FORM 4	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

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### 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

1. Name and Address of Reporting Person <sup>*</sup> – D'Arrigo Peter					ıbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			
(Middle) UITE 2400	3. Date of Earliest Transaction (Month/Day/Year) 12/28/2018						X     Officer (give title below)     Other (specify below)       Chief Financial Officer     Other (specify below)			
(Street) CHICAGO, IL 60601				led(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				
(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
Date Month/Day/Year)	Execution Date, if any	Code	etion	(A) or Disposed of (D)		of (D)	Beneficially Owned Following	Form: Direct (D)	Beneficial Ownership	
12/28/2018		Code F <sup>(1)</sup>	V		(D) D	Price \$	43 839	(Instr. 4)		
	(Middle) JITE 2400 (Zip) 2. Transaction Date Month/Day/Year)	(Middle)   3. Date of Earliest     JITE 2400   3. Date of Earliest     JITE 2400   4. If Amendment, I     (Zip)   Tai     (Zip)   Tai     2. Transaction   2A. Deemed     Date   any     (Month/Day/Year)   (Month/Day/Year)	ENVESTNET, INC. [E]   (Middle) 3. Date of Earliest Transaction   JITE 2400 12/28/2018   (Zip) Table I - Nor   (Zip) 2A. Deemed   2. Transaction 2A. Deemed   Date any   (Month/Day/Year) (Month/Day/Year)	(Middle) 3. Date of Earliest Transaction (Mot 12/28/2018   JITE 2400 3. Date of Earliest Transaction (Mot 12/28/2018   (Zip) Table I - Non-Der   (Zip) Code (Instr. 8)   2. Transaction Date Month/Day/Year) 3. Transaction Code (Instr. 8)	ENVESTNET, INC. [ENV]     (Middle)     3. Date of Earliest Transaction (Month/Day/ 12/28/2018     4. If Amendment, Date Original Filed(Month/     (Zip)     Table I - Non-Derivative Set     2. Transaction Date   2A. Deemed Execution Date, if any (Month/Day/Year)   3. Transaction Code   4. Securi (A) or D (Instr. 3, Code     V   Amount   Code   V	ENVESTNET, INC. [ENV]     (Middle)     JITE 2400     12/28/2018     4. If Amendment, Date Original Filed(Month/Day/Year)     (Zip)     Table I - Non-Derivative Securitie     Code     (Zip)     Call of Execution Date, if any (Month/Day/Year)     Or Code     (A) Deemed Execution Date, if any (Month/Day/Year)     (A) Or Disposed (Instr. 8)     (A) Or Disposed (Instr. 8)	Initial of Thiang Synoor   ENVESTNET, INC. [ENV]   (Middle) 3. Date of Earliest Transaction (Month/Day/Year)   12/28/2018 12/28/2018   4. If Amendment, Date Original Filed(Month/Day/Year)   (Zip) Table I - Non-Derivative Securities Acquired   2A. Deemed 3. Transaction   Date 2A. Deemed   (Zip) 2A. Deemed   (Zip) 3. Transaction   (A) or Disposed of (D)   (Instr. 8) (A) or   (Month/Day/Year) (A) or   (Month/Day/Year) (A) or   (D) Price	(Middle)   3. Date of Earliest Transaction (Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Middle)   3. Date of Earliest Transaction (Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Zip)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Zip)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Zip)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Zip)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Zip)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Zip)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Zip)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Zip)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     (Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)   Image of Month/Day/Year)     Image of Month/Day/	Image: String of the interview of the inter	

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

Persons who respond to the collection of information

SEC 1474 (9-02)

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.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	Numl	ber	and Expirati	on Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Deriv	ative			Secu	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Secur				(Instr	. 3 and			Security:	(Instr. 4)
	Security					Acqu	ired			4)			0	Direct (D)	
						(A) o							*	or Indirect	
						Dispo							Transaction(s)	< / <	
						of (D	· · · · · · · · · · · · · · · · · · ·						(Instr. 4)	(Instr. 4)	
						(Instr	· · ·								
						4, and	15)								
											Amount				
								Date	Expiration		or				
								Exercisable		Title	Number				
								Excicisable	Date		of				
				Code	V	(A)	(D)				Shares				

## **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
D'Arrigo Peter 35 EAST WACKER DRIVE SUITE 2400 CHICAGO, IL 60601			Chief Financial Officer					

# Signatures

/s/ Shelly O'Brien, by Power-of-Attorney for Peter D'Arrigo	01/02/2019
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.