SEC Form 4

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940											rage burden	3235-0287 0.5					
1. Name and Address of Reporting Person* <u>PWP VoteCo Professionals LP</u>				2. Issuer Name and Ticker or Trading Symbol Perella Weinberg Partners [PWP]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 05/06/2024								Officer (g below)	give title					
767 5TH AVENUE				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) NEW YORK NY	10153												•	ting Person One Report	I		
(City) (State)	(Zip)	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.															
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature of																	
Date					Deemed cution Date ny nth/Day/Yea	e, Transactio Code (Inst		on Disposed Of (D) (Instr.		str. 3, 4 and 5)	4 and 5) Securities Beneficiall Owned Fol		y (D) or		Indirect Beneficial Ownership		
						Code	v	Amount	(A) ((D)	Price	Reported (In Transaction(s) (Instr. 3 and 4)			(Instr. 4)			
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. 3. Transaction Date Yearcise Price of Derivative Security 0.00000000000000000000000000000000000	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 Securities Underlyin Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
		Code) V (A		(D)	Date Exercisabl		xpiration ate	Title	Amount or Number of Shares		(Instr. 4)					
Class B-1 Common (1) 05/06/2024 Stock		D ⁽²⁾			6,149,211	(1)		(1)	Class A Common Stock	6,149.211	\$0.01	33,524	,510	D			

Explanation of Responses:

1. PWP Holdings LP ("PWP OpCo") Common Units (which represent Class A partnership units of PWP OpCo) ("PWP OpCo Units") held by partners other than the Issuer can be exchanged for Issuer stock or cash on certain dates. Concurrently with an exchange of PWP OpCo Units for shares of Issuer Class A common stock ("Class A Shares") or cash by an exchanging PWP OpCo unitholder ("Unitholder"), such Unitholder will be required to surrender to the Issuer a number of Issuer Class B-1 common stock ("Class B-1 Shares") equal to the number of PWP OpCo Units exchanged, and such Class B-1 Shares will be converted into Class A Shares") or cash by an exchanged, and such Class B-1 Shares will be converted into Class A Shares of 18 and the option of the Issuer, an equivalent amount of cash, which will be delivered to such Unitholder at a conversion rate of 0.001 Class A Share for one Class B-1 Share. The Reporting Person will distribute such Class B-1 Shares to the applicable Unitholder immediately prior to any such exchange.

2. Reflects the Issuer's repurchase of 6,149,211 Class B-1 Shares from the Reporting Person in connection with the cancellation of certain partnership units.

Remarks:

Solely for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the Reporting Person may be deemed a director by deputization with respect to the Issuer by virtue of the Reporting Person's right to designate a majority of the Issuer's board of directors, subject to certain conditions, pursuant to the Stockholder's Agreement, dated June 24, 2021, by and between the Issuer and the Reporting Person.

/s/ Mark Polemeni, as	05/08/2024		
Authorized Person	05/08/2024		
** 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.