

Artisan Partners Asset Management Inc.
Form 4
March 12, 2013

FORM 4

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
COXE TENCH

(Last) (First) (Middle)

C/O ARTISAN PARTNERS ASSET MANAGEMENT, 875 EAST WISCONSIN AVENUE, SUITE 800

(Street)

MILWAUKEE, WI 53202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Artisan Partners Asset Management Inc. [APAM]

3. Date of Earliest Transaction (Month/Day/Year)
03/12/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Stock, par value \$0.01 per share	03/12/2013		A		3,334	A	\$ 0 3,334
							D ⁽¹⁾
Class C Common Stock, par value	03/12/2013		A		54,273	A	\$ 0 54,273
							I By trust ⁽³⁾

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\$0.01 per share ⁽²⁾

Class C
Common
Stock, par
value

03/12/2013

A

720,239

A

\$ 0

720,239

I

By limited
partnership
⁽⁴⁾

\$0.01 per share ⁽²⁾

Class C
Common
Stock, par
value

03/12/2013

A

718,699

A

\$ 0

718,699

I

By limited
partnership
⁽⁵⁾

\$0.01 per share ⁽²⁾

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

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(9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Class A Common Units of Artisan Partners Holdings LP	<u>(6)</u>	03/12/2013		A ⁽⁶⁾	54,273	<u>(6)</u> <u>(6)</u>	Class A Common Stock, par value \$0.01 per share	54,273
Class A Common Units of Artisan Partners Holdings LP	<u>(6)</u>	03/12/2013		A ⁽⁶⁾	720,239	<u>(6)</u> <u>(6)</u>	Class A Common Stock, par value \$0.01 per share	720,239
	<u>(6)</u>	03/12/2013		A ⁽⁶⁾	718,699	<u>(6)</u> <u>(6)</u>		718,699

Class A
Common
Units of
Artisan
Partners
Holdings
LP

Class A
Common
Stock, par
value
\$0.01 per
share

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COXE TENCH C/O ARTISAN PARTNERS ASSET MANAGEMENT 875 EAST WISCONSIN AVENUE, SUITE 800 MILWAUKEE, WI 53202	X			

Signatures

/s/ Lisa A. Moran, attorney-in-fact for Mr.
Coxe 03/12/2013

__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 shares pecuniary interest in these shares with other individuals pursuant to a contractual relationship. The Reporting Person disclaims beneficial ownership in these shares except as to the Reporting Person's pecuniary interest in these shares.
On March 12, 2013, each holder of a Class A Common Unit of Artisan Partners Holdings LP received a number of shares of Class C Common Stock of Artisan Partners Asset Management Inc. (the "Company") equal to the number of Class A Common Units held by such person. Shares of Class C Common Stock do not have economic rights.
- (2) Securities held by a trust of which the Reporting Person is a trustee.
- (3) Securities held by a limited partnership of which the Reporting Person is a trustee of a trust which is the general partner. The Reporting Person disclaims beneficial ownership in these securities except as to the Reporting Person's pecuniary interest therein.
Securities held by Sutter Hill Ventures, A California Limited Partnership. The Reporting Person is a managing director of the general partner of Sutter Hill Ventures, A California Limited Partnership. The Reporting Person disclaims beneficial ownership in these securities except as to the Reporting Person's pecuniary interest therein.
- (4) Each Class A Common Unit of Artisan Partners Holdings LP ("Holdings") became exchangeable for one share of Class A Common Stock of the Company upon effectiveness of the Fourth Amended and Restated Limited Partnership Agreement of Holdings and an Exchange Agreement among the Company and each holder of limited partnership units of Holdings (the "Exchange Agreement"), each of which became effective on the closing date of the Company's IPO. Pursuant to the Exchange Agreement, following the first anniversary of the closing, each holder of Class A Common Units will have the right, pursuant to and subject to the limitations and restrictions set forth in the Exchange Agreement, to exchange his, her or its Class A Common Units for an equal number of shares of Class A Common Stock of the Company. Upon any such exchange for Class A Common Stock, the corresponding shares of Class C Common Stock then owned by such holder will be cancelled. The Class A Common Units have no expiration date.

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.