

# **ACTIVISION BLIZZARD, INC.**

Reported by  
**KELLY BRIAN G**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 08/09/17 for the Period Ending 08/07/17

Address	3100 OCEAN PARK BLVD SANTA MONICA, CA 90405
Telephone	3102552000
CIK	0000718877
Symbol	ATVI
SIC Code	7372 - Prepackaged Software
Industry	Internet Services
Sector	Technology
Fiscal Year	12/31

# FORM 4

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

[ ] 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 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>KELLY BRIAN G</b>			<b>Activision Blizzard, Inc. [ ATVI ]</b>			<input checked="" type="checkbox"/> Director _____ 10% Owner		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)			<input type="checkbox"/> Officer (give title below) _____ Other (specify below)		
<b>C/O ACTIVISION BLIZZARD, INC., 3100 OCEAN PARK BOULEVARD</b>			<b>8/7/2017</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		
(City) (State) (Zip)						<input type="checkbox"/> 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. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.000001 per share	8/7/2017		S		111239	D	\$62.4362 (1)	189791	D	
Common Stock, par value \$0.000001 per share	8/7/2017		S		25166	D	\$62.4362 (1)	41104	I	The Kelly Descendants 2016 Trust
Common Stock, par value \$0.000001 per share	8/7/2017		S		313595	D	\$62.4362 (1)	2536927	I	By ASAC TJKS LLC (2)
Common Stock, par value \$0.000001 per share	8/7/2017		S		950000	D	\$62.5352 (3)	3642352	I	By the 115190D Trust
Common Stock, par value \$0.000001 per share	8/8/2017		S		98879	D	\$61.8701 (4)	90912	D	
Common Stock, par value \$0.000001 per share	8/8/2017		S		22370	D	\$61.8701 (4)	18734	I	The Kelly Descendants 2016 Trust
Common Stock, par value \$0.000001 per share	8/8/2017		S		278751	D	\$61.8701 (4)	2258176	I	By ASAC TJKS LLC (2)
Common Stock, par value \$0.000001 per share	8/8/2017		S		850000	D	\$61.8785 (5)	2792352	I	By the 115190D Trust
Common Stock, par value \$0.000001 per share	8/9/2017		S		82811	D	\$61.2251 (6)	8101 (7)	D	
Common Stock, par value \$0.000001 per share	8/9/2017		S		18734	D	\$61.2251 (6)	0	I	The Kelly Descendants 2016 Trust
Common Stock, par value \$0.000001 per share	8/9/2017		S		233455	D	\$61.2251 (6)	2024721	I	By ASAC TJKS LLC (2)
Common Stock, par value \$0.000001 per share	8/9/2017		S		700000	D	\$61.2056 (8)	2092352	I	By the 115190D Trust
Common Stock, par value \$0.000001 per share								1	I	By ASAC II LLC (9)

**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				

**Explanation of Responses:**

- (1) The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$61.83 to \$62.84 per share. Mr. Kelly 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) Mr. Kelly disclaims beneficial ownership of the Company's common stock held by ASAC TJKS LLC except to the extent of his pecuniary interest therein.
- (3) The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$62.20 to \$62.84 per share. Mr. Kelly 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.
- (4) The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$61.25 to \$62.515 per share. Mr. Kelly 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.
- (5) The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$61.26 to \$62.52 per share. Mr. Kelly 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.
- (6) The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$60.58 to \$61.56 per share. Mr. Kelly 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.
- (7) Following the transactions reported on this Form 4, Mr. Kelly directly owns (a) 1,962 shares of the Company's common stock and (b) 6,139 restricted share units, each representing the right to receive one share of the Company's common stock.
- (8) The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$60.36 to \$61.56 per share. Mr. Kelly 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.
- (9) Mr. Kelly and Robert A. Kotick are the managers of ASAC II LLC. Mr. Kelly disclaims beneficial ownership of the Company's common stock held by ASAC II LLC except to the extent of his pecuniary interest therein.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>KELLY BRIAN G C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405</b>	<b>X</b>			

**Signatures**/s/ **Brian G. Kelly****8/9/2017**

\*\*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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