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DREAMWORKS ANIMATION SKG, INC.

Reported by

DALY ANN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/02/11 for the Period Ending 10/31/11

Address	GRANDVIEW BUILDING 1000 FLOWER STREET GLENDALE, CA 91201
Telephone	(818) 695-5000
CIK	0001297401
Symbol	DWA
SIC Code	7812 - Motion Picture and Video Tape Production
Industry	Motion Pictures
Sector	Services
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) **10/31/2011**	_ 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	**10/31/2011**		**M**		**258086**	**A**	(1)	**726342**	**D**	
Class A Common Stock, par value $0.01 per share	**10/31/2011**		**F**		**118184**	**D**	**$18.69**	**608158**	**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				
Performance Shares	(1)	**10/31/2011**		**M**			**258086**	(1)	**10/31/2011**	**Common Stock**	**258086**	(1)	**0**	**D**	

Explanation of Responses:

(1) Each performance share represented a contingent right to receive one share of the Company's Class A Common Stock upon the Company achieving a total shareholder return of 15% (as defined in the award agreement evidencing the performance shares) during the performance period that began November 1, 2008 and ended October 31, 2011.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Daly Ann **C/O DREAMWORKS ANIMATION SKG, INC.**			**Chief Operating Officer**	

1000 FLOWER ST. GLENDALE, CA 91201				

Signatures

Robert A. Kelly, Attorney-in-Fact for Ann Daly **11/2/2011**

** Signature of Reporting Person — 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.

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