

OLIN MARC D
Form 4
March 19, 2019

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 *
OLIN MARC D

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)
01/31/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
CHIEF FINANCIAL OFFICER

FREMONT, CA 94555

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	01/31/2019		A	V	824 ⁽¹⁾	A	\$ 22.45	95,452	D	
Common Stock	03/17/2019		M		1,814	A	<u>2</u>	97,266	D	
Common Stock	03/18/2019		F		650 ⁽³⁾	D	\$ 27.45	96,616	D	

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

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number.

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)	(4)	03/17/2019		M	1,814	(5) 03/17/2019	Common Stock	1,814

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OLIN MARC D 6750 DUMBARTON CIRCLE FREMONT, CA 94555			CHIEF FINANCIAL OFFICER	

Signatures

/s/ Marc Olin 03/19/2019

**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).
- The reporting person is voluntarily reporting the acquisition of shares of common stock of Electronics For Imaging, Inc. (the "Company")
- (1) pursuant to the Company's Amended and Restated 2000 Employee Stock Purchase Plan. This transaction is also exempt under Rule 16b-3(c).
 - (2) Upon vesting, each restricted stock unit was converted into one share of the common stock of the Company.
 - (3) Represents shares of common stock withheld by the issuer for tax purposes upon vesting of RSUs. This transaction is exempt under Rule 16b-3(e).
 - (4) Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.
 - (5) This is a performance-based award granted on December 8, 2017. A portion of this RSU award vested on March 17, 2019 based on the Company's achievement of specified levels of growth in revenue and revenue growth relative to a subset of companies from the Nasdaq composite index for the year ended December 31, 2018 above the threshold for such award following the calculation, review and approval of the Company's performance for the year ended December 31, 2018 by the Compensation Committee of the Board of

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Directors of the Company. Vesting of this portion of the award was subject to the reporting person's continued employment with the Company through the vesting date.

- Represents the target number of RSUs subject to the award is reported in the table above. Subject to the performance-based vesting
- (6) requirements and the reporting person's continued employment with the company through the applicable vesting date, the award will vest between 0% and 150% of the target number of units.

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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