**ZYNGA INC** Form 4 June 15, 2015

### FORM 4

#### **OMB APPROVAL**

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Quejado Michelle

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

ZYNGA INC [ZNGA]

(Month/Day/Year)

06/11/2015

(Check all applicable)

below)

(First) (Last)

(Middle)

3. Date of Earliest Transaction

Director 10% Owner Other (specify X\_ Officer (give title

C/O ZYNGA INC., 699 8TH

STREET

Chief Accounting Officer

(Street)

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

Applicable Line) \_X\_ Form filed by One Reporting Person

6. Individual or Joint/Group Filing(Check

Form filed by More than One Reporting Person

below)

SAN FRANCISCO, CA 94103

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T) (Instr. 4) (Instr. 4)

Reported (A) Transaction(s)

(Instr. 3 and 4)

Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

#### Edgar Filing: ZYNGA INC - Form 4

| (Instr. 3)               | Price of<br>Derivative<br>Security |            | (Month/Day/Year) | (Instr. 8 | Í | •      | str. 3, 4, |                     |                    |                      |                                     |
|--------------------------|------------------------------------|------------|------------------|-----------|---|--------|------------|---------------------|--------------------|----------------------|-------------------------------------|
|                          |                                    |            |                  | Code      | V | (A)    | (D)        | Date<br>Exercisable | Expiration<br>Date | Title                | Amount<br>or<br>Number<br>of Shares |
| Restricted<br>Stock Unit | <u>(1)</u>                         | 06/11/2015 |                  | A         |   | 60,000 |            | (2)                 | 06/11/2022         | Class A Common Stock | 60,000                              |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |            |       |  |  |  |  |
|--------------------------------|---------------|-----------|------------|-------|--|--|--|--|
| 1 6                            | Director      | 10% Owner | Officer    | Other |  |  |  |  |
| Quejado Michelle               |               |           | Chief      |       |  |  |  |  |
| C/O ZYNGA INC.                 |               |           |            |       |  |  |  |  |
| 699 8TH STREET                 |               |           | Accounting |       |  |  |  |  |
| SAN FRANCISCO CA 94103         |               |           | Officer    |       |  |  |  |  |

### **Signatures**

/s/ Sara Stapleton as power of attorney for Michelle Quejado 06/15/2015

\*\*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) Each restricted stock unit represents a contingent right to receive 1 share of the issuer's Class A Common Stock upon vest.
- (2) The restricted stock unit vests as follows: 50% of the shares vest on May 15, 2016, and 50% of the shares vest on May 15, 2017, subject to continued service to the Issuer through each vesting date.

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

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