
Form of Certificate of Compliance*

[We do certify that all of the information reported to the Commission is true and correct.]

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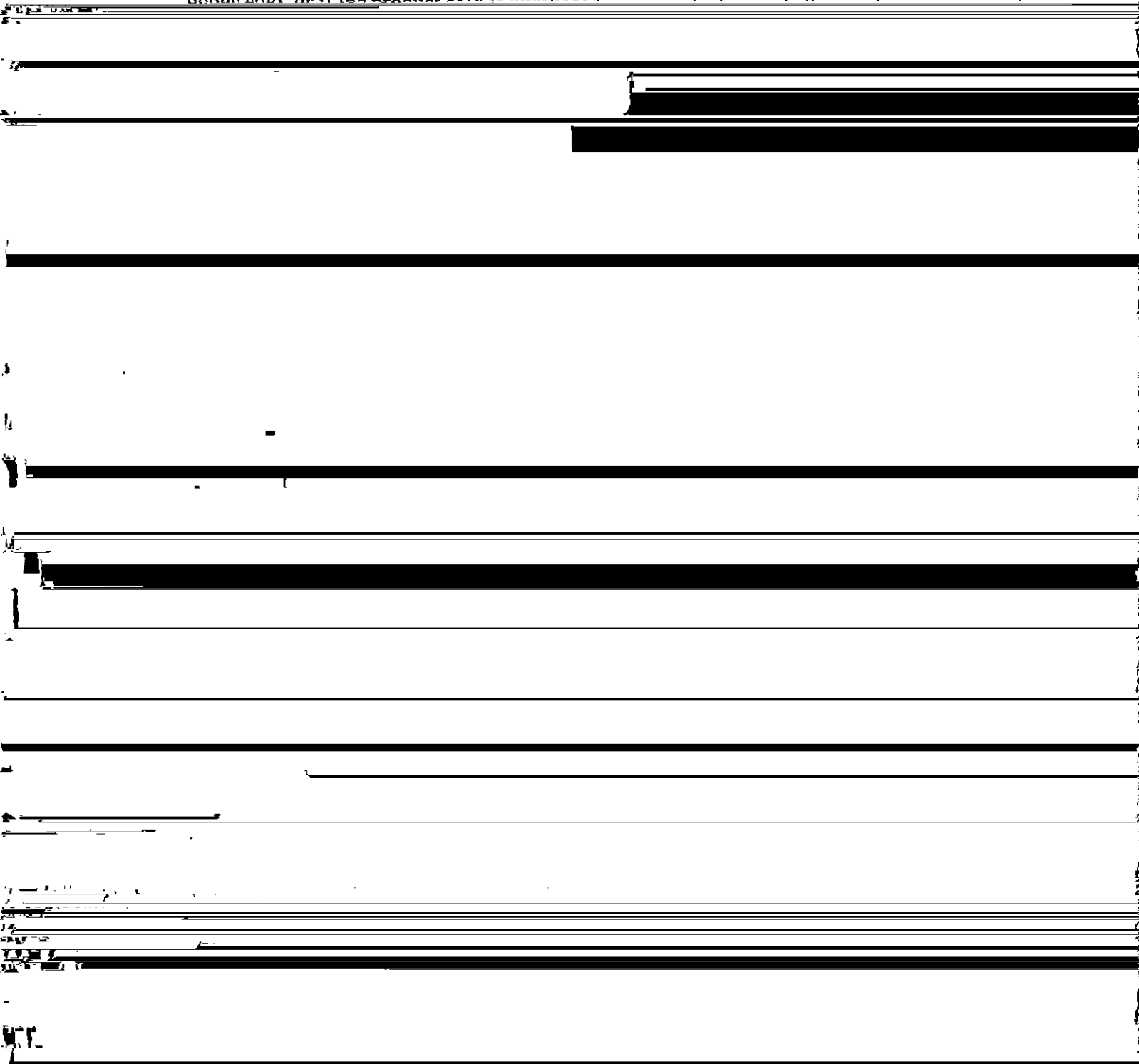
CIVIL INVESTIGATIVE DEMAND ISSUED TO TAKE INTO INTERACTIVE SOFTWARE

INC.

