Exhibit 30

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/16/11 for the Period Ending 12/15/11

Address 699 EIGHTH STREET

SAN FRANCISCO, CA 94103

Telephone 800-762-2530

CIK 0001439404

Symbol ZNGA

SIC Code 7374 - Computer Processing and Data Preparation and Processing Services

Case3:12-cynapped stwices recentibles and education age of abserval

COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287 Expires: November 30,

Estimated average burden

2011

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

1. Name and Address of Reporting Person

See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP hours per response... 0.5 **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(f) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer

		1 0													(Check all	applicab	le)		
Davis Reginal	d D.			Z	YN	IGA	INC	[Z	NG	FA]									
(Last)	(First)	(Midd	le)	3.	Da	te of E	Carlies	t Tra	ansa	ection	(M	M/D	D/YYY	YY)	Director X Office below)	or er (give title	e below)	10% Ov	wner r (specify
C/O ZYNGA STREET	INC., 69	99 EIGI	НТН]	12/1	15/2	2011					Senior VI	P, GC, Se	ecretary		
	(Street)					Ameno DD/YYY		Da	te O	rigina	al F	File	d		6. Individu Applicable Li		nt/Group I	Filing (Che	eck
SAN FRANC	ISCO, C	CA 9410 (Zip)	3														Reporting Per		1
		Table I	- Non-D	eriva	ativ	ve Seci	urities	Ac	qui	red, I) Dis	pos	ed of	, or I	Beneficially	o Owned		-	
1.Title of Security (Instr. 3)				2. Trai Date	ıs.	Date,	ed Co tion (In			4. Secu Acquire Dispose (Instr. 3	ed (ed c	A) o of (D)	Follo	nount of Secur wing Reported 3 and 4)			Ownership Form: Direct (D)	Beneficial Ownership
						any	C	Code	v	Amoun	nt (I	A) or O)	Price					or Indirect (I) (Instr. 4)	(Instr. 4)
Class A Common Sto	ck			12/15/	201	1		С		(1)	2	A \$	310 ⁽¹⁾		105	582 (1)		D	
Class A Common Sto	ck			12/15/	201	1		F		(2)	2 1	\$	S10 ⁽²⁾			0		D	
Tab	le II - Dei	rivative S	ecuritie	s Bei	nefi	icially	Owne	ed (e.g.	, put	s, (call	s, wa	rran	ts, options,	convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans Code (Instr 8)	S.	5. Numb Derivati Securitic Acquire Dispose (Instr. 3	ve es d (A) or d of (D)			Exercisa on Date		and	Secur Deriv	ities U	Amount of nderlying security 4)	8. Price of Derivative Security (Instr. 5)	of derivative Securities Beneficially Owned Following Reported	Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Dat Exe		ble Da		tion	Title		Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
Restricted Stock Unit	\$ 0	12/15/2011		A		26666			(3) (4	12/	/14/2	2016	Com	ss B nmon k ⁽⁵⁾	26666	\$ 0	26666	D	
Restricted Stock Unit	\$ 0	12/15/2011		М			13334		(6)		(6)	Con	ss B nmon k ⁽⁵⁾	13334	\$ 0	13332	D	
Class B Common Stock (5)	\$ 0	12/15/2011		М		13334			(6)		(6)		ss A nmon ock	13334	\$ 0	13334	D	
Class B Common Stock (5)	\$ 0	12/15/2011		С			6225 (7)		(6)		(6)		ss A nmon ck	6225 (7)	\$ 0	7109	D	
Restricted Stock Unit	\$ 0	12/15/2011		A		573334			(8) (9	4/1	5/20	017	Con	ss B nmon k ⁽⁵⁾	573334	\$ 0	573334	D	
Restricted Stock		12/15/2011					215001						Cla	ss B					

	Cas	e3:12-	cv-040	07-、	JS	SW [Docu	ment13	4-30 F	Filed05/	31/13 F	Page4	of 23		
Tab	ole II - Dei	rivative S	ecurities	s Ber	ıef	icially	Owne	ed (e.g. ,]	puts, calls	s, warran	ts, options	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans Code (Instr 8)		5. Numb Derivati Securitie Acquire Dispose (Instr. 3,	ve es d (A) or d of (D)	Expiration I		7. Title and Securities U Derivative S (Instr. 3 and	nderlying Security	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	(4)	
Unit	\$ 0			М				(6)	(6)	Common Stock (5)	215001	\$ 0	358333	D	
Class B Common Stock (5)	\$ 0	12/15/2011		M		215001		(6)	(6)	Class A Common Stock	215001	\$ 0	222110	D	
Class B Common Stock (5)	\$ 0	12/15/2011		С			92938 (7)	(6)	(6)	Class A Common Stock	92938 (7)	\$ 0	129172	D	
Restricted Stock Unit	\$ 0	12/15/2011		A		40000		(8) (10)	4/15/2017	Class B Common Stock (5)	40000	\$ 0	40000	D	
Restricted Stock Unit	\$ 0	12/15/2011		M			17500	(6)	(6)	Class B Common Stock (5)	17500	\$ 0	22500	D	
Class B Common Stock (5)	\$ 0	12/15/2011		М		17500		(6)	(6)	Class A Common Stock	17500	\$ 0	146672	D	
Class B Common Stock (5)	\$ 0	12/15/2011		С			6419 (7)	(6)	(6)	Class A Common Stock	6419 ⁽⁷⁾	\$ 0	140253	D	
Restricted Stock Unit	\$ 0	12/15/2011		A		200000		(11) (12)	3/30/2018	Class B Common Stock (5)	200000	\$ 0	200000	D	

Explanation of Responses:

