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Form

990-PF

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning JUNE 28, 2014, and ending JULY 3, 2015

Name of foundation WESTERN DIGITAL FOUNDATION		A Employer identification number 33-0769372
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (949) 672-7000
3355 MICHELSON DRIVE	STE 100	
City or town, state or province, country, and ZIP or foreign postal code IRVINE, CA 92612		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 703,366	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	4,402,931			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	4,402,931			
13	Compensation of officers, directors, trustees, etc.	166,548			
14	Other employee salaries and wages	148,519			
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) SEE STMT 1	57,649			73,899
24	Total operating and administrative expenses. Add lines 13 through 23	372,716			73,899
25	Contributions, gifts, grants paid	4,030,195			4,205,114
26	Total expenses and disbursements. Add lines 24 and 25	4,402,911			4,279,013
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	20			
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2014)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	506,437	647,116	647,116
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable	NONE	40,000	40,000
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment, basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
Liabilities	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ PREPAID EXPENSES)	NONE	16,250	16,250
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	506,437	703,366	703,366
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable	174,920	371,829	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	174,920	371,829	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	331,517	331,537	
	30	Total net assets or fund balances (see instructions)	331,517	331,537	
	31	Total liabilities and net assets/fund balances (see instructions)	506,437	703,366	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	331,517
2	Enter amount from Part I, line 27a	2	20
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	331,537
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	331,537

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }			3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	3,643,700	627,768	5.8042
2012	2,150,925	436,373	4.9291
2011	1,766,200	306,627	5.7601
2010	1,623,105	303,985	5.3394
2009	1,412,275	189,539	7.4511
2 Total of line 1, column (d)			29.2839
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			5.8568
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			58,226
5 Multiply line 4 by line 3			341,018
6 Enter 1% of net investment income (1% of Part I, line 27b)			
7 Add lines 5 and 6			341,018
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			4,279,013

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.WDC.COM/EN/COMPANY/COMMUNITYRELATIONS/</u>	13	✓	
14	The books are in care of ► <u>JAY RAMIREZ</u> Telephone no. ► <u>(949) 672-7000</u> Located at ► <u>3355 MICHELSON DRIVE, SUITE 100, IRVINE, CA</u> ZIP+4 ► <u>92612</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u>			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No
				✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	✓
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 2				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROSEMARY KRUPP	FOUNDATION DIRECTOR	161,150	5,398	0
MILISSA BEDELL	FOUNDATION MANAGER	106,350	1,037	0

Total number of other employees paid over \$50,000 273,935

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	59,113
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	59,113
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	59,113
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	887
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	58,226
6	Minimum investment return. Enter 5% of line 5	6	2,911

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,911
2a	Tax on investment income for 2014 from Part VI, line 5	2a	
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,911
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,911
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,911

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	4,279,013
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,279,013
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,279,013

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				2,911
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014:				
a From 2009 1,408,098				
b From 2010 1,759,064				
c From 2011 1,924,657				
d From 2012 2,553,976				
e From 2013 3,612,312				
f Total of lines 3a through e	11,258,107			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 4,279,013				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				2,911
e Remaining amount distributed out of corpus	4,276,102			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	15,534,209			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	1,408,098			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	14,126,111			
10 Analysis of line 9:				
a Excess from 2010 1,759,064				
b Excess from 2011 1,924,657				
c Excess from 2012 2,553,976				
d Excess from 2013 3,612,312				
e Excess from 2014 4,276,102				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed.

ROSEMARY KRUPP, 3355 MICHELSON DRIVE, SUITE 100, IRVINE, CA 92612 (949) 672-7000

b The form in which applications should be submitted and information and materials they should include.

