SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* MILLER JEFFREY A	2. Date of Event Requiring Statem (Month/Day/Year) 06/28/2012	ient	3. Issuer Name and Ticker or Trac <u>ServiceNow, Inc.</u> [NOV	0,		
(Last) (First) (Middle) C/O SERVICENOW, INC.			4. Relationship of Reporting Perso (Check all applicable) X Director	on(s) to Issuer 10% Owner	5. If Amendment, Date of Original Filed (Month/Day/Year)	
12225 EL CAMINO REAL, SUITE 100	_		Officer (give title below)	Other (specify below)	6. Individual or Joint/Group Filing (Check Applicable Line)	
(Street) SAN DIEGO CA 92130	_				X Form filed by One Reporting Person Form filed by More than One Reporting Person	
(City) (State) (Zip)						
Table I - Non-Derivative Securities Beneficially Owned						
1. Title of Security (Instr. 4)			. Amount of Securities eneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Common Stock			200,000 ⁽¹⁾	Ι	By Jeffrey A. Miller as Co-Trustee of the Miller Living Trust, dtd 7/7/85	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)						
1. Title of Derivative Security (Instr. 4) 2. Date Exercisable a Expiration Date (Month/Day/Year)		te	Ad 3. Title and Amount of Securities 4. Underlying Derivative Security (Instr. 4) or Exe		rcise Form: (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	ative or Indirect	

Explanation of Responses:

1. 133,334 shares are unvested and subject to a right of repurchase held by the Issuer, which right of repurchase lapses as to 1/48th of the total number of shares in equal monthly installments commencing on March 4, 2011.

Remarks:

Exhibit List - Exhibit 24 - Power of Attorney

/s/ Jeffrey A. Miller by Ethan

06/28/2012 Christensen, Attorney-in-Fact

** 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 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.

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 Number.

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Ethan Christensen, Michael Scarpelli, Rob Specker, and Dale Brown, and each of them, his/her true and lawful attorney-in-fact to: (1) execute for and on behalf of the undersigned, in the undersigned's capacity as a representative of ServiceNow, Inc. ("Company"), any and all Form 3, 4 or 5 reports required to be filed by the undersigned in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended ("Exchange Act"), and the rules thereunder with respect to transactions in securities of ServiceNow, Inc.; (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 report and timely file such report with the U.S. Securities and Exchange Commission and any stock exchange or similar authority; and (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in-fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform each and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or her substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that no such attorney in-fact, in serving in such capacity at the request of the undersigned, is hereby assuming, nor is the Company hereby assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Form 3, 4 or 5 reports with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 15th day of May, 2012. /s/ JEFFREY A. MILLER Jeffrey A. Miller.