

Activision Blizzard, Inc.

Form 4

February 19, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Tippl Thomas

(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)
02/15/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.000001 per share	02/15/2014		F	29,352 (1)	D \$ 19.8 1,477,043	I	See footnote. (2)
Common Stock, par value \$0.000001 per share	02/15/2014		F	15,654 (3)	D \$ 19.8 1,461,389	I	See footnote. (2)
	02/15/2014		F		D \$ 19.8 1,415,731	I	

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Common Stock, par value \$0.000001 per share					45,658 (4)				See footnote. (2)
Common Stock, par value \$0.000001 per share	02/19/2014		M	52,372	A	\$ 11.5	1,468,103	I	See footnote. (2)
Common Stock, par value \$0.000001 per share	02/19/2014		S	52,372	D	\$ 19.8016 (5)	1,415,731 (6)	I	See footnote. (2)

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 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options	\$ 11.5	02/19/2014		M		52,372		02/15/2014	05/11/2019	Common Stock, par value \$0.000001 per share	52,372

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
Chief Operating Officer

Tippl Thomas
C/O ACTIVISION BLIZZARD, INC.
3100 OCEAN PARK BOULEVARD
SANTA MONICA, CA 90405

Signatures

/s/ Thomas
Tippl

02/19/2014

__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 February 15, 2014, the restrictions lapsed with respect to 56,250 performance-based restricted shares of the Company's common stock
(1) held by Mr. Tippl. Pursuant to the terms of his restricted stock award agreement, the Company withheld 29,352 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.

(2) These securities are held by the Thomas and Laura Tippl Family Trust.

On February 15, 2014, the restrictions lapsed with respect to 30,000 restricted shares of the Company's common stock held by Mr. Tippl.
(3) Pursuant to the terms of his restricted stock award agreement, the Company withheld 15,654 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.

On February 15, 2014, 87,500 restricted stock units held by Mr. Tippl vested. Pursuant to the terms of his restricted stock unit award
(4) agreement, the Company withheld 45,658 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.

The price in column 4 is a weighted average price. The prices actually received for the stock ranged from \$19.80 to \$19.85 per share. Mr.
(5) Tippl 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.

Following the transactions reported on this Form 4, Mr. Tippl (through the Thomas and Laura Tippl Family Trust) held (a) 83,086 shares
(6) of the Company's common stock, (b) 309,917 restricted stock units, each representing the right to receive a share of the Company's common stock, and (c) 1,022,728 performance-based restricted shares of the Company's common stock.

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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