

ZACCONI RICCARDO
Form 4
February 21, 2018

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O ACTIVISION BLIZZARD,
INC., 3100 OCEAN PARK
BOULEVARD

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2018

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

(Street)
SANTA MONICA, CA 90405

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) | |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock, par value \$0.000001 per share | 02/16/2018 | | F ⁽¹⁾ | | 796 | D | \$ 70.19 34,398 | D |
| Common Stock, par value \$0.000001 per share | 02/16/2018 | | F ⁽²⁾ | | 2,512 | D | \$ 70.19 31,886 | D |
| | 02/20/2018 | | M | | 16,032 | A | \$ 26.41 47,918 | 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

| | | | | | | |
|------------|---|--------|---|----------------------------|-----------------------|---|
| 02/20/2018 | S | 16,032 | D | \$ 70.979 <u>(3)</u> | 31,886 | D |
| 02/20/2018 | S | 3,729 | D | \$ 71.042 | 28,157 ⁽⁴⁾ | D |

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

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.

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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 | 02/20/2018 | | M | 16,032 | <u>(5)</u> 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/ Riccardo
Zacconi

02/20/2018

**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 February 16, 2018, 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 February 16, 2018, 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 \$70.971 to \$71.021 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) Following the transactions reported on this Form 4, Mr. Zacconi held 28,157 restricted share units, each representing the right to receive a share of the Company's common stock.

(5) The exercised options vested on February 16, 2018. The remaining options will be fully vested on February 16, 2019.

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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