This document is being provided for the exclusive use of JON KIM at CROWE HORWATH LLP

J.P.Morgan

Disney

Mixed FQ1 Expected, Though Solid Underlying Trends Maintain Attractive F2013 Outlook

FQ1 will likely be a slow start to an otherwise strong F2013 earnings and FCF outlook for Disney. We expect mixed results when the company reports Feb 5 reflecting several moving pieces related to calendar timing, programming shifts, and other unique comparisons vs. prior year. Most items have already been well communicated by the company, however, and our estimates remain unchanged at EPS of \$0.77 for the quarter while we continue to expect double-digit EPS growth for the year.

- Ratings headwinds at ESPN and ABC set up more modest results at Media Networks. ESPN saw lower ratings across its three main sports for the quarter: NFL, NCAA Football, and NBA. Monday Night Football tracked well through most of FQ1, but suffered from weak matchups to close the season. College football faced increased competition, particularly from Fox, as well as from the NFL Network on Thursdays. NBA ratings also declined from prior year (rights fees will also shift into the quarter). Despite the softer viewership we believe ad revenues were positive in the quarter thanks to strong upfront gains and continued attraction of live sports for advertisers. Management commented in early Dec that ESPN ad revenues were pacing up low single digits, in line with our estimate. Disney XD and ABC Family, meanwhile, delivered another quarter of ratings gains that should give a boost to ad performance; we forecast 3% cable ad growth in FQ1. In Broadcasting, we expect strong political ad dollars to offset lower ABC ratings (down ~8.5% on C3) and make goods to also deliver positive ad growth.
- Expect strong Parks growth in FQ1 driven by Cars Land, the Fantasy Ship, and re-opening of Fantasyland that should bring incremental attendance and elevated pricing. We project 10% domestic revenue growth with attendance gains of 3% (incl. a 1-2% shift into FQ2 around New Year's timing or ~\$30m in earnings) and high single digit pricing. On the cost side, these new attractions carry higher opex and the Fantasyland opening added ~\$10m in promotional spending. Expenses for the NextGen/MyMagic bracelet program will also be seen, though the system's full launch won't come until spring. We look for 50bps margin expansion in the quarter.
- Tough Studio comps despite success of *Ralph* and *Lincoln*. While the box office outperformance of *Wreck-It Ralph* and *Lincoln* should drive nice revenue gains in the quarter, studio earnings will likely be down meaningfully from last year's highly profitable *Lion King* re-release and *Cars 2* in-home. Looking ahead, *Oz* (3/8) will be a meaningful title to gauge whether Disney Studios is back on track and early buzz has been promising. Meanwhile, Pixar and Marvel appear set for a successful year.

FYE Sep	2012A	2013E	2014E
Diluted EPS (Reported)			
(\$)			
Q1 (Dec)	0.80	0.77	-
Q2 (Mar)	0.58	0.78	-
Q3 (Jun)	1.01	1.07	-
Q4 (Sep)	0.68	0.88	-
FY	3.07	3.49	3.95
Bloomberg EPS FY (\$)	3.08	3.42	3.89

Source: Company data, Bloomberg, J.P. Morgan estimates. Note: Quarterly EPS may not add up to fullyear numbers due to rounding. 'Bloomberg' above denotes Bloomberg consensus estimates.

See page 10 for analyst certification and important disclosures.

J.P. Morgan does and seeks to do business with companies covered in its research reports. As a result, investors should be aware that the firm may have a conflict of interest that could affect the objectivity of this report. Investors should consider this report as only a single factor in making their investment decision.

North America Equity Research 09 January 2013

Overweight

DIS, DIS US Price: \$50.78 Price Target: \$60.00

Media

Alexia S. Quadrani ^{AC} (1-212) 622-1896 alexia.quadrani@jpmorgan.com

Townsend Buckles, CFA, CPA (1-212) 622-0461 townsend.buckles@jpmorgan.com

Nadia Lovell (1-212) 622-4885

nadia.s.lovell@jpmorgan.com Caroline Anastasi

(1-212) 622-0138 caroline.e.anastasi@jpmorgan.com

J.P. Morgan Securities LLC

Company Data Price (\$)

Date Of Price

Mkt Cap (\$ mn)

Fiscal Year End

Shares O/S (mn)

Price Target End Date

Price Target (\$)

52-week Range (\$)



50.78

Sep

1,812

60.00

09 Jan 13

92,013.36

31 Dec 13

53.40 - 34.51

This document is being provided for the exclusive use of JON KIM at CROWE HORWATH LLP

Alexia S. Quadrani (1-212) 622-1896 alexia.quadrani@jpmorgan.com

- Affiliate/retrans renewals set up accelerated growth ahead for the company's most profitable business. Disney renewed both Cox and Charter at year end, supplementing Cablevision earlier in the quarter and Comcast at the start of last year. With the ESPN piece of Comcast kicking in this month (ABC retrans still to come as well), we expect these deals representing roughly 1/3rd of Disney's subs will drive higher growth starting FQ2 in at least the high single digits. Elevated increases should continue into 2015 as DirecTV, Dish, AT&T, and NCTC all remain to be renewed over the next 2 years, while reverse-retrans will also continue to phase in for ABC.
- Reiterate Overweight with attractive F2013/F2014 outlook, including high FCF growth. While FQ1 looks to be a slow start to the year, we find the F2013 outlook attractive, especially once affiliate renewals kick in this quarter. We expect strong growth from Media Networks to drive nice margin expansion as ESPN's biggest rights deals don't step up until later F2014. We see Parks as the other main driver of both revenue growth and FCF generation with nearly all the key attraction initiatives of the last several years now open/drawing revenue while capex has come down meaningfully. We project FCF to increase over 50% in F2013, much of which we expect to go toward share buybacks. At 14.5x EPS we continue to find shares attractive, trading below historical levels and at a premium to the market.

North America Equity Research 09 January 2013

J.P.Morgan

Table 1: F1Q13 Media Networks Ratings Performance

<u>change</u>
<u>PT</u>
g Rating
%) (3.4%)
%) (21.4%)
%) (9.4%)
5.3%
3% 20.0%
(12.6%)
(13.2%)
. ,
% 6.5%
5% (1.6%)
3% 11.1%
5

Source: Neilsen; J.P. Morgan

Table 2: F2013 Studio Release Slate

		Dist	Scheduled
Title	Studio	Only	Release
Frankenweenie	Disney		10/5/12
Wreck-It Ralph	Dis Animation		11/2/12
Lincoln	DreamWorks	\checkmark	11/9/12
Monsters Inc (3D re-release)	Pixar		12/19/13
Oz: The Great and Powerful	Disney		3/8/13
Iron Man 3	Marvel		5/3/13
Monsters University	Pixar		6/21/13
The Lone Ranger	Disney		7/3/13
Planes	Disney		8/9/13
The Little Mermaid (3D re-release)	Pixar		9/13/13

Source: Box Office Mojo; company reports; J.P. Morgan.

Investment Thesis

Reiterate Overweight. We believe Disney's collection of premium assets and brands will continue to drive attractive, steady earnings and robust FCF growth to shareholders. At 14.5x our F2013 EPS, shares trade at a discount to historical levels and premiums to the S&P, which we see as unwarranted.

