WALT DISNEY CO/

Form 4

January 06, 2017

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287

**OMB APPROVAL** 

Number:

January 31,

2005

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Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Middle)

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* WOODFORD BRENT

(First)

2. Issuer Name and Ticker or Trading Symbol

WALT DISNEY CO/[DIS]

3. Date of Earliest Transaction

(Month/Day/Year) 01/06/2017

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

500 SOUTH BUENA VISTA **STREET** 

> (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify below) EVP, Control, Fin Plan & Tax

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

BURBANK, CA 91521

(City)	(State)	(Zip) Tabl	e I - Non-D	<b>Derivative</b>	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Disney Common Stock	01/06/2017		M	2,000	A	\$ 31.12	27,744.663	D	
Disney Common Stock	01/06/2017		S	2,000 (1)	D	\$ 108.5	25,744.663	D	
Disney Common Stock							100	I	By Spouse in IRA
Disney Common							270.979 (2)	I	By 401(k)

Stock

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

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SEC 1474 (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. Transaction Code (Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. H Der Sec (Ins
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 31.12	01/06/2017		M	2,000	(3)	01/13/2020	Disney Common Stock	2,000	\$

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WOODFORD BRENT 500 SOUTH BUENA VISTA STREET BURBANK, CA 91521

EVP, Control, Fin Plan & Tax

### **Signatures**

Roger J. Patterson (POA on file) 01/06/2017

\*\*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).
- (1) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.
- (2) Shares held in The Walt Disney Stock Fund as of January 5, 2017. The Fund is one investment option in the 401(k) Plan and contains Company matching contributions.

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#### (3) The option is fully vested.

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.