

SMITH NANCY L
Form 4
January 31, 2005

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 *
SMITH NANCY L

(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)
01/28/2005

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 and GM NA Publishing

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 | (A) or (D) | Price |
| Common Stock | 01/28/2005 | | M | | 34,070 | A | \$ 23.27 |
| Common Stock | 01/28/2005 | | S | | 34,070 | D | \$ 61.5026 |
| Common Stock | 01/31/2005 | | M | | 2,721 | A | \$ 23.27 |
| Common Stock | 01/31/2005 | | S | | 2,721 | D | \$ 63.3 |
| Common Stock | 01/31/2005 | | M | | 31,348 | A | \$ 31.315 |

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| | | | | | | | |
|-----------------|------------|---|--------|---|---------------|--------|---|
| Common Stock | 01/31/2005 | S | 31,348 | D | \$ 63.4665 | 14,018 | 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non-Qualified Stock Option | \$ 23.27 | 01/28/2005 | | M | 34,070 | (1) 10/05/2011 | Common Stock | 34,070 |
| Non-Qualified Stock Option | \$ 23.27 | 01/31/2005 | | M | 2,721 | (1) 10/05/2011 | Common Stock | 2,721 |
| Non-Qualified Stock Option | \$ 31.315 | 01/31/2005 | | M | 31,348 | (1) 10/07/2012 | Common Stock | 31,348 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| SMITH NANCY L 209 REDWOOD SHORES PARKWAY REDWOOD CITY, CA 94065 | EVP and GM NA Publishing |

Signatures

| | |
|--|------------|
| Stephanie Kuo attorney in fact for Nancy L. Smith | 01/31/2005 |
|--|------------|

___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) Option becomes exercisable on a monthly basis over a period of 50 months from vest date.

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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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