

BrokerCheck Report

LAZARD FRERES & CO. LLC

CRD# 2528

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When communicating online or investing with any professional, make sure you know who you're dealing with. [Imposters](#) might link to sites like BrokerCheck from [phishing](#) or similar scam websites, or through [social media](#), trying to steal your personal information or your money.

Please contact FINRA with any concerns.

About BrokerCheck®



BrokerCheck offers information on all current, and many former, registered securities brokers, and all current and former registered securities firms. FINRA strongly encourages investors to use BrokerCheck to check the background of securities brokers and brokerage firms before deciding to conduct, or continue to conduct, business with them.

- **What is included in a BrokerCheck report?**

- BrokerCheck reports for individual brokers include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards. BrokerCheck reports for brokerage firms include information on a firm's profile, history, and operations, as well as many of the same disclosure events mentioned above.

- Please note that the information contained in a BrokerCheck report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the broker or brokerage firm, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

- **Where did this information come from?**

- The information contained in BrokerCheck comes from FINRA's Central Registration Depository, or CRD® and is a combination of:
 - information FINRA and/or the Securities and Exchange Commission (SEC) require brokers and brokerage firms to submit as part of the registration and licensing process, and
 - information that regulators report regarding disciplinary actions or allegations against firms or brokers.

- **How current is this information?**

- Generally, active brokerage firms and brokers are required to update their professional and disciplinary information in CRD within 30 days. Under most circumstances, information reported by brokerage firms, brokers and regulators is available in BrokerCheck the next business day.

- **What if I want to check the background of an investment adviser firm or investment adviser representative?**

- To check the background of an investment adviser firm or representative, you can search for the firm or individual in BrokerCheck. If your search is successful, click on the link provided to view the available licensing and registration information in the SEC's Investment Adviser Public Disclosure (IAPD) website at <https://www.adviserinfo.sec.gov>. In the alternative, you may search the IAPD website directly or contact your state securities regulator at <http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/P455414>.

- **Are there other resources I can use to check the background of investment professionals?**

- FINRA recommends that you learn as much as possible about an investment professional before deciding to work with them. Your state securities regulator can help you research brokers and investment adviser representatives doing business in your state.

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brokercheck.finra.org



For additional information about the contents of this report, please refer to the User Guidance or www.finra.org/brokercheck. It provides a glossary of terms and a list of frequently asked questions, as well as additional resources.

[For more information about FINRA, visit www.finra.org.](http://www.finra.org)



LAZARD FRERES & CO. LLC

CRD# 2528

SEC# 8-2595

Main Office Location

30 ROCKEFELLER PLAZA
NEW YORK, NY 10020-5900
Regulated by FINRA New York Office

Mailing Address

30 ROCKEFELLER PLAZA
NEW YORK, NY 10020-5900

Business Telephone Number

(212) 632-6000

Report Summary for this Firm

This report summary provides an overview of the brokerage firm. Additional information for this firm can be found in the detailed report.

Firm Profile

This firm is classified as a limited liability company.

This firm was formed in New York on 05/01/1995.

Its fiscal year ends in December.

Firm History

Information relating to the brokerage firm's history such as other business names and successions (e.g., mergers, acquisitions) can be found in the detailed report.

Firm Operations

This firm is registered with:

- the SEC
- 1 Self-Regulatory Organization
- 52 U.S. states and territories

Is this brokerage firm currently suspended with any regulator? **No**

This firm conducts 3 types of businesses.

This firm is affiliated with financial or investment institutions.

This firm does not have referral or financial arrangements with other brokers or dealers.

Disclosure Events

Brokerage firms are required to disclose certain criminal matters, regulatory actions, civil judicial proceedings and financial matters in which the firm or one of its control affiliates has been involved.

Are there events disclosed about this firm? **Yes**

The following types of disclosures have been reported:

Type	Count
Regulatory Event	14
Civil Event	2



Firm Profile

This firm is classified as a limited liability company.

This firm was formed in New York on 05/01/1995.

Its fiscal year ends in December.

Firm Names and Locations

This section provides the brokerage firm's full legal name, "Doing Business As" name, business and mailing addresses, telephone number, and any alternate name by which the firm conducts business and where such name is used.

LAZARD FRERES & CO. LLC

Doing business as LAZARD FRERES & CO. LLC

CRD# 2528

SEC# 8-2595

Main Office Location

30 ROCKEFELLER PLAZA
NEW YORK, NY 10020-5900

Regulated by FINRA New York Office

Mailing Address

30 ROCKEFELLER PLAZA
NEW YORK, NY 10020-5900

Business Telephone Number

(212) 632-6000



Firm Profile

This section provides information relating to all direct owners and executive officers of the brokerage firm.

