Mandinach Barry M. Form 4
February 26, 2018

FORM 4

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

OMB APPROVAL
OMB
3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Mandinach Barry M.

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Zip)

VIRTUS INVESTMENT PARTNERS, INC. [VRTS]

(Check all applicable)

(Last)

(City)

(First) (Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

____ Director _____ 10% Owner ____ X__ Officer (give title _____ Other (specify

C/O VIRTUS INVESTMENT PARTNERS, 100 PEARL STREET

(State)

02/22/2018

below) below) EVP, Head of Distribution

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person ___ Form filed by More than One Reporting

Person

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

HARTFORD, CT 06103

	Tuble 1 Tion Detrium's Securities required, Disposed on, or Denoteding Switch								ij O wiica
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities			5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired	(A) o	or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed	of (D))	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)	
							Reported		
					(A)		Transaction(s)		
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	,		
Common	02/22/2018		٨	3,624	A	¢ 0	11,578 (2)	D	
Stock	02/22/2018		A	(1)	A	\$ U	11,3/8 (2)	D	
				_					
Common	02/22/2019		Б	611 (3)	D	\$	10.024	D	
Stock	02/22/2018		F	044 (3)	ע	122	10,934	D	
Stock				_		122	,		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474

(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ion Date		nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities		(Instr.	3 and 4)		Own	
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date Expiration Exercisable Date	^	or Title Numb			
				C 1 W	(A) (D)		of				
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Director 10% Owner Other

Mandinach Barry M. C/O VIRTUS INVESTMENT PARTNERS 100 PEARL STREET HARTFORD, CT 06103

EVP, Head of Distribution

Signatures

/s/Mark S. Flynn, 02/26/2018 Attorney-in-Fact

**Signature of Reporting Person

Explanation of Responses:

- 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).
- These shares comprise an award of restricted stock units ("RSUs") granted to the reporting person on February 22, 2017, pursuant to the (1) Company's Omnibus Incentive and Equity Plan, subject to a performance condition which has been satisfied. Subject to acceleration in certain circumstances, the RSUs vest in equal installments on the first and second anniversary of the grant date.
- This number includes (i) 1,812 shares from the vesting of RSUs on February 22, 2018; (ii) 1,135 RSUs that are scheduled to cliff vest on May 18, 2018; (iii) 1,812 RSUs that are scheduled to vest on February 22, 2019; (iv) 2,610 RSUs that are scheduled to cliff vest on March 15, 2019; and (v) 1,826 RSUs that are scheduled to cliff vest on March 15, 2020. RSUs will be settled for shares of common stock on a one-for-one basis upon vesting.
- (3) Exempt disposition to the Issuer under Rule 16b-3(e) to satisfy tax withholding obligations arising out of the vesting of an RSU award. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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