

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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.

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

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2017</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 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	02/06/2017		G ⁽¹⁾	6,800	D	\$0.00	210,918	D	
Shares of Class A common stock, par value \$0.01 per share	02/06/2017		G ⁽¹⁾	12,900	D	\$0.00	198,018	D	
Shares of Class A common stock, par value \$0.01 per share	02/06/2017		G ⁽¹⁾	3,200	D	\$0.00	194,818	D	
Shares of Class A common stock, par value \$0.01 per share	02/09/2017		G ⁽¹⁾	3,200	D	\$0.00	191,618	D	
Shares of Class A common stock, par value \$0.01 per share	02/09/2017		G ⁽¹⁾	3,200	D	\$0.00	188,418	D	
Shares of Class A common stock, par value \$0.01 per share	02/09/2017		G ⁽¹⁾	1,275	D	\$0.00	187,143	D	
Shares of Class A common stock, par value \$0.01 per share	07/28/2017		G ⁽²⁾	8,300	D	\$0.00	178,843	D	
Shares of Class A common stock, par value \$0.01 per share							50,000	I	Please see footnote. ⁽³⁾
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	Shares held in trust. ⁽⁴⁾

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 Securities Underlying Derivative 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)
					(A)	(D)	Date Exercisable	Expiration Date					
Partnership units of Evercore LP	(5)	02/06/2017		G ⁽¹⁾		26,000	(5)	(5)	Shares of Class A common stock, par value \$0.01 per share	\$0.00	683,784	D	

**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 Securities Underlying Derivative 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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Partnership units of Evercore LP	(5)	05/16/2017		G ⁽¹⁾		14,000	(5)	(5)		Shares of Class A common stock, par value \$0.01 per share	14,000	\$0.00	669,784	D	
Partnership units of Evercore LP	(5)	10/13/2017		G ⁽¹⁾		13,000	(5)	(5)		Shares of Class A common stock, par value \$0.01 per share	13,000	\$0.00	656,784	D	
Partnership units of Evercore LP	(5)	11/20/2017		G ⁽¹⁾		15,000	(5)	(5)		Shares of Class A common stock, par value \$0.01 per share	15,000	\$0.00	641,784	D	
Partnership units of Evercore LP	(5)	11/30/2017		G ⁽¹⁾		5,000	(5)	(5)		Shares of Class A common stock, par value \$0.01 per share	5,000	\$0.00	636,784	D	
Partnership units of Evercore LP	(5)							(5)	(5)	Shares of Class A common stock, par value \$0.01 per share	362,536		362,536	I	Shares held in trust. ⁽⁴⁾

Explanation of Responses:

- Mr. Altman has made bona fide gifts of these shares of Class A common stock to unaffiliated not-for-profit institutions.
- Mr. Altman has made a bona fide gift of these shares of Class A common stock to the Altman Kazickas Foundation, a not-for-profit institution.
- 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 of Class A common stock held by the trust 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 these shares of Class A common stock for the purposes of Section 16 or any other purpose.
- These shares of Class B common stock are held in trust for the benefit of Mr. Altman's family. Mr. Altman disclaims beneficial ownership of these shares 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 these shares of Class B common stock for the purposes of Section 16 or any other purpose.
- 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.

Remarks:

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

** Signature of Reporting Person Date

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.

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