Direct Owners and Executive Officers

Legal Name & CRD# (if any):	LAZARD GROUP LLC
Is this a domestic or foreign entity or an individual?	Domestic Entity
Position	SOLE MEMBER
Position Start Date	03/2000
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	ANDERSON, MARK RICHARD 4769151
Is this a domestic or foreign entity or an individual?	Individual
Position	CCO
Position Start Date	06/2025
Percentage of Ownership	Less than 5%
Does this owner direct the management or policies of the firm?	No
Is this a public reporting company?	No

Legal Name & CRD# (if any):	BERNHARD, JASON RUGGLES 1883841
Is this a domestic or foreign entity or an individual?	Individual
Position	CEO
Position Start Date	10/2022

Firm Profile**Direct Owners and Executive Officers (continued)**

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): WEBER, THOMAS JOSEPH
4854554

Is this a domestic or foreign entity or an individual? Individual

Position CFO

Position Start Date 03/2025

Percentage of Ownership Less than 5%

Does this owner direct the management or policies of the firm? No

Is this a public reporting company? No



Firm Profile

This section provides information relating to any indirect owners of the brokerage firm.

Indirect Owners

Legal Name & CRD# (if any):	LAZARD HOLDINGS LLC
Is this a domestic or foreign entity or an individual?	Foreign Entity
Company through which indirect ownership is established	LLTD 2 S.A.R.L.
Relationship to Direct Owner	SHAREHOLDER
Relationship Established	12/2005
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	No

Legal Name & CRD# (if any):	LAZARD, INC.
Is this a domestic or foreign entity or an individual?	Domestic Entity
Company through which indirect ownership is established	LLTD CORP I
Relationship to Direct Owner	SHAREHOLDER
Relationship Established	12/2005
Percentage of Ownership	75% or more
Does this owner direct the management or policies of the firm?	Yes
Is this a public reporting company?	Yes

Legal Name & CRD# (if any):	LAZARD, INC.
Is this a domestic or foreign entity or an individual?	Domestic Entity



Firm Profile

Indirect Owners (continued)

Company through which indirect ownership is established LAZARD HOLDINGS LLC

Relationship to Direct Owner SHAREHOLDER

Relationship Established 12/2005

Percentage of Ownership 75% or more

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? Yes

Legal Name & CRD# (if any): LLTD CORP I

Is this a domestic or foreign entity or an individual? Domestic Entity

Company through which indirect ownership is established LLTD CORP II

Relationship to Direct Owner SHAREHOLDER

Relationship Established 12/2005

Percentage of Ownership 75% or more

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): LLTD CORP II

Is this a domestic or foreign entity or an individual? Domestic Entity

Company through which indirect ownership is established LAZARD GROUP LLC

Relationship to Direct Owner MANAGING MEMBER

Relationship Established 12/2005

Firm Profile



Indirect Owners (continued)

Percentage of Ownership 50% but less than 75%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Legal Name & CRD# (if any): LLTD 2 S.A.R.L.

Is this a domestic or foreign entity or an individual? Foreign Entity

Company through which indirect ownership is established LAZARD GROUP LLC

Relationship to Direct Owner MANAGING MEMBER

Relationship Established 12/2005

Percentage of Ownership 25% but less than 50%

Does this owner direct the management or policies of the firm? Yes

Is this a public reporting company? No

Firm History

This section provides information relating to any successions (e.g., mergers, acquisitions) involving the firm.

No information reported.





Firm Operations

Registrations

This section provides information about the regulators (Securities and Exchange Commission (SEC), self-regulatory organizations (SROs), and U.S. states and territories) with which the brokerage firm is currently registered and licensed, the date the license became effective, and certain information about the firm's SEC registration.

This firm is currently registered with the SEC, 1 SRO and 52 U.S. states and territories.

Federal Regulator	Status	Date Effective
SEC	Approved	02/14/1938

SEC Registration Questions

This firm is registered with the SEC as:

A broker-dealer: Yes

A broker-dealer and government securities broker or dealer: No

A government securities broker or dealer only: No

This firm has ceased activity as a government securities broker or dealer: No

Self-Regulatory Organization	Status	Date Effective
FINRA	Approved	10/16/1936



Firm Operations

Registrations (continued)