SEE STATEMENT 3

c Any submission deadlines:

REQUESTS ARE REVIEWED QUARTERLY

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

SEE STATEMENT 3

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
SEE STATEMENT 4				3,701,706
Total			3a	3,701,706
b <i>Approved for future payment</i>				
UNITED WAY SILICON VALLEY, 1400 PARKMOOR, SUITE 250, SAN JOSE, CA 95126		501(c)		310,996
BEST BUY FOUNDATION, ATTN BEST BUY CHARITY CLASSIC, 7601 PENN AVE S , RICHFIELD, MN 55423		501(c)		40,000
DIRECTTV, P O BOX 100455, PASADENA, CA 91189		501(c)		20,000
BOWEL CANCER UK, WILLCOX HOUSE, 140-148 BOROUGH HIGH STREET, LONDON, SE1 1LB		501(c)		10,000
COMMUNITY FOUNDATION OF GREENVILLE, 104 SOUTH MAIN ST, STE 110, GREENVILLE, SC 29601		501(c)		10,000
Total			3b	390,996

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue. a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)					
13	Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]


Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|--|-------|----|
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| (1) | Cash | 1a(1) | |
| (2) | Other assets | 1a(2) | |
| b | Other transactions: | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | |
| (4) | Reimbursement arrangements | 1b(4) | |
| (5) | Loans or loan guarantees | 1b(5) | |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☐ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	 Signature of officer or trustee	5/10/16 Date	CHRO Title
			May the IRS discuss this return with the preparer shown below (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

WESTERN DIGITAL FOUNDATION

Employer identification number

33-0769372

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

Employer identification number

WESTERN DIGITAL FOUNDATION

33-0769372

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WESTERN DIGITAL TECHNOLOGIES, INC. 3355 MICHELSON DRIVE, SUITE 100 IRVINE, CA 92612	\$ 3,956,286	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	WESTERN DIGITAL TECHNOLOGIES, INC. 3355 MICHELSON DRIVE, SUITE 100 IRVINE, CA 92612	\$ 131,579	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	WESTERN DIGITAL TECHNOLOGIES, INC. 3355 MICHELSON DRIVE, SUITE 100 IRVINE, CA 92612	\$ 315,066	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

WESTERN DIGITAL FOUNDATION

33-0769372

Part III **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Western Digital Foundation
FEIN 33-0769372
Tax Year Ending July 3, 2015

Statement 1

Part I, Line 23: Other Expenses

	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Membership	150			150
Other General & Administration Expenses	<u>57,499</u>			<u>73,749</u>
	<u>57,649</u>			<u>73,899</u>

Western Digital Foundation
FEIN 33-0769372
Tax Year Ending July 3, 2015

Statement 2

Part VIII: Information About Officers and Directors

(a) Name and Address	(b) Title	(c) Compensation	(d) Contributions to employees benefit plans and deferred compensation	(e) Expense account, and other allowances
Stephen Milligan 3355 Michelson Drive, Suite 100, Irvine, CA 92612	President	0	0	0
Olivier Leonetti 3355 Michelson Drive, Suite 100, Irvine, CA 92612	Treasurer	0	0	0
Jacqueline M DeMaria 3355 Michelson Drive, Suite 100, Irvine, CA 92612	Vice President	0	0	0
Michael Ray 3355 Michelson Drive, Suite 100, Irvine, CA 92612	Secretary	0	0	0

