

UNITED  
STATES  
SECURITI  
ES AND  
EXCHANGE  
COMMISSI  
ON  
Washingt  
on, D.C.  
20549

SCHEDULE  
13G

Under  
the  
Securiti  
es  
Exchange  
Act of  
1934

Amendmen  
t No.:  
1\*

Name of  
Issuer:  
Zynga  
Inc.

Title of  
Class of  
Securiti  
es:  
Class A  
Common  
Stock

CUSIP  
Number:  
98986T10  
8

Date of  
Event  
Which  
Requires  
Filing  
of this  
Statemen  
t:  
7/31/201  
2

Check  
the  
appropri  
ate box  
to  
designat  
e the  
rule  
pursuant  
to which  
this  
Schedule  
is  
filed.

Rule  
13d-1(b)  
 Rule  
13d-1(c)  
 Rule

13d-1 (d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or

otherwise  
subject  
to the  
liabilities  
of that  
section  
of the  
Act but  
shall be  
subject  
to all  
other  
provisions  
of  
the Act  
(however,  
see  
the  
Notes).

CUSIP  
No.:  
98986T10  
8

1. NAME  
OF  
REPORTING  
PERSON  
S.S. OR  
I.R.S.  
IDENTIFICATION  
NO. OF  
ABOVE  
PERSON  
Janus  
Capital  
Management  
LLC  
EIN  
#75-3019  
302

2. CHECK  
THE  
APPROPRIATE  
BOX  
IF A  
MEMBER  
OF A  
GROUP  
a. \_\_\_\_\_  
b. \_\_\_\_\_  
3. SEC  
USE ONLY

4.  
CITIZENSHIP  
OR  
PLACE OF  
ORGANIZATION  
Delaware

NUMBER  
OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING

G PERSON  
WITH:

5. SOLE  
VOTING  
POWER  
23,239,7  
81\*\*

6.  
SHARED  
VOTING  
POWER  
-0-

7. SOLE  
DISPOSIT  
IVE  
POWER  
23,239,7  
81\*\*

8.  
SHARED  
DISPOSIT  
IVE  
POWER  
-0-

9.  
AGGREGAT  
E AMOUNT  
BENEFICI  
ALLY  
OWNED BY  
EACH  
REPORTIN  
G PERSON  
23,239,7  
81\*\*

10.  
CHECK  
BOX IF  
THE  
AGGREGAT  
E AMOUNT  
IN ROW  
(9)  
EXCLUDES  
CERTAIN  
SHARES  
Not  
applicab  
le

11.  
PERCENT  
OF CLASS  
REPRESEN  
TED BY  
AMOUNT  
IN ROW  
(9)  
5.0%\*\*

12. TYPE  
OF  
REPORTIN  
G PERSON  
IA, HC

\*\* See  
Item 4  
of this

filing

Item 1.

(a).  
Name of  
Issuer:  
Zynga  
Inc.  
("Zynga"  
)

(b).  
Address  
of  
Issuer's  
Principa  
l  
Executiv  
e  
Offices:

699  
Eighth  
St.  
San  
Francisc  
o, CA  
94103

Item 2.

(a).-(c)  
. Name,  
Principa  
l  
Business  
Address,  
and  
Citizens  
hip of  
Persons  
Filing:

(1)  
Janus  
Capital  
Manageme  
nt LLC  
("Janus  
Capital"  
)  
151  
Detroit  
Street  
Denver,  
Colorado  
80206  
Citizens  
hip:  
Delaware

(d).  
Title of  
Class of  
Securiti  
es:  
Class A  
Common  
Stock

(e).  
CUSIP  
Number:  
98986T10

## Item 3.

This statement is filed pursuant to Rule 13d-1 (b) or 13d-2 (b) and the person filing, Janus Capital, is an investment adviser in accordance with Section 240.13d-1(b) (ii) (E) as well as a parent holding company/control person in accordance with Section 240.13d-1(b) (ii) (G). See Item 4 for additional information.

## Item 4. Ownership

The information in items 1 and 5 through 11 on the cover page(s) on Schedule 13G is hereby incorporated by reference.

Janus Capital has a

direct  
94.8%  
ownership  
p stake  
in  
INTECH  
Investme  
nt  
Manageme  
nt  
("INTECH  
") and a  
direct  
77.8%  
ownership  
p stake  
in  
Perkins  
Investme  
nt  
Manageme  
nt  
LLC ("Per  
kins").  
Due to  
the  
above  
ownership  
p  
structur  
e,  
holdings  
for  
Janus  
Capital,  
Perkins  
and  
INTECH  
are  
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ed for  
purposes  
of this  
filing.  
Janus  
Capital,  
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Investme  
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Company  
Act of

1940 and to individual and institutional clients (collectively referred to herein as "Managed Portfolios").

As a result of its role as investment adviser or sub-adviser to the Managed Portfolios, Janus Capital may be deemed to be the beneficial owner of 23,239,781 shares or 5.0% of the shares outstanding of Zynga Class A Common Stock held by such Managed Portfolios. However, Janus Capital does not have the right to receive any dividends from, or the proceeds from the sale of, the securities held in the



Managed  
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Item 5.  
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Class

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applicab  
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Item 6.  
Ownershi  
p of  
More  
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Five  
Percent  
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Behalf  
of  
Another  
Person

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The  
interest  
of any  
one such  
person  
does not  
exceed  
5% of  
the  
class of  
securiti

es.

These shares were acquired in the ordinary course of business, and not with the purpose of changing or influencing control of the Issuer.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10.

Certific  
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complete  
and  
correct.

JANUS  
CAPITAL  
MANAGEME  
NT LLC

By /s/  
David R.  
Kowalski  
8/10/201  
2 David  
R.  
Kowalski

,  
Date  
Senior  
Vice  
Presiden  
t and  
CCO