

Lazard Ltd  
Form 8-K  
February 05, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): February 5, 2015**

**Lazard Ltd**

**(Exact name of registrant as specified in its charter)**

**Bermuda**

**(State or other jurisdiction of incorporation)**

**001-32492**  
**(Commission File Number)**

**98-0437848**  
**(IRS Employer Identification No.)**

**Clarendon House, 2 Church Street, Hamilton,  
Bermuda**

**HM 11**

**(Address of Principal Executive Offices)**

**(Zip Code)**

**Registrant's telephone number, including area code 441-295-1422**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition.**

On February 5, 2015, Lazard Ltd (the Company ) issued a press release announcing financial results for its full year 2014 and fourth quarter ended December 31, 2014. A copy of the Company s press release containing this information is being furnished as Exhibit 99.1 to this Report on Form 8-K and is incorporated herein by reference.

The information furnished pursuant to this Item 2.02, including Exhibit 99.1, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act ) or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933 or the Exchange Act.

**Item 8.01 Other Events.**

The Company currently expects to accelerate the vesting and settlement of certain deferred incentive compensation awards previously granted to the Company s employees under the Lazard Ltd 2008 Incentive Compensation Plan ( Awards ). A portion of the Awards originally scheduled to vest on March 2, 2015 may now vest on one or more earlier dates during February 2015.

This Report on Form 8-K contains certain forward-looking statements that are subject to known and unknown risks and uncertainties. The timing of events may differ significantly from those expressed or implied in such forward-looking statements due to a number of factors, including those set forth in the sections entitled Risk Factors and Special Note Regarding Forward-Looking Statements in the Company s Annual Report on Form 10-K for the year ended December 31, 2013.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits. The following exhibits are furnished as part of this Report on Form 8-K:

**Exhibit**

| <b>Number</b> | <b>Description of Exhibit</b>             |
|---------------|---|
| 99.1          | Press Release issued on February 5, 2015. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

**LAZARD LTD**  
(Registrant)

By: /s/ Scott D. Hoffman  
Name: Scott D. Hoffman  
Title: Managing Director and General  
Counsel

Dated: February 5, 2015

**EXHIBIT INDEX**

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