UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)	November 18, 2010		
	GAMESTOP CORP.		
(Exact	name of registrant as specified in its chart	er)	
Delaware	1-32637	20-2733559	
(State or other jursidiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)	
625 Westport Parkway, Grapevine, TX		76051	
(Address of principal executive offices)		(Zip Code)	
Registrant's telephone number, including area code	(817) 424-2000		

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition.

The following information is furnished pursuant to Item 2.02, "Results of Operations and Financial Condition," and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

On November 18, 2010, GameStop Corp. issued a press release announcing its financial results for its third quarter ended October 30, 2010. A copy of the press release is attached hereto as Exhibit 99.1.

The information contained in this Current Report, including the exhibit, shall not be incorporated by reference into any filing of GameStop Corp., whether made before or after the date hereof, regardless of any general incorporation language in such filing, except as otherwise expressly set forth therein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release issued by GameStop Corp., dated November 18, 2010.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GAMESTOP CORP. (Registrant)

Date: November 18, 2010

<u>/s/ Robert A. Lloyd</u> Name: Robert A. Lloyd Title: Chief Financial Officer

GAMESTOP CORP.

EXHIBIT INDEX

Exhibit Number 99.1 Description Press Release issued by GameStop Corp., dated November 18, 2010

GameStop Reports Third Quarter 2010 Results

Earnings Per Share of \$0.38 Exceeds Street Estimates; Raising Full Year Guidance

New Software Sales Increase 9%

Digital Technologies Rolled Out for Holidays

GRAPEVINE, Texas--(BUSINESS WIRE)--November 18, 2010--GameStop Corp. (NYSE: GME), the world's largest video game and entertainment software retailer, today reported record sales and earnings for the third fiscal quarter ended October 30, 2010.

Financial Results

Total sales for the third quarter increased 3.5% to \$1.90 billion, in comparison to \$1.83 billion in the prior year quarter. Continued significant market share gains on a strong slate of new title releases drove a 9% increase in new software sales.

U.S. segment comparable store sales were 5.3%, while total company comparable store sales increased 1.1%. New software sales were strong worldwide, but weakness in international hardware sales negatively affected the international comparable store sales. The shift in sales mix had a positive result on the company's gross margins and net earnings.

The top five selling games during the quarter were Microsoft's Halo: Reach, Madden NFL 2011 from Electronic Arts, Fallout: New Vegas by Bethesda Softworks, NBA 2K11 from 2K Sports and Medal of Honor from Electronic Arts.

Net earnings for the third quarter increased 4.8% to \$54.7 million, including \$6.0 million of debt retirement costs (\$3.8 million net of tax benefits), as compared to net earnings of \$52.2 million, including \$2.5 million of debt retirement costs (\$1.6 million net of tax benefits), in the prior year quarter. Diluted earnings per share increased 16.1% to \$0.36, including \$0.02 of debt retirement costs, as compared to \$0.31, including \$0.01 of debt retirement costs, in the prior year quarter. Excluding debt retirement costs, GameStop's diluted earnings per share were \$0.38, achieving the high-end of company guidance.

During the quarter, the company repurchased and retired 2,611,993 shares of its common stock at an average cost of \$18.91 per share under its current \$300 million share repurchase program.

J. Paul Raines, Chief Executive Officer, stated, "Our global retail team increased revenues, expanded gross margins and maintained tight expense control which led to solid earnings growth. Based on brisk sales trends of new software titles and motion controller launches, we are enthusiastic about our business and have raised our full year earnings guidance."

Dan DeMatteo, Executive Chairman, commented, "Several technology and consumer initiatives have entered the market, each of them strengthening our core business and establishing GameStop as the retail leader in providing consumers with exciting ways to experience video gaming. The PowerUp RewardsTM Loyalty Program, Kongregate.com, in-store digital content sales and a re-tooled gamestop.com were all implemented to expand market share and increase our share of wallet. Lastly, the on-going execution of share buybacks and debt retirement reinforces our commitment to exercise disciplined capital allocation practices to maximize shareholder returns."

