

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

Current Report

**Pursuant To Section 13 or 15 (d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) — April 5, 2012

ENVESTNET, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction)

001-34835
(State or other
jurisdiction)

20-1409613
(I.R.S. Employer of
Incorporation Identification No.)

35 East Wacker Drive, Suite 2400
Chicago, Illinois
(Address of principal executive offices)

60601
(Zip Code)

Registrant's telephone number, including area code: (312) 827-2800

Not applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions *see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.01. Completion of Acquisition or Disposition of Assets.

On April 5, 2012, pursuant to a stock purchase agreement (the "Agreement"), dated February 9, 2012, with the shareholders of Prima Capital Holding, Inc., a Colorado corporation ("Prima") to acquire (the "Acquisition") all of the outstanding shares of Prima, Envestnet acquired all of the outstanding shares of Prima.

Under the terms of the Stock Purchase Agreement, Envestnet paid approximately \$13.75 million in cash for all of the outstanding shares of Prima, subject to certain post-closing adjustments. Envestnet funded the acquisition price with available cash.

The foregoing summary of the Stock Purchase Agreement and the Acquisition does not purport to be a complete description and is subject to, and qualified in its entirety by, the full text of the Stock Purchase Agreement, a copy of which was filed as an exhibit to Envestnet's Annual Report on Form 10-K for the year ending December 31, 2011.

Item 8.01. Other Events.

On April 5, 2012, Envestnet issued a press release announcing the completion of the Prima Acquisition referred to in Item 2.01 above. A copy of the press release is attached as Exhibit 99.4 hereto.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.4 Press release, dated April 5, 2012, regarding completion of the acquisition of Prima Capital Holding, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ENVESTNET, INC.

By: /s/ Peter D'Arrigo
Name: Peter D'Arrigo
Title: Chief Financial Officer

Date: April 5, 2012

FOR IMMEDIATE RELEASE

ENVESTNET COMPLETES ACQUISITION OF PRIMA CAPITAL

Gib Watson to Become Group President of EnvestnetPrima™

CHICAGO – April 5, 2012 – Envestnet, Inc. (NYSE: ENV), a leading provider of technology-enabled wealth management solutions for investment advisors, today announced the completion of its acquisition of Prima Capital Holding, Inc., a provider of investment manager due diligence, research applications, asset allocation modeling and multi-manager portfolios to the wealth management and retirement industries. Prima's clientele include seven of the top 20 banks in the U.S. by total assets, regional broker-dealers, trust companies and accounting firms. "We are pleased to expand Envestnet's core technology and investment solutions with Prima's institutional-quality investment manager research and due diligence," said Jud Bergman, Chairman and Chief Executive Officer of Envestnet. "This acquisition reaffirms Envestnet's commitment to providing the tools and solutions that empower advisors to achieve better outcomes for their clients."

Envestnet's wealth management solutions are enhanced with Prima's investment manager due diligence, research applications, asset allocation modeling and multi-manager portfolios to its existing customer base and to prospective customers. The acquisition also expands Envestnet's customer base to include Prima's range of clients in the banking and broker-dealer channels. "The comprehensive suite of products, services and solutions that Envestnet and Prima bring to investment advisors, together, is unique in the financial services industry," said J. Gibson "Gib" Watson, III, Prima's Founder, President and CEO. "Prima has long been a strong brand among wealth managers. Our acquisition by Envestnet enables us to continue delivering top quality products, services and solutions to meet our clients' evolving needs, with additional resources for further innovation."

Denver-based Prima was founded in 1999, and was acquired by Broadridge Financial Solutions, Inc. as part of Broadridge's acquisition of Matrix Financial Solutions, Inc. in January of 2011. Mr. Watson will continue to head Prima's operations as Group President of EnvestnetPrima™. The Prima acquisition is part of a long-range strategy to accelerate Envestnet's growth through strategic acquisitions. Last December Envestnet acquired FundQuest, Inc., the Boston-based turnkey asset management program (TAMP) provider. In addition, Envestnet is engaged in the acquisition of Tamarac, Inc., a provider of sophisticated portfolio management technology that enables registered investment advisors (RIAs) to efficiently deliver customized individual account management to their clients.

ABOUT ENVESTNET (NYSE: ENV)

Envestnet, Inc. (NYSE: ENV) is a leading provider of technology-enabled wealth management solutions to investment advisors. Envestnet's Advisor Suit® software empowers advisors to better manage client outcomes and strengthen their practice. Envestnet also offers advanced portfolio solutions through its Portfolio Management Consultants Group, Envestnet|PMC®, Envestnet|Vantage™ gives advisors an in-depth view of clients' various investments, empowering them to give holistic, personalized advice.

Envestnet is headquartered in Chicago with offices in Boston, Charlotte, Denver, New York, Sunnyvale, and Trivandrum, India. For more information on Envestnet, please go to www.envestnet.com or call our toll-free number: (855) 769-0806.

ABOUT PRIMA CAPITAL

Envestnet|Prima™, a division of Envestnet, Inc. (NYSE: ENV), is a leading provider of investment manager research and due diligence, asset allocation and portfolio construction software and solutions, and other services to wealth managers and retirement planning professionals. Envestnet|Prima™ delivers objective advice and robust evaluation tools to empower advisors and wealth management firms through the PrimaGuide research and Prima AllocationGuide proposal applications. Prima's multi-factor due diligence process is applied to managed account strategies (UMA and SMA), mutual funds, ETFs and alternative investments. In addition, Envestnet|Prima™ manages globally diversified, professionally constructed target-date and target-risk portfolios. For more information, visit www.primacapital.com.

For more information about Envestnet:

Media
Jami Schlicher, JCPR
(973) 850-7309
jschlicher@jeprinc.com

Investors
Investor Relations
(312) 827-3940
investor.relations@envestnet.com