

HUMBLE RODNEY
Form 4
November 12, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 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 *
HUMBLE RODNEY

(Last) (First) (Middle)

209 REDWOOD SHORES
PARKWAY

(Street)

REDWOOD CITY, CA 94065

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ELECTRONIC ARTS INC. [ERTS]

3. Date of Earliest Transaction
(Month/Day/Year)
11/10/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP, EA Play Label

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price (A) or (D) | | |
| Common Stock ⁽¹⁾ | 11/10/2010 | | A | | 18,440 | A | <u>(2)</u> 28,773 |
| Common Stock | 11/10/2010 | | F | | 2,918 ⁽³⁾ | D | \$ 16.34 25,855 |
| Common Stock | 11/10/2010 | | F | | 1,751 ⁽³⁾ | D | \$ 16.34 24,104 |
| Common Stock | 11/10/2010 | | F | | 540 ⁽³⁾ | D | \$ 16.34 23,564 |
| Common Stock | 11/10/2010 | | F | | 308 ⁽³⁾ | D | \$ 16.34 23,256 |

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| | | | | | | | |
|--------------|------------|---|--------------------|---|----------|--------|---|
| Common Stock | 11/10/2010 | F | 193 ⁽³⁾ | D | \$ 16.34 | 23,063 | D |
| Common Stock | 11/10/2010 | F | 856 ⁽³⁾ | D | \$ 16.34 | 22,207 | D |
| Common Stock | 11/10/2010 | F | 200 ⁽³⁾ | D | \$ 16.34 | 22,007 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

**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 Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|--|---------|--|-----------------|---|-------------------------------------|
| | | | | | V | (A) (D) | Date Exercisable | Expiration Date | | |
| Restricted Stock Units ⁽⁴⁾ | <u>(5)</u> | 11/10/2010 | | D | | 1,909 | <u>(2)</u> | 11/10/2010 | Common Stock | Amount or Number of Shares 1,909 |
| Restricted Stock Units ⁽⁴⁾ | <u>(5)</u> | 11/10/2010 | | D | | 16,531 | <u>(2)</u> | 11/10/2011 | Common Stock | 16,531 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HUMBLE RODNEY
209 REDWOOD SHORES PARKWAY
REDWOOD CITY, CA 94065

EVP, EA Play Label

Signatures

By: Flora B. Lee, Attorney-in-Fact For: Rodney Humble

11/12/2010

 **Signature of Reporting Person

____ Date

Explanation of Responses:

- * 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).
- (1) Represents vested restricted stock units released pursuant to Electronic Arts' offer to exchange described in Schedule TO-I, filed October 21, 2009 (the "Exchange Offer").
- (2) Upon vesting, each restricted stock unit was converted into an equivalent number of shares of common stock.
- (3) Represents shares of common stock withheld for tax purposes upon the vesting of restricted stock units.
- (4) Represents restricted stock units granted pursuant to Electronic Arts' offer to exchange described in Schedule TO-I, filed October 21, 2009 (the "Exchange Offer").
- (5) Each restricted stock unit represents a contingent right to receive one share of Electronic Arts common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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