

CUTTS JOSEPH
Form 4
January 06, 2006

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 *
CUTTS JOSEPH

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)
303 VELOCITY WAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/05/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

FOSTER CITY, CA 94404

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|--|
| | | | Code | V | Amount | (D) | Price | | | |
| Common Stock | 01/05/2006 | | M | | 56,550 | A | \$ 19.45 | 121,449 | D | |
| Common Stock | 01/05/2006 | | M | | 18,750 | A | \$ 13.75 | 140,199 | D | |
| Common Stock | 01/05/2006 | | M | | 11,000 | A | \$ 17.5 | 151,199 | D | |
| Common Stock | 01/05/2006 | | S ⁽¹⁾ | | 86,300 | D | \$ 28.763 | 64,899 | D | |
| Common Stock | 01/05/2006 | | S ⁽¹⁾ | | 22,899 | D | \$ 28.75 | 42,000 | D | |

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Common Stock 01/06/2006 S(1) 2,000 D \$ 28.8789 40,000 D

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (right to buy) | \$ 19.45 | 01/05/2006 | | M | 56,550 | <u>(2)</u> 08/11/2010 | Common Stock | 56,550 |
| Employee Stock Option (right to buy) | \$ 13.75 | 01/05/2006 | | M | 18,750 | <u>(3)</u> 01/02/2011 | Common Stock | 18,750 |
| Employee Stock Option (right to buy) | \$ 17.5 | 01/05/2006 | | M | 11,000 | <u>(4)</u> 04/25/2012 | Common Stock | 11,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CUTTS JOSEPH
303 VELOCITY WAY
FOSTER CITY, CA 94404

Chief Financial Officer

Signatures

/s/ Joseph Cutts

01/06/2006

**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) This sale was effected pursuant to a Rule 10b5-1 trading plan.
- (2) This option became exercisable on August 11, 2003 and then monthly thereafter (ratably), with full vesting in 42 months.
- (3) This option became exercisable as to 25% of the shares on January 2, 2002 and then monthly thereafter (ratably), with full vesting in 42 months.
- (4) This option was a grant in accordance with the Options Exchange Program, whereby the number of shares of common stock subject to each new option was equal to two-thirds the number of shares of common stock subject to the tendered options.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.