CYQ4'00 - Present 16% Share

	Fujitsu -----	IBM ---	Maxtor -----	Quantum -----	Samsung -----	Seagate -----	WD ---
Q2'00	9%	10%	20%	16%	8%	21%	16%

Source: IDC, TrendFOCUS

The Payoff from Focus on High-Performance Desktop:

WD Earns Top Slot in 7200 RPM Desktop HDD Shipment Revenue

"Western Digital has earned the No. 1 industry position for revenue from the 7200 RPM performance-desktop segment during CQ400... This success is largely due to the company's superior execution on its 20 GB-per-platter product family."

TrendFOCUS, Jan. 2001

Preliminary Total CYQ4 DT HDD 7200 RPM Revenue

WD	223
IBM	220
Maxtor	214
Quantum	150

- - WD first to market, volume 10 & 20 GB/Platter 7200 RPM
- - Nearly 40% of Q2 unit mix 7200 RPM
- - Alignment with PC OEMs focused on technology leadership

Source: Press releases, analyst calls, Western Digital, and TrendFOCUS estimates.

## The Performance Behind WD's Desktop HDD Recovery

Sustained Leadership in Time-to-Market, Time-to-Volume , Time-to-Quality

5400 RPM		OCT-99	NOV-99	DEC-99	JAN-00	FEB-00	MAR-00
10 GB	WESTERN(R) DIGITAL MAXTOR		Quantum	Fujitsu	Samsung		Seagate
	AUG-00	SEP-00	OCT-00	NOV-00	DEC-00	JAN-01	
20 GB	MAXTOR	WESTERN(R) DIGITAL Quantum	Seagate IBM	Fujitsu			
	JAN-01						
30 GB	WESTERN(R) DIGITAL						
7200 RPM		JAN-00	FEB-00	MAR-00	APR-00		
10 GB	WESTERN(R) DIGITAL		Maxtor	Quantum	Seagate Fujitsu		
	SEP-00	OCT-00	NOV-00	DEC-00			
20 GB	WESTERN(R) DIGITAL		Maxtor Seagate	IBM	Quantum & Fujitsu not yet in volume		

Source: WD, Industry Reports, TrendFOCUS



## Core HDD Recovery Drives Q2 Results

- - Return to profitability by HDD business- \$10.2M operating profit
- - Richer product mix, favorable supply/demand drive improved gross margin
- - Strong sequential revenue and unit growth despite component constraints
- - HDD business generating cash, improving cash position

Western Digital

Financial  
Performance

January 2001

## SUMMARY OPERATING RESULTS - BY FISCAL QUARTER

	Q1'00A	Q2'00A	Q3'00A	Q4'00A	Q1'01A	Q2'01A	Target
<b>HDD OPERATIONS</b>							
Market Share	31,243 10%	35,706 14%	36,090 15%	34,977 15%	37,642 14%	37,500 16%	16-18%
Volume	3,129	5,136	5,240	5,168	5,140	5,825	
ASP	\$ 104	\$ 101	\$ 97	\$ 90	\$ 86	\$ 91	
Revenue	\$ 325,600	\$517,300	\$508,000	\$464,000	\$439,800	\$530,600	
Gross Profit	(38,600)	19,200	46,000	42,000	27,100	66,500	
Gross Margin	-11.9%	3.7%	9.1%	9.1%	6.2%	12.5%	10-12%
Operating expenses	59,100	50,900	57,000	52,700	54,100	56,300	
Opex %	18.2%	9.8%	11.2%	11.4%	12.3%	10.6%	10-11%
HDD OPERATING INCOME (LOSS)	(97,700)	(31,700)	(11,000)	(10,700)	(27,000)	10,200	1-2%
	\$ (1.02)	\$ (0.26)	\$ (0.08)	\$ (0.08)	\$ (0.18)	\$ 0.06	
ENTERPRISE	(17,500)	(24,500)	--	--	--	--	
	\$ (0.18)	\$ (0.20)					
NEW VENTURES, NET	(6,400)	(6,800)	(10,400)	(15,400)	(15,700)	(19,400)	
	\$ (0.07)	\$ (0.06)	\$ (0.08)	\$ (0.11)	\$ (0.11)	\$ (0.11)	
OPERATING LOSS	(121,600)	(63,000)	(21,400)	(26,100)	(42,700)	(9,200)	
	\$ (1.27)	\$ (0.52)	\$ (0.16)	\$ (0.19)	\$ (0.29)	\$ (0.05)	
NET LOSS	(126,900)	(66,000)	(22,600)	(26,300)	(44,700)	(8,800)	
	\$ (1.32)	\$ (0.55)	\$ (0.17)	\$ (0.19)	\$ (0.30)	\$ (0.05)	
EBITDA	(96,900)	(40,200)	(3,600)	(12,600)	(29,300)	3,400	

