# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 13D**

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO §240.13d-2(a)

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Amendment No. 17

# **Artisan Partners Asset Management Inc.**

(Name of Issuer)

Class A Common Stock, \$0.01 par value per share (Title of Class of Securities)

04316A-108 (CUSIP Number)

Sarah A. Johnson 875 E. Wisconsin Ave., Suite 800 Milwaukee, WI 53202 (414) 390-6100

 $(Name, Address\ and\ Telephone\ Number\ of\ Person\ Authorized\ to\ Receive\ Notices\ and\ Communications)$ 

 $\label{eq:may 5, 2021} \mbox{(Date of Event Which Requires Filing of this Statement)}$ 

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of \$\$240.13d-1(e), 240.13d-1(g), check the following box.  $\square$ 

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1.	NAMES OF	REP	ORTING PERSONS	
	TANNES OF REPORTING PERSONS			
	Eric R. Colson			
2.		E APF B) ⊠	PROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
	(A) 🗆 (	<b>Б)</b> 🖂		
3.	SEC USE O	NLY		
4.	SOURCE OF	F FUN	IDS:	
	00			
5.		DISC	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) or 2(E)	
	CITIZENCII	ID OF	PLACE OF ORGANIZATION:	
6.	CITIZENSH	IP OR	PLACE OF ORGANIZATION:	
	United States	s of A	merica	
		7.	SOLE VOTING POWER	
			0	
NUMBER OF SHARES		8.	SHARED VOTING POWER	
BENEFICIALLY				
OWNED BY 10,065,4371				
D.	EACH 9. SOLE DISPOSITIVE POWER REPORTING			
			607,406	
	WITH	10.	SHARED DISPOSITIVE POWER	
11.	A C C D E C A T	TE AN	0 IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11.	AGGREGAI	E AW	IOUNI DENEFICIALLI OWNED DI EACH REPORTING PERSON	
	10,065,437			
12.	. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13.				
		- 52		
	14.7%2			
14.	TYPE OF RI	EPOR'	TING PERSON (See Instructions)	
	IN			
	IN			

Represents all shares of Class A and Class B common stock of Artisan Partners Asset Management Inc. that the Stockholders Committee (discussed in this Schedule 13D), of which Mr. Colson is a member, has the power to vote. Mr. Colson disclaims beneficial ownership of all shares except those for which he has sole dispositive power.

Represents the amount in Row 11 divided by the sum of the total number of outstanding shares of Class A common stock and the number of shares of Class A common stock that would be issued upon exchange of the shares of Class B common stock included in Row 8.

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1.	NAMES OF	REP	ORTING PERSONS	
	Charles J. Daley, Jr.			
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (A) □ (B) ⊠			
3.	SEC USE O	NLY		
4.	SOURCE O	F FUN	DS:	
	00			
5.	CHECK IF	DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) or 2(E)	
6.	CITIZENSH	IP OR	PLACE OF ORGANIZATION:	
	United States	s of Aı	nerica	
		7.	SOLE VOTING POWER	
N	UMBER OF		4003	
	SHARES	8.	SHARED VOTING POWER	
	NEFICIALLY WNED BY		10,065,4374	
	EACH	9.	SOLE DISPOSITIVE POWER	
	EPORTING PERSON		114,454	
	WITH	10.	SHARED DISPOSITIVE POWER	
			0	
11.	AGGREGAT	E AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	10,065,837			
12.				
13.	PERCENT C	OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)	
	14.7%5			
14.		EPOR	TING PERSON (See Instructions)	
	IN			

Represents all shares of Class A common stock of Artisan Partners Asset Management Inc. beneficially owned by Mr. Daley that are not subject to the Stockholders Agreement discussed in this Schedule 13D.

<sup>4</sup> Represents all shares of Class A and Class B common stock of Artisan Partners Asset Management Inc. that the Stockholders Committee, of which Mr. Daley is a member, has the power to vote. Mr. Daley disclaims beneficial ownership of all shares except those for which he has sole dispositive power.

