

Altman Roger C  
 Form 5  
 February 02, 2011

**FORM 5**

OMB APPROVAL

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
**Altman Roger C**  
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**Evercore Partners Inc. [EVR]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Executive Chairman and Co-CEO**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2010**

**C/O EVERCORE PARTNERS INC., 55 EAST 52ND STREET, 38TH FLOOR**  
 (Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

**NEW YORK, NY 10055**  
 (City) (State) (Zip)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	
(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Partnership units of Evercore LP <sup>(1)</sup>	Â	02/05/2010	Â	G <sup>(2)</sup>	Â 17,500	Â <sup>(1)</sup> Â <sup>(1)</sup> Shares of Class A common stock, par value \$0.01 per share	17,500
Partnership units of Evercore LP <sup>(1)</sup>	Â	04/22/2010	Â	G <sup>(2)</sup>	Â 7,800	Â <sup>(1)</sup> Â <sup>(1)</sup> Shares of Class A common stock, par value \$0.01 per share	7,800
Partnership units of Evercore LP <sup>(1)</sup>	Â	05/06/2010	Â	G <sup>(3)</sup>	Â 6,400	Â <sup>(1)</sup> Â <sup>(1)</sup> Shares of Class A common stock, par value \$0.01 per share	6,400
Partnership units of Evercore LP <sup>(1)</sup>	Â	09/03/2010	Â	G <sup>(2)</sup>	Â 9,000	Â <sup>(1)</sup> Â <sup>(1)</sup> Shares of Class A common stock, par value \$0.01 per share	9,000
Partnership units of Evercore LP <sup>(1)</sup>	Â	11/02/2010	Â	G <sup>(2)</sup>	Â 8,750	Â <sup>(1)</sup> Â <sup>(1)</sup> Shares of Class A common stock, par value \$0.01 per share	8,750
Partnership units of Evercore LP <sup>(1)</sup>	Â	12/13/2010	Â	G <sup>(3)</sup>	Â 11,200	Â <sup>(1)</sup> Â <sup>(1)</sup> Shares of Class A common stock, par value	11,200