FORWARD LOOKING  
EXPECTATIONS

## / / Hard Drive Operations

- Outlook for March quarter remains cautious
- Currently expect the following:
  - / / Revenue of at least \$500m but a slight decline from Q2 due to potential volume and pricing softness
  - / / Gross margin degradation due to pricing -- a reasonable range would be 10.5% to 11.5%
  - / / Operating expense expected to decline about \$1.5m in Q3 from the \$56m in Q2
  - / / For the March and June quarters, expect breakeven to slim profitability, with positive cash flow from operations

## / / New Venture Activities

- For the March quarter, expect operating losses to be reduced to \$16m to \$17m

## / / Consolidated Expectations

- Consolidated loss in Q3 of \$13m to \$17m, or \$.07 to \$.10 per share
- Cash balance for Q3 and Q4 to be maintained within our target range of \$150m to \$200m
- Actual cash results within the range will depend significantly on the cash utilization of, and external financing for, our new business ventures

	QUANTUM -----	MAXTOR -----	WDC -----
DESKTOP HDD OPERATIONS			
Market Share .....	16%	20%	16%
	-5.9%	2.7%	1.9%
Volume .....	6,100	7,400	5,825
	(2,275)	900	685
ASP .....	\$ 85	\$ 97	\$ 91
	\$ 7	\$ 3	\$ 5
Revenue .....	\$ 518,000	\$721,285	\$530,600
	(138,000)	54,185	90,808
Gross Profit .....	52,836	103,367	66,500
Gross Margin .....	10.2%	14.3%	12.5%
	7.2%	4.3%	6.3%
Operating expenses* .....	77,500	93,484	56,300
Opex % .....	15.0%	13.0%	10.6%
OPERATING LOSS .....	(24,664)	9,883	10,200

-----  
 o Opex allocated based on revenue for Quantum  
 o Red -- change from preceding quarter

## WD CLOSES THE GROSS MARGIN GAP

	FQ1'00 -----	FQ2'00 -----	FQ3'00 -----	FQ4'00 -----	FQ1'01 -----	FQ2'01 -----
WESTERN DIGITAL	-12%	3.7%	9.1%	8.8%	6.2%	12.5%
INDUSTRY*	-2%	8.4%	12.7%	11.7%	6.5%	12.4%

\* Includes WDC, Maxtor, Seagate and Quantum  
Source: Industry reports, WDC

## HDD MODEL SCENARIOS

		Gross Margin %					
		9%		12%		15%	
		P/L	EBITDA	P/L	EBITDA	P/L	EBITDA
	\$50	\$ (5.0)	\$ 7.5	\$10.0	\$22.5	\$25.0	\$37.5
Opex	\$55	\$ (10.0)	\$ 2.5	\$ 5.0	\$17.5	\$20.0	\$32.5
	\$60	\$ (15.0)	\$ (2.5)	\$ 0.0	\$12.5	\$15.0	\$27.5

## ASSUMPTIONS

REVENUE	\$500.0
DEPRECIATION	\$ 12.5

		Gross Margin %					
		9%		12%		15%	
		P/L	EBITDA	P/L	EBITDA	P/L	EBITDA
Opex	\$50	\$13.0	\$28.0	\$34.0	\$49.0	\$55.0	\$70.0
	\$55	\$ 8.0	\$23.0	\$29.0	\$44.0	\$50.0	\$65.0
	\$60	\$ 3.0	\$18.0	\$24.0	\$39.0	\$45.0	\$60.0

