Activision Blizzard, Inc. Form 4

August 05, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

Check this box

if no longer subject to Section 16.

Form 4 or 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

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person \* KELLY BRIAN G

(First)

(Middle)

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

(Street)

SANTA MONICA, CA 90405

2. Issuer Name and Ticker or Trading Symbol

Activision Blizzard, Inc. [ATVI]

(Month/Day/Year)

08/01/2013

5. Relationship of Reporting Person(s) to Issuer

3. Date of Earliest Transaction

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

(Check all applicable)

10% Owner

Other (specify

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Applicable Line)

\_X\_\_ Director

Officer (give title

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

below)

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Acc	quired	
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Dispose			ed of (D)	
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)			
		(Month/Day/Year)	(Instr. 8)				
					(A)		
					or		
			Code V	Amount	(D)	Price	
Common							
Stock, par						φ	

 $F^{(1)}$ 9.872 D

08/01/2013

Common Stock, par value \$0.000001

per share

\$0.000001 per share

value

5. Amount of 6. 7. Nature of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect (Instr. 4)

Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)

 $1,287,176 \stackrel{(2)}{=} I$ 

See footnote. (2)

 $2,056,597 \stackrel{(3)}{=} D$ 

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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

<ol> <li>Title of</li> </ol>	2.	3. Transaction Date	3A. Deemed	4.	5.	<ol><li>Date Exerc</li></ol>	cisable and	7. Title	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	Derivative	è		Securities		(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security			Acquired						J	
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date Exercisable	Expiration Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		
				Code v	(A) $(D)$				Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KELLY BRIAN G C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405



### **Signatures**

/s/ Brian G. Kelly 08/05/2013

\*\*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).
- On August 1, 2013, 17,685 restricted share units held by a grantor retained annuity trust, of which Mr. Kelly is the annuitant beneficiary (1) and his wife, Joelle Kelly, is the trustee, vested. As allowed under the terms of Mr. Kelly's restricted share unit agreement, the Company withheld 9,872 of the shares otherwise deliverable to the trust in order to satisfy the resulting tax withholding obligation.
- Following the transactions reported on this Form 4, Mr. Kelly indirectly owns (a) 472,865 shares of the Company's common stock, held by the Kelly Family 2006 Irrevocable Trust, (b) 195,336 shares of the Company's common stock, held by the grantor retained annuity trust of which Mr. Kelly is the annuitant beneficiary and his wife, Joelle Kelly, is the trustee, and (c) 618,975 restricted share units, each representing the right to receive a share of the Company's common stock, held by that grantor retained annuity trust.

Reporting Owners 2

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(3) Mr. Kelly directly owns (a) 350,754 shares of the Company's common stock and (b) 1,705,843 performance shares, each representing the right to receive one share of the Company's common stock.

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