BOWMAN ROBERT A Form 4/A

March 15, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

January 31,

3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **BOWMAN ROBERT A**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

TAKE TWO INTERACTIVE SOFTWARE INC [TTWO]

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Zip)

(Month/Day/Year) 02/16/2011

02/18/2011

X Director 10% Owner Officer (give title Other (specify

C/O TAKE-TWO INTERACTIVE SOFTWARE, INC., 622 **BROADWAY**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

NEW YORK, NY 10012

(City) (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Disposed of (D) Code (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

Transaction(s) (Instr. 3 and 4) 6. Ownership 7. Nature of Form: Direct (D) or Indirect (I) (Instr. 4)

Indirect Beneficial Ownership (Instr. 4)

(9-02)

(A)

Code V Amount Price (D)

Common Stock

02/16/2011

4,615 Α (1)(2)

\$0 52,931 D

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

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

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| 1. | Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | le and | 8. Price of | 9. Nu |
|----|-----------|-------------|---------------------|--------------------|----------------------|------------|---------------------|-------------------|---------|----------|-------------|-------|
| D | erivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionNumber | | Expiration D | ate | te Amou | | Derivative | Deriv |
| S | ecurity | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (I | nstr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) Derivativ | | ; | | Secur | ities | (Instr. 5) | Bene |
| | | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Owne |
| | | Security | | | Acquired | | | | | | | Follo |
| | | • | | | | (A) or | | | | | | Repo |
| | | | | | | Disposed | | | | | | Trans |
| | | of (D) | | | | | | | (Instr | | | |
| | | | | | | (Instr. 3, | | | | | | ` |
| | | | | | | 4, and 5) | | | | | | |
| | | | | | | , , | | | | | | |
| | | | | | | | | | | Amount | | |
| | | | | | | | Date Exercisable | Expiration e Date | Title | or | | |
| | | | | | | | | | | Number | | |
| | | | | | | | Lacicisable | | | of | | |
| | | | | | Code V | (A) (D) | | | | Shares | | |

X

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BOWMAN ROBERT A C/O TAKE-TWO INTERACTIVE SOFTWARE, INC. 622 BROADWAY NEW YORK, NY 10012

Signatures

Robert A. 03/15/2011 Bowman

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

Represents the acquisition of shares pursuant to a quarterly grant of restricted common stock pursuant to the Director compensation program. The shares of restricted stock vest in three equal annual installments commencing on the first anniversary of the grant date. As

- (1) provided by the terms of such program, (i) the grant date is the fifth trading day following the filing of the Issuer's Quarterly Report on Form 10-Q; and (ii) the number of shares was determined based on a grant value of \$68,750 and a price of \$14.895 per share, the average of the closing prices on the ten trading days prior to the date of grant.
- The purpose of this amended Form 4 is to correct a clerical error in the original filing, dated February 18, 2011, whereby the number of shares was incorrectly reported as 4.615 as opposed to 4,615. Similarly, the Form 4 filed by the reporting person on September 14, 2010 contained a clerical error whereby the number of shares was incorrectly reported as 4.616 as opposed to 4,616.

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.

Reporting Owners 2