U.S. States & Territories	Status	Date Effective	U.S. States & Territories	Status	Date Effective
Alabama	Approved	03/26/1986	North Carolina	Approved	07/15/1982
Alaska	Approved	02/06/1986	North Dakota	Approved	02/04/1986
Arizona	Approved	07/31/1984	Ohio	Approved	07/16/1982
Arkansas	Approved	05/01/1995	Oklahoma	Approved	01/29/1986
California	Approved	05/01/1995	Oregon	Approved	02/06/1986
Colorado	Approved	06/28/1984	Pennsylvania	Approved	01/01/1938
Connecticut	Approved	12/18/1937	Puerto Rico	Approved	04/21/1993
Delaware	Approved	10/16/1987	Rhode Island	Approved	02/01/1983
District of Columbia	Approved	02/26/1965	South Carolina	Approved	07/16/1984
Florida	Approved	04/27/1983	South Dakota	Approved	02/12/1986
Georgia	Approved	02/06/1986	Tennessee	Approved	02/06/1986
Hawaii	Approved	05/01/1995	Texas	Approved	07/18/1995
Idaho	Approved	02/07/1986	Utah	Approved	02/11/1986
Illinois	Approved	05/20/1960	Vermont	Approved	02/13/1984
Indiana	Approved	10/20/1981	Virginia	Approved	07/10/1984
Iowa	Approved	08/06/1984	Washington	Approved	09/26/1984
Kansas	Approved	02/03/1986	West Virginia	Approved	09/30/1981
Kentucky	Approved	01/30/1986	Wisconsin	Approved	03/16/1937
Louisiana	Approved	04/20/1983	Wyoming	Approved	02/03/1986
Maine	Approved	02/10/1986			
Maryland	Approved	10/03/1981			
Massachusetts	Approved	07/31/1981			
Michigan	Approved	02/02/1983			
Minnesota	Approved	07/15/1982			
Mississippi	Approved	02/14/1986			
Missouri	Approved	07/18/1983			
Montana	Approved	02/13/1986			
Nebraska	Approved	05/22/1995			
Nevada	Approved	01/29/1986			
New Hampshire	Approved	02/02/1983			
New Jersey	Approved	07/13/1983			
New Mexico	Approved	08/06/1984			
New York	Approved	05/01/1995			



Firm Operations

Types of Business

This section provides the types of business, including non-securities business, the brokerage firm is engaged in or expects to be engaged in.

This firm currently conducts 3 types of businesses.

Types of Business

Underwriter or selling group participant (corporate securities other than mutual funds)

Private placements of securities

Other - THE FIRM RENDERS FINANCIAL ADVISORY SERVICES, ON A FEE BASIS, TO CORPORATIONS AND OTHERS IN CONNECTION WITH TRANSACTIONS INCLUDING MERGERS, ACQUISITIONS, RESTRUCTURINGS, FINANCINGS AND OTHER EXTRAORDINARY CORPORATE TRANSACTIONS, RENDERS FINANCIAL, STRUCTURAL AND STRATEGIC ADVICE, PROVIDES OPINION LETTERS AND VALUATIONS, NEGOTIATES WITH OTHER PARTIES AND ASSISTS IN OBTAINING THE TERMS OF FINANCINGS, ACTS AS DEALER-MANAGER IN TENDER AND EXCHANGE OFFERS AND MAY PARTICIPATE IN PRIVATELY PLACING SECURITIES.

Other Types of Business

This firm does not effect transactions in commodities, commodity futures, or commodity options.

This firm does engage in other non-securities business.

Non-Securities Business Description: THE FIRM RENDERS FINANCIAL ADVISORY SERVICES, ON A FEE BASIS, TO CORPORATIONS AND OTHERS IN CONNECTION WITH TRANSACTIONS INCLUDING MERGERS, ACQUISITIONS, RESTRUCTURINGS, FINANCINGS AND OTHER EXTRAORDINARY CORPORATE TRANSACTIONS, RENDERS FINANCIAL, STRUCTURAL AND STRATEGIC ADVICE, PROVIDES OPINION LETTERS AND VALUATIONS, NEGOTIATES WITH OTHER PARTIES AND ASSISTS IN OBTAINING THE TERMS OF FINANCINGS.

Firm Operations



Clearing Arrangements

This firm does not hold or maintain funds or securities or provide clearing services for other broker-dealer(s).

Introducing Arrangements

This firm does not refer or introduce customers to other brokers and dealers.

Firm Operations

Industry Arrangements



This firm does not have books or records maintained by a third party.

This firm does not have accounts, funds, or securities maintained by a third party.

This firm does not have customer accounts, funds, or securities maintained by a third party.

Control Persons/Financing

This firm does not have individuals who control its management or policies through agreement.

This firm does not have individuals who wholly or partly finance the firm's business.



Firm Operations

Organization Affiliates

This section provides information on control relationships the firm has with other firms in the securities, investment advisory, or banking business.

This firm is, directly or indirectly:

- in control of
 - controlled by
 - or under common control with
- the following partnerships, corporations, or other organizations engaged in the securities or investment advisory business.

LAZARD COLOMBIA S.A.S. is under common control with the firm.