Unless modified by agreement with the staff of the Federal Trade Commission, each specification of this Civil Investigative Demand ("CID") requires a complete search of "the company" as defined in Paragraph "A" of the Definitions and Instructions, which appear after the following Specifications. If the company believes that the required search or any other part of the CID can be narrowed in any way that is consistent with the Commission's need for

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production cost per unit, and by the following components: (1) materials; (2) licensing fees, and within licensing fees, state separately fees paid to (i) platform manufactures, and (ii) other providers of intellectual property (e.g., professional sports leagues, player, players associations, personalities); (3) packaging; (4) direct labor; (5) production overhead costs; and (6) any other costs (itemized by title) that are used to calculate cost of goods sold, or if the product sold is manufactured by a third party, state the name of the manufacturer and the cost of goods sold.



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5. For each platform manufacturer, describe (a) the media (e.g. CD, DVD, proprietary cartridge, etc.) on which the relevant products identified in Specification 2 are published; (b) whether the company, the platform manufacturer, or a third party prints the relevant product onto the media; and (c) the contract terms under which the media are printed (if not by the company), including but not limited to (1) volume discounts, (2) refunds for unsold media, and (3) lead time.

6. For each relevant product identified in Specification 2:
- (a) identify and describe each discount and allowance, including but not limited to, rebates, promotional allowances, merchandising discounts, and co-op advertising.

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(a) state whether the company has a contract or other promotional agreement relating to the sales of relevant products, and;

(b) provide by month, by relevant product listed in response to Specification 2, in units

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13. List all Metacritic ratings for each relevant product since 2000, and for each relevant product submit in Excel format, the title, publisher, developer, genre(s), players, ESRB

price, the amount of any promotional pricing or type of promotional activity offered at the time of release, and date on which the company offered its first price discount, promotional pricing, or promotional activity after date of release.

14. State the top five video game titles (or less if five cannot be identified) that, to the company's knowledge, most constrain the price of each relevant product identified in the company's response to Specification 2 in the report dated 1/11/08.

