

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>WELSH JAMES K</u>  (Last) (First) (Middle) <u>C/O WESTERN DIGITAL CORPORATION</u> <u>3355 MICHELSON DRIVE, SUITE 100</u>  (Street) <u>IRVINE CA 92612</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WESTERN DIGITAL CORP [ WDC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP &amp; GM, Branded Products</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/03/2012</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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	08/03/2012		M		2,133	A	\$23.78	67,592	D	
Common Stock	08/03/2012		M		2,406	A	\$26.17	69,998	D	
Common Stock	08/03/2012		M		4,500	A	\$16.85	74,498	D	
Common Stock	08/03/2012		S		9,039	D	\$40.6704 <sup>(1)</sup>	65,459	D	
Common Stock	08/06/2012		M		4,500	A	\$16.85	69,959	D	
Common Stock	08/06/2012		M		461	A	\$26.17	70,420	D	
Common Stock	08/06/2012		S		4,961	D	\$41.1619 <sup>(2)</sup>	65,459	D	
Common Stock								1,450	I	by Spouse IRA

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$16.85	08/03/2012		M			4,500	02/04/2010 <sup>(3)</sup>	02/04/2016	Common Stock	4,500	\$0	13,501	D	
Employee Stock Option (right to buy)	\$16.85	08/06/2012		M			4,500	02/04/2010 <sup>(4)</sup>	02/04/2016	Common Stock	4,500	\$0	9,001	D	
Employee Stock Option (right to buy)	\$23.78	08/03/2012		M			2,133	09/11/2009 <sup>(5)</sup>	09/11/2015	Common Stock	2,133	\$0	2,133	D	
Employee Stock Option (right to buy)	\$26.17	08/03/2012		M			2,406	09/08/2011 <sup>(6)</sup>	09/08/2017	Common Stock	2,406	\$0	27,711	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$26.17	08/06/2012		M			461	09/08/2011 <sup>(6)</sup>	09/08/2017	Common Stock	461	\$0	27,250	D	

**Explanation of Responses:**

1. Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from a low of \$40.62 to a high of \$40.75. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
2. Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from a low of \$41.16 to a high of \$41.162. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
3. The option vested 25% one year from the grant date of 2/4/2009, and an additional 6.25% vested at the end of each three-month period through 5/4/2012. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 2/4/2013.
4. The option vested 25% one year from the grant date of 2/4/2009, and an additional 6.25% vested at the end of each three-month period through 8/4/2012. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 2/4/2013.
5. The option vested 25% one year from the grant date of 9/11/2008, and an additional 6.25% vested at the end of each three-month period through 6/11/2012. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 9/11/2012.
6. The option vested 25% one year from the grant date of 9/8/2010, and an additional 6.25% vested at the end of each three-month period through 6/8/2012. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on 9/8/2014.

By: /s/ Sandra Garcia Attorney- 08/06/2012  
in-Fact For: James K. Welsh

\*\* Signature of Reporting Person      Date

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

\* 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).

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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