

Goldstein Lainie
Form 4
December 31, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Goldstein Lainie

2. Issuer Name and Ticker or Trading Symbol
TAKE TWO INTERACTIVE SOFTWARE INC [TTWO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/29/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

NEW YORK, NY 10012

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/29/2008		S		664 ⁽¹⁾	D	\$ 7.38 95,534
Common Stock	12/29/2008		S		285 ⁽¹⁾	D	\$ 7.4 95,249
Common Stock	12/29/2008		S		26 ⁽¹⁾	D	\$ 7.5 95,223
Common Stock	12/29/2008		S		11 ⁽¹⁾	D	\$ 7.505 95,212
	12/29/2008		S		160 ⁽¹⁾	D	\$ 7.51 95,052

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Common Stock							
Common Stock	12/29/2008	S	150 <u>(1)</u>	D	\$ 7.52	94,902	D
Common Stock	12/29/2008	S	106 <u>(1)</u>	D	\$ 7.53	94,796	D
Common Stock	12/29/2008	S	144 <u>(1)</u>	D	\$ 7.535	94,652	D
Common Stock	12/29/2008	S	232 <u>(1)</u>	D	\$ 7.54	94,420	D
Common Stock	12/29/2008	S	23 <u>(1)</u>	D	\$ 7.545	94,397	D
Common Stock	12/29/2008	S	241 <u>(1)</u>	D	\$ 7.75	94,156	D
Common Stock	12/29/2008	S	11 <u>(1)</u>	D	\$ 7.755	94,145	D
Common Stock	12/29/2008	S	217 <u>(1)</u>	D	\$ 7.76	93,928	D
Common Stock	12/29/2008	S	63 <u>(1)</u>	D	\$ 7.77	93,865	D
Common Stock	12/29/2008	S	1 <u>(1)</u>	D	\$ 7.775	93,864	D
Common Stock	12/29/2008	S	12 <u>(1)</u>	D	\$ 7.78	93,852	D
Common Stock	12/29/2008	S	68 <u>(1)</u>	D	\$ 7.785	93,784	D
Common Stock	12/29/2008	S	17 <u>(1)</u>	D	\$ 7.79	93,767	D
Common Stock	12/29/2008	S	71 <u>(1)</u>	D	\$ 7.83	93,696	D
Common Stock	12/29/2008	S	3 <u>(1)</u>	D	\$ 7.84	93,693	D
Common Stock	12/29/2008	S	76 <u>(1)</u>	D	\$ 7.85	93,617	D

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

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 control number.

SEC 1474
(9-02)

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

