

Company No. 05875194

TAKE-TWO GB LIMITED ("Company")

Minutes of a meeting of the board of directors of the Company held on November 7, 2019.

PRESENT: Andrew John Wood ("Chairman")
John Sebastian Belcher

1. QUORUM

Notice of the meeting was given to all those persons entitled to receive notice and, a quorum being present, the meeting was declared open.

2. PURPOSE

- 2.1 The meeting was convened to consider the draft modern slavery statement ("**Statement**") that the Company prepared pursuant to s.54 of the UK Modern Slavery Act 2015 and, if approved, to authorise a director to sign the Statement on behalf of the Company.
- 2.2 The directors were reminded of the need to consider their general duties, including those contained in the Companies Act 2006 ("**Act**"), in considering the matters to be dealt with at the meeting.

3. PRODUCTION AND CONSIDERATION OF DOCUMENTS

- 3.1 A copy of the Statement was produced to the meeting.
- 3.2 It was noted that the board confirmed its full understanding of the effect and implications of the Statement for the Company.

4. RESOLUTIONS

- 4.1 Following consideration of the Statement and of the matters referred to in section 172(1) of the Act, it was resolved that:
- 4.1.1 the terms of the Statement be and are hereby approved and that the Company should proceed to sign the Statement;
- 4.1.2 any director be authorised to sign the Statement on behalf of the Company; and
- 4.1.3 any director be authorised to take all other action which he shall consider to be necessary or desirable in his absolute discretion to complete and implement the terms of the Statement.

5. CLOSE

There being no further business, the meeting was closed.



Director

TAKE-TWO INTERACTIVE SOFTWARE UK LIMITED ("Company")

Minutes of a meeting of the board of directors of the Company held on November 7, 2019.

PRESENT: Andrew John Wood ("Chairman")
John Sebastian Belcher

1. QUORUM

Notice of the meeting was given to all those persons entitled to receive notice and, a quorum being present, the Chairman declared the meeting open.

2. PURPOSE

- 2.1 The meeting was convened to consider the draft modern slavery statement ("**Statement**") that had been prepared for the Company pursuant to s.54 of the UK Modern Slavery Act 2015 and, if approved, to authorise a director to sign the Statement on behalf of the Company.
- 2.2 The directors were reminded of the need to consider their general duties, including those contained in the Companies Act 2006 ("**Act**"), in considering the matters to be dealt with at the meeting.

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There being no further business, the meeting was closed.



Director

TAKE-TWO INTERACTIVE

U.K. MODERN SLAVERY STATEMENT 2019

The U.K. Modern Slavery Act 2015 (the "Act") requires certain businesses to prepare and publish an annual Modern Slavery Statement setting out the steps and ongoing efforts undertaken during the fiscal year to ensure that slavery and human trafficking are not taking place in their own businesses or in any of their supply chains. We welcome the Act and are committed to maintaining and improving procedures that help to ensure compliance with the Act.

Take-Two Interactive Software, Inc. ("Take-Two") is a leading developer, publisher and marketer of interactive entertainment for consumers around the globe. The Company develops and publishes products principally through its labels Rockstar Games, 2K, and Private Division, as well as Social Point, a leading developer of mobile games. Our products are designed for console systems and personal computers, including smartphones and tablets, and are delivered through physical retail, digital download, online platforms and cloud streaming services. Take-Two's common stock is publicly traded on NASDAQ under the symbol TTWO.

This Modern Slavery statement is made on behalf of Take-Two Interactive Software UK Limited and Take-Two GB Limited, subsidiaries of Take-Two that operate in the UK. It sets out the steps taken by Take-Two and its affiliated organisations ("Affiliates") in the prior fiscal year to guard against the presence of modern slavery in our organization or in our supply chain.

WHAT IS MODERN SLAVERY?

Modern slavery is a violation of fundamental human rights, and is a crime. It takes various forms, including slavery, servitude, forced and compulsory labour and human trafficking, and exists in both developed and developing economies across different business sectors.

OUR COMMITMENT

Take-Two is committed to conducting business ethically and with honesty and integrity, and treating everyone with dignity and respect. We have no tolerance for modern slavery in our organization or in our supply chains.

We expect the same high standards of conduct from all of our suppliers and business partners. We also expect that our suppliers will hold their own suppliers to the same high standards.

OUR POLICIES AND PRACTICES

We have a number of procedures in place that guard against modern slavery having a role in our business or supply chains.

Our Hiring and Employment Practices

- Our employee recruitment processes globally, including in the United Kingdom, are robust and in line with all applicable employment laws and regulations. We conduct "right to work" document checks and ensure all employees are 16 years of age or older.
- Compensation and other rewards are in compliance with all applicable laws and regulations including minimum wage and holiday entitlement laws, are competitive with the relevant market, and are reviewed annually. All employment is freely chosen, and employees are free to hand in their notice at any time.

