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Washington, D.C. 20549 N Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. SECURITIES								OMB Number: Expires: Estimated a burden hou response			
(Print or Type F	Responses)										
CHEN JOHN S Symbol			r Name and Ticker or Trading DISNEY CO/ [DIS]				 Relationship of Reporting Person(s) to Issuer (Check all applicable) 				
(Last) 500 SOUTH STREET	500 SOUTH BUENA VISTA(Month/D12/31/20			-				Officer (give title Other (specify below) below)			
			endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	n Date, if	Code (Instr. 8)	4. Securit on(A) or Dia (Instr. 3, 4)	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
Disney Common Stock	12/31/2013			А	765.4 (1)	А	\$ 73.42	44,804.92	D		
Disney Common Stock								1,125	Ι	By Children	
Disney Common Stock								252	Ι	By Trust	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
CHEN JOHN S 500 SOUTH BUENA VISTA STREET BURBANK, CA 91521	C X							
Signatures								
Roger J. Patterson (POA on file)	01/03/2014							
**Signature of Reporting Person	Date							

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

187.3 of such stock units have been credited to the reporting person's account under The Walt Disney Company's Amended and Restated 1997 Non-Employee Directors Stock and Deferred Compensation Plan (or the 2011 Stock Incentive Plan, as successor plan thereto),

pursuant to the elective deferral provisions of the Plan. An additional 578.9 stock units were credited as a quarterly grant under the Plan, as described in the Company's compensation policy for non-employee directors. The total also reflects a deduction for cash paid in lieu of fractional shares when stock units are converted to shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.