Business Address:	CARRERA 7, NO. 71-21 TORRE B OFFICE 1010 BOGOTA, COLOMBIA
Effective Date:	06/07/2010
Foreign Entity:	Yes
Country:	COLOMBIA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD ARGENTINA S.A. is under common control with the firm.

Business Address:	AVENIDA ALICIA MOREAU DE JUSTO 140 4TH FLOOR BUENOS AIRES, ARGENTINA C1107AAD
Effective Date:	07/11/1988
Foreign Entity:	Yes
Country:	ARGENTINA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

Firm Operations**Organization Affiliates (continued)****LAZARD CHILE S.P.A. is under common control with the firm.**

Business Address: CALLE AURELIO GONZALEZ 3390
OFFICE 401, FLOOR 4, VITACURA,
SANTIAGO, CHILE

Effective Date: 02/28/2013

Foreign Entity: Yes

Country: CHILE

Securities Activities: No

Investment Advisory Activities: Yes

Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD AUSTRALIA HOLDINGS PTY LTD is controlled by the firm.

Business Address: LEVEL 38 GATEWAY
1 MACQUARIE PLACE
SYDNEY, AUSTRALIA NSW 2000

Effective Date: 07/25/2007

Foreign Entity: Yes

Country: AUSTRALIA

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD AUSTRALIA HOLDINGS PTY LTD IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD SPAIN LIMITED is under common control with the firm.

Business Address: 50 STRATTON STREET
LONDON, UNITED KINGDOM W1J 8LL

Effective Date: 10/28/1998

Foreign Entity: Yes

Country: UNITED KINGDOM

Securities Activities: No

Firm Operations



Organization Affiliates (continued)

Investment Advisory Activities: Yes

Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD FRÈRES BANQUE SA is under common control with the firm.

Business Address: 121 BOULEVARD HAUSSMANN
PARIS, FRANCE 75008

Effective Date: 01/31/1986

Foreign Entity: Yes

Country: FRANCE

Securities Activities: No

Investment Advisory Activities: Yes

Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LFG-COURTAGE SARL is under common control with the firm.

Business Address: 25, RUE DE COURCELLES
PARIS, FRANCE 75008

Effective Date: 10/18/2002

Foreign Entity: Yes

Country: FRANCE

Securities Activities: No

Investment Advisory Activities: Yes

Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD FRÈRES GESTION SAS is under common control with the firm.

Business Address: 25, RUE DE COURCELLES
PARIS, FRANCE 75008

Effective Date: 01/01/1995

Foreign Entity: Yes

Firm Operations**Organization Affiliates (continued)**

Country: FRANCE

Securities Activities: No

Investment Advisory Activities: Yes

Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD ASSET MANAGEMENT SCHWEIZ AG is controlled by the firm.

Business Address: USTERISTRASSE 9
ZURICH, SWITZERLAND 8001

Effective Date: 01/01/2015

Foreign Entity: Yes

Country: SWITZERLAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD ASSET MANAGEMENT SCHWEIZ AG IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD ASSET MANAGEMENT (UK) HOLDINGS LIMITED is controlled by the firm.

Business Address: 20 MANCHESTER SQUARE
LONDON, UNITED KINGDOM W1U 3PZ

Effective Date: 07/26/2002

Foreign Entity: Yes

Country: UNITED KINGDOM

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD ASSET MANAGEMENT (UK) HOLDINGS LIMITED IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD S.R.L. is under common control with the firm.

Business Address: VIA DELL'ORSO 2
MILAN, ITALY 20121

Firm Operations**Organization Affiliates (continued)**

Effective Date: 01/01/1991
Foreign Entity: Yes
Country: ITALY
Securities Activities: No
Investment Advisory Activities: Yes
Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD BV/SRL is under common control with the firm.

Business Address: BLUE TOWER LOUISE
 AVENUE LOUISE 326, 9TH FLOOR
 BRUSSELS, BELGIUM 1050
Effective Date: 01/01/2004
Foreign Entity: Yes
Country: BELGIUM
Securities Activities: No
Investment Advisory Activities: Yes
Description: LAZARD BV/SRL IS OWNED INDIRECTLY BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD SAUDI ARABIA COMPANY is under common control with the firm.

Business Address: 24TH FLOOR, KINGDOM CENTRE
 P.O. BOX 88425
 RIYADH, SAUDI ARABIA 12214
Effective Date: 01/01/2011
Foreign Entity: Yes
Country: SAUDI ARABIA
Securities Activities: No
Investment Advisory Activities: Yes
Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

Firm Operations**Organization Affiliates (continued)****LAZARD KOREA INVESTMENT MANAGEMENT CO. LTD is controlled by the firm.**

Business Address: 10F SEOUL FINANCE CENTER
136 SEJONG-DAERO, JUNG-GU
SEOUL, SOUTH KOREA 100-768

Effective Date: 05/09/2005

Foreign Entity: Yes

Country: SOUTH KOREA

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD KOREA INVESTMENT MANAGEMENT CO. LTD IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD GULF LIMITED is controlled by the firm.

