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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

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

| Chief Technology Officer Chief Technology O | (Print or Type Responses) 1. Name and Address of Reporting Person* Grinis Scott D | | | 2. Issuer Name and Ticker or Trading Symbol ENVESTNET, INC. [ENV] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|--|---------------------------------------|--|---|------------------------|--|-------------------------------|--|-------------------------------|---|--|---------------------------------|---|---|---------------------------|
| CHICAGO, IL 60601 City Ci | (Last) (First) (Middle) 35 EAST WACKER DRIVE, SUITE 2400 | | | ` · · · · · · · · · · · · · · · · · · · | | | | | | X Officer (give title below) Other (specify below) | | | | | |
| City Cap | · / | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | - | | | | | | | |
| Common Stock Date (Month/Day/Year) Code (Month/Day/Year) Month/Day/Year) Code Code (Instr. 3) Code (Instr. 4) Code (Instr. 3) Code (Instr. 4) Code (Instr. | | | | (Zip) | 1 | able I - No | n-Der | ivative S | Securities | Acqui | red, Dispo | osed of, or l | Beneficially (| Owned | |
| Common Stock 09/28/2019 F_II) 238 D S 56.97 188,387 D Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. 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 control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 2. Derivative or Exercise (Conversion Price of Derivative Security 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 control number. SEC 1 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) (Instr. 3) Amount of Underlying Securities Securities Securities Securities Securities Securities Securities Acquired (A) or Disposed of (D) (Instr. 3) (Instr. 3) And 5) Date Expiration Date Transaction Security Securities Securities Securities Securities Securities Securities Acquired (A) or Disposed of (D) (Instr. 3) And 5) Date Expiration Date Title Amount or On | | | | Date | Execution Date, if any | Code (Instr. 8) | | (A) or Disposed of (I | | | (D) Beneficially Own Reported Transac | | Following (s) | Ownership Form: | Beneficial |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. 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 control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 2. Conversion or Exercise (Instr. 3) Derivative Security Orice of Derivative Security Security Security Security Security Security Security Security Securities Acquired (A) or Disposed of (Instr. 8) Date Exercisable of (D) (Instr. 3) SEC 1 Amount of Derivative Securities Securities Securities (Instr. 3 and 4) S. Amount of Derivative Securities (Instr. 3) Securities (Instr. 3) SEC 1 Amount of Derivative Securities (Instr. 4) S. Amount of Code of (D) (Instr. 4) Security Securities (Instr. 4) S. Amount of Derivative Securities (Instr. 4) S. Amount of Code of Indirectly. Security Securities (Instr. 4) S. Amount of Code of CDD (Instr. 4) Security Securities (Instr. 4) S. Amount of Code of CDD (Instr. 4) S. Amount of Code of CDD (Instr. 4) S. Amount of Code of CDD (Instr. 4) Security Securities (Instr. 4) S. Amount of Code of CDD (Instr. 4) S. Caurity CDD (Instr. 4) S. Amount of CDD (Instr. 4) S. Caurity CDD (In | | | | | | | V | Amount | or | Price | (Instr. 3 a | nstr. 3 and 4) | | or Indirect (I | Ownership (Instr. 4) |
| 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 control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Title of Derivative Security (Instr. 3) Price of Derivative Security Security Security Security Security Security Security Securities | Common | Stock | | 09/28/2019 | | F ⁽¹⁾ | | 238 | 111 | | 188,387 | , | | D | |
| Security (Instr. 3) Price of Derivative Security Security Or Exercise Price of Derivative Security Or Exercise Price of Derivative Security Or Exercise Price of Derivative Security Or Exercise (Month/Day/Year) any (Month/Day/Year) Or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Or Exercise (Month/Day/Year) any (Month/Day/Year) Or Exercise Price of Derivative Securities (Instr. 3 and 4) Owned Following Reported Transaction(s) (Instr. 4) Owned Following Reported Transaction(s) (Instr. 4) Or Number of Numb | | 1 | | on 3A. Deemed | 4. | 5. | 6. D | ate Exerc | cisable | 7. Ti | | | | | |
| Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable Date Expiration Date Expiration Date Expiration Date Title Amount or Number of | Derivative Security | Conversion or Exercise Price of | Date | on 3A. Deemed Execution Da any | 4. Transaction Code | 5. Number of Derivative | red, Doptions 6. Doptions (Mo | tained ir form dis isposed o , convert tate Exerc Expiratio | of, or Benetible secures Date | eficiall rities) 7. Ti Amo Unde Secu | not requality valid by Owned tle and bunt of erlying urities | 8. Price of Derivative Security | 9. Number of Derivative Securities Beneficially | f 10. Ownersh Form of Derivative | ip landing Benefic Owners |
| Date Exercisable Date Title or Number of | | | | | | Acquired (A) or Disposed of (D) (Instr. 3, | | | | (| r. 3 and | | Following Reported Transaction(s | Direct (D or Indirect) | O) ct |
| | | | | | | | Exe | | | Title | or Number of | | | | |
| Reporting Owners | | | | | Code V | (A) (D) | | | | | Shares | | | | |

| P (1 0 V / | Relationships | | | | | | |
|---|------------------------|--|--------------------------|-------|--|--|--|
| Reporting Owner Name / Address | Director Owner Officer | | 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 D. Grinis | 10/01/2019 |
|--|------------|
| **Signature of Reporting Person | Date |

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 reporting person is reporting the withholding by Envestnet, Inc. of shares of common stock to satisfy the reporting person's tax withholding obligations in connection with the vesting of restricted stock units.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.