

ENVESTNET, INC.  
Form 8-K  
May 22, 2018

**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) May 21, 2018**

**ENVESTNET, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other**

**jurisdiction)**

**001-34835**  
**(Commission**

**File Number)**

**20-1409613**  
**(I.R.S. Employer of Incorporation**

**Identification No.)**

**35 East Wacker Drive, Suite 2400**

**60601**

**Chicago, Illinois**  
**(Address of principal executive offices)** **(Zip Code)**  
**Registrant's telephone number, including area code: (312) 827-2800**

**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))  
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01 Other Events.**

On May 21, 2018, Envestnet, Inc. (the Company ) issued a press release announcing the Company s proposed private offering of \$300 million aggregate principal amount of convertible notes due 2023 pursuant to Rule 144A under the Securities Act of 1933, as amended (the Securities Act ).

As required by Rule 135c under the Securities Act, a copy of the press release is filed herewith as Exhibits 99.1.

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

(d) Exhibits.

**Exhibit**

| <b>Number</b> | <b>Description</b>   |
|---------------|--|
| 99.1          | Press Release, dated May 21, 2018, Announcing the Launch of the Offering of the Notes. |

**EXHIBIT INDEX**

**Exhibit**

| <b>Number</b> | <b>Description</b>  |
|---------------|---|
| 99.1          | <u>Press Release, dated May 21, 2018, Announcing the Launch of the Offering of the Notes.</u> |

**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/ Shelly O Brien  
Name: Shelly O Brien  
Title: Chief Legal Officer, General  
Counsel and Corporate Secretary

Date: May 21, 2018