

ROSEN MICHAEL N
Form 4
April 22, 2011

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 *
ROSEN MICHAEL N

(Last) (First) (Middle)

C/O BRYAN CAVE LLP, 1290 AVENUE OF THE AMERICAS

(Street)

NEW YORK, NY 10104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GameStop Corp. [GME]

3. Date of Earliest Transaction (Month/Day/Year)
04/21/2011

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)

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)	
				(A) or (D)				
			Code	V	Amount	(D)	Price	
Class A Common Stock, par value \$0.001 per share	04/21/2011		M		30,000 (1)	A	\$ 5.9 (1) 84,500	D
Class A Common Stock, par value \$0.001 per share	04/21/2011		M		42,000 (1)	A	\$ 7.55 (1) 126,500	D

Class A
Common
Stock, par
value 04/21/2011 S 72,000 D \$ 26.5151 54,500 D
\$0.001 per
share (2)

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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 5.9 ⁽¹⁾	04/21/2011		M	30,000 ⁽¹⁾	⁽³⁾ 03/25/2013	Class A Common Stock	30,000 ⁽¹⁾
Stock Option (Right to Buy)	\$ 7.55 ⁽¹⁾	04/21/2011		M	42,000 ⁽¹⁾	⁽⁴⁾ 06/28/2014	Class A Common Stock	42,000 ⁽¹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSEN MICHAEL N C/O BRYAN CAVE LLP 1290 AVENUE OF THE AMERICAS NEW YORK, NY 10104	X			

Signatures

/s/ Michael N.
Rosen

04/22/2011

__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).

(1) Adjusted to reflect the 2-for-1 stock split effected by the Issuer on March 16, 2007.

(2) The price reported in Column 4 is a weighted average share price. These shares were sold in multiple transactions at prices ranging from \$26.4 to \$26.63, inclusive. The reporting person undertakes to provide to GameStop Corp., any security holders of GameStop Corp. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 2 to this Form 4.

(3) One-third of these options became exercisable on March 26th of each of the years 2004 through 2006.

(4) One-third of these options became exercisable on June 29th of each of the years 2005 through 2007.

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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