Valuation

Our year-end 2013 price target is \$60 based on a forward P/E of ~15x applied to our 2014 EPS estimate and representing a roughly 15% premium over the S&P 500 multiple - in line with the historical average at 15-20% – which we believe is warranted given the company's robust EPS and FCF growth outlook over the next two years. We also believe Disney's strong brands, unique assets (e.g. ESPN, Walt Disney World), and high cash flows contribute to this premium valuation. This target multiple still remains at a discount to Disney's historical three, five and ten year average P/E ratios.

North America Equity Research 09 January 2013

J.P.Morgan

Risks to Rating and Price Target

- Weaker than expected advertising revenue, particularly at ESPN.
- Weaker than expected Parks attendance and Resorts occupancy.
- Studio business tends to be volatile and has a close tie to the Consumer Products business.
- Interactive Media investments have had mixed results and may continue to be a drag on profitability and cash flow.

North America Equity Research 09 January 2013 J.P.Morgan

Table 3: Disney Income Statement

f in millions	c otateme											
\$ in millions												
Fiscal Year End Sep	1Q′	2 2Q12	2 3Q12	4Q12	1Q13E	2Q13E	3Q13E	4Q13E	2011	2012	2013E	2014E
REVENUES	\$ 0.00	0 00 407	#0.040	#0.505	¢0.400	¢0.007	¢0.000	¢4.000	¢40.077	¢40.004	¢44 700	AC 700
Cable Networks	\$3,30		\$3,610	\$3,535	\$3,489	\$3,387	\$3,903	\$4,000	\$12,877	\$13,621	\$14,780	\$15,780
% change	7.9			2.0%	5.5%	7.0%	8.1%	13.1%	12.2%	5.8%	8.5%	6.8%
Broadcasting	\$1,47 -6.8		\$1,474 2.9%	\$1,346 <i>1.1%</i>	\$1,500 2.0%	\$1,569 2.9%	\$1,494 <i>1.3%</i>	\$1,328 <i>-1.3%</i>	\$5,837 2.6%	\$5,815 -0.4%	\$5,891 <i>1.3%</i>	\$6,087 3.3%
% change Parks & Resorts			3,441		3,423	3,061		-1.3% 3,627		-0.4% 12,920		3.3% 14,534
% change	3,15 10.0			3,425 9.5%	3,423 8.5%	5.6%	3,664 6.5%	5.9%	11,797 9.6%	9.5%	13,775 6.6%	5.5%
Studio Entertainment	1,618.		1.625.0	1,402.0	1,523.7	1,366.4	1,634.5	1,488.3	6.351.0	5,825.0	6,012.8	6,305.7
% change	-16.3	,	,	-3.9%	-5.8%	15.8%	0.6%	6.2%	-5.2%	-8.3%	3.2%	4.9%
Consumer Products	948.		742.0	883.0	1,012.8	738.2	806.2	983.1	3,049.0	3,252.0	3,540.3	3,794.6
% change	2.8			8.2%	6.8%	8.7%	8.6%	11.3%	13.9%	6.7%	8.9%	7.2%
Interactive Media	279.		137.0	191.0	293.0	196.9	150.7	210.1	982.0	786.0	850.7	978.2
% change	-20.1			-14.3%	5.0%	10.0%	10.0%	10.0%	29.0%	-20.0%	8.2%	15.0%
Total Revenue	\$ 10,77			\$ 10,782	\$ 11,241	\$ 10,318			\$ 40,893	\$ 42,219	\$ 44,849	
% change	0.6			3.4%	4.3%	7.2%	5.7%	7.9%	7.4%	3.2%	6.2%	5.9%
-	0.0		0.070	0.170	1.070	7.270	0.770	1.070	1.170	0.270	0.270	0.070
OPERATING INCOME												
Cable Networks	96	,	1,858	1,379	907	1,677	2,049	1,720	5,233	5,704	6,353	6,785
% change	25.4			9.4%	-6.2%	11.8%	10.3%	24.7%	17.0%	9.0%	11.4%	6.8%
segment margin	29.2			39.0%	26.0%	49.5%	52.5%	43.0%	40.6%	41.9%	43.0%	43.0%
Broadcasting	22		268	192	270	267	269	213	913	915	1,018	1,108
% change	-23.4			-4.5%	19.4%	16.5%	0.3%	10.7%	38.5%	0.2%	11.3%	8.8%
segment margin	15.4			14.3%	18.0%	17.0%	18.0%	16.0%	15.6%	15.7%	17.3%	18.2%
Parks & Resorts	55		630	497	618	293	694	556	1,553	1,902	2,161	2,414
% change	18.2			18.1%	11.7%	32.1%	10.2%	11.9%	17.8%	22.5%	13.6%	11.7%
segment margin	17.5			14.5%	18.0%	9.6%	18.9%	15.3%	13.2%	14.7%	15.7%	16.6%
Studio Entertainment	41			80	252	137	264	90	618	722	743	719
% change	10.1			-31.6%	-38.9%	-263.0%	-15.8%	12.8%	-10.8%	16.8%	2.9%	-3.2%
segment margin	25.5			5.7%	16.6%	10.0%	16.1%	6.1%	9.7%	12.4%	12.4%	11.4%
Consumer Products	31		209	267	357	166	217	309	816	937	1,049	1,120
% change	0.3			29.0%	14.2%	11.9%	3.8%	15.6%	20.5%	14.8%	11.9%	6.8%
segment margin	33.0			30.2%	35.3%	22.4%	26.9%	31.4%	26.8%	28.8%	29.6%	29.5%
Interactive Media	(2		. ,	(76)	(10)	(30)	(20)	()	(308)	(216)	(80)	20
Corporate (expense)	(10	, , ,	,	(140)	(110)	(124)		, ,	(459)	(474)	(484)	(501)
% change	-4.5			12.9%	3.0%	3.0%	3.0%	0.0%	9.3%	3.3%	2.1%	3.5%
Restructuring Charges		6) (38)		(49)	-	-	-	-	(55)	(100)	-	-
Total Operating Income	\$ 2,33			\$ 2,150	\$ 2,284	\$ 2,386	\$ 3,363	\$ 2,728	\$ 8,311		\$ 10,760	\$ 11,665
% change	11.9			8.6%	-2.0%	33.5%	7.7%	26.9%	20.5%	13.0%	14.6%	8.4%
% of revenue	21.6			19.9%	20.3%	23.1%			20.3%	22.2%	24.0%	24.6%
Income Before Tax	\$2,24		\$3,029	\$2,114	\$2,190	\$2,289	\$3,266	\$2,631	\$8,043	\$9,260	\$10,375	\$11,280
Income Taxes	(72	, , , ,		(724)	(745)	(778)	(1,110)		(2,785)	(3,087)	(3,528)	(3,835)
Tax rate	32.1			34.2%	34.0%	34.0%	34.0%	34.0%	34.6%	33.3%	34.0%	34.0%
Minority Interest	(5		. ,	(146)	. ,	(87)	(215)	, ,	(451)	(491)	(516)	(541)
Net Income	\$1,46		\$1,831	\$1,244	\$1,386	\$1,423	\$1,940	\$1,583	\$4,807	\$5,682	\$6,332	\$6,903
% change	12.4			14.4%	-5.3%	24.5%	6.0%	27.2%	21.3%	18.2%	11.4%	9.0%
Avg Diluted Shares	1,82	4 1,818	1,812	1,817	1,804	1,831	1,812	1,802	1,909	1,818	1,812	1,746
GAAP Diluted EPS	\$0.8	0 \$0.63	\$1.01	\$0.68	\$0.77	\$0.78	\$1.07	\$0.88	\$2.52	\$3.13	\$3.49	\$3.95
% change	18.8	% 29.1%	30.9%	17.4%	-4.3%	23.6%	6.0%	28.3%	23.8%	24.1%	11.8%	13.2%
Operating EPS, recurring	\$0.8	0 \$0.58	\$1.01	\$0.68	\$0.77	\$0.78	\$1.07	\$0.88	\$2.51	\$3.07	\$3.49	\$3.95
% change	20.0			16.8%	-4.3%	34.3%	6.0%	29.0%	23.4%	22.3%	43.49 13.7%	43.95 13.2%
D&A	40	5 100	522	100	507	550	E71	557	1 0/1	1 007	2 200	2 200
	48			492	527	553	571 2 022	557 2 285	1,841	1,987	2,208	2,298
EBITDA	2,81		3,644	2,642	2,812	2,938	3,933	3,285	10,152	11,377	12,968	13,963
% change	11.3			8.2%	-0.1%	29.2%	7.9%	24.3%	17.9%	12.1%	14.0%	7.7%
% of revenue	26.1	% 23.6%	33.0%	24.5%	25.0%	28.5%	33.8%	28.2%	24.8%	26.9%	28.9%	29.4%