Western Digital Foundation
FEIN 33-0769372
As of July 3, 2015

STATEMENT 4

Part XV Line 3a - Grants and Contributions Paid During the Year

RECIPIENT NAME	RECIPIENT ADDRESS	FOUNDATION STATUS OF RECIPIENT	AMOUNT
1736 Family Crisis Center	2116 Arlington Ave, Suite 200, Los Angeles, CA 90018	PC	7,500
A Safe Place	PO Box 23006, Oakland, CA 94623	PC	5,000
Abode Services	40849 Fremont Blvd, Fremont, CA 94809	PC	10,000
Access OC	1505 East 17th Street, Santa Ana, CA 92705	PC	5,000
Achievement Institute of Scientific Studies	1621 Bullard Lane, Santa Ana, CA 92705	PC	10,000
ACT For Mental Health	441 Park Avenue, San Jose, CA 95110	PC	15,000
AFP OC - National Philanthropy Day	PO BOX 8133, Fountain Valley, CA 92728	PC	1,500
Alameda County Community Food Bank	7900 Edgewater Drive, Oakland, CA 94621	PC	7,500
ALearn	3777 Stevens Creek Blvd #330, Santa Clara, CA 95051	PC	5,000
Altona Middle School	4600 Clover Basin Drive, Longmont, CO 80503	PC	5,500
Alzheimer's Association	P O Box 96011, Washington, DC 80090-6011	PC	7,557
Alzheimer's Family Services Center	9451 Indianapolis Avenue, Huntington Beach, CA 92646	PC	2,500
American Heart Association	1 Amdren Blvd, #500, San Jose, CA 95113	PC	100,000
Anaheim Family YMCA Summer Camp	240 S Euclid, Anaheim, CA 92802	PC	500
Assistance League Los Gatos / Saratoga	P O Box 320455, Los Gatos, CA, CA 95032	PC	3,500
Assistance League of Capistrano Valley	P O Box 133, San Juan Capistrano, CA 92693-0133	PC	2,500
Assistance League of Fullerton	233 W Amerige Ave, Fullerton, CA 92835	PC	6,500
Assistance League of San Jose	P O Box 20174, San Jose, CA 95160	PC	7,500
Assistance League of Santa Ana	1037 W First Street, Santa Ana, CA 92703	PC	2,500
ASUC STEM Awareness Day	UC Berkeley, 102 Hearst Gym MC#4500, Berkeley, CA 94720	PC	1,000
Attention Homes	1443 Spruce St, Boulder, CO 80302	PC	4,000
Bangeangwittaya High School	343 Moo 1, Tambon Bangaeng, Srisatchalai District, Sukhothai, Thailand	PC	13,800
Bay Area Rescue Mission	2114 Macdonald Avenue, PO Box 1112, Richmond, CA 94801	PC	10,000
Best Buy Canada	8800 Glenlyon Parkway, Burnaby, BC V5J 5K3, Canada	PC	10,883
Beyond Emancipation	675 Hegenberger Road, Suite 100, Oakland, CA 94621	PC	5,000
B'nai B'rith	801 2nd Avenue, 14th Floor, New York, NY 10017	PC	2,500
BOOST! West Oakland	1700 Market St, Oakland, CA 94607	PC	5,000
Boulder Outreach for Homeless Overflow	PO Box 1393, Boulder, CO 80306	PC	4,000
Boys & Girls Club of Cypress	10161 Moody Street, Cypress, CA 90630-4342	PC	6,145
Boys & Girls Club of Rochester	1026 E Center St, Rochester, MN 55904	PC	2,500
Boys & Girls Clubs of Capistrano Valley	1 Via Positiva, San Juan Capistrano, CA 92675-4316	PC	5,000
Boys & Girls Clubs of Garden Grove	10540 Chapman Ave, Garden Grove, CA 92840	PC	6,500
Boys & Girls Club of Santa Ana (BGCSA)	250 N Golden Circle #104, Santa Ana, CA 92705	PC	2,500
Boys & Girls Clubs of Silicon Valley	518 Valley Way, Sobrato Center for Nonprofits, Milpitas, CA 95035	PC	7,500
Boys Hope Girls Hope of Southern CA	17701 Cowan Ave, Suite 150G, Irvine, CA 92614	PC	5,000
Breakthrough Silicon Valley	1635 Park Avenue, San Jose, CA 95126	PC	10,000
Bridge House	P O Box 626, Boulder, CO 80306	PC	10,000
Build Futures	19036 Stonehurst Lane, Huntington Beach, CA 92648	PC	5,000
Building Skills Partnership	1010 Ruff Dr, San Jose, CA 95110	PC	5,000
