

FORM 4

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Grisin Scott D		2. Issuer Name and Ticker or Trading Symbol ENVESTNET, INC. [ENV]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Technology Officer	
(Last) (First) (Middle) 35 EAST WACKER DRIVE, SUITE 2400		3. Date of Earliest Transaction (Month/Day/Year) 09/23/2016			
(Street) CHICAGO, IL 60601		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

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)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	09/23/2016		M		12,000	A	\$ 7.5	222,668	D	
Common Stock	09/23/2016		S		12,000	D	\$ 39.16 (1)	210,668	D	

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 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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		(A)	(D)						Date Exercisable
Employee Stock Option (Right to Buy)	\$ 7.5	09/23/2016		M		12,000	02/01/2006 ⁽²⁾	04/26/2017	Common Stock	12,000	\$ 0	0	D	
Employee Stock Option (Right to Buy)	\$ 7.5						04/30/2008 ⁽³⁾	04/30/2018	Common Stock	9,000		9,000	D	
Employee Stock Option (Right to Buy)	\$ 7.15						05/15/2009 ⁽³⁾	05/15/2019	Common Stock	6,000		6,000	D	
Employee Stock Option (Right to Buy)	\$ 9						07/28/2011 ⁽²⁾	02/28/2020	Common Stock	56,000		56,000	D	
Employee Stock Option (Right to Buy)	\$ 12.55						02/28/2012 ⁽³⁾	02/28/2021	Common Stock	10,000		10,000	D	

Employee Stock Option (Right to Buy)	\$ 12.45						02/28/2013 ⁽³⁾	02/28/2022	Common Stock	10,195		10,195	D
Employee Stock Option (Right to Buy)	\$ 15.34						02/28/2014 ⁽³⁾	02/28/2023	Common Stock	8,000		8,000	D
Employee Stock Option (Right to Buy)	\$ 41.84						02/28/2015 ⁽³⁾	02/28/2024	Common Stock	6,200		6,200	D
Employee Stock Option (Right to Buy)	\$ 53.88						02/28/2016 ⁽³⁾	02/28/2025	Common Stock	6,000		6,000	D
Employee Stock Option (Right to Buy)	\$ 20.51						02/28/2017 ⁽⁴⁾	02/28/2026	Common Stock	3,234		3,234	D
Restricted Stock Award	(5)						(7)	02/28/2017	Common Stock	1,334 (6)		1,334	D
Restricted Stock Award	(5)						(7)	02/28/2018	Common Stock	2,667 (6)		2,667	D
Restricted Stock Award	(5)						(8)	02/28/2019	Common Stock	3,234 (6)		3,234	D
Restricted Stock Award	(5)						(9)	08/02/2019	Common Stock	35,000 (6)		35,000	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Grinis Scott D 35 EAST WACKER DRIVE SUITE 2400 CHICAGO, IL 60601			Chief Technology Officer	

Signatures

/s/ Shelly O'Brien, by power of attorney for Scott Grinis		09/27/2016
<small>**Signature of Reporting Person</small>		<small>Date</small>

Explanation of Responses:

* 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).

(1) The shares reported in column 4 were sold in multiple transactions with a weighted average price of \$39.16 per share.

(2) Original option grant vests in four installments beginning on the first date of grant and thereafter on the first anniversary of the date of grant as listed in the "Date Exercisable" column.

(3) Original option grant vests in three installments beginning on the first anniversary of the date of grant as listed in the "Date Exercisable" column.

(4) This option grant vests over a 3 year period, one-third of the total amount vests on the first anniversary of the applicable date of grant and one-twelfth of the total amount vests on each three-month anniversary of the date of grant thereafter.

(5) Each restricted stock award is the economic equivalent of one share of Envestnet, Inc. Common Stock

(6) Each restricted stock award represents the contingent right to receive one share of common stock upon vesting of the unit.

(7) This restricted stock award vests in three equal installments annually beginning on the first anniversary of the date of the grant of restricted stock.

(8) This restricted stock unit vests over a 3 year period, with 1/3 of the shares vesting on the first anniversary of the date of grant and one-twelfth of the total amount vesting on each three-month anniversary of the date of grant.

(9) This restricted stock unit vests over a 3 year period, with one-twelfth of the total amount vesting on each three-month anniversary of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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