DREAMWORKS ANIMATION SKG, INC.

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 1/4/2006 For Period Ending 12/30/2005

Address	GRANDVIEW BUILDING 1000 FLOWER STREET GLENDALE, California 91201
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Fiscal Year	12/31

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Daly Ann	**DreamWorks Animation SKG, Inc. [DWA]**	_____ Director _____ 10% Owner
(Last) (First) (Middle) **C/O DREAMWORKS ANIMATION SKG, INC., 1000 FLOWER ST.**	3. Date of Earliest Transaction (MM/DD/YYYY) **12/30/2005**	_ **X** _ Officer (give title below) _____ Other (specify below) **Chief Operating Officer**
(Street) **GLENDALE, CA 91201** (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock, par value $0.01 per share	**12/30/2005**		**A**		**15219**	**A**	(1)	**525050**	**D**	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	**$24.64**	**12/30/2005**		**A**		**10146**		(2)	(2)	**Class A Common Stock**	**10146**	**$0** (2)	**10146**	**D**	

Explanation of Responses:

(1) Shares of restricted stock were issued pursuant to DreamWorks Animation SKG, Inc.'s 2004 Omnibus Incentive Compensation Plan and granted in lieu of additional salary in accordance with Ms. Daly's employment agreement. The shares of restricted stock vest ratably over four years and expire on the tenth anniversary of their grant date.

(2) The stock appreciation rights were issued pursuant to DreamWorks Animation SKG, Inc.'s 2004 Omnibus Incentive Compensation Plan and granted in lieu of additional salary in accordance with Ms. Daly's employment agreement. The stock appreciation rights vest ratably over four years and expire on the tenth anniversary of their grant date.

Reporting Owners

Reporting Owner Name / Address	Relationships			
		10%		

Signatures

Marc E. Kenny, as

	Director	Owner	Officer	Other
Daly Ann **C/O DREAMWORKS ANIMATION SKG, INC.** **1000 FLOWER ST.** **GLENDALE, CA 91201**			**Chief Operating Officer**	

Attorney-in-Fact for Ann Daly

** Signature of Reporting Person

1/4/2006

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that the undersigned hereby constitutes, desi Marc E. Kenny and Katherine Kendrick, and each of them, as such person's true and lawful and agent, with full power of substitution, for the undersigned and in the undersigned's in any and all capacities, to execute, acknowledge, deliver and file any and all filings Securities Exchange Act of 1934, as amended (the "Exchange Act"), including Section 16 o and the rules and regulations thereunder, and requisite documents in connection with suc respecting securities of DreamWorks Animation SKG, Inc., a Delaware corporation, includi Forms 3, 4, and 5 under the Exchange Act and any amendments thereto.

This power of attorney shall be valid from the date hereof until revoked by the undersig

IN WITNESS WHEREOF, the undersigned has executed this instrument as of this 4th day of J

/s/ Ann Daly

Ann Daly

End of Filing

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