FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Walther Christopher B | | | | | | 2. Issuer Name and Ticker or Trading Symbol Activision Blizzard, Inc. [ATVI] | | | | | | | | | Relationship of Reporting Person(s) to Issu (Check all applicable) Director 10% Owner | | | | |
|--|--|-------------------------|---------------------------------|---|----------|--|---|--|--|--|----------|-------------------|--|--|---|---|--|-----------------------------|---|
| (Last) C/O ACT | (Fir: | st) (N LIZZARD, INC. | Middle |) | | 3. Date of Earliest Transaction (Month/Day/Year) 03/14/2019 | | | | | | | | | | er (give title | | Other (specify below) | |
| 3100 OCEAN PARK BOULEVARD (Street) SANTA MONICA CA 90405 | | | | ; | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | dividual or Joint/Group Filing (Check Applicable) K Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (Sta | ate) (Z | Zip) | | | | | | | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yo | | | | | Year) if | Execution Date, | | | 3. Transaction Code (Instr. 8) 4. Securities Acquired Disposed Of (D) (Instr. 5) | | | | | | | ies cially | Forn (D) o Indir | n: Direct or rect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | | Code | v | Amount | (A) or (D) Pri | | ce | Report Transa | | (Instr. 4) | | (11150: 4) |
| Common Stock, par value \$0.000001 per share 03/14/201 | | | | | | 19 | | | | | 11,426(1 |) D | \$4 | 3.32 | 2 178,342(2) | | | | See footnote ⁽³⁾ |
| 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) | titive Conversion Date ty or Exercise (Month/Day/Year) if any | | 4. Transac Code (Ir 8) | (Instr. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration Date Expiration Date | | | 7. Title and Amount of Securities Underlying Derivative Security (Instraction 3 and 4) | | o D S (I | Price f erivative ecurity nstr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | y | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |

Explanation of Responses:

- 1. On March 14, 2019, 26,027 performance-vesting restricted stock units held by Mr. Walther vested. Pursuant to the terms of his restricted stock unit award agreement, the Company withheld 11,426 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation. As the performance conditions underlying this restricted stock unit award were not achieved at the maximum level, 9,718 previously reported restricted stock units did not vest.
- 2. Following the transactions reported on this Form 4, Mr. Walther held (a) 60,506 shares of the Company's common stock and (b) 117,836 performance-vesting restricted stock units, each representing the right to receive one share of the Company's common stock.
- 3. These securities are held by the Walther-Stockton 2013 Family Trust.

Remarks:

<u>/s/ Chris B. Walther</u> <u>03/18/2019</u>

** 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.