Wereb Stephen G Form 4 November 14, 2012

Stock, par

\$0.000001 per share

11/09/2012

value

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Wereb Stephen G Issuer Symbol Activision Blizzard, Inc. [ATVI] (Check all applicable) (First) (Middle) 3. Date of Earliest Transaction (Last) (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify C/O ACTIVISION PUBLISHING. 11/09/2012 below) below) INC., 3100 OCEAN PARK Principal Accounting Officer **BOULEVARD** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting SANTA MONICA, CA 90405 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 1. Title of 3. 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Owned Direct (D) Ownership (Instr. 8) Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) (D) Price Code V Amount Common Stock, par 6,896 F D value 11/09/2012 105,602 D (1) \$0.000001 per share Common

17,066

(2)

\$0

 $122,668 \frac{(3)}{}$

D

A

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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 (D) (Instr. 3, 4, and 5)	Expiration I (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Options	\$ 10.66	11/09/2012		A	17,066	<u>(4)</u>	11/09/2022	Common Stock, par value \$0.00001 per share	17,066	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wereb Stephen G C/O ACTIVISION PUBLISHING, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405

Principal Accounting Officer

Signatures

/s/ Stephen G. 11/14/2012 Wereb

**Signature of Date

Reporting Person

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).
- On November 9, 2012, 18,800 restricted stock units held by Mr. Wereb vested. Pursuant to the terms of his restricted stock unit award (1) agreement, the Company withheld 6,896 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.
- (2) This grant was for 17,066 restricted stock units, each representing the right to receive one share of the Company's common stock, which will vest in full on November 9, 2015.

Reporting Owners 2

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- (3) Following the transactions reported on this Form 4, Mr. Wereb held (a) 30,478 shares of the Company's common stock and (b) 92,190 restricted stock units, each representing the right to receive one share of the Company's common stock.
- (4) One-third of these options vest on each of November 9, 2013, 2014 and 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.