HOAG JAY C
Form 4
July 30, 2012

FORM 4

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

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 Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOAG JAY C

(Last) (First) (Middle)

C/O TECHNOLOGY CROSSOVER VENTURES, 528 RAMONA STREET

(Street)

PALO ALTO, CA 94301

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/26/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

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 (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	07/26/2012		M		9,166	A	$ 0 (1)	9,166 (2)	I	Jay C. Hoag (3)
Common Stock								571	I	TCV Management 2004, L.L.C. (4)
Common Stock								571	I	TCV VI Management, L.L.C. (5)
Common								1,906	I	TCV VII

Stock				Management, L.L.C. (6)
Common Stock		1,959,665	I	TCV V, L.P. (7)
Common Stock		1,982,198	I	TCV VI, L.P. (8)
Common Stock		4,834,140	I	TCV VII, L.P. (9)
Common Stock		2,510,484	I	TCV VII (A), L.P. (10)
Common Stock		95,188	I	TCV Member Fund, L.P. (11)

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 (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 Underlying Securitie (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Restricted Stock Units	$ 0 (12)	07/26/2012		M			9,166	(12)	07/26/2012	Common Stock	9,16
Restricted Stock Units	$ 0 (12)	07/26/2012		A		10,000		(13)	07/26/2013	Common Stock	10,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOAG JAY C C/O TECHNOLOGY CROSSOVER VENTURES	X			

528 RAMONA STREET
PALO ALTO, CA 94301

Signatures

Frederic D. Fenton, authorized signatory for Jay C. Hoag	07/30/2012
**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)	Upon vesting, each restricted stock unit was converted into an equivalent number of shares of common stock.
(2)	Excludes 3,048 shares that were previously granted to Jay Hoag but were transferred from Jay Hoag to TCV Management 2004, L.L.C. ("TCM 2004"), TCV VI Management, L.L.C. ("VI Management"), and TCV VII Management, L.L.C. ("VII Management") and are now reported as held directly by TCM 2004, VI Management, and VII Management.
(3)	These shares are directly held by Jay C. Hoag. Mr. Hoag has the sole voting and dispositive power over the shares; however, TCM 2004, VI Management, and VII Management (the "Management Companies") collectively own 100% of the pecuniary interest therein. Mr. Hoag is a member of each of the Management Companies but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
(4)	These share are directly held by TCM 2004. Jay Hoag is a member of TCM 2004 but disclaims beneficial ownership of such shares except to the extent of his pecuinary interest therein.
(5)	These share are directly held by VI Management. Jay Hoag is a member of VI Management but disclaims beneficial ownership of such shares except to the extent of his pecuinary interest therein.
(6)	These share are directly held by VII Management. Jay Hoag is a member of VII Management but disclaims beneficial ownership of such shares except to the extent of his pecuinary interest therein.
(7)	These shares are directly held by TCV V, L.P. Jay Hoag is a Class A Member of Technology Crossover Management V, L.L.C. ("TCM V"), which is the sole general partner of TCV V, L.P. Jay Hoag may be deemed to beneficially own the shares held by TCV V, L.P. but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
(8)	These shares are directly held by TCV VI, L.P. Jay Hoag is a Class A Member of Technology Crossover Management VI, L.L.C. ("TCM VI"), which is the sole general partner of TCV VI, L.P. Jay Hoag may be deemed to beneficially own the shares held by TCV VI, L.P. but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
(9)	These shares are directly held by TCV VII, L.P. Jay Hoag is a Class A Director of Technology Crossover Management VII, Ltd. ("Management VII") and a limited partner of Technology Crossover Management VII, L.P. ("TCM VII"). Management VII is the sole general partner of TCM VII, which is the sole general partner of TCV VII, L.P. Jay Hoag may be deemed to beneficially own the shares held by TCV VII, L.P. but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
(10)	These shares are directly held by TCV VII (A), L.P. Jay Hoag is a Class A Director of Management VII and a limited partner of TCM VII. Management VII is the sole general partner of TCM VII, which is the sole general partner of TCV VII (A), L.P. Jay Hoag may be deemed to beneficially own the shares held by TCV VII (A), L.P. but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
(11)	These shares are directly held by TCV Member Fund, L.P. ("TCV MF"). Jay Hoag is a limited partner of TCV MF, a Class A Member of TCM V and TCM VI, and a Class A Director of Management VII. Each of TCM V, TCM VI, and Management VII is a general partner of TCV MF. Jay Hoag may be deemed to beneficially own the shares held by TCV MF but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
(12)	Each restricted stock unit represents a contingent right to receive one share of Electronic Arts common stock.
(13)	The Restricted Stock Unit Award shall vest in its entirety and be deemed exercised on the earlier of (i) date of the next Annual Meeting of Stockholders or (ii) the one-year anniversary of the 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.
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