Activision Blizzard, Inc.

Form 4 May 24, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL OMB

Washington, D.C. 20549

3235-0287 Number: January 31, Expires:

2005

if no longer subject to Section 16. Form 4 or

Check this box

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

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Wereb Stephen G Issuer Symbol Activision Blizzard, Inc. [ATVI] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify _X__ Officer (give title C/O ACTIVISION PUBLISHING. 05/20/2016 below) INC., 3100 OCEAN PARK Principal Accounting Officer **BOULEVARD** (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

(City)	(State)	Zip) Table	e I - Non-D	Perivative S	Securi	ities Acquire	ed, Disposed of, o	r Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	onor Dispos (Instr. 3, 4	ed of (4 and 5 (A) or	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)
Common Stock, par value \$0.000001 per share	05/20/2016		Code V M	Amount 25,866	(D)	Price \$ 11.88	70,959	D	
Common Stock, par value \$0.000001 per share	05/20/2016		S	25,866	D	\$ 37.5582	45,093	D	
	05/20/2016		M	11,377	A	\$ 10.66	56,470	D	

Common Stock, par value \$0.000001 per share							
Common Stock, par value \$0.000001 per share	05/20/2016	S	11,377	D	\$ 37.5582	45,093	D
Common Stock, par value \$0.000001 per share	05/20/2016	M	34,532	A	\$ 20.29	79,625	D
Common Stock, par value \$0.000001 per share	05/20/2016	S	34,532	D	\$ 37.5582	45,093 (2)	D

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

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 control number.

SEC 1474

(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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration Da (Month/Day/\frac{1}{2}	ite	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Employee Stock Options	\$ 11.88	05/20/2016		M	25,866	(3)	11/08/2020	Common Stock, par value \$0.000001 per share	25,86
Employee Stock	\$ 10.66	05/20/2016		M	11,377	<u>(4)</u>	11/09/2022	Common Stock, par	11,37

Options							value \$0.000001 per share	
Employee Stock Options	\$ 20.29	05/20/2016	М	34,532	06/29/2015	03/10/2024	Common Stock, par value \$0.000001 per share	34,53

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wereb Stephen G C/O ACTIVISION PUBLISHING, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405

Principal Accounting Officer

Signatures

/s/ Stephen G. 05/24/2016 Wereb

**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 \$37.50 to \$37.62 per share. Mr.

- (1) Wereb has provided to 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 transactions reported on this Form 4, Mr. Wereb held (a) 15,339 restricted stock units with vesting tied to performance,
- (2) each representing the right to receive one share of the Company's common stock and (b) 29,754 restricted stock units, each representing the right to receive one share of the Company's common stock.
- (3) These options were fully vested as of June 29, 2014.
- (4) These options were fully vested as of November 9, 2015.

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.

Reporting Owners 3