| FORM | 4 |
|-------------|---|
|-------------|---|

Г

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

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

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

| (Print or Type Response 1. Name and Address o Bergman Judson | | 2. Issuer Name and ENVESTNET, I | | | g Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|---------------------------|--|--|--------------|----------|---|--|---|--|--|-------------------------|--|
| (Last) 35 EAST WACKE | (First) R DRIVE, SUITE | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 11/22/2017 | | | | | | | | | |
| CHICAGO, IL 606 | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing/Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | |
| (Instr. 3) Date | | 2. Transaction Date (Month/Day/Year) | | (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | D) | Owned Following Reported Transaction(s) | 6. Ownership Form: | Beneficial | |
| | | | (Month/Day/Year) | Code | v | Amount | (A) or (D) | Price | (Instr. 3 and 4) | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) | |
| Common Stock | | 11/22/2017 | | M <u>(1)</u> | | 10,000 | А | \$ 9 | 742,569 | D | | |
| Common Stock | | 11/22/2017 | | S <u>(1)</u> | | 10,000 | D | \$ 49.39 (2) | 732,569 | 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 SEC 1474 (9-02) 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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code | | of D Secu Acq or D of (I | Derivative urities uired (A) Disposed D) tr. 3, 4, | (Month/Day/Year | .) | 7. Title and of Underlyin Securities (Instr. 3 and | ng | Derivative Security (Instr. 5) Beneficially Owned Following Reported Transaction(s) | Security Securities Instr. 5) Beneficially Owned Following Reported Transaction(s) | | Derivative Ownershi Securities Form of Beneficially Derivative Owned Security: Following Direct (D) Reported or Indirect Fransaction(s) (I) | Ownership of Form of Be Derivative Ownership Security: (In Direct (D) or Indirect s) (I) | Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | | | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | (Instr. 4) | | | |
| Employee Stock Option (Right to Buy) | \$9 | 11/22/2017 | | M ⁽¹⁾ | | | 10,000 | 07/28/2011 ⁽³⁾ | 07/28/2020 | Common Stock | 10,000 | \$ 0 | 347,000 | D | | | |

Reporting Owners

| | Relationships | | | | | | | |
|---|---------------|--------------|-------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| Bergman Judson 35 EAST WACKER DRIVE SUITE 2400 CHICAGO, IL 60601 | х | | Chief Executive Officer | | | | | |

Signatures

| /s/ Shelly O'Brien, by power of attorney for Judson Bergman | 11/27/2017 |
|---|------------|
| Signature of Reporting Person | Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

- (1) Reflects the cashless exercise of stock options which were granted pursuant to Rule 16b-3. The sale was pursuant to a Rule 10b5-1 plan that covers the cashless exercise and sale of stock options prior to their expiration date.
- (2) The Common Shares reported herein as being sold were sold at a range of between \$49.200 and \$49.725 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (3) Original option grant vested in four installments beginning on the first anniversary of the date of grant as listed in the "Date Exercisable" column.

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.

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).