



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

April 5, 2012

Via E-mail

James A. Rasulo  
Senior Executive Vice President and Chief Financial Officer  
The Walt Disney Company  
500 South Buena Vista Street  
Burbank, CA 91521

**Re: The Walt Disney Company  
Form 10-K for Fiscal Year Ended October 1, 2011  
Filed November 23, 2011  
File No. 001-11605**

Dear Mr. Rasulo:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Lyn Shenk

Lyn Shenk  
Branch Chief