

Lazard Ltd  
Form 8-K  
September 13, 2018

**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): September 12, 2018**

**Lazard Ltd**

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

**Bermuda**  
**(State or Other Jurisdiction**

**of Incorporation)**

**001-32492**  
**(Commission**

**File Number)**  
**Clarendon House, 2 Church Street**

**98-0437848**  
**(IRS Employer**

**Identification Number)**

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**Hamilton, Bermuda HM 11**

**(Address of Principal Executive Offices)**

**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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 1.01 Entry into a Material Definitive Agreement.**

On September 12, 2018, Lazard Group LLC ( Lazard Group ), a subsidiary of Lazard Ltd, entered into an underwriting agreement (the Underwriting Agreement ) with Citigroup Global Markets Inc., as representative of the several underwriters listed on Schedule I thereto (collectively, the Underwriters ), pursuant to which Lazard Group agreed to sell and the Underwriters agreed to purchase, subject to and upon terms and conditions set forth therein, an aggregate principal amount of \$500 million of Lazard Group s 4.500% Senior Notes due 2028 in a registered public offering pursuant to Lazard Group s shelf registration statement on Form S-3, filed with the Securities and Exchange Commission on May 2, 2017 (Registration No. 333-217599).

The description above is qualified in its entirety by reference to the Underwriting Agreement, which is filed as Exhibit 1.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit No.	Description
1.1	Underwriting Agreement, dated September 12, 2018, between Lazard Group LLC and Citigroup Global Markets Inc., as representative of the several underwriters listed on Schedule I thereto
12.1	Computation of Ratios of Earnings to Fixed Charges of Lazard Group LLC

**EXHIBIT INDEX**

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**SIGNATURES**

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

**LAZARD LTD**

By: /s/ Evan L. Russo  
Name: Evan L. Russo  
Title: Chief Financial Officer

Date: September 13, 2018