Business Address: LEVEL 2, GATE VILLIAGE 01
DUBAI INTERNATIONAL FINANCIAL CENTRE
DUBAI, UNITED ARAB EMIRATES

Effective Date: 04/14/2014

Foreign Entity: Yes

Country: UNITED ARAB EMIRATES

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD GULF LIMITED IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD FRÈRES K.K. is under common control with the firm.

Business Address: SANNO PARK TOWER, 25TH FLOOR
2-11-1 NAGATA-CHO, CHIYODA-KU,
TOKYO, JAPAN 100-6125

Effective Date: 01/01/1989

Foreign Entity: Yes

Country: JAPAN

Firm Operations**Organization Affiliates (continued)**

Securities Activities: No

Investment Advisory Activities: Yes

Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD B.V. is under common control with the firm.

Business Address: MONDRIAAN TOWER, 28TH FLOOR
AMSTELPLEIN 58
AMSTERDAM, NETHERLANDS 1096 BC

Effective Date: 01/01/2004

Foreign Entity: Yes

Country: NETHERLANDS

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD B.V. IS OWNED INDIRECTLY BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD ASSET MANAGEMENT (SINGAPORE) PTE. LTD. is controlled by the firm.

Business Address: 1 RAFFLES PLACE
#15-02 TOWER 1
SINGAPORE, SINGAPORE 048616

Effective Date: 08/02/2013

Foreign Entity: Yes

Country: SINGAPORE

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD ASSET MANAGEMENT (SINGAPORE) PTE. LTD. IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD ASSET MANAGEMENT (HONG KONG) LTD. is controlled by the firm.

Business Address: LEVEL 20, ONE INTERNATIONAL CENTRE
1 HARBOUR VIEW STREET, CENTRAL

Firm Operations**Organization Affiliates (continued)**

HONG KONG, HONG KONG

Effective Date: 04/15/2008

Foreign Entity: Yes

Country: HONG KONG

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD ASSET MANAGEMENT (HONG KONG) LTD IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD ASSESSORIA FINANCEIRA LTDA. is under common control with the firm.

Business Address: AV. BRIGADEIRO FARIA LIMA
2277 8° ANDAR
SAO PAULO, BRAZIL 01452-000

Effective Date: 09/08/2004

Foreign Entity: Yes

Country: BRAZIL

Securities Activities: No

Investment Advisory Activities: Yes

Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD ASIA LIMITED is under common control with the firm.

Business Address: 1 RAFFLES PLACE #25-01
TOWER 1
SINGAPORE, SINGAPORE 048616

Effective Date: 01/01/1995

Foreign Entity: Yes

Country: SINGAPORE

Securities Activities: Yes

Investment Advisory Activities: Yes

Firm Operations



Organization Affiliates (continued)

Description: INDIRECTLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD & CO. LIMITED is under common control with the firm.

Business Address: 20 MANCHESTER SQUARE
LONDON, UNITED KINGDOM W1U 3PZ

Effective Date: 12/30/1919

Foreign Entity: Yes

Country: UNITED KINGDOM

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD & CO., LIMITED IS OWNED INDIRECTLY BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

EDGEWATER SERVICES, LLC is under common control with the firm.

CRD #: 159926

Business Address: 900 N. MICHIGAN AVENUE
SUITE 1800
CHICAGO, IL 60611

Effective Date: 03/29/2012

Foreign Entity: No

Country:

Securities Activities: No

Investment Advisory Activities: Yes

Description: EDGEWATER IS WHOLLY OWNED BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD ASSET MANAGEMENT SECURITIES LLC is controlled by the firm.

CRD #: 129119

Business Address: 30 ROCKEFELLER PLAZA
NEW YORK, NY 10020

Effective Date: 01/01/2004

Firm Operations**Organization Affiliates (continued)**

Foreign Entity:	No
Country:	
Securities Activities:	Yes
Investment Advisory Activities:	Yes
Description:	THE APPLICANT WHOLLY-OWNS THE PARENT COMPANY OF LAZARD ASSET MANAGEMENT SECURITIES LLC.

LAZARD ASESORES FINANCIEROS, SA is under common control with the firm.

Business Address:	EDIFICIO FORTUNY RAFAEL CALVO 39 A MADRID, SPAIN 28010
Effective Date:	07/18/2003
Foreign Entity:	Yes
Country:	SPAIN
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	LAZARD ASESORES FINANCIEROS, SA IS AN INDIRECT SUBSIDIARY OF LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD AB is under common control with the firm.

