Financial Engines, Inc. Form 4 November 19, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

Expires:

January 31, 2005

0.5

Estimated average

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subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

Common

Common

Stock

Stock

11/18/2015

11/18/2015

(Print or Type Responses)

Name and Address of Reporting Person * Costello Mark Peter			Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
				C	s, Inc. [FNGN]		(Chec	k all applicable)
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction				
			(Month/D	ay/Year)			ector		Owner
1050 ENTE	RPRISE WAY	, 3RD	11/18/20)15			ficer (give	titleOthe	er (specify
FLOOR						below)	EVP, S	below) Service Deliver	у
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
SUNNYVA		Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Acq	uired, Dis	sposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amou Securitie Benefici Owned Followir	es ally	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

Code V Amount (D)

1,143

371

M

F

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

11/18/2015

11/18/2015

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Reported

5,751

5,380

Transaction(s) (Instr. 3 and 4)

D

D

(A)

A

Price

\$0

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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)	Code	Transaction Derivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (1)	11/18/2015	11/18/2015	M	1,143	(2)	(3)	Common Stock	1,143	\$

Reporting Owners

Panarting Owner Name	Adduses	Relationships

Director 10% Owner Officer Other

Costello Mark Peter 1050 ENTERPRISE WAY 3RD FLOOR SUNNYVALE, CA 94089

EVP, Service Delivery

Signatures

/s/ Jeffrey C. Grace, Attorney-in-Fact For: Mark P. Costello

11/19/2015

**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) Each restricted stock unit represents a contingent right to receive one share of Financial Engines, Inc. common stock.
- (2) The restricted stock units vest in four annual installments beginning 11/18/12.
- (3) No Expiration date.

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.

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