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ROBBINS LAWRENCE M

Form 3

February 21, 2006

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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)

Common Stock

Common Stock

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement TAKE TWO INTERACTIVE SOFTWARE INC GLENVIEW CAPITAL (Month/Day/Year) [TTWO] MANAGEMENT LLC 02/16/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 399 PARK AVENUE, FLOOR (Check all applicable) 39 (Street) 6. Individual or Joint/Group __X__ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) Form filed by One Reporting Person NEW YORK. NYÂ 10022 _X_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned (Instr. 4) Ownership Ownership (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Common Stock 413,840 I See Footnote (1) Common Stock 4,758,092 Ι See Footnote (2) Common Stock 2,313,163 I See Footnote (3) I See Footnote (4) Common Stock 311,196

81,858

5,223

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

SEC 1473 (7-02)

I

Ι

See Footnote (5)

See Footnote (6)

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

2. Date Exercisable and 3. Title and Amount of 1. Title of Derivative Security 6. Nature of Indirect 4. 5. Securities Underlying Ownership Beneficial Ownership (Instr. 4) **Expiration Date** Conversion (Month/Day/Year) **Derivative Security** Form of (Instr. 5) or Exercise (Instr. 4) Price of Derivative Derivative Security: Date Expiration Security Direct (D) Date Amount or Exercisable or Indirect Title Number of Shares (Instr. 5)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GLENVIEW CAPITAL MANAGEMENT LLC 399 PARK AVENUE FLOOR 39 NEW YORK, NY 10022 | Â | ÂΧ | Â | Â |
| Glenview Capital GP, LLC 399 PARK AVENUE FLOOR 39 NEW YORK, NY 10022 | Â | ÂX | Â | Â |
| ROBBINS LAWRENCE M | Â | ÂX | Â | Â |

Signatures

| /s/ Lawrence M. Robbins, as Chief Executive Officer of Glenview Capital Management, LLC | |
|---|------------|
| **Signature of Reporting Person | Date |
| /s/ Lawrence M. Robbins, as Chief Executive Officer of Glenview Capital GP, LLC | |
| **Signature of Reporting Person | Date |
| /s/ Lawrence M. Robbins | 02/21/2006 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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, par value \$.01 per share ("Shares"), are held 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 of Capital Partners. Glenview Capital GP, LLC, a Delaware limited liability company ("Capital GP"), serves as general partner of Capital Partners. Mr. Lawrence M. Robbins ("Mr. Robbins") is the Chief Executive Officer of each of Capital GP and Capital Management.
 - These Shares are held for the account of Glenview Capital Master Fund, Ltd., a Cayman Islands exempted company (the "Master Fund").
- (2) Capital Management serves as the 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.

Reporting Owners 2

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- These Shares are held for the account of Glenview Institutional Partners, L.P., a Delaware limited partnership ("Institutional Partners").
- (3) Capital Management serves as the investment manager of Institutional Partners. Capital GP serves as the general partner of Institutional Partners. Mr. Robbins is the Chief Executive Officer of each of Capital GP and Capital Management.
- These Shares are held for the account of GCM Little Arbor Master Fund, Ltd., a Cayman Islands exempted company (the "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 are held for the account of GCM Little Arbor Institutional Partners, L.P., a Delaware limited partnership ("GCM 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 are held for the account of GCM Little Arbor Partners, L.P., a Delaware limited partnership ("GCM Partners"). Capital

 (6) Management serves as the investment manager of 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. 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.