

WESTERN DIGITAL CORP

Form 8-K

November 08, 2007



**TABLE OF CONTENTS**

Item 5.03 Amendment to Articles or Incorporation or Bylaws; Change in Fiscal Year

Item 8.01. Other Events

Item 9.01 Financial Statements and Exhibits

SIGNATURE

EXHIBIT INDEX

EXHIBIT 3.2

---

**Table of Contents****Item 5.03 Amendment to Articles or Incorporation or Bylaws; Change in Fiscal Year.**

On November 5, 2007, the Board of Directors of Western Digital Corporation (the Company) approved amendments to Section 6.01, Section 6.02 and Section 6.03 of the Company's Amended and Restated Bylaws (the Bylaws) to allow for the issuance and transfer of uncertificated shares of the Company's stock. These amendments were adopted to allow the Company to participate in the Direct Registration System administered by the Depository Trust Company. The Bylaws, as amended, are effective as of November 5, 2007 and are attached hereto as Exhibit 3.2.

**Item 8.01. Other Events.**

The annual meeting of stockholders of the Company was held on November 6, 2007. Results of the voting at the meeting are set forth below.

*Election of Directors.* The stockholders elected the following ten directors to hold office until the next annual meeting and until their successors are elected and qualified. The voting results were as follows:

	For	Against	Abstain
Peter D. Behrendt	179,225,229	3,549,706	247,728
Kathleen A. Cote	179,433,090	3,358,383	158,037
John F. Coyne	179,439,927	3,356,288	153,295
Henry T. DeNero	179,579,109	3,200,336	170,065
William L. Kimsey	179,363,921	3,413,685	171,903
Michael D. Lambert	180,006,979	2,736,320	206,211
Matthew E. Massengill	179,084,807	3,708,888	155,814
Roger H. Moore	178,567,655	4,092,715	289,139
Thomas E. Pardun	179,224,078	3,554,622	170,809
Arif Shakeel	178,991,149	3,763,865	194,496

*Appointment of KPMG LLP as independent registered public accounting firm.* The stockholders ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending June 27, 2008. The voting results were as follows:

For	Against	Abstain
176,056,731	6,765,833	126,945

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

3.2 Amended and Restated Bylaws of Western Digital Corporation, as amended effective as of November 5, 2007.

**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)*

By: /s/ Raymond M. Bukaty

Date: November 8, 2007

Raymond M. Bukaty  
Senior Vice President, Administration,  
General Counsel and Secretary

---

**Table of Contents**

EXHIBIT INDEX

Exhibit No.	Description
3.2	Amended and Restated Bylaws of Western Digital Corporation, as amended effective as of November 5, 2007.