

KUMAGAI LINDA

Form 4

June 03, 2005

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
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(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
__X__ Officer (give title below) ____ Other (specify below)

VP-Finance & Corp Controller

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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.

Reporting Owners

Signatures

Explanation of Responses:

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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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