



State of California
Secretary of State

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Corporate Disclosure Statement
(Domestic Stock and Foreign Corporations)

There is no fee for filing the Corporate Disclosure Statement.

IMPORTANT — Please read instructions before completing this form

FILED
Secretary of State
State of California

MAY 29 2019

1. Corporate Name
ACTIVISION BLIZZARD, INC. (C2235977)

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Independent Auditor

2. Name of the Independent Auditor that prepared the most recent auditor's report **PricewaterhouseCoopers, LLP**

3. Description of other services, if any, performed by the Independent Auditor named in Item 2
Please see attached Exhibit A

4. Name of the Independent Auditor employed by the Corporation on the date of this statement, if different from Item 2

5a. Does the Corporation's most current SEC Form 10-K filing list a California Principal Executive Address?
 Yes. Proceed to Item #5b
No. Proceed to Item #6

5b. Does the Corporation have 1 or more female Director on its current Board of Directors? Yes No

Directors and Executive Officers

6. Names of Directors	Compensation	Shares	Options	Bankruptcy	Fraud
1) <u>Reveta Bowers</u>	<u>\$470,239</u>	<u>5,106</u>	<u>-0-</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

Complete Item B of the attachment (Form SI-PTA), for additional Directors

7a. Names of Executive Officers	Compensation	Shares	Options	Bankruptcy	Fraud
1) <u>Riccardo Zacconi</u>	<u>\$19,819,151</u>	<u>-0-</u>	<u>150,542</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2) <u>Collister Johnson</u>	<u>\$8,171,121</u>	<u>109,059</u>	<u>-0-</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3) <u>Michael Morhaime</u>	<u>\$8,098,024</u>	<u>38,896</u>	<u>-0-</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4) <u>Spencer Neumann</u>	<u>\$6,738,174</u>	<u>70,772</u>	<u>-0-</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5) <u>Christopher Walther</u>	<u>\$4,763,158</u>	<u>40,194</u>	<u>-0-</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

7b. Chief Executive Officer (if not named in 7a)	Compensation	Shares	Options	Bankruptcy	Fraud
<u>Robert A. Kotick</u>	<u>\$30,841,004</u>	<u>161,068</u>	<u>925,057</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

7c. Additional Executive Officers (if not named in 7a or 7b)

1) _____ Bankruptcy Fraud

2) _____ Bankruptcy Fraud

3) _____ Bankruptcy Fraud

If more space is needed, enter additional information in Item D of the attachment (Form SI-PTA).

Loans to Members of the Board of Directors

8. Names of Directors Description of Loan (including amount and terms)

1) N/A

If the Corporation has made additional loans to Directors, Complete Item C of the attachment (Form SI-PTA).

Additional Statutory Disclosures

9. Has an order for relief been entered in a bankruptcy case with respect to the corporation during the preceding 10 years? Yes No

10. Has the corporation or any of its subsidiaries been a party to, or any of their property been subject to, any material pending legal proceedings, as specified by Item 103, Part 229 of SEC Regulation S-K? If yes, attach a description. Yes No

11. Has the corporation been found legally liable in any material legal proceeding during the preceding five years? If yes, attach a description. Yes No

12. By submitting this Corporate Disclosure Statement to the Secretary of State, the corporation certifies the information contained herein, including any attachments, is true and correct.

JEFFREY A. BROWN
Type or Print Name of Person Completing the Form

Jeffrey A. Brown
Signature

SECRETARY
Title

MAY 28, 2019
Date



**State of California
Secretary of State**

**Attachment to
Corporate Disclosure Statement
(Domestic Stock and Foreign Corporations)**

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IMPORTANT — Please read instructions before completing this form

A. Corporate Name
ACTIVISION BLIZZARD, INC.

B. Additional Directors (Continued from Item 6 on Form SI-PT)

Names of Directors	Compensation	Shares	Options	Bankruptcy	Fraud
2) Robert Corti	\$379,713	3,276	-0-	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3) Hendrik Hartong III	\$350,713	3,276	-0-	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4) Brian Kelly	\$489,713	3,276	-0-	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5) Robert Kotick	\$30,841,004	161,068	925,057	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
6) Barry Meyer	\$345,213	3,276	-0-	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7) Robert Morgado	\$448,546	3,276	-0-	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
8) Peter Nolan	\$347,963	3,276	-0-	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
9) Casey Wasserman	\$345,213	3,276	-0-	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
10) Elaine Wynn	\$345,213	3,276	-0-	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
11) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
12) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
13) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
14) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
15) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
16) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
17) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
18) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No

If the Corporation has additional Directors, attach additional pages as needed.

