

WESTERN DIGITAL CORP

Form 8-K

October 23, 2008

Table of Contents

**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 23, 2008**  
**Western Digital Corporation**  
(Exact Name of Registrant as Specified in its Charter)

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|--|--|---|
| <b>Delaware</b><br>(State or Other Jurisdiction of<br>Incorporation or Organization) | <b>001-08703</b><br>(Commission File Number) | <b>33-0956711</b><br>(I.R.S. Employer Identification No.) |
|--|--|---|

|  |                            |
|--|----------------------------|
| <b>20511 Lake Forest Drive</b><br><b>Lake Forest, California</b><br>(Address of Principal Executive Offices) | <b>92630</b><br>(Zip Code) |
|--|----------------------------|

**(949) 672-7000**  
(Registrant's Telephone Number, Including Area Code)

**Not applicable**  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 240.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**TABLE OF CONTENTS**

Item 2.02 Results of Operations and Financial Condition.

Item 9.01 Financial Statements and Exhibits.

SIGNATURE

Exhibit Index

EX-99.1

EX-99.2

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**Table of Contents**

**Item 2.02 Results of Operations and Financial Condition.**

On October 23, 2008, Western Digital Corporation ( Western Digital ) announced financial results for the first fiscal quarter ended September 26, 2008. A copy of the press release making this announcement is attached hereto as Exhibit 99.1 and is incorporated herein by reference. A copy of Western Digital s Investor Information Summary for the fiscal quarter ended September 26, 2008 is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 2.02, including Exhibit 99.1 and Exhibit 99.2, shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended (the Securities Act ), or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press Release issued by Western Digital Corporation on October 23, 2008 announcing financial results for the first fiscal quarter ended September 26, 2008.

99.2 First Quarter Fiscal Year 2009 Western Digital Corporation Investor Information Summary.

**Table of Contents**

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Western Digital Corporation**  
*(Registrant)*

Date: October 23, 2008

By: /s/ Raymond M. Bukaty  
Raymond M. Bukaty  
Senior Vice President, Administration,  
General Counsel and Secretary

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**Table of Contents**

EXHIBIT INDEX

| Exhibit No. | Description   |
|-------------|---|
| 99.1        | Press Release issued by Western Digital Corporation on October 23, 2008 announcing financial results for the first fiscal quarter ended September 26, 2008. |
| 99.2        | First Quarter Fiscal Year 2009 Western Digital Corporation Investor Information Summary.  |