

Maggioncalda Jeffrey Nacey
 Form 4/A
 April 13, 2011

FORM 4

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

OMB APPROVAL

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Check this box 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Maggioncalda Jeffrey Nacey

2. Issuer Name and Ticker or Trading Symbol
 Financial Engines, Inc. [FNGN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1804 EMBARCADERO ROAD
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/28/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO and President

PALO ALTO, CA 94303
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 03/29/2011

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	03/28/2011	03/28/2011	M	16,665 A \$ 10	71,074	I	By the Maggioncalda Family Trust
Common Stock	03/28/2011	03/28/2011	S ⁽¹⁾	16,665 D \$ 25.8737 <u>(2)</u>	54,409	I	By the Maggioncalda Family Trust
Common Stock					26,222	I	As Special Trustee for Child
Common Stock					26,222	I	As Special Trustee for

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- The sale as originally reported in a Form 4 dated 3/29/11 4 was erroneously reported as being effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 1, 2010. In fact the reported sale was effected pursuant to a Rule 10b5-1 trading plan which was adopted on November 17, 2010.
- (1)

- The price reported in Col 4 is a weighted average sales price. These shares were sold in multiple transactions at prices ranging from \$25.205 to \$26.36, inclusive. The reporting person undertakes to provide, upon request, Financial Engines, Inc., any shareholder thereof, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (2)

- (3) The option award is fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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