

WESTERN DIGITAL CORP
Form 4
December 07, 2004

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 *
SHAKEEL ARIF

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)
12/06/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
President and COO

C/O WESTERN DIGITAL CORPORATION, 20511 LAKE FOREST DRIVE

(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

LAKE FOREST, CA 92630-7741

(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 (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	12/06/2004		M		46,750	A	\$ 2.1
Common Stock	12/06/2004		M		137,500	A	\$ 3.85
Common Stock	12/06/2004		M		26,250	A	\$ 4.8125
Common Stock	12/06/2004		M		25,300	A	\$ 4.9375
	12/06/2004		M		14,200	A	\$ 6

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Common Stock								
Common Stock	12/06/2004	S	100,000	D	\$ 10.7	159,210	D	
Common Stock	12/06/2004	S	8,500	D	\$ 10.78	150,710	D	
Common Stock	12/06/2004	S	91,500	D	\$ 10.75	59,210	D	
Common Stock	12/06/2004	S	43,300	D	\$ 10.9	15,910	D	
Common Stock	12/06/2004	S	6,700	D	\$ 10.91	9,210	D	
Common Stock						2,763	I	by Trust 401(K)

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 Security (Instr. 3 and 4)	8. Amount of Underlying Security (Instr. 3 and 4)
Employee Stock Option (right to buy)	\$ 2.1	12/06/2004		M	46,750	03/26/2002 ⁽¹⁾ 09/26/2011	Common Stock	46
Employee Stock Option (right to buy)	\$ 3.85	12/06/2004		M	137,500	03/23/2003 ⁽²⁾ 09/23/2012	Common Stock	137
Employee Stock Option	\$ 4.8125	12/06/2004		M	26,250	01/27/2001 ⁽³⁾ 01/27/2010	Common Stock	26

