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HENDERSON KENNETH
 Form 4
 September 23, 2002

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

[] 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of
 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* | | | 2. Issuer Name and Ticker or Trading Symbol | 6. |
| Henderson | Kenneth | L. | Activision, Inc. (ATVI) | <u>X</u> |
| (Last) | (First) | (Middle) | | |
| c/o Bryan Cave LLP 1290 Avenue of the Americas | | | 3. IRS Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year September 19, 2002 |
| (Street) | | | | 5. If Amendment, Date of Original (Month/Day/Year) |
| New York | NY | 10104 | | 7. <u>X</u> |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Acquired, Disposed

| 1. Title of Security (Instr.3) | 2. Trans- action Date (Month/ Day/ Year) | 2A. Deemed Exe- cution Date, if any (Month/ Day/ Year) | 3. Trans- action Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amou Secu Bene Owne Foll Repo Tran acti |
|-----------------------------------|---|--|--|---|---|
| | | | | Amount or Price (A) or (D) | |
| ----- | ----- | ----- | ----- | ----- | ----- |

Reminder: Report on a separate line for each class of securities beneficially owned directly or
 * If the form is filed by more than one reporting person, see Instruction 4(b) (v).

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