ASSUMPTIONS

REVENUE	\$700.0
DEPRECIATION	\$ 15.0



31  
CASH FLOW SUMMARY

	Q2'00A	Q3'00A	Q4'00A	Q1'01A	Q2'01A
	-----	-----	-----	-----	-----
BEGINNING CASH	\$185,100	\$163,700	\$202,100	\$184,000	\$166,900
Cash used for HDD operations	(1,300)	(500)	14,400	(32,900)	21,700
Cash used for New Ventures	(6,800)	(10,300)	(14,600)	(14,800)	(16,900)
Cash used for restructurings	(2,200)	(8,700)	(31,000)	(18,900)	(12,200)
	-----	-----	-----	-----	-----
CASH USED IN OPERATIONS	(10,300)	(19,500)	(31,200)	(66,600)	(7,400)
CAPEX	(7,600)	(3,300)	(4,900)	(10,600)	(16,300)
DEBT REPAYMENTS	(30,900)	(16,600)	--	--	--
REAL PROPERTY SALES	11,000	29,700	--	--	--
INVESTMENT ACTIVITY	2,900	--	(10,700)	15,000	--
EQUITY DRAW DOWN	17,400	44,300	18,000	42,100	30,600
VENTURE FUNDING	--	--	10,000	--	5,000
OTHER	(3,900)	3,800	700	3,000	600
	-----	-----	-----	-----	-----
CHANGE IN CASH	(21,400)	38,400	(18,100)	(17,100)	12,500
	-----	-----	-----	-----	-----
ENDING CASH	\$163,700	\$202,100	\$184,000	\$166,900	\$179,400
	=====	=====	=====	=====	=====
CONVERSION CYCLE	1.6	(3.4)	(9.7)	(8.5)	(6.2)
WORKING CAPITAL	\$(11,500)	\$ 10,300	\$ 6,300	\$ 17,900	\$ 33,500

## SUMMARY BALANCE SHEET HIGHLIGHTS

	JUNE '99	JUNE '00	DEC. '00
	-----	-----	-----
WORKING CAPITAL	\$ 131.4	\$ 6.3	\$ 33.5
TOTAL ASSETS	\$ 1,022.4	\$ 615.6	\$ 590.9
LONG TERM DEBT	\$ 544.1	\$ 225.5	\$ 113.2
SHAREHOLDER'S EQUITY	\$ (153.8)	\$ (109.8)	\$ 15.7

AS OF DECEMBER 29, 2000

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CASH BALANCE	\$180M
LINE OF CREDIT	\$125M
EQUITY DRAW DOWN	\$200M
INVESTMENTS	\$10-15M
NEW VENTURE FINANCINGS	\$20-50M
	-----
TOTAL	\$535-570M

THE STREET BEGINS TO TAKE NOTICE

"WE THINK WESTERN DIGITAL REMAINS WELL POSITIONED TO GAIN SOME OEM SHARE GIVEN THE PENDING MAXTOR-QUANTUM MERGER."

PRU-SEC

"IN EXTREMELY IMPRESSIVE FASHION, WD'S PRODUCT MIX IMPROVED TO WHERE 76% OF DRIVES WERE AT THE LEADING EDGE 20 GB/PLATTER CAPACITY POINT AND NEARLY 40% WERE 7200 RPM (WE BELIEVE THE INDUSTRY'S BEST)."

ING BARINGS

"WE BELIEVE WDC HAS MADE SIGNIFICANT STRIDES OVER THE PAST YEAR--RECOVERING TIME-TO-MARKET/TIME-TO-VOLUME EXECUTION AND OEM SHARE, STREAMLINING OPERATIONS AND IMPROVING ITS COST MODEL."

ING BARINGS

"WDC'S POSITION RELATIVE TO ITS COMPETITION...AND ITS BALANCE SHEET HAS IMPROVED DRAMATICALLY OVER THE LAST YEAR."

WIT SOUNDVIEW

MATT MASSENGILL  
PRESIDENT & CEO

TERRY HOPP  
SENIOR VICE PRESIDENT & CFO