

ELECTRONICS FOR IMAGING INC
 Form 4
 January 28, 2014

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 *
 Reeder David

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)
 6750 DUMBARTON CIRCLE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/24/2014

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

FREMONT, CA 94555
 (City) (State) (Zip)

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Underlying Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 10)
Restricted Stock Unit (RSU)	(1)	01/24/2014	M	3,132					(2)	(3)	Common Stock	3,132	\$
RSU	(1)	01/24/2014	M	3,132					(4)	(3)	Common Stock	3,132	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Reeder David 6750 DUMBARTON CIRCLE FREMONT, CA 94555			Chief Financial Officer	

Signatures

/s/ David Reeder 01/28/2014

**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) Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.

(2) This is a performance-based award granted on January 24, 2014. This RSU award will vest on the later of January 24, 2015 or the date on which the Compensation Committee of the Company's Board of Directors calculates, reviews and approves the Company's performance for the year ending December 31, 2014, if the Company achieves the target revenue for the year ending December 31, 2014. Vesting of the award is subject to the reporting person's continued employment with the Company through the vesting date.

(3) This award will expire on the later of January 24, 2015 or the date on which the Compensation Committee of the Company's Board of Directors calculates, reviews and approves the Company's performance for the year ending December 31, 2014.

(4) This is a performance-based award granted on January 24, 2014. This RSU award will vest on the later of January 24, 2015 or the date on which the Compensation Committee of the Company's Board of Directors calculates, reviews and approves the Company's performance for the year ending December 31, 2014, if the Company achieves the non-GAAP operating income target for the year ending December 31, 2014. Vesting of the award is subject to the reporting person's continued employment with the Company through the vesting date.

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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