- (1) Represents the number of shares that were acquired upon conversion of Class B Common Stock to Class A Common Stock in connection with the net settlement of restricted stock units (the "RSUs") listed in Table II, based on the Issuer's initial public offering (the "IPO") price of \$10.00 per share. These shares were cancelled following such conversion to satisfy the tax withholding obligations of the Issuer.
- (2) Represents the number of shares cancelled to cover tax withholding in connection with the net settlement of RSUs listed in Table II, based on the initial public offering price of \$10.00 per share.
- (3) Represents RSUs that were granted on December 14, 2009. These RSUs have a term of 7 years and are settled in shares of the Issuer's Class B Common Stock. As granted, the vesting of the RSUs was subject to satisfaction of both a service-based condition and a liquidity event-based condition. The liquidity event-based condition was satisfied, and a portion of the RSUs became vested, on December 15, 2011, upon the execution and effectiveness of an underwriting agreement by and among the Issuer, the underwriters and certain selling stockholders of the Issuer, in connection with the IPO.
- (4) The service-based vesting condition was satisfied as to 1/4th of the total shares underlying the RSU on October 1, 2010. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.
- (5) Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. Class B Common Stock will convert automatically into Class A Common Stock on the date on which the number of outstanding shares of Class B Common Stock and Class C Common Stock together represent less than 10% of the aggregate combined voting power of the Issuer's capital stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (i) any transfer, whether or not for value, (subject to certain exceptions), or (ii) in the event of death of the Reporting Person.
- (6) Not applicable.
- (7) Represents shares that have been converted to Class A Common Stock and then cancelled to cover tax withholding in connection with the net settlement of RSUs, based on the initial public offering price of \$10.00 per share. The cancellation of the Class A Common Stock is listed in Table I.
- (8) Represents RSUs that were granted on April 15, 2010. These RSUs have a term of 7 years and are settled in shares of the Issuer's Class B Common Stock. As granted, the vesting of the RSUs was subject to satisfaction of both a service-based condition and a liquidity event-based condition. The liquidity event-based condition was satisfied, and a portion of the RSUs became vested, on December 15, 2011, upon the execution and effectiveness of an underwriting agreement by and among the Issuer, the underwriters and certain selling stockholders of the Issuer, in connection with the IPO.
- (9) The service-based vesting condition was satisfied as to 1/4th of the total shares underlying the RSU on April 15, 2011. The remaining

- shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.
- (10) The service-based vesting condition was satisfied as to 1/4th of the total shares underlying the RSU on January 15, 2011. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.
- (11) Represents RSUs that were granted on March 30, 2011. These RSUs have a term of 7 years and are settled in shares of the Issuer's Class B Common Stock. As granted, the vesting of the RSUs was subject to satisfaction of both a service-based condition and a liquidity event-based condition. The liquidity event-based condition was satisfied on December 15, 2011, upon the execution and effectiveness of an underwriting agreement by and among the Issuer, the underwriters and certain selling stockholders of the Issuer, in connection with the IPO, but all shares remain subject to the service-based vesting condition.
- (12) The service-based vesting condition will be satisfied as to 1/4th of the total shares underlying the RSU on March 30, 2012. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.

Reporting Owners

Paparting Owner Name / Address]	Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Davis Reginald D.				
C/O ZYNGA INC.			Senior VP, GC, Secretary	
699 EIGHTH STREET			Sellor VI, GC, Secretary	
SAN FRANCISCO, CA 94103				

Signatures

/s/ Reginald D. Davis

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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.

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/04/12 for the Period Ending 01/01/12

Address 699 EIGHTH STREET

SAN FRANCISCO, CA 94103

Telephone 800-762-2530

CIK 0001439404

Symbol ZNGA

SIC Code 7374 - Computer Processing and Data Preparation and Processing Services

Industry Software & Programming

Sector Technology

FORM 4^{case}

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COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 Expires: November 30,

2011

Estimated average burden

[] 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 hours per response... 0.5 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(f) of the Investment Company Act of 1940

ress of Re	porting	Person *	2	l. Is	ssuer	Nan	ne ai	nd '	Tic	cker (or T	Γrac	dir	ng Syr	nbol				Person(s)	to Issuer
d D.			7	ZY	NG	A I	NC	[2	ZN	IGA	[[
(First)	(Mi	ddle)	3	3. D	ate c	of Ea	rlies	t Tı	rar	isacti	ion	(MI	M/I	DD/YY	YY)	Directo	or	_	10% O	wner
																	er (give title	e below)	Othe	r (specify
INC., 69	99 EIC	SHTH						1/	/1/	201	2						P, GC, Se	ecretary		
(Street)								, Da	ate	Orig	gina	ıl F	ile	d				nt/Group I	Filing (Che	eck
(State)																				n
	Table	I - Non-	Deri	vat	ive S	Secui	rities	s A	cq	uire	d, I	Disp	009	sed of	, or I	Beneficially	y Owned			
			2. Tra Date	ans.	Exec	cution	Code	е		(A) or	r Dis . 3, 4	pose and	ed c	of (D)	Follow	ing Reported		•	6. Ownership Form: Direct (D)	Beneficial Ownership
ss A Common Stock					any		Co	de	v	Amou		or	F	Price					or Indirect (I) (Instr. 4)	(Instr. 4)
sss A Common Stock							C	;		700	(1)	A	\$9.	41 (1)		70	00 (1)		D	
							F	,		700	(2)	D	\$9.	41 (2)			0		D	
Table II - Derivative Securiti Title of Derivate 2. 3. Trans. 3A.					eficia	lly ()wn	ed	(e.	.g. ,]	put	s, c	al	ls, wa	rran	ts, options,	, convert	ible secur	ities)	
Conversion or Exercise	3. Trans. Date	3A. Deemed Execution Date, if any	Code	. 8)	Deriva Securi Acqui Dispo (Instr.	ative ities red (A sed of	(D)					le ar	nd	Securit Deriva	ies Und tive Sed	lerlying curity			Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(E							n	Title		Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
\$ 0	1/1/2012		M			166	6		(3)) 1	12/14	4/20	16	Com	mon	1666	\$ 0	11666	D	
\$ 0	1/1/2012		М		1666				(3))		(3)		Com	mon	1666	\$ 0	141919	D	
\$ 0 1/1/2012 \$ 0 1/1/2012						700	(5)		(3))		(3)		Com	mon	700 ⁽⁵⁾	\$ 0	141219	D	
	d D. (First) (Middle) INC., 699 EIGHTH (Street) (State) (Zip) Table I - Non-Derivative Securities Boundary of Exercise Price of Derivative Security \$ 0	Code V S 0 1/1/2012 M Street Middle Middl	A	d D. (First) (Middle) 3. Date of Ea INC., 699 EIGHTH (Street) 4. If Amendm (MM/DD/YYYY) ISCO, CA 94103 (State) (Zip) 2. Trans. Date 2. Trans. Date 4. Deemed Execution Date, if any Ek 1/1/2012 2. (Instr. 8) Deemed (Instr. 8) Derivative Securities Price of Date, if any Conversion of Exercise Price of Derivative Security Security Security Security (Instr. 8) Date (Instr. 8) Deemed (I	d D. (First) (Middle) 3. Date of Earlies INC., 699 EIGHTH (Street) 4. If Amendment (MM/DD/YYYY) ISCO, CA 94103 (State) (Zip) 2. Trans. Date Deemed Execution Date, if any Cook Price of Derivative Securities Price of Derivative Security Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) \$0 1/1/2012 M 1666 \$0 1/1/2012 M 1666	A	A	A	A	A	A	A	A	Check all Check all Check all	Check all applicab Check all applicab Check all applicab Director X _ Officer (give title below) Senior VP, GC, Scale Middle Middle	Check all applicable Check all applicable	Check all applicable Check all applicable			