North America Equity Research 09 January 2013

J.P.Morgan

Table 4: Disney Media Networks

in millions												
Fiscal	1Q12	2Q12	3Q12	4Q12	1Q13E	2Q13E	3Q13E	4Q13E	2011	2012	2013E	2014E
Calendar	Dec-11	Mar-12	Jun-12	Sep-12	Dec-12	Mar-13	Jun-13	Sep-13	Sep-11	Sep-12	Sep-13	Sep-14
Revenues												
Affiliate Fees	2,060	2,150	2,565	2,585	2,200	2,354	2,809	2,831	8,790	9,360	10,194	11,111
% change	11.4%	10.1%	0.0%	6.7%	6.8%	9.5%	9.5%	9.5%	8.8%	6.5%	8.9%	9.0%
% of segment revenue	43.1%	45.8%	50.5%	53.0%	44.1%	47.5%	52.0%	53.1%	47.0%	48.2%	49.3%	50.8%
% of cable revenue	75.0%	75.0%	75.0%	75.0%	75.0%	75.0%	75.0%	75.0%	68.3%	68.7%	69.0%	70.4%
Advertising	2,207	1,852	2,020	1,620	2,251	1,895	2,090	1,720	7,598	7,699	7,956	8,235
% change	-2.4%	7.2%	5.6%	-4.5%	2.0%	2.3%	3.4%	6.2%	8.1%	1.3%	3.3%	3.5%
% of segment revenue	46.2%	39.5%	39.7%	33.2%	45.1%	38.2%	38.7%	32.3%	40.6%	39.6%	38.5%	37.7%
% of company revenue	20.5%	19.2%	18.3%	15.0%	20.0%	18.4%	17.9%	14.8%	18.6%	18.2%	17.7%	17.3%
Cable Networks advertising	1,115	850	974	846	1,148	893	1,023	931	3,522	3,785	3,994	4,194
% change	1.8%	13.2%	13.4%	3.5%	3.0%	5.0%	5.0%	10.0%	15.4%	7.5%	5.5%	5.0%
% of cable revenue	33.7%	26.8%	27.0%	23.9%	32.9%	26.3%	26.2%	23.3%	27.4%	27.8%	27.0%	26.6%
Broadcasting advertising	1,092	1,002	1,046	774	1,103	1,002	1,067	789	4,076	3,914	3,961	4,041
% change	-6.3%	2.6%	-0.8%	-11.9%	1.0%	0.0%	2.0%	2.0%	2.5%	-4.0%	1.2%	2.0%
% of broadcast revenue	74.3%	65.7%	71.0%	57.5%	73.5%	63.9%	71.4%	59.4%	69.8%	67.3%	67.2%	66.4%
Other	512	690	499	676	538	707	499	777	2,326	2,377	2,521	2,584
% change	-4.1%	7.5%	6.2%	-0.6%	5.0%	2.5%	0.0%	15.0%	13.4%	2.2%	6.1%	2.5%
% of total revenue	10.7%	14.7%	9.8%	13.8%	10.8%	14.3%	9.2%	14.6%	12.4%	12.2%	12.2%	11.8%
Total Media Networks revenue	4,779	4,692	5,084	4,881	4,989	4,956	5,397	5,328	18,714	19,436	20,670	21,867
% change	2.9%	8.6%	2.7%	1.7%	4.4%	5.6%	6.2%	9.2%	9.0%	3.9%	6.4%	5.8%
Cable Networks revenue	3,309	3,167	3,610	3,535	3,489	3,387	3,903	4,000	12,877	13,621	14,780	15,780
% change	7.9%	12.1%	2.7%	2.0%	5.5%	7.0%	8.1%	13.1%	12.2%	5.8%	8.5%	6.8%
% of total revenue	69.2%	67.5%	71.0%	72.4%	69.9%	68.3%	72.3%	75.1%	68.8%	70.1%	71.5%	72.2%
Broadcasting revenue	1,470	1,525	1,474	1,346	1,500	1,569	1,494	1,328	5,837	5,815	5,891	6,087
% change	-6.8%	1.9%	2.9%	1.1%	2.0%	2.9%	1.3%	-1.3%	2.6%	-0.4%	1.3%	3.3%
% of total revenue	30.8%	32.5%	29.0%	27.6%	30.1%	31.7%	27.7%	24.9%	31.2%	29.9%	28.5%	27.8%
Cable expenses	2,342.0	1,667.0	1,752.0	2,156.0	2,582.2	1,710.5	1,854.2	2,279.8	7,644.0	7,917.0	8,426.7	8,994.6
% change	2.0%	13.5%	4.8%	-2.3%	10.3%	2.6%	5.8%	5.7%	9.2%	3.6%	6.4%	6.7%
% of cable revenue	70.8%	52.6%	48.5%	61.0%	74.0%	50.5%	47.5%	57.0%	59.4%	58.1%	57.0%	57.0%
Broadcasting expenses	1,244.0	1,296.0	1,206.0	1,154.0	1,229.6	1,302.1	1,224.9	1,115.9	4,924.0	4,900.0	4,872.6	4,978.9
% change	-3.0%	-2.5%	1.9%	2.1%	-1.2%	0.5%	1.6%	-3.3%	-2.1%	-0.5%	-0.6%	2.2%
% of b'casting revenue	84.6%	85.0%	81.8%	85.7%	82.0%	83.0%	82.0%	84.0%	84.4%	84.3%	82.7%	81.8%
Cable Networks operating income	967	1,500	1,858	1,379	907	1,677	2,049	1,720	5,233	5,704	6,353	6,785
% change	25.4%	10.5%	0.8%	9.4%	-6.2%	11.8%	10.3%	24.7%	17.0%	9.0%	11.4%	6.8%
Cable Margin	29.2%	47.4%	51.5%	39.0%	26.0%	49.5%	52.5%	43.0%	40.6%	41.9%	43.0%	43.0%
Broadcasting operating income	226	229	268	192	270	267	269	213	913	915	1,018	1,108
% change	-23.4%	37.1%	7.2%	-4.5%	19.4%	16.5%	0.3%	10.7%	38.5%	0.2%	11.3%	8.8%
B'cast Margin	15.4%	15.0%	18.2%	14.3%	18.0%	17.0%	18.0%	16.0%	15.6%	15.7%	17.3%	18.2%
Operating Income	1,193	1,729	2,126	1,571	1,177	1,943	2,318	1,932	6,146	6,619	7,371	7,893
% change	11.9%	13.5%	1.5%	7.5%	-1.3%	12.4%	9.0%	23.0%	19.8%	7.7%	11.4%	7.1%
% of segment revenue	25.0%	36.8%	41.8%	32.2%	23.6%	39.2%	43.0%	36.3%	32.8%	34.1%	35.7%	36.1%