Business Address:	STUREGATAN 24 STOCKHOLM, SWEDEN 114 36
Effective Date:	07/18/2003
Foreign Entity:	Yes
Country:	SWEDEN
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	LAZARD AB IS OWNED INDIRECTLY BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD & CO. GMBH is under common control with the firm.

Firm Operations



Organization Affiliates (continued)

Business Address: NEUE MAINZER STRAÙE 69-75
FRANKFURT, GERMANY 60311

Effective Date: 07/18/2003

Foreign Entity: Yes

Country: GERMANY

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD & CO. GMBH IS OWNED INDIRECTLY BY LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD ASIA (HK) LIMITED is under common control with the firm.

Business Address: SUITES 1901-03, 19/F, ONE INTERNATIONAL FINANCE
CENTRE, 1 HARBOUR VIEW STREET
HONG KONG, HONG KONG N/A

Effective Date: 07/18/2003

Foreign Entity: Yes

Country: HONG KONG

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD ASIA (HK) LIMITED IS AN INDIRECT SUBSIDIARY OF LAZARD GROUP LLC, THE PARENT COMPANY OF APPLICANT.

LAZARD FUND MANAGERS LIMITED is controlled by the firm.

Business Address: 50 STRATTON STREET
LONDON, UNITED KINGDOM W1J 8LL

Effective Date: 12/13/1985

Foreign Entity: Yes

Country: UNITED KINGDOM

Securities Activities: No

Investment Advisory Activities: Yes

Firm Operations



Organization Affiliates (continued)

Description: LAZARD FUND MANAGERS LIMITED IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD FUND MANAGERS (IRELAND) LTD. is controlled by the firm.

Business Address: 92-93 ST STEPHENS GREEN
3RD FLOOR
DUBLIN, IRELAND 2

Effective Date: 01/01/1996

Foreign Entity: Yes

Country: IRELAND

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD FUND MANAGERS (IRELAND) LTD IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD ASSET MANAGEMENT LIMITED is controlled by the firm.

Business Address: 20 MANCHESTER SQUARE
LONDON, UNITED KINGDOM W1U 3PZ

Effective Date: 11/12/1953

Foreign Entity: Yes

Country: UNITED KINGDOM

Securities Activities: No

Investment Advisory Activities: Yes

Description: LAZARD ASSET MANAGEMENT LIMITED IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD ASSET MANAGEMENT LLC is controlled by the firm.

CRD #: 122836

Business Address: 30 ROCKEFELLER PLAZA
NEW YORK, NY 10112

Effective Date: 05/01/1970

Foreign Entity: No

Firm Operations**Organization Affiliates (continued)****Country:****Securities Activities:** Yes**Investment Advisory Activities:** Yes**Description:** LAZARD ASSET MANAGEMENT LLC. IS 100% OWNED BY APPLICANT.**COMPAGNIE FINANCIERE LAZARD FRÈRES S.A.S. is under common control with the firm.****Business Address:** 121 BOULEVARD HAUSSMAN
PARIS, FRANCE 75382**Effective Date:** 03/03/2000**Foreign Entity:** Yes**Country:** FRANCE**Securities Activities:** No**Investment Advisory Activities:** Yes**Description:** APPLICANT'S PARENT COMPANY, LAZARD GROUP LLC, A HOLDING COMPANY, OWNS 100% OF THE OWNERSHIP INTERESTS IN COMPAGNIE FINANCIERE LAZARD FRÈRES S.A.S.**LAZARD ASSET MANAGEMENT (DEUTSCHLAND) GMBH is controlled by the firm.****Business Address:** NEUE MAINZER STRAÙE 69-75
FRANKFURT, GERMANY 60311**Effective Date:** 04/01/1999**Foreign Entity:** Yes**Country:** GERMANY**Securities Activities:** No**Investment Advisory Activities:** Yes**Description:** LAZARD ASSET MANAGEMENT DEUTSCHLAND IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.**LAZARD JAPAN ASSET MANAGEMENT K.K. is controlled by the firm.****Business Address:** ATT ANNEX, 7TH FLOOR 2-11-7
AKASAKA MINATO-KU

Firm Operations**Organization Affiliates (continued)**

	TOKYO, JAPAN 107-0052
Effective Date:	08/14/1987
Foreign Entity:	Yes
Country:	JAPAN
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	LAZARD JAPAN ASSET MANAGEMENT K.K. IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD ASSET MANAGEMENT (CANADA), INC. is controlled by the firm.

Business Address:	1250 RENÉ-LÉVESQUE BLVD. WEST SUITE 2200 MONTREAL, CANADA HCB 4W8
Effective Date:	05/15/1996
Foreign Entity:	Yes
Country:	CANADA
Securities Activities:	No
Investment Advisory Activities:	Yes
Description:	LAZARD ASSET MANAGEMENT (CANADA), INC. IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

LAZARD ASSET MANAGEMENT PACIFIC CO. is controlled by the firm.