California State University, Fullerton	2600 Nutwood Ave, Ste 850, Fullerton, CA 92831	PC	12,000
California Youth Connection	1611 Telegraph Ave, Suite 1100, Oakland, CA 94612	PC	10,000
Cal-Wood Education Center	PO Box 347, Jamestown, CO 80455	PC	3,000
Casa Teresa	P O Box 429, Orange, CA 92856	PC	5,000
Casa Youth Shelter	10911 Reagan St, Los Alamitos, CA 90720	PC	6,000
Catholic Charities of the East Bay	433 Jefferson St, Oakland, CA 94607	PC	10,000
Center for ReSource Conservation	2639 Spruce St, Boulder, CO 80302	PC	5,000
Channel One, Inc	131 35th Street SE, Rochester, MN 55904	PC	8,500
Child Advocates of Silicon Valley	509 Valley Way, Milpitas, CA 95035	PC	10,000
Children's Musical Theater San Jose	1401 Parkmoor Ave Suite 100, San Jose, CA 95126	PC	7,500
Colette's Children Home	7372 Prince Drive, Huntington Beach, CA 92647	PC	5,000
Colorado Friendship	1067 Hover Road, #116, Longmont, CO 80501	PC	10,000
Colorado State University	601 South Howes Street, Fort Collins, CO 80523	PC	1,000
Covenant House California	1325 N Western Ave, Los Angeles, CA 90027	PC	5,000
Dana Hills High School FRC Team	33333 Golden Lantern, Dana Point, CA 92629	PC	1,000
Discovery Science Center	2500 N Main Street, Santa Ana, CA 92705	PC	32,000
Doctors Without Borders	333 7th Avenue, 2nd Floor, New York, NY 10001	PC	100
Downtown Streets, Inc	1671 The Alameda, Suite 306, San Jose, CA 95126	PC	10,000
East Bay Children's Law Offices	7700 Edgewater Drive, Suite 210, Oakland, CA 94621	PC	5,000
East Bay Kidpower Teenpower Fullpower	P O Box 2163, Castro Valley, CA 94546	PC	10,000
East Oakland Youth Development Center	8200 International Boulevard, Oakland, CA 94621	PC	5,000
Eco-Cycle	PO Box 19006, Boulder, CO 80308-9006	PC	3,000
Eddie Nash Foundation	1717 W Orangewood Ave Suite 1, Orange, CA 92858	PC	15,000
Eden I&R, Inc	570 B Street, Hayward, CA 94541	PC	5,000
Ethical Culture Society - Nursery School	7 Saxon Wood Road, White Plains, New York, NY 10605	PC	1,000
Families Forward	8 Thomas, Irvine, CA 92618	PC	7,500
Family Support Services of the Bay Area	401 Grand Avenue, Suite 500, Oakland, CA 94610	PC	5,000
Flatrons Habitat for Humanity	1455 Dixon Ave, Suite 210, Lafayette, CO 80026	PC	3,000
Foothills United Way	1285 Cimarron Drive, Lafayette, CO 80026	PC	4,000
FRC Team 4322 - El Modena Clockwork Oranges	604 S Grand St, Orange, CA 92866	PC	1,500
Friendly Center, Inc	PO Box 706, Orange, CA 92856	PC	4,667
Fullerton Interfaith Emergency Service	P O Box 6326, Fullerton, CA 92834	PC	5,000
Georgetown Festival	86 Lebuh, 10200, Georgetown, Penang, Malaysia	PC	5,000
Girl Scouts of Orange County	9500 Toledo Way, Suite 100, Irvine, CA 92618	PC	10,600
Girls Incorporated of Orange County	150 Paulanno, D-290, Costa Mesa, CA 92627	PC	5,000
Giving Children Hope	8332 Commonwealth Ave, Buena Park, CA 90621	PC	10,000
Goodwill Industries of Orange County	410 N Fairview Street, Santa Ana, CA 92703	PC	5,000
Habitat for Humanity East Bay/Silicon Valley	2619 Broadway, Oakland, CA 95035	PC	10,000
Habitat for Humanity of Orange County	2200 Ritchey, Santa Ana, CA 92705	PC	5,000
Habitat for Humanity of the St Vrain Valley	1833 Sunset Place, Suite A, Longmont, CO 80501	PC	14,000
HGST Thailand	140 Khlong Chik Bang Pa-in District, hra Nakhon Si Ayutthaya 13160, Thailand	PC	60,250
HomeAid Orange County	24 Executive Park, Suite 100, Irvine, CA 92614	PC	5,000
Human Options	P O Box 53745, Irvine, CA 92619	PC	10,000

