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 OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

#### 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 RYAN THOMAS M	2. Issuer Name and Ticker or Trading Symbol PJT Partners Inc. [PJT]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
(Last) (First) C/O PJT PARTNERS INC., 280 F AVENUE	A D TT	3. Date of Earliest Transaction (Month/Day/Year) 03/17/2021						Officer (give title below)O	ther (specify be	ow)
(Street) NEW YORK, NY 10017	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person 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. Transaction Date (Month/Day/Year)	Execution Date, if	(Instr. 8)		4. Securi (A) or D (Instr. 3, Amount	4 and 5) (A) or	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form:	Beneficial Ownership

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)														
2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
Conversion	Date	Execution Date, if	Transact	ion	Numł	ber	and Expirati	on Date	of Underlyin	ng	Derivative	Derivative	Ownership	of Indirect
or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Securities		Security	Securities	Form of	Beneficial
Price of		(Month/Day/Year)	(Instr. 8)		Deriv	ative			(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
Derivative													2	(Instr. 4)
Security												0		
												•		
													· /	
						·						(Instr. 4)	(Instr. 4)	
					· · · · ·									
					i, unc	13)								
							Date	Expiration	<b>T</b> '41					
							Exercisable	Date	Title					
			Code	v	(4)	(D)				-				
			Coue	v	(A)	(D)				Shares				
1									Class A					
(1)	03/17/2021		$A^{(2)}$		13		<u>(2)</u>	<u>(2)</u>	Common	13	\$ 0	19,184	D	
									Stock					
	Conversion or Exercise Price of Derivative Security	or Exercise (Month/Day/Year) Price of Derivative Security 1	Conversion       Date       Execution Date, if         or Exercise       (Month/Day/Year)       any         Price of       Derivative       Security         Security       Image: Security       Image: Security         Image: Security       Image: Security       Image: Security         Image: Security       Image: Security       Image: Security         Image: Security       Image: Security       Image: Security	Conversion or Exercise (Month/Day/Year) Price of Derivative Security Code (Month/Day/Year) I Code (Instr. 8)	Conversion or Exercise Price of Derivative Security       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)         Mathematical	Conversion or Exercise (Month/Day/Year) Price of Derivative Security       Execution Date, if (Month/Day/Year)       Transaction of Code (Instr. 8)       Numl of Derivative (Instr. 8)         Security       Security       Instr. 8)       Security         Image: Conversion or Exercise of Derivative Security       Code       V         Image: Conversion of Derivative Security       Code       V         Image: Conversion of Derivative Security       Code       V         Image: Conversion of Conversion	Conversion or Exercise Price of Derivative SecurityDate (Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Code (Instr. 8)Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)dImage: Conversion OperationNumber of Derivative SecuritiesdImage: Conversion OperationNumber of Operative SecuritiesdImage: Conversion OperationNumber Operative SecuritiesdImage: Conversion OperationImage: Conversion 	Conversion or Exercise Price of Derivative Security       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)       Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)       and Expirati (Month/Day Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)         Image: A state of the security         Image: A state of the security       Image: A	Conversion or Exercise Price of Derivative Security       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)       Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)       and Expiration Date (Month/Day/Year)         Image: Here the security       Im	Conversion or Exercise Price of Derivative Security       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)       Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)       and Expiration Date (Month/Day/Year)       of Underlyin Securities (Instr. 3 and A) or Disposed of (D) (Instr. 3, 4, and 5)         Image: the security of the secure of the security of the security of the 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   and Expiration Date (Month/Day/Year)       of Underlying Securities (Instr. 3 and 4)       Derivative Securities (Instr. 3)       Derivative Securities         Image: Non-Price of Derivative Security       Execution Date, if (Month/Day/Year)       Transaction Code (Instr. 3, 4, and 5)       Number of Derivative Securities       and Expiration Date (Month/Day/Year)       Of Underlying Securities       Derivative Securities         Image: Non-Price of Derivative Securities       Fransaction (Instr. 3, 4, and 5)       Number of Date       Instr. 3 Image: Non-Price Instr. 3, 4, and 5)       Image: Non-Price Image: Non-Pric</td> <td>Conversion or Exercise Price of Derivative Security       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)       Number of Derivative Securities       and Expiration Date (Month/Day/Year)       of Underlying Securities       Derivative Securities       Derivative Securities       Ownership Form of Derivative Securities         Security       Month/Day/Year)       Instr. 3       Instr. 3       Instr. 3       Instr. 3       Instr. 3       Derivative Securities         Image: Security       Image: Security       Image: Security       Image: Security       Image: Securities       Image</td>	Conversion or Exercise Price of Derivative Security       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)       Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)       and Expiration Date (Month/Day/Year)       of Underlying Securities (Instr. 3 and 4)       Derivative Securities (Instr. 3)       Derivative Securities         Image: Non-Price of Derivative Security       Execution Date, if (Month/Day/Year)       Transaction Code (Instr. 3, 4, and 5)       Number of Derivative Securities       and Expiration Date (Month/Day/Year)       Of Underlying Securities       Derivative Securities         Image: 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## **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	r 10% Owner Offic		Other			
RYAN THOMAS M C/O PJT PARTNERS INC. 280 PARK AVENUE NEW YORK, NY 10017	Х						

### Signatures

/s/Salvatore Rappa, as Attorney-in-Fact	03/19/2021
**Signature of Reporting Person	Date

# **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

(1) Each restricted stock unit represents a contingent right to receive one share of Issuer Class A common stock.

(2) Represents dividend equivalent rights in connection with the Issuer's quarterly dividend that accrue to the reporting person in restricted stock units that vest at the same time(s) as the underlying restricted stock units.

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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<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).