Business Address:	LEVEL 39 GATEWAY 1 MACQUARIE PLACE SYDNEY, AUSTRALIA NSW 2000
Effective Date:	05/03/1994
Foreign Entity:	Yes
Country:	AUSTRALIA
Securities Activities:	No
Investment Advisory Activities:	Yes

Firm Operations



Organization Affiliates (continued)

Description: LAZARD ASSET MANAGEMENT PACIFIC CO. IS A SUBSIDIARY OF LAZARD ASSET MANAGEMENT LLC, A SUBSIDIARY OF APPLICANT.

This firm is not directly or indirectly, controlled by the following:

- bank holding company
- national bank
- state member bank of the Federal Reserve System
- state non-member bank
- savings bank or association
- credit union
- or foreign bank



Disclosure Events

All firms registered to sell securities or provide investment advice are required to disclose regulatory actions, criminal or civil judicial proceedings, and certain financial matters in which the firm or one of its control affiliates has been involved. For your convenience, below is a matrix of the number and status of disclosure events involving this brokerage firm or one of its control affiliates. Further information regarding these events can be found in the subsequent pages of this report.

	Pending	Final	On Appeal
Regulatory Event	0	14	0
Civil Event	0	2	0



Disclosure Event Details

What you should know about reported disclosure events:

1. **BrokerCheck provides details for any disclosure event that was reported in CRD. It also includes summary information regarding FINRA arbitration awards in cases where the brokerage firm was named as a respondent.**
2. **Certain thresholds must be met before an event is reported to CRD, for example:**
 - A law enforcement agency must file formal charges before a brokerage firm is required to disclose a particular criminal event.
3. **Disclosure events in BrokerCheck reports come from different sources:**
 - Disclosure events for this brokerage firm were reported by the firm and/or regulators. When the firm and a regulator report information for the same event, both versions of the event will appear in the BrokerCheck report. The different versions will be separated by a solid line with the reporting source labeled.
4. **There are different statuses and dispositions for disclosure events:**
 - A disclosure event may have a status of *pending*, *on appeal*, or *final*.
 - A "pending" event involves allegations that have not been proven or formally adjudicated.
 - An event that is "on appeal" involves allegations that have been adjudicated but are currently being appealed.
 - A "final" event has been concluded and its resolution is not subject to change.
 - A final event generally has a disposition of *adjudicated*, *settled* or *otherwise resolved*.
 - An "adjudicated" matter includes a disposition by (1) a court of law in a criminal or civil matter, or (2) an administrative panel in an action brought by a regulator that is contested by the party charged with some alleged wrongdoing.
 - A "settled" matter generally involves an agreement by the parties to resolve the matter. Please note that firms may choose to settle customer disputes or regulatory matters for business or other reasons.
 - A "resolved" matter usually involves no payment to the customer and no finding of wrongdoing on the part of the individual broker. Such matters generally involve customer disputes.
5. **You may wish to contact the brokerage firm to obtain further information regarding any of the disclosure events contained in this BrokerCheck report.**

Regulatory - Final

This type of disclosure event involves (1) a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, self-regulatory organization, federal regulator such as the U.S. Securities and Exchange Commission, foreign financial regulatory body) for a violation of investment-related rules or regulations; or (2) a revocation or suspension of the authority of a brokerage firm or its control affiliate to act as an attorney, accountant or federal contractor.

Disclosure 1 of 14

Reporting Source: Regulator

Current Status: Final



Allegations: NASD MARKETPLACE RULE 6130(D), NASD CONDUCT RULE 3350 - LAZARD FRERES & CO. LLC FAILED TO REPORT TO ACT THE CORRECT SYMBOL INDICATING WHETHER THE TRANSACTION WAS A BUY, SELL, SELL SHORT, SELL SHORT EXEMPT OR CROSS FOR TRANSACTIONS IN ELIGIBLE SECURITIES. THE FIRM FAILED TO REPORT TO ACT THE CORRECT SYMBOL INDICATING WHETHER IT EXECUTED TRANSACTIONS IN ELIGIBLE SECURITIES IN A PRINCIPAL OR AGENCY CAPACITY. THE FIRM ALSO EXECUTED SHORT SALE TRANSACTIONS IN CERTAIN SECURITIES, ALL OF WHICH WERE NASDAQ NATIONAL MARKET SECURITIES AT OR BELOW THE CURRENT INSIDE BID WAS BELOW THE PRECEDING INSIDE BID IN THE SECURITY.

