

ELECTRONICS FOR IMAGING INC
Form 8-K
November 12, 2015

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

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): November 12, 2015 (November 9, 2015)

Electronics For Imaging, Inc.

(Exact name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction

of incorporation)

000-18805
(Commission

File Number)
6750 Dumbarton Circle

94-3086355
(I.R.S. Employer

Identification No.)

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Fremont, California 94455

(Address of Principal Executive Offices)

(650) 357-3500

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure

On November 11, 2015, Electronics For Imaging, Inc. (the Company) hosted an Investor Day in New York City for investors and analysts, and the general public via webcast. A copy of the press release regarding the Investor Day and certain slides relating to the presentation are attached hereto as Exhibits 99.1 and 99.2, respectively.

On November 9, 2015, the Board of Directors of the Company approved a share repurchase program. Under the program, the Company is authorized to repurchase up to \$150 million of its outstanding shares of common stock from time to time during a three-year period commencing on January 1, 2016. The new share repurchase program will allow the Company to repurchase its shares through open market purchases, privately negotiated transactions or otherwise, subject to market conditions, applicable legal requirements and other factors, including the conditions specified under any 10b5-1 plan. Depending on market conditions and other factors, these repurchases may be commenced or suspended from time to time without notice. The Company has no obligation to repurchase shares under the authorization.

This authorization will replace the existing share repurchase program approved by the Board of Directors in November 2013 that provided for the repurchase of up to \$200 million of the Company's common stock. The previous program will be cancelled effective December 31, 2015 and any amounts remaining as of that date under the previous program will not be used. As of the date hereof, there is approximately \$69 million remaining under the previous program.

The information included in this Item 7.01 and Exhibits 99.1 and 99.2 is intended to be furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended (the Securities Act), or the Exchange Act, except as expressly set forth by specific reference in such filing.

Safe Harbor for Forward Looking Statements

The information included in this Item 7.01 and Exhibits 99.1 and 99.2 contains forward-looking statements within the meaning of Section 27A of the Securities Act, and Section 21E of the Exchange Act. Statements other than statements of historical fact including words such as anticipate, believe, consider, continue, estimate, expect, look, and statements in the future tense are forward looking statements. The statements in this Item 7.01 and Exhibits 99.1 and 99.2 that could be deemed forward-looking statements include statements regarding EFI's strategy, plans, financial projections, expectations regarding its operating income, gross margin, revenue and earnings growth, product portfolio, productivity, future opportunities for EFI and its customers, demand for products, repurchases under its share repurchase plan, and any statements or assumptions underlying any of the foregoing.

Forward-looking statements are subject to certain risks and uncertainties that could cause the Company's actual future results to differ materially, or cause a material adverse impact on EFI's results. Potential risks and uncertainties include, but are not necessarily limited to, intense competition in each of EFI's businesses, including competition from products developed by EFI's customers; unforeseen expenses; the difficulty of aligning expense levels with revenue; management's ability to forecast revenues, expenses and earnings; the Company's ability to successfully integrate acquired businesses; changes in the mix of products sold; the uncertainty of market acceptance of new product introductions; challenge of managing asset levels, including inventory and variations in inventory levels; the uncertainty of continued success in technological advances; the challenges of obtaining timely, efficient and quality product manufacturing and supply of components; any world-wide financial and economic difficulties and downturns; adverse tax-related matters such as tax audits, changes in the Company's effective tax rate or new tax legislative proposals; the unpredictability of development schedules and commercialization of products by the leading printer manufacturers and declines or delays in demand for the Company's related products; the impact of changing consumer preferences on demand for the Company's textile products; litigation involving intellectual property rights or other

related matters; the uncertainty regarding the amount and timing of future share repurchases by EFI and the origin of funds used for such repurchases; the market prices of EFI's common stock prior to, during and after the share repurchases; and any other risk factors that may be included from time to time in the Company's SEC reports.

Readers are cautioned not to place undue reliance on the forward-looking statements included in the information included in this Item 7.01 and Exhibits 99.1 and 99.2, which are made as of the date of this Current Report on Form 8-K. The Company undertakes no obligation to update information contained in this Item 7.01 and Exhibits 99.1 and 99.2. For further information regarding risks and uncertainties associated with the Company's businesses, please refer to the section entitled "Risk Factors" in the Company's SEC filings, including, but not limited to, its annual report on Form 10-K and its quarterly reports on Form 10-Q, copies of which may be obtained by contacting the Company's Investor Relations Department by phone at 650-357-3828 or by email at investor.relations@efi.com or the Company's Investor Relations website at www.efi.com.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit

No.	Description
99.1	Press Release dated November 11, 2015 EFI Hosts Investor Day
99.2	EFI Investor Day, November 11, 2015 Excerpts from Presentation

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Date: November 12, 2015

ELECTRONICS FOR IMAGING, INC.

By: /s/ Marc Olin

Name: Marc Olin

Title: Chief Financial Officer

**INDEX TO EXHIBITS FILED WITH
THE CURRENT REPORT ON FORM 8-K DATED NOVEMBER 9, 2015**

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