

ELECTRONIC ARTS INC.
Form 4
May 18, 2016

FORM 4

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

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).

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 *
LINZNER JOEL

(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. [EA]

3. Date of Earliest Transaction (Month/Day/Year)
05/16/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP Worldwide Business Affairs

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 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 or (D) Price | | |
| Common Stock | 05/16/2016 | | M | | 7,003 A <u>(1)</u> | 101,069 | D |
| Common Stock | 05/16/2016 | | F | | 2,940 <u>(2)</u> D \$ 75.2 | 98,129 | D |
| Common Stock | 05/16/2016 | | M | | 3,977 A <u>(1)</u> | 102,106 | D |
| Common Stock | 05/16/2016 | | F | | 2,006 <u>(2)</u> D \$ 75.2 | 100,100 | D |
| Common Stock | 05/16/2016 | | M | | 7,003 A <u>(3)</u> | 107,103 | D |

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| | | | | | | | |
|--------------|------------|---|----------------------|---|----------|---------|---|
| Common Stock | 05/16/2016 | F | <u>3,421</u> (2) | D | \$ 75.2 | 103,682 | D |
| Common Stock | 05/16/2016 | M | 5,488 | A | (3) | 109,170 | D |
| Common Stock | 05/16/2016 | F | <u>2,768</u> (2) | D | \$ 75.2 | 106,402 | D |
| Common Stock | 05/17/2016 | M | 30,000 | A | (3) | 136,402 | D |
| Common Stock | 05/17/2016 | F | <u>15,162</u> (2) | D | \$ 76.62 | 121,240 | D |
| Common Stock | 05/17/2016 | M | 15,000 | A | (1) | 136,240 | D |
| Common Stock | 05/17/2016 | F | <u>7,581</u> (2) | D | \$ 76.62 | 128,659 | 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 Underlying Security (Instr. 3 and 4) | |
|---|--|---|---|-----------------------------------|--|---|--|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Performance-based Restricted Stock Units | (3) | 05/17/2016 | | M | 30,000 | (4) | 05/17/2016 | Common Stock |
| Performance-based Restricted Stock Units | (3) | 05/16/2016 | | M | 7,003 | (4) | 05/16/2017 | Common Stock |
| Performance-based Restricted Stock Units | (3) | 05/16/2016 | | J | 2,466 | (6) | 05/16/2018 | Common Stock |
| Performance-based Restricted Stock | (3) | 05/16/2016 | | M | 5,488 | (7) | 05/16/2018 | Common Stock |

Units

| | | | | | | | |
|------------------------|-----|------------|---|--------|-----|------------|--------------|
| Restricted Stock Units | (1) | 05/17/2016 | M | 15,000 | (8) | 05/17/2016 | Common Stock |
| Restricted Stock Units | (1) | 05/16/2016 | M | 7,003 | (9) | 05/16/2017 | Common Stock |
| Restricted Stock Units | (1) | 05/16/2016 | M | 3,977 | (9) | 05/16/2018 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LINZNER JOEL 209 REDWOOD SHORES PARKWAY REDWOOD CITY, CA 94065 | | | EVP Worldwide Business Affairs | |

Signatures

By: Deborah Berenjfoorosh, Attorney-in-Fact For: Joel Linzner

05/18/2016

__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) Each Restricted Stock Unit represents the right to receive, at settlement, one share of Electronic Arts common stock. This transaction represents the settlement of Restricted Stock Units in shares of common stock on their scheduled vesting date.
- (2) Represents shares of common stock withheld to satisfy tax withholding requirements upon the vesting of this award.
- (3) Each Performance-Based Restricted Stock Unit represents the right to receive, at settlement, one share of common stock. This transaction represents the settlement of Performance-Based Restricted Stock Units in shares of common stock on their scheduled vesting date.
- (4) Vesting of this award depends on EA's relative total stockholder return. 200% of the target number of Performance-Based Restricted Stock Units vested based on actual performance.
- (5) Represents the number of Performance-Based Restricted Stock Units that could vest based on the maximum level of achievement. The actual vesting of this award depends on EA's relative total stockholder return.
- (6) Represents the portion of Performance-Based Restricted Stock Units unearned and cancelled in accordance with their terms.
- (7) Vesting of this award depends on EA's relative total stockholder return. 138% of the target number of Performance-Based Restricted Stock Units vested based on actual performance.
- (8) This award was fully vested as of May 17, 2016.
- (9) This award has vested or will vest as to one-third of the restricted stock units on the 11-month, 23-month and 35-month anniversaries of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.