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| Lazard Ltd | | | | | | | | | | |
|--------------------------------------------------------------------|----------------------------------|------------------------------------------------------|---------------------------------------------------------------------------|----------------------------------------|-----------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|--|
| Form 4 | | | | | | | | | | |
| November 19, 20 | 013 | | | | | | | | | |
| FORM 4 | L | | | | | | | | PPROVAL | |
| | UNITED | STATES | | RITIES A shington | | | COMMISSIO | N OMB Number: | 3235-0287 | |
| Check this box | | | | | | | | Expires: | January 31, | |
| if no longer subject to Section 16. Form 4 or | | | | | | | Estimated burden hou response | urs per | | |
| Form 5 obligations may continue. See Instruction 1(b). | Section 17 | (a) of the H | Public U | tility Hol | ding Cor | | nge Act of 1934, of 1935 or Secti 940 | | | |
| (Print or Type Respo | onses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> HEYER STEVEN J | | | 2. Issuer Name and Ticker or Trading Symbol Lazard Ltd [LAZ] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| | | | | | | | (Check all applicable) | | | |
| (Last) (First) (Middle) C/O LAZARD LTD, 30 ROCKEFELLER PLAZA | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/15/2013 | | | | X_ Director 10% Owner Officer (give title Other (specify below) below) | | | |
| | (Street) | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 1 | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | |
| NEW YORK, N | Y 10020 | | | | | | Person | More than One R | eporting | |
| (City) | (State) | (Zip) | Tab | le I - Non-l | Derivative | Securities A | cquired, Disposed | of, or Beneficia | lly Owned | |
| | ransaction Date nth/Day/Year) | 2A. Deeme Execution any (Month/Da | Date, if | 3. Transactio Code (Instr. 8) | 4. Securit nAcquired Disposed (Instr. 3, 4 | (A) or of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code V | Amount | (D) Price | (Instr. 3 and 4) | | | |
| Reminder: Report of | n a separate line | e for each cla | ass of secu | urities bene | - | - | | | | |
| | | | | | inforn requir | nation cont red to response ays a current | spond to the colle ained in this form ond unless the fo ntly valid OMB co | n are not rm | SEC 1474 (9-02) | |

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount | 8. Price |
|-------------|-------------|---------------------|--------------------|-----------|-----------------|-------------------------|---------------------|----------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | onof Derivative | Expiration Date | of Underlying | Derivat |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | Securities | Securit |

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| (Instr. 3) | Price of Derivative Security | (Mor | nth/Day/Year) (In | nstr. 8) | Acquired (A) or Disposed (D) (Instr. 3, and 5) | l of | | | (Instr. 3 and | 4) | (Instr. : |
|--------------------------------|------------------------------------|------------|-------------------|----------|---------------------------------------------------------------|------|---------------------|--------------------|----------------------------|----------------------------------------|-----------|
| | | | C | ode V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Deferred Stock Units (1) | <u>(2)</u> | 11/15/2013 | 1 | A | 1,010 | | (2) | (2) | Class A common stock | 1,010 | \$ (|

Reporting Owners

| Reporting Owner Name / Address | | Relationsh | | | | | | | |
|--------------------------------------------------------------------------------|----------|------------|---------|-------|--|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | | |
| HEYER STEVEN J C/O LAZARD LTD 30 ROCKEFELLER PLAZA NEW YORK, NY 10020 | Х | | | | | | | | |
| Signatures | | | | | | | | | |
| /s/ Steven J. Heyer by Scott D. of A | | 11/19/2013 | | | | | | | |
| <u>**</u> Signature of Reporting | | Date | | | | | | | |

Explanation of Responses:

- * 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).
- The reporting person elected to receive additional Deferred Stock Units under the Directors Fee Deferral Unit Plan, which allows
 (1) Non Executive Directors to elect to receive additional Deferred Stock Units pursuant to either the 2005 Equity Incentive Plan or the 200
- Non-Executive Directors to elect to receive additional Deferred Stock Units pursuant to either the 2005 Equity Incentive Plan or the 2008 Incentive Compensation Plan in lieu of some or all quarterly cash fees.
- (2) The Deferred Stock Units will be converted into Lazard Ltd Class A common stock on a one-for-one basis upon the date that the reporting person resigns from, or otherwise ceases to be a member of, the Board of Directors of Lazard Ltd.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.