

SCHLOSSTEIN RALPH  
 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 \*  
**SCHLOSSTEIN RALPH**  
 (Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

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

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

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

NEW YORK, NY 10055  
 (City) (State) (Zip)

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

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) |
|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Shares of Class A common stock, par value \$0.01 per share | ^                                    | ^  | ^                              | ^ ^ ^   | 104,755  | D  | ^                                 |
| Shares of Class B common stock, par                        | ^                                    | ^  | ^                              | ^ ^ ^   | 1  | D  | ^                                 |

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

^

^

^

^

^

^

1

I

Share held  
in trust. <sup>(1)</sup>

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

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(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 of Underlying Securities                              |
| Partnership units of Evercore LP           | ^  | 05/23/2018                           | ^  | G <sup>(3)</sup>               | ^ 20,000  | ^ <sup>(2)</sup> ^ <sup>(2)</sup>                        | Shares of Class A common stock, par value \$0.01 per share 480,000 |
| Partnership units of Evercore LP           | ^  | 05/31/2018                           | ^  | G <sup>(3)</sup>               | ^ 10,000  | ^ <sup>(2)</sup> ^ <sup>(2)</sup>                        | Shares of Class A common stock, par value \$0.01 per share 470,000 |
| Partnership units of Evercore LP           | ^  | ^                                    | ^  | ^                              | ^ ^   | ^ <sup>(2)</sup> ^ <sup>(2)</sup>                        | 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, NY 10055 | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

## 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. 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.