

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

1. Name and Address of Reporting Person* <u>Durkin Dennis M</u>  (Last) (First) (Middle) C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BLVD  (Street) SANTA MONICA CA 90405  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Activision Blizzard, Inc. [ ATVI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Corporate Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/12/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	03/12/2018		S		21,488	D	\$77.1786 <sup>(1)</sup>	151,314	D	
Common Stock, par value \$0.000001 per share	03/14/2018		M		50,000	A	\$11.73	201,314	D	
Common Stock, par value \$0.000001 per share	03/14/2018		S		50,000	D	\$75	151,314	D	
Common Stock, par value \$0.000001 per share	03/14/2018		F		26,437 <sup>(2)</sup>	D	\$74.22	122,597 <sup>(3)</sup>	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
Employee Stock Options	\$11.73	03/14/2018		M			50,000	(4)	03/06/2022	Common Stock, par value \$0.000001 per share	50,000	\$0	50,000	D	

**Explanation of Responses:**

- The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$77.17 to \$77.24 per share. Mr. Durkin has provided 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.
- On March 14, 2018, 53,712 performance-vesting restricted stock units held by Mr. Durkin vested. Pursuant to the terms of his restricted stock unit award agreement, the Company withheld 26,437 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, 2,280 previously reported restricted stock units did not vest.
- Following the transactions reported on this Form 4, Mr. Durkin held (a) 112,329 shares of the Company's common stock and (b) 10,268 performance-vesting restricted stock units, each representing the right to receive one share of the Company's common stock.
- These options were fully vested as of March 14, 2017.

**Remarks:**

/s/ Dennis Durkin 03/14/2018  
 \*\* 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.

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