SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

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>SIBBALD ANDREW</u>			2. Date of Event Requiring Staten Month/Day/Year 08/19/2011	nent	3. Issuer Name and Ticker or Trading Symbol <u>Evercore Partners Inc.</u> [EVR]						
(Last) C/O EVERCO	(First) (Middle) CORE PARTNERS INC.				4. Relationship of Reporting Perso (Check all applicable) Director		10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year)		
55 EAST 52ND STREET, 38TH FLOOR					X	below)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) NEW YORK	NY	10055				See Remark	S		X		y One Reporting Person y More than One erson
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Shares of Class A common stock, par value \$.01 per share						240,564 ⁽¹⁾	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		d 3. Title and Amount of Secur Underlying Derivative Securi				ercise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiratio Date	on Title	e	Amount or Number of Shares	Deriva	ative	or Indirect (I) (Instr. 5)	

Explanation of Responses:

1. Restricted shares granted in accordance with the Deed for the Sale and Purchase of The Lexicon Partnership LLP, dated June 7, 2011, will vest ratably over a three-year period beginning on June 30, 2013. Shares are deliverable on the earlier of (i) the first anniversary of the relevant vesting date and (ii) the date of the first secondary offering by Evercore Partners Inc. following the relevant vesting date, subject to acceleration in certain circumstances.

Remarks:

CEO of Evercore Partners International LLP

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

08/29/2011

** 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 5 (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.

POWER OF ATTORNEY

Know all by those presents, that each of the undersigned hereby constitutes and appoints each of Robert B. Walsh, Adam B. Frankel, Paul Pensa, Ken Masotti, Jason Klurfeld and Michael Riordan, signing singly, each of the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of each of the undersigned, in each of the undersigned's capacity as an officer and/or director of Evercore Partners Inc., a Delaware corporation (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of each of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, each of the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of each of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

Each of the undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as each of the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. Each of the undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of each of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 or the rules thereunder.

This Power of Attorney shall remain in full force and effect until each of the undersigned, after becoming subject to the requirements to file Forms 3, 4 and 5 with respect to each of the undersigned's holdings of and transactions in securities issued by the Company, ceases to be subject to those requirements, unless earlier revoked by each of the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 23rd day of August, 2011.

/s/ Andrew Sibbald

Andrew Sibbald

STATE OF NEW YORK)

COUNTY OF NEW YORK

:ss:

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On this 23rd day of August, 2011, before me personally came the aforesaid individual, known to me to be the individual described in and who executed the foregoing instrument, and acknowledged that he (or she or they) executed the same.

/s/ Anna J. Glantz

Signature and Seal of Notary Public