

WALT DISNEY CO/  
Form 8-K  
March 14, 2008

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported):

March 14, 2008

**The Walt Disney Company**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**1-11605**  
(Commission File Number)

**500 South Buena Vista Street**

**Burbank, California 91521**

(Address of principal executive offices)(Zip Code)

**95-4545390**  
(IRS Employer

Identification No.)

Registrant's telephone number, including area code: (818) 560-1000

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**Not applicable**

**(Former name or address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On March 14, 2008, the Registrant issued a press release announcing that it has called for redemption on April 15, 2008 all of its outstanding 2.125% Convertible Senior Notes due 2023 (the Convertible Notes ). A copy of the press release is furnished herewith as Exhibit 99.1. A copy of the notice of redemption sent to holders of record of the Convertible Notes is furnished herewith as Exhibit 99.2.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

99.1 Press release of March 14, 2008

99.2 Notice of Redemption to the Holders of The Walt Disney Company 2.125% Convertible Senior Notes Due 2023

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

The Walt Disney Company

By: /s/ Roger J. Patterson  
Roger J. Patterson  
Managing Vice President, Counsel  
Registered In-House Counsel

Dated: March 14, 2008