

ELECTRONICS FOR IMAGING INC

Form 4

January 31, 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 \*  
**GECHT GUY**

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)

3. Date of Earliest Transaction (Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**6750 DUMBARTON CIRCLE**

**01/27/2017**

Chief Executive Officer

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

**FREMONT, CA 94555**

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 or Price   |  |                                   |
| Common Stock                    | 01/27/2017                           |  | M <sup>(1)</sup>               |   | 13,000 A \$ 11.4  | 419,373  | D                                 |
| Common Stock                    | 01/27/2017                           |  | F <sup>(2)</sup>               |   | 3,247 D \$ 45.65  | 416,126  | D                                 |
| Common Stock                    | 01/27/2017                           |  | F <sup>(3)</sup>               |   | 3,786 D \$ 45.65  | 412,340  | D                                 |
| Common Stock                    | 01/27/2017                           |  | S <sup>(4)</sup>               |   | 9,000 D \$ 45.49  | 403,340  | D                                 |
| Common Stock                    | 01/30/2017                           |  | S <sup>(4)</sup>               |   | 5,967 D \$ 45.43  | 397,373  | D                                 |

(6)

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

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(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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option Right to Buy                        | \$ 11.4  | 01/27/2017                           |  | M                              | 13,000  | <u>(7)</u> 08/20/2017                                    | Common Stock  | 13,000                        |

## Reporting Owners

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

## Signatures

/s/ Guy Gecht 01/31/2017  
 \*\*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).

(1) 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.

(2) 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).

(3)

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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).

- (4) The sale of the shares was done pursuant to the Rule 10b5-1 plan.

This transaction was executed in multiple trades ranging from \$45.09 to \$45.88. 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.

- (6) This transaction was executed in multiple trades ranging from \$45.04 to \$45.58. 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.

- (7) 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.

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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