

Activision Blizzard, Inc.  
Form 4  
March 19, 2013

**FORM 4**

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

OMB APPROVAL

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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, 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 \*  
**KELLY BRIAN G**

(Last) (First) (Middle)

**C/O ACTIVISION BLIZZARD, INC., 3100 OCEAN PARK BOULEVARD**

(Street)

**SANTA MONICA, CA 90405**

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**03/15/2013**

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)

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)
			Code	V	Amount	(D)	Price
Common Stock, par value \$0.000001 per share					2,289,032	D	(1)
Common Stock, par value \$0.000001 per share	03/15/2013		F(2)		197,449	D	\$ 14.65
					1,336,537	I	See footnote. (3)



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- Mr. Kelly indirectly owns (a) 472,865 shares of the Company's common stock, held by the Kelly Family 2006 Irrevocable Trust, (b) 156,271 shares of the Company's common stock, held by a grantor retained annuity trust of which Mr. Kelly is the annuitant beneficiary and his wife, Joelle Kelly, is the trustee, and (c) 707,401 restricted stock units, each representing the right to receive a share of the Company's common stock, held by that grantor retained annuity trust. (The shares held by the Kelly Family 2006 Irrevocable Trust were previously held by a Delaware limited partnership, 99% of the interests of which were held by a grantor retained annuity trust of which Mr. Kelly was the annuitant beneficiary and his wife was the trustee, and 1% of the interests of which were held by a Delaware limited liability corporation which served as the general partner of the limited partnership, and were transferred to the family trust on September 13, 2012.)
- (3)

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