Explanation of Responses:

- (1) Represents the number of shares that were acquired upon conversion of Class B Common Stock to Class A Common Stock in connection with the net settlement of restricted stock units (the "RSUs") listed in Table II, based on the Issuer's fair market value of \$9.41 per share on the close of the first business day following the reported transaction. These shares were cancelled following such conversion to satisfy the tax withholding obligations of the Issuer.
- (2) Represents the number of shares cancelled to cover tax withholding in connection with the net settlement of RSUs listed in Table II,

based on the Issuer's fair market value of \$9.41 per share on the close of the first business day following the reported transaction.

- (3) Not applicable.
- (4) Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. Class B Common Stock will convert automatically into Class A Common Stock on the date on which the number of outstanding shares of Class B Common Stock and Class C Common Stock together represent less than 10% of the aggregate combined voting power of the Issuer's capital stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (i) any transfer, whether or not for value, (subject to certain exceptions), or (ii) in the event of death of the Reporting Person.
- (5) Represents shares that have been converted to Class A Common Stock and then cancelled to cover tax withholding in connection with the net settlement of RSUs, based on the Issuer's fair market value of \$9.41 per share on the close of the first business day following the reported transaction. The cancellation of the Class A Common Stock is listed in Table I.

Reporting Owners

Panerting Owner Name / Address]	Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Davis Reginald D. C/O ZYNGA INC. 699 EIGHTH STREET SAN FRANCISCO, CA 94103			Senior VP, GC, Secretary	

Signatures

/s/ Devang Shah, as power of attorney for Reginald D. Davis 1/4/2012 Date Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- 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).

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FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/18/12 for the Period Ending 01/15/12

Address 699 EIGHTH STREET

SAN FRANCISCO, CA 94103

Telephone 800-762-2530

CIK 0001439404

Symbol ZNGA

SIC Code 7374 - Computer Processing and Data Preparation and Processing Services

Industry Software & Programming

Sector Technology

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COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287 Expires: November 30,

2011

Estimated average burden

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

[] Check this box if no

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP hours per response... 0.5 **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(f) of the Investment Company Act of 1940

1. Name and Add	ress of Re	porting l	Person *	2.	Iss	suer l	Vame	and Ti	ck	er or T	'rad	ing Syml			nship of F l applicab	Reporting le)	Person(s)	to Issuer
Davis Reginal	d D.			Z	Y	NGA	IN	C [Zi	1(5A]								
(Last)	(First)	(Mid	dle)	3.	Da	ite of	Earli	est Tra	nsa	action	(MM	/DD/YYYY	1)	Direct		_	10% O	
													X_ below)		cer (give title	e below)	Othe	r (specify
C/O ZYNGA	INC., 69	99 EIG	HTH					1/15	5/2	2012					P, GC, Se	ecretary		
STREET																-		
	(Street)					Ame:		nt, Date	e C	Origina	l Fil	led		divid able L		nt/Group]	Filing (Che	eck
SAN FRANC	ISCO, C	CA 941	03										x	Form f	iled by One	Reporting Pe	rson	
(City)	(State)	(Zip))													han One Rep		n
		Table l	[- Non-I	Deriv	ati	ve Se	curit	ies Acq	ιui	red, E	ispo	osed of,	or Benefi	iciall	y Owned			
1.Title of Security				2. Tra	ıns.	2A.		3. Trans.				Acquired			urities Benef		6.	7. Nature
(Instr. 3)				Date		Deer		Code (Instr. 8)		(A) or I (Instr. 3		sed of (D) nd 5)	(s)	lowing	Reported T	ransaction	Ownership Form:	Beneficial
						Date	, if				(A)		(Instr. 3 an	d 4)				Ownership (Instr. 4)
						"		0.1	3.7		or						(I) (Instr.	(Instr. 1)
				1/15/	2016	+		Code	V	Amoun 14537	(D)	Price					4)	
Class A Common Sto	ck			1/15/	2012			С		(1)	A	\$8.87 (1)		14	4537 (1)		D	
Class A Common Sto	ck			1/15/	2012	2		F		(2)	D	\$8.87 (2)			0		D	
Tab	le II - Dei	rivative	Securiti	es Re	nef	icial	lv Ov	vned (4	. σ	put	s. ca	ılls. warı	rants, on	tions	. convert	ible secur	rities)	
Title of Derivate	2.	3. Trans.	3A.	4.	-		iber of	$\overline{}$		exercisab		1	nd Amount of		1	9. Number	10.	11. Nature
Security (Instr. 3)	Conversion or Exercise	Date	Deemed Execution	Trans		Deriva Securit		and E	xpi	ration D	ite		s Underlying e Security	Ş	Derivative Security	of derivative	Ownership Form of	of Indirect Beneficial
(msu. 3)	Price of		Date, if	(Instr	.	Acquir	ed (A)					(Instr. 3 a			(Instr. 5)	Securities	Derivative	Ownership
	Derivative Security		any	8)		Dispos	ed of (l)								Beneficially Owned	Security: Direct (D)	(Instr. 4)
						(Instr. 5)	3, 4 and	i								Following Reported	or Indirect (I) (Instr.	
					П	<i>3)</i>		Dut					Amour	nt or	1	Transaction		
				Code	$ _{V} $	(A)	(D)	Date Exerc	isal	ble Date	ratio	Title	Number Shares			(s) (Instr. 4)		
				Code	H	(11)	(B)	+				Class	_					
Restricted Stock Unit	\$ 0	1/15/2012		M			2500	(3)	4/15	/2017		230	00	\$ 0	20000	D	
					Н			_				Stock						
Class B Common Stock (4)	\$ 0	1/15/2012		M		2500		(3)		(3)	Class A Commo Stock	on 250)0	\$ 0	143722 (5)	D	
Class B Common Stock (4)	\$ 0	1/15/2012		С			1045 (6)	(3)		(3)	Class A Commo Stock	on 1045	(6)	\$ 0	142677	D	
Restricted Stock Unit	\$ 0	1/15/2012		М			35833	(3)	4/15	/2017	Class Commo	on 358	33	\$ 0	322500	D	
Class B Common Stock (4)	\$ 0	1/15/2012		М		35833		(3)		(3)	Class A Commo Stock	on 358	33	\$ 0	178510	D	
Class B Common Stock (4)	\$ 0	1/15/2012		С			(6)	(3)		(3)	Class A	1377	2 (6)	\$ 0	165018	D	