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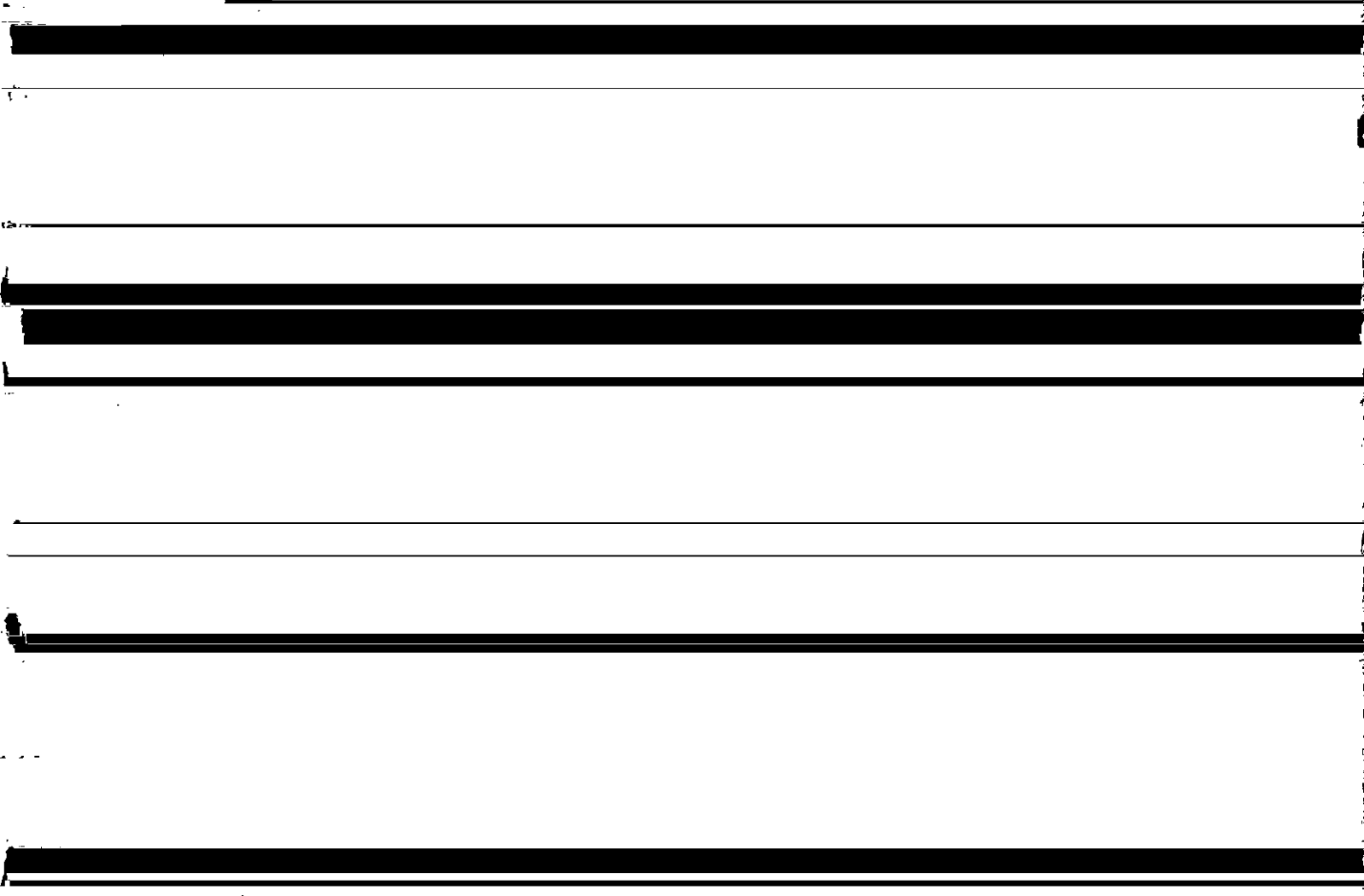
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each person that has exited due to an acquisition or merger, identify the acquiring person or the resulting merged person.

19. For each relevant product, identify and describe any programs and/or models used to analyze the development potential of relevant products.
20. Identify, and state whether the company is a member of, or subscribes to, all trade associations, information services, and other organizations relating to the research, development, production, license, or sale of any relevant product.
21. For each electronic database maintained by the company that contains information relating to prices, sales, research and development, production, costs (including transportation costs), and other information relating to the company's business operations, identify the database and describe the information contained therein.

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23. Describe the company's plans or attempts to: reduce its costs; improve products or services; expand its sales or distribution efforts; introduce new products; improve its operating performance, financial condition, or competitive viability; or become more competitive in any other way, including but not limited to, plans or attempts to close, consolidate or rationalize any facility, discontinue the research, development, manufacture or sale of any relevant product, research, develop, manufacture or sell any relevant product in conjunction with any other product or service.
24. Describe in detail the company's policies and procedures relating to the retention and destruction of documents.
25. List: (a) each federal judicial district (e.g., District of Columbia, Southern District of New York) within the United States in which the company has an agent to receive service of process as well as each such agent's name, current business and home addresses, and telephone numbers; (b) each federal judicial district within the United States in which the company is incorporated or licensed to do business or maintain a place of business.



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DEFINITIONS AND INSTRUCTIONS

For the purposes of this CID, the following definitions and instructions apply:

A. The term "the company" or "Take-Two" means Take-Two Interactive Software, Inc., its domestic and foreign parents, predecessors, divisions, subsidiaries, affiliates, partnerships, and joint ventures, and all directors, officers, employees, agents and representatives of the foregoing.

The terms "subsidiary," "affiliate" and "joint venture" refer to companies in which the company

[REDACTED]

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computer or other information retrieval systems. Thus, the company should produce documents that exist in machine readable form, including documents stored in personal

computers, portable computers, workstations, minicomputers, mainframes, servers, backup disks and tapes, archive disks and tapes, and other forms of offline storage, whether on or off company premises. If the company believes that the required search of backup disks and tapes and archive disks and tapes can be narrowed in any way that is

consis tent with the Commission's need for documents and information, you are encouraged to discuss a possible modification to this instruction with the Commission representatives identified on the last page of this CID. The Commission representative

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H The term "promotional material" shall mean any expenditure, written or verbal statement, illustration or depiction that is designed to create interest in the product of the defendant.

