

Sloodman Frank
Form 4
June 04, 2018

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 *
Sloodman Frank

2. Issuer Name and Ticker or Trading Symbol
ServiceNow, Inc. [NOW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O SERVICENOW, INC., 2225
LAWSON LANE

3. Date of Earliest Transaction (Month/Day/Year)
06/01/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

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

SANTA CLARA, CA 95054

(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 or Price		
Common Stock	06/01/2018		M ⁽¹⁾		31,996 A \$ 2.6		D
Common Stock	06/01/2018		S ⁽¹⁾		5,727 D \$ 177.9384		D
Common Stock	06/01/2018		S ⁽¹⁾		7,153 D \$ 178.9687		D
Common Stock	06/01/2018		S ⁽¹⁾		10,207 D \$ 179.9587		D

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Common Stock	06/01/2018	<u>S</u> ⁽¹⁾	<u>7,859</u> ⁽²⁾	D	\$ <u>180.8965</u> ⁽⁶⁾	96,126	D
Common Stock	06/01/2018	<u>S</u> ⁽¹⁾	<u>1,050</u> ⁽²⁾	D	\$ <u>181.4894</u> ⁽⁷⁾	95,076	D
Common Stock	06/01/2018	<u>M</u> ⁽¹⁾	68,004	A	\$ 29.42	163,080	D
Common Stock	06/01/2018	<u>S</u> ⁽¹⁾	<u>11,721</u> ⁽²⁾	D	\$ <u>177.9128</u> ⁽⁸⁾	151,359	D
Common Stock	06/01/2018	<u>S</u> ⁽¹⁾	<u>13,577</u> ⁽²⁾	D	\$ <u>178.9086</u> ⁽⁹⁾	137,782	D
Common Stock	06/01/2018	<u>S</u> ⁽¹⁾	<u>22,577</u> ⁽²⁾	D	\$ <u>179.8702</u> ⁽¹⁰⁾	115,205	D
Common Stock	06/01/2018	<u>S</u> ⁽¹⁾	<u>16,197</u> ⁽²⁾	D	\$ <u>180.8093</u> ⁽¹¹⁾	99,008	D
Common Stock	06/01/2018	<u>S</u> ⁽¹⁾	<u>3,932</u> ⁽²⁾	D	\$ <u>181.4249</u> ⁽¹²⁾	95,076	D

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)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option	\$ 2.6	06/01/2018		<u>M</u> ⁽¹⁾	31,996	<u>(13)</u> 05/05/2021	Common Stock 31,996

(Right to Buy)

Employee Stock

Option	\$ 29.42	06/01/2018		M ⁽¹⁾	68,004	<u>(13)</u>	02/06/2023	Common Stock	68,004
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(Right to Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sloodman Frank C/O SERVICENOW, INC. 2225 LAWSON LANE SANTA CLARA, CA 95054		X		

Signatures

/s/ Frank Sloodman by Derk Lupinek,
Attorney-in-Fact

06/04/2018

__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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- (2) Represents the aggregate of sales effected on the same day at different prices pursuant to the 10b5-1 trading plan noted in footnote (1).
Represents the weighted average sales price per share. The shares sold at prices ranging from \$177.40 to \$178.39 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (3) Represents the weighted average sales price per share. The shares sold at prices ranging from \$178.44 to \$179.43 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (4) Represents the weighted average sales price per share. The shares sold at prices ranging from \$179.44 to \$180.42 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (5) Represents the weighted average sales price per share. The shares sold at prices ranging from \$180.45 to \$181.44 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (6) Represents the weighted average sales price per share. The shares sold at prices ranging from \$181.465 to \$181.54 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (7) Represents the weighted average sales price per share. The shares sold at prices ranging from \$177.38 to \$178.37 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (8) Represents the weighted average sales price per share. The shares sold at prices ranging from \$178.371 to \$179.355 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (9) Represents the weighted average sales price per share. The shares sold at prices ranging from \$178.371 to \$179.355 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

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(10) Represents the weighted average sales price per share. The shares sold at prices ranging from \$179.365 to \$180.34 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

(11) Represents the weighted average sales price per share. The shares sold at prices ranging from \$180.36 to \$181.35 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

(12) Represents the weighted average sales price per share. The shares sold at prices ranging from \$181.355 to \$181.50 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

(13) This stock option grant is fully vested.

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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