

Activision Blizzard, Inc.
Form 4
February 12, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Tippl Thomas

(Last) (First) (Middle)

C/O ACTIVISION BLIZZARD,
INC., 3100 OCEAN PARK
BOULEVARD

(Street)

SANTA MONICA, CA 90405

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/10/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Chief Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	02/10/2014		M		960,000	A	\$ 11.5
							1,133,750
Common Stock, par value \$0.000001 per share	02/10/2014		S		960,000	D	\$ 19.2978
							173,750
	02/10/2014		M		393,750	A	\$ 10.89
							567,500

See footnote. (1)

See footnote. (1)

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Common Stock, par value \$0.000001 per share								See footnote. <u>(1)</u>
Common Stock, par value \$0.000001 per share	02/10/2014	S	393,750	D	\$ 19.2978 <u>(2)</u>	173,750	I	See footnote. <u>(1)</u>
Common Stock, par value \$0.000001 per share	02/10/2014	A	<u>309,917</u> <u>(3)</u>	A	\$ 0	309,917	D	
Common Stock, par value \$0.000001 per share	02/10/2014	<u>G</u> ⁽⁵⁾	309,917	D	\$ 0	0	D	
Common Stock, par value \$0.000001 per share	02/10/2014	<u>G</u> ⁽⁵⁾	309,917	A	\$ 0	483,667	I	See footnote. <u>(1)</u>
Common Stock, par value \$0.000001 per share	02/10/2014	A	<u>1,022,728</u> <u>(4)</u>	A	\$ 0	1,022,728	D	
Common Stock, par value \$0.000001 per share	02/10/2014	<u>G</u> ⁽⁵⁾	1,022,728	D	\$ 0	0	D	
Common Stock, par value \$0.000001 per share	02/10/2014	<u>G</u> ⁽⁵⁾	1,022,728	A	\$ 0	<u>1,506,395</u> <u>(6)</u>	I	See footnote. <u>(1)</u>

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

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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 Number Shares
Employee Stock Option	\$ 11.5	02/10/2014		M	960,000	(7) 05/11/2019	Common Stock, par value \$0.000001 per share 960,000
Employee Stock Option	\$ 10.89	02/10/2014		M	393,750	(7) 05/10/2020	Common Stock, par value \$0.000001 per share 393,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tippl Thomas C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405			Chief Operating Officer	

Signatures

/s/ Thomas
Tippl 02/12/2014

**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) These securities are held by the Thomas and Laura Tippl Family Trust.

The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$19.10 to \$19.55 per share. Mr.

(2) Tippl 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.

(3) This grant was for 309,917 restricted stock units, each representing the right to receive one share of the Company's common stock, one-third of which will vest on each of March 31, 2015, 2016 and 2017.

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- This grant was for 1,022,728 performance-vesting restricted stock units, each representing the right to receive one share of the Company's common stock. The number assumes maximum performance; target performance would result in a release of 681,817 shares of the Company's common stock. The award vests in accordance with the award agreement between Mr. Tipll and the Company, dated as of February 10, 2014.
- (4) Following receipt thereof, Mr. Tipll transferred this award to the Thomas and Laura Tipll Family Trust.
 - (5) Following the transactions reported on this Form 4, Mr. Tipll (through the Thomas and Laura Tipll Family Trust) held (a) 30,000 restricted shares of the Company's common stock, (b) 397,417 restricted stock units, each representing the right to receive a share of the Company's common stock, and (c) 1,078,978 performance-based restricted shares of the Company's common stock.
 - (6) All of the exercised options to purchase shares of the Company's common stock were exercisable as of February 15, 2013.
 - (7) The remaining options vest on February 15, 2014.
 - (8)

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.