

ACTIVISION INC /NY
Form 4
December 14, 2007

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 *
ROSE GEORGE L

(Last) (First) (Middle)

**C/O ACTIVISION PUBLISHING,
INC., 3100 OCEAN PARK
BOULEVARD**

(Street)

SANTA MONICA, CA 90405

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ACTIVISION INC /NY [ATVI]

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount Underlying Security
---------------------------	---------------	---	----------------------------------	----------------	----------------------------	--	--

Edgar Filing: ACTIVISION INC /NY - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options	\$ 8.5781 <u>(1)</u>	12/12/2007	D			53,333	<u>(2)</u>	04/15/2014	Common Stock, par value \$0.0001 per share	53,333
Employee Stock Options	\$ 9.023 <u>(1)</u>	12/12/2007	A		53,333		<u>(3)</u>	04/15/2014	Common Stock, par value \$0.0001 per share	53,333
Employee Stock Options	\$ 3.38 <u>(1)</u>	12/12/2007	D			8,795	<u>(4)</u>	04/11/2013	Common Stock, par value \$0.0001 per share	8,795
Employee Stock Options	\$ 4.215 <u>(1)</u>	12/12/2007	A		8,795		<u>(3)</u>	04/11/2013	Common Stock, par value \$0.0001 per share	8,795
Employee Stock Options	\$ 6.9025 <u>(1)</u>	12/12/2007	D			48,000	<u>(5)</u>	04/08/2012	Common Stock, par value \$0.0001 per share	48,000
Employee Stock Options	\$ 7.508 <u>(1)</u>	12/12/2007	A		48,000		<u>(3)</u>	04/08/2012	Common Stock, par value \$0.0001 per share	48,000
Employee Stock Options	\$ 7.508 <u>(1)</u>	12/12/2007	D			19,734	<u>(3)</u>	04/08/2012	Common Stock, par value \$0.0001 per share	19,734

Reporting Owners

Reporting Owner Name / Address	Relationships
--------------------------------	---------------

Edgar Filing: ACTIVISION INC /NY - Form 4

Director 10% Owner Officer Other

ROSE GEORGE L
C/O ACTIVISION PUBLISHING, INC.
3100 OCEAN PARK BOULEVARD
SANTA MONICA, CA 90405

Chief Legal Officer

Signatures

/s/ George L.
Rose

12/14/2007

__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).

The transactions reported herein as acquisitions and dispositions reflect adjustments to exercise prices of options previously issued to the reporting person following the redetermination of measurement dates and exercise prices previously reported by Activision in its Form 10-K/A for the fiscal year ended March 31, 2005.

(2) The option, which was granted on April 15, 2004, was exercisable in full as of April 15, 2007.

As the original option (reported herein as a cancelled option) was exercisable in full on the date on which it was cancelled, the option as

(3) amended (reported herein as an option issued in replacement thereof) was exercisable in full on the date of amendment (reported herein as the date of grant).

(4) The option, which was granted on April 11, 2003, was exercisable in full as of April 1, 2006.

(5) The option, which was granted on April 8, 2002, was exercisable in full as of April 1, 2004.

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.