

ZACCONI RICCARDO
Form 4
August 18, 2017

FORM 4

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

OMB APPROVAL

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

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
ZACCONI RICCARDO

(Last) (First) (Middle)

C/O ACTIVISION BLIZZARD,
INC., 3100 OCEAN PARK
BOULEVARD

(Street)

SANTA MONICA, CA 90405

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Activision Blizzard, Inc. [ATVI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/16/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Executive Officer, King

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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Ownership (Instr. 4)
Common Stock, par value \$0.000001 per share	08/16/2017		F(1)	796	D \$ 62.89 48,472	D	
Common Stock, par value \$0.000001 per share	08/16/2017		F(2)	2,512	D \$ 62.89 45,960	D	
	08/18/2017		M	16,032	A \$ 26.41 61,992	D	

Common
Stock, par
value
\$0.000001
per share

Common
Stock, par
value
\$0.000001
per share

Common
Stock, par
value
\$0.000001
per share

08/18/2017	S	16,032	D	\$ 61.3144 (3)	45,960	D
08/18/2017	S	3,729	D	\$ 61.3481 (4)	42,231 (5)	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Options	\$ 26.41	08/18/2017		M	16,032	(6) 02/15/2025	Common Stock, par value \$0.000001 per share 16,032

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
	Chief Executive Officer, King

ZACCONI RICCARDO
C/O ACTIVISION BLIZZARD, INC.
3100 OCEAN PARK BOULEVARD
SANTA MONICA, CA 90405

Signatures

/s/ Jeffrey A. Brown, as attorney-in-fact for Riccardo
Zacconi

08/18/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
 - (1) On August 16, 2017, 1,693 restricted share units held by Mr. Zacconi vested. As allowed under the terms of his restricted share unit agreement, the Company withheld 796 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.
 - (2) On August 16, 2017, 5,344 restricted share units held by Mr. Zacconi vested. As allowed under the terms of his restricted share unit agreement, the Company withheld 2,512 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.
 - (3) The price in Column 4 is a weighted average price. The prices actually received for the stock ranged from \$61.05 to \$61.56 per share. Mr. Zacconi has provided to the Company and, upon request, will provide any security holder of the Company or the SEC staff with information regarding the number of shares sold at each price within that range.
 - (4) The price in Column 4 is a weighted average price. The prices actually received for the stock ranged from \$61.20 to \$61.55 per share. Mr. Zacconi has provided to the Company and, upon request, will provide any security holder of the Company or the SEC staff with information regarding the number of shares sold at each price within that range.
 - (5) Following the transactions reported on this Form 4, Mr. Zacconi held 42,231 restricted share units, each representing the right to receive a share of the Company's common stock.
 - (6) The exercised options vested on August 16, 2017. The remaining options will be fully vested on February 16, 2019.

Remarks:

***Jeffrey A. Brown has been granted power-of-attorney to make all Section 16 filings with respect to the Company's securities.

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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