

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person * <u>Barger Matthew R</u> (Last) (First) (Middle) <u>C/O ARTISAN PARTNERS ASSET MANAGEMENT</u> <u>875 EAST WISCONSIN AVENUE, SUITE 800</u> (Street) <u>MILWAUKEE WI 53202</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Artisan Partners Asset Management Inc. [APAM]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/01/2018</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock, par value \$0.01 per share	02/01/2018		A		4,792	A	\$0	26,339	D	
Class C Common Stock, par value \$0.01 per share ⁽¹⁾								307,110	I	Matthew Reed Barger Trustee of the Matthew Barger 2016 Annuity Trust ⁽²⁾
Class C Common Stock, par value \$0.01 per share ⁽¹⁾								934,892	I	The Barger Revocable Trust ⁽²⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A Common Units of Artisan Partners Holdings LP	(3)						(3)	(3)	Class A Common Stock, par value \$0.01 per share	307,110		307,110	I	Matthew Reed Barger Trustee of the Matthew Barger 2016 Annuity Trust ⁽²⁾
Class A Common Units of Artisan Partners Holdings LP	(3)						(3)	(3)	Class A Common Stock, par value \$0.01 per share	934,892		934,892	I	The Barger Revocable Trust ⁽²⁾

Explanation of Responses:

1. 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. On May 31, 2017, the Reporting Person contributed 931,502 shares of Class C Common Stock and the same number of Class A Common Units to Barger Revocable Trust of which the Reporting Person is a

trustee and beneficiary. On the same day, the Reporting Person also transferred 3,390 shares of Class C Common Stock and the same number of Class A Common Units from the Matthew Reed Barger Trustee of the Matthew Barger 2016 Annuity trust to the Barger Revocable Trust.

3. Each Class A Common Unit of Artisan Partners Holdings LP 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, 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.

[/s/ Lisa A. Moran, attorney-in-](#)
[fact for Mr. Barger](#)

[02/02/2018](#)

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.