Evercore Partners Inc. Form 4 December 16, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

value \$0.01

(Print or Type R	Responses)									
1. Name and Address of Reporting Person ** Walsh Robert B			Symbol		Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of (Month/D	Earliest Tr ay/Year)	ransaction	Director		% Owner		
C/O EVERO	RS	12/13/20)13		X Officer (give title Other (specifically)					
INC., 55 EA 38TH FLOO	ST 52ND STRE OR	ET,					below) pal Financial Of	ficer		
(Street)			4. If Amendment, Date Original			6. Individual or	6. Individual or Joint/Group Filing(Check			
		Filed(Mon	th/Day/Year	·)	Applicable Line) _X_ Form filed by One Reporting Person					
NEW YORK	X, NY 10055					Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Table	e I - Non-I	Derivative Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		med on Date, if	3. Transacti Code	4. Securities onAcquired (A) or Disposed of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature Indirect Beneficia		

(City)	(State)	Zip) Table	e I - Non-D	erivative :	Secur	ities Ac	quired, Disposed	of, or Beneficia	lly 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 on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Shares of			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Class A common stock, par value \$0.01 per share	12/13/2013		A <u>(1)</u>	18	A	\$ 0	103,891	D	
Shares of Class A common stock, par	12/13/2013		A(2)	33	A	\$0	103,924	D	

per share

Shares of

Class A

common 12/13/2013

 $A_{(3)}^{(3)}$ 74 A \$ 0 103,998

stock, par value \$0.01 per share

Shares of Class A

common 12/13/2013 A⁽⁴⁾

A⁽⁴⁾ 80 A \$ 0 104,078 D

stock, par value \$0.01 per share

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ite	Amoun	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	ies	(Instr. 5)
	Derivative				Securities			(Instr. 3	3 and 4)	
	Security				Acquired					
	_				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable Date	•	Title I		
									of	
				Code V	(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Walsh Robert B C/O EVERCORE PARTNERS INC. 55 EAST 52ND STREET, 38TH FLOOR NEW YORK, NY 10055

Principal Financial Officer

Reporting Owners 2

Signatures

/s/ Adam B. Frankel, as Attorney-in-Fact

12/16/2013

**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).
- Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 3,819 unvested underlying RSUs (1) awarded on February 4, 2010. The dividend equivalent RSUs will vest concurrent with the vesting of the unvested underlying RSUs awarded on February 4, 2010.
- Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 7,179 unvested underlying RSUs (2) awarded on February 4, 2011. The dividend equivalent RSUs will vest concurrent with the vesting of the unvested underlying RSUs awarded on February 4, 2011.
- Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 16,191 unvested underlying RSUs awarded on February 6, 2012. The dividend equivalent RSUs will vest concurrent with the vesting of the unvested underlying RSUs awarded on February 6, 2012.
- Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 17,601 unvested underlying RSUs (4) awarded on February 12, 2013. The dividend equivalent RSUs will vest concurrent with the vesting of the unvested underlying RSUs awarded on February 12, 2013.

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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