

**Reconciliation of Non-GAAP Financial Measures
To Corresponding GAAP Financial Measures
October 3, 2015**

Free cash flow, aggregate segment operating income, and earnings per share excluding certain items affecting comparability are not measures of performance defined by, or calculated in accordance with, generally accepted accounting principles (GAAP). These measures should not be considered in isolation, or as a substitute for the corresponding GAAP financial measure. These measures, as calculated by the Company, may not be comparable to similarly titled measures employed by other companies.

Free cash flow

The following table presents a reconciliation of the Company's consolidated cash provided by operations to free cash flow (unaudited, in millions):

| | Quarter Ended | | Change |
|--|--------------------|-----------------------|--------|
| | October 3, 2015 | September 27, 2014 | |
| Cash provided by operations | \$ 3,328 | \$ 3,105 | \$ 223 |
| Less: Investments in parks, resorts and other property | (1,204) | (1,063) | (141) |
| Free cash flow | \$ 2,124 | \$ 2,042 | \$ 82 |
| | | | 4% |

| | Year Ended | | Change |
|--|--------------------|-----------------------|----------|
| | October 3, 2015 | September 27, 2014 | |
| Cash provided by operations | \$ 10,909 | \$ 9,780 | \$ 1,129 |
| Less: Investments in parks, resorts and other property | (4,265) | (3,311) | (954) |
| Free cash flow | \$ 6,644 | \$ 6,469 | \$ 175 |
| | | | 3% |

The following table presents a summary of the Company's consolidated cash flows (unaudited, in millions):

| | Quarter Ended | | Year Ended | |
|---|--------------------|-----------------------|--------------------|-----------------------|
| | October 3, 2015 | September 27, 2014 | October 3, 2015 | September 27, 2014 |
| Cash provided by operations | \$ 3,328 | \$ 3,105 | \$ 10,909 | \$ 9,780 |
| Cash used in investing activities | (1,190) | (1,053) | (4,245) | (3,345) |
| Cash used in financing activities | (2,273) | (2,620) | (5,514) | (6,710) |
| Impact of exchange rates on cash and cash equivalents | (71) | (101) | (302) | (235) |
| Change in cash and cash equivalents | (206) | (669) | 848 | (510) |
| Cash and cash equivalents, beginning of period | 4,475 | 4,090 | 3,421 | 3,931 |
| Cash and cash equivalents, end of period | \$ 4,269 | \$ 3,421 | \$ 4,269 | \$ 3,421 |

Aggregate segment operating income

The following table presents a reconciliation of segment operating income to net income (unaudited, in millions):

| | Quarter Ended | | Year Ended | |
|---|--------------------|-----------------------|--------------------|-----------------------|
| | October 3, 2015 | September 27, 2014 | October 3, 2015 | September 27, 2014 |
| Segment operating income | \$ 3,534 | \$ 2,775 | \$ 14,681 | \$ 13,005 |
| Corporate and unallocated shared expenses | (202) | (203) | (643) | (611) |
| Restructuring and impairment charges | (53) | (73) | (53) | (140) |
| Other expense, net | — | — | — | (31) |
| Interest income/(expense), net | (55) | (38) | (117) | 23 |
| Income before income taxes | 3,224 | 2,461 | 13,868 | 12,246 |
| Income taxes | (1,483) | (836) | (5,016) | (4,242) |
| Net income | <u>\$ 1,741</u> | <u>\$ 1,625</u> | <u>\$ 8,852</u> | <u>\$ 8,004</u> |

Earnings per share excluding certain items affecting comparability

The following table reconciles reported EPS to EPS excluding certain items affecting comparability (unaudited):

| | Quarter Ended | | Year Ended | |
|--|--------------------|-----------------------|--------------------|-----------------------|
| | October 3, 2015 | September 27, 2014 | October 3, 2015 | September 27, 2014 |
| Diluted EPS as reported | \$ 0.95 | \$ 0.86 | \$ 4.90 | \$ 4.26 |
| Exclude: | | | | |
| Deferred tax asset write-off due to the Disneyland Paris recapitalization ⁽¹⁾ | 0.24 | — | 0.23 | — |
| Restructuring and impairment charges ⁽²⁾ | 0.02 | 0.03 | 0.02 | 0.05 |
| Other expense, net ⁽³⁾ | — | — | — | 0.01 |
| Diluted EPS excluding certain items affecting comparability ⁽⁴⁾ | <u>\$ 1.20</u> | <u>\$ 0.89</u> | <u>\$ 5.15</u> | <u>\$ 4.32</u> |

(1) The difference between the impact in the quarter and the year is due to a higher number of weighted average diluted shares outstanding for the full year.

(2) Charges for the current quarter and year totaled \$53 million (pre-tax and before noncontrolling interest) driven by a contract termination charge and severance costs. Charges for the prior-year quarter and year totaled \$73 million and \$140 million (pre-tax), respectively, driven by impairment of radio FCC licenses for the quarter, and severance costs.

(3) Significant items in the prior year include a loss from Venezuelan foreign currency translation (\$143 million pre-tax and before noncontrolling interest), a gain on the sale of property (\$77 million pre-tax) and income related to a portion of a settlement of an affiliate contract dispute (\$29 million pre-tax).

(4) May not equal the sum of the rows due to rounding.