

LUDDY FREDERIC B  
Form 4  
April 20, 2018

**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 \*  
**LUDDY FREDERIC B**

(Last) (First) (Middle)

**C/O SERVICENOW, INC., 2225  
LAWSON LANE**

(Street)

**SANTA CLARA, CA 95054**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**04/18/2018**

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 (D) Price			
Common Stock	04/18/2018		S <sup>(1)</sup>	900 <sup>(2)</sup> D \$ 171.91 <sup>(3)</sup>	1,010,775	I	by Frederic B. Luddy Family Trust
Common Stock	04/18/2018		S <sup>(1)</sup>	2,800 <sup>(2)</sup> D \$ 172.9482 <sup>(4)</sup>	1,007,975	I	by Frederic B. Luddy Family Trust
Common Stock	04/18/2018		S <sup>(1)</sup>	8,170 <sup>(2)</sup> D \$ 174.1708	999,805	I	by Frederic

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Number of Derivatives
Common Stock		04/18/2018	S <sup>(1)</sup>	8,130 <sup>(2)</sup>	D	\$ 174.8645 <sup>(6)</sup>	991,675	I	B. Luddy Family Trust by Frederic B. Luddy Family Trust
Common Stock		04/18/2018	S <sup>(1)</sup>	500 <sup>(2)</sup>	D	\$ 171.82 <sup>(7)</sup>	224,500	I	by Luddy Family Dynasty Trust LLC
Common Stock		04/18/2018	S <sup>(1)</sup>	1,800 <sup>(2)</sup>	D	\$ 172.9411 <sup>(8)</sup>	222,700	I	by Luddy Family Dynasty Trust LLC
Common Stock		04/18/2018	S <sup>(1)</sup>	4,700 <sup>(2)</sup>	D	\$ 174.1332 <sup>(9)</sup>	218,000	I	by Luddy Family Dynasty Trust LLC
Common Stock		04/18/2018	S <sup>(1)</sup>	5,400 <sup>(2)</sup>	D	\$ 174.822 <sup>(10)</sup>	212,600	I	by Luddy Family Dynasty Trust LLC
Common Stock		04/18/2018	S <sup>(1)</sup>	100	D	\$ 175.52	212,500	I	by Luddy Family Dynasty Trust LLC
Common Stock							260,791	D	

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)

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

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

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for LUDDY FREDERIC B, C/O SERVICENOW, INC., 2225 LAWSON LANE, SANTA CLARA, CA 95054 with 'X' in the 10% Owner column.

Signatures

/s/ Frederic B. Luddy by Derk Lupinek, Attorney-in-Fact, 04/20/2018. 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 transactions 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).
(3) Represents the weighted average sales price per share. The shares sold at prices ranging from \$171.44 to \$172.27 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.
(4) Represents the weighted average sales price per share. The shares sold at prices ranging from \$172.51 to \$173.31 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.
(5) Represents the weighted average sales price per share. The shares sold at prices ranging from \$173.58 to \$174.52 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 \$174.59 to \$175.52 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 weighted average sales price per share. The shares sold at prices ranging from \$171.44 to \$172.07 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)

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Represents the weighted average sales price per share. The shares sold at prices ranging from \$172.45 to \$173.34 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 \$173.49 to \$174.48 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 \$174.49 to \$175.18 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.