### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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	ss of Reporting Perso	on*	2. Issuer Name <b>and</b> Ticker or Trading Symbol Lazard Ltd [LAZ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
JACOBS KE	<u>INNETH M</u>			X	Director	10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)		
C/O LAZARD LTD			03/01/2019	Chairman and CEO				
30 ROCKEFEL	LER PLAZA							
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing	(Check Applicable		
NEW YORK	NY	10112		X	Form filed by One Repo	orting Person		
					Form filed by More thar Person	One Reporting		
(City)	(State)	(Zip)						

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

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code V		Amount (A) c (D)		Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Class A Common Stock	03/01/2019		М		8,050	A	(1)	1,086,411	D			
Restricted Class A Common Stock	03/01/2019		М		5,986	Α	(2)	318,089	D			
Restricted Class A Common Stock	03/01/2019		М		3,161	D	(3)	314,928	D			
Class A Common Stock	03/01/2019		М		3,161	A	(3)	1,089,572	D			
Class A Common Stock	03/01/2019		D		7,410 <sup>(4)</sup>	D	\$37.43(5)	1,082,162	D			
Restricted Class A Common Stock	03/01/2019		М		237,645	D	(1)	77,283	D			
Class A Common Stock	03/01/2019		М		237,645	Α	(1)	1,319,807	D			
Class A Common Stock								584,279	I	By Trust		

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

(c.g., puts, cans, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Numl Derivati Securiti Acquire or Dispo of (D) (I 4 and 5)	ive ies ed (A) osed nstr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Reported	10. Ownership Form: 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		Transaction(s) (Instr. 4)		
Restricted Stock Units <sup>(6)</sup>	(7)	03/01/2019		A		14,036		(8)	(8)	Class A Common Stock	14,036	(7)	14,036	D	
Restricted Stock Units	(7)	03/01/2019		М			8,050	03/01/2019	03/01/2019	Class A Common Stock	8,050	(7)	5,986	D	
Restricted Stock Units	(2)	03/01/2019		М			5,986	(2)	(2)	Restricted Class A Common Stock	5,986	(2)	0	D	

#### Explanation of Responses:

1. Shares of unrestricted Class A Common Stock were acquired upon the vesting of a prior grant of Performance-based Restricted Stock Units ("PRSUs") awarded with respect to compensation for 2015, including certain Restricted Stock Units ("RSUs") that had been acquired pursuant to the dividend equivalent reinvestment provisions of the underlying PRSU award. The grant was previously reflected in the Company's proxy statements. The PRSUs and RSUs that had been acquired pursuant to the award had previously been converted into shares of Restricted Class A Common Stock in connection with the reporting person's retirement eligibility and such shares remained subject to vesting.

2. RSUs granted to the reporting person pursuant to the dividend equivalent reinvestment provisions of underlying PRSU awards have become subject to taxation and have been settled in the form of Restricted Class A Common Stock. The Restricted Class A Common Stock, excluding the portion that the reporting person is permitted to sell in order to pay the related taxes (in accordance with the applicable award agreement), will remain subject to all restrictive covenants and sales restrictions contained in the underlying award agreements until the original vesting dates set forth therein.

3. Represents the portion of Restricted Class A Common Stock that the reporting person is permitted to sell solely in order to pay the taxes in connection with the settlement of the RSUs referenced in Footnote (2) (in accordance with the applicable award agreement).

4. Represents shares of Class A Common Stock sold to the Company to cover estimated taxes arising from the settlement of RSUs.

5. Represents the New York Stock Exchange closing price of Class A Common Stock on the trading day immediately preceding the settlement date of the RSUs referenced in Footnote (2).

6. Additional RSUs were acquired pursuant to the dividend equivalent reinvestment provisions of underlying PRSU awards.

7. Each RSU represents a contingent right to receive one share of Class A Common Stock.

8. Of these RSUs, 8,050 vested on March 1, 2019, 2,793 will vest on or around March 2, 2020, and 3,193 will vest on or around March 1, 2021.

**Remarks:** 

<u>/s/ Kenneth M. Jacobs by Scott</u> D. Hoffman under a P of A 03/05/2019

\*\* 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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