

Bene Stephen G
Form 4
November 12, 2010

FORM 4

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

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 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Bene Stephen G

(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)

SVP and General Counsel

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 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)
Common Stock ⁽¹⁾	11/10/2010		A	56,222 A ⁽²⁾	67,646 ⁽³⁾	D	
Common Stock	11/10/2010		F	2,451 ⁽⁴⁾ D \$ 16.34	65,195	D	
Common Stock	11/10/2010		F	1,541 ⁽⁴⁾ D \$ 16.34	63,654	D	
Common Stock	11/10/2010		F	2,140 ⁽⁴⁾ D \$ 16.34	61,514	D	
Common Stock	11/10/2010		F	2,413 ⁽⁴⁾ D \$ 16.34	59,101	D	

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Common Stock	11/10/2010	F	<u>3,890</u> (4)	D	\$ 16.34	55,211	D
Common Stock	11/10/2010	F	<u>2,367</u> (4)	D	\$ 16.34	52,844	D
Common Stock	11/10/2010	F	<u>2,147</u> (4)	D	\$ 16.34	50,697	D
Common Stock	11/10/2010	F	<u>2,104</u> (4)	D	\$ 16.34	48,593	D
Common Stock	11/10/2010	F	<u>2,413</u> (4)	D	\$ 16.34	46,180	D

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

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units <u>(5)</u>	<u>(6)</u>	11/10/2010		D	39,507	<u>(2)</u> 11/10/2010	Common Stock 39,507
Restricted Stock Units <u>(5)</u>	<u>(6)</u>	11/10/2010		D	16,715	<u>(2)</u> 11/10/2011	Common Stock 16,715

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Bene Stephen G 209 REDWOOD SHORES PARKWAY REDWOOD CITY, CA 94065	SVP and General Counsel

Signatures

By: Flora B. Lee, Attorney-in-Fact For: Stephen G.
Bene

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 302 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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