North America Equity Research 09 January 2013

J.P.Morgan

Table 5: Disney Parks & Resorts

\$ in millions

Fiscal Calendar	Q1-12 Dec-11	Q2-12 Mar-12			Q3-13E Dec-12	Q4-13E Mar-13	Q3-13E Jun-13	Q4-13E Sep-13	2011 Sep-11	2012 Sep-12	2013E Sep-13	2014E Sep-14
Domestic Parks & Resorts Revenue	2,503	2,395	2,789	2,652	2,762	2,553	3,001	2,832	9,302	10,339	11,148	11,776
Y/Y Change	2,303 11.3%	2,393	10.2%	12.2%	10.3%	2,333 6.6%	7.6%	2,032 6.8%	9,302 10.7%	11.1%	7.8%	5.6%
% of total	79.3%	82.6%	81.1%	77.4%	80.7%	83.4%	81.9%	78.1%	78.9%	80.0%	80.9%	81.0%
US Parks	19.370	02.070	01.170	11.470	00.776	03.470	01.970	10.170	10.9%	00.0%	00.970	01.070
US Attendance, M	18.1	17.7	18.5	17.9	18.7	17.7	19.0	18.1	69.9	72.3	73.5	74.3
y/y Change	3.0%	7.0%	1.0%	3.0%	3.0%	0.0%	3.0%	1.0%	1.3%	3.4%	1.8%	1.0%
US Per Capita Guest Spending, \$	\$72.7	\$75.0	\$75.6	\$76.8	\$77.7	\$78.7	\$79.4	\$80.6	\$70.1	\$75.0	\$79.1	\$83.1
	\$12.1 8.0%	\$75.0 5.0%	\$75.0 8.0%		۹۲۲.۲ 7.0%	\$70.7 5.0%	\$79.4 5.0%	\$60.6 5.0%	\$70.1 7.7%	\$75.0 7.0%	5.5%	۵۵۵.۱ 5.0%
y/y Change US Parks Revenue				7.0%					4,897			
	1,317 11.2%	1,328	1,397	1,378 10.2%	1,451 10.2%	1,395 5.0%	1,511 <i>8.1%</i>	1,461	4,097 9.1%	5,420	5,818 7.3%	6,170
y/y Change	11.2%	12.4%	9.1%	10.2%	10.2%	5.0%	8.1%	6.1%	9.1% 52.6%	10.7% 52.4%	7.3% 52.2%	6.1% 52.4%
US Hotels (incl Vacation Club rentals, ex	cludes cruis	se ships)								•=••••		
US Occupancy Rate	85%	82%	79%	78%	86%	82%	81%	81%	82%	81%	82%	82%
US Available Room Nights (in thousands)	2,405	2,449	2,455	2,541	2,434	2,473	2,455	2,541	9,625	9,850	9,903	10,002
y/y Change	1.0%	1.2%	2.0%	5.1%	1.2%	1.0%	0.0%	0.0%	0.0%	2.3%	0.5%	1.0%
US Per Room Guest Spending (dollars)	\$ 256	\$ 250	\$ 279	\$ 246	\$ 271	\$ 265	\$ 296	\$ 261	\$ 241	\$ 258	\$ 273	\$ 287
y/y Change	5.8%	7.3%	6.5%	8.0%	6.0%	6.0%	6.0%	6.0%	7.7%	6.8%	6.0%	5.0%
US Hotels Revenue	523	502	541	488	568	537	588	537	1,903	2,054	2,230	2,351
y/y Change	6.8%	10.0%	5.9%	9.3%	8.5%	7.1%	8.7%	10.1%	8.8%	7.9%	8.6%	5.4%
Other (Cruise Line, Vac Club, Othe Fla O	663	564	851	787	742	621	902	834	2,502	2,865	3,099	3,254
y/y Change	15.2%	9.0%	14.9%	17.8%	12.0%	10.0%	6.0%	6.0%	15.5%	14.5%	8.2%	5.0%
% of US P&R revenue	26.5%	23.6%	30.5%	29.7%	26.9%	24.3%	30.1%	29.4%	26.9%	27.7%	27.8%	27.6%
Int'l Parks & Resorts Revenue	652	504	652	773	661	508	664	795	2,495	2,581	2,627	2,759
Y/Y Change	5.3%	6.6%	2.2%	1.0%	1.4%	0.7%	1.8%	2.9%	5.9%	3.4%	1.8%	5.0%
% of total	20.7%	17.4%	18.9%	22.6%	19.3%	16.6%	18.1%	21.9%	21.1%	20.0%	19.1%	19.0%
Euro Disney, Hong Kong	561	432	588	692	561	443	603	709	2,278	2,273	2,316	2,432
y/y Change	4.3%	-0.7%	-3.3%	-0.7%	0.0%	2.5%	2.5%	2.5%	7.8%	-0.2%	1.9%	5.0%
% of Intl	86.0%	85.7%	90.2%	89.5%	84.9%	87.2%	90.8%	89.2%	91.3%	88.1%	88.1%	88.1%
% of total segment	17.8%	14.9%	17.1%	20.2%	16.4%	14.5%	16.4%	19.6%	19.3%	17.6%	16.8%	16.7%
Tokyo Disney royalties	91	72	64	81	100	65	61	86	217	308	312	327
y/y Change	12.3%	89.5%	113.3%	19.1%	10.0%	-10.0%	-5.0%	6.0%	-10.7%	41.9%	1.2%	5.0%
% of Intl	14.0%	14.3%	9.8%	10.5%	15.1%	12.8%	9.2%	10.8%	8.7%	11.9%	11.9%	11.9%
% of total segment	2.9%	2.5%	1.9%	2.4%	2.9%	2.1%	1.7%	2.4%	1.8%	2.4%	2.3%	2.3%
Total Parks & Resorts Revenue	\$ 3,155	\$ 2,899	\$ 3,441	\$ 3,425	\$ 3,423	\$ 3,061	\$ 3,664	\$ 3,627	\$ 11,797	\$ 12,920	\$ 13,775	\$ 14,534
Y/Y Change	10.0%	10.2%	8.5%	9.5%	8.5%	5.6%	6.5%	5.9%	9.6%	9.5%	6.6%	5.5%
				• · -				<i></i>				
Domestic Operating Income (est)	440	226	502	248	483	294	570	311	1,188	1,416	1,659	1,884
y/y change	21.7%	26.2%	15.1%	17.3%	10.0%	30.0%	13.5%	25.6%	20.1%	19.2%	40.5%	90.4%
% of domestic revenue	17.6%	9.4%	18.0%	9.4%	17.5%	11.5%	19.0%	11.0%	12.8%	13.7%	14.9%	16.0%
Euro/HK/Shanghai Operating Income	27	(74)		170	39	(62)	66	163	159	179	207	219
y/y change	-10.0%	5.7%	3.7%	17.2%	45.4%	-16.2%	18.4%	-4.0%	44.5%	12.6%	15.5%	5.9%
% of int'l revenue	4.8%	-17.1%	9.5%	24.6%	7.0%	-14.0%	11.0%	23.0%	7.0%	7.9%	8.9%	9.0%
Tokyo Operating Income (est)	86	70	72	79	95	62	58	82	206	307	296	311
y/y change	12.3%	94.5%	151.5%	22.3%	10.0%	-12.3%	-19.4%	3.3%	-5.7%	49.1%	50.2%	42.1%
% of Tokyo revenue	95.0%	97.5%	112.0%	97.5%	95.0%	95.0%	95.0%	95.0%	95.0%	99.8%	95.0%	95.0%
Total Operating Income	\$ 553	\$ 222	\$ 630	\$ 497	\$ 618	\$ 293		\$ 556	\$ 1,553	\$ 1,902	\$ 2,161	\$ 2,414
y/y change	18.2%	53.1%	21.4%	18.1%	11.7%	32.1%	10.2%	11.9%	17.8%	22.5%	13.6%	11.7%
Operating Margin	17.5%	7.7%	18.3%	14.5%	18.0%	9.6%	18.9%	15.3%	13.2%	14.7%	15.7%	16.6%

