

FINKBEINER MARTIN W.
Form 4
December 04, 2009

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 *
FINKBEINER MARTIN W.

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)
12/02/2009

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
EVP Operations

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	12/02/2009		M		60,000	A	\$ 12.84
					136,895 ⁽¹⁾		
Common Stock	12/02/2009		M		9,035	A	\$ 8.01
					145,930		
Common Stock	12/02/2009		M		6,462	A	\$ 24.18
					152,392		
Common Stock	12/02/2009		M		3,000	A	\$ 3.85
					155,392		
	12/02/2009		S		78,497	D	
					76,895		

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Common Stock					\$			
					39.0331			
					<u>(2)</u>			
Common Stock	12/03/2009		M	965	A	\$ 8.01	77,860	D
Common Stock	12/03/2009		M	60,000	A	\$ 8.89	137,860	D
Common Stock	12/03/2009		S	60,965	D	\$		
						39.0441	76,895	D
						<u>(3)</u>		

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 3.85	12/02/2009		M	3,000	09/23/2003 ⁽⁴⁾	09/23/2012	Common Stock	3,000
Employee Stock Option (right to buy)	\$ 8.01	12/02/2009		M	9,035	09/03/2005 ⁽⁴⁾	09/03/2014	Common Stock	9,035
Employee Stock Option (right to buy)	\$ 8.01	12/03/2009		M	965	09/03/2005 ⁽⁴⁾	09/03/2014	Common Stock	965
	\$ 8.89	12/03/2009		M	60,000	11/09/2005 ⁽⁴⁾	11/09/2014		60,000