- We offer a generous benefits package, with additional health and welfare options to support our employees' (and their families') lifestyle choices.
- Take-Two Interactive Software, Inc. and its affiliated companies are committed to providing a work environment that is based upon dignity and respect, and is free from harassment. Employment at any of our locations around the world is dependent upon substantive ability, talent and work ethic, not an individual's race, color, religion, creed, sex or gender, age, national origin or ancestry, physical or mental disability, pregnancy, sexual orientation, gender identity, marital status, veteran status, genetic information, or their characteristics protected by any applicable law. Our commitment to equal employment opportunity applies to all aspects of the employment relationship, from recruitment and hiring through compensation, benefits, discipline and termination.

Our Code of Business Conduct and Ethics

Our Code of Business Conduct and Ethics (the "Code") reflects Take-Two's inherent core values and demonstrates our commitment to conducting business fairly and ethically and promoting a work environment that values honesty, openness and integrity. The Code applies to Take-Two Interactive Software UK Limited and Take-Two GB Limited (as well as all Take-Two Affiliates globally), and all directors, officers, employees, consultants, contractors and agents who do business on behalf of Take-Two and/or its Affiliates (the "Employees").

We significantly revised and updated the Code in 2018, and it was published to our website in August 2018. Our updates include highlighting our commitment to ensuring that none of the products we develop, have manufactured or sell, including promotional materials, are made using child labour, prison labour or are in violation of any law prohibiting modern slavery or human trafficking. The current version of our Code is publicly available at <https://ir.take2games.com/corporate-governance/code-conduct?c=86428&p=irol-govConduct>.

We have also introduced a supplier-facing Code of Business Conduct and Ethics (the "Supplier Code") which includes further controls in relation to the conduct of third parties with whom we do business. We are providing the Supplier Code to third parties with whom we engage, as we enter into new agreements with them, promoting their compliance with these same standards.

The Code Reflects Our Culture

- The Code sets out our commitment to ethical business practices, and provides a guide to ethical decision-making. It strictly prohibits any form of illegal discrimination or harassment in the Company, and encourages and promotes equal opportunities for all Employees.

The Code Mandates Reporting Any Knowledge or Suspicion of Human Rights Abuses, Slavery, or any other Violation of Law or Our Code

- The Code requires Employees to report any actual or suspected violations of applicable laws, regulations, and the Code. It sets out a clear process, and several different options, for reporting any such violations, including a telephone number of an independent third-party with whom Employees—or anyone with knowledge of a violation—can make a confidential report. The Code also designates certain senior individuals within the Internal Audit and Legal departments to receive such reports.
- The Code also makes clear that anyone who, in good faith, reports any actual or suspected violation of applicable law, regulation or the Code will not be subject to any disciplinary, retaliatory or adverse employment action of any kind.

We Regularly Train Our Employees and Certain Third Parties To Promote Compliance With Our Code

- Upon joining Take-Two or any of its Affiliates, and periodically thereafter, our Employees receive online and in-person training regarding the requirements of our Code, where to turn with any questions and for advice, and how to report any suspected violations, including the option, where legally permissible, of using the confidential reporting hotline.
- In addition, we provide training regarding our Supplier Code to certain of our consultants and third party agents and suppliers, to ensure their understanding of and compliance with its standards.

Seeking Best Practices In Our Supply Chains

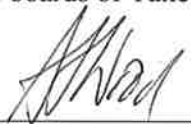
In order to carry out our business activities, we work with and rely on a number of suppliers.

Our supply chain is primarily comprised of disc replicators located in the United States, Mexico, Brazil, Ireland, Germany, Austria, China and Japan, printers, shipping and logistics providers, advertising agencies, and software licensors. From time to time, we also contract with third parties to develop and manufacture promotional items that are used to market our games.

- As set out in our Code and Supplier Code, we seek to guard against any child labour, slave labour, prison labour, modern slavery or human trafficking in any part of our business, including in our supply chains. We expect our suppliers to uphold the same core values and standards that we set for ourselves.
- Where appropriate, when contracting with third parties, we seek to obtain from those third parties, and from any applicable subcontractors, a representation that they will not use any child labour, slave labour, prison labour, or engage in any modern slavery or human trafficking in the performance of their services.
- The Modern Slavery Statements of our key replicators and suppliers reflect their own prohibitions on any form of forced, involuntary, or child labor, or human rights abuses of any kind, in their operations or those of their suppliers. They also commit to conducting periodic internal and/or independent third-party audits and re-audits of their supply chains to ensure compliance with high labor, employment, health, and safety standards, and to determine areas for improvement.

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This Modern Slavery Statement covers the financial year ending March 2019 and has been approved by the boards of Take-Two Interactive Software UK Limited and Take-Two GB Limited.



Signature of Director

7/11/2019

Date



Director of Take-Two Interactive Software UK Limited
and Take-Two GB Limited