Western Digital Foundation
FEIN 33-0769372
As of July 3, 2015

STATEMENT 4
Part XV Line 3a - Grants and Contributions Paid During the Year

RECIPIENT NAME	RECIPIENT ADDRESS	FOUNDATION STATUS OF RECIPIENT	AMOUNT
Inside the Outdoors Foundation	200 Kalmus Drive, P O Box 9050, Costa Mesa, CA 92628-9050	PC	7,500
Interval House	P O Box 3356, Seal Beach, CA 90740	PC	2,500
Invent Now, Inc	3701 Highland Park NW, North Canton, OH 44720	PC	10,000
Jewish Family Service of Silicon Valley	14855 Oka Road, Suite 202, Los Gatos, CA 95032	PC	10,000
JW House	3850 Homestead Rd, Santa Clara, CA 95051	PC	7,500
KidWorks Community Development Corporation	1902 West Chestnut Avenue, Santa Ana, CA 92703	PC	10,000
Kipp Bay Area Schools	1404 Franklin Street, Suite 500, Oakland, CA 94612	PC	25,000
Laura's House	999 Corporate Drive, Suite 225, Ladera Ranch, CA 92694	PC	10,000
Leland Robotics FIRST Team 604	6677 Camden Avenue, San Jose, CA 95120	PC	2,500
Loaves & Fishes Family Kitchen	1609 Regatta Lane, Suite D, San Jose, CA 95112	PC	10,000
Longmont Area Economic Council	528 Main Street, Longmont, CO 80501	PC	1,000
Los Altos High School Robotics	201 Almond Avenue, Los Altos, CA 94022	PC	2,500
Lynbrook ASB - Robotics	1280 Johnson Avenue, Attn Judy Boehm, San Jose, CA 95129	PC	2,500
Malaysia Red Crescent	Lot PT 54, Lengkok Beldfield, Kuala Lumpur, Malaysia	PC	50,000
Mercy House Living Centers	P O Box 1905, Santa Ana, CA 92702	PC	15,000
Military Women in Need	2999 Overland Avenue, Suite #123, Los Angeles, CA 90064	PC	2,500
MK Level Playing Field Institute	2201 Broadway, Suite 101, Oakland, CA 94612	PC	10,000
Monta Vista Robotics Team	21840 McClellan Road, Cupertino, CA 95014	PC	2,500
MOUSE Squad of California (MSCA)	400 Oyster Point Blvd Ste 501, South San Francisco, CA 94080	PC	5,000
My New Red Shoes	Sobrato Center for Nonprofits - Redwood Shores, 330 Twin Dolphin Drive, Suite 135, Redwood City, CA 94065	PC	5,000
NAMIWalk SF Bay Area	1150 S Bascom Avenue, Suite 24, San Jose, CA 95128	PC	7,500
Nepal Red Cross Society	Post Box No 217, Kathmandu, Nepal	PC	100,000
Niwot High School	8989 E Niwot Rd, Niwot, CO 80503	PC	11,500
ONE OC	1901 E 4th Street, Suite 100, Santa Ana, CA 92705	PC	28,000
Open World Learning (OWL)	2543 California Street, Denver, CO 80205	PC	1,500
Operation Dignity	160 Franklin Street, Oakland, CA 94607	PC	5,000
Orange County Association for Mental Health	822 Town & Country Road, Orange, CA 92868	PC	10,000
Orange County Coastkeeper	3151 Airway Ave Ste F-110, Costa Mesa, CA 92626	PC	7,500
Orange County Food Access Coalition	1505 E 17th St Ste 219, Santa Ana, CA 92705	PC	10,000
Outreach United Resource Center, Inc	303 Atwood Street, Longmont, CO 80501	PC	4,000
Outward Bound California	381 Baltic Street, Brooklyn, NY 11201	PC	5,000
Point Reyes National Seashore Association	1 Bear Valley Road, Building #70, Pt Reyes Station, CA 94956	PC	5,000
Prescott-Joseph Center for Community Enhancement, Inc	920 Peralta Street, Oakland, CA 94607	PC	5,000
Preston Middle School	4901 Corbett Drive, Ft Collins, CO 80528	PC	1,500
Project Dignity	12020 Chapman Ave, PMB #257, Garden Grove, CA 92840	PC	5,000
Project Hope Alliance	1954 Piacentia Ave, Suite 202, Costa Mesa, CA 92627	PC	10,000
Project SEEK	P O Box 626, Seal Beach, CA 90740	PC	5,000
Prospect Robotics Team	18900 Prospect Road, Saratoga, CA 95070	PC	2,500
Raising A Reader San Francisco and Alameda Counties	470 Third St, Suite 102, San Francisco, CA 94107	PC	5,000
