

ServiceNow, Inc.
Form 4
August 05, 2013

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 *
Slootman Frank

(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)
08/01/2013

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)
PRESIDENT & CEO

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 or Price					
Common Stock	08/01/2013		M ⁽¹⁾		40,000	A	\$ 2.6	40,000	D	
Common Stock	08/01/2013		S ⁽¹⁾		7,700 ⁽²⁾	D	\$ 43.2703 ⁽³⁾	32,300	D	
Common Stock	08/01/2013		S ⁽¹⁾		20,500 ⁽²⁾	D	\$ 44.3826 ⁽⁴⁾	11,800	D	
Common Stock	08/01/2013		S ⁽¹⁾		11,100 ⁽²⁾	D	\$ 45.1214 ⁽⁵⁾	700	D	

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Common Stock	08/01/2013	S ⁽¹⁾	700 ⁽²⁾	D	\$ 45.8414 <u>(6)</u>	0	D	
Common Stock	08/02/2013	M	60,000	A	\$ 2.6	60,000	D	
Common Stock	08/02/2013	S	60,000 ⁽⁷⁾	D	\$ 45.5226 <u>(8)</u>	0	D	
Common Stock						100,000	I	By Frank S lootman and Brenda L. S lootman, as Co-Trustees of the S lootman Living Trust, dtd 09/08/99
Common Stock	08/02/2013	S	10,000 ⁽⁷⁾	D	\$ 45.5127 <u>(9)</u>	20,000	I	By Frank S lootman and Brenda L. S lootman, as Co-Trustees of the CRB Irrevocable Trust, dtd 08/05/11
Common Stock	08/02/2013	S	10,000 ⁽⁷⁾	D	\$ 45.5159 <u>(10)</u>	20,000	I	By Frank S lootman and Brenda L. S lootman, as Co-Trustees of the TJB Irrevocable Trust, dtd 08/05/11

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)

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 2.6	08/01/2013		M ⁽¹⁾	40,000	<u>(11)</u> (12)	05/05/2021	Common Stock	40,000
Employee Stock Option (Right to Buy)	\$ 2.6	08/02/2013		M	60,000	<u>(11)</u> (12)	05/05/2021	Common Stock	60,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Slootman Frank C/O SERVICENOW, INC. 4810 EASTGATE MALL SAN DIEGO, CA 92121	X		PRESIDENT & CEO	

Signatures

/s/ Frank Slootman by Ethan Christensen, Attorney-in-Fact 08/05/2013

__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) 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 \$42.78 to \$43.75 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 \$43.78 to \$44.70 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 \$43.78 to \$44.70 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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- (5) Represents the weighted average sales price per share. The shares sold at prices ranging from \$44.78 to \$45.77 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 \$45.78 to \$45.89 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 aggregate of sales effected on the same day at different prices.
- (8) Represents the weighted average sales price per share. The shares sold at prices ranging from \$45.23 to \$45.68 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 \$45.24 to \$45.68 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.
- (10) Represents the weighted average sales price per share. The shares sold at prices ranging from \$45.30 to \$45.69 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) Immediately exercisable.
- (12) The stock option grant vested as to 1/4th of the total number of shares on May 2, 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. 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.