



Take-Two Interactive Software, Inc. Announces Secondary Offering of Common Stock by Embracer Group AB

June 12, 2024 at 6:15 AM EDT

NEW YORK--(BUSINESS WIRE)--Jun. 12, 2024-- Take-Two Interactive Software, Inc. (NASDAQ: TTWO) (the "Company" or "Take-Two") today announced an underwritten public secondary offering of 2,830,084 shares of its outstanding common stock held by Embracer Group AB (the "Selling Shareholder"), which were issued to the Selling Shareholder on June 11, 2024 in connection with the closing of the Company's acquisition of The Gearbox Entertainment Company, Inc.

The offering is solely a resale of secondary shares currently issued and outstanding, and Take-Two will not receive any proceeds from the sale of common stock in the offering.

Goldman Sachs & Co. LLC is the sole underwriter for the offering.

The offering of these securities is being made pursuant to Take-Two's effective shelf registration statement (including a prospectus) on Form S-3 previously filed with the Securities and Exchange Commission ("SEC") on June 11, 2024. Before you invest, you should read the prospectus included in the shelf registration statement and other documents that Take-Two has filed with the SEC and incorporated by reference into that shelf registration statement for more complete information about Take-Two, its common stock and the offering. A copy of the prospectus and the related prospectus supplement relating to the offering may be obtained, when available, from Goldman Sachs & Co. LLC, Attn: Prospectus Department, 200 West Street, New York, New York 10282, by calling (866) 471-2526, by facsimile at (212) 902-9316 or by email at prospectus-ny@ny.email.gs.com or by visiting the EDGAR database on the SEC's website at www.sec.gov.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. Any offer or sale will be made only by means of Take-Two's prospectus supplement and prospectus forming part of the effective registration statement relating to these securities.

About Take-Two Interactive Software

Headquartered in New York City, Take-Two is a leading developer, publisher, and marketer of interactive entertainment for consumers around the globe. The Company develops, operates, and publishes products principally through Rockstar Games, 2K, Private Division, and Zynga. Our products are currently designed for console gaming systems, PC, and mobile, including smartphones and tablets, and are delivered through physical retail, digital download, online platforms, and cloud streaming services. The Company's common stock is publicly traded on NASDAQ under the symbol TTWO.

All trademarks and copyrights contained herein are the property of their respective holders.

Cautionary Note Regarding Forward-Looking Statements

Statements contained herein that are not historical facts are considered forward-looking statements under federal securities laws and may be identified by words such as "anticipates," "believes," "estimates," "expects," "intends," "plans," "potential," "predicts," "projects," "seeks," "should," "will," or words of similar meaning and include, but are not limited to, statements regarding the outlook for our future business and financial performance. Such forward-looking statements are based on the current beliefs of our management as well as assumptions made by and information currently available to them, which are subject to inherent uncertainties, risks, and changes in circumstances that are difficult to predict. Actual outcomes and results may vary materially from these forward-looking statements based on a variety of risks and uncertainties including risks relating to conducting business internationally, including as a result of unforeseen geopolitical events; the impact of changes in interest rates by the Federal Reserve and other central banks, including on our short-term investment portfolio; the impact of inflation; volatility in foreign currency exchange rates; our dependence on key management and product development personnel; our dependence on our *NBA 2K* and *Grand Theft Auto* products and our ability to develop other hit titles; our ability to leverage opportunities on PlayStation®5 and Xbox Series X|S; factors affecting our mobile business, such as player acquisition costs; the timely release and significant market acceptance of our games; and the ability to maintain acceptable pricing levels on our games.

Other important factors and information are contained in the Company's most recent Annual Report on Form 10-K, including the risks summarized in the section entitled "Risk Factors," and the Company's other periodic filings with the SEC. All forward-looking statements are qualified by these cautionary statements and apply only as of the date they are made. The Company undertakes no obligation to update any forward-looking statement, whether as a result of new information, future events or otherwise.

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(Investor Relations)
Nicole Shevins
Senior Vice President

Investor Relations & Corporate Communications

Take-Two Interactive Software, Inc.

(646) 536-3005

nicole.shevins@take2games.com

(Corporate Press)

Alan Lewis

Vice President

Corporate Communications & Public Affairs

Take-Two Interactive Software, Inc.

(646) 536-2983

Alan.Lewis@take2games.com

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