

ServiceNow, Inc.
Form 4
August 05, 2013

FORM 4

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

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LUDDY FREDERIC B

(Last) (First) (Middle)

**C/O SERVICENOW, INC., 4810
EASTGATE MALL**

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ServiceNow, Inc. [NOW]

3. Date of Earliest Transaction
(Month/Day/Year)
08/01/2013

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 PRODUCT 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								9,329,138	D
Common Stock								129,000	I
Common Stock	08/01/2013		S ⁽¹⁾		2,700 ⁽²⁾	D	\$ 43.1744 ⁽³⁾	127,300	I
Common Stock	08/01/2013		S ⁽¹⁾		21,800 ⁽²⁾	D	\$ 44.3762 ⁽⁴⁾	105,500	I
	08/01/2013		S ⁽¹⁾			D		96,728	I

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Common Stock			8,772 (2)		\$ 44.9662 (5)				by Spouse's Trust
Common Stock	08/01/2013	S(1)	4,228 (2)	D	\$ 46.2123 (6)	92,500	I		by Spouse's Trust
Common Stock	08/01/2013	S(1)	2,500 (2)	D	\$ 47.1138 (7)	90,000	I		by Spouse's Trust
Common Stock	08/01/2013	S(1)	3,900 (2)	D	\$ 43.2874 (8)	1,201,100	I		by Luddy Family Dynasty Trust LLC
Common Stock	08/01/2013	S(1)	26,035 (2)	D	\$ 44.4345 (9)	1,175,065	I		by Luddy Family Dynasty Trust LLC
Common Stock	08/01/2013	S(1)	7,700 (2)	D	\$ 45.0595 (10)	1,167,365	I		by Luddy Family Dynasty Trust LLC
Common Stock	08/01/2013	S(1)	4,865 (2)	D	\$ 46.2681 (11)	1,162,500	I		by Luddy Family Dynasty Trust LLC
Common Stock	08/01/2013	S(1)	2,500 (2)	D	\$ 47.1506 (12)	1,160,000	I		by Luddy Family Dynasty Trust LLC

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					Securities (Instr. 3 and 4)		(Instr. 5)	Bene
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Own
												Follo
												Repo
												Trans
												(Instr

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUDDY FREDERIC B C/O SERVICENOW, INC. 4810 EASTGATE MALL SAN DIEGO, CA 92121	X		CHIEF PRODUCT OFFICER	

Signatures

/s/ Frederic B. Luddy by Ethan Christensen,
Attorney-in-Fact

08/05/2013

**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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Represents the aggregate of sales effected on the same day at different prices pursuant to the 10b5-1 trading plan noted in footnote (1).
Represents the weighted average sales price per share. The shares sold at prices ranging from \$42.65 to \$43.61 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (3) Represents the weighted average sales price per share. The shares sold at prices ranging from \$43.65 to \$44.64 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (4) Represents the weighted average sales price per share. The shares sold at prices ranging from \$44.67 to \$45.66 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (5) Represents the weighted average sales price per share. The shares sold at prices ranging from \$45.75 to \$46.71 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (6) Represents the weighted average sales price per share. The shares sold at prices ranging from \$46.76 to \$47.41 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (7) Represents the weighted average sales price per share. The shares sold at prices ranging from \$42.81 to \$43.75 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (8) Represents the weighted average sales price per share. The shares sold at prices ranging from \$43.75 to \$44.64 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

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Exchange Commission, the Issuer, or a security holder of the Issuer.

- (9) Represents the weighted average sales price per share. The shares sold at prices ranging from \$43.84 to \$44.82 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

- (10) Represents the weighted average sales price per share. The shares sold at prices ranging from \$44.85 to \$45.76 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

- (11) Represents the weighted average sales price per share. The shares sold at prices ranging from \$45.86 to \$46.77 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

- (12) Represents the weighted average sales price per share. The shares sold at prices ranging from \$46.89 to \$47.43 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

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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