

Form **8937**
(December 2017)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Take-Two Interactive Software, Inc.		2 Issuer's employer identification number (EIN) 51-0350842	
3 Name of contact for additional information Investor Relations	4 Telephone No. of contact 646-536-2842	5 Email address of contact contact@take2games.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 110 West 44th Street		7 City, town, or post office, state, and ZIP code of contact New York, New York 10036	
8 Date of action 05/23/2022		9 Classification and description Common Stock	
10 CUSIP number 874054109	11 Serial number(s)	12 Ticker symbol TTWO	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **On May 23, 2022, Take-Two Interactive Software, Inc. ("Take-Two") acquired all of the outstanding shares of Zynga Inc. ("Zynga") through a merger of Zebra MS I, Inc., a wholly-owned subsidiary of Take-Two ("Merger Sub 1"), with and into Zynga (the "Merger") with Zynga continuing as the surviving corporation and as a wholly-owned subsidiary of Take-Two and, immediately following the Merger, Zynga merged with and into Zebra MS II, Inc., a wholly-owned subsidiary of Take-Two ("Merger Sub 2"), with Merger Sub 2 continuing as the surviving corporation (the "Second Merger" and, together with the Merger, the "Transaction"). As a result of the Transaction, each outstanding share of Class A common stock, par value \$0.00000625 per share, of Zynga ("Zynga common stock") was converted into (i) 0.0406 shares of Take-Two common stock, par value \$0.01 per share (the "Take-Two common stock"), with a cash payment in lieu of fractional shares and (ii) \$3.50 in cash, without interest and less any applicable withholding tax.**

The expected treatment of the Transaction is a tax-free reorganization under Section 368(a)(2)(D) of the Code.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **A taxpayer received a basis in its Take-Two common stock received in connection with the Transaction that is equal to the aggregate adjusted basis of the shares of Zynga common stock surrendered in the Transaction reduced by the amount of any cash it received in the Transaction and increased by the amount of any gain it recognized on the Transaction.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **On May 20, 2022, the last trading day before the effective time of the Transaction, the closing price of Zynga's Class A Common Stock was \$8.18 per share, and the closing price of the Take Two's common stock was \$116.12 per share.**

Part II Organizational Action *(continued)*

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ 368(a)(2)(D), 354, 356, 358.

18 Can any resulting loss be recognized? ▶ No

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
Signature ▶  Date ▶ 29 June 2022
Print your name ▶ Brian Oxman Title ▶ Vice President - Tax

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.