П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check thi | s box if no longer subject to |
|-------------|-------------------------------|
| | 6. Form 4 or Form 5 |
| | |
| | s may continue. See |
| Instruction | 1 L(D). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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| Estimated average burden | |
|--------------------------|-----|
| hours per response: | 0.5 |
| | |

| 1. Name and Address of Reporting Person [*] Walsh Robert B | | on* | 2. Issuer Name and Ticker or Trading Symbol <u>Evercore Inc.</u> [EVR] | | tionship of Reporting Pers all applicable) Director | 10% Owner | |
|------------------------------------------------------------------------------|--|----------|------------------------------------------------------------------------------------|------------------------|-------------------------------------------------------------------------------------------|----------------------------------------|--|
| (Last) C/O EVERCOF 55 EAST 52ND | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/04/2020 | X | Officer (give title below) Principal Financia | Other (specify below) al Officer | |
| SS EAST S2ND STREET (Street) NEW YORK NY 10055 (City) (State) (Zip) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Group Filing Form filed by One Rep Form filed by More that Person | orting 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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|----------------------------------------------------------------------|---|----------|---------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|--|
| | | | Code | v | Amount (A) or Pr | | Price | Transaction(s) (Instr. 3 and 4) | | (| |
| Shares of Class A common stock, par value \$0.01 per share | 02/04/2020 | | F | | 6,3 11 ⁽¹⁾ | D | \$77.905 | 73,034 | D | | |
| Shares of Class B common stock, par value \$0.01 per share | | | | | | | | 1 | 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) | rivative Conversion Date Execution or Exercise (Month/Day/Year) if any | | 3A. Deemed Execution Date, if any (Month/Day/Year) | ition Date, Transad Code (II | | ransaction of ode (Instr. Deriva | | Expiration Date (Month/Day/Year) ised 3,4 | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-----------------------------------------------------|------------------------------------------------------------------------|--|-------------------------------------------------------------|---------------------------------|---|-------------------------------------|-----|----------------------------------------------------|--------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------|--------------------------------------|----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|--------------------------------------------------------------------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. These shares were surrendered to Evercore Inc. for the payment of taxes in connection with the vesting of previously granted restricted stock unit awards. **Remarks:**

> <u>/s/ Jason Klurfeld, as Attorney-</u> 02/06/2020 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.