

Activision Blizzard, Inc.
Form 4
November 19, 2013

FORM 4

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

OMB APPROVAL

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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

(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)
11/15/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Pres. & CEO-Blizzard Ent.

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
Common Stock, par value \$0.000001 per share	11/15/2013		A	70,000 ⁽¹⁾	A \$ 0 406,665	D	
Common Stock, par value \$0.000001 per share	11/15/2013		A	5,135 ⁽²⁾	A \$ 0 19,020 ⁽³⁾	I	Securites held by Mr. Morhaime's wife
	11/18/2013		M	200,000	A 606,665	D	

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Common Stock, par value \$0.000001 per share					\$ 11.54		
Common Stock, par value \$0.000001 per share	11/18/2013	S	200,000	D	\$ 17.63 <u>(4)</u>	406,665	D
Common Stock, par value \$0.000001 per share	11/18/2013	M	200,000	A	\$ 11.88	606,665	D
Common Stock, par value \$0.000001 per share	11/18/2013	S	200,000	D	\$ 17.63 <u>(4)</u>	406,665	D
Common Stock, par value \$0.000001 per share	11/18/2013	M	100,000	A	\$ 11.88	506,665	D
Common Stock, par value \$0.000001 per share	11/18/2013	S	100,000	D	\$ 17.63 <u>(4)</u>	406,665	D
Common Stock, par value \$0.000001 per share	11/18/2013	M	133,334	A	\$ 12.98	539,999	D
Common Stock, par value \$0.000001 per share	11/18/2013	S	133,334	D	\$ 17.63 <u>(4)</u>	406,665	D
Common Stock, par value \$0.000001 per share	11/18/2013	M	66,667	A	\$ 10.66	473,332	D
	11/18/2013	S	66,667	D		406,665 ⁽⁵⁾	D

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Common
Stock, par
value
\$0.000001
per share

\$
17.63
(4)

Common
Stock, par
value
\$0.000001
per share

141,887 (6) I

See footnote
(7)

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 Underlying Security (Instr. 3 and 4)
					Code V	(A)	(D)	Date Exercisable	
Employee Stock Options	\$ 17.72	11/15/2013		A		200,000	<u>(8)</u>	11/15/2023	Common Stock, par value \$0.000001 per share
Employee Stock Options	\$ 17.72	11/15/2013		A		8,686	<u>(9)</u>	11/15/2023	Common Stock, par value \$0.000001 per share
Common Stock, par value \$0.000001 per share	\$ 11.54	11/18/2013		M		200,000	<u>(10)</u>	11/09/2019	Common Stock, par value \$0.000001 per share
Common Stock, par value \$0.000001 per share	\$ 11.88	11/18/2013		M		200,000	<u>(11)</u>	11/08/2020	Common Stock, par value \$0.000001 per share

Common Stock, par value \$0.000001 per share	\$ 11.88	11/18/2013	M	100,000	<u>(12)</u>	11/08/2020	Common Stock, par value \$0.000001 per share
Common Stock, par value \$0.000001 per share	\$ 12.98	11/18/2013	M	133,334	<u>(14)</u>	11/10/2021	Common Stock, par value \$0.000001 per share
Common Stock, par value \$0.000001 per share	\$ 10.66	11/18/2013	M	66,667	<u>(14)</u>	11/09/2022	Common Stock, par value \$0.000001 per share

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 11/19/2013

**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).
- (1) This grant was for 70,000 restricted stock units, each representing the right to receive one share of the Company's common stock, one-third of which will vest on each of November 14, 2014, 2015 and 2016.
- (2) This grant was for 5,135 restricted stock units, each representing the right to receive one share of the Company's common stock, which will vest in full on November 15, 2016.
- (3) Following the transactions reported on this Form 4, Mr. Morhaime indirectly held (through his wife) (a) 2,636 shares of the Company's common stock and (b) 16,384 restricted stock units, each representing the right to receive one share of the Company's common stock.
The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$17.60 to \$17.76 per share.
- (4) Mr. Morhaime 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) Following the transactions reported on this Form 4, Mr. Morhaime directly held 406,665 restricted stock units, each representing the right to receive one share of the Company's common stock.
- (6) Mr. Morhaime indirectly holds (through the Michael Morhaime Revocable Trust) 141,887 shares of the Company's common stock.

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- (7) These securities are held by the Michael Morhaim Revocable Trust.
- (8) One-third of these options vest on each of November 14, 2014, 2015 and 2016.
- (9) One-third of these options vest on each of November 15, 2014, 2015 and 2016.
- (10) These options were exercisable in full as of November 9, 2012.
- (11) These options were exercisable in full as of November 7, 2013.
- (12) These options were exercisable as of December 31, 2012.
- (13) The remaining options vest in four equal installments on each of December 31, 2013, 2014, 2015 and 2016.
- (14) These options were exercisable as of November 8, 2013.
- (15) The remaining options vest on November 9, 2014.
- (16) One-half of the remaining options vest on each of November 8, 2015 and 2016.

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