

PROBST LAWRENCE F III
Form 5
May 01, 2006

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
PROBST LAWRENCE F III

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board, CEO

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
03/31/2006

209 REDWOOD SHORES PARKWAY

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

REDWOOD CITY, CA 94065

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| | | | | (A) Amount or (D) Price | | | |
| Common Stock | 12/05/2005 | ^ | G | 4,300 D \$ (1) | 150,841 (2) (3) (4) | D | ^ |
| Common Stock | 03/31/2006 | ^ | G | 4,961 D \$ (1) | 481,441 (3) (4) | I | Probst Family L.P. |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ | 10,805 (3) (4) | I | Mr. Probst's Spouse |
| | ^ | ^ | ^ | ^ ^ ^ | 87,886 | I | By GRAT |

Common
Stock

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E I S F I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--------------------------|
| | | | | | (A) (D) | Date Exercisable (A) Expiration Date (D) | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PROBST LAWRENCE F III 209 REDWOOD SHORES PARKWAY REDWOOD CITY, CA 94065 | X | | Chairman of the Board, CEO | |

Signatures

Stephanie Kuo Attorney in Fact for Lawrence Francis Probst III

05/01/2006

**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) Gift

(2) Includes 893 shares of stock acquired under the Electronic Arts Employee Stock Purchase Plan since Mr. Probsts last Form 4.

Since Mr. Probsts last Form 4, for estate planning purposes, (a) 5,580 shares of common stock previously held by the Probst Family LP have been distributed to Mr. Probst (of which 2,971 shares were distributed via family trusts), and (b) 5,580 shares of common stock

(3) previously held by the Probst Family LP have been distributed to Mr. Probsts spouse (of which 2,971 shares were distributed via family trusts). The shares received by Mr. Probst, which were previously reported as indirectly owned by Mr. Probst, are now reported as directly owned; the shares received by Mr. Probsts spouse continue to be reported as indirectly owned by Mr. Probst.

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- (4) Since Mr. Probsts last Form 4, for estate planning purposes, (a) 5,225 shares were transferred from the Probst Family LP to Mr. Probst, and (b) 5,225 shares were transferred from the Probst Family LP to Mr. Probsts spouse.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.