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

			00011 00(11) 0	The investment company Act of I	0.0			
1. Name and Address of Reporting Person* Moores Rebecca Ann		2. Date of Eve Requiring Stat (Month/Day/Ye 06/28/2012	ement	3. Issuer Name and Ticker or Trading Symbol ServiceNow, Inc. [NOW]				
(Last) 111 CONGR	(First) (Middle) ESS AVENUE, SUITE 260	0		4. Relationship of Reporting Pers (Check all applicable) Director X	10% Owne	r (Mor	If Amendment, Date of Original Filed Ionth/Day/Year) Individual or Joint/Group Filing (Check	
(Street) AUSTIN	TX 78701			Officer (give title below)	Other (spe below)		icable Line) Form filed b	y One Reporting Person y More than One
(City)	(State) (Zip)							
		Table I - No	on-Deriva	tive Securities Beneficial	ly Owned			
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)	Form: Direc	4. Nature of Indirect Beneficial Ownership Form: Direct (D) or Indirect (I) Instr. 5)		Beneficial Ownership
Common Stor	Common Stock			3,819	I	I See Footnote ⁽⁴⁾		
				ve Securities Beneficially ants, options, convertible		s)		
1. Title of Derivative Security (Instr. 4)		2. Date Exer Expiration D (Month/Day/	cisable and ate	3. Title and Amount of Securiti Underlying Derivative Security	es	4. Conversion or Exercise	ercise Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Conv	vertible Preferred Stock	(1)	(1)	Common Stock	1,586,920	(1)	I	See Footnote ⁽⁴⁾
Series B Conv	vertible Preferred Stock	(2)	(2)	Common Stock	2,531,856	(2)	I	See Footnote ⁽⁴⁾
Series C Conv	vertible Preferred Stock	(3)	(3)	Common Stock	271,400	(3)	I	See Footnote ⁽⁴⁾
Series C Conv	vertible Preferred Stock	(3)	(3)	Common Stock	88,240	(3)	D ⁽⁵⁾	
Series C Conv	vertible Preferred Stock	(3)	(3)	Common Stock	88,240	(3)	D ⁽⁶⁾	
Series C Conv	vertible Preferred Stock	(3)	(3)	Common Stock	88,240	(3)	D ⁽⁷⁾	
Series C Conv	vertible Preferred Stock	(3)	(3)	Common Stock	88,240	(3)	D ⁽⁸⁾	
1. Name and Ad Moores Re	ldress of Reporting Person [*] • becca Ann							
(Last) (First) (Middle) 111 CONGRESS AVENUE, SUITE 2600								
(Street) AUSTIN	ТХ	78701						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] <u>Rebecca A. Moores Trustee of the Chloe Dahl</u> <u>Moores Irrevocable Personal 2012 Trust</u>								
(Last) (First) (Middle) 111 CONGRESS AVENUE, SUITE 2600								
(Street) AUSTIN	ТХ	78701	_					
(City)	(State)	(Zip)						
	ldress of Reporting Person [*] <u>Moores Trustee of th</u>							

<u>Moores Irre</u>	evocable Person	<u>al 2012 Trust</u>						
(Last)	(First)	(Middle)						
111 CONGRESS AVENUE, SUITE 2600								
(Street)								
AUSTIN	TX	78701						
(City)	(State)	(Zip)						
	dress of Reporting Pers							
<u>Rebecca A. Moores Trustee of the John J.</u>								
Moores III Irrevocable Personal 2012 Trust								
(Last)	(First)	(Middle)						
111 CONGRESS AVENUE, SUITE 2600								
(Street)								
AUSTIN	TX	78701						
(City)	(State)	(Zip)						
1. Name and Add	dress of Reporting Pers	on [*]						
Rebecca A.	<u>Moores Truste</u>	<u>e of the Kiev J.</u>						
Moores Irre	evocable Person	<u>al 2012 Trust</u>						
(Last)	(First)	(Middle)						
111 CONGRESS AVENUE, SUITE 2600								
(Street)								
AUSTIN	TX	78701						
(City)	(State)	(Zip)						

Explanation of Responses:

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.

Remarks:

This report shall not be deemed an admission by any of the reporting persons that they are or may be members of a "group" for purposes of Section 13(d).

/s/ Rebecca Ann Moores	06/28/2012
<u>/s/ Rebecca Ann Moores, as</u> <u>Trustee, Rebecca A. Moores</u> <u>Trustee of the Chloe Dahl</u> <u>Moores Irrevocable Personal</u> <u>2012 Trust</u>	<u>06/28/2012</u>
<u>/s/ Rebecca Ann Moores, as</u> <u>Trustee, Rebecca A. Moores</u> <u>Trustee of the Cyrus N. Moores</u> <u>Irrevocable Personal 2012</u> <u>Trust</u>	<u>06/28/2012</u>
<u>s/ Rebecca Ann Moores, as</u> <u>Trustee, Rebecca A. Moores</u> <u>Trustee of the John J. Moores</u> <u>III Irrevocable Personal 2012</u> <u>Trust</u>	<u>06/28/2012</u>
<u>s/ Rebecca Ann Moores, as</u> <u>Trustee, Rebecca A. Moores</u> <u>Trustee of the Kiev J. Moores</u> <u>Irrevocable Personal 2012</u> Trust	<u>06/28/2012</u>

** 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.