

Toledano Gabrielle B
 Form 4
 November 20, 2009

FORM 4

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

OMB APPROVAL

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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 *
 Toledano Gabrielle B

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 209 REDWOOD SHORES PARKWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/19/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, HR & Corporate Services

REDWOOD CITY, CA 94065
 (City) (State) (Zip)

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying S (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 51.05	11/19/2009	D			70,000	<u>(2)</u>	02/21/2016	Common Stock	
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 51.05	11/19/2009	D			25,000	<u>(3)</u>	02/21/2016	Common Stock	
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 51.64	11/19/2009	D			42,000	<u>(4)</u>	08/16/2016	Common Stock	
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 53.91	11/19/2009	D			70,000	<u>(2)</u>	04/16/2017	Common Stock	
Restricted Stock Units <u>(5)</u>	<u>(6)</u>	11/19/2009	A			29,166	<u>(7)</u>	11/10/2011	Common Stock	
Restricted Stock Units <u>(5)</u>	<u>(6)</u>	11/19/2009	A			25,925	<u>(7)</u>	11/10/2011	Common Stock	
Restricted Stock Units <u>(5)</u>	<u>(6)</u>	11/19/2009	A			16,800	<u>(7)</u>	11/10/2011	Common Stock	
Restricted Stock Units <u>(5)</u>	<u>(6)</u>	11/19/2009	A			9,259	<u>(8)</u>	11/10/2012	Common Stock	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Toledano Gabrielle B
209 REDWOOD SHORES PARKWAY
REDWOOD CITY, CA 94065

EVP, HR & Corporate Services

Signatures

Flora B. Lee, Attorney-in-Fact for: Gabrielle B. Toledano

11/20/2009

 **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 employee stock options cancelled pursuant to Electronic Arts offer to exchange described in Schedule TO-I, filed October 21, 2009 (the Exchange Offer).
- (2) Option vested and became exercisable as to 24% on the first day of the month that contains the one year anniversary of the grant date, and an additional 2% on the first day of the next 38 months thereafter.
- (3) Option vests and becomes exercisable 4 years from vest date.
- (4) Option vested and became exercisable as to 25% each year from vest date for 4 years.
- (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.
- (7) Restricted stock units vest as to 50%, 12 months from November 10, 2009, and then vest as to the remaining 50%, 24 months from November 10, 2009.
- (8) Restricted stock units vest as to one-third 12 months from November 10, 2009, then vest as to an additional one-third, 24 months from November 10, 2009, and then vest as to the remaining one-third, 36 months from November 10, 2009.

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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