#### Edgar Filing: WILSON GARY L - Form 4

Form 4	Ĺ										
March 02, 2005									PPROVAL		
Washington, D.C. 20549								N OMB Number:	3235-0287		
Check this box if no longer subject to Section 16.											
Form 4 orresponseForm 5obligationsobligationsFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section1(b).30(h) of the Investment Company Act of 1940									. 0.5		
(Print or Type Respo	onses)										
1. Name and Addre WILSON GAR	Symbol	er Name <b>an</b>		-	5. Relationship of Reporting Person(s) to Issuer						
<i>a</i> )		Middle)		DISNEY	L	-	(Check all applicable)				
(Last) 300 DELFERN	· · · · ·		of Earliest T Day/Year) 2005	ransactio	n	_X_ Director 10% Owner Officer (give title Other (specify below) below)					
	4. If Amendment, Date Original Filed(Month/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						
LOS ANGELES	5, CA 90077						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivativ	e Securities	Acquired, Disposed	of, or Beneficia	lly Owned		
	ansaction Date nth/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Dispose (Instr. 3	d (A) or d of (D) , 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report of	n a separate line	e for each cl	ass of sec	Code V urities bene							
					Pers info requ	ons who re mation cor ired to resp lays a curre	espond to the collect ntained in this forn pond unless the fo ently valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(In

	Derivative Security					(A) or Disposed (D) (Instr. 3, and 5)						
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 28.2	03/01/2	2005		А		6,000		<u>(1)</u>	03/01/2015	Disney Common Stock	6,000
Reporting Owners												
Reporting Owner Name / Address Director				<b>Relationsh</b> 10% Owner	<b>ips</b> Officer	Otl	ner					
WILSON	GARYL											

WILSON GARY L 300 DELFERN DRIVE LOS ANGELES, CA 90077

## Signatures

By: Joseph M. Santaniello (POA on file)

03/02/2005

#### \*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Options were granted under Disney's 1995 Stock Option Plan for Non-Employee Directors in a transaction exempt under Rule 16b-3. Options vest in five equal installments on each March 1 of 2006 through 2010.

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.