

Activision Blizzard, Inc.

Form 4

April 04, 2016

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 *
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)
03/31/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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, par value \$0.000001 per share	03/31/2016		D ⁽¹⁾		60,180	D	\$ 0	1,097,320	D
Common Stock, par value \$0.000001 per share	03/31/2016		F ⁽²⁾		53,906	D	\$ 33.84	1,043,414	I
	03/31/2016		F ⁽³⁾		146,486	D		892,928 ⁽⁵⁾	I
									See footnote. ⁽⁴⁾

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Common Stock, par value \$0.000001 per share	\$ 33.84	See footnote. (4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
Director 10% Owner Officer Other	
Tippl Thomas C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405	Chief Operating Officer

Signatures

/s/ Thomas
Tippl 04/04/2016

**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).

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- (1) As of March 31, 2016, the performance conditions underlying these restricted share units were not met and, on that date, they were cancelled.
- On March 31, 2016, 103,306 restricted stock units held by the Thomas and Laura Tippl Family Trust vested. As allowed under the terms
- (2) of his restricted stock unit award, the Company withheld 53,906 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.
- On March 31, 2016, 280,729 performance-vesting restricted stock units held by the Thomas and Laura Tippl Family Trust vested. As
- (3) allowed under the terms of his restricted stock unit award, the Company withheld 146,486 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.
- (4) These securities are held by the Thomas and Laura Tippl Family Trust.
- Following the transactions reported on this Form 4, Mr. Tippl (through the Thomas and Laura Tippl Family Trust) held (a) 452,715
- (5) shares of the Company's common stock, (b) 444,213 restricted stock units, each representing the right to receive a share of the Company's common stock, 340,908 of which have vesting criteria tied to performance.

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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