Represents the amount in Row 11 divided by the sum of the total number of outstanding shares of Class A common stock and the number of shares of Class A common stock that would be issued upon exchange of the shares of Class B common stock included in Row 8.

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1.	NAMES OF REPORTING PERSONS			
	Gregory K. Ramirez			
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (A) □ (B) ⊠			
3.	SEC USE O	NLY		
4.	SOURCE O	F FUN	IDS:	
	00			
5.	CHECK IF	DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) or 2(E)	
6.	CITIZENSH	IP OR	PLACE OF ORGANIZATION:	
	United States	of Aı		
		7.	SOLE VOTING POWER	
N	UMBER OF		1,4006	
	SHARES	8.	SHARED VOTING POWER	
BENEFICIALLY OWNED BY 10,065,4377				
R	EACH EPORTING	9.	SOLE DISPOSITIVE POWER	
	PERSON		127,668	
	WITH	10.	SHARED DISPOSITIVE POWER	
			0	
11.	AGGREGAT	E AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	10,066,837			
12.	2. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13.	PERCENT C	OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)	
	14.7%8			
14.	. TYPE OF REPORTING PERSON (See Instructions)			
	IN			

Represents all shares of Class A common stock of Artisan Partners Asset Management Inc. beneficially owned by Mr. Ramirez that are not subject to the Stockholders Agreement discussed in this Schedule 13D.

Represents all shares of Class A and Class B common stock of Artisan Partners Asset Management Inc. that the Stockholders Committee, of which Mr. Ramirez is a member, has the power to vote. Mr. Ramirez disclaims beneficial ownership of all shares except those for which he has sole dispositive power.

Represents the amount in Row 11 divided by the sum of the total number of outstanding shares of Class A common stock and the number of shares of Class A common stock that would be issued upon exchange of the shares of Class B common stock included in Row 8.

#### About this Amendment No. 17

This Amendment No. 17 to Schedule 13D ("Amendment No. 17") amends the statement on Schedule 13D relating to the Class A common stock of Artisan Partners Asset Management Inc. (the "Company") filed by the Reporting Persons with the Securities and Exchange Commission on March 12, 2014, as amended. Capitalized terms used in this Amendment No. 17 but not otherwise defined herein have the meanings given to them in the Schedule 13D as amended to date.

This Amendment No. 17 is being made to update the number of shares subject to the Stockholders Agreement described in the Schedule 13D as amended to date and the percentage of the combined voting power attributed to those shares. Except as otherwise set forth herein, this Amendment No. 17 does not modify any of the information previously reported by the Reporting Persons in the Schedule 13D as amended to date.

#### Item 5. Interest in Securities of the Issuer

(a) - (b)

As of May 5, 2021, 6,417,904 shares of Class A common stock of the Company and all 3,647,533 shares of Class B common stock of the Company are subject to the Stockholders Agreement. Those shares, in the aggregate, represent approximately 12.7% of the combined voting power of the Company's outstanding common stock. Each of the Reporting Persons is a member of the three-person Stockholders Committee that has the power to vote the shares subject to the Stockholders Agreement. As a result, each of the Reporting Persons may be deemed to have acquired beneficial ownership of all shares subject to the Stockholders Agreement. Each of the Reporting Persons disclaims beneficial ownership of all shares subject to the Stockholders Agreement, except for those shares with respect to which each Reporting Person, respectively, possesses sole dispositive power as noted below. The Stockholders Agreement is described in greater detail in, and filed as an exhibit to, the Schedule 13D.