Title of Derivate Security	2. Conversion	3A. Deemed	4. Trans		5. Num Derivat		6. Date Exer and Expirati	on Date	7. Title and A Securities Und	derlying	8. Price of Derivative	9. Number of	10. Ownership	11. Nature of Indirect
(Instr. 3)	or Exercise Price of Derivative Security	Execution Date, if any	Code (Instr. 8)		Dispos	ies ed (A) or ed of (D) 3, 4 and			Derivative Sec (Instr. 3 and 4			derivative Securities Beneficially Owned Following Reported	Derivative Security: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership (Instr. 4)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
									Stock					
Class B Common Stock (4)	\$ 0						(3)	(3)	Class A Common Stock	200000		200000		See footnote

Explanation of Responses:

- (1) Represents the number of shares that were acquired upon conversion of Class B Common Stock to Class A Common Stock in connection with the net settlement of restricted stock units (the "RSUs") listed in Table II, based on the Issuer's fair market value per share on the close of the business day of the reported transaction, unless reported transaction falls on a non-business day, in which case the fair market value per share on the close of the prior business day is used. These shares were cancelled following such conversion to satisfy the tax withholding obligations of the Issuer.
- (2) Represents the number of shares cancelled to cover tax withholding in connection with the net settlement of RSUs listed in Table II, based on the Issuer's fair market value per share on the close of the business day of the reported transaction, unless reported transaction falls on a non-business day, in which case the fair market value per share on the close of the prior business day is used.
- (3) Not applicable.
- (4) Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. Class B Common Stock will convert automatically into Class A Common Stock on the date on which the number of outstanding shares of Class B Common Stock and Class C Common Stock together represent less than 10% of the aggregate combined voting power of the Issuer's capital stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (i) any transfer, whether or not for value, (subject to certain exceptions), or (ii) in the event of death of the Reporting Person.
- (5) The share amount includes an additional three shares from the balance of the Form 4 previously filed on January 4, 2012. The previously filed Form 4 incorrectly stated a disposal of 700 shares for the tax withholding in connection with the net settlement of restricted stock units. The correct amount of securities disposed was 697 shares.
- (6) Represents shares that have been converted to Class A Common Stock and then cancelled to cover tax withholding in connection with the net settlement of RSUs, based on the Issuer's fair market value per share on the close of the business day of the reported transaction, unless reported transaction falls on a non-business day, in which case the fair market value per share on the close of the prior business day is used. The cancellation of the Class A Common Stock is listed in Table I.
- (7) Shares held jointly by Mr. and Mrs. Davis. Mr. Davis holds shared voting and dispositive power with respect to the shares held jointly.

Reporting Owners

Reporting Owners				
Demonting Overson Names / Address]	Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Davis Reginald D. C/O ZYNGA INC. 699 EIGHTH STREET SAN FRANCISCO, CA 94103			Senior VP, GC, Secretary	

Signatures

/s/ Devang Shah, as power of attorney for Reginald D. Davis 1/1

1/18/2012

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a current.

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.

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/03/12 for the Period Ending 04/01/12

Address 699 EIGHTH STREET

SAN FRANCISCO, CA 94103

Telephone 800-762-2530

CIK 0001439404

Symbol ZNGA

SIC Code 7374 - Computer Processing and Data Preparation and Processing Services

Industry Software & Programming

Sector Technology



FORM 4^{case3}

COMMISSION

COMMIS

COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 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).

