

Edgar Filing: TAKE TWO INTERACTIVE SOFTWARE INC - Form 8-K

TAKE TWO INTERACTIVE SOFTWARE INC  
Form 8-K  
November 06, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15 (d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 2, 2006  
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TAKE-TWO INTERACTIVE SOFTWARE, INC.

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(Exact name of registrant as specified in its charter)

Delaware	0-29230	51-0350842
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

622 Broadway, New York, NY	10012
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(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code (646) 536-2842  
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Not Applicable

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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d- 2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 3.01 NOTICE OF DELISTING OR FAILURE TO SATISFY A CONTINUED LISTING  
RULE OR STANDARD; TRANSFER OF LISTING.

On November 2, 2006, Take-Two Interactive Software, Inc. (the "Company") received a NASDAQ Staff Determination letter indicating that the Company is not in compliance with the filing requirements for continued listing on The NASDAQ Stock Market as set forth in Marketplace Rules 4350(e) and 4350(g). Marketplace Rules 4350(e) and 4350(g) specify that the Company timely solicit proxies and hold its annual shareholders meeting.

The Company issued a press release on November 3, 2006 disclosing its receipt of this NASDAQ Staff Determination notice. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

A meeting with the NASDAQ Listing Qualifications Panel has been scheduled and the Company intends to address its plan for regaining compliance with the Marketplace Rules. The Company's shares will remain listed under the ticker symbol TTWO on The NASDAQ Global Select Market pending a decision by the Panel.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

99.1 Press release of Take-Two Interactive Software, Inc. dated November 3, 2006.

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### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

TAKE-TWO INTERACTIVE SOFTWARE, INC.  
(Registrant)

By: /s/ Karl H. Winters

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Name: Karl H. Winters  
Title: Chief Financial Officer

Date: November 6, 2006

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INDEX TO EXHIBITS

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Exhibit No.	Description
99.1	Press release of Take-Two Interactive Software, Inc. dated November 3, 2006.