

KOTICK ROBERT A  
Form 4  
April 02, 2019

**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 \*  
KOTICK ROBERT A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O ACTIVISION BLIZZARD,  
INC., 3100 OCEAN PARK  
BOULEVARD

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/31/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Executive Officer

(Street)  
SANTA MONICA, CA 90405

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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. 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 | 03/31/2019                           |  | F                              | 451,272 (1)   | \$ 45.53  | D  |  |
| Common Stock, par value \$0.000001 per share |                                      |  |                                |   | 1   | I  | By ASAC II LLC (3)                         |
|  |                                      |  |                                |   | 7,200   | I  |  |

Common  
Stock, par  
value  
\$0.000001  
per share

By  
UTMAs  
for the  
benefit of  
minor  
children  
(4)

Common  
Stock, par  
value  
\$0.000001  
per share

221,288 I

By  
GRATs  
(5)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| KOTICK ROBERT A<br>C/O ACTIVISION BLIZZARD, INC.<br>3100 OCEAN PARK BOULEVARD<br>SANTA MONICA, CA 90405 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ Robert A.  
Kotick

04/02/2019

\_\_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).

On March 31, 2019, 857,115 performance-vesting restricted stock units held by the reporting person vested. Pursuant to the terms of his restricted stock unit award agreement, the Company withheld 451,272 of the shares otherwise deliverable to him in order to satisfy the

(1) resulting tax withholding obligation. As a result, the reporting person received 405,843 shares of the Company's common stock after the satisfaction of the tax withholding obligation. As the performance conditions underlying this restricted stock unit award were not achieved at the maximum level, 656,202 previously reported restricted stock units did not vest.

- (2) Following the transactions reported on this Form 4, the reporting person directly held (a) 2,312,760 shares of the Company's common stock and (b) 986,576 performance-vesting restricted stock units, each representing the right to receive one share of the Company's common stock.
- (3) The reporting person and Brian G. Kelly are the managers of ASAC II LLC. The reporting person disclaims beneficial ownership of the Company's common stock held by ASAC II LLC except to the extent of his pecuniary interest therein.
- (4) The reporting person disclaims beneficial ownership of the Company's common stock held by these UTMA's except to the extent of his pecuniary interest therein.
- (5) These shares are held by grantor retained annuity trusts for the benefit of the reporting person's children, of which the reporting person is the trustee.

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.