

GDL FUND
Form SC 13G/A
February 09, 2018

SCHEDULE 13G/A

CUSIP No: 361570104

1) **NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:** Lazard Asset Management LLC

2) **CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP** (a) (b)

3) **SEC USE ONLY**

4) **CITIZENSHIP OR PLACE OF ORGANIZATION:** Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5) **SOLE VOTING POWER:** 1,306,681

6) **SHARED VOTING POWER:** -

7) **SOLE DISPOSITIVE POWER:** 1,306,681

8) **SHARED DISPOSITIVE POWER:** -

9) **AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:** 1,306,681

10) **CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

11) **PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):** 7.23%

12) **TYPE OF REPORTING PERSON:** IA

Item 1(a). Name of Issuer:

The GDL Fund

Item 1(b). Address of Issuer's Principal Executive Offices:

Gabelli Funds

One Corporate Center

Rye, NY 10580 - 1434

Item 2(a). Name of Person Filing:

Lazard Asset Management LLC

Item 2(b). Address of Principal Business Office or, if None, Residence:

30 Rockefeller Plaza

New York, New York 10112

Item 2(c):Citizenship:

Delaware Limited Liability Company

Item 2(d):Title of Class of Securities:

Closed End Fund

Item 2(e):CUSIP Number:

361570104

Item 3:If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

o

(a) Broker or Dealer Registered Under Section 15 of the Act

◆ (e) Investment Adviser registered under section 203 of the Investment Advisers Act of 1940

Item 4: Ownership.

(a)Amount beneficially owned: 1,306,681

(b)percent of class: 7.23%

(c)Number of shares as to which such person has:

(i)Sole power to vote or to direct the vote: 1,306,681

(ii)Shared power to vote or to direct the vote:-

(iii)Sole power to dispose or to direct the disposition of: 1,306,681

(iv)Shared power to dispose or to direct the disposition of:-

Item 5:Ownership of Five Percent or Less of a Class:

Not applicable

Item 6:Ownership of More than Five Percent on Behalf of Another Person:

Not applicable

Item 7:Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable

Item 8: Identification and Classification of Members of the Group:

Not applicable

Item 9: Notice of Dissolution of Group:

Not applicable

Item 10: Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Date: December 31, 2017

Mark Anderson

Chief Compliance Officer

op">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 5.04. Temporary Suspension of Trading Under Registrant's Employee Benefit Plans.

The Western Union Company (the Company) was notified on August 24, 2009, that due to the transition of recordkeeping duties to Schwab Retirement Plan Services, Inc. effective October 1, 2009, participants in The Western Union Company Incentive Savings Plan and the Western Union Financial Services, Inc. Retirement Savings Plan for Bargaining Unit Employees (the Plans) will be temporarily unable, among other things, to transfer funds out of or obtain a loan or distribution during a blackout period expected to begin during the week of September 20, 2009 and end during the week of October 4, 2009 (the Blackout Period) from the Western Union Stock Fund, which holds Company common stock. The Western Union Stock Fund (through its predecessor, the First Data Corporation Stock Fund) has been frozen to new investment since January 1, 2006.

As a result of the foregoing, on August 28, 2009, the Company sent a notice to its directors and executive officers informing them of the Blackout Period, during which they will be prohibited from engaging in transactions in equity securities of the Company (the Notice).

The Notice was provided to the Company's directors and executive officers pursuant to the requirements of Section 306 of the Sarbanes-Oxley Act of 2002 and Rule 104 of the Securities and Exchange Commission's Regulation BTR. A copy of the Notice is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated by reference herein.

During the Blackout Period and for a period of two years thereafter, a security holder or other interested person may obtain without charge information regarding the Blackout Period, including the actual beginning and ending dates of the Blackout Period, by contacting Steven Christoffersen, Senior Counsel, The Western Union Company, 12500 E. Belford Avenue, M21A3, Englewood, CO 80112, Telephone (720) 332-4436, Fax (720) 332-0522.

Item 9.01. Financial Statements and Exhibits.

Exhibit

| Number | Description of Exhibit |
|---------------|---|
| 99.1 | Notice of Blackout Period to Directors and Executive Officers of The Western Union Company dated August 28, 2009. |

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.

THE WESTERN UNION COMPANY

Dated: August 28, 2009

By: */s/ Sarah J. Kilgore*
Name: Sarah J. Kilgore
Title: Assistant Secretary

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EXHIBIT INDEX

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