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Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pu	STATES SECU Wa MENT OF CHA rsuant to Section (a) of the Public U 30(h) of the I	Ashington NGES IN SECUI 16(a) of th Jtility Hol	h, D.C. 20 BENEFI RITIES he Securit Iding Con	549 ICIA ies E ipany	L OW xchange y Act of	NERSHIP OF e Act of 1934, f 1935 or Section	OMB Number: Expires: Estimated a burden hour response			
(Print or Type Responses)										
1. Name and Address of Reporting Shah Devang	ssuer Name and Ticker or Trading ool NGA INC [ZNGA]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
			of Earliest Transaction n/Day/Year) /2015				Director 10% Owner X Officer (give title Other (specify below) below) General Counsel, Sec. and VP			
(Street) SAN FRANCISCO, CA 941	endment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
(City) (State)	(7:)		D • •	a	••	Person				
1.Title of 2. Transaction Dat	of 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if			 Ie I - Non-Derivative Securities Acquired 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price 			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Class A Common 08/15/2015 Stock		М	15,000		<u>(1)</u>	98,751	D			
Class A Common 08/17/2015 Stock		S	5,775 (2)	D	\$ 2.671 (3)	92,976	D			

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

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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. Transactio Code (Instr. 8)	onof Derivative		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
Restricted Stock Unit	<u>(1)</u>	08/15/2015		М		9,375	(4)	02/15/2020	Class A Common Stock	9,375
Restricted Stock Unit	<u>(1)</u>	08/15/2015		М		3,125	(5)	04/14/2020	Class A Common Stock	3,125
Restricted Stock Unit	<u>(1)</u>	08/15/2015		М		2,500	(6)	11/15/2020	Class A Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	ss						
1 0	Director 10% Owner		Officer	Other			
Shah Devang 699 8TH STREET SAN FRANCISCO, CA 94103			General Counsel, Sec. and VP				
Signatures							
/s/ Sara Stapleton, as power of a Shah	ttorney fo	or Devang	08/18/2015				

Explanation of Responses:

**Signature of Reporting Person

- * 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) Each restricted stock unit represents a contingent right to receive 1 share of the issuer's Class A Common Stock upon vest.

Represents the number of shares required to be sold to cover the statutory tax withholding obligations in connection with the vesting of the restricted stock units (the "RSUs") listed in Table II. This sale is mandated by the Issuer's election under its equity incentive plans to

Date

(2) The resulted stock units (the KSOS) fisted in Table II. This safe is mandated by the issue is election under its equity incentive plans to require the satisfaction of minimum statutory tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary sale by the reporting person.

(3)

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The reported price in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.6701 to \$2.6727 per share, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (3).

Vested as follows: 25% of the total shares underlying the restricted stock unit vested on November 15, 2013. The remaining shares vest,

- (4) in equal quarterly installments of 1/16th of the grant amount thereafter, subject to continued service to the Issuer through each vesting date.
- (5) Vested as follows: 25% of the total shares underlying the restricted stock unit vested on February 15, 2014. The remaining shares vest, in equal quarterly installments of 1/16th of the grant amount thereafter, subject to continued service to the Issuer through each vesting date.
- (6) Vested as follows: 25% of the total shares underlying the restricted stock unit vested on August 15, 2014. The remaining shares vest, in equal quarterly installments of 1/16th of the grant amount thereafter, subject to continued service to the Issuer through each vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.