SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Estimated average burden									
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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 So(n) of the investment company Act of 1340						
2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
	X Director 10% Owner					
3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title Other (specify below) below)					
05/01/2021	CEO of Lazard Asset Management					
4. If Amendment, Date of 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					
	2. Issuer Name and Ticker or Trading Symbol Lazard Ltd [LAZ] 3. Date of Earliest Transaction (Month/Day/Year) 03/01/2021					

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)		Transaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr.		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Restricted Class A Common Stock	03/01/2021		М		83,044	D	(1)	0	D	
Class A Common Stock	03/01/2021		М		83,044	A	(1)	911,799	D	
Class A Common Stock	03/02/2021		S		200,000 ⁽²⁾	D	\$40.52 ⁽³⁾	711,799	D	
Class A Common Stock	03/02/2021		М		1,350	A	(1)	713,149	D	
Class A Common Stock	03/02/2021		F		719 ⁽⁴⁾	D	\$40.52(5)	712,430 ⁽⁶⁾	D	

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

	(e.g., puis, cais, 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)		ion Derivative		6. Date Exerc Expiration Day (Month/Day/\	ate	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	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 ⁽⁷⁾	(8)	03/02/2021		A		1,350		03/02/2021	03/02/2021	Class A Common Stock	1,350	(8)	1,350	D	
Restricted Stock Units	(8)	03/02/2021		М			1,350	03/02/2021	03/02/2021	Class A Common Stock	1,350	(8)	0 ⁽⁶⁾	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 2017, 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. Represents shares of Class A Common Stock sold to the Company.

3. Represents the New York Stock Exchange closing price of Class A Common Stock on the trading day immediately preceding the transaction date.

4. Represents shares of Class A Common Stock withheld by the Company to cover taxes arising from the vesting of RSUs referenced in Footnote (7).

5. Represents the New York Stock Exchange closing price of Class A Common Stock on the trading day immediately preceding the vesting date of the RSUs referenced in Footnote (7).

6. Amount excludes 85,889 Performance-based Restricted Participation Units directly or indirectly owned by the reporting person.

7. Additional RSUs were acquired pursuant to the dividend equivalent reinvestment provisions of underlying PRSUs described in Footnote (1) that were outstanding on the dividend record date and vested March 1, 2021. These RSUs vested on March 2, 2021.

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

Remarks:

/s/ Ashish Bhutani by Scott D. 03/03/2021

** Signature of Reporting Person Date

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

 \ast 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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