1. Name and Address of Reporting Person

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(f) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer

STREET Street Street Street Street Street Street Stan FRANCISCO, CA 94103 State City Stat			r <i>8</i>													(Check all	applicab	le)		
Clast Clas	Davis Reginal	d D.			7	ZY	ZNG	A I	NC [\mathbf{Z}	NGA	[[
A			(Mi	ddle)	3	3. I	Date	of Ea	rliest '	Tra	nsact	ion	(M	M/DI	D/YYYY)	Directe	or	_	10% Ov	wner
A																	er (give title	e below)	Other	r (specify
SAN FRANCISCO, CA 94103	C/O ZYNGA	INC., 69	99 EIC	HTH					4	4/1	L/ 2 01	2					P, GC, Se	cretary		
SAN FRANCISCO, CA 94103	STREET																			
SAN FRANCISCO, CA 94103 X Form filed by One Reporting Person Y Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned X Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned X Table II - Non-Derivative Securities Name of Securiti		(Street)								Dat	e Ori	gina	al F	Filed	1			nt/Group I	Filing (Che	eck
Table I - Non-Derivative Securities Secu	CAN EDANCI	ISCO (1 A O / 1	0.2	(1	IVIIV	1/DD/	1111	,							Applicable Li	ne)			
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1. Title of Security (Instr. 3) 2. Trans. 2. Deemed (Instr. 3) 2. Trans. 2. Deemed (Instr. 3) 2. Trans. 2. Deemed (Instr. 3) 2. Deemed (Instr. 3) 2. Trans. 2. Deemed (Instr. 4) 2. Deemed (Instr. 3) 2. Trans. 2. Deemed (Instr. 3) 2. Deemed (Instr. 4) 2. Deemed (Instr. 5) 2. Deemed (Instr. 4) 2. Deemed (Instr. 5) 2. Deemed (Instr. 4) 2. Deemed (Instr. 4) 2. Deemed (Instr. 4) 2. Deemed (Instr. 5) 2. Deemed (Instr. 4) 2. Deemed (Instr. 5) 2. Deemed (Instr. 5) 2. Deemed (Instr. 5) 2. Deemed (Instr. 5) 2. Deemed (Instr. 6) 2. Deemed (Instr.	(City)	(State)	(Z1]))												Form file	d by More t	han One Rep	orting Persor	1
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Class A Common Stock									`	Ť	<u> </u>	Ť	Т			,				Ownership
Class A Common Stock							any				.	- [or	_					(I) (Instr.	(111511. 4)
Class A Common Stock					4/1/2	012	,			 		\dashv	D)							
Class A Common Stock	Class A Common Stoo	ck			-7,1,2	012			С		1668	<u> </u>	A		(1)	1	.668		D	
Class A Common Stock	Class A Common Stoo	ck			4/2/2	012	2		s		634	(2)	D	\$12.	.823	1	.034		D	
Class A Common Stock 4/3/2012 S 200000 A (1) 200000 I See footnote (4) Class A Common Stock 4/3/2012 S 200000 D \$11.64 (3) 0 I See footnote (4) See footnote (4) Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivate Security (Instr. 3) Or Exercise Price of Derivative Security (Instr. 3) Or Exercise Price of Derivative Security (Instr. 3) Or Exercise Price of Derivative Security (Instr. 3, 4 and 5) Or Code V (A) (D) Date Exercisable and Security (Instr. 3 and 4) Derivative Security (Instr. 3 and 4) Securities Underlying Derivative Security (Instr. 3 and 4) Securities Underlying Derivative Security (Instr. 3 and 4) Securities Beneficially Ownersh [Security (Instr. 3) Ownersh [Securities Derivative Security (Instr. 3) See footnote (4)	Class A Common Stoo	ck			4/3/2	012	2		С		11464	13	A		(1)	11	4643		D	
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Derivative Security any Disposed of (D) (Instr. 3, 4 and 5) Date Exercisable Date Code V (A) Disposed of (D) (Instr. 4) Date Exercisable Date Title Amount or Number of Shares Restricted Stock Unit M 1668 (5) 12/14/2016 Class B Common Stock (1) Class A Cla			Date	I					E	kpir	ation D	ate								of Indirect Beneficial
Security Ginstr. 3, 4 and Ginstr. 4				,	(Instr.	. 8)								(Instr. 3 and 4)	(Instr. 5)			
S S S S S S S S S S				uny					` ′									Owned	Direct (D)	(mstr. 1)
Code V (A) (D) Date Expiration Date Expiration Date Expiration Date Date Expiration Date Date Expiration Date Dat								:. 3, 4 a	ina									Reported	(I) (Instr.	
Code V (A) (D) Exercisable Date Shares Shares									D	ate		Expi	rati	ion ,	F:41 -				4)	
Restricted Stock Unit \$0.00 \$4/1/2012 M 1668 (5) 12/14/2016 Common Stock (1) 1668 \$0.00 9998 D					Code	v	(A)	(D	() E	kerc	isable	Date	:	'	i itie					
Unit \$0.00 M 1008 50.00 9998 D	Restricted Stock	40.00	4/1/2012									12/1	4/20	016		1660	40.00	0000		
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	Class B Common		4/1/2012			T	1668													
Class B Collinion (1) 4/1/2012 M 1005 (1) Common 1668 \$0.00 166686 D		(1)	., ., =012		M		2000			((1)		(1)			1668	\$0.00	166686	D	
Class B Common 4/1/2012 C 1668 Common 1668 \$0.00 165018 D	Class B Common		4/1/2012		С			166	8							1668	\$0.00	165018	D	

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Tab	le II - Dei	rivative	Securit	ies B	en	eficia	ally Own	ed (<i>e.g.</i> ,	puts, cal	ls, warran	ts, options	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any			Deriv Secur Acqu Dispo	imber of vative rities ired (A) or osed of (D)	6. Date Exe Expiration I		7. Title and A Securities Un Derivative Se (Instr. 3 and 4	derlying curity	Derivative	derivative Securities Beneficially Owned Following Reported	Derivative Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
Stock	(1)							(1)	(1)	Stock					
Class B Common Stock	(1)	4/3/2012		С			114643	(1)	(1)	Class A Common Stock	114643	\$0.00	50375	D	
Class B Common Stock	(1)	4/3/2012		С			200000	(1)	(1)	Class A Common Stock	200000	\$0.00	0	I	See footnote (4)

Explanation of Responses:

- (1) Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. Class B Common Stock will convert automatically into Class A Common Stock on the date on which the number of outstanding shares of Class B Common Stock and Class C Common Stock together represent less than 10% of the aggregate combined voting power of the Issuer's capital stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (i) any transfer, whether or not for value, (subject to certain exceptions), or (ii) in the event of death of the Reporting Person.
- (2) Represents the number of shares sold to cover tax withholding in connection with the vested restricted stock units (the "RSUs") listed in Table II. The sales price reported is the weighted average sale price for the number of shares sold. Full information regarding the number of shares sold at each separate price will be supplied upon request by the Securities & Exchange Commission staff, the Issuer or a security holder of the Issuer.
- (3) Each share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock. The Reporting Person sold shares to the Underwriters in connection with the sale of shares of Class A Common Stock by the Reporting Person in the Issuer's public offering.
- (4) Shares held jointly by Mr. and Mrs. Davis. Mr. Davis holds shared voting and dispositive power with respect to the shares held jointly.
- (5) 1/4th of the total shares underlying the RSU vested on October 1, 2010. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.

