Edgar Filing: Financial Engines, Inc. - Form 4

Financial E Form 4 May 17, 20	16 Л Л	ot a teo ota	CUDITIES		СПА	NCE	COMMISSI	NT	B APPF	ROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						N OMB	er:	3235-0287			
Check the check	nger	X								anuary 31, 2005	
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								rage			
(Print or Type	Responses)										
KOONTZ PAUL G Sy			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			Financial Engines, Inc. [FNGN] 3. Date of Earliest Transaction (Month/Day/Year) 05/15/2016				(C.	heck all appli	ll applicable)		
(X_ Director 10% Owner Officer (give title Other (specify below) below)				
			Amendment, Date Original d(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) 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 any	3. c, if Transactio Code ear) (Instr. 8)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or				5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)		ure of ct	
Common Stock	05/15/2016	05/15/2016	M	Amount 1,223	(D) A	Price \$ 0	8,727	D			
Common Stock	05/16/2016	05/16/2016	М	1,250	А	\$0	9,977	D			
Common Stock							6,000	I	Inves	Stoontz stments, und 3 (1)	
Common Stock							8,000	I			

Common Stock						13,	.276	I	6/29/1993 Koontz Investme LP Fund	nts,	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly Persons who respond to t information contained in t required to respond unles displays a currently valid number.						d to the coll d in this for unless the f	m are not (9-02) prm				
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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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. Pr Deriv Secu (Inst	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock	\$ 0 <u>(3)</u>	05/15/2016	05/15/2016	М		1,223	(4)	(5)	Common Stock	1,223	\$
Restricted Stock	\$ 0 <u>(3)</u>	05/16/2016	05/16/2016	М		1,250	<u>(6)</u>	(5)	Common Stock	1,250	\$

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
KOONTZ PAUL G 1050 ENTERPRISE WAY 3RD FLOOR SUNNYVALE, CA 94089	х								
Signatures									
/s/ Jeffrey C. Grace, Attorney-i Koontz	05/17/2016								

<u>**</u>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) Shares held by Koontz Investments, LP Fund 3. Paul G. Koontz is a General Partner of Koontz Investments, LP Fund 3 and disclaims beneficial ownership of the securities, except to the extent of his pecuniary interest therein.
- (2) Shares held by Paul G. Koontz as Trustee of the Koontz Revocable Trust Dated 06/29/1998.
- (3) Each restricted stock unit represents a contingent right to receive one share of Financial Engines, Inc. common stock.
- (4) The Restricted Stock units vest in four equal installments beginning 5/15/16.
- (5) No expiration date.
- (6) The Restricted Stock units vest in four equal annual installments beginning 5/16/13.

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.