C. Additional Loans to Members of the Board of Directors (Continued from Item 8 on Form SI-PT)

Names of Directors	Description of Loan (including amount and terms)
2) N/A	_____
3) _____	_____
4) _____	_____
5) _____	_____
6) _____	_____
7) _____	_____
8) _____	_____

If the Corporation has made additional loans to Directors, attach additional pages as needed.

D. Additional Information (Please reference item number from Form SI-PT or Form SI-PTA, as applicable)

In response to No. 10, please see attached Exhibit B

Exhibit A**ACTIVISION BLIZZARD, INC.
CORPORATE DISCLOSURE STATEMENT****INDEPENDENT AUDITOR**

Description of other services, if any, performed by the independent auditor named un item 2.

The following is a list of services provided by PricewaterhouseCoopers, our independent auditor:

- (1) **Audit:** This category includes services provided in connection with the annual audit of our financial statements (including required quarterly reviews of financial statements included in our Quarterly Reports on Form 10-Q), services provided in connection with the annual audit of our internal control over financial reporting, as required by Section 404 of the Sarbanes Oxley Act of 2002, statutory audits required for certain of our non-U.S. subsidiaries, consents, assistance with and review of documents filed with the SEC and other services that are normally provided in connection with statutory or regulatory filings or engagements.
- (2) **Audit-Related:** This category includes fees for assurance and related services that are reasonably related to the performance of the audit or review of our financial statements, including employee benefit plan audits and accounting consultations in connection with the future adoption of new accounting pronouncements and assurance services related to our debt refinancing.
- (3) **Tax:** This category includes services rendered for U.S. and foreign tax compliance and returns, transfer pricing, research and development tax credit and other technical tax consulting.

All Other: This category includes fees for all other services except those described above. Amounts relate to assistance with the Company's XBRL filings, assistance with international industry filings, assistance with the Company's Form SD, and license fees paid for an online research tool.

ACTIVISION BLIZZARD, INC.
CORPORATE DISCLOSURE STATEMENT

ADDITIONAL STATUTORY DISCLOSURES

10. Has the corporation or any of its subsidiaries been a party to, or any of their property been subject to, any material pending legal proceedings, as specified by Item 103, Part 229 of SEC Regulation S-K? If yes, attach a description.

In December 2018, we received a decision from the STA informing us of an audit assessment to a Swedish subsidiary of King for the 2016 tax year. The STA decision described the basis for issuing a transfer pricing assessment of approximately 3.5kr billion (approximately \$400 million) primarily concerning an alleged intercompany asset transfer. We disagree with the STA's decision and intend to vigorously contest it. We plan to pursue all remedies available to us to successfully resolve the matter, including administrative remedies with the STA, multilateral procedures with other relevant taxing jurisdictions, and, if necessary, judicial remedies. Further, we may be required to pay the full assessment to the STA in advance of the final resolution of the matter. While we believe our tax provisions at December 31, 2018, are appropriate, until such time as this matter is ultimately resolved we could be subject to significant additional tax liabilities.

In December 2017, we received a Notice of Reassessment from the FTA related to transfer pricing for intercompany transactions involving one of our French subsidiaries for the 2011 through 2013 tax years. The total assessment, including penalties and interest, was approximately €571 million (approximately \$652 million). We disagree with the proposed assessment and intend to vigorously contest it. We plan to pursue all remedies available to us to successfully resolve this matter, including administrative remedies with the FTA and, if necessary, judicial remedies. While we believe our tax provisions at December 31, 2018, are appropriate, until such time as this matter is ultimately resolved we could be subject to significant additional tax liabilities. In addition to the risk of additional tax for the 2011 through 2013 tax years, if litigation regarding this matter were adversely determined and/or if the FTA were to seek adjustments of a similar nature for subsequent years, we could be subject to significant additional tax liabilities.

In addition, we are party to routine claims, suits, investigations, audits, and other proceedings arising in the ordinary course of business, including with respect to intellectual property, competition and antitrust matters, regulatory matters, tax matters, privacy matters, labor and employment matters, compliance matters, unclaimed property matters, liability and personal injury claims, product damage claims, collection matters, and/or commercial claims. In the opinion of management, after consultation with legal counsel, such routine claims and lawsuits are not significant and we do not expect them to have a material adverse effect on our business, financial condition, results of operations, or liquidity.