Year-to-date, GameStop has opened 156 net new stores: 89 in the U.S., 47 in Europe, 8 in Canada and 12 in Australia/New Zealand.

Updated Guidance

GameStop is raising its full year diluted earnings per share guidance range from \$2.58 to \$2.68 to \$2.63 to \$2.69, excluding debt retirement costs, representing a 16% to 19% increase over fiscal 2009. The company projects fourth quarter diluted earnings per share to range from \$1.53 to \$1.59, an increase of 19% to 23% over the prior year quarter.

The company expects comparable store sales for the fourth quarter to range from 2.0% to 4.0% and full year comparable store sales are still expected to range from flat to 2.0%.

About GameStop

GameStop Corp. (NYSE: GME), a Fortune 500 and S&P 500 company headquartered in Grapevine, Texas, is the world's largest multi-channel video game retailer. GameStop's retail network and family of brands include 6,606 company-operated stores in 17 countries worldwide, <u>www.Kongregate.com</u>, a leading browser based game site with more than 10 million monthly unique visitors, and Game Informer(R) magazine, the leading multi-platform video game publication. The company also sells video games and related merchandise at <u>www.GameStop.com</u>. General information on GameStop Corp. can be obtained at the company's corporate website.

Safe Harbor

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements may include, but are not limited to, the outlook for fiscal 2010, future financial and operating results, projected store openings, the company's plans, objectives, expectations and intentions, and other statements that are not historical facts. Such statements are based upon the current beliefs and expectations of GameStop's management and are subject to significant risks and uncertainties. Actual results may differ from those set forth in the forward-looking statements. GameStop undertakes no obligation to publicly update or revise any forward-looking statements. The following factors, among others, could cause actual results to differ from those set forth in the forward-looking statements for neet consumer demand, including console hardware; the timing of release of video game titles for next generation consoles; the risks associated with expanded international operations and the integration of acquisitions; the impact of increased competition and changing technology, including alternative methods of distribution, in the video game Stop's results to differ from those described in the forward-looking statements can be found in GameStop's Annual Report on Form 10-K for the fiscal year ended January 30, 2010 filed with the SEC and available at the SEC's Internet site at http://investor.gamestop.com.

GameStop Corp. Statements of Operations (in thousands, except per share data)

	13 wee ended Oct 30, 2		13 weeks ended Oct 31, 2009		
Sales		899,152 \$	1,834,727		
Cost of sales	1,	352,835	1,311,643		
Gross profit		546,317	523,084		
Selling, general and administrative					
expenses		408,854	391,210		
Depreciation and amortization		44,670	41,605		
Operating earnings		92,793	90,269		
Interest expense, net		9,669	10,466		
Debt extinguishment expense		5,966	2,461		
Earnings before income					
tax expense		77,158	77,342		
Income tax expense		22,846	25,117		
Consolidated net income Net loss attributable to noncontrolling interests		54,312 396	52,225		
Consolidated net income attributable to GameStop	\$	54,708 \$	52,225		
Net income per common share: Basic ¹	¢	0.26	0.22		
Diluted ¹	\$ \$	0.36 \$ 0.36 \$	0.32 0.31		
	U.	0.50 \$	0.51		
Weighted average common shares					
outstanding: Basic		150,709	164,702		
Diluted		153,276	168,113		
Percentage of Sales:					
Sales		100.0%	100.0%		
Cost of sales		71.2%	71.5%		
Gross profit		28.8%	28.5%		
SG&A expenses		21.5%	21.3%		
Depreciation and amortization		2.4%	2.3%		
Operating earnings		4.9%	4.9%		
Interest expense, net		0.5%	0.6%		
Debt extinguishment expense		0.3%	0.1%		
Earnings before income					
tax expense		4.1%	4.2%		
Income tax expense		1.2%	1.4%		
Consolidated net income		2.9%	2.8%		
Net loss attributable to noncontrolling interests		0.0%	0.0%		
Consolidated net income attributable to GameStop		2.9%	2.8%		

¹ Basic net income per share and diluted net income per share are calculated based on consolidated net income attributable to GameStop.

