

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Altman Roger C</u> (Last) (First) (Middle) <u>C/O EVERCORE INC.</u> <u>55 EAST 52ND STREET</u> (Street) <u>NEW YORK NY 10055</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Evercore Inc. [EVR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Founder and Senior Chairman</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/04/2018</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Shares of Class A common stock, par value \$0.01 per share	02/04/2018		F		29,491 ⁽¹⁾	D	\$100	184,628	D	
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		12,546	D	\$95.8759 ⁽²⁾	172,082	D	
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		8,447	D	\$96.7978 ⁽³⁾	163,635	D	
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		10,101	D	\$97.6152 ⁽⁴⁾	153,534	D	
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		4,182	D	\$98.4702 ⁽⁵⁾	149,352	D	
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		2,200	D	\$93.5523 ⁽⁶⁾	54,946	I	Shares held in trust. ⁽⁷⁾
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		16,646	D	\$94.6188 ⁽⁸⁾	38,300	I	Shares held in trust. ⁽⁷⁾
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		16,229	D	\$95.804 ⁽⁹⁾	22,071	I	Shares held in trust. ⁽⁷⁾
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		9,311	D	\$96.9093 ⁽¹⁰⁾	12,760	I	Shares held in trust. ⁽⁷⁾
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		9,360	D	\$97.7447 ⁽¹¹⁾	3,400	I	Shares held in trust. ⁽⁷⁾
Shares of Class A common stock, par value \$0.01 per share	02/05/2018		S		3,400	D	\$98.5176 ⁽¹²⁾	0	I	Shares held in trust. ⁽⁷⁾
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. ⁽⁷⁾

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

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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 Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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Explanation of Responses:

- These shares were surrendered to Evercore Inc. for the payment of taxes in connection with the vesting of previously granted restricted stock unit awards.
- 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 \$95.25 to \$96.15 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 \$96.20 to \$97.15 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 \$97.20 to \$98.15 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 \$98.20 to \$98.85 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 \$93.15 to \$93.90 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.
- These securities are held in trust for the benefit of Mr. Altman's family. Mr. Altman's family disclaims beneficial ownership of these securities and the filing of this report is not an admission that Mr. Altman 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 \$94.30 to \$95.25 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 \$95.30 to \$96.25 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 \$96.30 to \$97.25 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 \$97.30 to \$98.25 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 \$98.30 to \$98.90 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.

Remarks:

/s/ Robert B. Walsh, as
Attorney-in-Fact
 ** Signature of Reporting Person Date 02/06/2018

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
 * 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).
 Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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 Number.