

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

SCHEDULE 13D  
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO  
§ 240.13d-2(a)

(Amendment No. 8)<sup>1</sup>

GameStop Corp.  
(Name of Issuer)

Class A Common Stock, \$0.001 par value per share  
(Title of Class of Securities)

36467W109  
(CUSIP Number)

RYAN NEBEL  
OLSHAN FROME WOLOSKY LLP  
1325 Avenue of the Americas  
New York, New York 10019  
(212) 451-2300  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

May 22, 2024  
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

*Note:* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

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<sup>1</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

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|   |   |  |
|---|---|--|
| 1   | NAME OF REPORTING PERSON<br><br>RC VENTURES LLC   |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |  |
| 3   | SEC USE ONLY  |  |
| 4   | SOURCE OF FUNDS<br><br>WC   |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>DELAWARE  |  |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7   | SOLE VOTING POWER<br><br>36,847,842      |
|   | 8   | SHARED VOTING POWER<br><br>- 0 -         |
|   | 9   | SOLE DISPOSITIVE POWER<br><br>36,847,842 |
|   | 10  | SHARED DISPOSITIVE POWER<br><br>- 0 -    |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>36,847,842                                  |  |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |  |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br><br>10.5%   |  |
| 14  | TYPE OF REPORTING PERSON<br><br>OO  |  |

|   |   |  |
|---|---|--|
| 1   | NAME OF REPORTING PERSON<br><br>RYAN COHEN  |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |  |
| 3   | SEC USE ONLY  |  |
| 4   | SOURCE OF FUNDS<br><br>OO   |  |
| 5   | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/> |  |
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>CANADA  |  |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7   | SOLE VOTING POWER<br><br>36,847,842      |
|   | 8   | SHARED VOTING POWER<br><br>- 0 -         |
|   | 9   | SOLE DISPOSITIVE POWER<br><br>36,847,842 |
|   | 10  | SHARED DISPOSITIVE POWER<br><br>- 0 -    |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>36,847,842                                  |  |
| 12  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                  |  |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br><br>10.5%   |  |
| 14  | TYPE OF REPORTING PERSON<br><br>IN  |  |

The following constitutes Amendment No. 8 to the Schedule 13D filed by the undersigned (“Amendment No. 8”). This Amendment No. 8 amends the Schedule 13D as specifically set forth herein. This Amendment No. 8 was triggered due to a change in the number of outstanding Shares of the Issuer.

Item 2. Identity and Background.

Item 2(c) is hereby amended to add the following:

(c) Mr. Cohen also serves as President, Chief Executive Officer and Chairman of the Board of the Issuer, which offers games and entertainment products through its stores and ecommerce platforms.

Item 5. Interest in Securities of the Issuer.

Items 5(a) and (c) are hereby amended and restated to read as follows:

(a) The aggregate percentage of Shares reported owned by each person named herein is based upon 351,186,849 Shares outstanding as of May 24, 2024, which is the total number of Shares outstanding following the completion of the Issuer’s “at-the-market offering” program, as disclosed in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on May 24, 2024, based upon the disclosure provided in the Issuer’s prospectus supplement filed pursuant to Rule 424(b)(5) with the Securities and Exchange Commission on May 17, 2024.

As of the date hereof, RC Ventures directly beneficially owned 36,847,842 Shares, constituting approximately 10.5% of the Shares outstanding. Mr. Cohen, as the Manager of RC Ventures, may be deemed to beneficially own the 36,847,842 Shares owned by RC Ventures, constituting approximately 10.5% of the Shares outstanding.

The filing of this Schedule 13D shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any securities of the Issuer that he or it does not directly own. Each of the Reporting Persons specifically disclaims beneficial ownership of the securities reported herein that he or it does not directly own.

(c) There have been no transactions in securities of the Issuer by the Reporting Persons during the past sixty days nor since the filing of Amendment No. 7 to the Schedule 13D.

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: May 24, 2024

RC Ventures LLC

By: /s/ Ryan Cohen  
Name: Ryan Cohen  
Title: Manager

/s/ Ryan Cohen  
Ryan Cohen