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number to access the bulletin board, and the name, business telephone number, and mailing address of the owner or operator of the bulletin board.

(6) In the case of messages posted on bulletin boards, a printout of the message posted, the date(s) it was posted, and information sufficient to locate and access the bulletin board areas where the information was posted.

(7) In the case of messages disseminated via e-mail, a printout of the e-mail message, the date(s) it was sent, and the electronic address from which the message was sent. In addition, if a LISTSERV or other mass mailing mechanism was utilized, provide the name of the LIST used to send the message, the e-mail address for subscribing to the LISTSERV or similar mechanism, and, if different, the e-mail address to which messages are submitted for mass mailing.

J. The term "person" includes the company and means any natural person, corporate entity, partnership, association, joint venture, government entity, or trust.

K. The term "relating to" means in whole or in part constituting, containing, concerning, discussing, describing, analyzing, identifying, or stating.

L. The terms "and" and "or" have both conjunctive and disjunctive meanings.

M. The term "plans" means tentative and preliminary proposals, recommendations, or considerations, whether or not finalized or authorized, as well as those that have been adopted.

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type);

(4) mobile devices and within mobile devices, information shall be provided separately for: cellular telephones, and all other types of mobile devices (specifying each such type); and

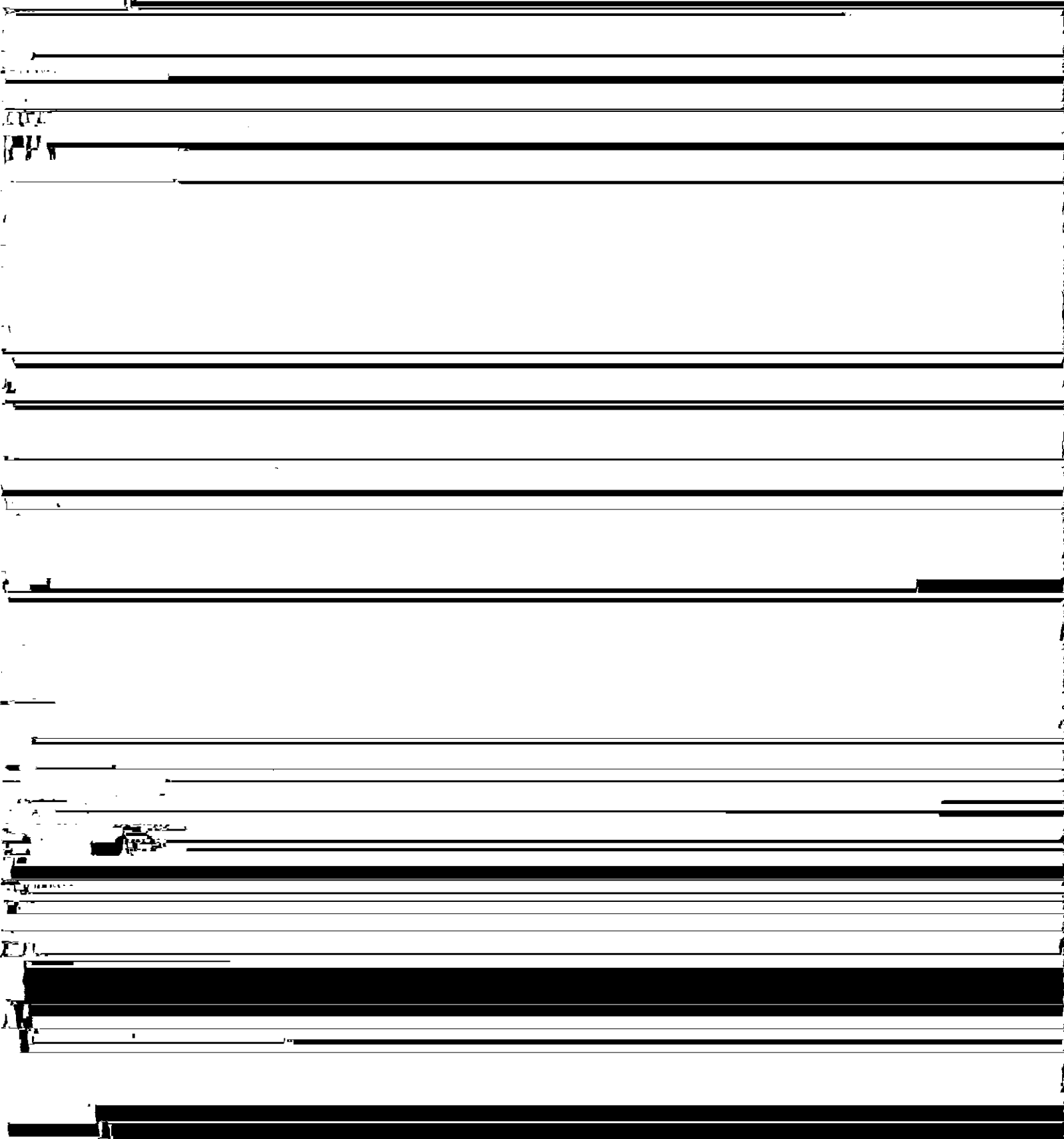
(5) digital content, and within digital content, information shall be provided separately for: game titles that are also sold as packaged goods which are downloaded, and games titles that are played online through hosted sites.

