

Moores Rebecca Ann
Form 4
July 06, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Moores Rebecca Ann

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)
111 CONGRESS AVENUE, SUITE 2600

3. Date of Earliest Transaction (Month/Day/Year)
07/05/2012

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

(Street)
AUSTIN, TX 78701

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

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	07/05/2012		C		4,390,176 ⁽¹⁾	A	\$ 0 4,393,995	I	See Footnote <u>(3)</u>
Common Stock	07/05/2012		C		88,240 ⁽¹⁾	A	\$ 0 88,240	I	See Footnote <u>(4)</u>
Common Stock	07/05/2012		C		88,240 ⁽¹⁾	A	\$ 0 88,240	I	See Footnote <u>(5)</u>
Common Stock	07/05/2012		C		88,240 ⁽¹⁾	A	\$ 0 88,240	I	See Footnote

Edgar Filing: Moores Rebecca Ann - Form 4

Common Stock	07/05/2012		C	88,240 ⁽¹⁾	A	\$ 0	88,240	I	⁽⁶⁾ See Footnote <u>(7)</u>
--------------	------------	--	---	-----------------------	---	------	--------	---	---

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 Number Shares
Series A Convertible Preferred Stock	<u>(2)</u>	07/05/2012		C	1,586,920	<u>(2)</u> <u>(2)</u>	Common Stock 1,586,920
Series B Convertible Preferred Stock	<u>(2)</u>	07/05/2012		C	2,531,856	<u>(2)</u> <u>(2)</u>	Common Stock 2,531,856
Series C Convertible Preferred Stock	<u>(2)</u>	07/05/2012		C	624,360	<u>(2)</u> <u>(2)</u>	Common Stock 624,360
Series C Convertible Preferred Stock	<u>(2)</u>	07/05/2012		C	88,240	<u>(2)</u> <u>(2)</u>	Common Stock 88,240
Series C Convertible Preferred Stock	<u>(2)</u>	07/05/2012		C	88,240	<u>(2)</u> <u>(2)</u>	Common Stock 88,240
Series C Convertible Preferred Stock	<u>(2)</u>	07/05/2012		C	88,240	<u>(2)</u> <u>(2)</u>	Common Stock 88,240

Series C Convertible Preferred Stock	(2)	07/05/2012	C	88,240	(2)	(2)	Common Stock	88,240
---	-----	------------	---	--------	-----	-----	-----------------	--------

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moores Rebecca Ann 111 CONGRESS AVENUE, SUITE 2600 AUSTIN, TX 78701		X		
Rebecca A. Moores Trustee of the Chloe Dahl Moores Irrevocable Personal 2012 Trust 111 CONGRESS AVENUE, SUITE 2600 AUSTIN, TX 78701		X		
Rebecca A. Moores Trustee of the Cyrus N. Moores Irrevocable Personal 2012 Trust 111 CONGRESS AVENUE, SUITE 2600 AUSTIN, TX 78701		X		
Rebecca A. Moores Trustee of the John J. Moores III Irrevocable Personal 2012 Trust 111 CONGRESS AVENUE, SUITE 2600 AUSTIN, TX 78701		X		
Rebecca A. Moores Trustee of the Kiev J. Moores Irrevocable Personal 2012 Trust 111 CONGRESS AVENUE, SUITE 2600 AUSTIN, TX 78701		X		

Signatures

/s/ Rebecca Ann Moores	07/05/2012
Signature of Reporting Person	Date
/s/ Rebecca Ann Moores, Trustee, Rebecca A. Moores Trustee of the Chloe Dahl Moores Irrevocable Personal 2012 Trust	07/05/2012
Signature of Reporting Person	Date
/s/ Rebecca Ann Moores, as Trustee, Rebecca A. Moores Trustee of the Cyrus N. Moores Irrevocable Personal 2012 Trust	07/05/2012
Signature of Reporting Person	Date
/s/ Rebecca Ann Moores, as Trustee, Rebecca A. Moores Trustee of the John J. Moores III Irrevocable Personal 2012 Trust	07/05/2012
Signature of Reporting Person	Date
/s/ Rebecca Ann Moores, as Trustee, Rebecca A. Moores Trustee of the Kiev J. Moores Irrevocable Personal 2012 Trust	07/05/2012
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 total represents shares received upon conversion of shares of the Issuer's Series A Convertible Preferred Stock (the "Series A Shares"), Series B Convertible Preferred Stock (the "Series B Shares") and Series C Convertible Preferred Stock (the "Series C Shares" and together with the Series A Shares and Series B Shares, collectively, the "Preferred Shares"), as applicable.

(2) Effective upon the closing of the Issuer's initial public offering of its common stock, each Preferred Share automatically converted into eight shares of Common Stock as shown in column 7. The Preferred Shares had no expiration date.

(3) As of the date hereof, Rebecca Ann Moores Family Trust ("RAM Trust") owns an aggregate of 4,393,995 shares of Common Stock upon conversion of the Preferred Shares. Prior to the Issuer's initial public offering, RAM Trust owned 3,819 shares of Common Stock, 198,365 Series A Shares, 316,482 Series B Shares and 33,925 Series C Shares. Ms. Moores is the sole trustee, sole settlor and sole beneficiary of the RAM Trust. Ms. Moores disclaims Section 16 beneficial ownership of the shares of Common Stock, Series A Shares, Series B Shares and Series C Shares held by the RAM Trust (collectively, the "RAM Trust Shares") and this report shall not be deemed an admission that such reporting person is the beneficial owner of such RAM Trust Shares, except to the extent of her pecuniary interest, if any, in the RAM Trust Shares. Investment decisions by the RAM Trust are made by Ms. Moores and the RAM Trust is revocable.

(4) As of the date hereof, the Chloe Dahl Moores Irrevocable Personal 2012 Trust (the "Chloe Trust") owns an aggregate of 88,240 shares of Common Stock upon conversion of the Series C Shares. Prior to the Issuer's initial public offering, the Chloe Trust owned 11,030 Series C Shares. Ms. Moores is the sole trustee of the Chloe Trust and the Chloe Trust is irrevocable.

(5) As of the date hereof, the Cyrus N. Moores Irrevocable Personal 2012 Trust (the "Cyrus Trust") owns an aggregate of 88,240 shares of Common Stock upon conversion of the Series C Shares. Prior to the Issuer's initial public offering, the Cyrus Trust owned 11,030 Series C Shares. Ms. Moores is the sole trustee of the Cyrus Trust and the Cyrus Trust is irrevocable.

(6) As of the date hereof, the John J. Moores III Irrevocable Personal 2012 Trust (the "John Trust") owns an aggregate of 88,240 shares of Common Stock upon conversion of the Series C Shares. Prior to the Issuer's initial public offering, the John Trust owned 11,030 Series C Shares. Ms. Moores is the sole trustee of the John Trust and the John Trust is irrevocable.

(7) As of the date hereof, the Kiev J. Moores Irrevocable Personal 2012 Trust (the "Kiev Trust") owns an aggregate of 88,240 shares of Common Stock upon conversion of the Series C Shares. Prior to the Issuer's initial public offering, the Kiev Trust owned 11,030 Series C Shares. Ms. Moores is the sole trustee of the Kiev Trust and the Kiev Trust is irrevocable.

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.