SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) 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)
ZACCONI RICCARDO	Activision Blizzard, Inc. [ATVI]	Director / 10% Owner / X Officer (give title below) / Other (specify below)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/16/2017	Chief Executive Officer, King
C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD (Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
SANTA MONICA CA 90405 (City) (State) (Zip)		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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value $0.000001 per share	02/16/2017		F[1]		796	D	$45.39	62,546	D	
Common Stock, par value $0.000001 per share	02/16/2017		F[2]		2,512	D	$45.39	60,034	D	
Common Stock, par value $0.000001 per share	02/21/2017		M		16,032	A	$26.41	76,066	D	
Common Stock, par value $0.000001 per share	02/21/2017		S		16,032	D	$45.41	60,034	D	
Common Stock, par value $0.000001 per share	02/21/2017		S		2,832	D	$45.41	57,202	D	
Common Stock, par value $0.000001 per share	02/21/2017		S		897	D	$45.41	56,305[3]	D	

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 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: 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				
Employee Stock Options	$26.41	02/21/2017		M			16,032	[4]	02/15/2025	Common Stock, par value $0.000001 per share	16,032	$0	128,264	D	

Explanation of Responses:

1. On February 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 February 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. Following the transactions reported on this Form 4, Mr. Zacconi held 56,305 restricted share units, each representing the right to receive a share of the Company's common stock

4. The exercised options vested on February 16, 2017. The remaining options will be fully vested on February 16, 2019.

Remarks:

/s/ Riccardo Zacconi   02/21/2017

** 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.

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 Number.