Name	Aggregate Number of Shares of Class A Common Stock Beneficially Owned	Percentage of Outstanding Class A Common Stock	Sole Voting Power	Shared Voting Power	Sole Power to Dispose	Shared Power to Dispose
Eric R. Colson	10,065,437	14.7%	0	10,065,437	607,406	0
Charles J. Daley, Jr.	10,065,837	14.7%	400	10,065,437	114,454	0
Gregory K. Ramirez	10,066,837	14.7%	1,400	10,065,437	127,668	0

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The percentages in the column titled Percentage of Outstanding Class A Common Stock are calculated in accordance with Rule 13d-3(d)(1)(i) and thereby represent each Reporting Person's aggregate number of shares of Class A common stock beneficially owned, divided by the sum of the total number of outstanding shares of Class A common stock and the number of shares of Class A common stock that would be issued upon exchange of the shares of Class B common stock deemed to be beneficially owned by the Reporting Person. Each share of Class B common stock corresponds to a Class B common unit of Holdings, which, together with the corresponding Class B common unit, is exchangeable for one share of Class A common stock, subject to certain restrictions and conditions.

(c) Pursuant to the Exchange Agreement, on May 5, 2021, several employee-partners exchanged a total of 136,068 Class B common units of Holdings (along with a corresponding number of shares of Class B common stock, which were canceled) for an equal number of shares of Class A common stock. Subsequent to the exchange, some of the exchanging employee-partners sold the shares of Class A common stock received upon such exchange. Once sold, the shares were no longer subject to the Stockholders Agreement and were no longer deemed to be beneficially owned by the Reporting Persons. None of Mr. Colson, Mr. Daley and Mr. Ramirez exchanged Class B common units in connection with these exchanges.

In addition, since the filing of Amendment No. 16, a number of previously vested shares of Class A common stock subject to the Stockholders Agreement have been sold by employees of the Company. Once sold, the shares were no longer subject to the Stockholders Agreement and were no longer deemed to be beneficially owned by the reporting persons. None of Mr. Colson, Mr. Daley and Mr. Ramirez have sold shares of Class A common stock since the filing of Amendment No. 16.

(d) Except for the shares listed in the column titled Sole Power to Dispose, persons other than the Reporting Persons have the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares listed in the column titled Aggregate Number of Shares of Class A Common Stock Beneficially Owned. The information set forth under Items 3 and 6 of the Schedule 13D as amended to date is hereby incorporated by reference.

## Item 7. Material to Be Filed as Exhibits.

Exhibit	<u>Description</u>
99.1	Joint Filing Agreement, dated as of February 20, 2015 (incorporated by reference to Exhibit 99.1 to the Schedule 13D filed on March 10, 2015)
99.2	Stockholders Agreement, dated as of March 12, 2013 (incorporated by reference to Exhibit 10.6 to the Company's Annual Report on Form 10-K filed on February 25, 2016)
99.3	Exchange Agreement, dated as of March 6, 2013 (incorporated by reference to Exhibit 10.3 to the Company's Annual Report on Form 10-K filed on February 25, 2016)
99.4	Amended and Restated Resale and Registration Rights Agreement, dated as of November 6, 2013 (incorporated by reference to Exhibit 10.2 to the Company's Annual Report on Form 10-K filed on February 25, 2016)
99.5	Power of Attorney of Eric R. Colson, dated March 10, 2014 (incorporated by reference to Exhibit 99.5 to the Schedule 13D filed on March 12, 2014)
99.6	Power of Attorney of Charles J. Daley, Jr., dated March 10, 2014 (incorporated by reference to Exhibit 99.6 to the Schedule 13D filed on March 12, 2014)
99.7	Power of Attorney of Gregory K. Ramirez, dated March 11, 2014 (incorporated by reference to Exhibit 99.7 to the Schedule 13D filed on March 12, 2014)

#### **SIGNATURES**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: May 11, 2021

ERIC R. COLSON

Eric R. Colson\*

CHARLES J. DALEY JR.

Charles J. Daley Jr. \*

GREGORY K. RAMIREZ

By: Gregory K. Ramirez\*

/s/ Sarah A. Johnson

Sarah A. Johnson Attorney-in-Fact for Eric R. Colson Attorney-in-Fact for Charles J. Daley, Jr.

Attorney-in-Fact for Gregory K. Ramirez