SCHLOSSTEIN RALPH
Form 5
February 01, 2019

# FORM 5

OMB APPROVAL

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|---|---|
| OMB Number: | 3235-0362 |
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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

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

**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 *
SCHLOSSTEIN RALPH

(Last) (First) (Middle)

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

(Street)

NEW YORK,Â NYÂ 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)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President and CEO

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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 Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|
| | | | | Amount | (A) or (D) | Price | | | |
| Shares of Class A common stock, par value $0.01 per share | Â | Â | Â | Â | Â | Â | 104,755 | D | Â |
| Shares of Class B common stock, par | Â | Â | Â | Â | Â | Â | 1 | D | Â |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| value $0.01 per share | | | | | | | | | |
| Shares of Class B common stock, par value $0.01 per share | Â | Â | Â | Â | Â | Â | 1 | I | Share held in trust. [1] |

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

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SEC 2270 (9-02)

**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 | Â | 05/23/2018 | Â | G[3] | Â | 20,000 | Â [2] | Â [2] | Shares of Class A common stock, par value $0.01 per share | 480,000 |
| Partnership units of Evercore LP | Â | 05/31/2018 | Â | G[3] | Â | 10,000 | Â [2] | Â [2] | Shares of Class A common stock, par value $0.01 per share | 470,000 |
| Partnership units of Evercore LP | Â | Â | Â | Â | Â | Â | Â [2] | Â [2] | Shares of Class A common stock, par value $0.01 per share | 100,000 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| SCHLOSSTEIN RALPH<br>C/O EVERCORE INC.<br>55 EAST 52ND STREET<br>NEW YORK,Â NYÂ 10055 | Â X | Â | Â President and CEO | Â |

# 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)** 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.

**(2)** 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 customary conversion rate adjustments for stock splits, stock dividends and reclassifications.

**(3)** Mr. Schlosstein has made bona fide gifts of these Evercore LP partnership units to unaffiliated not-for-profit institutions

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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