

SCULPTOR CAPITAL MANAGEMENT, INC.

Reported by
LEVINE DAVID MICHAEL

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/04/20 for the Period Ending 03/02/20

Address	9 WEST 57TH STREET SUITE 1300 NEW YORK, NY, 10019
Telephone	(212)790-0000
CIK	0001403256
Symbol	SCU
SIC Code	6282 - Investment Advice
Industry	Investment Management & Fund Operators
Sector	Financials
Fiscal Year	12/31

FORM 4

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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Levine David Michael		Sculptor Capital Management, Inc. [SCU]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Legal Officer	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
C/O SCULPTOR CAPITAL MANAGEMENT, 9 WEST 57TH STREET		3/2/2020			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NEW YORK, NY 10019				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Shares	3/2/2020		M		8371 (1)	A	(2)	8371	D	
Class A Shares	3/3/2020		M		189 (1)	A	(2)	8560	D	
Class A Shares	3/3/2020		S		8560	D	\$24.607 (3)	0	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A Restricted Share Units	(2)	3/2/2020		M		8371 (1)		(4)	(4)	Class A Shares	8371.0	\$0	8148	D	
Class A Restricted Share Units	(2)	3/3/2020		A		373 (5)		(6)	(6)	Class A Shares	373.0	\$0	8521	D	
Class A Restricted Share Units	(2)	3/3/2020		A		364 (5)		(7)	(7)	Class A Shares	364.0	\$0	16495	D	
Class A Restricted Share Units	(2)	3/3/2020		A		423 (5)		(8)	(8)	Class A Shares	423.0	\$0	19149	D	
Class A Restricted Share Units	(2)	3/3/2020		M		189 (1)		(9)	(9)	Class A Shares	189.0	\$0	8332	D	

Explanation of Responses:

- The amount shown represents the vesting of the Class A Restricted Share Units held by the Reporting Person.
- Each Class A Restricted Share Unit represents, at the election of the administrator of the applicable plan (currently the Issuer's Compensation Committee), a right to receive one of the Issuer's Class A Shares or the cash value thereof, upon the vesting date.
- The Class A Shares were sold at prices ranging from \$23.48 to \$25.29. Upon request, the Reporting Person will provide to the U.S. Securities and Exchange Commission staff, the Issuer and any security holder of the Issuer full information regarding the number of Class A Shares sold at each separate price.
- The Class A Restricted Share Units relate to Class A Restricted Share Units granted on January 23, 2017. The remaining Class A Restricted Share Units vest, subject to certain limited exceptions, as follows: 2,805 on September 14, 2020; and 5,343 on March 1, 2021.
- The Class A Restricted Share Units are dividend equivalents accrued on outstanding Class A Restricted Share Units.
- The Class A Restricted Share Units relate to Class A Restricted Share Units granted on January 23, 2017. The remaining Class A Restricted Share Units vest,

subject to certain limited exceptions, as follows: 189 are fully vested, as they relate to dividend equivalents accrued on the Class A Restricted Share Units that vested on March 2, 2020; 2,868 on September 14, 2020; and 5,464 on March 1, 2021.

- (7) The Class A Restricted Share Units relate to Class A Restricted Share Units granted on January 31, 2020. The remaining Class A Restricted Share Units vest, subject to certain limited exceptions, in equal installments on January 1, 2021, January 1, 2022 and January 1, 2023.
- (8) The Class A Restricted Share Units relate to Class A Restricted Share Units granted on February 20, 2019. The remaining Class A Restricted Share Units vest, subject to certain limited exceptions, in equal installments on January 1, 2021 and January 1, 2022.
- (9) The Class A Restricted Share Units relate to Class A Restricted Share Units granted on January 23, 2017. The remaining Class A Restricted Share Units vest, subject to certain limited exceptions, as follows: 2,868 on September 14, 2020; and 5,464 on March 1, 2021.

Remarks:

All sales listed on this Form 4 were made by the Reporting Person pursuant to a pre-established plan that is intended to comply with Rule 10b5-1(c) under the Securities Exchange Act of 1934.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Levine David Michael C/O SCULPTOR CAPITAL MANAGEMENT 9 WEST 57TH STREET NEW YORK, NY 10019			Chief Legal Officer	

Signatures

/s/ Wayne N. Cohen, power of attorney for David Michael Levine

3/4/2020

**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.

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