WEINBERG JOHN S

Form 4

February 15, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549

OMB APPROVAL

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obligations

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

may continue. See Instruction

1(b).

per share

(Print or Type Responses)

abla)		
(Check all applicable)		
10% Owner		
Other (speci: w) airman		
Filing(Chec		
g Person e Reporting		
I		

NEW TORK, NT 10033							Person		
(City)	(State)	(Zip) Tabl	e I - Non-D	Perivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	h/Day/Year) Execution Date, if Transaction(A) or Disposed of any Code (D) Benefic (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Follow Reports Transaction(A) or (A) Or (Instr. 3)		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)			
Shares of Class A common stock, par value \$0.01 per share	02/13/2018		Code V	Amount 33,927 (1)	(D)	Price	852,428	D	
Shares of Class B common stock, par value \$0.01							1	D	

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

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(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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

 Title of 	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities	1		(Instr.	3 and 4)		(
	Security				Acquired]
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date	11110	of		
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Shares		

Relationships

Reporting Owners

Reporting Owner Name / Address	returionompo					
	Director	10% Owner	Officer	Other		
WEINBERG JOHN S						
C/O EVERCORE INC.	Y		Executive Chairman			
FF E A CE FOND CEDEEE EL CO	/1		LACCULIVE CHallillall			

55 EAST 52ND STREET, FL 38

NEW YORK, NY 10055

Signatures

/s/ Robert B. Walsh, as 02/15/2018 Attorney-in-Fact

> **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) Restricted Stock Units, which vest in four equal annual installments beginning on February 4, 2019.

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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