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ELECTRONIC ARTS INC.

Reported by

SMITH NANCY L

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 05/18/12 for the Period Ending 05/16/12

Address	209 REDWOOD SHORES PARKWAY REDWOOD CITY, CA 94065
Telephone	650-628-1500
CIK	0000712515
Symbol	EA
SIC Code	7372 - Prepackaged Software
Industry	Software & Programming
Sector	Technology
Fiscal Year	03/31

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
SMITH NANCY L (Last) (First) (Middle)	**ELECTRONIC ARTS INC. [EA]**	_____ Director _____ 10% Owner __ **X** __ Officer (give title below) _____ Other (specify below) **EVP, Global Publishing Org.**
209 REDWOOD SHORES PARKWAY (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **5/16/2012**	
REDWOOD CITY, CA 94065 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**5/16/2012**		**A**		**13333**	**A**	(1)	**173069**	**D**	
Common Stock	**5/16/2012**		**F**		**4891** (2)	**D**	**$14.31**	**168178**	**D**	
Common Stock	**5/16/2012**		**A**		**8533**	**A**	(3)	**176711**	**D**	
Common Stock	**5/16/2012**		**F**		**3130** (4)	**D**	**$14.31**	**173581**	**D**	
Common Stock	**5/17/2012**		**A**		**16667**	**A**	(1)	**190248**	**D**	
Common Stock	**5/17/2012**		**F**		**6114** (2)	**D**	**$14.41**	**184134**	**D**	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance-based Restricted Stock Units	(5)	**5/16/2012**		**D**			**8533** (6)	(3)	**5/16/2014**	**Common Stock**	**8533**	(3)	**71467**	**D**	
Performance-based Restricted Stock Units	(5)	**5/16/2012**		**J**			**18133** (7)	(7)	**5/16/2014**	**Common Stock**	**18133**	(7)	**53334**	**D**	
Restricted Stock Units	(8)	**5/17/2012**		**D**			**16667**	(1)	**5/17/2013**	**Common Stock**	**16667**	(1)	**16667**	**D**	
Restricted Stock		**5/16/2012**							**5/16/2014**	**Common**					

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Units	(8)			**D**			**13333**	(1)		**Stock**	**13333**	(1)	**26667**	**D**	

Explanation of Responses:

(1) Upon vesting, each restricted stock unit was converted into an equivalent number of shares of common stock.

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

(3) Upon vesting, each Performance-based Restricted Stock Unit was converted into an equivalent number of shares of common stock.

(4) Represents shares of common stock withheld for tax purposes upon the vesting of Performance-based Restricted Stock Units.

(5) Each Performance-based Restricted Stock Unit represents a contingent right to receive one share of Electronic Arts common stock.

(6) Represents the portion of total target shares earned and vested in accordance with the terms of the Performance-based Restricted Stock Units.

(7) Represents the portion of total target shares unearned and cancelled in accordance with the terms of the Performance-based Restricted Stock Units.

(8) Each restricted stock unit represents a contingent right to receive one share of Electronic Arts common stock.

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: Remie Solano, Attorney-in-Fact For: Nancy L. Smith **5/18/2012**

** Signature of Reporting Person — Date

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

***** 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Steve Bene, Seema Bal, Marianne Friebel, Kyuli Oh, Heather Reinschmidt and Thuy-My (Remie) Solano signing singly, the undersigneds true and lawful attorney-in-fact to:

(1)execute for and on behalf of the undersigned, in the undersigneds capacity as an officer and/or director of Electronic Arts Inc. (EA), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney- in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-facts discretion. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-facts substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is EA assuming, any of the undersigneds responsibilities to comply with Section 16 of the Securities Exchange Act of 1934. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigneds holdings of and transactions in securities issued by EA, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of May 2012.

/s/ Nancy L. Smith
Nancy L. Smith