

**Reconciliation of Non-GAAP Financial Measures
To Corresponding GAAP Financial Measures
December 27, 2014**

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
	December 27, 2014	December 28, 2013	
Cash provided by operations	\$ 1,855	\$ 1,212	\$ 643
Less: Investments in parks, resorts and other property	(998)	(658)	(340)
Free cash flow	\$ 857	\$ 554	\$ 303
			55%

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

	Quarter Ended	
	December 27, 2014	December 28, 2013
Cash provided by operations	\$ 1,855	\$ 1,212
Cash used in investing activities	(991)	(527)
Cash provided by/(used in) financing activities	897	(237)
Impact of exchange rates on cash and cash equivalents	(105)	18
Change in cash and cash equivalents	1,656	466
Cash and cash equivalents, beginning of period	3,421	3,931
Cash and cash equivalents, end of period	<u>\$ 5,077</u>	<u>\$ 4,397</u>

Aggregate segment operating income

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

	Quarter Ended	
	December 27, 2014	December 28, 2013
Segment operating income	\$ 3,545	\$ 3,020
Corporate and unallocated shared expenses	(125)	(116)
Restructuring and impairment charges	—	(19)
Other income, net	—	6
Interest income/(expense), net	(58)	49
Income before income taxes	3,362	2,940
Income taxes	(1,118)	(1,036)
Net income	<u>\$ 2,244</u>	<u>\$ 1,904</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		Change
	December 27, 2014	December 28, 2013	
Diluted EPS as reported	\$ 1.27	\$ 1.03	23%
Exclude:			
Restructuring and impairment charges ⁽¹⁾	—	0.01	nm
Diluted EPS excluding certain items affecting comparability ⁽²⁾	\$ 1.27	\$ 1.04	22%

(1) Charges for the prior-year quarter totaled \$19 million (pre-tax), primarily for an investment impairment and severance and contract termination costs.

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