Activision Blizzard, Inc. Form 4

February 12, 2014

FORM 4

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

OMB 3235-0287 Number: January 31,

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Walther Christopher B			2. Issuer Name and Ticker or Trading Symbol Activision Blizzard, Inc. [ATVI]	5. Relationship of Reporting Person(s) to Issuer			
		(AILLEMA)		(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	Director 10% Owner			
C/O ACTIVISION BLIZZARD,			02/10/2014	X Officer (give title Other (specify below)			
INC., 3100 OCEAN PARK				Chief Legal Officer			
BOULEVAR	RD			Cinor Zogui Cinico			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				X Form filed by One Reporting Person			
SANTA MONICA CA 90405				Form filed by More than One Reporting			

SANTA MONICA, CA 90405

	1 CISOII
Table I - Non-Derivative Securities Acq	uired, Disposed of, or Beneficially Owned

(City)	(State)	(Zip) Tabl	e I - Non-l	Derivative (Secur	ities Acquire	ed, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				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)
Common Stock, par value \$0.000001 per share	02/10/2014		M	50,000	A	\$ 11.54	301,695	I	See footnote.
Common Stock, par value \$0.000001 per share	02/10/2014		S	50,000	D	\$ 19.4172	251,695	I	See footnote.
	02/10/2014		M	50,000	A	\$ 11.54	301,695	I	

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Common Stock, par value \$0.000001 per share							See footnote.
Common Stock, par value \$0.000001 per share	02/10/2014	S	50,000 D	\$ 19.2226 (2)	251,695 (3)	I	See footnote.

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	SA. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	etiorDerivative Securities		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
Employee Stock Options	\$ 11.54	02/10/2014		M		50,000	<u>(5)</u>	11/09/2019	Common Stock, par value \$0.000001 per share	50,000
Employee Stock Options	\$ 11.54	02/10/2014		M		50,000	<u>(5)</u>	11/09/2019	Common Stock, par value \$0.000001 per share	50,000

Reporting Owners

1 Title of

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

> > Chief Legal Officer

Reporting Owners 2 Walther Christopher B C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405

Signatures

/s/ Chris B. 02/12/2014 Walther

**Signature of Date
Reporting Person

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).
- The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$19.40 to \$19.48 per share. Mr.
- (1) Walther 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.
 - The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$19.20 to \$19.28 per share. Mr.
- (2) Walther 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.
 - Following the transaction reported on this Form 4, Mr. Walther held, indirectly through the Walther-Stockton 2013 Family Trust, (A)
- (3) 51,695 shares of the Company's common stock and (B) 200,000 restricted stock units, each representing the right to receive one share of the Company's common stock, 120,000 of which have performance-based vesting conditions.
- (4) These securities are held by the Walther-Stockton 2013 Family Trust.
- (5) These options were exercisable in full as of December 30, 2012.

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.

Signatures 3