IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

FEDERAL TRADE COMMISSION,	
Petitioner,	Case: 1:08-mc-00360 (HHK)
v.	
TAKE-TWO INTERACTIVE SOFTWARE, INC.	
Respondent.	

Errata

Please note that, due to technical problems during the initial filing of its Opposition Papers on the ECF system, Take-Two Interactive Software, Inc. is filing three corrected exhibits to its Opposition to the Federal Trade Commission's Emergency Petition For An Order Enforcing A Subpoena *Duces Tecum* And A Civil Investigative Demand Issued In A Pre-Merger Investigation dated June 5, 2008. The corrected exhibits are (Corrected) Opposition Exhibits 11, 20, and 22, and are attached hereto.

Executed on: June 16, 2008
New York, New York

/s/ Michael L. Keeley

Michael L. Keeley (Admitted *Pro Hac Vice*)
114 West 47th Street
New York, New York 10036
(212) 728-2200

Attorneys for Respondent Take-Two Interactive Software, Inc.

F.T.C. v. Take-Two Interactive Software, Inc.
No. 08-mc-00360 (HHK)

Opposition Exhibit 11

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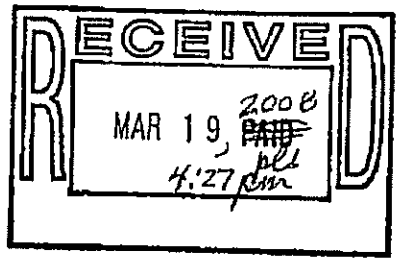
March 19, 2008



Federal Trade Commission
Bureau of Competition
Mergers II Division
600 Pennsylvania Avenue, N.W.
Room NJ 6105
Mail Drop 6128
Washington, D.C. 20580

Attn.: Reid B. Horwitz

Re: Acquisition of 100% of the voting securities of Take-Two Interactive, Inc. ("Take-Two") by Electronic Arts, Inc. ("EA")

Dear Reid:

This letter responds to your letter to Seth D. Krauss, General Counsel of Take-Two Interactive Software, Inc. dated March 14, 2008 relating to the Commission's preliminary investigation of the above-referenced transaction (the "Access Letter"). As we discussed this morning, we intend to respond to your requests on a rolling basis until we have furnished all answers commercially feasible for us to obtain during the brief period we were allotted to respond to the Access Letter.

REQUEST NUMBER 1:

The title of each video game title currently published by EA and Take-Two, and indicate under which of the following genres it belongs: Action, Sports, Shooter, Role-Playing, Racing, Fighting, Family Entertainment, Children's Entertainment, Strategy, Adventure, Other, Flight, or Arcade, and indicate for each such title whether it is produced for consoles and/or PCs.

RESPONSE TO REQUEST NUMBER 1

Please see Annex TT-AL-01-01

REQUEST NUMBER 2:

A list of each of the EA and Take-Two titles identified in response to Item 1 that Take-Two believes competes with each other.

RESPONSE TO REQUEST NUMBER 2

Take-Two is not prepared to evaluate the competitive interplay of the various titles at this time. We believe that each title is unique and different. Moreover, there are many factors that effect whether two titles are competitors. First, the release date of a title impacts its potential competitors. Titles with release dates that are not close in time tend not to be viewed as immediate alternatives by most customers. Second, it is difficult for Take Two to determine which titles customers are likely to view as substitutes for one another without appropriate data and analysis.

REQUEST NUMBER 3:

Take-Two's total 2007 sales for each of the video games identified in response to Item 1.

RESPONSE TO REQUEST NUMBER 3

Please see Annex TT-AL-01-03, except note that the data is provided only for Take-Two's new releases. Older titles or catalog sales represent only about 15% of overall sales and are not tracked on a title by title basis.

REQUEST NUMBER 4:

For each genre identified in Item 1, the name of each additional video game publisher and title(s) currently published by such publisher in each such genre, indicating for each such title whether it is produced for consoles and/or PCs, and indicating for each genre actual or estimated market share for each publisher including EA and Take-Two.

RESPONSE TO REQUEST NUMBER 4

We will respond to this request as soon as practicable, except note that Take-Two is not prepared to evaluate the market shares for each publisher at this time.

REQUEST NUMBER 5:

A list of Take-Two's top 10 customers (based on dollar purchases) for each genre, by each distribution channel, with contact information and dollar value of each such customer's purchases during the last year.

RESPONSE TO REQUEST NUMBER 5

Please see Annex TT-AL-01-05, except note that Take-Two is not able to classify its customers by genre purchased.

