

Schneider David  
Form 4  
February 14, 2019

**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 \*  
Schneider David

(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)  
02/12/2019

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, GLOBAL CUSTOMER OPS

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 Ownership (Instr. 4) |   |                                |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|--------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (D) or Price (A)   |  |  |   |                                |
| Common Stock                    | 02/12/2019                           |  | M                              |   | 10,000  | A  | \$ 0 61,674                                | D |                                |
| Common Stock                    | 02/12/2019                           |  | F                              |   | 5,255<br><u>(1)</u>   | D  | \$ 0 56,419                                | D |                                |
| Common Stock                    |                                      |  |                                |   |   |  | 190  | I | By Schneider 2001 Living Trust |

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 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                     |
| Restricted Stock Units                     | (2)  | 02/12/2019                           |  | A                              |   | 8,030  |     | (3)  | (3)              | Common Stock  | Amount or Number of Shares<br>8,030 |
| Restricted Stock Units                     | (2)  | 02/12/2019                           |  | M                              |   | 10,000 |     | (4)  | (4)              | Common Stock  | 10,000                              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| Schneider David<br>C/O SERVICENOW, INC.<br>2225 LAWSON LANE<br>SANTA CLARA, CA 95054 |               |           | PRESIDENT, GLOBAL CUSTOMER OPS |       |

## Signatures

/s/ David Schneider by Derk Lupinek,  
Attorney-in-Fact

02/14/2019

\*\*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) Represents shares relinquished by the Reporting Person and cancelled by the Issuer in exchange for the Issuer's payment of federal and state tax withholding obligations of the Reporting Person resulting from the vesting of RSUs, in accordance with Rule 16b-3.
- (2) Each restricted stock unit represents a contingent right to receive one share of Issuer's common stock.
- (3) The restricted stock units vest as to 1/16th of the total shares quarterly, with the first vesting occurring on May 12, 2019, and subject to the continued service of the Reporting Person on each vesting date.
- (4) The restricted stock units vest quarterly in 16 equal installments beginning August 12, 2016.

## Edgar Filing: Schneider David - Form 4

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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