

ROBBINS LAWRENCE M

Form 4

December 26, 2006

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

GLENVIEW CAPITAL  
MANAGEMENT LLC

(Last) (First) (Middle)

767 FIFTH AVENUE, 44TH  
FLOOR

(Street)

NEW YORK, NY 10153

(City) (State) (Zip)

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)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

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

12/21/2006

4. If Amendment, Date Original  
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting  
Person

**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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/21/2006		S		175,800	D	\$ 19.25	238,040	I	See Footnote <u>(1)</u>
Common Stock	12/21/2006		S		1,716,100	D	\$ 19.25	3,041,992	I	See Footnote <u>(2)</u>
Common Stock	12/21/2006		S		956,500	D	\$ 19.25	1,356,663	I	See Footnote <u>(3)</u>
Common	12/21/2006		S		119,700	D	\$	191,496	I	See

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Stock					19.25			Footnote (4)
Common Stock	12/21/2006	S	29,800	D	\$ 19.25	52,058	I	See Footnote (5)
Common Stock	12/21/2006	S	2,100	D	\$ 19.25	3,123	I	See Footnote (6)

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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GLENVIEW CAPITAL MANAGEMENT LLC 767 FIFTH AVENUE 44TH FLOOR NEW YORK, NY 10153	X
Glenview Capital GP, LLC 767 FIFTH AVENUE 44TH FLOOR NEW YORK, NY 10153	X
ROBBINS LAWRENCE M	X

## Signatures

/s/ Lawrence M. Robbins, as Chief Executive Officer of Glenview Capital Management, LLC

12/26/2006

     \*\*Signature of Reporting Person

Date \_\_\_\_\_

/s/ Lawrence M. Robbins, as Chief Executive Officer of Glenview Capital GP, LLC

12/26/2006

**\*\*Signature of Reporting Person**

Date \_\_\_\_\_

/s/ Lawrence M. Robbins

12/26/2006

Signature of Reporting Person

Date \_\_\_\_\_

### 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).

These shares of the Issuer's common stock, \$.01 par value per share ("Shares"), were sold for the account of Glenview Capital Partners, L.P., a Delaware limited partnership ("Capital Partners"). Glenview Capital Management, LLC, a Delaware limited liability company

- (1) ("Capital Management"), serves as investment manager for Capital Partners. Glenview Capital GP, LLC, a Delaware limited liability company ("Capital GP"), serves as general partner of Capital Partners. Mr. Robbins is the Chief Executive Officer of Capital GP and Capital Management.

These Shares were sold for the account of Glenview Capital Master Fund, Ltd., a Cayman Islands exempted company (the "Master

- (2) Fund"). Capital Management serves as investment manager of the Master Fund. Capital GP is the sponsor of the Master Fund. Mr. Robbins is the Chief Executive Officer of each of Capital GP and Capital Management.

These Shares were sold for the account of Glenview Institutional Partners, L.P., a Delaware limited partnership ("Institutional Partners").

- (3) Capital Management serves as investment manager of Institutional Partners. Capital GP serves as general partner of Institutional Partners. Mr. Robbins is the Chief Executive Officer of each of Capital GP and Capital Management.

These Shares were sold for the account of GCM Little Arbor Master Fund, Ltd., a Cayman Islands exempted company ("GCM Master

- (4) Fund"). Capital Management serves as investment manager of the GCM Master Fund. Capital GP is the sponsor of the GCM Master Fund. Mr. Robbins is the Chief Executive Officer of each of Capital GP and Capital Management.

These Shares were sold for the account of GCM Little Arbor Institutional Partners, L.P., a Delaware limited partnership ("GCM

- (5) Institutional Partners"). Capital Management serves as investment manager of GCM Institutional Partners. Capital GP serves as the general partner of GCM Institutional Partners. Mr. Robbins is the Chief Executive Officer of each of Capital GP and Capital Management.

These Shares were sold for the account of GCM Little Arbor Partners, L.P., a Delaware limited partnership ("GCM Partners"). Capital

- (6) Management serves as investment manager of the GCM Partners. Capital GP serves as the general partner of GCM Partners. Mr. Robbins is the Chief Executive Officer of each of Capital GP and Capital Management.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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