GameStop Corp. Statements of Operations (in thousands, except per share data)

	39 weeks ended Oct 30, 2010	39 weeks ended Oct 31, 2009		
Sales Cost of sales	\$ 5,780,942 4,147,018	\$		
Gross profit	1,633,924	1,560,603		
Selling, general and administrative				
expenses	1,217,654	1,151,815		
Depreciation and amortization	129,418	119,109		
Operating earnings	286,852	289,679		
Interest expense, net	29,281	33,422		
Debt extinguishment expense	5,966	5,323		
Earnings before income		250.004		
tax expense	251,605	250,934		
Income tax expense	82,626	89,591		
Consolidated net income	168,979	161,343		
Net loss attributable to noncontrolling interests Consolidated net income attributable to GameStop	\$ 170,223	\$ 161,343		
Consolidade net income autoutable to Gamestop	φ 1/0,223	\$ 101,545		
Net income per common share: Basic ¹	<u>^</u>	^		
Diluted ¹	\$ 1.12 \$ 1.10	\$ 0.98 \$ 0.96		
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Weighted average common shares outstanding:				
Basic	151,841	164,604		
Diluted	154,638	167,981		
Percentage of Sales:				
Sales	100.0%	100.0%		
Cost of sales	71.7%	71.9%		
Gross profit	28.3%	28.1%		
SG&A expenses	21.1%	20.7%		
Depreciation and amortization	2.2%	2.2%		
Operating earnings	5.0%	5.2%		
Interest expense, net	0.5%	0.6%		
Debt extinguishment expense	0.1%	0.1%		
Earnings before income tax expense	4.4%	4.5%		
Income tax expense	1.5%	1.6%		
Consolidated net income	2.9%	2.9%		
Net loss attributable to noncontrolling interests	0.0%	0.0%		
Consolidated net income attributable to GameStop	2.9%	2.9%		

¹ Basic net income per share and diluted net income per share are calculated based on consolidated net income attributable to GameStop.

GameStop Corp. Balance Sheets (in thousands, except per share data)

