

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): October 6, 1999

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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8105 Irvine Center Drive Irvine, California (Address of Principal Executive Offices)	92618 (Zip Code)
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Registrant's telephone number, including area code: (949) 932-5000

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

INFORMATION TO BE INCLUDED IN THE REPORT

ITEM 5. OTHER EVENTS.

On October 6, 1999, the Registrant settled a transaction pursuant to Section 3(a)(9) of the Securities Act of 1933, as amended, retiring in the aggregate \$125 million principal Amount of its Zero Coupon Convertible Subordinated Debentures due 2018 in exchange for shares of its common stock. As a result of this transaction and previous transactions, the Registrant has retired debentures in the aggregate principal amount of \$432.1 million and issued in exchange 15,058,855 shares of common stock. The total number of shares of common stock outstanding as of October 6, 1999, following these transactions, was 112,323,538.

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: October 7, 1999

WESTERN DIGITAL CORPORATION

By: /s/ Michael A. Cornelius

Michael A. Cornelius
Vice President, Law and
Administration and Secretary