

OLIN MARC D
Form 4
March 22, 2018

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

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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)
03/20/2018

____ 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) Code V Amount Price | | | |
| Common Stock | 01/31/2018 | | P(1) | V 555 A \$ 24.85 | 87,994 | D | |

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)

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| 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. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Restricted Stock Unit | (2) | 03/20/2018 | | A | 4,109 | (3) (3) | Common Stock | 4,109 |
| Restricted Stock Unit | (2) | 03/20/2018 | | A | 4,110 | (4) (4) | Common Stock | 4,110 |
| Restricted Stock Unit | (2) | 03/20/2018 | | A | 2,055 | (5) (5) | Common Stock | 2,055 |

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 03/22/2018
 **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) The purchase of shares was affected pursuant to the employee stock purchase plan of Electronics For Imaging, Inc. (the "Company").
- (2) Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.

(3) This is the target number of restricted stock units ("RSUs") subject to a performance-based award granted on March 20, 2018. This RSU award will vest, if and to the extent that the Company achieves specified revenue goals for the year ending December 31, 2018, on the later of March 20, 2018 or the vesting date as 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, 2018. Subject to the performance-based vesting requirements and the reporting person's continued employment through the applicable vesting date, the award will vest between 0% and 200% of the target number of units.

(4) This is the target number of RSUs subject to a performance-based award granted on March 20, 2018. 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, 2018, on the later of March 20, 2019 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, 2018. Subject to the performance-based vesting requirements and the reporting person's continued employment through the applicable vesting date, the award will vest between 0% and 200% of the target number of units.

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- This is the target number of RSUs subject to a performance-based award granted on March 20, 2018. This RSU award will vest, if and to the extent that the Company achieves specified cash from operations goals for the year ending December 31, 2018, on the later of March
- (5) 20, 2019 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, 2018. Subject to the performance-based vesting requirements and the reporting person's continued employment through the applicable vesting date, the award will vest between 0% and 200% 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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