

# 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

OMB APPROVAL  
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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 - <b>Levin James S</b>  (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol <b>Sculptor Capital Management, Inc. [SCU]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>CIO and CEO</b>	
C/O SCULPTOR CAPITAL MANAGEMENT, 9 WEST 57TH STREET  (Street)		3. Date of Earliest Transaction (MM/DD/YYYY) <b>12/31/2021</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
NEW YORK, NY 10019  (City) (State) (Zip)		4. If Amendment, Date Original Filed (MM/DD/YYYY)			

**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	12/31/2021		M		244426 (1)	A	\$0 (2)	2931982	D	
Class A Shares	12/31/2021		M		404 (1)	A	\$0 (2)	25780	I	Held by Trusts
Class A Shares	12/31/2021		D		130549 (3)	D	\$21.24	2801433	D	
Class A Shares	12/31/2021		D		216 (3)	D	\$21.24	2801217	D	
Class A Shares	1/1/2022		M		63649 (1)	A	\$0 (2)	2864866	D	
Class A Shares	1/1/2022		M		93201 (1)	A	\$0 (2)	2958067	D	
Class A Shares	1/1/2022		F		84087 (4)	D	\$21.35	2873980	D	
Class A Shares	1/1/2022		F		7635 (4)	D	\$21.35	2866345	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)	12/31/2021		M		244426 (1)		(5)	(5)	Class A Shares	244426.0	\$0	244417	D	
Class A Restricted Share Units	(2)	12/31/2021		M		404 (1)		(5)	(5)	Class A Shares	404.0	\$0	398	I	Held by Trusts (6)
Class A Restricted Share Units	(2)	1/1/2022		M		63649 (1)		(7)	(7)	Class A Shares	63649.0	\$0	63645	D	
Class A Restricted Share Units	(2)	1/1/2022		M		93201 (1)		(8)	(8)	Class A Shares	93201.0	\$0	186393	D	
Class A Restricted Share Units	(2)							(9)	(9)	Class A Shares	30719.0		30719	D	

#### Explanation of Responses:

- (1) The amount shown represents the vesting of the Class A Restricted Share Units held by the Reporting Person.
- (2) 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.
- (3) Represents Class A Restricted Share Units settled in cash by the Issuer.

- (4) Represents shares that have been withheld by the Issuer to satisfy its income tax withholding and remittance obligations in connection with the net settlement of Class A Restricted Share Units.
- (5) The Class A Restricted Share Units relate to Class A Restricted Share Units granted on February 16, 2018. The remaining Class A Restricted Share Units vest, subject to certain limited exceptions, on December 31, 2022.
- (6) The Class A Restricted Share Units listed here are held in trusts. Pursuant to Rule 16a-1(a)(4) of the Securities Exchange Act of 1934, as amended, the Reporting Person herein states that this filing shall not be deemed an admission that he or any trust is the beneficial owner of any such interests, and disclaims beneficial ownership of such interests, except to the extent of his pecuniary interest therein.
- (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, on January 1, 2023.
- (8) The Class A Restricted Share Units relate to Class A Restricted Share Units granted on January 31, 2021. The Class A Restricted Share Units vest, subject to certain limited exceptions, in equal installments on January 1, 2023 and January 1, 2024.
- (9) The Class A Restricted Share Units relate to Class A Restricted Share Units granted on January 31, 2019. The remaining Class A Restricted Share Units vest, subject to certain limited exceptions, on January 31, 2022.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Levin James S C/O SCULPTOR CAPITAL MANAGEMENT 9 WEST 57TH STREET NEW YORK, NY 10019	X		CIO and CEO	

#### Signatures

/s/ Wayne N. Cohen, power of attorney for James S. Levin

1/4/2022

\*\*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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