

Activision Blizzard, Inc.
 Form 4
 May 18, 2009

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 *
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)
05/14/2009

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	(A) or (D)	Price
Common Stock, par value \$0.000001 per share	03/06/2009		G ⁽¹⁾	V	260,000	D	\$ 0
					1,541,278	D	
Common Stock, par value \$0.000001 per share	03/23/2009		G ⁽¹⁾	V	457,000	D	\$ 0
					1,084,278	D	
	05/14/2009		M		486,103	A	\$ 1.0315
					1,570,381	D	

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Common Stock, par value \$0.000001 per share									
Common Stock, par value \$0.000001 per share	05/14/2009	S	486,103	D	\$ 11.5552 (2)	1,084,278	D		
Common Stock, par value \$0.000001 per share	05/15/2009	M	2,007,893	A	\$ 1.0315	3,092,171	D		
Common Stock, par value \$0.000001 per share	05/15/2009	S	2,007,893	D	\$ 11.611 (3)	1,084,278	D		
Common Stock, par value \$0.000001 per share	05/15/2009	G ⁽¹⁾ V	357,004	D	\$ 0	727,274 ⁽⁴⁾	D		
Common Stock, par value \$0.000001 per share						3,498,858	I		By 800370D Trust ⁽⁵⁾
Common Stock, par value \$0.000001 per share						224,880	I		By Delmonte Investments, LLC

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Employee Stock Options	\$ 1.0315	05/14/2009			M		486,103		(6)	04/18/2010	Common Stock, par value \$0.000001 per share	48
Employee Stock Options	\$ 1.0315	05/15/2009			M		2,007,893		(6)	04/18/2010	Common Stock, par value \$0.000001 per share	2,00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KELLY BRIAN G C/O ACTIVISION BLIZZARD, INC. 3100 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405	X			

Signatures

/s/ Brian G.
Kelly

05/18/2009

**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 Company common stock to a 501(c)(3) organization.

The price in Column 4 is a weighted average price. The prices actually received for the stock ranged from \$11.52 to \$11.59 per share. Mr.

(2) Kelly has provided to the Company and, upon request, will provide any security holder of the Company or the SEC staff information regarding the number of shares sold at each price within that range.

The price in Column 4 is a weighted average price. The prices actually received for the stock ranged from \$11.55 to \$11.75 per share. Mr.

(3) Kelly has provided to the Company and, upon request, will provide any security holder of the Company or the SEC staff information regarding the number of shares sold at each price within that range.

(4) Consists of 727,274 restricted stock units representing the right to receive the Company's common stock.

(5) Mr. Kelly is an investment advisor and beneficiary of the 803070D Trust and may be deemed to be an indirect beneficial owner of shares held by such trust.

(6) These options to purchase shares of the Company's common stock were vested in their entirety on April 18, 2000.

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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