

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CHARDAVOYNE WILLIAM J</u>  (Last) (First) (Middle) <u>C/O ACTIVISION, INC.</u> <u>3100 OCEAN PARK BOULEVARD</u>  (Street) <u>SANTA MONICA CA 90405</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ACTIVISION INC /NY [ ATVI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Ex VP-Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/01/2005</u>	
		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		67,500	A	\$4.6389	115,334	D	
Common Stock	06/01/2005		M		60,000	A	\$9.2033	175,334	D	
Common Stock	06/01/2005		M		180,000	A	\$9.2033	355,334	D	
Common Stock	06/01/2005		M		5,964	A	\$8.9	361,298	D	
Common Stock	06/01/2005		M		27,500	A	\$4.5067	388,798	D	
Common Stock	06/01/2005		S		340,964	D	\$15.85	47,834	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Options	\$4.6389	06/01/2005		M			67,500	(1)	04/04/2011	Common Stock	67,500	\$0	0	D	
Employee Stock Options	\$9.2033	06/01/2005		M			60,000	(2)	04/08/2012	Common Stock	60,000	\$0	0	D	
Employee Stock Options	\$9.2033	06/01/2005		M			180,000	(3)	04/08/2012	Common Stock	180,000	\$0	60,000	D	
Employee Stock Options	\$8.9	06/01/2005		M			5,964		04/01/2004 06/24/2012	Common Stock	5,964	\$0	0	D	
Employee Stock Options	\$4.5067	06/01/2005		M			27,500	(4)	04/11/2013	Common Stock	27,500	\$0	10,993	D	

**Explanation of Responses:**

- A quarter of the options vested on each of 10/1/01, 4/1/02, and 4/1/03.
- The options vested in four equal installments on each of 10/1/02, 4/1/03, 10/1/03 and 4/1/04.
- The options vest in four equal installments on each of 4/1/03, 4/1/04, 4/1/05 and 4/1/06.
- One half of the option vests in three equal installments beginning on April 1, 2004. The second half of the option will vest on April 1, 2009, however, the second half of the option may vest on an accelerated basis if certain earning and other financial goals are met.

/s/ William J. Chardavoynne 06/03/2005

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.