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Total assets \overline{s} $\overline{s},215,065$ \overline{s} $\overline{s},083$ LIABILITIES AND STOCKHOLDERS' EQUITY:Current liabilitiesAccounts payable Accrued liabilities \overline{s} $1,514,627$ $564,283$ \overline{s} $1,328$, 510 Other long-term liabilities118,043111, $248,903$ Courter liabilities118,043111, $248,903$ Other long-term liabilities118,043111, $248,903$ Other long-term liabilities118,043111, $248,903$ Courter liabilities118,043111, $248,903$ Total liabilities118,043111, $248,903$ Stockholders' equity: Preferred stock - authorized 5,000 shares; no shares issued or outstanding, respectively151Additional paid-in-capital Accumulated other comprehensive income Retained earnings151,367,978Additional paid-in-capital Accumulated other comprehensive income Retained earnings1567,978Equity attributable to GameStop Corp. stockholders2,770,611 2,770,611Class A common strok - \$.5001 par tributable to GameStop Corp. stockholdersClass A common stock - \$.001 par tributable to GameStop Corp. stockholdersAdditional paid-in-capital Accumulated other comprehensive income Retained earnings1,567,978 2,770,611Additional paid-in-capital Accumulated other comprehensive income Equity attributable to GameStop Corp. stock	Goodwill, net					1,978,987
LIABILITIES AND STOCKHOLDERS' EQUITY: Current liabilities: Accounts payable Accrued liabilities Total current liabilities Total current liabilities Total current liabilities Total current liabilities Total liabilities Total liabilities Stockholders' equity: Preferred stock - authorized 5,000 shares; no shares issued or outstanding Class A common stock - \$.000 par value; authorized 300,000 shares; 151,369 and 164,752 shares outstanding, respectively Additional paid-in-capital Accumulated other comprehensive income Equity attributable to GameStop Corp. stockholders Equity attributable to GameStop Corp. stockholders Equity attributable to GameStop Corp. stockholders Total equity 2,769,209 2,686.	Other noncurrent assets			304,314		318,547
Current liabilitiesAccounts payable Accorued liabilities $$ 1,514,627 \\ 564,283 \\ 510, \\ 2,078,910 \\ 2,078,910 \\ 1,838, \\ 2,078,910 \\ 2,078,910 \\ 1,838, \\ 2,078,910 \\ 2,078,910 \\ 1,838, \\ 2,078,910 \\ 2,078,910 \\ 1,838, \\ 2,078,910 \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 2,445,856 \\ 2,396, \\ 1,51,369 and 164,752 shares outstanding, respectively \\ 151 \\ 151,369 and 164,752 shares outstanding, respectively \\ 151 \\ 151,369 and 164,752 shares outstanding, respectively \\ 151 \\ Additional paid-in-capital \\ Additional paid-in-capital \\ Accumulated other comprehensive income \\ Equity attributable to GameStop Corp. stockholders \\ 2,770,611 \\ 2,686, \\ Equity attributable to noncontrolling interest \\ Cluey \\ Total equity \\ Capity \\ Capital \\ Capita$		Total assets	\$	5,215,065	\$	5,083,323
Senior notes payable, net of discount $248,903$ 447 , $2,445,856$ Total liabilities $2,445,856$ $2,396$,Stockholders' equity: Preferred stock - authorized 5,000 shares; no shares issued or outstandingClass A common stock - \$.001 par value; authorized 300,000 shares; $151,369$ and 164,752 shares outstanding, respectivelyAdditional paid-in-capital1,034,8581,334,Accumulated other comprehensive income167,624170,Retained earnings1,567,9781,181,Equity attributable to GameStop Corp. stockholders2,770,6112,686,Equity attributable to noncontrolling interest Total equity(1,402)Total equity2,769,2092,686,	Current liabilities: Accounts payable		\$	564,283	\$	1,328,041 510,296 1,838,337
Senior notes payable, net of discount $248,903$ 447 , $2,445,856$ Total liabilities $2,445,856$ $2,396$,Stockholders' equity:Preferred stock - authorized 5,000 shares; no shares issued or outstandingClass A common stock - \$.001 par value; authorized 300,000 shares; $151,369$ and 164,752 shares outstanding, respectivelyAdditional paid-in-capital1,034,8581,334, Accumulated other comprehensive incomeRetained earnings1,567,9781,181, 2,678,7978Equity attributable to GameStop Corp. stockholders2,770,6112,686, 2,686,Equity attributable to noncontrolling interest Total equity(1,402)	Other long-term liabilities			118.043		111,127
Total liabilities2,445,8562,396,Stockholders' equity: Preferred stock - authorized 5,000 shares; no shares issued or outstandingClass A common stock - \$.001 par value; authorized 300,000 shares; 151,369 and 164,752 shares outstanding, respectivelyAdditional paid-in-capital1,034,8581,334,Accumulated other comprehensive income167,624170,Retained earnings1,567,9781,181,Equity attributable to GameStop Corp. stockholders2,770,6112,686,Equity attributable to noncontrolling interest Total equity(1,402)Class A council2,769,2092,686,	-					447,121
Preferred stock - authorized 5,000 shares; no shares issued or outstanding		Total liabilities				2,396,585
Preferred stock - authorized 5,000 shares; no shares issued or outstanding	Stockholders' equity:					
issued or outstanding	1 0	red 5.000 shares; no shares				
Class A common stock - \$.001 par value; authorized 300,000 shares; 151,369 and 164,752 shares outstanding, respectively151Additional paid-in-capital1,034,8581,334,Accumulated other comprehensive income167,624170,Retained earnings1,567,9781,181,Equity attributable to GameStop Corp. stockholders2,770,6112,686,Equity attributable to noncontrolling interest(1,402)1Total equity2,769,2092,686,						
151,369 and 164,752 shares outstanding, respectively151Additional paid-in-capital1,034,8581,334,Accumulated other comprehensive income167,624170,Retained earnings1,567,9781,181,Equity attributable to GameStop Corp. stockholders2,770,6112,686,Equity attributable to noncontrolling interest(1,402)1Total equity2,769,2092,686,	Class A common stock -	-				
respectively 151 Additional paid-in-capital 1,034,858 1,334, Accumulated other comprehensive income 167,624 170, Retained earnings 1,567,978 1,181, Equity attributable to GameStop Corp. stockholders 2,770,611 2,686, Equity attributable to noncontrolling interest (1,402) Total equity 2,769,209 2,686,		151,369 and 164,752 shares outstanding,				
Accumulated other comprehensive income167,624170,Retained earnings1,567,9781,181,Equity attributable to GameStop Corp. stockholders2,770,6112,686,Equity attributable to noncontrolling interest(1,402)(1,402)Total equity2,769,2092,686,				151		165
Retained earnings1,567,9781,181,Equity attributable to GameStop Corp. stockholders2,770,6112,686,Equity attributable to noncontrolling interest(1,402)(1,402)Total equity2,769,2092,686,	Additional paid-in-capita	1		1,034,858		1,334,481
Equity attributable to GameStop Corp. stockholders2,770,6112,686,Equity attributable to noncontrolling interest Total equity(1,402)2,769,2092,686,	Accumulated other comp	rehensive income		167,624		170,259
Equity attributable to noncontrolling interest(1,402)Total equity2,769,2092,686,	Retained earnings		_	1,567,978		1,181,833
Total equity 2,769,209 2,686,		Equity attributable to GameStop Corp. stockholders		2,770,611	_	2,686,738
	Equity attributable to no	oncontrolling interest		(1,402)		-
Total liabilities and stockholders' equity 9 \$ 5,215,065 \$ 5,083		Total equity		2,769,209	_	2,686,738
		Total liabilities and stockholders' equity	\$	5,215,065	\$	5,083,323

