UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Envestnet, Inc.

(Name of issuer)

Common Stock (Title of class of securities)

> 29404K106 (CUSIP number)

December 31, 2011 (Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

 \Box Rule 13d-1(b)

 \Box Rule 13d-1(c)

⊠ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 29404K106

(1)	Names of	Names of reporting persons				
	GRP II	GRP II Investors, L.P.				
(2)	Check the	he app	propriate box if a member of a group (see instructions)			
(3)	SEC use only					
(4)	Citizens	hip or	place of organization			
	Delawar	e				
		(5)	Sole voting power			
Num	nber of		0			
	ares	(6)	Shared voting power			
	ficially red by		449,411			
	ach	(7)				
	orting erson		0			
	/ith:	(8)				
			449,411			
(9)	Aggrega	ate am	ount beneficially owned by each reporting person			
	449,411					
(10)	Check if the aggregate amount in Row (9) excludes certain shares (see instructions) \Box					
(11)	Percent	of cla	ss represented by amount in Row (9)			
	1.4%1					
(12)	Type of	repor	ting person (see instructions)			
	PN					

¹ Based on 31,877,950 shares of the Issuer's Common Stock outstanding as of December 31, 2011

CUSIP No. 29404K106

(1) Names of reporting persons (2) Check the appropriate box if a member of a group (see instructions) (a) ⊠ (b) □ (3) SEC use only (4) Citizenship or place of organization Delaware □ (6) Shares beneficially 0 extreme □ (7) Sole otting power 0 0 ench (7) Sole dispositive power □ 0 0 ench (8) Shared dispositive power □ 209,156 □ (9) Aggregate amount beneficially owned by each reporting person 209,156 □ (10) Check if the aggregate amount in Row (9) 0.7% □ (11) Percent of class represented by amount in Row (9) 0.7% □ (12) Type of reporting person (see instructions)						
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(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions) (11) Percent of class represented by amount in Row (9) 0.7%2 (12) Type of reporting person (see instructions)		209,156				
0.7%2 (12) Type of reporting person (see instructions)	(10)					
0.7%2 (12) Type of reporting person (see instructions)	(11)	Percent	of cla	ss represented by amount in Row (9)		
(12) Type of reporting person (see instructions)	()					
	(10)					
PN	(12)	Type of	repor	ting person (see instructions)		
	PN					

² Based on 31,877,950 shares of the Issuer's Common Stock outstanding as of December 31, 2011

CUSIP No. 29404K106

(1)	Names of reporting persons				
	GRP Management Services Corp.				
(2) Check the appropriate box if a member of a group (see instructions)			propriate box if a member of a group (see instructions)		
	(a) 🗵	(b			
(3)	SEC use	e only			
(4)	Citizens	hip o	r place of organization		
	Delawa	re			
		(5)	Sole voting power		
Nun	nber of		0		
	nares	(6)	Shared voting power		
	ficially ned by		2,254,313		
	ach	(7)			
	orting		0		
	erson vith:	(8)			
			2.254.313		
(9)	Aggrega	ate arr	iount beneficially owned by each reporting person		
	2,254,3	13			
(10)	, ,		ggregate amount in Row (9) excludes certain shares (see instructions)		
(11)	D (C 1			
(11)	Percent	of cla	ss represented by amount in Row (9)		
7.1%3					
(12)	Type of	repor	ting person (see instructions)		
	со				
-					

³ Based on 31,877,950 shares of the Issuer's Common Stock outstanding as of December 31, 2011

CUSIP No. 29404K106

(1)	Names of reporting persons					
(2)		GRPVC, L.P. Check the appropriate box if a member of a group (see instructions)				
(2)	(a) 🗵		\rightarrow \square			
	(u) <u> </u>	(
(3)	SEC use	e only				
(4)	Citizens	ship or	place of organization			
	Delawa	Delaware				
		(5)	Sole voting power			
Nun	nber of		0			
	nares	(6)	Shared voting power			
	eficially ned by		1.804.902			
	each	(7)				
	orting	())				
	erson	(-)	0			
W	vith:	(8)	Shared dispositive power			
			1,804,902			
(9)	Aggrega	ate am	ount beneficially owned by each reporting person			
	1,804,9	1,804,902				
(10)	Check if the aggregate amount in Row (9) excludes certain shares (see instructions)					
(11)	Percent	of cla	ss represented by amount in Row (9)			
	5.7%4	5 7%4				
(12)		repor	ting person (see instructions)			
	PN					

⁴ Based on 31,877,950 shares of the Issuer's Common Stock outstanding as of December 31, 2011

CUSIP No. 29404K106

		0				
(1)	Names of reporting persons					
	AOS Pa	AOS Partners, L.P.				
(2)		Check the appropriate box if a member of a group (see instructions)				
	(a) 🗵					
(3)	SEC us	e only				
(4)	Citizens	ship or	place of organization			
	Delawa	re				
		(5)	Sole voting power			
Nur	nber of		0			
	hares	(6)	Shared voting power			
	eficially					
	ned by		4,546,704			
	each orting	(7)	Sole dispositive power			
·	erson		0			
	with:	(8)	Shared dispositive power			
			4,546,704			
(9)	Aggreg	ate am	ount beneficially owned by each reporting person			
	4,546,7	4,546,704				
(10)	Check i	f the a	ggregate amount in Row (9) excludes certain shares (see instructions)			
(11)	Percent	of cla	ss represented by amount in Row (9)			
	14 20/ 6					
14.3%5			ting noncon (and instructions)			
(12)	1 ype of	Type of reporting person (see instructions)				
	PN	PN				

