

ELECTRONICS FOR IMAGING INC

Form 4

August 19, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
Pilette Vincent

2. Issuer Name and Ticker or Trading Symbol
ELECTRONICS FOR IMAGING INC [EFII]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
303 VELOCITY WAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

FOSTER CITY, CA 94404

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock					17,954	D	
Common Stock	08/15/2013		M	8,250 A	11 26,204	D	
Common Stock	08/15/2013		F	4,305 (2) D	\$ 30.63 21,899	D	
Common Stock	08/15/2013		M	6,750 A	11 28,649	D	
Common Stock	08/15/2013		F	3,523 (2) D	\$ 30.63 25,126	D	

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Common Stock	08/15/2013	M	9,167	A	Ⓛ	34,293	D
Common Stock	08/15/2013	F	4,784	D	\$	29,509	D
					30.63		

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 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. Amount or Number of Shares
Restricted Stock Unit (RSU)	(3)	08/15/2013		M	8,250	(4) 06/30/2014	Common Stock	8,250
RSU	(3)	08/15/2013		M	6,750	(5) 08/15/2014	Common Stock	6,750
RSU	(3)	08/15/2013		M	9,167	(6) 05/18/2015	Common Stock	9,167

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pilette Vincent 303 VELOCITY WAY FOSTER CITY, CA 94404			Chief Financial Officer	

Signatures

/s/ Vincent Pilette
08/19/2013
Date

__Signature of
Reporting Person

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) Upon vesting, each restricted stock unit was converted into one share of Electronics For Imaging, Inc. common stock.
- (2) Represents shares of common stock withheld by the issuer for tax purposes upon vesting of the restricted stock units. This transaction is exempt under Rule 16b-3(e).
- (3) Each restricted stock unit represents a contingent right to receive one share of Electronics For Imaging, Inc. common stock.

This is a performance-based award granted on August 15, 2011. One third of this RSU award vested on May 23, 2012, based on the company's achievement of the target revenue and non-GAAP operating income growth levels for the applicable performance period; one-third of the award vested on August 15, 2013 based on the company's achievement of the target revenue and non-GAAP operating income growth over four consecutive quarters by the end of the second fiscal quarter of 2013; and the remaining one-third of the award will vest if the company achieves the target revenue and non-GAAP operating income growth over four consecutive quarters by the end of the company's second fiscal quarter of 2014. In each case, vesting of the award is subject to the reporting person's continued employment with the issuer through the applicable vesting date.
- (5) This restricted stock unit award was granted on August 15, 2011 and is scheduled to vest with respect to 33 1/3% of the units on each of the first, second and third anniversaries of the date of grant, subject to the reporting person's continued employment with the issuer through the applicable vesting date.

This is a performance-based award granted on May 18, 2012. One third of this RSU award vested on August 15, 2013, based on the company's achievement of the target revenue and non-GAAP operating income for the applicable performance period; and one-third of the award will vest if the company achieves the target revenue and non-GAAP operating income growth over four consecutive quarters by the end of each of the issuer's second fiscal quarter of 2014 and second fiscal quarter of 2015, respectively. In each case, vesting of the award is subject to the reporting person's continued employment with the issuer through the applicable vesting date.
- (6)

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