Schedule I GameStop Corp. Sales Mix

	13 Weeks Ended Oct 30, 2010		13 Weeks Ended Oct 31, 2009			
	 Sales		Sales		Percent of Total	
Sales (in millions):	 					
New video game hardware	\$ 276.0	14.5%	\$	321.4	17.5%	
New video game software	839.1	44.2%		769.4	41.9%	
Used video game products	528.0	27.8%		507.7	27.7%	
Other	256.1	13.5%		236.2	12.9%	
Total	\$ 1,899.2	100.0%	\$	1,834.7	100.0%	

Schedule II GameStop Corp. **Gross Profit Mix**

		13 Weeks Ended Oct 30, 2010		Ended 009	
	Gross Profit	Gross Profit Percent	Gross Profit	Gross Profit Percent	
Gross Profit (in millions):					
New video game hardware	\$ 21	7 7.9%	\$ 26.8	8.3%	
New video game software	182	4 21.7%	173.8	22.6%	
Used video game products	250	2 47.4%	240.0	47.3%	
Other	92	0 35.9%	82.5	34.9%	
Total	\$ 546	3 28.8%	\$ 523.1	28.5%	

CONTACT: <u>Media Contact:</u> Chris Olivera Vice President, Corporate Communications GameStop Corp. (817) 424-2130

or

Matt Hodges Director, Investor Relations GameStop Corp. (817) 424-2130