Reaching Out	2315 Canoas Garden Ave, San Jose, CA 95125	PC	10,000
Reading Partners	6008 Valley Way, Milpitas, CA 95035	PC	5,000
Rochester Area Habitat for Humanity	1530 Greenview Dr SW, #107, Rochester, MN 55902	PC	4,000
Sacred Heart Community Service	1381 South First Street, San Jose, CA 95110	PC	7,500
Safe Alternatives to Violent Environments	1900 Mowry Ave #204, Fremont, CA 94538	PC	7,500
Safe Shelter of St Vrain Valley	P O Box 231, Longmont, CO 80502	PC	4,000
San Jose State University Research Foundation	210 N Fourth Street, 4th Floor, San Jose, CA 95112-5569	PC	5,000
Santa Clara University	500 El Camino Real, Santa Clara, CA 95053	PC	1,500
Santa Clara University Development Office	500 El Camino Real, Santa Clara, CA 95053-0566	PC	1,200
Science@OC	1505 E 17th Street, Suite 226, Santa Ana, CA 92705	PC	10,000
Science Buddies	P O Box 5038, Carmel, CA 93921	PC	10,000
Second Chance Veterans Charity	2286 Kristal Way, Denver, CO 80221	PC	5,000
Second Harvest Food Bank of Orange County	8014 Marne Way, Irvine, CA 92618	PC	5,000
SEMI Foundation	3081 Zanker Road, San Jose, CA 95134	PC	10,000
Serve the People	1206 E 17th St, Ste 204, Santa Ana, CA 92701	PC	10,300
ServeMinnesota	120 S 6th Street, Suite 2260, Minneapolis, MN 55402	PC	10,000
Silicon Valley Children's Fund	1871 The Alameda, Suite 335, San Jose, CA 95126	PC	1,000
Silicon Valley Leadership Group Foundatio	2001 Gateway Place, Suite 101E, San Jose, CA 95110	PC	15,000
SJB Child Development Centers	Sobrato Center for Nonprofits- San Jose 1400 Parkmoor Ave Suite 220, San Jose, CA 95126	PC	10,000
Somos Mayfair	370-B S King Road, San Jose, CA 95116	PC	10,000
Spark Program, Inc	555 De Haro Street, Suite 330, San Francisco, CA 94107	PC	5,000
Stop Hunger Now	615 Hillsborough St., Raleigh, NC 27603	PC	5,000
Strength in Support	26938 Marbella, Mission Viejo, CA 92691	PC	3,000
Sunday Friends Foundation	P O Box 24887, San Jose, CA 95154-4887	PC	10,000
Swords to Plowshares	1060 Howard Street, San Francisco, CA 94103	PC	5,000
Taller San Jose	801 N Broadway, Santa Ana, CA 92701	PC	5,000
Team Kids, Inc	15375 Barranca Pkwy, Suite E-103, Irvine, CA 92618	PC	7,600
The Cal Poly Foundation	3801 West Temple Avenue, Pomona, CA 91768	PC	23,250
The Center for Enriched Living	280 Saunders Road, Riverwoods, IL 60015	PC	2,500
The Fund for Teachers	2000 Post Oak Blvd, Suite 100, Houston, TX 77056	PC	5,000
The Inn Between of Longmont, Inc	250 Kimbark St, Longmont, CO 80501	PC	4,000
The Luekemia and Lymphoma Society - The B	123 NW 36th Street, Suite 100, Seattle, WA 98107	PC	2,500
The Regents of the University of California -The Lawrence Hall of Science	1 Centennial Dr, University of California, Berkeley, CA 94720-5200	PC	5,000
The Tech Museum of Innovation	201 S Market St, San Jose, CA 95113	PC	5,000
There With Care	2825 Wilderness Place, Suite 100, Boulder, CO 80301	PC	3,000
Thomas House Family Shelter	P O Box 2737, Garden Grove, CA 92842	PC	8,000
Tiger Woods Foundation	121 Innovation Dr, Suite 150, Irvine, CA 92617	PC	5,000
Tucker Wildlife Sanctaury	26322 Modjeska Canyon Road, Silverado, CA 92676	PC	5,000
Tustin Public Schools Foundation	150 El Camino Real, Suite 140, Tustin, CA 92780	PC	1,000
UC Regents	1 Centennial Dr, University of California, Berkeley, CA 94720-5200	PC	1,000
United Way Orange County	18012 Mitschelle Ave South, Irvine, CA 92614	PC	5,000
United Way Silicon Valley	1400 Parkmoor, Suite 250, San Jose, CA 95126	PC	1,929,854

