SMITH NANCY L
Form 4
November 12, 2010

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH NANCY L

(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
__X__ Officer (give title below) _____ Other (specify below)
EVP, Global Publishing Org.

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock (1)	11/10/2010		A		110,648	A	(2)	155,946 (3)	D	
Common Stock	11/10/2010		F		3,861 (4)	D	$ 16.34	152,085	D	
Common Stock	11/10/2010		F		5,284 (4)	D	$ 16.34	146,801	D	
Common Stock	11/10/2010		F		10,609 (4)	D	$ 16.34	136,192	D	
Common Stock	11/10/2010		F		3,026 (4)	D	$ 16.34	133,166	D	

Common Stock	11/10/2010		F	3,922 (4)	D	$ 16.34	129,244	D
Common Stock	11/10/2010		F	3,714 (4)	D	$ 16.34	125,530	D
Common Stock	11/10/2010		F	10,542 (4)	D	$ 16.34	114,988	D
Common Stock	11/10/2010		F	5,792 (4)	D	$ 16.34	109,196	D

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

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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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (5)	(6)	11/10/2010		D			65,085	(2)	11/10/2010	Common Stock	65,085
Restricted Stock Units (5)	(6)	11/10/2010		D			45,563	(2)	11/10/2011	Common Stock	45,563

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH NANCY L 209 REDWOOD SHORES PARKWAY REDWOOD CITY, CA 94065			EVP, Global Publishing Org.	

Signatures

By: Flora B. Lee, Attorney-in-Fact For: Nancy L. Smith	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) Includes 957 shares of common stock acquired under the Electronic Arts' 2000 Employee Stock Purchase Plan.

(4) Represents shares of common stock withheld for tax purposes upon the vesting of restricted stock units.

(5) Represents restricted stock units granted pursuant to Electronic Arts' offer to exchange described in Schedule TO-I, filed October 21, 2009 (the "Exchange Offer").

(6) 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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