

HOAG JAY C

Form 4

November 03, 2011

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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2005  
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(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. [ERTS]

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

11/01/2011

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)

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                        |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount                                                                                                             |                                                                      | Price                                                             |
| Common<br>Stock                       | 11/01/2011                              |                                                             | M                                       |                                                                         | 1,173                                                                                                              | A                                                                    | \$<br>22.46                                                       |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                         | 1,173                                                                                                              | I                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                         | 1,959,665                                                                                                          | I                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                         | 1,982,198                                                                                                          | I                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                         | 4,834,140                                                                                                          | I                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                         | 2,510,484                                                                                                          | I                                                                    |                                                                   |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | Jay C.<br>Hoag <sup>(1)</sup>                                     |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | TCV V,<br>L.P. <sup>(2)</sup>                                     |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | TCV VI,<br>L.P. <sup>(3)</sup>                                    |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | TCV VII,<br>L.P. <sup>(4)</sup>                                   |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | TCV VII<br>(A), L.P.                                              |

|                 |        |   |                                           |
|-----------------|--------|---|-------------------------------------------|
| Common<br>Stock | 95,188 | I | (5)<br>TCV<br>Member<br>Fund, L.P.<br>(6) |
|-----------------|--------|---|-------------------------------------------|

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Security<br>(Instr. 3 and 4) |                    |                 |                                        |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|-------------------------------------------------------------------|--------------------|-----------------|----------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                         | (A)                                                            | (D) | Date<br>Exercisable                                               | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 22.46                                                           | 11/01/2011                              |                                                             | A                                    |                                                                                                           | 1,173                                                          |     | <u>(7)</u>                                                        | 11/01/2011         | Common<br>Stock | 1,173                                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 22.46                                                           | 11/01/2011                              |                                                             | M                                    |                                                                                                           | 1,173                                                          |     | <u>(7)</u>                                                        | 11/01/2011         | Common<br>Stock | 1,173                                  |

## Reporting Owners

| Reporting Owner Name / Address                                                              | Relationships |              |         |       |
|---------------------------------------------------------------------------------------------|---------------|--------------|---------|-------|
|                                                                                             | Director      | 10%<br>Owner | Officer | Other |
| HOAG JAY C<br>C/O TECHNOLOGY CROSSOVER VENTURES<br>528 RAMONA STREET<br>PALO ALTO, CA 94301 | X             |              |         |       |

## Signatures

Frederic D. Fenton, authorized signatory for Jay C.  
Hoag

11/03/2011

\*\*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) These shares are directly held by Jay C. Hoag. Mr. Hoag has the sole voting and dispositive power over the shares; however, TCV Management 2004, L.L.C., TCV VI Management, L.L.C., and TCV VII Management, L.L.C. (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.

(2) 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.

(3) 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.

(4) 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.

(5) These shares are directly held by TCV VII (A), 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 (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.

(6) 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.

(7) Shares in lieu of Board cash compensation.

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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