WALT DISNEY CO/

Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Response) 1. Name and Address of Reporting Person* (Month/Day/Year) 1. Name and Address of Reporting Person* (Nonth/Day/Year) 1. Name and Address of Reporting Person (Nonth/Day/Year) 2. Issuer Name and Ticker or Trading Symbol (Check all applicable) 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 500 SOUTH BUENA VISTA 1. If Amendment, Date Original Filed(Month/Day/Year) 500 South More than One Reporting Person Person (Nonth/Day/Year) 500 South More than One Reporting Person (Nonth/Day/Yea	December	20, 2016										
Check this box if no longer subject to Section 16. SECURITIES Section 16. SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16(b) of the Investment Company Act of 1940 1. Name and Address of Reporting Person 2 Symbol WALT DISNEY CO/ [DIS] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, (A) or Sequentically of Securities Ownership (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 3) (Instr. 4) (Instr. 3) (Instr. 4) (Instr.		МЛ							OME	APPROVA	.L	
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses) I. Name and Address of Reporting Person 2 Symbol WALT DISNEY CO/ [DIS] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported (A) or Securities Acquired, Disposed of, or Indirect (Instr. 3) or Indirect (Instr. 4) or Indirect	1 0111	VI T UNITED	STATES S				COMM	ISSION		3235-	0287	
Central Control of Type Responses Control of Type Responses	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT OF CHANGES IN BENEFICIAL OWNED SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange A Section 17(a) of the Public Utility Holding Company Act of 19								NERSHIP OF Estimated average burden hours per response 0.5 e Act of 1934, f 1935 or Section			
1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading IGER ROBERT A WALT DISNEY CO/ [DIS] (Check all applicable) (A phicable Line) (Check all applicable) (A phicable Line) (Check all applicable) (A phicable Line) (Check all applicable) (Check all applicable) (A phicable Line) (Check all applicable) (Check all applicable) (A phicable Line) (Check all applicable) (Check all applicable) (A phicable Line) (Check all applicable) (A phicable Line) (Chairman and CEO (Chairman and CEO (Chairman and CEO (A papplicable Line) (A phicable Line		di detion										
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(Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)X Director 10% Owner 500 SOUTH BUENA VISTA 12/19/2016 A	ICED DODEDT A			Symbol	ymbol							
(Month/Day/Year) STREET (Month/Day/Year) 12/19/2016 (Street)			'	WALT DISNE	EY CO/ [DIS]			(Check	all applica	able)		
STREET (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (City) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired (A) or Securities (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3) (A) (Giv) (State) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Applicable Line) —X_ Form filed by One Reporting Person —Form filed by More than One Person —Form filed by More than One Person	(Last)	(First)	`									
Filed(Month/Day/Year) BURBANK, CA 91521 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date Security (Month/Day/Year) (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities Acquired (A) or Securities Ownership of Indirect (Instr. 3, 4 and 5) Beneficially Owned Form: Beneficially Owned (Instr. 4) (A) (A) (Instr. 3 and 4) (Instr. 3 and 4) (Instr. 4)	500 SOUTH BUENA VISTA 12/			•	X Officer (give title Other (specify below)							
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) or Security (Month/Day/Year) (Month/Day/Year) Execution Date, if TransactionDisposed of (D) Securities Ownership of Indirect (Instr. 3) Beneficially Owned Form: Beneficial		(Street)						Applicable Line) _X_ Form filed by One Reporting Person				
1.Title of Security (Month/Day/Year) Execution Date, if TransactiorDisposed of (D) Securities Ownership (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (A) (Instr. 3 and 4) (I) Securities Acquired (A) or Securities Acquired (A) or Securities Ownership of Indirect (Instr. 4) (Instr. 3 and 4) (I)	BURBAN	K, CA 91521						n filed by Me	ore than One	e Reporting		
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Code V Amount (D) Price (Instr. 4)	Security		Execution Da	te, if Transact Code Year) (Instr. 8)	ionDisposed of (Instr. 3, 4 and	(A) or	ŕ	Securities Beneficial Following Transaction	ly Owned Reported on(s)	Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

BURBANK, CA 91521							Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Ta	ble I - Non	-Derivative Securi	ities A	cquired, D	isposed of, or Benefi	cially Owned	l	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities AcquoiDisposed of (D) (Instr. 3, 4 and 5) Amount	(A) or (D)	A) or Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Disney Common Stock	12/19/2016		M	173,865.2048 (1)	A	\$ 105.66	1,435,910.2048	D		
Disney Common Stock	12/19/2016		F	90,723.2048	D	\$ 105.66	1,345,187	D		
Disney Common Stock							19,562.797 (3)	I	By 401(k)	
Disney Common							156	I	By Spouse	

Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactionDerivative Securities Code Acquired (A) or (Instr. 8) Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Sect (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ai Ni Sh
Restricted Stock Unit	<u>(4)</u>	12/19/2016		M		173,865.2048	<u>(1)</u>	12/19/2016	Disney Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Kelationships						
	Director	10% Owner	Officer	Other			
IGER ROBERT A							
500 SOUTH BUENA VISTA STREET	X		Chairman and CEO				

Signatures

BURBANK, CA 91521

Roger J. Patterson (POA 12/20/2016 on file)

**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).
- Vesting of shares connected with grant under The Walt Disney Company's 2002 Executive Performance Plan and 2011 Stock Incentive
- (1) Plan, previously reported on a Form 4 dated December 1, 2016. Includes dividend equivalents credited with respect to the award, pursuant to the terms thereof.
- The 90,723.2048 shares reported as a disposition represent an automatic reduction of shares issued to the reporting person to discharge (2) withholding tax obligations of reporting person and do not constitute an actual sale or other open-market transaction. The total also reflects a deduction for cash paid in lieu of fractional shares upon conversion of previously-granted units to shares.
- Shares held in The Walt Disney Stock Fund as of December 16, 2016. The Fund is one investment option in the 401(k) Plan and contains Company matching contributions.

Reporting Owners 2

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(4) Converts at 1-for-1.

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.