

Silvercrest Asset Management Group Inc.
Form 8-A12B
June 26, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Silvercrest Asset Management Group Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State of incorporation

or organization)

1330 Avenue of the Americas, 38th Floor

New York, New York 10019

45-5146560
(I.R.S. Employer

Identification No.)

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(Address of principal executive offices and zip code)

Securities to be registered pursuant to Section 12(b) of the Act:

| Title of each class to be so registered | Name of each exchange on which each class is to be registered |
|--|--|
| Class A Common Stock, par value \$0.01 per share | The Nasdaq Stock Market LLC |

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to a General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-188005

Securities to be registered pursuant to Section 12(g) of the Act: None.

Item 1. Description of Registrant's Securities to be Registered.

The description of the Class A common stock, par value \$0.01 per share, of Silvercrest Asset Management Group Inc. (the Registrant) as included under the heading "Description of Capital Stock" in the Registrant's Prospectus forming a part of the Registrant's Registration Statement on Form S-1, as amended, originally filed with the Securities and Exchange Commission (the Commission) on April 18, 2013 (Registration No. 333-188005), including exhibits, and as may be subsequently amended from time to time (the Registration Statement), is hereby incorporated by reference. In addition, all of the above-referenced descriptions included in any Prospectus relating to the Registration Statement filed with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated by reference herein. Capitalized terms used herein and not otherwise defined shall have the meanings assigned to them in the Registration Statement.

Item 2. Exhibits.

Under the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Registrant are registered on The Nasdaq Stock Market LLC and the securities registered hereby are not being registered pursuant to Section 12(g) of the Exchange Act

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: June 26, 2013

SILVERCREST ASSET MANAGEMENT GROUP INC.

By: /s/ Scott A. Gerard
Name: Scott A. Gerard
Title: Chief Financial Officer