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Lazard Ltd Form 4											
August 19, 2014											
FORM 4	•								PPROVAL		
	UNITED	STATES		RITIES A			E COMMISSION	N OMB Number:	3235-0287		
Check this bo if no longer subject to Section 16. Form 4 or Form 5	STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 5 obligations may continue. See Instruction 1(b). 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 Respo	onses)										
1. Name and Address of Reporting Person <u>*</u> HEYER STEVEN J			Symbol	er Name an		Trading	5. Relationship of Reporting Person(s) to Issuer				
				Ltd [LAZ	-		(Check all applicable)				
(Last) (First) (Middle) C/O LAZARD LTD, 30 ROCKEFELLER PLAZA			3. Date of Earliest Transaction (Month/Day/Year) 08/15/2014				X_Director10% Owner Officer (give titleOther (specify below)below)				
(Street) 4. If Amendm Filed(Month/D				-	1	Applicable Line) _X_ Form filed by	ndividual or Joint/Group Filing(Check licable Line) Form filed by One Reporting Person Form filed by More than One Reporting				
NEW YORK, N	VY 10112						Person	More than One K	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	ally Owned		
	ransaction Date nth/Day/Year)	2A. Deemo Execution any (Month/Da	ed Date, if	3.	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Reminder: Report o	n a separate line	e for each cl	ass of sec	urities bene	Perso inforn requir	ns who res nation cont ed to resp lys a curre	or indirectly. spond to the colle tained 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 o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof	Expiration Date	of Underlying	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	Securities	Security

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	(Securi Acqui (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4,			(Instr. 3 and	4)	(Instr. 5)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units (1)	<u>(2)</u>	08/15/2014		А		801		(2)	(2)	Class A common stock	801	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
HEYER STEVEN J C/O LAZARD LTD 30 ROCKEFELLER PLAZA NEW YORK, NY 10112	Х								
Signatures									
/s/ Steven J. Heyer by Scott D. of A	08/19/2014								
**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).
- (1) The Deferred Stock Units were awarded under Lazard Ltd's 2008 Incentive Compensation Plan as part of the Non-Executive Director Compensation arrangement.
- (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.