

OLIN MARC D
Form 4
March 22, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)
03/20/2019

____ 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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/20/2019		M		3,106	A	Ⓐ	99,722	D
Common Stock	03/20/2019		M		1,425	A	Ⓐ	101,147	D
Common Stock	03/20/2019		M		4,112	A	Ⓐ	105,259	D
Common Stock	03/20/2019		F		2,626	D	\$	102,633	D
					(2)		27.15		

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)	<u>(3)</u>	03/20/2019		M	3,106	<u>(4)</u> 03/20/2019	Common Stock	3,106
Restricted Stock Unit (RSU)	<u>(3)</u>	03/20/2019		M	1,425	<u>(5)</u> 03/20/2019	Common Stock	1,425
Restricted Stock Unit (RSU)	<u>(3)</u>	03/20/2019		M	4,112	<u>(6)</u> 03/20/2019	Common Stock	4,112

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 03/22/2019
 __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)

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Upon vesting, each restricted stock unit was converted into one share of the common stock of Electronics For Imaging, Inc. (the "Company").

(2) 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).

(3) Each RSU represents a contingent right to receive one share of the Company's common stock.

This is a performance-based award granted on March 20, 2018. A portion of this RSU award vested on the date on which the Compensation Committee of the Board of Directors of the Company (the "Committee") calculated, reviewed and approved the

(4) Company's performance for the year ended December 31, 2018, based on the Company's achievement of the target revenue for such year. The remainder of the award did not vest and was cancelled as of that date. Vesting of the award was subject to the reporting person's continued employment with the Company through the vesting date.

This is a performance-based award granted on March 20, 2018. A portion of this RSU award vested on the date on which the Committee calculated, reviewed and approved the Company's performance for the year ended December 31, 2018, based on the Company's

(5) achievement of the target non-GAAP operating income for such year. The remainder of the award did not vest and was cancelled as of that date. Vesting of the award was subject to the reporting person's continued employment with the Company through the vesting date.

This is a performance-based award granted on March 20, 2018. A portion of this RSU award vested on the date on which the Committee calculated, reviewed and approved the Company's performance for the year ended December 31, 2018, based on the Company's

(6) achievement of specified cash from operations goals for such year. Vesting of the award was subject to the reporting person's 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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