

Altman Roger C
 Form 5
 February 01, 2019

FORM 5

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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Altman Roger C

(Last) (First) (Middle)

C/O EVERCORE INC., 55 EAST
 52ND STREET

(Street)

NEW YORK, NY 10055

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Evercore Inc. [EVR]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Founder and Senior Chairman

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Shares of Class A common stock, par value \$0.01 per share	02/08/2018		G ⁽¹⁾	1,000 D \$ 0	182,279	D	
Shares of Class A common stock, par	02/08/2018		G ⁽¹⁾	1,000 D \$ 0	181,279	D	

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value \$0.01
per share

Shares of
Class A
common
stock, par
value \$0.01
per share

02/08/2018	Â	G ⁽¹⁾	1,500	D	\$ 0	179,779	D	Â
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Shares of
Class A
common
stock, par
value \$0.01
per share

02/08/2018	Â	G ⁽¹⁾	1,000	D	\$ 0	178,779	D	Â
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Shares of
Class A
common
stock, par
value \$0.01
per share

02/08/2018	Â	G ⁽¹⁾	1,000	D	\$ 0	177,779	D	Â
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Shares of
Class A
common
stock, par
value \$0.01
per share

02/08/2018	Â	G ⁽¹⁾	4,000	D	\$ 0	173,779	D	Â
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Shares of
Class A
common
stock, par
value \$0.01
per share

02/08/2018	Â	G ⁽¹⁾	5,000	D	\$ 0	168,779	D	Â
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Shares of
Class A
common
stock, par
value \$0.01
per share

02/08/2018	Â	G ⁽¹⁾	5,000	D	\$ 0	163,779	D	Â
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Shares of
Class A
common
stock, par
value \$0.01
per share

02/08/2018	Â	G ⁽¹⁾	10,000	D	\$ 0	153,779	D	Â
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Shares of
Class B
common

Â	Â	Â	Â	Â	Â	1	D	Â
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stock, par value \$0.01 per share

Shares of Class B

common stock, par value \$0.01 per share

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I

Share held in trust. ⁽²⁾

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities 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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Partnership units of Evercore LP	^	02/02/2018	^	G ⁽⁴⁾	^	70,000	^ ⁽³⁾	^ ⁽³⁾	Shares of Class A common stock, par value \$0.01 per share	70,000
Partnership units of Evercore LP	^	^	^	^	^	^	^ ⁽³⁾	^ ⁽³⁾	Shares of Class A common stock, par value \$0.01 per share	287,536

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Altman Roger C C/O EVERCORE INC.	^ X	^	^	^ Founder and Senior Chairman

55 EAST 52ND STREET
NEW YORK, NY 10055

Signatures

/s/ Jason Klurfeld, as
Attorney-in-Fact

02/01/2019

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) Mr. Altman has made bona fide gifts of these shares of Class A common stock to unaffiliated not-for-profit institutions.

These securities are held in trust for the benefit of Mr. Altman's family. Mr. Altman disclaims beneficial ownership of these securities and

(2) he does not have voting or investment power over the trust, and the filing of this report is not an admission that Mr. Altman is the beneficial owner of these securities for the purposes of Section 16 or any other purpose.

Pursuant to the Restated Certificate of Incorporation of Evercore Inc., Evercore LP partnership units are, subject to certain restrictions in

(3) the Evercore LP partnership agreement, exchangeable on a one-to-one basis for shares of Evercore Inc. Class A common stock, subject to customary conversion rate adjustments for stock splits, stock dividends and reclassifications.

(4) Mr. Altman has made a bona fide gift of these Evercore LP partnership units to the Altman Kazickas Foundation, a not-for-profit institution.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.