

Edgar Filing: SANDISK CORP - Form SC 13G

SANDISK CORP
Form SC 13G
May 18, 2010

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

SanDisk Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

80004C101

(CUSIP Number)

May 10, 2010

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Continued on following pages
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SCHEDULE 13G

CUSIP No.: 80004C101

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1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

NORGES BANK (THE CENTRAL BANK OF NORWAY)

2. Check the Appropriate Box if a Member of a Group

(a)

(b) N/A

3. SEC Use Only

4. Citizenship or Place of Organization

NORWAY

Number of 5. Sole Voting Power 11,800,091
Shares

Beneficially Owned by Each Reporting Person With 6. Shared Voting Power 0

7. Sole Dispositive Power 8,407,491

8. Shared Dispositive Power 3,392,600

9. Aggregate Amount Beneficially Owned by Each Reporting Person

11,800,091

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

N/A

11. Percent of Class Represented by Amount in Row (9)

5.13% based on 229,982,746 issued Common Stock

12. Type of Reporting Person:

OO

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- Item 1(a). Name of Issuer:
SanDisk Corporation (the "Issuer").
- Item 1(b). Address of Issuer's Principal Executive Offices:
601 McCarthy Boulevard
Milpitas, CA 95035
United States of America
- Item 2(a). Name of Person Filing:

This Statement is filed on behalf of each of the following persons (collectively, the "Reporting Persons"):

NORGES BANK (CENTRAL BANK OF NORWAY)
- Item 2(b). Address of Principal Business Office or, if None, Residence:
Bankplassen 2
PO Box 1179 Sentrum
NO 0107 Oslo
Norway
- Item 2(c). Citizenship:
Norwegian
- Item 2(d). Title of Class of Securities:

Common Stock
- Item 2(e). CUSIP Number:

80004C101
- Item 3. If This Statement is Filed Pursuant to ss.ss.240.13d-1(b) or 240.13d-2(b) or (c),

Check Whether the Person Filing is a:

This Item 3 is not applicable.
- Item 4. Ownership:
- Item 4(a) Amount Beneficially Owned

As of May 10, 2010, Norges Bank may be deemed to be the beneficial owner of 11,800,091 Common Shares.
- Item 4(b) Percent of Class:

The number of Shares which Norges Bank may be deemed to be the beneficial owner constitutes approximately 5.13% of the total number of Common Stock in issue.

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Item 4(c) Number of Shares of which such person has:

NORGES BANK (CENTRAL BANK OF NORWAY)

(i) Sole power to vote or direct the vote:	11,800,091
(ii) Shared power to vote or direct the vote:	0
(iii) Sole power to dispose or direct the disposition of:	8,407,491
(iv) Shared power to dispose or direct the disposition of:	3,392,600

Item 5. Ownership of Five Percent or Less of a Class:

This Item 5 is not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

This Item 6 is not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

This Item 7 is not applicable.

Item 8. Identification and Classification of Members of the Group:

This Item 8 is not applicable.

Item 9. Notice of Dissolution of Group:

This Item 9 is not applicable.

Item 10. Certification:

By signing below each of the Reporting Persons certifies that, to the best of their knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

NORGES BANK

Date: May 18, 2010

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By: /s/ Jonas Lexmark

Name: Jonas Lexmark
Title: Analyst