

Activision Blizzard, Inc.
Form 4
January 05, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hirshberg Eric

(Last) (First) (Middle)

C/O ACTIVISION PUBLISHING, 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)
12/31/2015

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)
CEO, Activision Publishing

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, par value \$0.000001 per share	12/31/2015		M		350,000 A \$ 11.88	811,163	D
Common Stock, par value \$0.000001 per share	12/31/2015		F ⁽¹⁾		233,996 D \$ 38.71	577,167	D
	12/31/2015		G ⁽²⁾		116,004 D \$ 0	461,163 ⁽³⁾	D

Common
Stock, par
value
\$0.000001
per share

Common
Stock, par
value
\$0.000001
per share

12/31/2015

G⁽²⁾

116,004 A

\$ 0

168,699 ⁽⁴⁾

I

See
footnote.
(5)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount
Employee Stock Options	\$ 11.88	12/31/2015		M	350,000	⁽⁶⁾ 11/08/2020 ⁽⁷⁾	Common Stock, par value \$0.000001 per share 350,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hirshberg Eric C/O ACTIVISION PUBLISHING, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405			CEO, Activision Publishing	

Signatures

/s/ Eric
Hirshberg

01/05/2016

__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).
 - (1) On December 31, 2015, Mr. Hirshberg exercised options to purchase 350,000 shares of the Company's common stock. Pursuant to the terms of his option award agreement, the Company withheld 233,996 of the shares otherwise deliverable to him in order to satisfy the aggregate exercise price for the options and the resulting tax withholding obligation.
 - (2) Mr. Hirshberg transferred the shares delivered to him upon exercise of these stock options to the Eric and Tara Hirshberg Revocable Trust.
 - (3) Following the transaction reported on this Form 4, Mr. Hirshberg directly held 461,163 restricted stock units, all of which have vesting criteria tied to performance.
 - (4) Following the transactions reported on this Form 4, Mr. Hirshberg indirectly held (through the Eric and Tara Hirshberg Revocable Trust) 168,699 shares of the Company's common stock.
 - (5) These securities are held by the Eric and Tara Hirshberg Revocable Trust.
 - (6) These options were fully vested as of August 31, 2015.
 - (7) Per the terms of Mr. Hirshberg's award agreement, these options were required to be exercised by December 31, 2015.

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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