ELECTRONIC ARTS INC

Form 4

September 19, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5

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obligations may continue. See Instruction

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(b).

(Last)

(City)

1. Name and Address of Reporting Person * BARKER KENNETH A

(First)

2. Issuer Name and Ticker or Trading Symbol

ELECTRONIC ARTS INC [ERTS]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 09/18/2006

Filed(Month/Day/Year)

Director 10% Owner

X_ Officer (give title Other (specify below)

SVP, Chief Accounting Officer

(Check all applicable)

C/O ELECTRONIC ARTS INC., 209 REDWOOD SHORES **PARKWAY**

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I. Non Darivative Securities Acquired Disposed of ar Ranaficially Ox

REDWOOD CITY, CA 94065

(State)

` •		1 abie	: 1 - Non-De	erivative s	securi	ues Ac	quirea, Disposea	oi, or Beneficia	ny Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired	l (A) o	r	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed	of (D))	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	09/18/2006(1)		A	5,000	A	\$0	6,434 <u>(2)</u>	D	
Common Stock	09/18/2006(1)		A	7,500	A	\$0	13,934	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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 orderivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (3)	\$ 64.92	09/18/2006		D	20,000	<u>(4)</u>	03/01/2015	Common Stock	20,0
Non-Qualified Stock Option (3)	\$ 64.92	09/18/2006		D	30,000	<u>(5)</u>	03/01/2015	Common Stock	30,0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BARKER KENNETH A C/O ELECTRONIC ARTS INC. 209 REDWOOD SHORES PARKWAY REDWOOD CITY, CA 94065

SVP, Chief Accounting Officer

Signatures

Stephanie Kuo attorney in fact for Kenneth A

Barker 09/19/2006

**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).
 - Represents shares of restricted stock, granted pursuant to Electronic Arts' offer to exchange described in Schedule TO-I, filed August 16,
- (1) 2006, as amended (the "Exchange Offer"), which vest as to 25% on August 1, 2007, an additional 25% on August 1, 2008, and the remaining 50% on August 1, 2009.
- (2) Includes 1,434 shares acquired under the Electronic Arts Stock Purchase Plan.
- (3) Employee stock option cancelled pursuant to the Exchange Offer.
- Option vested and became exercisable as to 24%, 12 months from vest date; then vested as to an additional 2% each month thereafter for 38 months.
- Option vested and became exercisable as to 25%, 24 months from grant date; then vested as to an additional 25%, 36 months from grant date; and then vested as to the remaining 50%, 48 months from grant date.

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

Reporting Owners 2

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