

Silvercrest Asset Management Group Inc.  
Form SC 13G/A  
February 13, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**SCHEDULE 13G**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 1)\***

**Silvercrest Asset Management Group Inc.**

**(Name of Issuer)**

**Class A Common Stock, par value \$0.01 per share**

**(Title of Class of Securities)**

**828359109**

**(CUSIP Number)**

**December 31, 2017**

**(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 828359109

1 NAMES OF REPORTING PERSONS

Marital Trust Under Article 7th of the Will of G. Moffett Cochran

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Connecticut

5 SOLE VOTING POWER

NUMBER OF

SHARES 648,153  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 0  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 648,153  
8 SHARED DISPOSITIVE POWER

WITH:

0  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

648,153  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.0%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 828359109

1 NAMES OF REPORTING PERSONS

NonMarital Trust Under Article 8th of the Will of G. Moffett Cochran

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Connecticut

5 SOLE VOTING POWER

NUMBER OF

SHARES 20,000  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 0  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 20,000  
8 SHARED DISPOSITIVE POWER

WITH:

0  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

20,000  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.2%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 828359109

1 NAMES OF REPORTING PERSONS

H.C. Stuart Cochran

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 668,153  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH:

668,153  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

668,153  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.2%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN



CUSIP No. 828359109

1 NAMES OF REPORTING PERSONS

Leo Price Blackford

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 668,153  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH:

668,153  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

668,153  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.2%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. 828359109

1 NAMES OF REPORTING PERSONS

Hamilton Evans James

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 668,153  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH:

668,153  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

668,153  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.2%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

**Item 1(a). Name of Issuer:**

Silvercrest Asset Management Group Inc. (the Issuer )

**Item 1(b). Address of Issuer s Principal Executive Offices:**

1330 Ave. of the Americas, 38<sup>th</sup> Floor New York, NY 10019

**Item 2(a). Names of Persons Filing:**

The names of the persons filing this report (collectively, the Reporting Persons ) are:

Marital Trust Under Article 7th of the Will of G. Moffett Cochran (the Marital Trust )

NonMarital Trust Under Article 8th of the Will of G. Moffett Cochran (the NonMarital Trust )

H.C. Stuart Cochran ( Mr. Cochran )

Leo Price Blackford ( Mr. Blackford )

Hamilton Evans James ( Mr. James )

**Item 2(b). Address of Principal Business Office or, if None, Residence:**

The address of the principal business office of each of the Reporting Persons is:

Marital Trust

c/o Silvercrest Asset Management Group Inc.

1330 Avenue of the Americas, 38<sup>th</sup> Floor

New York, NY 10019

NonMarital Trust

c/o Silvercrest Asset Management Group Inc.

1330 Avenue of the Americas, 38<sup>th</sup> Floor

New York, NY 10019

Mr. Cochran

120 Church Street

Staunton, VA 24401

Mr. Blackford

c/o Scott-Macon, Ltd.

800 Third Avenue

New York, NY 10022

Mr. James

c/o Blackstone Group

345 Park Avenue

New York, NY 10154

**Item 2(c). Citizenship:**

|                  |                          |
|------------------|--------------------------|
| Marital Trust    | Connecticut              |
| NonMarital Trust | Connecticut              |
| Mr. Cochran      | United States of America |
| Mr. Blackford    | United States of America |
| Mr. James        | United States of America |

**Item 2(d). Title of Class of Securities:**

Class A common stock, par value \$0.01 per share ( Common Stock ).

**Item 2(e). CUSIP Number:**

828359109

**Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

Not applicable.

**Item 4. Ownership.**

The information required by this item with respect to each Reporting Person is set forth in Rows 5 through 9 and 11 of the cover page to this Schedule 13G. The ownership percentages reported are based on 8,131,220 shares of outstanding Common Stock, as reported in the Issuer's Form 10-Q filed on November 1, 2017.

Messrs. Cochran, Blackford and James are Trustees of the NonMarital Trust and the Marital Trust and may be deemed to beneficially own shares of Common Stock beneficially owned by either the Nonmarital Trust or the Marital Trust.

**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.**

Not applicable.

**Item 8. Identification and Classification of Members of the Group.**

Not applicable.

**Item 9. Notice of Dissolution of Group.**

Not applicable.

**Item 10. Certification.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.



SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 12, 2018

MARITAL TRUST UNDER ARTICLE 7<sup>TH</sup> OF THE WILL OF G. MOFFETT COCHRAN

By: /s/ Hamilton Evans James  
Hamilton Evans James  
Trustee

NONMARITAL TRUST UNDER ARTICLE 8<sup>TH</sup> OF THE WILL OF G. MOFFETT COCHRAN

By: /s/ Hamilton Evans James  
Hamilton Evans James  
Trustee

/s/ H.C. Stuart Cochran  
H.C. STUART COCHRAN

/s/ Leo Price Blackford  
LEO PRICE BLACKFORD

/s/ Hamilton Evans James  
HAMILTON EVANS JAMES