

ENVESTNET, INC.  
Form 8-K  
April 05, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**Current Report**

**Pursuant To Section 13 or 15 (d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) April 5, 2012**

**ENVESTNET, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction)

**001-34835**  
(State or other  
jurisdiction)

**20-1409613**  
(I.R.S. Employer of  
Incorporation Identification No.)

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**35 East Wacker Drive, Suite 2400**

**Chicago, Illinois**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (312) 827-2800**

**60601**  
(Zip Code)

**Not applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.01. Completion of Acquisition or Disposition of Assets.**

On April 5, 2012, pursuant to a stock purchase agreement (the Agreement ), dated February 9, 2012, with the shareholders of Prima Capital Holding, Inc., a Colorado corporation ( Prima ) to acquire (the Acquisition ) all of the outstanding shares of Prima, Envestnet acquired all of the outstanding shares of Prima.

Under the terms of the Stock Purchase Agreement, Envestnet paid approximately \$13.75 million in cash for all of the outstanding shares of Prima, subject to certain post-closing adjustments. Envestnet funded the acquisition price with available cash.

The foregoing summary of the Stock Purchase Agreement and the Acquisition does not purport to be a complete description and is subject to, and qualified in its entirety by, the full text of the Stock Purchase Agreement, a copy of which was filed as an exhibit to Envestnet s Annual Report on Form 10-K for the year ending December 31, 2011.

**Item 8.01. Other Events.**

On April 5, 2012, Envestnet issued a press release announcing the completion of the Prima Acquisition referred to in Item 2.01 above. A copy of the press release is attached as Exhibit 99.4 hereto.

**Item 9.01. Financial Statements and Exhibits.**

- (d) Exhibits.
- 99.4 Press release, dated April 5, 2012, regarding completion of the acquisition of Prima Capital Holding, Inc.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ENVESTNET, INC.**

By: /s/ Peter D Arrigo

Name: Peter D Arrigo

Title: Chief Financial Officer

Date: April 5, 2012