P. The term "genre" as used herein includes, and information shall be provided separately for:

(1) action, and within action, information shall be provided separately for: each sub-genre (specifying each such sub-genre):

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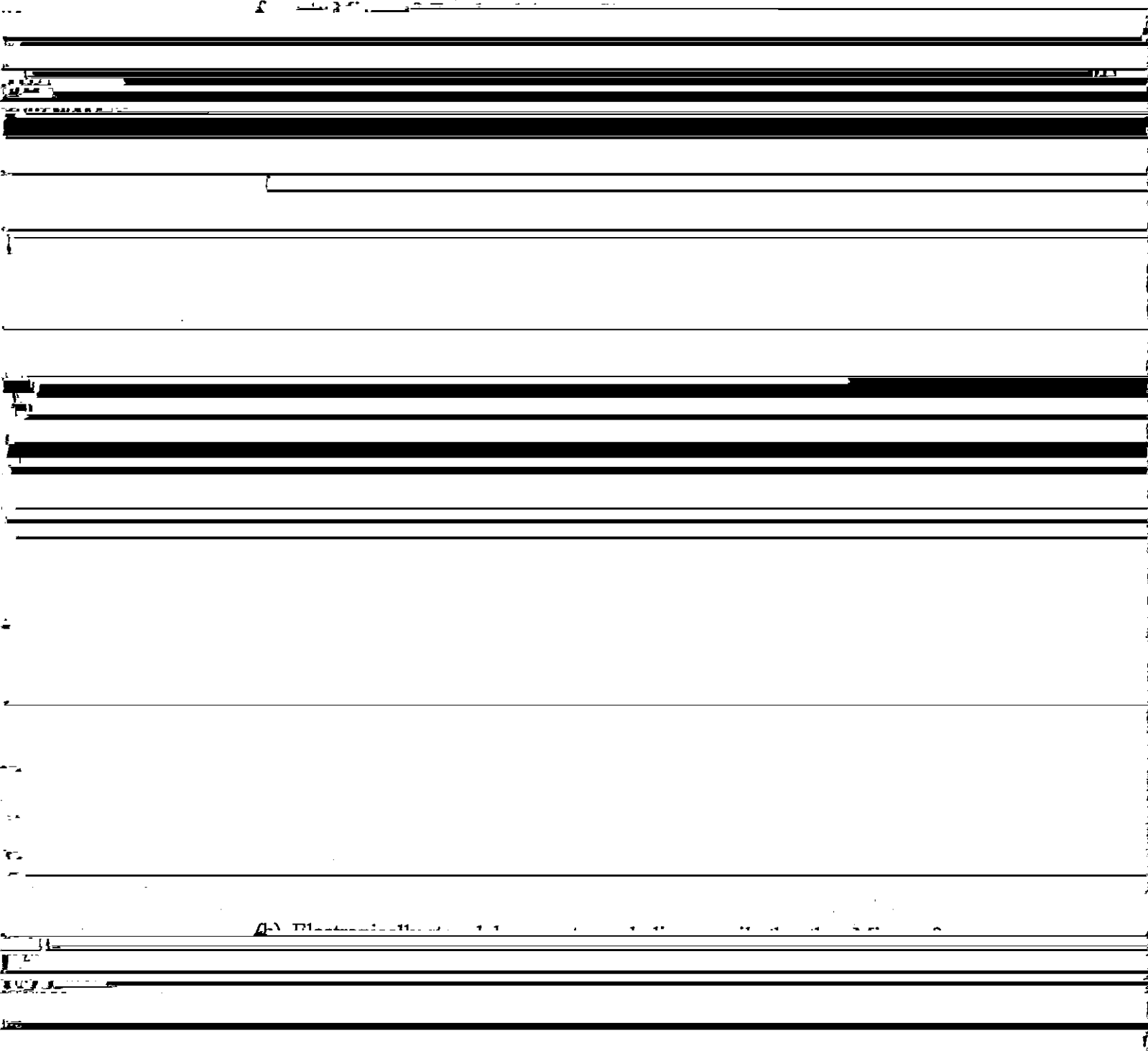
R. The term "relevant product" as used herein means each individual video game title, which includes game titles scheduled to be released over the next two years, in active development now, and contemplated for development (including titles that are currently in development but not yet scheduled for release).