REQUEST NUMBER 6:

Copies of the most recent advertising or marketing documents that discuss video game console products published by EA and others which compete with Take-Two's 2K Sports brand video game console products, and what kind of advertising and marketing strategies Take-Two pursues or should pursue to better compete.

RESPONSE TO REQUEST NUMBER 6:

We will respond to this request as soon as practicable.

REQUEST NUMBER 7:

A list of all resources (whether available online or in hard copy) that Take-Two uses to obtain information about competition in the marketplace for those video games listed in response to Item 1.

RESPONSE TO REQUEST NUMBER 7

Please see Annex TT-AL-01-07.

REQUEST NUMBER 8:

Copies of any market studies and analyses discussing any of the titles and genres listed in response to Item 1, and video publishers listed in response to Item 4, whether prepared by or for, or obtained by, Take-Two.

RESPONSE TO REQUEST NUMBER 8

We will respond to this request as soon as practicable.

REQUEST NUMBER 9:

Copies of internal business or strategic plans developed during the past two years discussing Take-Two's businesses relating to the titles and genres listed in response to Item 1, including assessments of its competitors in such segment(s), market shares, and strategic direction(s).

RESPONSE TO REQUEST NUMBER 9

Please see Annex TT-AL-01-09.

REQUEST NUMBER 10:

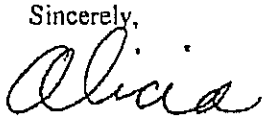
All planning and due diligence materials prepared by or for Take-Two and its agents and advisors evaluating the acquisition since it was first contemplated with respect to market shares, competition, competitors, markets, and potential for sales growth or expansion into product or geographic markets.

RESPONSE TO REQUEST NUMBER 10

We will respond to this request as soon as practicable.

Please note that these materials are confidential and provided pursuant to the confidentiality rules of the Federal Trade Commission. Please feel free to contact me at 202.416.6812, or John Ingrassia at 202.416.6869 if you have any questions or follow-up requests.

Sincerely,



Alicia J. Batts

F.T.C. v. Take-Two Interactive Software, Inc.
No. 08-mc-00360 (HHK)

Opposition Exhibit 20

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april 23, 2008
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April 23, 2008

Mr. Reid B. Horwitz
Federal Trade Commission
Bureau of Competition
Mergers II Division
601 New Jersey Avenue, N.W.
Room NJ 6128
Washington, D.C. 20580

Re: Acquisition of 100% of the voting securities of Take-Two Interactive, Inc. ("Take-Two") by Electronic Arts, Inc. ("EA")

Dear Reid:

This is in partial response to the Second Request issued to Take-Two Interactive Software, Inc. on April 16, 2008 relating to the Commission's investigation of the above-referenced transaction.

Partial Response to Request 1(a):

Please see pages TT-SR-01-0001 through TT-SR-01-0041.

Please note that Take-Two does not in the ordinary course of business maintain a current, company-wide organizational chart. In response to the FTC's request, we have provided the enclosed chart that Take-Two's human resources department created from an employee database, and which is used as a reference tool. While this document is the most comprehensive and current organizational chart available, it may not accurately reflect the chain of command within any specific department, nor are all of its details current as of today's date. Please feel free to contact me at 202.416.6812, or John Ingrassia at 202.416.6869 if you have any questions or follow-up requests.

Sincerely,

Alicia J Batts

Alicia J. Batts

Enclosures

F.T.C. v. Take-Two Interactive Software, Inc.
No. 08-mc-00360 (HHK)

Opposition Exhibit 22

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Barbara Proctor

APR 25 2008

April 25, 2008

Mr. Reid B. Horwitz
Federal Trade Commission
Bureau of Competition
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601 New Jersey Avenue, N.W.
Room NJ 6128
Washington, D.C. 20580

Re: Acquisition of 100% of the voting securities of Take-Two Interactive, Inc. ("Take-Two") by Electronic Arts, Inc. ("EA")

Dear Reid:

This is in partial response to the Second Request issued to Take-Two Interactive Software, Inc. on April 16, 2008 relating to the Commission's investigation of the above-referenced transaction.

Partial Response to Specification No. 8 and Specification No. 13 of the Second Request:

Please see pages TT-SR-08-0001 through 0030 and TT-SR-13-0001 through 0044.

Please feel free to contact me at 202.416.6812, or John Ingrassia at 202.416.6869 if you have any questions or follow-up requests.

Sincerely,

Alicia J. Batts

Alicia J. Batts

Enclosures