

ELECTRONIC ARTS INC.
Form 8-K
August 04, 2017

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of report (Date of earliest event reported) August 3, 2017

ELECTRONIC ARTS INC.
(Exact Name of Registrant as Specified in Its Charter)

Delaware 0-17948 94-2838567
(State or Other Jurisdiction of Incorporation) (Commission File Number) (IRS Employer Identification No.)

209 Redwood Shores Parkway, Redwood City, California 94065-1175
(Address of Principal Executive Offices) (Zip Code)

(650) 628-1500
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications
- ☐ pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17

CFR 240.14a-12)

- Pre-commencement communications
- ☐ pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- Pre-commencement communications
- ☐ pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).
Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.07 Submission of Matters to a Vote of Security Holders.

At the Annual Meeting of Stockholders of Electronic Arts Inc. (the “Company”) held on August 3, 2017, our stockholders voted on the following proposals and cast their votes as described below.

1. Election of Directors. The individuals listed below were elected to serve on the Board of Directors until the next annual meeting of stockholders and until his or her successor is elected and qualified.

| | For | Against | Abstain | Broker Non-vote |
|------------------------|-------------|-----------|-----------|-----------------|
| Leonard S. Coleman | 263,067,418 | 4,123,320 | 111,668 | 13,755,887 |
| Jay C. Hoag | 266,639,716 | 573,670 | 89,020 | 13,755,887 |
| Jeffrey T. Huber | 267,178,397 | 34,529 | 89,480 | 13,755,887 |
| Vivek Paul | 265,686,318 | 1,525,693 | 90,395 | 13,755,887 |
| Lawrence F. Probst III | 265,611,414 | 1,604,606 | 86,386 | 13,755,887 |
| Talbott Roche | 266,465,900 | 747,292 | 89,214 | 13,755,887 |
| Richard A. Simonson | 265,751,646 | 1,460,939 | 89,821 | 13,755,887 |
| Luis A. Ubiñas | 265,873,189 | 54,339 | 1,374,878 | 13,755,887 |
| Denise F. Warren | 267,189,905 | 29,361 | 83,140 | 13,755,887 |
| Andrew Wilson | 266,314,803 | 898,052 | 89,551 | 13,755,887 |

2. Advisory vote regarding the compensation of the Named Executive Officers. The proposal was approved.

| For | Against | Abstain | Broker Non-vote |
|-------------|-----------|---------|-----------------|
| 257,778,200 | 9,134,886 | 389,320 | 13,755,887 |

3. Advisory vote regarding the frequency of holding future advisory votes on the compensation of the Named Executive Officers.

| 1 Year | 2 Years | 3 Years | Abstain | Broker Non-vote |
|-------------|---------|------------|-----------|-----------------|
| 219,970,330 | 467,393 | 40,154,523 | 5,815,555 | 13,755,887 |

Based on these results, the Company’s Board of Directors has deemed to provide for an annual advisory vote on the compensation of the Named Executive Officers.

4. Ratification of the appointment of KPMG LLP as our independent registered public accounting firm for the fiscal year ending March 31, 2018. The appointment was ratified.

| For | Against | Abstain |
|-------------|-----------|---------|
| 278,345,327 | 2,621,126 | 91,840 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ELECTRONIC ARTS INC.

Dated: August 4, 2017 By: /s/ Jacob J. Schatz
Jacob J. Schatz
Senior Vice President, General Counsel and
Corporate Secretary