

Activision Blizzard, Inc.
Form 4
September 03, 2014

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hirshberg Eric

(Last) (First) (Middle)

C/O ACTIVISION PUBLISHING,
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)
08/31/2014

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)
CEO, Activision Publishing

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 Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.000001 per share	08/31/2014		F	55,415 (1)	D \$ 23.54	460,585 (2)	D
Common Stock, par value \$0.000001 per share	08/31/2014		G(3)	52,585	D \$ 0	408,000 (4)	D
	08/31/2014		G(3)	52,585	A \$ 0	52,585 (5)	I

Common
Stock, par
value
\$0.000001
per share

See
footnote.
(6)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Hirshberg Eric C/O ACTIVISION PUBLISHING, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405	CEO, Activision Publishing

Signatures

/s/ Eric
Hirshberg 09/03/2014

**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).

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- On August 31, 2014, 108,000 restricted stock units held by Mr. Hirshberg vested. Pursuant to the terms of his restricted stock unit award
- (1) agreement, the Company withheld 55,415 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.
 - (2) This reflects (a) 52,585 shares of the Company's common stock, (b) 108,000 restricted stock units and (c) 300,000 restricted stock units with vesting criteria tied to performance.
 - (3) Mr. Hirshberg transferred the shares delivered to him upon vesting of these restricted stock units to the Eric and Tara Hirshberg Revocable Trust.
 - (4) Following the transactions reported on this Form 4, Mr. Hirshberg directly held (a) 108,000 restricted stock units and (b) 300,000 restricted stock units with vesting criteria tied to performance.
 - (5) Following the transactions reported on this Form 4, Mr. Hirshberg indirectly held (through the Eric and Tara Hirshberg Revocable Trust) 52,585 shares of the Company's common stock.
 - (6) These securities are held by the Eric and Tara Hirshberg Revocable Trust.

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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