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| GRUNDFEST JOFEST JOF | | | | | | | | |
|---|---------------------------------------|--|---|--|--|--|--|--|
| (Print or Type Re | sponses) | | | | | | | |
| 1. Name and Add GRUNDFES | dress of Reporting Person Γ JOSEPH | 2. Issuer Name and Ti Symbol Financial Engines, 1 | | Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| (Last) | (First) (Middle) | | 3. Date of Earliest Transaction | | | | | |
| 1050 ENTER FLOOR | PRISE WAY, 3RD | (Month/Day/Year) 05/21/2018 | | | | e title Other (specify below) | | |
| SUNNYVAL | (Street) E. CA 94089 | 4. If Amendment, Date Filed(Month/Day/Year) | Original | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | |
| (City) | (State) (Zip) | Tabla I Non Dar | ivative Securities A | Person | or Bonoficie | ally Ownod | | |
| 1.Title of Security (Instr. 3) | any | eemed 3. 4 tion Date, if TransactionA | Acquired (A) or Disposed of (D) Instr. 3, 4 and 5) (A) or | 5. Amount of Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial | | |
| Common Stock | 05/21/2018 | M 1 | ,255 A \$0 | 26,290 | D | | | |
| Common Stock | | | | 160,000 | I | The Grundfest Living Trust U/T/A DD 8/25/97 | | |

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

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information contained in this form are not
required to respond unless the formSEC 1474
(9-02)

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displays a currently valid OMB control number.

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. Transactic Code (Instr. 8) | 5. Numb orDerivativ Securitie Acquired Disposed (Instr. 3, 5) | ve es d (A) or d of (D) | 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 <u>(1)</u> | 05/21/2018 | | М | | 1,255 | (2) | (3) | Common Stock | 1,255 |
| Restricted Stock Units | \$ 0 <u>(1)</u> | 05/23/2018 | | А | 4,482 | | 05/15/2019 | (3) | Common Stock | 4,482 |

Reporting Owners

| Reporting Owner Name / Address | | Relationsh | | | |
|---|----------|------------|---------|-------|--|
| Reporting o wher runne / runness | Director | 10% Owner | Officer | Other | |
| GRUNDFEST JOSEPH 1050 ENTERPRISE WAY 3RD FLOOR SUNNYVALE, CA 94089 | Х | | | | |
| Signatures | | | | | |
| /s/ Robert Mills, Attorney-in-Fact For: Joseph A. 05/23/2018 | | | | | |

Grundfest

Date

Explanation of Responses:

**Signature of Reporting Person

- 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 equal annual installments beginning 5/21/15.
- (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.