

LINZNER JOEL
Form 4
September 19, 2006

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 [ERTS]

3. Date of Earliest Transaction
(Month/Day/Year)
09/18/2006

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 Business & Legal 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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock ⁽¹⁾	09/18/2006		A	10,000 A \$ 0	13,528 ⁽²⁾	D	
Common Stock ⁽¹⁾	09/18/2006		A	15,000 A \$ 0	28,528	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 Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (3)	\$ 64.92	09/18/2006		D	40,000	(4) 03/01/2015	Common Stock	40,000
Non-Qualified Stock Option (3)	\$ 64.92	09/18/2006		D	60,000	(5) 03/01/2015	Common Stock	60,000

Reporting Owners

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

Signatures

Stephanie Kuo attorney in fact for Joel Linzner
Date: 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).
- (1) Represents shares of restricted stock, granted pursuant to Electronic Arts' offer to exchange described in Schedule TO-I, filed August 16, 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 441 shares acquired under the Electronic Arts Stock Purchase Plan.
 - (3) Employee stock option cancelled pursuant to the Exchange Offer.
 - (4) 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.
 - (5) 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.

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