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(2) In lieu of original documents stored electronically, the company may submit documents in the following forms:

- (a) Electronically stored documents, except Microsoft Excel files and Access databases, may be produced as single-page TIFF images with a corresponding file containing the extracted text from the document, accompanied by a Opticon load file. Metadata and custodian information shall be provided in a delimited ASCII



~~CIVIL INVESTIGATIVE DEMAND LETTER TO STATE BANK OF NEW YORK TRUST COMPANY~~

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(a) if in their original condition papers were stapled, clipped or otherwise fastened together or maintained in file folders, binders, covers or containers, they shall be produced in such form, and any documents that must be removed from their original folders, binders, covers or containers in order to be produced shall

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(c) the company waives all objections to such discovery, including the production of a Complete Log of all documents withheld from production based on a claim of privilege, except for any objections based strictly on privilege.

(4) The company must retain all privileged documents that are responsive to this CID until the expiration of the Hart-Scott-Rodino waiting period or the completion of any litigation challenging the acquisition of Take-Two by Electronic Arts.

(5) The Commission retains the right to require the company to produce a Complete Log for all persons searched in appropriate circumstances.

AA. If the company is unable to answer any question fully, supply such information as is available.

CITIZEN INVESTIGATION REPORT

INC.

DD. For the company's response to this CID to be complete, the attached certification form must be executed by the official supervising compliance with this CID, notarized, and submitted along with the responsive materials.

Any questions you have relating to the scope or meaning of anything in this CID or suggestions for possible modifications thereto should be directed to the Office of the Inspector General.

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CERTIFICATION

The response to this Civil Investigative Demand is being submitted by the undersigned, who is an officer, director, or other person in charge of the company, and is being submitted on behalf of the company.

[REDACTED]

UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION

COMMISSIONERS: William E. Kovacic, Chairman
Pamela Jones Harbour
Jon Leibowitz
J. Thomas Rosch

RESOLUTION DIRECTING USE OF

COMPULSORY PROCESS IN NON-PUBLIC INVESTIGATION

File No. 081-0138

Nature and Scope of Investigation:

To determine whether the proposed transaction between Electronic Arts Inc. and Take-Two Interactive Software, Inc. is in violation of Section 5 of the Federal Trade Commission Act, 15