Evolent Health, Inc. Form 3 April 20, 2016

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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**SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Evolent Health, Inc. [EVH] A D'Amato Michael (Month/Day/Year) 04/12/2016 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O EVOLENT HEALTH. (Check all applicable) INC., Â 800 N. GLEBE ROAD, **SUITE 500** 10% Owner Director (Street) Officer \_ Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) \_X\_ Form filed by One Reporting Person ARLINGTON, VAÂ 22203 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 5)

(Instr. 4) Form:
Direct (D)
or Indirect

(I) (Instr. 5)

No securities beneficially owned  $0 \frac{(1)}{}$  D  $\hat{A}$ 

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of | 5.<br>Ownership<br>Form of<br>Derivative | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|--|--|--|------------------------------------|--|---|
|  |  |  | Derivative                         | Security:                                |   |

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|                                  | Date<br>Exercisable | Expiration<br>Date | Title            | Amount or<br>Number of<br>Shares | Security      | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |   |
|----------------------------------|---------------------|--------------------|------------------|----------------------------------|---------------|--|---|
| No securities beneficially owned | (1)                 | (1)                | See footnote (1) | (1)                              | \$ <u>(1)</u> | D  | Â |

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

D'Amato Michael C/O EVOLENT HEALTH, INC. 800 N. GLEBE ROAD, SUITE 500 ARLINGTON, VAÂ 22203

Â Â Â

#### **Signatures**

/s/ Jonathan Weinberg, Attorney-in-fact

04/20/2016

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) No securities beneficially owned

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#### **Remarks:**

Exhibit List

#### 24. Â Power of Attorney dated April 13, 2016

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.

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