Reporting Owners

reporting Owners				
Demonting Overnor Name / Address]	Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Davis Reginald D.				
C/O ZYNGA INC.			Senior VP, GC, Secretary	
699 EIGHTH STREET			Sellor VI, GC, Secretary	
SAN FRANCISCO, CA 94103				

Signatures

/s/ Chrystal Menard on behalf of Reginald D. Davis

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

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FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/17/12 for the Period Ending 04/15/12

Address 699 EIGHTH STREET

SAN FRANCISCO, CA 94103

Telephone 800-762-2530

CIK 0001439404

Symbol ZNGA

SIC Code 7374 - Computer Processing and Data Preparation and Processing Services

Industry Software & Programming

Sector Technology

FORM 4^{Case}

COMMISSION OMB Number: 323.

COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 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).

1. Name and Address of Reporting Person ³

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(f) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer

														(Check all	applicab	ole)		
Davis Reginal	d D.	, ,			\mathbf{Y}	NGA	IN	C [2	ZN(GΑ	[[
(Last)	(First)	(Mid	dle)	3.	D	ate of	Earl	iest T	rans	act	ion (MM/	DD/YYYY)	Direct	or	_	10% O	wner
														X Office below)	cer (give title	e below)	Othe	r (specify
C/O ZYNGA	INC., 69	99 EIG	HTH					4/	15/2	201	12			Senior VI	P, GC, Se	ecretary		
STREET															, ,	·		
	(Street)					Ame:		ent, D	ate (Orig	ginal	File	ed	6. Individ Applicable L		nt/Group l	Filing (Che	eck
SAN FRANC	ISCO. C	CA 941	03															
(City)	(State)	(Zip)														Reporting Per han One Rep		2
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		Table l	- Non-I	Deriv	ati	ve Se	curi	ties A	cqui	ire	d, Di	spo	sed of, o	r Beneficiall	y Owned			
1.Title of Security				2. Tra	ns.	2A. Deei	1	3. Tran	ıs.					5. Amount of Sec Owned Following			6. Ownership	7. Nature
(Instr. 3)				Date			cution	(Instr.	8)		str. 3,		15)	(s)	g Reported 1	ransaction	Form:	Beneficial
						Date any	, if					(A)		(Instr. 3 and 4)			Direct (D) or Indirect	Ownership
								G. 1	,,			or	n.				(I) (Instr.	(======================================
				4/15/	201	,		Code	; V		nount	(D)	Price				4)	
Class A Common Sto	ck			1,10,		_	С	4		333	A	(1)		39367		D		
Class A Common Sto	ck			4/16/				s			578 (2)	D	\$11.4604		24789		D	
Tob	le II Des	ivotivo	Commitie	na Da	no	ficial	l _v , O	rmod	(0 0		nuta	aal	lla svonna	ants, options	convent	ible seem	itioa)	
1. Title of Derivate	2.		3A.	4.	_	5. Num	-				rcisabl		1	d Amount of	1	r	10.	11. Nature
Security	Conversion		Deemed	Trans	.	Deriva	tive				ion Da		Securities	Underlying	Derivative	of	Ownership	of Indirect
(Instr. 3)	or Exercise Price of		Execution Date, if	Code (Instr.		Securit Acquir		or					Derivative (Instr. 3 an	•	Security (Instr. 5)	derivative Securities	Form of Derivative	Beneficial Ownership
	Derivative Security		any	8)		Dispos (Instr. :										Beneficially Owned	Security: Direct (D)	(Instr. 4)
	Security					5)	5, - an									Following	or Indirect	
								Da	ite		Expir	ation	Trial.	Amount or		Reported Transaction	(I) (Instr. 4)	
				Code	v	(A)	(D)) Ex	ercisa	ble			Title	Number of Shares		(s) (Instr. 4)		
Restricted Stock Unit	\$0.00	4/15/2012		М			2500)	(3)		4/15/	2017	Class B Common Stock	2500	\$0.00	17500	D	
Class B Common		4/15/2012			H	2500							Class A					
Stock	(1)	4/13/2012		M		2500			(1)		(1)	Common Stock	2500	\$0.00	52875	D	
Class B Common Stock	(1)	4/15/2012		С			2500		(1)		(1)	Class A Common Stock	2500	\$0.00	50375	D	
Restricted Stock Unit	\$0.00	4/15/2012		М			3583	3	(4)		4/15/	2017	Class B Common Stock	35833	\$0.00	286667	D	
Class B Common Stock	(1)	4/15/2012		M		35833			(1)		(1)	Class A Common Stock	35833	\$0.00	86208	D	
Class B Common Stock	(1)	4/15/2012		С			3583	3	(1)		(1)	Class A Common Stock	35833	\$0.00	50375	D	

Explanation of Responses: 12-cv-04007-JSW Document134-30 Filed05/31/13 Page17 of 23

- (1) Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. Class B Common Stock will convert automatically into Class A Common Stock on the date on which the number of outstanding shares of Class B Common Stock and Class C Common Stock together represent less than 10% of the aggregate combined voting power of the Issuer's capital stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (i) any transfer, whether or not for value, (subject to certain exceptions), or (ii) in the event of death of the Reporting Person.
- (2) Represents the number of shares sold to cover tax withholding in connection with the vested restricted stock units (the "RSUs") listed in Table II. The sales price reported is the weighted average sale price for the number of shares sold. Full information regarding the number of shares sold at each separate price will be supplied upon request by the Securities & Exchange Commission staff, the Issuer or a security holder of the Issuer.
- (3) 1/4th of the total shares underlying the RSU vested on January 15, 2011. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.
- (4) 1/4th of the total shares underlying the RSU vested on April 15, 2011. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.