North America Equity Research 09 January 2013

J.P.Morgan

Table 6: Disney Studio

\$	in	mil	lions
Ψ		11111	110113

Fiscal	1Q12	2Q12	3Q12	4Q12	1Q13E	2Q13E	3Q13E	4Q13E	2011	2012	2013E	2014E
Calendar	Dec-11	Mar-12	Jun-12	Sep-12	Dec-12	Mar-13	Jun-13	Sep-13	Sep-11	Sep-12	Oct-12	Oct-12
Revenues												
Theatrical distribution	139	220	834	277	209	297	751	360	1,733	1,470	1,616	1,681
% change	-57.8%	-25.7%	24.5%	-36.8%	50.0%	35.0%	-10.0%	30.0%	-15.5%	-15.2%	9.9%	4.0%
Home entertainment	1,004	426	239	552	828	469	263	469	2,435	2,221	2,029	2,080
% change	-3.7%	-20.5%	-44.5%	29.9%	-17.5%	10.0%	10.0%	-15.0%	-8.7%	-8.8%	-8.6%	2.5%
TV distribution, other	475	534	552	573	487	601	621	659	2,183	2,134	2,368	2,545
% change	-15.2%	5.1%	6.4%	-3.9%	2.5%	12.5%	12.5%	15.0%	10.0%	-2.2%	10.9%	7.5%
Total Studio Entertainment Revenue	1,618	1,180	1,625	1,402	1,524	1,366	1,635	1,488	6,351	5,825	6,013	6,306
% change	-16.3%	-11.9%	0.3%	-3.9%	-5.8%	15.8%	0.6%	6.2%	-5.2%	-8.3%	3.2%	4.9%
Operating Expenses	695	732	746	735	747	658	768	772	3,136	2,908	2,945	3,133
% change	-22.7%	11.1%	-14.7%	4.6%	7.5%	-10.1%	2.9%	5.0%	-9.6%	-7.3%	1.3%	6.4%
% of segment revenue	43.0%	62.0%	45.9%	52.4%	49.0%	48.1%	47.0%	51.9%	49.4%	49.9%	49.0%	49.7%
SG&A and Other	473	505	516	559	487	530	542	587	2,465	2,053	2,146	2,253
% change	-25.0%	-11.4%	-21.7%	-7.6%	3.0%	5.0%	5.0%	5.0%	0.6%	-16.7%	4.5%	5.0%
% of segment revenue	29.2%	42.8%	31.8%	39.9%	32.0%	38.8%	33.1%	39.4%	38.8%	35.2%	35.7%	35.7%
EBITDA	450	(57)	363	108	289	178	325	130	750	864	922	919
% change	11.9%	-151.4%	322.1%	-28.5%	-35.7%	-412.7%	-10.5%	20.0%	-4.1%	15.2%	6.7%	-0.3%
% of segment revenue	27.8%	-4.8%	22.3%	7.7%	19.0%	13.0%	19.9%	8.7%	11.8%	14.8%	15.3%	14.6%
D&A	37	27	50	28	37	41	61	39	132	142	179	200
Operating Income	413	(84)	313	80	252	137	264	90	618	722	743	719
% change	10.1%	-209.1%	538.8%	-31.6%	-38.9%	-263.0%	-15.8%	12.8%	-10.8%	16.8%	2.9%	-3.2%
% of segment revenue	25.5%	-7.1%	19.3%	5.7%	16.6%	10.0%	16.1%	6.1%	9.7%	12.4%	12.4%	11.4%
Source: Company reports and LP. Morgan es	stimatos			•								

Source: Company reports and J.P. Morgan estimates.

Table 7: Disney Consumer Products

\$ in millions												
Fiscal	1Q12	2Q12	3Q12	4Q12	1Q13E	2Q13E	3Q13E	4Q13E	2011	2012	2013E	2014E
Calendar	Dec-11	Mar-12	Jun-12	Sep-12	Dec-12	Mar-13	Jun-13	Sep-13	Sep-11	Sep-12	Sep-13	Sep-14
Revenues												
Licensing and publishing	527	436	501	592	567	471	541	663	1,933	2,056	2,242	2,398
% change	1.9%	9.8%	9.2%	5.7%	7.5%	8.0%	8.0%	12.0%	12.1%	6.4%	9.0%	7.0%
% of segment revenue	55.6%	64.2%	67.5%	67.0%	55.9%	63.8%	67.1%	67.4%	63%	63%	63%	63%
Retail and other	421	243	241	291	446	267	265	320	1,116	1,196	1,299	1,396
% change	4.0%	6.1%	6.6%	13.7%	6.0%	10.0%	10.0%	10.0%	17.1%	7.2%	8.6%	7.5%
% of segment revenue	44.4%	35.8%	32.5%	33.0%	44.1%	36.2%	32.9%	32.6%	37%	37%	37%	37%
Total Consumer Products Revenue	948	679	742	883	1,013	738	806	983	3,049	3,252	3,540	3,795
% change	2.8%	8.5%	8.3%	8.2%	6.8%	8.7%	8.6%	11.3%	13.9%	6.7%	8.9%	7.2%
Operating Expenses	408	294	307	375	422	318	333	402	1,334	1,384	1,475	1,583
% change	1.5%	3.9%	1.0%	8.7%	3.5%	8.1%	8.6%	7.1%	7.9%	3.7%	6.6%	7.3%
% of segment revenue	43.0%	43.3%	41.4%	42.5%	41.7%	43.1%	41.4%	40.9%	43.8%	42.6%	41.7%	41.7%
SG&A and Other	199	208	197	212	204	220	222	239	794	816	885	955
% change	9.3%	19.5%	-1.5%	-10.9%	2.5%	6.0%	12.5%	12.5%	15.6%	2.8%	8.4%	8.0%
% of segment revenue	21.0%	30.6%	26.5%	24.0%	20.1%	29.9%	27.5%	24.3%	26.0%	25.1%	25.0%	25.2%
EBITDA	341	177	238	296	386	200	251	343	921	1,052	1,180	1,257
% change	0.9%	4.7%	31.5%	27.0%	13.3%	12.9%	5.5%	15.9%	22.0%	14.2%	12.2%	6.4%
% of segment revenue	36.0%	26.1%	32.1%	33.5%	38.2%	27.1%	31.2%	34.9%	30.2%	32.3%	33.3%	33.1%
D&A	28	29	29	29	29	34	34	34	105	115	132	137
Operating Income	313	148	209	267	357	166	217	309	816	937	1,049	1,120
% change	0.3%	4.2%	34.8%	29.0%	14.2%	11.9%	3.8%	15.6%	20.5%	14.8%	11.9%	6.8%
% of segment revenue	33.0%	21.8%	28.2%	30.2%	35.3%	22.4%	26.9%	31.4%	26.8%	28.8%	29.6%	29.5%

