

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

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>FONTAINE R RICHARD</u> (Last) (First) (Middle) <u>C/O GAMESTOP CORP.</u> <u>625 WESTPORT PARKWAY</u> (Street) <u>GRAPEVINE TX 76051</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GameStop Corp. [GME]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Chairman</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/09/2009</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Class A Common Stock, par value \$0.001 per share	02/09/2009		S ⁽¹⁾		10,596 ⁽¹⁾	D	\$28.0052 ⁽¹⁾	335,745	D	
Class A Common Stock, par value \$0.001 per share	02/10/2009		S ⁽²⁾		14,839 ⁽²⁾	D	\$27.0029 ⁽²⁾	320,906	D	
Class A Common Stock, par value \$0.001 per share	02/11/2009		S ⁽³⁾		14,818 ⁽³⁾	D	\$26.5292 ⁽³⁾	306,088	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		Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents the sale of 10,596 shares in 21 separate transactions in prices ranging from \$27.72 to \$28.155 per share, resulting in a weighted average sale price per share of \$28.0052, to cover withholding taxes on vesting of restricted shares.
- Represents the sale of 14,839 shares in 41 separate transactions in prices ranging from \$26.80 to \$27.41 per share, resulting in a weighted average sale price per share of \$27.0029, to cover withholding taxes on vesting of restricted shares.
- Represents the sale of 14,818 shares in 29 separate transactions in prices ranging from \$26.37 to \$26.99 per share, resulting in a weighted average sale price per share of \$26.5292, to cover withholding taxes on vesting of restricted shares.

/s/ R. Richard Fontaine 02/11/2009

** 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.