

ServiceNow, Inc.  
Form 4  
August 07, 2015

**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  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LEONE DOUGLAS M**

(Last) (First) (Middle)

2800 SAND HILL ROAD, SUITE  
101

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/06/2015

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|---------|------------|----------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount  | (A) or (D) | Price    |                                                                                               |                                                          |                                                       |
| Common Stock                    | 08/06/2015                           |                                                    | M                              |                                                                   | 100,000 | A          | \$ 18    | 100,000                                                                                       | D                                                        |                                                       |
| Common Stock                    | 08/06/2015                           |                                                    | M                              |                                                                   | 50,000  | A          | \$ 36.74 | 150,000                                                                                       | D                                                        |                                                       |
| Common Stock                    | 08/06/2015                           |                                                    | M                              |                                                                   | 7,030   | A          | \$ 55.88 | 157,030                                                                                       | D                                                        |                                                       |
| Common Stock                    | 08/06/2015                           |                                                    | G <sup>(1)</sup>               | V                                                                 | 157,030 | D          | \$ 0     | 0                                                                                             | D                                                        |                                                       |
| Common Stock                    | 08/06/2015                           |                                                    | G <sup>(1)</sup>               | V                                                                 | 157,030 | A          | \$ 0     | 645,817                                                                                       | I                                                        | By Trust <sup>(2)</sup>                               |

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|              |            |   |         |   |           |         |   |                                      |
|--------------|------------|---|---------|---|-----------|---------|---|--------------------------------------|
| Common Stock | 08/06/2015 | S | 157,030 | D | \$ 77.923 | 488,787 | I | By Trust <sup>(2)</sup>              |
| Common Stock |            |   |         |   |           | 514,620 | I | By Family Partnership <sup>(2)</sup> |

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 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                              |
| Director Stock Option (Right to Buy)       | \$ 18                                                  | 08/06/2015                           |                                                    | M                              | 100,000                                                                                 | <sup>(3)</sup> 06/27/2022                                | Common Stock 100,000                                          |
| Director Stock Option (Right to Buy)       | \$ 36.74                                               | 08/06/2015                           |                                                    | M                              | 50,000                                                                                  | <sup>(3)</sup> 06/06/2023                                | Common Stock 50,000                                           |
| Director Stock Option (Right to Buy)       | \$ 55.88                                               | 08/06/2015                           |                                                    | M                              | 7,030                                                                                   | <sup>(3)</sup> 07/08/2024                                | Common Stock 7,030                                            |

## Reporting Owners

| Reporting Owner Name / Address                    | Relationships |           |         |       |
|---------------------------------------------------|---------------|-----------|---------|-------|
|                                                   | Director      | 10% Owner | Officer | Other |
| LEONE DOUGLAS M<br>2800 SAND HILL ROAD, SUITE 101 | X             |           |         |       |

MENLO PARK, CA 94025

## Signatures

/s/Douglas Leone by Matthew Kelly,  
Attorney-in-Fact

08/07/2015

\_\_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) This transaction involved a gift of securities by the Reporting Person to the Trust for no consideration.

The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the

(2) inclusion of these securities on this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the reported securities for the purposes of Section 16 or for any other purpose.

(3) 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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