FORM 4

obligations may continue. See

Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP

OMB APPROVAL OMB Number: 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

Name and Address of Reporting Person* Pensa Paul					2. Issuer Name and Ticker or Trading Symbol Evercore Partners Inc. [EVR]										k all app Dired	olicable)	g Person(s) to Is 10% C Other		
		rst) (ARTNERS INC. REET, 38TH FLO	Middle)		3. Date of Earliest Transaction 03/09/2012				saction (M	on (Month/Day/Year)						below) below) Contr.,Principal Acct. Officer)``	
(Street)			10055		4. 11	f Ame	endme	nt, Date	of Origina	l Filed	(Month/Da	ay/Yea	ar)		6. Indiv Line) X	Forn	n filed by One	Filing (Check A Reporting Pers te than One Rep	son
(City)	(St	ate) (Zip)													1 013			
		Tabl	e I - Nor	n-Deriv	ative	Se	curit	ies Ac	quired,	Dis	posed o	f, or	Ber	nefic	ially	Owne	ed		
Da			Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		, Trans Code	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)				5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount		(A) or (D)		се	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Shares of Class A common stock, par value \$0.01 per share			03/09	9/2012				A ⁽¹⁾		4	4 A			\$0	6,693		D		
Shares of \$0.01 per		mmon stock, par	value	03/09	9/201	2			A ⁽²⁾		4		A		\$0				
Shares of Class A common stock, par value \$0.01 per share				9/201	2			A ⁽³⁾		10	10 A			\$0		6,707	D		
Shares of \$0.01 per		mmon stock, par	value	03/09	9/201	2			A ⁽⁴⁾		33		A		\$0	0 6,740 D			
		Та	ıble II - D								sed of, onvertib					wned			
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)				Date,	4. Transaction Code (Instr. 8)		n of De Se Ac (A) Dis of	of E		o. Date Exercisabl Expiration Date Month/Day/Year)		Amoun		f g	Deri Sec (Ins	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v			Date Exercisa		Expiration Date	Title	or Nu of	umber							

Explanation of Responses:

- 1. Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 412 unvested underlying RSUs awarded on February 9, 2009. The dividend equivalent RSUs will vest concurrent with the vesting of the unvested underlying RSUs awarded on February 9, 2009.
- 2. Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 433 unvested underlying RSUs awarded on February 4, 2010. The dividend equivalent RSUs will vest concurrent with the vesting of the unvested underlying RSUs awarded on February 4, 2010.
- 3. Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 1,304 unvested underlying RSUs awarded on February 4, 2011. The dividend equivalent RSUs will vest concurrent with the vesting of the unvested underlying RSUs awarded on February 4, 2011.
- 4. Shares of Class A common stock are dividend equivalents in the form of restricted stock units on 4,456 unvested underlying RSUs awarded on February 6, 2012. The dividend equivalent RSUs will vest concurrent with the vesting of the unvested underlying RSUs awarded on February 6, 2012.

/s/ Adam B. Frankel, as 03/13/2012 Attorney-in-Fact

** 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.

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.