

OMB APPROVAL	
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**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

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

1. Name and Address of Reporting Person* <u>Gathy Michael</u>			2. Issuer Name and Ticker or Trading Symbol <u>Lazard, Inc. [ LAZ ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Accounting Officer</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/13/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O LAZARD, INC. 30 ROCKEFELLER PLAZA			4. If Amendment, Date of Original Filed (Month/Day/Year)			Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		
(Street)	(City)	(State)	(Zip)					
NEW YORK	NY		10112					

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

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)		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			
Common Stock	02/13/2024		M		662	A	(1)	662	D	
Common Stock	02/13/2024		F		277(2)	D	\$38.55(3)	385	D	
Common Stock	02/14/2024(4)		S(4)		385(4)	D	\$37.22(4)(5)	0	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, 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. Transaction 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 (Month/Day/Year)		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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(6)	02/13/2024(7)		M		662		02/13/2024	02/13/2024	Common Stock	662	(6)	5,074	D	

**Explanation of Responses:**

- Shares of Common Stock were acquired by the Reporting Person upon the vesting of the relevant portion of prior grants of Restricted Stock Units ("RSUs").
- Represents shares of Common Stock withheld by the issuer to cover taxes arising from the vesting of RSUs referenced in Footnote (1).
- Represents the New York Stock Exchange closing price of Common Stock on the trading day immediately preceding the vesting date of the RSUs referenced in Footnote (1).
- In connection with the vesting of RSUs, the issuer permitted its employees to make an election during an open trading window while not in possession of material non-public information for an independent broker to sell shares of Common Stock in multiple transactions on the open market at prevailing market prices from February 14, 2024 through March 1, 2024. The Reporting Person irrevocably committed to sell an aggregate of 385 shares of Common Stock in accordance with the foregoing procedures.
- Estimated price per share based on the New York Stock Exchange closing price of Common Stock on February 14, 2024, the first day of execution by the independent broker of the trading procedures described in Footnote (4). The Reporting Person undertakes to amend this report following the final determination of the sale prices of the Common Stock sold in this transaction.
- Each RSU represents a contingent right to receive one share of Common Stock.
- As previously announced by the issuer in a Current Report on Form 8-K filed on February 1, 2024, the issuer accelerated vesting of certain deferred incentive compensation awards, including the Reporting Person's RSUs reported herein, which were originally scheduled to vest March 1, 2024.

**Remarks:**

/s/ Michael Gathy by Shari L. Soloway under a P of A 02/15/2024

\*\* 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.

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 Number.