

ELECTRONICS FOR IMAGING INC
 Form 4
 February 10, 2017

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)
01/31/2017

____ 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 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	01/31/2017		A ⁽¹⁾	V	475	A	\$ 32.59	80,527	D	
Common Stock	02/09/2017		M		3,883	A	2	84,410	D	
Common Stock	02/10/2017		F ⁽³⁾		1,289	D	\$ 45.83	83,121	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. Pr Deriv Secur (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	(4)	02/09/2017		M	3,883	(5)	(5)	Common Stock	3,883

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 02/10/2017

**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 Company's common stock.
 - (3) Represents shares of common stock withheld by the issuer for tax purposes upon the vesting of the restricted stock units. 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 August 15, 2014 with vesting contingent with respect to one-third of the award upon achievement of specified revenue and non-GAAP operating income targets over a period of four consecutive quarters ending no later than the Company's fourth fiscal quarter of 2015, fourth fiscal quarter of 2016 and fourth fiscal quarter of 2017, respectively. In each case, vesting of the award is subject to the reporting person's continued employment with the Company through the applicable vesting date. One third of this RSU award vested on February 16, 2016 and one third vested on February 9, 2017 based on the Company's achievement

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of the target revenue and non-GAAP operating income growth levels for the applicable performance periods.

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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