

Moores Rebecca Ann
 Form 3
 June 28, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Moore Rebecca Ann | | (Month/Day/Year) | ServiceNow, Inc. [NOW] | |
| (Last) | (First) | (Middle) | 06/28/2012 | |
| 111 CONGRESS AVENUE, SUITE 2600 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| AUSTIN, TX 78701 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (City) | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (State) | | | (give title below) (specify below) | |
| (Zip) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 3,819 | I | See Footnote ⁽⁴⁾ |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

Edgar Filing: Moores Rebecca Ann - Form 3

| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|--------|----------------------------|------------------|
| Series A Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 1,586,920 | \$ (1) | I | See Footnote (4) |
| Series B Convertible Preferred Stock | Â (2) | Â (2) | Common Stock | 2,531,856 | \$ (2) | I | See Footnote (4) |
| Series C Convertible Preferred Stock | Â (3) | Â (3) | Common Stock | 271,400 | \$ (3) | I | See Footnote (4) |
| Series C Convertible Preferred Stock | Â (3) | Â (3) | Common Stock | 88,240 | \$ (3) | D (5) | Â |
| Series C Convertible Preferred Stock | Â (3) | Â (3) | Common Stock | 88,240 | \$ (3) | D (6) | Â |
| Series C Convertible Preferred Stock | Â (3) | Â (3) | Common Stock | 88,240 | \$ (3) | D (7) | Â |
| Series C Convertible Preferred Stock | Â (3) | Â (3) | Common Stock | 88,240 | \$ (3) | D (8) | Â |

Reporting Owners

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

Signatures

| | |
|--|------------|
| /s/ Rebecca Ann Moores | 06/28/2012 |
| **Signature of Reporting Person | Date |
| /s/ Rebecca Ann Moores, as Trustee, Rebecca A. Moores Trustee of the Chloe Dahl Moores Irrevocable Personal 2012 Trust | 06/28/2012 |
| **Signature of Reporting Person | Date |
| /s/ Rebecca Ann Moores, as Trustee, Rebecca A. Moores Trustee of the Cyrus N. Moores Irrevocable Personal 2012 Trust | 06/28/2012 |
| **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 | 06/28/2012 |
| **Signature of Reporting Person | Date |
| s/ Rebecca Ann Moores, as Trustee, Rebecca A. Moores Trustee of the Kiev J. Moores Irrevocable Personal 2012 Trust | 06/28/2012 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These securities are shares of Series A Convertible Preferred Stock (the "Series A Shares") of the Issuer, and are convertible at any time into shares of the Issuer's Common Stock at the holder's election. The Series A Shares do not have an expiration date. Upon a Qualified IPO (as defined in Article Fourth, Section B.4(k)(i) of the Issuer's Restated Certificate of Incorporation, as the same may be amended from time to time), each Series A Share will convert into eight shares of Common Stock as shown in column 3.

(2) These securities are shares of Series B Convertible Preferred Stock (the "Series B Shares") of the Issuer, and are convertible at any time into shares of the Issuer's Common Stock at the holder's election. The Series B Shares do not have an expiration date. Upon a Qualified IPO (as defined in Article Fourth, Section B.4(k)(i) of the Issuer's Restated Certificate of Incorporation, as the same may be amended from time to time), each Series B Shares will convert into eight shares of Common Stock as shown in column 3.

(3) These securities are shares of Series C Convertible Preferred Stock (the "Series C Shares") of the Issuer, and are convertible at any time into shares of the Issuer's Common Stock at the holder's election. The Series C Shares do not have an expiration date. Upon a Qualified IPO (as defined in Article Fourth, Section B.4(k)(i) of the Issuer's Restated Certificate of Incorporation, as the same may be amended from time to time), each Series C Shares will convert into eight shares of Common Stock as shown in column 3.

(4) As of the date hereof, Rebecca Ann Moores Family Trust ("RAM Trust") owns 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.

(5) As of the date hereof, the Chloe Dahl Moores Irrevocable Personal 2012 Trust ("Chloe Trust") owns 11,030 Series C Shares. Ms. Moores is the sole trustee of Chloe Trust and the Chloe Trust is irrevocable.

(6) As of the date hereof, the Cyrus N. Moores Irrevocable Personal 2012 Trust ("Cyrus Trust") owns 11,030 Series C Shares. Ms. Moores is the sole trustee of Cyrus Trust and the Cyrus Trust is irrevocable.

(7) As of the date hereof, the John J. Moores III Irrevocable Personal 2012 Trust ("John Trust") owns 11,030 Series C Shares. Ms. Moores is the sole trustee of John Trust and the John Trust is irrevocable.

(8) As of the date hereof, the Kiev J. Moores Irrevocable Personal 2012 Trust ("Kiev Trust") owns 11,030 Series C Shares. Ms. Moores is the sole trustee of Kiev Trust and the Kiev Trust is irrevocable.

Â

Remarks:

Edgar Filing: Moores Rebecca Ann - Form 3

This report shall not be deemed an admission by any of the reporting persons that they are or are not

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.