Western Digital Foundation
FEIN 33-0769372
As of July 3, 2015

STATEMENT 4

Part XV Line 3a - Grants and Contributions Paid During the Year

RECIPIENT NAME	RECIPIENT ADDRESS	FOUNDATION STATUS OF RECIPIENT	AMOUNT
US First	20 Ada, Irvine, CA 92618	PC	2,500
Valiant Women/Mission Hospital Regional Medical Center	27800 Medical Center Road, Suite 330, Mission Viejo, CA 92691	PC	10,000
Vida Verde Nature Education	3540 La Honda Rd, San Gregorio, CA 94074	PC	5,000
Vineyard Christian Fellowship of Anaheim, Compassion Ministries	5340 E La Palma Avenue, Anaheim, CA 92807	PC	5,000
WD Malaysia	Lot 3 Jalan SS 8/6, Sungei Way FIZ, Petaling Jaya 47300, Selangor, Malaysia	PC	150,000
WD Thailand	140 Khlong Chik Bang Pa-in District, hra Nakhon Si Ayutthaya 13160, Thailand	PC	200,000
Westmont High School Robotics (Campbell Union High School District)	4805 Westmont Ave, Campbell, CA 95008	PC	2,500
Women Helping Women, Inc	1800 E McFadden Ave, Suite 1A, Santa Ana, CA 92705	PC	5,000
Women's Wilderness Institute	P O Box 20543, Boulder, CO 80304	PC	3,000
Working Wardrobes for a New Start	3030 Pullman Street, Suite A, Costa Mesa, CA 92626	PC	5,000
World Wildlife Fund - Malaysia	1 Jalan PJS 5/28A, Petaling Jaya Commercial Center, 46150 Petaling Jaya, Selangor, Malaysia	PC	14,000
Wyland Foundation	6 Mason, Suite B, Irvine, CA 92618	PC	5,000
YWCA Silicon Valley	375 S Third Street, San Jose, CA 95112	PC	5,000