

WESTERN DIGITAL CORP
Form FWP
January 30, 2018
Issuer Free Writing Prospectus

Filed Pursuant to Rule 433

Registration No. 333-222762

January 30, 2018

Western Digital Corporation

\$2,300,000,000 4.750% Senior Notes due 2026

Pricing Term Sheet

This Pricing Term Sheet is qualified in its entirety by reference to the Preliminary Prospectus. The information in this Pricing Term Sheet supplements the Preliminary Prospectus and supersedes the information in the Preliminary Prospectus to the extent inconsistent with the information in the Preliminary Prospectus. Capitalized terms used herein but not defined shall have the meanings assigned to them in the Preliminary Prospectus. **Other information (including financial information) presented in the Preliminary Prospectus is deemed to have changed to the extent affected by the changes described herein.**

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|------------------------------------|--|
| Issuer: | Western Digital Corporation (the "Issuer") |
| Securities Offered: | 4.750% Senior Notes due 2026 (the "Notes") |
| Aggregate Principal Amount: | \$2,300,000,000 |
| Guarantee: | Initially, the Notes will be guaranteed, jointly and severally on a senior unsecured basis, by each of the following entities: |
| Expected Ratings:* | Baa3/BB+/BB+ |
| Trade Date: | January 30, 2018 |
| Final Maturity Date: | February 15, 2026 |
| Public Offering Price: | 100%, plus accrued interest, if any, from February 13, 2018 |
| Coupon: | 4.750% |

Yield to Maturity: 4.750%
Interest Payment Dates: February 15 and August 15

Record Dates: February 1 and August 1

First Interest Payment Date: August 15, 2018

Prior to November 15, 2025, the Issuer may at its option redeem all or a portion of the Notes at

Optional Redemption:

Putable at 101% of aggregate principal amount thereof, plus accrued and unpaid interest

Change of Control:

Distribution: SEC Registered

Listing: The Notes will not be listed on any securities exchange

Minimum Denominations: \$2,000 and integral multiples of \$1,000 in excess thereof

CUSIP: CUSIP: 958102 AM7

ISIN: ISIN: US958102AM75

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

J.P. Morgan Securities LLC

Mizuho Securities USA LLC

RBC Capital Markets, LLC

Wells Fargo Securities, LLC

Joint Bookrunners:

Citigroup Global Markets Inc.

HSBC Securities (USA) Inc.

MUFG Securities Americas Inc.

SMBC Nikko Securities America, Inc.

SunTrust Robinson Humphrey, Inc.

TD Securities (USA) LLC

BBVA Securities Inc.

BNP Paribas Securities Corp.

Co-Managers:

Scotia Capital (USA) Inc.

February 13, 2018 (T+10)

Settlement Date:

The Issuer expects that delivery of the Notes will be made to investors on or about February 13, 2018, which

* A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time.

The Issuer and the guarantors have filed a registration statement (including a prospectus) with the Securities and Exchange Commission (“SEC”) for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents that the Issuer and the guarantors have filed with the SEC for more complete information about the Issuer, the guarantors and this offering. You may get these documents for free by visiting the SEC website at www.sec.gov. Alternatively, the Issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it from BofA Merrill Lynch at 1-800-294-1322 (toll free) or by email at dg.prospectus_requests@baml.com or J.P. Morgan Securities LLC, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, telephone: 1-866-803-9204.