North America Equity Research 09 January 2013 J.P.Morgan

Disney: Summary of Financials

Income Statement - Annual	FY12A	FY13E	FY14E	FY15E	Income Statement - Quarterly	1Q13E	2Q13E	3Q13E	4Q13E
Revenues	42,219	44,849	-	-	Revenues	-	-	-	-
Operating Income	9,964	11,244	-	-	Operating Income	-	-	-	-
D&A	1,987	2,208	-	-	D&A	-	-	-	-
EBITDA	11,377	12,968	-	-	EBITDA	-	-	-	-
Net interest income / (expense)	(369)	(395)	-	-	Net interest income / (expense)	-	-	-	-
Other income / (expense)	239	0	-	-	Other income / (expense)	-	-	-	-
Pretax income	9,260	10,365	-	-	Pretax income	-	-	-	-
Income taxes	(3,087)	(3,524)	-	-	Income taxes	-	-	-	-
Net income	5,682	6,326	-	-	Net income	-	-	-	-
Weighted average diluted shares	1,818	1,812	-	-	Weighted average diluted shares	-	-	-	-
EPS - GAAP	3.07	3.49	3.95	-	EPS - GAAP	0.77	0.78	1.07	0.88
Balance Sheet and Cash Flow Data	FY12A	FY13E	FY14E	FY15E	Ratio Analysis	FY12A	FY13E	FY14E	FY15E
Cash and cash equivalents	3,387	3,919	-	-	Sales growth	3.2%	6.2%	-	-
Accounts receivable	6,540	7,040	-	-	EBITDA growth	12.1%	14.0%	-	-
Other current assets	3,782	4,048	-	-	EPS growth	24.1%	11.7%	-	-
Current assets	13,709	15,007	-	-					
PP&E	21,512	19,087	-	-	EBITDA margin	-	-	-	-
Total assets	74,898	74,118	-	-	Net margin	-	-	-	-
Total debt	10,697	11,947	-	-	Debt / EBITDA	-	-	-	-
Total liabilities	32,940	34,224	-	-					
Shareholders' equity	41,958	39,894	-	-	Return on assets (ROA)	-	-	-	-
					Return on equity (ROE)	-	-	-	-
Net Income (including charges)	6,173	6,841	-	-					
D&A	1,987	2,208	-	-	FV / EBITDA	-	-	-	-
Change in working capital	(1,091)	(248)	-	-	FV / Unlevered free cash flow	-	-	-	-
Other					P/E	16.5	14.5	12.9	-
Cash flow from operations	7,966	9,423	-	-					
Capex	(3,784)	(2,968)	-	-					
Levered free cash flow	4,182	6,456	-	-					
Cash flow from investing activities	(4,759)	(6,968)	-	-					
Cash flow from financing activities	(2,985)	(1,923)	-	-					
Dividends	-	-	-	-					
Dividend yield	-	-	-	-					

Source: Company reports and J.P. Morgan estimates.

Note: \$ in millions (except per-share data).Fiscal year ends Sep

North America Equity Research 09 January 2013

Analyst Certification: The research analyst(s) denoted by an "AC" on the cover of this report certifies (or, where multiple research analysts are primarily responsible for this report, the research analyst denoted by an "AC" on the cover or within the document individually certifies, with respect to each security or issuer that the research analyst covers in this research) that: (1) all of the views expressed in this report accurately reflect his or her personal views about any and all of the subject securities or issuers; and (2) no part of any of the research analyst's compensation was, is, or will be directly or indirectly related to the specific recommendations or views expressed by the research analyst(s) in this report.

Important Disclosures

• Lead or Co-manager: J.P. Morgan acted as lead or co-manager in a public offering of equity and/or debt securities for Disney within the past 12 months.

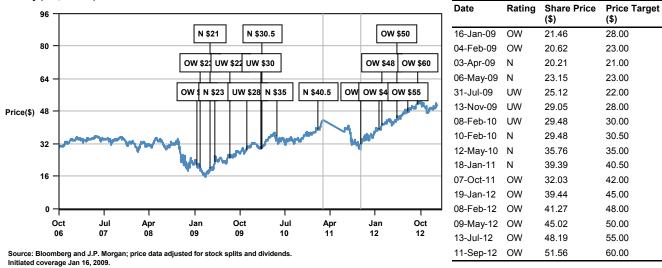
• Client: J.P. Morgan currently has, or had within the past 12 months, the following company(ies) as clients: Disney.

• Client/Investment Banking: J.P. Morgan currently has, or had within the past 12 months, the following company(ies) as investment banking clients: Disney.

- Client/Non-Investment Banking, Securities-Related: J.P. Morgan currently has, or had within the past 12 months, the following company(ies) as clients, and the services provided were non-investment-banking, securities-related: Disney.
- Client/Non-Securities-Related: J.P. Morgan currently has, or had within the past 12 months, the following company(ies) as clients, and the services provided were non-securities-related: Disney.
- Investment Banking (past 12 months): J.P. Morgan received in the past 12 months compensation for investment banking Disney.
- Investment Banking (next 3 months): J.P. Morgan expects to receive, or intends to seek, compensation for investment banking services in the next three months from Disney.

• Non-Investment Banking Compensation: J.P. Morgan has received compensation in the past 12 months for products or services other than investment banking from Disney.

Company-Specific Disclosures: Important disclosures, including price charts, are available for compendium reports and all J.P. Morgancovered companies by visiting <u>https://mm.jpmorgan.com/disclosures/company</u>, calling 1-800-477-0406, or e-mailing <u>research.disclosure.inquiries@jpmorgan.com</u> with your request. J.P. Morgan's Strategy, Technical, and Quantitative Research teams may screen companies not covered by J.P. Morgan. For important disclosures for these companies, please call 1-800-477-0406 or e-mail <u>research.disclosure.inquiries@jpmorgan.com</u>.



