

Activision Blizzard, Inc.
Form 4
February 19, 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)
02/15/2014

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 Ownership (Instr. 4)
Common Stock, par value \$0.000001 per share	02/15/2014		F	29,352 (1)	D \$ 19.8 1,477,043	I	See footnote. (2)
Common Stock, par value \$0.000001 per share	02/15/2014		F	15,654 (3)	D \$ 19.8 1,461,389	I	See footnote. (2)
	02/15/2014		F		D \$ 19.8 1,415,731	I	

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Common Stock, par value \$0.000001 per share				45,658 <u>(4)</u>					See footnote. <u>(2)</u>
Common Stock, par value \$0.000001 per share	02/19/2014		M	52,372	A	\$ 11.5	1,468,103	I	See footnote. <u>(2)</u>
Common Stock, par value \$0.000001 per share	02/19/2014		S	52,372	D	\$ <u>(5)</u> 19.8016	1,415,731	<u>(6)</u> I	See footnote. <u>(2)</u>

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. 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 or Number of Shares
Employee Stock Options	\$ 11.5	02/19/2014		M	52,372	02/15/2014 05/11/2019	Common Stock, par value \$0.000001 per share 52,37

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			Chief Operating Officer	

Tippl Thomas
C/O ACTIVISION BLIZZARD, INC.
3100 OCEAN PARK BOULEVARD
SANTA MONICA, CA 90405

Signatures

/s/ Thomas
Tippl

02/19/2014

**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) On February 15, 2014, the restrictions lapsed with respect to 56,250 performance-based restricted shares of the Company's common stock held by Mr. Tippl. Pursuant to the terms of his restricted stock award agreement, the Company withheld 29,352 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.

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

(3) On February 15, 2014, the restrictions lapsed with respect to 30,000 restricted shares of the Company's common stock held by Mr. Tippl. Pursuant to the terms of his restricted stock award agreement, the Company withheld 15,654 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.

(4) On February 15, 2014, 87,500 restricted stock units held by Mr. Tippl vested. Pursuant to the terms of his restricted stock unit award agreement, the Company withheld 45,658 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.

(5) The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$19.80 to \$19.85 per share. Mr. 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.

(6) Following the transactions reported on this Form 4, Mr. Tippl (through the Thomas and Laura Tippl Family Trust) held (a) 83,086 shares of the Company's common stock, (b) 309,917 restricted stock units, each representing the right to receive a share of the Company's common stock, and (c) 1,022,728 performance-based restricted shares of the Company's common stock.

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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