

Morhaim Michael
 Form 4
 January 03, 2012

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 *
 Morhaim Michael

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 BLIZZARD
 ENTERTAINMENT, 16215 ALTON
 PARKWAY

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/31/2011

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

(Street)
 IRVINE, CA 92618

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock, par value \$0.000001 per share	12/31/2011		F		31,121 (1) D \$ 12.32	485,545	D
Common Stock, par value \$0.000001 per share	12/31/2011		G(2)		35,546 D \$ 0	449,999 (3)	D
	12/31/2011		G(2)		35,546 A \$ 0	47,987 (4)	I

Common
Stock, par
value
\$0.000001
per share

See
footnote
(5)

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 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. 3 and 4)
				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
Morhaime Michael C/O BLIZZARD ENTERTAINMENT 16215 ALTON PARKWAY IRVINE, CA 92618			Pres. & CEO-Blizzard Ent.	

Signatures

/s/ Michael
Morhaime

01/03/2012

**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).

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- On December 31, 2011, 66,667 restricted stock units held by Mr. Morhaime vested. Pursuant to the terms of his restricted stock unit
- (1) award agreement, he elected to have the Company withhold 31,121 of the shares otherwise deliverable to him in order to satisfy the resulting tax withholding obligation.
 - (2) Following the receipt thereof, Mr. Morhaime transferred the net shares he received in connection with the vesting of his 66,667 restricted stock units to the Michael Morhaime Revocable Trust.
 - (3) Following the transactions reported on this Form 4, Mr. Morhaime directly held 449,999 restricted stock units, each representing the right to receive one share of the Company's common stock.
 - (4) Following the transactions reported on this Form 4, Mr. Morhaime (through the Michael Morhaime Revocable Trust) indirectly held 47,987 shares of the Company's common stock.
 - (5) These securities are held by the Michael Morhaime Revocable Trust.

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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