Disney (DIS, DIS US) Price Chart

The chart(s) show J.P. Morgan's continuing coverage of the stocks; the current analysts may or may not have covered it over the entire period. J.P. Morgan ratings or designations: OW = Overweight, N= Neutral, UW = Underweight, NR = Not Rated

North America Equity Research 09 January 2013

J.P.Morgan

Explanation of Equity Research Ratings, Designations and Analyst(s) Coverage Universe:

J.P. Morgan uses the following rating system: Overweight [Over the next six to twelve months, we expect this stock will outperform the average total return of the stocks in the analyst's (or the analyst's team's) coverage universe.] Neutral [Over the next six to twelve months, we expect this stock will perform in line with the average total return of the stocks in the analyst's (or the analyst's team's) coverage universe.] Underweight [Over the next six to twelve months, we expect this stock will underperform the average total return of the stocks in the analyst's (or the analyst's team's) coverage universe.] Underweight [Over the next six to twelve months, we expect this stock will underperform the average total return of the stocks in the analyst's (or the analyst's team's) coverage universe.] Not Rated (NR): J.P. Morgan has removed the rating and, if applicable, the price target, for this stock because of either a lack of a sufficient fundamental basis or for legal, regulatory or policy reasons. The previous rating and, if applicable, the price target, no longer should be relied upon. An NR designation is not a recommendation or a rating. In our Asia (ex-Australia) and U.K. small- and mid-cap equity research, each stock's expected total return is compared to the expected total return of a benchmark country market index, not to those analysts' coverage universe. If it does not appear in the Important Disclosures section of this report, the certifying analyst's coverage universe can be found on J.P. Morgan's research website, www.jpmorganmarkets.com.

Coverage Universe: Quadrani, Alexia S: AMC Networks (AMCX), CBS Corporation (CBS), Discovery Communications (DISCA), Disney (DIS), Gannett Company (GCI), Interpublic Group of Companies (IPG), Lamar Advertising Co. (LAMR), Lionsgate Entertainment (LGF), New York Times Company (NYT), Omnicom Group (OMC), Scripps Networks Interactive (SNI), Sinclair Broadcast Group (SBGI), The E.W. Scripps Company (SSP), Time Warner (TWX), Valassis Communications (VCI), Viacom (VIAB)

J.P. Morgan Equity Research Ratings Distribution, as of January 1, 2013

	Overweight	Neutral	Underweight
	(buy)	(hold)	(sell)
J.P. Morgan Global Equity Research Coverage	44%	44%	12%
IB clients*	53%	46%	34%
JPMS Equity Research Coverage	42%	49%	9%
IB clients*	71%	62%	51%

*Percentage of investment banking clients in each rating category.

For purposes only of FINRA/NYSE ratings distribution rules, our Overweight rating falls into a buy rating category; our Neutral rating falls into a hold rating category; and our Underweight rating falls into a sell rating category. Please note that stocks with an NR designation are not included in the table above.

Equity Valuation and Risks: For valuation methodology and risks associated with covered companies or price targets for covered companies, please see the most recent company-specific research report at http://www.jpmorganmarkets.com, contact the primary analyst or your J.P. Morgan representative, or email research.disclosure.inquiries@jpmorgan.com.

Equity Analysts' Compensation: The equity research analysts responsible for the preparation of this report receive compensation based upon various factors, including the quality and accuracy of research, client feedback, competitive factors, and overall firm revenues.

Other Disclosures

J.P. Morgan ("JPM") is the global brand name for J.P. Morgan Securities LLC ("JPMS") and its affiliates worldwide. J.P. Morgan Cazenove is a marketing name for the U.K. investment banking businesses and EMEA cash equities and equity research businesses of JPMorgan Chase & Co. and its subsidiaries.

All research reports made available to clients are simultaneously available on our client website, J.P. Morgan Markets. Not all research content is redistributed, e-mailed or made available to third-party aggregators. For all research reports available on a particular stock, please contact your sales representative.

Options related research: If the information contained herein regards options related research, such information is available only to persons who have received the proper option risk disclosure documents. For a copy of the Option Clearing Corporation's Characteristics and Risks of Standardized Options, please contact your J.P. Morgan Representative or visit the OCC's website at http://www.optionsclearing.com/publications/risks/riskstoc.pdf

Legal Entities Disclosures

U.S.: JPMS is a member of NYSE, FINRA, SIPC and the NFA. JPMorgan Chase Bank, N.A. is a member of FDIC and is authorized and regulated in the UK by the Financial Services Authority. **U.K.**: J.P. Morgan Securities plc (JPMS plc) is a member of the London Stock Exchange and is authorized and regulated by the Financial Services Authority. Registered in England & Wales No. 2711006. Registered Office 25 Bank Street, London, E14 5JP. **South Africa**: J.P. Morgan Equities South Africa Proprietary Limited is a member of the Johannesburg Securities Exchange and is regulated by the Financial Services Board. **Hong Kong**: J.P. Morgan Securities (Asia Pacific) Limited (CE number AAJ321) is regulated by the Hong Kong Monetary Authority and the Securities and Futures Commission in Hong Kong. **Korea**: J.P. Morgan Securities (Far East) Ltd, Seoul Branch, is regulated by the Korea Financial Supervisory Service. **Australia**: J.P. Morgan Australia Limited (JPMAL) (ABN 52 002 888 011/AFS Licence No: 238188) is regulated by ASIC and J.P. Morgan Securities Australia Limited (JPMSAL) (ABN 61 003 245 234/AFS Licence No: 238066) is regulated by ASIC and is a Market, Clearing and Settlement Participant of ASX Limited and CHI-X. **Taiwan**: J.P.Morgan Securities (Taiwan) Limited is a participant of the Taiwan Stock Exchange (company-type) and regulated by the Taiwan Securities and Futures Bureau. **India**: J.P. Morgan India Private Limited, having its registered office at J.P. Morgan Tower, Off. C.S.T. Road, Kalina, Santacruz East, Mumbai - 400098, is a member of the National Stock Exchange of India Limited (SEBI Registration Number - INB 230675231/INF 230675231) and Bombay Stock Exchange Limited (SEBI Registration Number - INB 010675237/INF 010675237) and is regulated by Securities and Exchange Board of India. **Thailand**: JPMorgan Securities (Thailand) Limited is a member of India.

