

Evercore Partners Inc.  
Form 4  
December 15, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

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

(Last) (First) (Middle)

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

(Street)

NEW YORK, NY 10055

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/11/2015

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)  
Executive Chairman

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Shares of Class A common stock, par value \$0.01 per share	12/11/2015		A <sup>(1)</sup>		132	A	\$ 0 294,907	D
Shares of Class A common stock, par value \$0.01 per share	12/11/2015		A <sup>(2)</sup>		57	A	\$ 0 294,964	D

Edgar Filing: Evercore Partners Inc. - Form 4

Shares of Class A common stock, par value \$0.01 per share	12/11/2015	<u>A<sup>(3)</sup></u>	209	A	\$ 0	295,173	D	
Shares of Class A common stock, par value \$0.01 per share	12/11/2015	<u>A<sup>(4)</sup></u>	158	A	\$ 0	295,331	D	
Shares of Class A common stock, par value \$0.01 per share	12/11/2015	<u>A<sup>(5)</sup></u>	361	A	\$ 0	295,692	D	
Shares of Class A common stock, par value \$0.01 per share						50,000	I	See footnote. <u>(6)</u>
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. <u>(7)</u>

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)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu
------------------------	---------------	--------------------------------------	-------------------------------	----------------	-----------	---	------------------------	------------------------	-------

Edgar Filing: Evercore Partners Inc. - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Security
---------------------	--	----------------------	-----------------	---	------------------	--	---------------------	----------

  

Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
--------	-----	-----	------------------	-----------------	-------	----------------------------

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Altman Roger C
C/O EVERCORE PARTNERS INC.
55 EAST 52ND STREET
NEW YORK, NY 10055

X Executive Chairman

Signatures

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

12/15/2015

\*\*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 are dividend equivalents in the form of restricted stock units on 23,129 unvested underlying RSUs awarded on February 6, 2012.
(2) Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 9,873 unvested underlying RSUs awarded on February 15, 2012.
(3) Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 36,571 unvested underlying RSUs awarded on February 12, 2013.
(4) Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 27,582 unvested underlying RSUs awarded on February 11, 2014.
(5) Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 63,195 unvested underlying RSUs awarded on February 18, 2015.
(6) These shares of Class A common stock are held for the benefit of Mr. Altman's family. Mr. Altman disclaims beneficial ownership of these shares...

## Edgar Filing: Evercore Partners Inc. - Form 4

- (7) This share of Class B common stock is held in trust for the benefit of Mr. Altman's family. Mr. Altman disclaims beneficial ownership of this share of Class B common stock and 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 this share of Class B common stock for the purposes of Section 16 or any other purpose.

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.