#### COTE KATHLEEN A

Form 4

December 02, 2005

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* COTE KATHLEEN A

2. Issuer Name and Ticker or Trading

Symbol

WESTERN DIGITAL CORP [WDC]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last)

(City)

(First)

(Middle)

(Zin)

3. Date of Earliest Transaction

(Month/Day/Year) 11/30/2005

\_X\_\_ Director 10% Owner Other (specify

Officer (give title

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)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

LAKE FOREST, CA 92630-7741

(State)

(City)	(State)	Tabl	e I - Non-D	erivative	Secur	rities Acqu	uired, Disposed o	f, or Beneficial	ly 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. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common	11/20/2005		Code V	Amount	,	Price	Reported Transaction(s) (Instr. 3 and 4)	D	
Stock	11/30/2005		M	2,500	A	\$ 4.53	2,500	D	
Common Stock	11/30/2005			7,500				D	
Common Stock	11/30/2005		S	2,800	D	\$ 15.06	7,200	D	
Common Stock	11/30/2005		S	7,200	D	\$ 15.01	0	D	

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

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(9-02)

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. Transactic Code (Instr. 8)	5. Number proof 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 Ame Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or No of Sh
Non-Qualified Stock Option (right to buy)	\$ 4.53	11/30/2005		M	2,500	11/29/2002(1)	11/29/2011	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 4.875	11/30/2005		M	7,500	01/23/2002(1)	01/23/2011	Common Stock	7

## **Reporting Owners**

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

COTE KATHLEEN A C/O WESTERN DIGITAL CORPORATION 20511 LAKE FOREST DRIVE LAKE FOREST, CA 92630-7741

X

### **Signatures**

By: /s/ Sandra Garcia Attorney-in-Fact For: Kathleen A. 12/02/2005 Cote

> \*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- 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).
- (1) The option vested 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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