FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPE	ROVAL
	OMB Number:	3235-0287
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0.5

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	Check this box if no longer subject to
١	Section 16. Form 4 or Form 5
ı	obligations may continue. See
	Instruction 1(h)

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*  HESSLER CURTIS A						2. Issuer Name and Ticker or Trading Symbol  Evercore Partners Inc. [ EVR ]									Check a	II app			10% Owner		
(Last) (First) (Middle) C/O EVERCORE PARTNERS INC.						3. Date of Earliest Transaction (Month/Day/Year) 06/03/2009										Office below	er (give title		Other (below)	(specify	
55 EAST 52ND STREET, 43RD FLOOR						4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)						
(Street) NEW YORK NY 10055														X	Form filed by One Reporting Person  Form filed by More than One Reporting Person						
(City) (State) (Zip)																					
		Tabl	e I - Nor	-Deriva	ative	Se	curitie	s Ac	quired,	Dis	posed o	f, or	Bene	ficia	ally O	wne	d				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da						ar)   i	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ities Acquired (A) d Of (D) (Instr. 3,			nd S B C	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 (D)	Price	_  т	Transaction(s) (Instr. 3 and 4)				(111501. 4)	
Class A common stock, par value \$.01 per share 06/03/2									A		2,066(1)		A	\$0		9,447		D			
		Та	ble II - C								sed of, onvertib				y Ow	ned					
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)				6. Date Ex Expiration (Month/Da	•	Amount of			8. Pric Deriva Securi (Instr.	vative urity tr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transactions (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	n: ct (D) direct	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amo or Nun of Sha	ber							

## **Explanation of Responses:**

1. These restricted stock units, which were granted pursuant to the 2006 Evercore Partners Inc. Stock Incentive Plan, will vest on June 3, 2010, subject to accelerated vesting in certain circumstances.

## Remarks:

/s/ Adam B. Frankel, as Attorney-in-Fact 06/05/2009

\*\* 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 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.