Reporting Owners

reporting Owners				
Demonting Overson Name / Address]	Relationships	
Reporting Owner Name / Address	Director	10% Owner	Relationships er Officer Senior VP, GC, Secreta	Other
Davis Reginald D.				
C/O ZYNGA INC.			Soniar VD CC Sagratary	
699 EIGHTH STREET			Semon VI, GC, Secretary	
SAN FRANCISCO, CA 94103				

Signatures

/s/ Chrystal Menard, as power of attorney for Reginald D. Davis

4/16/2012

Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

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FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 07/03/12 for the Period Ending 07/01/12

Address 699 EIGHTH STREET

SAN FRANCISCO, CA 94103

Telephone 800-762-2530

CIK 0001439404

Symbol ZNGA

SIC Code 7374 - Computer Processing and Data Preparation and Processing Services

Industry Software & Programming

Sector Technology

FORM 4^{Case3}

Case 3:12-cypaqqod Syates siecoria a Arib dex Charge Eage 19 of Asperoval

COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *					2. Is	suer l	Name	e and	d Ti	cker	or '	Trac	lin	g Symbo	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Davis Reginal	d D.			7	ZY	NGA	IN	IC [Zì	NGA	A]								
(Last)	(First)	(Mi	ddle)	3	. D	ate of	Ear	liest	Tra	nsac	tion	(MN	1/D	D/YYYY)	Directo	or	_	10% O	wner
, ,															X Offic	er (give titl	e below)	Othe	r (specify
C/O ZYNGA	INC., 69	99 EIO	SHTH					,	7/1	/20 1	12				below) Senior VI	P, GC, S	ecretary		
STREET	(Street)			1	TC		1	. 1	<u> </u>			1.0	1	1	C T 1: :1	1 7 '	./C I	3.1.	_
						Ame DD/Y		ent, I	Date	e Ori	ıgın	al Fi	le	a	6. Individo Applicable Li		nt/Group I	filing (Che	eck
SAN FRANC	ISCO, C	CA 941	103												V Form fi	ilad by Ona	Reporting Per	con	
(City)	(State)	(Zi _l	p)														than One Rep		1
		Table	I - Non-	Deri	vati	ive Se	ecuri	ties	Acc	quire	ed, l	Disp	os	sed of, or	Beneficially	y Owned	[
1.Title of Security 2			2. Tra Date	te Deemed		3. Tra Code (Instr.	e (A) (D)		.) or Disposed of Follo				3 and 4) Form Direct			Ownership Form: Direct (D)	et (D) Ownership		
								Cod	e V	V Am	nount (A) or (D)		F	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
Class A Common Sto	ck			7/1/2	012			C		160	66	A		(1)	26	6455		D	
Class A Common Sto	ck			7/2/2	012			S		607	(2)	D	\$5	.513	25	5848		D	
Tab	le II - Dei	rivative	Securiti	ies B	ene	ficial	ly O	wnec	d (<i>e</i>	e.g. ,	put	ts, c	all	s, warra	nts, options,	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	e 2. Conversion or Exercise Price of 3. Trans. 3A. 4. Trans. Date Deemed Execution Date, if (In		4. Trans. Code (Instr. 8)	e Securities			or O)			ate Exercisal iration Date			7. Title and Securities U Derivative (Instr. 3 and	Inderlying Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned	10. Ownership of Ind Benef Ownerstive Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	F	Date Exerci	isable		oiratio e	n	Title	Amount or Number of Shares		Following Reported Transaction (s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Restricted Stock Unit	\$0.00	7/1/2012		М			1666		(3)	12/1	14/20	16	Class B Common Stock	1666	\$0.00	8332	D	
Class B Common Stock	(1)	7/1/2012		М	1	666			(1)		(1)		Class A Common Stock	1666	\$0.00	52041	D	
Class B Common Stock	(1)	7/1/2012		С			1666		(1)		(1)		Class A Common Stock	1666	\$0.00	50375	D	

Explanation of Responses:

- (1) Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. Class B Common Stock will convert automatically into Class A Common Stock on the date on which the number of outstanding shares of Class B Common Stock and Class C Common Stock together represent less than 10% of the aggregate combined voting power of the Issuer's capital stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (i) any transfer, whether or not for value, (subject to certain exceptions), or (ii) in the event of death of the Reporting Person.
- (2) Represents the number of shares sold to cover tax withholding in connection with the vested restricted stock units (the "RSUs") listed in

Table II. The sales price reported is the weighted average sale price for the number of shares sold. Full information regarding the number of shares sold at each separate price will be supplied upon request by the Securities & Exchange Commission staff, the Issuer or a security holder of the Issuer.

(3) RSU grant number 00001190 vests as follows: 1/4th of the total shares underlying the RSU vested on October 1, 2010. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.

