

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

| OMB APPROVAL | |
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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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|--|--|--|---|
| 1. Name and Address of Reporting Person* <u>HILTZ WILLIAM</u> (Last) (First) (Middle) <u>55 E. 52ND STREET</u> <u>38TH FLOOR</u> (Street) <u>NEW YORK NY 10055</u> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) <u>02/09/2009</u> | 3. Issuer Name and Ticker or Trading Symbol <u>Evercore Partners Inc. [EVR]</u> | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Managing Director</u> | 5. 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 Form filed by More than One Reporting Person |

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 \$0.01 per share | 84,410 ⁽¹⁾ | D ⁽¹⁾ | |
| 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 by trust ⁽²⁾ |

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|-----------------|---|--|--|---|
| | Date Exercisable | Expiration Date | | | | |
| Partnership units of Evercore LP ⁽³⁾ | (3) | (3) | Shares of Class A common stock, par value \$0.01 per share | 1,118,705 | (3) | D |
| Partnership units of Evercore LP ⁽³⁾ | (3) | (3) | Shares of Class A common stock, par value \$0.01 per share | 83,418 | (3) | I Partnership units held by trust ⁽²⁾ |

Explanation of Responses:

- These 84,410 shares of Class A common stock are restricted stock units which were granted to Mr. Hiltz pursuant to the 2006 Evercore Partners Inc. Stock Incentive Plan.
- These share are held by a grantor retained annuity trust of which Mr. Hiltz is the investment trustee.
- Evercore LP units are, subject to certain restrictions in the Evercore LP partnership agreement, exchangeable on a one-for-one basis for shares of Evercore Partnership Inc. Class A common stock, subject to customary conversion rate adjustments for stock splits, stock dividends and reclassifications.

/s/ Adam B. Frankel, as- attorney-in fact 02/12/2009

** 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.