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Altman Roger Form 4											
August 12, 20											
FORM	4 UNITED	STATES	SECU	RITIES	AND EX	CHANGE	E COMMISSIO		PPROVAL		
Washington, D.C. 20549									3235-0287		
Check this box if no longer CTLA TEDATENTE OF CHANGES IN DEDIFICIAL ON NEDSTING OF									January 31, 2005		
STATEMENT OF CHANGES IN BENEFICIAL OWN Section 16. SECURITIES								Estimated burden hou	Estimated average burden hours per response 0.5		
Form 5 obligations may continue. See Instruction 1(b). 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 Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> Altman Roger C				er Name an		-	5. Relationship of Reporting Person(s) to Issuer				
		M. 111 \		ore Partne	_	-	(Check all applicable)				
(Moi				B. Date of Earliest Transaction Month/Day/Year)			X Director 10% Owner X Officer (give title Other (specify				
C/O EVERCORE PARTNERS 08/1 INC., 55 EAST 52ND STREET, 38TH FLOOR				08/10/2009XOfficer (g				below) Chairman			
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					al	 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	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	. Transaction Date Month/Day/Year)	Execution any	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) or of (D) 4 and 5) (A) or	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)		
Damindan Danar	t on a concepta line	for each al	an of ano	unitian hana	ficially av	mod dinostly	on indinostly.				
Kenninder: Kepor	rt on a separate line	e for each ch	iss of sec	unnes bene	Perso inforr requi	ons who re nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ontly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					sposed of, or convertible	• Beneficially Owned securities)	1			

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

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Acqui Dispo	Acquired (A) or Disposed of (D) (Instr. 3, 4, and		Ionth/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Partnership units of Evercore LP (1)	<u>(1)</u>	08/10/2009		D		294,480	<u>(1)</u>	<u>(1)</u>	Shares of Class A common stock, par value \$0.01 per share	294,480	
Partnership units of Evercore LP (1)	ш	08/10/2009		D		285,163	<u>(1)</u>	<u>(1)</u>	Shares of Class A common stock, par value \$0.01 per share	285,163	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Altman Roger C C/O EVERCORE PARTNERS INC. 55 EAST 52ND STREET, 38TH FLOOR NEW YORK, NY 10055	Х		Chairman				
Signatures							
/s/ Adam B. Frankel, as Attorney-in-Fact	08/12	/2009					
**Signature of Reporting Person	Dat	te					

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).

Evercore LP partnership units are, subject to certain restrictions in the Evercore LP partnership agreement, exchangeable on a one-to-one(1) basis for shares of Evercore Partners Inc. Class A common stock, subject to customary conversion rate adjustments for stock dividends and reclassifications.

- (2) Reported sales price per partnership unit does not reflect expense reimbursement equal to \$1.1373 per partnership unit, which was deducted from the amount paid to Mr. Altman.
- These Evercore LP units are held in trust for the benefit of Mr. Altman's family. Mr. Altman disclaims beneficial ownership of these(3) partnership units and the filing of this report is not an admission that Mr. Altman is the beneficial owner of these partnership units for the purposes of Section 16 or for any other purpose.

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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.