

# **ELECTRONICS FOR IMAGING INC**

Reported by  
**GECHT GUY**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 02/28/17 for the Period Ending 02/24/17

Address	6750 DUMBARTON CIRCLE FREMONT, CA 94555
Telephone	6503573500
CIK	0000867374
Symbol	EFII
SIC Code	3576 - Computer Communications Equipment
Industry	Computer Hardware
Sector	Technology
Fiscal Year	12/31

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>GECHT GUY</b>			<b>ELECTRONICS FOR IMAGING INC [EFII]</b>			<input checked="" type="checkbox"/> Director _____ 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			<input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below)		
<b>6750 DUMBARTON CIRCLE</b>			<b>2/24/2017</b>			<b>Chief Executive Officer</b>		
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>FREMONT, CA 94555</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person		
(City)	(State)	(Zip)				<input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	2/26/2017		M		18035	A	(1)	425060	D	
Common Stock	2/27/2017		F (2)		9412	D	\$47.20	415648	D	
Common Stock	2/27/2017		M (3)		13000	A	\$11.40	428648	D	
Common Stock	2/27/2017		F (4)		3140	D	\$47.20	425508	D	
Common Stock	2/27/2017		F (5)		5146	D	\$47.20	420362	D	
Common Stock	2/27/2017		S (6)		9000	D	\$47.18 (7)	411362	D	
Common Stock	2/28/2017		S (6)		4714	D	\$46.24 (8)	406648	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	(9)	2/24/2017		A		34290		(10)	(10)	Common Stock	34290	\$0.00	34290	D	
Restricted Stock Unit	(9)	2/26/2017		M		6866		(11)	(12)	Common Stock	6866	\$0.00	0	D	
Restricted Stock Unit	(9)	2/26/2017		M		7927		(13)	(12)	Common Stock	7927	\$0.00	0	D	
Restricted Stock Unit	(9)	2/26/2017		M		3242		(14)	(12)	Common Stock	3242	\$0.00	0	D	
Option Right to Buy	\$11.40	2/27/2017		M		13000		(15)	8/20/2017	Common Stock	13000	\$0.00	65000	D	

### Explanation of Responses:

- (1) 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 the Company's common stock withheld for tax purposes upon the vesting of the RSUs. This transaction is exempt under Rule 16b-3(e).
- (3) The acquisition of these shares, exercise of the underlying stock options (which will expire on August 20, 2017), and the sale of the shares were effected pursuant to a Rule 10b5-1 plan entered into by the reporting person on August 31, 2016 (the "Rule 10b5-1 Plan") that calls for sales on pre-determined dates.
- (4) Represents shares of common stock withheld by the issuer in payment by the reporting person of the exercise price. This transaction is exempt under Rule 16b-3(e).
- (5) Represents shares of common stock withheld by the issuer for tax purposes upon the exercise of stock options by the reporting person. This transaction is exempt under Rule 16b-3(e).

- (6) The sale of the shares was done pursuant to the Rule 10b5-1 plan.
- (7) This transaction was executed in multiple trades ranging from \$47.04 to \$47.49. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares and prices at which the transaction was effected.
- (8) This transaction was executed in multiple trades ranging from \$46.05 to \$46.63. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares and prices at which the transaction was effected.
- (9) Each RSU represents a contingent right to receive one share of the Company's common stock.
- (10) This is a performance-based award granted on February 24, 2017 with a target number of RSUs of 17,145 and a maximum number of RSUs as set forth in the table above. This award will vest, if and to the extent that the Company achieves specified revenue, non-GAAP operating income, and cash from operations goals for the year ending December 31, 2017, on the later of February 24, 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, 2017. Vesting of the award is subject to the reporting person's continued employment with the Company through the vesting date.
- (11) This is a performance-based award granted on February 26, 2016 with a target number of 8,586 RSUs and a maximum number of 17,172 RSUs. On February 9, 2017, the Committee calculated, reviewed and approved the Company's performance for the year ended December 31, 2016, and determined that based on the Company's non-GAAP operating income for such year, approximately 80% target number of these RSUs would vest on February 26, 2017. 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.
- (12) This award was scheduled to 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.
- (13) This is a performance-based award granted on February 26, 2016 with a target number of 8,586 RSUs and a maximum number of 17,172 RSUs. On February 9, 2017, the Committee calculated, reviewed and approved the Company's performance for the year ended December 31, 2016, and determined that based on the Company's revenue for such year, approximately 92% of the target number of these RSUs would vest on February 26, 2017. 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.
- (14) This is a performance-based award granted on February 26, 2016 with a target number of 3,242 RSUs. On February 9, 2017, the Committee calculated, reviewed and approved the Company's performance for the year ended December 31, 2016, and determined that based on the Company's cash from operations targets for such year, 100% of these RSUs would vest on February 26, 2017. Vesting of the award was subject to the reporting person's continued employment with the Company through the vesting date.
- (15) This stock option award, which will expire on August 20, 2017, was granted on August 20, 2010, and vested and became exercisable with respect to 25% of the award on the first anniversary of the date of grant and thereafter with respect to an additional 2.5% of the award each month, with full vesting in 42 months.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>GECHT GUY 6750 DUMBARTON CIRCLE FREMONT, CA 94555</b>	<b>X</b>		<b>Chief Executive Officer</b>	

#### Signatures

/s/ Guy Gecht

2/28/2017

\*\*Signature of Reporting Person

Date

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

\* 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).

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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