

KUMAGAI LINDA  
Form 4  
June 03, 2005

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KUMAGAI LINDA

(Last) (First) (Middle)

C/O ACTIVISION, 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)  
06/01/2005

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 below)  Other (specify below)  
VP-Finance & Corp Controller

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 (A) or (D) Price   |   |  |   |
| Common Stock                    | 06/01/2005                           |  | M                              | 11,000 A \$ 4.5067  | 11,900  | D  |   |
| Common Stock                    | 06/01/2005                           |  | M                              | 7,500 A \$ 4.5067   | 19,400  | D  |   |
| Common Stock                    | 06/01/2005                           |  | M                              | 2,667 A \$ 11.4375  | 22,067  | D  |   |
| Common Stock                    | 06/01/2005                           |  | S                              | 21,167 D \$ 15.85   | 900   | D  |   |

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

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title   |                            |
| Employee Stock Options                     | \$ 4.5067  | 06/01/2005                           |  | M                              | 11,000  | <u>(1)</u> 04/11/2013                                    | Common Stock  | 11,000                     |
| Employee Stock Options                     | \$ 4.5067  | 06/01/2005                           |  | M                              | 7,500   | <u>(2)</u> 04/11/2013                                    | Common Stock  | 7,500                      |
| Employee Stock Options                     | \$ 11.4375   | 06/01/2005                           |  | M                              | 2,667   | <u>(3)</u> 04/15/2014                                    | Common Stock  | 2,667                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| KUMAGAI LINDA<br>C/O ACTIVISION, INC.<br>3100 OCEAN PARK BOULEVARD<br>SANTA MONICA, CA 90405 |               |           | VP-Finance & Corp Controller |       |

## Signatures

/s/ Linda Kumagai 06/03/2005

\*\*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).

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- 50% of the option vests in three equal installments beginning on April 1, 2004 with the remainder 50% of the option vesting on April 9, 2004. However, the 50% that vests on April 1, 2009, may be accelerated if certain financial goals are met. An additional 16.67% of the option vested on April 1, 2004 and an additional 25% of the option vested on May 6, 2004 because certain financial goals for fiscal year 2004 were met.
- (1)
  - (2) 25% of the options vest on each of May 1, 2005, 2006, 2007, and 2008.
  - (3) The option vests in full on April 15, 2007. One half of the option may vest on an accelerated basis if certain financial goals are met.

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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