Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* 

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

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ed 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 Addres	ss of Reporting Pe	rson <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Lazard Ltd</u> [LAZ, LDZ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
JUIES LIIIS				X	Director	10% Owner			
			3. Date of Earliest Transaction (Month/Day/Year) 06/01/2007	-	Officer (give title below)	Other (specify below)			
(Street) NEW YORK NY 10020		10020	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable X Form filed by One Reporting Person Form filed by More than One Reporting Pe					
(City)	(State)	(Zip)							
		Table I - Non-D	erivative Securities Acquired, Disposed of, or Benefi	cially O	wned				

1. Title of Security (Instr. 3)	Date (Month/Day/Year)	if any	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

 
 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. Transa Code ( 8)		Derivative I		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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Deferred Stock Units <sup>(1)</sup>	(2)	06/01/2007		А		1,513.2062		(2)	(2)	Class A common stock	1,513.2062	\$0	5,515.4811 <sup>(3)</sup>	D	

## Explanation of Responses:

1. The Deferred Stock Units were awarded under the 2005 Equity Incentive Plan as part of the Non-Executive Directors Compensation arrangement.

2. The Deferred Stock Units of Lazard Ltd shall be converted into Lazard Ltd Class A common stock on a one-for-one basis upon the reporting person's retirement or resignation from the Board of Directors of Lazard Ltd.

3. The amount reported in column 9 does not include (a) an additional 7,978,859 shares of Class A common stock of Lazard Ltd underlying the Class II Interests of LAZ-MD Holdings LLC held by a trust that Bruce Wasserstein, the Chairman and CEO of Lazard Ltd, formed for the benefit of the Wasserstein family and of which Mr. Jones is a trustee, and (b) an additional 1,979,337 shares of Class A common stock of Lazard Ltd underlying the Class II Interests of LAZ-MD Holdings LLC held by a grantor retained annuity that Mr. Wasserstein formed and of which Mr. Jones is a trustee. Mr. Jones does not have a pecuniary interest in any of these Class II Interests of LAZ-MD Holdings LLC, and accordingly does not report holdings of the trusts on this Form.

## **Remarks:**

<u>/s/ Ellis Jones by Scott D.</u> Hoffman under a P of A

06/04/2007

\*\* 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.