

Activision Blizzard, Inc.
Form 4
June 15, 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 *
Morhaime Michael

(Last) (First) (Middle)

C/O BLIZZARD
ENTERTAINMENT, 16215 ALTON
PARKWAY

(Street)

IRVINE, CA 92618

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Activision Blizzard, Inc. [ATVI]

3. Date of Earliest Transaction
(Month/Day/Year)
06/13/2016

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)
Pres. & CEO-Blizzard Ent.

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	06/13/2016		M		163,400	A	\$ 15.035 370,065
Common Stock, par value \$0.000001 per share	06/13/2016		S		163,400	D	\$ 37.7695 206,665
	06/14/2016		M		66,667	A	\$ 20.1 273,332

Common
Stock, par
value
\$0.000001
per share

Common
Stock, par
value
\$0.000001
per share

06/14/2016	S	66,667	D	\$ 38.2171 (2)	206,665	D
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Common
Stock, par
value
\$0.000001
per share

06/14/2016	M	436,600	A	\$ 15.035	643,265	D
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Common
Stock, par
value
\$0.000001
per share

06/14/2016	S	436,600	D	\$ 38.2171 (2)	206,665	D
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Common
Stock, par
value
\$0.000001
per share

06/14/2016	M	133,334	A	\$ 17.72	339,999	D
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Common
Stock, par
value
\$0.000001
per share

06/14/2016	S	133,334	D	\$ 38.2171 (2)	206,665	D
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Common
Stock, par
value
\$0.000001
per share

06/14/2016	M	66,666	A	\$ 12.98	273,331	D
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Common
Stock, par
value
\$0.000001
per share

06/14/2016	S	66,666	D	\$ 38.2171 (2)	206,665	D
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Common
Stock, par
value
\$0.000001
per share

06/14/2016	M	133,333	A	\$ 10.66	339,998	D
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06/14/2016	S	133,333	D		206,665	D
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Common Stock, par value \$0.000001 per share					\$ 38.2171 (2)			
Common Stock, par value \$0.000001 per share	06/14/2016	M	150,000	A	\$ 11.88	356,665	D	
Common Stock, par value \$0.000001 per share	06/14/2016	S	150,000	D	\$ 38.2171 (2)	206,665 (3)	D	
Common Stock, par value \$0.000001 per share						304,470 (4)	I	See footnote (5)
Common Stock, par value \$0.000001 per share						22,829 (6)	I	Securites held by Mr. Morhaime's wife

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 Number Shares
Employee Stock Options	\$ 15.035	06/13/2016		M			163,400	<u>(7)</u>	07/09/2018	Common Stock, par value \$0.000001	163,400

Employee Stock Options	\$ 20.1	06/14/2016	M	66,667	<u>(8)</u>	11/14/2024	per share Common Stock, par value \$0.000001 per share	66,667
Employee Stock Options	\$ 15.035	06/14/2016	M	436,600	<u>(7)</u>	07/09/2018	per share Common Stock, par value \$0.000001 per share	436,600
Employee Stock Options	\$ 17.72	06/14/2016	M	133,334	<u>(9)</u>	11/15/2023	per share Common Stock, par value \$0.000001 per share	133,334
Employee Stock Options	\$ 12.98	06/14/2016	M	66,666	<u>(10)</u>	11/10/2021	per share Common Stock, par value \$0.000001 per share	66,666
Employee Stock Options	\$ 10.66	06/14/2016	M	133,333	<u>(11)</u>	11/09/2022	per share Common Stock, par value \$0.000001 per share	133,333
Employee Stock Options	\$ 11.88	06/14/2016	M	150,000	<u>(12)</u>	11/08/2020	per share Common Stock, par value \$0.000001 per share	150,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morhaime Michael C/O BLIZZARD ENTERTAINMENT 16215 ALTON PARKWAY IRVINE, CA 92618			Pres. & CEO-Blizzard Ent.	

Signatures

/s/ Michael
Morhaime

06/15/2016

**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).

- The price in Column 4 is a weighted average price. The prices actually received for the stock ranged from \$37.75 to \$37.81 per share.
- (1) Mr. Morhaime 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.
- The price in Column 4 is a weighted average price. The prices actually received for the stock ranged from \$38.00 to \$38.56 per share.
- (2) Mr. Morhaime 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.
- (3) Following the transactions reported on this Form 4, Mr. Morhaime directly held 206,665 restricted stock units, each representing the right to receive one share of the Company's common stock.
- (4) Mr. Morhaime indirectly holds (through the Michael Morhaime Revocable Trust) 304,470 shares of the Company's common stock.
- (5) These securities are held by the Michael Morhaime Revocable Trust.
- (6) Mr. Morhaime indirectly holds, through his wife, (a) 9,656 shares of the Company's common stock and (b) 13,173 restricted stock units, each representing the right to receive one share of the Company's common stock, 8,038 of which have performance-based vesting.
- (7) These options were fully vested on July 9, 2013.
- (8) The exercised options vested on November 13, 2015; the remainder vest in equal installments on each of November 13, 2016 and November 13, 2017.
- (9) The exercised options were fully vested on November 14, 2015; the remainder vest on November 14, 2016.
- (10) These options were fully vested on November 9, 2014.
- (11) These options were fully vested on November 8, 2015.
- (12) The exercised options were fully vested on December 31, 2015; the remainder vest on December 31, 2016.

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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