ServiceNow, Inc. Form 4 March 06, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 * LUDDY FREDERIC B	2. Issuer Name and Ticker or Trading Symbol ServiceNow, Inc. [NOW]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle)	3. Date of Earliest Transaction	(Check all applicable)		
C/O SERVICENOW, INC., 4810 EASTGATE MALL	(Month/Day/Year) 03/04/2014	X Director 10% Owner X Officer (give title Other (specify below) CHIEF PRODUCT OFFICER		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)		
SAN DIEGO, CA 92121		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	red, 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) our Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	03/04/2014		S <u>(1)</u>	9,600 (2)	D	\$ 69.2919 (3)	7,710,339	D	
Common Stock	03/04/2014		S <u>(1)</u>	24,908 (2)	D	\$ 70.5587 (4)	7,685,431	D	
Common Stock	03/04/2014		S <u>(1)</u>	15,492 (2)	D	\$ 71.0101 (5)	7,669,939	D	
Common Stock	03/04/2014		S(1)	300 (2)	D	\$ 69.2067	55,300	I	by Spouse

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					<u>(6)</u>			
Common Stock	03/04/2014	S <u>(1)</u>	1,000 (2)	D	\$ 70.715 (7)	54,300	I	by Spouse
Common Stock	03/04/2014	S(1)	100	D	\$ 71.18	54,200	I	by Spouse
Common Stock	03/05/2014	S <u>(1)</u>	28,376 (2)	D	\$ 70.2024 (8)	7,641,563	D	
Common Stock	03/05/2014	S <u>(1)</u>	21,624 (2)	D	\$ 70.9977 <u>(9)</u>	7,619,939	D	
Common Stock	03/06/2014	S <u>(1)</u>	45,807 (2)	D	\$ 68.7425 (10)	504,193	I	by Frederic B. Luddy CRT, LLC
Common Stock	03/06/2014	S <u>(1)</u>	4,193 (<u>2)</u>	D	\$ 69.6027	500,000	I	by Frederic B. Luddy CRT, LLC
Common Stock						50,000	I	by Spouse's Trust
Common Stock						1,115,000	I	by Luddy Family Dynasty Trust LLC
Common Stock						5,486	I	by Frederic B. Luddy Family Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Amount of	Derivative	Deriv

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LUDDY FREDERIC B
C/O SERVICENOW, INC.
4810 EASTGATE MALL
SAN DIEGO, CA 92121

Relationships

CHIEF PRODUCT OFFICER

Signatures

/s/ Frederic B. Luddy by Ethan Christensen, Attorney-in-Fact

03/06/2014

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**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 sales 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 \$68.86 to \$69.74 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.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$69.87 to \$70.86 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.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$70.88 to \$71.27 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.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$68.88 to \$69.44 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.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$70.10 to \$71.04 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)

Reporting Owners 3

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Represents the weighted average sales price per share. The shares sold at prices ranging from \$69.68 to \$70.67 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.

- Represents the weighted average sales price per share. The shares sold at prices ranging from \$70.69 to \$71.36 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.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$68.33 to \$69.32 per share. Full (10) 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.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$69.35 to \$70.25 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.

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.