

Edgar Filing: VIXEL CORP - Form SC 13G/A

VIXEL CORP
Form SC 13G/A
February 28, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(RULE 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b) (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)
(AMENDMENT NO. 1) (1)

VIXEL CORPORATION
(Name of Issuer)

Common Stock, \$0.0015 Par Value Per Share
(Title of Class of Securities)

928552-10-8
(CUSIP Number)

December 31, 2001
(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)

1 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 disclosures provided in a prior cover page.

The information required on 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 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).

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1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Western Digital Corporation (33-0956711)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5. SOLE VOTING POWER

SHARES 0

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 1,034,226*

EACH 7. SOLE DISPOSITIVE POWER

REPORTING 0

PERSON 8. SHARED DISPOSITIVE POWER

WITH 1,034,226*

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,034,226*

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.2%

12. TYPE OF REPORTING PERSON*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

* Includes 10,993 shares of common stock issuable upon exercise of an immediately exercisable warrant to purchase Series E preferred stock of the

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Issuer. Western Digital Corporation beneficially owns these shares through its wholly-owned subsidiary, Western Digital Technologies, Inc.

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1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Western Digital Technologies, Inc. (f/k/a Western Digital Corporation)
(95-2647125)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF	5. SOLE VOTING POWER
SHARES	0

BENEFICIALLY	6. SHARED VOTING POWER
OWNED BY	1,034,226*

EACH	7. SOLE DISPOSITIVE POWER
REPORTING	0

PERSON	8. SHARED DISPOSITIVE POWER
WITH	1,034,226*

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,034,226*

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.2%

12. TYPE OF REPORTING PERSON*

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CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

* Includes 10,993 shares of common stock issuable upon exercise of an immediately exercisable warrant to purchase Series E preferred stock of the Issuer.

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ITEM 1(a). NAME OF ISSUER
Vixel Corporation

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
11911 North Creek Parkway South, Bothell, Washington 98011

ITEM 2(a). NAME OF PERSON FILING
See Item 1 of the respective cover sheets on pages 2 and 3 of this Amendment No. 1 to Schedule 13G. Western Digital Technologies, Inc. (f/k/a Western Digital Corporation) is a wholly-owned subsidiary of Western Digital Corporation.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE, OR, IF NONE, RESIDENCE
20511 Lake Forest Drive, Lake Forest, California 92630-7741

ITEM 2(c). CITIZENSHIP
Delaware

ITEM 2(d). TITLE OF CLASS OF SECURITIES
Common Stock, \$0.0015 Par Value Per Share

ITEM 2(e). CUSIP NUMBER
928552-10-8

ITEM 3. Not Applicable

ITEM 4. OWNERSHIP

(a) Amount Beneficially Owned: 1,034,226*

(b) Percent of Class: 4.2%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:
0

(ii) shared power to vote or to direct the vote:
1,034,226*

(iii) sole power to dispose or to direct the disposition of: 0

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(iv) shared power to dispose or to direct the disposition of: 1,034,226*

* Includes 10,993 shares of common stock issuable upon exercise of an immediately exercisable warrant held by Western Digital Technologies, Inc. to purchase Series E preferred stock of the Issuer.

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

[X]

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not Applicable

ITEM 7. IDENTIFICATION AND CLARIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not Applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not Applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not Applicable

ITEM 10. CERTIFICATION

Not Applicable

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SIGNATURE

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

DATED: February 27, 2002

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WESTERN DIGITAL CORPORATION

By: /s/ Raymond M. Bukaty

Raymond M. Bukaty
Assistant Secretary

WESTERN DIGITAL TECHNOLOGIES, INC.

By: /s/ Raymond M. Bukaty

Raymond M. Bukaty
Vice President, Corporate Law

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JOINT FILING AGREEMENT

This will confirm the agreement by and between the undersigned that Amendment No. 1 to the Schedule 13G filed on or about this date and any amendments thereto with respect to beneficial ownership by the undersigned of the shares of common stock, \$0.0015 par value per share, of Vixel Corporation, a Delaware corporation, is being filed jointly on behalf of each of the undersigned in accordance with Rule 13d-1(k)(1) of the Securities Exchange Act of 1934, as amended. This agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

WESTERN DIGITAL CORPORATION

By: /s/ Raymond M. Bukaty

Date: Februar

Name: Raymond M. Bukaty
Its: Assistant Secretary

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WESTERN DIGITAL TECHNOLOGIES, INC.

By: /s/ Raymond M. Bukaty

Date: Februar

Name: Raymond M. Bukaty

Its: Vice President, Corporate Law