

NICKL WOLFGANG U.
Form 3
August 23, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â NICKL WOLFGANG U.
(Last) (First) (Middle)

C/O WESTERN DIGITAL
CORPORATION,Â 20511
LAKE FOREST DRIVE

(Street)

LAKE
FOREST,Â CAÂ 92630-7741

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
08/16/2010

3. Issuer Name **and** Ticker or Trading Symbol
WESTERN DIGITAL CORP [WDC]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer ___ Other
(give title below) (specify below)
SVP & CFO

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
___ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

24,501

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	02/04/2010 ⁽¹⁾	02/04/2016	Common Stock	28,007	\$ 16.85	D	Â
Employee Stock Option (right to buy)	11/08/2007 ⁽²⁾	11/08/2016	Common Stock	2,130	\$ 19.4	D	Â
Employee Stock Option (right to buy)	09/12/2008 ⁽³⁾	09/12/2014	Common Stock	5,920	\$ 23.46	D	Â
Employee Stock Option (right to buy)	09/11/2009 ⁽⁴⁾	09/11/2015	Common Stock	7,849	\$ 23.78	D	Â
Employee Stock Option (right to buy)	02/17/2007 ⁽⁵⁾	02/17/2016	Common Stock	3,015	\$ 24.18	D	Â
Employee Stock Option (right to buy)	02/06/2009 ⁽⁶⁾	02/06/2015	Common Stock	7,429	\$ 28.09	D	Â
Employee Stock Option (right to buy)	09/10/2010 ⁽⁷⁾	09/10/2016	Common Stock	9,295	\$ 35.75	D	Â
Employee Stock Option (right to buy)	11/11/2010 ⁽⁷⁾	11/11/2016	Common Stock	5,969	\$ 38.53	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NICKL WOLFGANG U. C/O WESTERN DIGITAL CORPORATION 20511 LAKE FOREST DRIVE LAKE FOREST, Â CA Â 92630-7741	Â	Â	Â SVP & CFO	Â

Signatures

By: /s/ Sandra Garcia Attorney-in-Fact For: Wolfgang U. Nickl 08/23/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
 - (1) The option vested 25% one year from the grant date of February 4, 2009, and an additional 6.25% vested at the end of each three-month period through August 4, 2010. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on February 4, 2013.
 - (2) The option vested 25% one year from the grant date of November 8, 2006, and an additional 6.25% vested at the end of each three-month period through August 8, 2010. The remaining shares subject to the option will vest in full on November 8, 2010.
 - (3) The option vested 25% one year from the grant date of September 12, 2007, and an additional 6.25% vested at the end of each three-month period through June 12, 2010. The remaining shares subject to the option will vest at 6.25% at the end of each three-month

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period until fully vested on September 12, 2011.

(4) The option vested 25% one year from the grant date of September 11, 2008, and an additional 6.25% vested at the end of each three-month period through June 11, 2010. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on September 11, 2012.

(5) The option vested 25% on the first anniversary of the grant date and 6.25% at the end of each three-month period thereafter.

(6) The option vested 25% one year from the grant date of February 6, 2008, and an additional 6.25% vested at the end of each three-month period through August 6, 2010. The remaining shares subject to the option will vest at 6.25% at the end of each three-month period until fully vested on February 6, 2012.

(7) The option vests 25% on the first anniversary of the grant date and 6.25% at the end of each three-month period thereafter.

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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