

Schneider David  
Form 4  
February 07, 2013

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Schneider David

(Last) (First) (Middle)

C/O SERVICENOW, INC., 4810  
EASTGATE MALL

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

ServiceNow, Inc. [NOW]

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

07/31/2012

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
SVP WORLDWIDE SALES & SERVICES

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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 Beneficial Ownership (Instr. 4)
Common Stock	02/05/2013		M <sup>(1)</sup>	55,000 A	\$ 3 56,500 <sup>(2)</sup>	D	
Common Stock	02/05/2013		S <sup>(1)</sup>	13,200 <sup>(3)</sup> D	\$ 29.4148 43,300 <sup>(4)</sup>	D	
Common Stock	02/05/2013		S <sup>(1)</sup>	41,800 <sup>(3)</sup> D	\$ 29.8461 1,500 <sup>(5)</sup>	D	

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**

SEC 1474  
(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 (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 Security (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title An Nu Sha
Employee Stock Option (Right to Buy)	\$ 3	07/31/2012		A	243,744	(6)(7) 09/08/2021	Common Stock 24
Employee Stock Option (Right to Buy)	\$ 3	02/05/2013		M <sup>(1)</sup>	55,000	(6)(8) 07/21/2021	Common Stock 5

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Schneider David C/O SERVICENOW, INC. 4810 EASTGATE MALL SAN DIEGO, CA 92121	SVP WORLDWIDE SALES & SERVICES

## Signatures

/s/ David Schneider by Ethan Christensen,  
Attorney-in-Fact

02/07/2013

\_\_\_\_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) Includes 1,500 shares acquired under the Issuer's Employee Stock Purchase Plan on January 31, 2013.
- (3) Represents the aggregate of sales effected on the same day at different prices pursuant to the 10b5-1 trading plan noted in footnote (1).
- (4) Represents the weighted average sales price per share. The shares sold at prices ranging from \$28.70 to \$29.67 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

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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 \$29.70 to \$29.90 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) Immediately exercisable.
- (7) The stock option grant shall be vested as to 1/4th of the total number of shares on June 6, 2012 and thereafter shall vest as to 1/48th of the total number of shares in equal monthly installments.
- (8) The stock option grant shall be vested as to 1/4th of the total number of shares on June 6, 2012 and thereafter shall vest as to 1/48th of the total number of shares in equal monthly installments.

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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