⁵ Based on 31,877,950 shares of the Issuer's Common Stock outstanding as of December 31, 2011

CUSIP No. 29404K106

(1)	Names of	of repo	orting persons		
	Hique, I				
(2)			propriate box if a member of a group (see instructions)		
	(a) 🗵	(b			
(3)	SEC use	e only			
(4)	Citizens	hip or	place of organization		
	Delawar	re			
		(5)	Sole voting power		
Num	ber of		0		
	ares	(6)	Shared voting power		
	ficially ed by		4.546.704		
	ach	(7)	Sole dispositive power		
repo	orting				
	rson		0		
W	ith:	(8)	Shared dispositive power		
			4,546,704		
(9)	Aggrega	ate am	ount beneficially owned by each reporting person		
	4,546,70)4			
(10)	Check it	f the a	ggregate amount in Row (9) excludes certain shares (see instructions)		
(11)	Percent	of cla	ss represented by amount in Row (9)		
	14.3%6				
(12)		repor	ting person (see instructions)		
()		-r. 51			
	CO				

⁶ Based on 31,877,950 shares of the Issuer's Common Stock outstanding as of December 31, 2011

CUSIP No. 29404K106

	-				
(1)	Names of reporting persons				
	Yves Sisteron				
(2)	Check t	e appropriate box if a member of a group (see instructions)			
	(a) 🗵	(b) 🗆			
(3)	SEC use	only			
(4)	Citizenship or place of organization				
	United States				
		(5) Sole voting power			
Num	ber of	0			
	ares	(6) Shared voting power			
	ficially red by	2,254,313			
	ach	 (7) Sole dispositive power 			
	orting				
	rson rith:	(8) Shared dispositive power			
		2,254,313			
(9)	Aggregate amount beneficially owned by each reporting person				
	2,254,313				
(10)	Check i	the aggregate amount in Row (9) excludes certain shares (see instructions)			
(11)	Percent	f class represented by amount in Row (9)			
	7.1%7				
(12)		eporting person (see instructions)			
	IN				
	IIN				

⁷ Based on 31,877,950 shares of the Issuer's Common Stock outstanding as of December 31, 2011

Item 1(a) Name of issuer:

Envestnet, Inc.

Item 1(b) Address of issuer's principal executive offices:

35 E. Wacker Drive

Suite 2400

Chicago, IL 60601

2(a) Name of person filing:

- (1) GRP II Investors, L.P.
- (2) GRP II Partners, L.P.
- (3) GRP Management Services Corp.
- (4) GRPVC, L.P.
- (5) AOS Partners, LP
- (6) Hique, Inc.
- (7) Yves Sisteron

2(b) Address or principal business office or, if none, residence:

2121 Avenue of the Stars 16th Floor Los Angeles, CA 90067-5014 Attn: Steven Dietz

2(c) Citizenship:

GRP II Investors, L.P., GRP II Partners, L.P, GRP Management Services Corp., GRPVC, L.P., AOS Partners, LP and Hique, Inc: Delaware

Yves Sisteron: United States

2(d) Title of class of securities:

Common Stock

2(e) CUSIP No.:

29404K106

Item 3. If this statement is filed pursuant to §§240.13d–1(b) or 240.13d–2(b) or (c), check whether the person filing is a:

Not Applicable

Item 4. Ownership

The information in items 1 and 5 through 11 on the cover pages (pp. 2-8) of this Schedule 13G is hereby incorporated by reference. GRPVC, L.P. ("GRPVC") is the general partner of GRP II Partners, L.P. ("GRP II Partners"). GRP Management Services Corp. ("GRPMSC") is the general partner of GRPVC and GRP II Investors, L.P. ("GRP II Investors"). Hique, Inc. ("Hique") is the general partner of AOS Partners, LP. Mr. Sisteron is a member of the investment committee of GRP II Partners and an officer of GRPMSC. Mr. Sisteron disclaims beneficial ownership of all such shares except to the extent of his pecuniary interest therein.

Item 5. Ownership of 5 Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than 5 Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group

Please see attached Exhibit 1.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2012

GRP II Investors, L.P.

By: GRP Management Services Corp., its General Partner

By: /s/ Dana Kibler Dana Kibler, Chief Financial Officer

GRP II Partners, L.P.

By: GRPVC, L.P., its General Partner

By: GRP Management Services Corp., its General Partner

By: /s/ Dana Kibler Dana Kibler, Chief Financial Officer

GRP Management Services Corp.

By: /s/ Dana Kibler Dana Kibler, Chief Financial Officer

GRPVC, L.P.

By: GRP Management Services Corp., its General Partner

By: /s/ Dana Kibler Dana Kibler, Chief Financial Officer

AOS Partners, LP

By: Hique, Inc., its General Partner

By: /s/ Dana Kibler Dana Kibler, Chief Financial Officer

Hique, Inc.

By: /s/ Dana Kibler Dana Kibler, Chief Financial Officer

/s/ Yves Sisteron Yves Sisteron

EXHIBIT 1

Group Members

- GRP II Investors, L.P. GRP II Partners, L.P. GRP Management Services Corp. GRPVC, L.P. AOS Partners, LP

- (1)
 (2)
 (3)
 (4)
 (5)
 (6)
 (7) Hique, Inc. Yves Sisteron