

Activision Blizzard, Inc.

Form 4

March 16, 2017

**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  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Durkin Dennis M

(Last) (First) (Middle)

C/O ACTIVISION BLIZZARD,  
INC., 3100 OCEAN PARK BLVD

(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)  
03/14/2017

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 \_\_\_\_ Other (specify  
below) below)

Chief Financial 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)
Common Stock, par value \$0.000001 per share	03/14/2017		M	50,000	A \$ 11.73	398,988	D
Common Stock, par value \$0.000001 per share	03/14/2017		S	50,000	D \$ 49.0057 (1)	348,988	D
Common Stock, par	03/14/2017		F	45,484 (2)	D \$ 49.08	303,504	D

value  
\$0.000001  
per share

Common  
Stock, par  
value 03/14/2017  
\$0.000001  
per share

F 46,962  
(3) D \$ 49.08 256,542 D

Common  
Stock, par  
value 03/14/2017  
\$0.000001  
per share

S 50,000 D \$ 49.0149 206,542 (5) D  
(4)

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

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SEC 1474  
(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 or Number of Shares
Employee Stock Options	\$ 11.73	03/14/2017		M	50,000	(6) 03/06/2022	Common Stock, par value \$0.000001 per share 50,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Durkin Dennis M C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BLVD	Chief Financial Officer

SANTA MONICA, CA 90405

## Signatures

/s/ Dennis

03/16/2017

Durkin

\_\_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 \$49.00 to \$49.031 per share.

- (1) Mr. Durkin has provided to 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) On March 14, 2017, 87,500 restricted share units held by Mr. Durkin vested and, as allowed under the terms of his restricted share unit agreement, the Company withheld 45,484 shares otherwise deliverable to him to satisfy the resulting tax withholding obligations.  
  
On March 14, 2017, 90,000 performance-vested restricted share units held by Mr. Durkin vested and, as allowed under the terms of his restricted share unit agreement, the Company withheld 46,962 shares otherwise deliverable to him to satisfy the resulting tax withholding obligations.
- (3) The price in Column 4 is a weighted average price. The prices actually received for the stock ranged from \$49.00 to \$49.055 per share.
- (4) Mr. Durkin has provided to 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.
- (5) Following the transactions reported on this Form 4, Mr. Durkin held 206,542 shares of the Company's common stock.
- (6) The exercised options were vested as of March 14, 2015 and the remaining 175,000 options were fully vested as of March 14, 2017.

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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