ELECTRONICS FOR IMAGING INC

Form 4

February 26, 2016

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

OMB Number:

3235-0287

January 31, Expires:

2005

0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * OLIN MARC D

6750 DUMBARTON CIRCLE

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

ELECTRONICS FOR IMAGING

INC [EFII]

(Check all applicable)

Symbol

(Last) (First) 3. Date of Earliest Transaction

10% Owner X_ Officer (give title Other (specify

(Month/Day/Year)

02/26/2016

below) Chief Financial Officer

6. Individual or Joint/Group Filing(Check

Director

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

(Instr. 8)

Applicable Line) _X_ Form filed by One Reporting Person

(Instr. 4)

Form filed by More than One Reporting Person

below)

FREMONT, CA 94555

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

(A)

Following Reported Transaction(s)

(Instr. 3, 4 and 5)

(Instr. 3 and 4) 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 SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8. Pr **Underlying Securities** (Instr. 3 and 4)

1

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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) | | | | | (Inst |
|--------------------------|------------------------------------|------------|------------------|------------|--|------------------------|--------------------|-----------------|--|-------|
| | | | | Code V | (A) (D | D) Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Unit | <u>(1)</u> | 02/26/2016 | | A | 5,724 | (2) | (3) | Common Stock | 5,724 | \$ |
| RSU | <u>(1)</u> | 02/26/2016 | | A | 5,724 | <u>(4)</u> | (3) | Common Stock | 5,724 | \$ |
| RSU | <u>(1)</u> | 02/26/2016 | | A | 1,080 | (5) | (3) | Common Stock | 1,080 | \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|-----------|-------|--|--|--|
| Fg | Director | 10% Owner | Officer | Other | | | |
| OLIN MARC D | | | Chief | | | | |
| 6750 DUMBARTON CIRCLE | | | Financial | | | | |
| FREMONT, CA 94555 | | | Officer | | | | |

Signatures

/s/ Marc Olin 02/26/2016

**Signature of Date
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) Each restricted stock unit represents a contingent right to receive one share of the common stock Electronics For Imaging, Inc. (the "Company").

This is a performance-based award granted on February 26, 2016. This RSU award will vest, if and to the extent that the Company achieves specified revenue goals for the year ending December 31, 2016, on the later of February 26, 2017 or the vesting date as

- (2) determined by the Compensation Committee (the "Committee") of the Board of Directors of the Company after it calculates, reviews and approves the Company's performance for the year ending December 31, 2016. 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 February 26, 2017 or the vesting date as determined by the Committee after it calculates, reviews and approves the Company's performance for the year ending December 31, 2016.

This is a performance-based award granted on February 26, 2016. This RSU award will vest, if and to the extent that the Company achieves specified non-GAAP operating income goals for the year ending December 31, 2016, on the later of February 26, 2017 or the

(4) vesting date as determined by the Committee after it calculates, reviews and approves the Company's performance for the year ending December 31, 2016. Vesting of the award is subject to the reporting person's continued employment with the Company through the vesting date.

(5)

Reporting Owners 2

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This is a performance-based award granted on February 26, 2016. This RSU award will vest, if and to the extent that the Company achieves cash from operation as specified percentages of non-GAAP net income for the year ending December 31, 2016, on the later of February 26, 2017 or the vesting date as determined by the Committee after it calculates, reviews and approves the Company's performance for the year ending December 31, 2016. 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. 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.