

Lazard Ltd
Form 4
December 04, 2007

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Wasserstein Bruce

(Last) (First) (Middle)

C/O LAZARD LTD, 30
ROCKEFELLER PLAZA

(Street)

NEW YORK, NY 10020

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Lazard Ltd [LAZ, LDZ]

3. Date of Earliest Transaction
(Month/Day/Year)
11/30/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
Class A common stock	11/06/2007		G	V 26,942 D \$ 0	1,549,095 ⁽¹⁾	D	
Class A common stock	11/06/2007		G	V 26,942 A \$ 0	26,942	I	By wife

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

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SEC 1474 (9-02)

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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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Units ⁽²⁾	<u>(3)</u>	11/30/2007		A	1,208.6481	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	1,208.6

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wasserstein Bruce C/O LAZARD LTD 30 ROCKEFELLER PLAZA NEW YORK, NY 10020	X		Chairman & CEO	

Signatures

/s/ Bruce Wasserstein by Scott D. Hoffman under Pof A 12/03/2007

 Signature of Reporting Person 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 Wasserstein family trust also holds 329,500 shares of Lazard Class A common stock. The trust is maintained for the benefit of Mr. Wasserstein's family. Mr Wasserstein does not have voting control or dispositive power over the corpus of the trust. Mr. Ellis Jones, a member of the Lazard Ltd Board of Directors, is the trustee of this trust. Nether Mr. Wasserstein nor Mr. Jones has any beneficial or other ownership interest in these shares.
- (1) Wasserstein's family. Mr Wasserstein does not have voting control or dispositive power over the corpus of the trust. Mr. Ellis Jones, a member of the Lazard Ltd Board of Directors, is the trustee of this trust. Nether Mr. Wasserstein nor Mr. Jones has any beneficial or other ownership interest in these shares.
 - (2) Additional Restricted Stock Units were acquired pursuant to the dividend equivalent reinvestment provisions of the underlying Restricted Stock Unit Award.
 - (3) Each Restricted Stock Unit represents a contingent right to receive one share of Class A common stock of Lazard Ltd.
 - (4) Of the 1,208.6481 Restricted Stock Units acquired, 874.3709 vest on March 31, 2010 and 334.2772 vest on March 31, 2011.

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.