Edgar Filing: Hallee Garry W. - Form 4

Hallee Garr Form 4	ry W.										
November 2	22, 2011										
	ЛЛ									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND E Washington, D.C.							NGE	COMMISSION	N OMB Number:	3235-0287	
Check t if no lor subject Section Form 4	MENT OF	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated burden hou	Expires:January 31, 2005Estimated averageburden hours per response0.5		
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17	(a) of the P	ublic U		lding Co	npany	Act	nge Act of 1934, of 1935 or Sectio 940	on		
(Print or Type	Responses)										
1. Name and Hallee Gar	5	2. Issuer Name and Ticker or Trading Symbol Financial Engines, Inc. [FNGN]				-	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (of Earliest T	_	_	1	(Check all applicable)			
, <i>,</i> ,	ARCADERO RO	(Day/Year)	Tansaction			Director X Officer (giv below) EVP, Tech		% Owner her (specify Delivery	
PALO AL'	4. If Amendment, Date Original Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securit	ties A	cquired, Disposed o	of or Beneficia	llv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution E any (Month/Day	l Date, if	3. Transactio Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	ties (A) or of (D)	I	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
D 1 1 5		C 1 -	C					· · · ·			
Reminder: Re	eport on a separate line	e for each clas	ss of sec	urities bene	-		-	or indirectly.	ction of	SEC 1474	
					inform	nation	conta	ained in this form and unless the for	n are not	(9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

displays a currently valid OMB control number.

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	or Disp (D)	(Instr. 3, 4,				
				Code	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 21.39	11/18/2011		А	39,42	0	<u>(1)</u>	11/18/2021	Common Stock	39,420
Restricted Stock Units	(2)	11/18/2011		А	7,970)	(3)	(3)	Common Stock	7,970

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Hallee Garry W.			EVP,					
1804 EMBARCADERO ROAD		Technology &						
PALO ALTO, CA 94303			Svc Delivery					
Signatures								

11/22/2011

Date

Joanne E. Burns, Attorney-in-Fact

**Signature of 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 option award vests as to 9,855 shares on 11/18/12, and the remaining shares vest monthly thereafter from 12/18/12 to 11/18/15.

(2) Each restricted stock unit represents a contingent right to receive one share of Financial Engines, Inc. common stock.

(3) The restricted stock units vest in four equal installments beginning 11/18/11.

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.