Phillips Phuong Y. Form 3 September 27, 2017

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

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 * Phillips Phuong Y.

(Last) (First) (Middle)

C/O ZYNGA INC., 699 8TH **STREET**

(Street)

SAN FRANCISCO. CAÂ 94103

(City) (State)

1. Title of Security (Instr. 4)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement (Month/Day/Year)

09/25/2017

4. Relationship of Reporting Person(s) to Issuer

ZYNGA INC [ZNGA]

(Check all applicable)

10% Owner Director _X__ Officer Other (give title below) (specify below) Chief Legal Officer

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One

5. If Amendment, Date Original

Reporting Person

4. Nature of Indirect Beneficial

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

(Zip)

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.

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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)

4. Conversion or Exercise Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Security: Derivative Security Direct (D) or Indirect (I)

1

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Phillips Phuong Y.

C/O ZYNGA INC. 699 8TH STREET Â Â Â Chief Legal Officer Â

SAN FRANCISCO, CAÂ 94103

Signatures

/s/ Lane Verlenden as attorney-in-fact for Phuong
Phillips

09/27/2017

**Signature of Reporting Person Date

Explanation of Responses:

No securities are beneficially owned

* 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).

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.

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