North America Equity Research 09 January 2013

J.P.Morgan

of the Stock Exchange of Thailand and is regulated by the Ministry of Finance and the Securities and Exchange Commission. Indonesia: PT J.P. Morgan Securities Indonesia is a member of the Indonesia Stock Exchange and is regulated by the BAPEPAM LK. Philippines: J.P. Morgan Securities Philippines Inc. is a Trading Participant of the Philippine Stock Exchange and a member of the Securities Clearing Corporation of the Philippines and the Securities Investor Protection Fund. It is regulated by the Securities and Exchange Commission. Brazil: Banco J.P. Morgan S.A. is regulated by the Comissao de Valores Mobiliarios (CVM) and by the Central Bank of Brazil. Mexico: J.P. Morgan Casa de Bolsa, S.A. de C.V., J.P. Morgan Grupo Financiero is a member of the Mexican Stock Exchange and authorized to act as a broker dealer by the National Banking and Securities Exchange Commission. Singapore: This material is issued and distributed in Singapore by J.P. Morgan Securities Singapore Private Limited (JPMSS) [MICA (P) 088/04/2012 and Co. Reg. No.: 199405335R] which is a member of the Singapore Exchange Securities Trading Limited and is regulated by the Monetary Authority of Singapore (MAS) and/or JPMorgan Chase Bank, N.A., Singapore branch (JPMCB Singapore) which is regulated by the MAS. Malaysia: This material is issued and distributed in Malaysia by JPMorgan Securities (Malaysia) Sdn Bhd (18146-X) which is a Participating Organization of Bursa Malaysia Berhad and a holder of Capital Markets Services License issued by the Securities Commission in Malaysia. Pakistan: J. P. Morgan Pakistan Broking (Pvt.) Ltd is a member of the Karachi Stock Exchange and regulated by the Securities and Exchange Commission of Pakistan. Saudi Arabia: J.P. Morgan Saudi Arabia Ltd. is authorized by the Capital Market Authority of the Kingdom of Saudi Arabia (CMA) to carry out dealing as an agent, arranging, advising and custody, with respect to securities business under licence number 35-07079 and its registered address is at 8th Floor, Al-Faisaliyah Tower, King Fahad Road, P.O. Box 51907, Riyadh 11553, Kingdom of Saudi Arabia. Dubai: JPMorgan Chase Bank, N.A., Dubai Branch is regulated by the Dubai Financial Services Authority (DFSA) and its registered address is Dubai International Financial Centre - Building 3, Level 7, PO Box 506551, Dubai, UAE.

Country and Region Specific Disclosures

U.K. and European Economic Area (EEA): Unless specified to the contrary, issued and approved for distribution in the U.K. and the EEA by JPMS plc. Investment research issued by JPMS plc has been prepared in accordance with JPMS plc's policies for managing conflicts of interest arising as a result of publication and distribution of investment research. Many European regulators require a firm to establish, implement and maintain such a policy. This report has been issued in the U.K. only to persons of a kind described in Article 19 (5), 38, 47 and 49 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (all such persons being referred to as "relevant persons"). This document must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this document relates is only available to relevant persons and will be engaged in only with relevant persons. In other EEA countries, the report has been issued to persons regarded as professional investors (or equivalent) in their home jurisdiction. Australia: This material is issued and distributed by JPMSAL in Australia to "wholesale clients" only. JPMSAL does not issue or distribute this material to "retail clients". The recipient of this material must not distribute it to any third party or outside Australia without the prior written consent of JPMSAL. For the purposes of this paragraph the terms "wholesale client" and "retail client" have the meanings given to them in section 761G of the Corporations Act 2001. Germany: This material is distributed in Germany by J.P. Morgan Securities plc, Frankfurt Branch and J.P. Morgan Chase Bank, N.A., Frankfurt Branch which are regulated by the Bundesanstalt für Finanzdienstleistungsaufsicht. Hong Kong: The 1% ownership disclosure as of the previous month end satisfies the requirements under Paragraph 16.5(a) of the Hong Kong Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission. (For research published within the first ten days of the month, the disclosure may be based on the month end data from two months prior.) J.P. Morgan Broking (Hong Kong) Limited is the liquidity provider/market maker for derivative warrants, callable bull bear contracts and stock options listed on the Stock Exchange of Hong Kong Limited. An updated list can be found on HKEx website: http://www.hkex.com.hk. Japan: There is a risk that a loss may occur due to a change in the price of the shares in the case of share trading, and that a loss may occur due to the exchange rate in the case of foreign share trading. In the case of share trading, JPMorgan Securities Japan Co., Ltd., will be receiving a brokerage fee and consumption tax (shouhizei) calculated by multiplying the executed price by the commission rate which was individually agreed between JPMorgan Securities Japan Co., Ltd., and the customer in advance. Financial Instruments Firms: JPMorgan Securities Japan Co., Ltd., Kanto Local Finance Bureau (kinsho) No. 82 Participating Association / Japan Securities Dealers Association, The Financial Futures Association of Japan, Type II Financial Instruments Firms Association and Japan Investment Advisers Association. Korea: This report may have been edited or contributed to from time to time by affiliates of J.P. Morgan Securities (Far East) Ltd, Seoul Branch. Singapore: JPMSS and/or its affiliates may have a holding in any of the securities discussed in this report; for securities where the holding is 1% or greater, the specific holding is disclosed in the Important Disclosures section above. India: For private circulation only, not for sale. Pakistan: For private circulation only, not for sale. New Zealand: This material is issued and distributed by JPMSAL in New Zealand only to persons whose principal business is the investment of money or who, in the course of and for the purposes of their business, habitually invest money. JPMSAL does not issue or distribute this material to members of "the public" as determined in accordance with section 3 of the Securities Act 1978. The recipient of this material must not distribute it to any third party or outside New Zealand without the prior written consent of JPMSAL. Canada: The information contained herein is not, and under no circumstances is to be construed as, a prospectus, an advertisement, a public offering, an offer to sell securities described herein, or solicitation of an offer to buy securities described herein, in Canada or any province or territory thereof. Any offer or sale of the securities described herein in Canada will be made only under an exemption from the requirements to file a prospectus with the relevant Canadian securities regulators and only by a dealer properly registered under applicable securities laws or, alternatively, pursuant to an exemption from the dealer registration requirement in the relevant province or territory of Canada in which such offer or sale is made. The information contained herein is under no circumstances to be construed as investment advice in any province or territory of Canada and is not tailored to the needs of the recipient. To the extent that the information contained herein references securities of an issuer incorporated, formed or created under the laws of Canada or a province or territory of Canada, any trades in such securities must be conducted through a dealer registered in Canada. No securities commission or similar regulatory authority in Canada has reviewed or in any way passed judgment upon these materials, the information contained herein or the merits of the securities described herein, and any representation to the contrary is an offence. Dubai: This report has been issued to persons regarded as professional clients as defined under the DFSA rules.

General: Additional information is available upon request. Information has been obtained from sources believed to be reliable but JPMorgan Chase & Co. or its affiliates and/or subsidiaries (collectively J.P. Morgan) do not warrant its completeness or accuracy except with respect to any disclosures relative to JPMS and/or its affiliates and the analyst's involvement with the issuer that is the subject of the research. All pricing is as of the close of market for the securities discussed, unless otherwise stated. Opinions and estimates constitute our judgment as of the date of this material and are subject to change without notice. Past performance is not indicative of future results. This material is not intended as an offer or solicitation for the purchase or sale of any financial instrument. The opinions and recommendations herein do not take into account individual client circumstances, objectives, or needs and are not independent decisions regarding any securities or financial instruments mentioned herein. JPMS distributes in the U.S. research published by non-U.S. affiliates and accepts responsibility for its contents. Periodic updates may be provided on companies/industries based on company specific developments or

North America Equity Research 09 January 2013 J.P.Morgan

announcements, market conditions or any other publicly available information. Clients should contact analysts and execute transactions through a J.P. Morgan subsidiary or affiliate in their home jurisdiction unless governing law permits otherwise.

"Other Disclosures" last revised January 1, 2013.

Copyright 2013 JPMorgan Chase & Co. All rights reserved. This report or any portion hereof may not be reprinted, sold or redistributed without the written consent of J.P. Morgan.