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

#### 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 Responses)											
1. Name and Address of Reporting Johnson James	2. Issuer Name ENVESTNET			0,	mbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 					
35 E. WACKER DRIVE, SU	3. Date of Earlies 07/11/2012	st Transact	ion (l	Month/Da	y/Yea						
(Street) CHICAGO, IL 60601	4. If Amendment	, Date Orig	ginal	Filed(Mont	h/Day/Y	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)	Т	able I - No	on-D	erivative	Secur	uired, Disposed of, or Beneficia	ired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	any	Code					5. Amount of Securities Beneficially 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								1,774	D		
Common Stock	07/11/2012		S		5,714 ( <u>1</u> )	D	\$ 12.03 (2)	701,009	I	By Apex Investment Fund IV L.P <sup>(3)</sup>	
Common Stock	07/11/2012		S		3,641 ( <u>1)</u>	D	\$ 12.03 (2)	446,605	Ι	By Apex Investment Fund V <sup>(3)</sup>	
Common Stock	07/11/2012		S		169 <u>(1)</u>	D	\$ 12.03 (2)	20,751	I	By Apex Strategic Partners IV L.P. (3)	
Common Stock	07/12/2012		S		1,655 (1)	D	\$ 12 (2)	699,354	I	By Apex Investment Fund IV L.P <sup>(3)</sup>	
Common Stock	07/12/2012		S		1,054 (1)	D	\$ 12 (2)	445,551	Ι	By Apex Investment Fund V (3)	
Common Stock	07/12/2012		S		49 <u>(1)</u>	D	\$12 (2)	20,702	Ι	By Apex Strategic Partners IV L.P. (3)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puts, cans, warrants, options, convertible securities)										
1. Title of	2.	3. Transaction	3A. Deemed	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	Number	and Expiration Date	Amount of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	of	(Month/Day/Year)	Underlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative		Securities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				Securities		(Instr. 3 and		Owned	Security:	(Instr. 4)
	Security				Acquired		4)		Following	Direct (D)	
					(A) or				Reported	or Indirect	
					Disposed				Transaction(s)	(I)	
					of (D)				(Instr. 4)	(Instr. 4)	
					(Instr. 3,						
					4, and 5)						

		Cada	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
		Code	v	(A)	(D)				51141 05		

### **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Johnson James 35 E. WACKER DRIVE SUITE 2400 CHICAGO, IL 60601	Х		Director					

## **Signatures**

07/13/2012 /s/ Shelly O'Brien by power of attorney for James Johnson Date \*\*Signature of Reporting Person

# **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) Sale pursuant to a 10b5-1 Plan.
- (2) Average share sales price.

Mr. Johnson is a Managing Member of Apex Management IV, LLC, which is the sole general partner of Apex Investment Fund IV, L.P. and the Manager of Apex Strategic

 (3) Partners IV, LLC. Mr. Johnson is also a Member of Apex Management V, LLC, the sole general partner of Apex Investment Fund V, L.P. Mr. Johnson shares voting and dispositive power over the securities held by these funds. Mr. Johnson disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interests therein.

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.