Reporting Owners

Panarting Owner Name / Address	Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
Davis Reginald D. C/O ZYNGA INC. 699 EIGHTH STREET SAN FRANCISCO, CA 94103			Senior VP, GC, Secretary							

Signatures

/s/ Chrystal Menard, as power of attorney for Reginald D. Davis

7/3/2012

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 07/17/12 for the Period Ending 07/15/12

Address 699 EIGHTH STREET

SAN FRANCISCO, CA 94103

Telephone 800-762-2530

CIK 0001439404

Symbol ZNGA

SIC Code 7374 - Computer Processing and Data Preparation and Processing Services

Industry Software & Programming

Sector Technology



Case 3:12-cvg Aqqq DSVATES SECONRIPTES AND CONGREGATION GE age 22 OMB Number: 323

COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2	. Iss	suer I	Name	e and	l Tic	k	er or T	rad	in		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Davis Reginal	ld D.			2	Y I	NGA	IN	IC [ZN	(GA]									
(Last)	3	. Da	ate of	Earl	liest '	Tran	sa	action (MM	I/D	DD/YYYY)	Director 10% Owner							
					 										X Offi below)	cer (give title	e below)	Othe	r (specify	
C/O ZYNGA STREET	INC., 69	99 EIG	HTH					7	/15/	2	2012				Senior V	P, GC, Se	ecretary			
	(Street)					Ame:		ent, I	Date	C	Origina	Fi	le	d	6. Individ Applicable L		nt/Group l	Filing (Che	eck	
SAN FRANC	ISCO, O	CA 941	03												X Form f	iled by One	Reporting Pe	rson		
(City)	(State)	(Zip)							_							han One Rep		n	
		Table 1	I - Non-l	Deriv	vati	ve Se	curi	ties .	Acqı	ıi	ired, D	isp	os	sed of, o	or Beneficiall	y Owned				
1.Title of Security (Instr. 3)				2. Tra	ans.	2A. Deer	ned	3. Tr			4. Securi				5. Amount of Secu Owned Following			6. Ownership	7. Nature of Indirect	
(-1.2.1.1)					Date		ution , if	1	nstr. 8)		(Instr. 3,	•		(1	Instr. 3 and 4)				Beneficial Ownership	
						any	,				((A)	_				Direct (D) or Indirect (I) (Instr.	(Instr. 4)		
								Coo	de V	1	Amount	or (D)		Price				4)		
Class A Common Sto	ock			7/15/	2012	2		C	!		2500	A		(1)	2	28348		D		
Class A Common Sto	ock			7/15/	2012	2		С	!		35834	A		(1)	(64182		D		
Class A Common Sto	ock			7/16/	/16/2012			s	S 92		926 (2)	D	\$	4.8918	63256			D		
Class A Common Sto	ock			7/16/	16/2012		s		132		D	\$	4.8912		50002					
Tah	de II - De	rivative	Securiti	es Re	nef	ficial	lv Ω	wnec	1 (0	<u>т</u>	nute	CS	all	le warr	ants, options	convert	ible secur	rities)		
1. Title of Derivate	2.	3. Trans.	3A.	4.	_	5. Nun	-			_	Exercisab		111		nd Amount of	·	9. Number	10.	11. Nature	
Security (Instr. 3)	Conversion or Exercise	Date	Deemed Execution		Trans. I Code S (Instr.				a	ınd Ex	pi	iration Da	ite			Underlying e Security	Derivative Security	of derivative	Ownership Form of	of Indirect Beneficial
(msu: 3)	Price of		Date, if	(Instr			Acquired (A) Disposed of ((Instr. 3 and 4) (Instr. 5) Securiti		Securities	Derivative C	Ownership				
	Derivative Security		any	8)	ŀ	(Instr. :											Beneficially Owned Following	Direct (D)	(Instr. 4)	
					П	5)		-		_	<u> </u>		\dashv		Amount or	Amount or		or Indirect (I) (Instr.		
				Code	$ _{\rm V} $	(A)	(D	lτ	Date Exercis	sal	ble Date	ratio	on	Title	Number of Shares		Transaction (s) (Instr. 4)	(4)		
Restricted Stock Unit	\$0.00	7/15/2012		М			2500	0	(3)	4/15.	/201	7	Class B Common Stock		\$0.00	15000	D		
Class B Common Stock	(1)	7/15/2012		М		2500			(1)		(1)		Class A Common Stock		\$0.00	52875	D		
Class B Common Stock	(1)	7/15/2012		С			2500	0	(1)		(1)		Class A Common Stock		\$0.00	50375	D		
Restricted Stock Unit	\$0.00	7/15/2012		М			3583	34	(4)	4/15	/201	7	Class B Common Stock		\$0.00	250833	D		
Class B Common Stock	(1)	7/15/2012		М		35834			(1)		(1)		Class A Common Stock		\$0.00	86209	D		
	1			1									- 1		1		1	1		

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		and Expiration Date		on Date Securities Underlying Derivative Security			Securities Underlying Derivative Security		(Instr. 5)	of derivative I Securities I Beneficially Sowned I Following	Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction (s) (Instr. 4)	1 ′				
Class B Common Stock	(1)	7/15/2012		С			35834	(1)	(1)	Class A Common Stock	35834	\$0.00	50375	D				

Explanation of Responses:

- (1) Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. Class B Common Stock will convert automatically into Class A Common Stock on the date on which the number of outstanding shares of Class B Common Stock and Class C Common Stock together represent less than 10% of the aggregate combined voting power of the Issuer's capital stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (i) any transfer, whether or not for value, (subject to certain exceptions), or (ii) in the event of death of the Reporting Person.
- (2) Represents the number of shares sold to cover tax withholding in connection with the vested restricted stock units (the "RSUs") listed in Table II. The sales price reported is the weighted average sale price for the number of shares sold. Full information regarding the number of shares sold at each separate price will be supplied upon request by the Securities & Exchange Commission staff, the Issuer or a security holder of the Issuer.
- (3) RSU grant number 00000444 vests as follows: 1/4th of the total shares underlying the RSU vested on January 15, 2011. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.
- (4) RSU grant number 00000445 vests as follows: 1/4th of the total shares underlying the RSU vested on April 15, 2011. The remaining shares vest, in equal quarterly installments thereafter, subject to continued service to the Issuer through each vesting date.

Reporting Owners

Kepor ung Owners											
Paparting Owner Name / Address	Relationships										
Reporting Owner Name / Address	Director	10% Owner	Officer	Other							
Davis Reginald D.											
C/O ZYNGA INC.			Senior VP, GC, Secretary								
699 EIGHTH STREET			Semor VF, GC, Secretary								
SAN FRANCISCO, CA 94103											

Signatures

/s/ Chrystal Menard, as power of attorney for Reginald D. Davis

7/17/2012

Dat

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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