

Wereb Stephen G
Form 4
March 05, 2018

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 *
Wereb Stephen G

(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)
03/01/2018

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)
Principal Accounting 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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | | S | | 6,203 | D | \$ 72.9901 |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | | M | | 4,919 | A | \$ 12.98 |
| | 03/01/2018 | | S | | 4,919 | D | 48,511 |

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| | | | | | | | | |
|--|------------|---|--------|---|-----------------------------|-----------------------------|--|---|
| Common Stock, par value \$0.000001 per share | | | | | | \$ 72.3418 <u>(1)</u> | | |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | M | 14,793 | A | \$ 17.72 | 63,304 | | D |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | S | 14,793 | D | \$ 72.3418 <u>(1)</u> | 48,511 | | D |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | M | 69,064 | A | \$ 20.29 | 117,575 | | D |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | S | 69,064 | D | \$ 72.3418 <u>(1)</u> | 48,511 | | D |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | M | 18,392 | A | \$ 20.1 | 66,903 | | D |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | S | 18,392 | D | \$ 72.3418 <u>(1)</u> | 48,511 | | D |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | M | 7,150 | A | \$ 34.59 | 55,661 | | D |
| Common Stock, par value \$0.000001 per share | 03/01/2018 | S | 7,150 | D | \$ 72.3418 <u>(1)</u> | 48,511 <u>(2)</u> | | 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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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Employee Stock Options | \$ 12.98 | 03/01/2018 | | M | 4,919 | ⁽³⁾ 11/10/2021 | Common Stock, par value \$0.000001 per share | 4,919 |
| Employee Stock Options | \$ 17.72 | 03/01/2018 | | M | 14,793 | ⁽⁴⁾ 11/15/2023 | Common Stock, par value \$0.000001 per share | 14,793 |
| Employee Stock Options | \$ 20.29 | 03/01/2018 | | M | 69,064 | ⁽⁵⁾ 03/10/2024 | Common Stock, par value \$0.000001 per share | 69,064 |
| Employee Stock Options | \$ 20.1 | 03/01/2018 | | M | 18,392 | ⁽⁶⁾ 11/14/2024 | Common Stock, par value \$0.000001 per share | 18,392 |
| Employee Stock Options | \$ 34.59 | 03/01/2018 | | M | 7,150 | ⁽⁷⁾ 11/13/2025 | Common Stock, par value \$0.000001 per share | 7,150 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Wereb Stephen G C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405 | | | Principal Accounting Officer | |

Signatures

/s/ Stephen G.
Wereb

03/01/2018

**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).
- The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$71.92 to \$72.69 per share. Mr.
- (1) Wereb 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.
 - (2) Following the transactions reported on this Form 4, Mr. Wereb held 48,511 performance-vesting restricted stock units, each representing the right to receive one share of the Company's common stock.
 - (3) These options were fully vested on November 10, 2014.
 - (4) These options were fully vested on November 15, 2016.
 - (5) These options were fully vested on June 29, 2017.
 - (6) These options were fully vested on November 14, 2017.
 - (7) One-half of the exercised options vested on each of November 13, 2016 and 2017. The remaining options will vest on November 13, 2018.

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