

# **ACTIVISION BLIZZARD, INC.**

Reported by  
**DURKIN DENNIS M**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 03/16/17 for the Period Ending 03/14/17

Address	3100 OCEAN PARK BLVD SANTA MONICA, CA 90405
Telephone	3102552000
CIK	0000718877
Symbol	ATVI
SIC Code	7372 - Prepackaged Software
Industry	Toys & Juvenile Products
Sector	Consumer Cyclical
Fiscal Year	12/31

# FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Durkin Dennis M</b>		<b>Activision Blizzard, Inc. [ ATVI ]</b>		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chief Financial Officer</b>	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
<b>C/O ACTIVISION BLIZZARD, INC., 3100 OCEAN PARK BLVD</b>		<b>3/14/2017</b>			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
<b>SANTA MONICA, CA 90405</b>				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	3/14/2017		M		50000	A	\$11.73	398988	D	
Common Stock, par value \$0.000001 per share	3/14/2017		S		50000	D	\$49.0057 (1)	348988	D	
Common Stock, par value \$0.000001 per share	3/14/2017		F		45484 (2)	D	\$49.08	303504	D	
Common Stock, par value \$0.000001 per share	3/14/2017		F		46962 (3)	D	\$49.08	256542	D	
Common Stock, par value \$0.000001 per share	3/14/2017		S		50000	D	\$49.0149 (4)	206542 (5)	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Options	\$11.73	3/14/2017		M		50000		(6)	3/6/2022	Common Stock, par value \$0.000001 per share	50000	\$0	175000	D	

### Explanation of Responses:

- ( 1) 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. 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.
- ( 3) 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.
- ( 4) 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. 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.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Durkin Dennis M</b> <b>C/O ACTIVISION BLIZZARD, INC.</b> <b>3100 OCEAN PARK BLVD</b> <b>SANTA MONICA, CA 90405</b>			<b>Chief Financial Officer</b>	

**Signatures**/s/ Dennis Durkin3/16/2017

\*\*Signature of Reporting Person

Date

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

\* 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).

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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