

Activision Blizzard, Inc.
Form 5
February 17, 2009

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
KOTICK ROBERT A

(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

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

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

SANTA MONICA, CA 90405

(City) (State) (Zip)

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) (A) or (D) Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|

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

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SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date | 7. Title and Underlying |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|------------------------------------|---|-------------------------|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|------------------------------------|---|-------------------------|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Acquired (A) or Disposed of (D) | | (Month/Day/Year) | | (Instr. 3 and 4) | |
|------------------------|--|----------------------|-----------------|---------------------------------|---------|------------------|------------------|------------------|---|
| | | | | (A) | (D) | Date Exercisable | Expiration Date | | Title |
| Employee Stock Options | \$ 3.8672 | 10/08/2008 | Â | J ⁽¹⁾ | Â | 173,300 | Â ⁽²⁾ | 04/29/2014 | Common Stock, par value \$0.00001 per share |
| Employee Stock Options | \$ 3.8672 | 10/08/2008 | Â | J ⁽¹⁾ | 173,300 | Â | Â ⁽²⁾ | 04/29/2014 | Common Stock, par value \$0.00001 per share |
| Employee Stock Options | \$ 6.664 | 10/08/2008 | Â | J ⁽¹⁾ | Â | 280,340 | Â ⁽²⁾ | 06/20/2015 | Common Stock, par value \$0.00001 per share |
| Employee Stock Options | \$ 6.664 | 10/08/2008 | Â | J ⁽¹⁾ | 280,340 | Â | Â ⁽²⁾ | 06/20/2015 | Common Stock, par value \$0.00001 per share |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KOTICK ROBERT A C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405 | Â X | Â | Â President & CEO | Â |

Signatures

/s/ Robert A. Kotick 02/17/2009

**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) Reflects transfer of Employee Stock Options by 75260G Trust to 10122B Trust.

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- (2) The option was exercisable in full as of the date of this Form 5 filing.
- (3) This amount was previously reported as covering 675,236 shares at an exercise price of \$7.7344 per share (all of which were held by the 75260G Trust), but was adjusted to reflect the 2-for-1 split of the Company's common stock that occurred on September 5, 2008.
- (4) Represents options held by the 10122B Trust.
- (5) This amount was previously reported as covering 339,687 shares (140,170 of which were held by the 75260G Trust) at an exercise price of \$13.328 per share, but was adjusted to reflect the 2-for-1 split of the Company's common stock that occurred on September 5, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.