#### SCHLOSSTEIN RALPH

Form 4

February 05, 2018

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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0.5 response...

**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

30(h) of the Investment Company Act of 1940

1(b).

value

(Print or Type Responses)

1. Name and SCHLOS	ting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Date		t Transaction		,	all applicable)		
C/O EVE	RCORE INC., 5 REET	55 EAST	(Month 02/01	n/Day/Year /2018	r)	_	_X Director _X Officer (give titelow) Preside			
	(Street)		4. If A	mendment	, Date Original	6	. Individual or Join	t/Group Filing	g(Check	
NEW YO	RK, NY 10055		Filed(M	Ionth/Day/	Year)		pplicable Line) X_ Form filed by One Form filed by Mor erson	1 0		
(City)	(State)	(Zip)	Ta	ble I - No	n-Derivative Securities A	Acqui	red, Disposed of, o	r Beneficially	y Owned	
1.Title of Security	2. Transaction Da			3. Transact	4. Securities Acquired (iorDisposed of (D)	A) or	5. Amount of Securities	6. Ownership	7. Natu	

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative	Secui	rities Acquire	d, Disposed of, o	r 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. Securitie on Disposed of (Instr. 3, 4 a	(A)	uired (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Shares of Class A			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
common stock, par value \$0.01 per share	02/01/2018		С	100,000	A	Ω	100,000	I	Shares held in trust. (2)
Shares of Class A common stock, par	02/01/2018		С	200,000	A	(1)	317,508	D	

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\$0.01 per share								
Shares of Class A common stock, par value \$0.01 per share	02/01/2018	S	25,000	D	\$ 101.6509 (3)	75,000	I	Shares held in trust. (2)
Shares of Class A common stock, par value \$0.01 per share	02/02/2018	S	12,800	D	\$ 100.0721 (4)	62,200	I	Shares held in trust. (2)
Shares of Class B common stock, par value \$0.01 per share						1	D	
Shares of Class B common stock, par value \$0.01 per share						1	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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SEC 1474

(9-02)

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. Number of	6. Date Exerc	cisable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctio	nDerivative	Expiration D	ate	Underlying S	Securities
Security	or Exercise		any	Code		Securities	(Month/Day/	Year)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	8)	Acquired (A) or				
	Derivative					Disposed of (D)				
	Security					(Instr. 3, 4, and				
						5)				
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of
							LACICISABIC	Dute		1 tuilloci oi

								Shares
Partnership units of Evercore LP	<u>(5)</u>	02/01/2018	С	100,000	(5)	<u>(5)</u>	Shares of Class A common stock, par value \$0.01 per share	100,000
Partnership units of Evercore LP	(5)	02/01/2018	С	200,000	<u>(5)</u>	<u>(5)</u>	Shares of Class A common stock, par value \$0.01 per share	200,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
SCHLOSSTEIN RALPH								
C/O EVERCORE INC.	X		President and CEO					
55 EAST 52ND STREET	Λ		Tresident and CLO					
NEW YORK, NY 10055								

## **Signatures**

/s/ Robert B. Walsh, Attorney-in-Fact 02/05/2018

\*\*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) Shares of Class A common stock were acquired upon exchange of Evercore LP partnership units, in accordance with the Evercore LP partnership agreement.
- These securities are held in trust for the benefit of Mr. Schlosstein's family. Mr. Schlosstein disclaims beneficial ownership of these securities and the filing of this report is not an admission that Mr. Schlosstein is the beneficial owner of these securities for the purposes of Section 16 or for any other purpose.
- This price represents the approximate weighted average price per share of Class A common stock of sales that were executed at prices ranging from approximately \$101.50 to \$101.85 per share. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission Staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares of Class A common stock sold at each price.
- This price represents the approximate weighted average price per share of Class A common stock of sales that were executed at prices ranging from approximately \$100.00 to \$100.39 per share. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission Staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares of Class A common stock sold at each price.
- (5) Pursuant to the Restated Certificate of Incorporation of Evercore Inc., Evercore LP partnership units are, subject to certain restrictions in the Evercore LP partnership agreement, exchangeable on a one-to-one basis for shares of Evercore Inc. Class A common stock, subject to

Reporting Owners 3

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customary conversion rate adjustments for stock splits, stock dividends and reclassifications.

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.