Initiated By: NASD

Date Initiated: 07/29/2005

Docket/Case Number: CLG050110

Principal Product Type: Other

Other Product Type(s): UNSPECIFIED TYPES OF SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 07/29/2005

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$8,500.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS LAZARD FRERES & CO. LLC CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS THEREFORE THE FIRM IS CENSURED AND FINED \$8,500.

Reporting Source: Firm



Current Status:	Final
Allegations:	FAILURE TO REPORT TO ACT WITH RESPECT TO CERTAIN TRADES IN 2002 THE CORRECT SYMBOL INDICATING THE TYPE OF TRANSACTION, OR INDICATING WHETHER THE TRANSACTION WAS EFFECTED ON A PRICIPAL OR AGENCY BASIS; AND THE EXECUTION OF SHORT SALES IN CERTAIN NASDAQ NATIONAL MARKET SECURITIES AT OR BELOW THE CURRENT INSIDE BID WHEN THE CURRENT INSIDE BID WAS BELOW THE PRECEDING INSIDE BID.
Initiated By:	NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.
Date Initiated:	07/29/2005
Docket/Case Number:	CLG050110
Principal Product Type:	Equity - OTC
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	CENSURE
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	07/29/2005
Sanctions Ordered:	Censure Monetary/Fine \$8,500.00
Other Sanctions Ordered:	
Sanction Details:	ON AUGUST 29, 2005, THE APPLICANT PAID THE \$8,500 FINE.
Firm Statement	NOTE: THE CAPITAL MARKETS BUSINESS TO WHICH THIS MATTER RELATES IS NO LONGER BEING CONDUCTED BY LAZARD FREES & CO. LLC; SUCH BUSINESS HAS BEEN TRANSFERRED TO AND IS BEING CONDUCTED BY LAZARD CAPITAL MARKETS LLC.

Disclosure 2 of 14

Reporting Source:	Regulator
Current Status:	Final
Allegations:	NASD MARKETPLACE RULE 6955(A) AND NASD CONDUCT RULE 2110-RESPONDENT FAILED TO TIMELY REPORT TO OATS 1,317 REPORTABLE ORDER EVENTS AND FAILED TO SUBMIT REQUIRED INFORMATION TO OATS ON 64 BUSINESS DAYS.



Initiated By: NASD
Date Initiated: 06/03/2005
Docket/Case Number: [CLG050075](#)
Principal Product Type: No Product
Other Product Type(s):
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:
Resolution: Acceptance, Waiver & Consent(AWC)
Resolution Date: 06/03/2005
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No
Sanctions Ordered: Censure
 Monetary/Fine \$10,000.00
Other Sanctions Ordered:
Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, RESPONDENT CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, THE RESPONDENT IS FINED \$10,000 AND CENSURED

Reporting Source: Firm
Current Status: Final
Allegations: FAILURE TO SUBMIT REQUIRED INFORMATION TO OATS ON CERTAIN DAYS IN 2002 AND FAILURE TO TIMELY REPORT TO OATS CERTAIN REPORTABLE ORDER EVENTS IN 2003.
Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.
Date Initiated: 04/22/2005
Docket/Case Number: [CLG050075](#)



Principal Product Type:	Equity - OTC
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	CENSURE
Resolution:	Acceptance, Waiver & Consent(AWC)
Resolution Date:	04/22/2005
Sanctions Ordered:	Censure Monetary/Fine \$10,000.00
Other Sanctions Ordered:	
Sanction Details:	ON JUNE 23, 2005, THE APPLICANT PAID THE \$10,000.00 FINE.
Firm Statement	NOTE: THE CAPITAL MARKETS BUSINESS TO WHICH THIS MATTER RELATES IS NO LONGER BEING CONDUCTED BY LAZARD FRERES & CO. LLC; SUCH BUSINESS HAS BEEN TRANSFERRED TO AND IS BEING CONDUCTED BY LAZARD CAPITAL MARKETS LLC.

Disclosure 3 of 14

Reporting Source:	Regulator
Current Status:	Final
Allegations:	*12/16/2004**STIPULATION AND CONSENT TO PENALTY FILED BY NYSE DIVISION OF ENFORCEMENT AND PENDING. HEARING REQUESTED. CONSENTED TO FINDINGS:WITHOUT ADMITTING OR DENYING GUILT, LAZARD FRERES CONSENTED TO FINDINGS THAT IT:VIOLATED EXCHANGE RULE 342 IN THAT IT FAILED TO REASONABLY SUPERVISE AND CONTROL ACTIVITIES OF ITS EMPLOYEES, INCLUDING A SEPARATE SYSTEM OF FOLLOW-UP AND REVIEW, BY FAILING TO: (1) ESTABLISH AND MAINTAIN APPROPRIATE WRITTEN PROCEDURES FOR SUPERVISION AND CONTROL WITH RESPECT TO CERTAIN BUSINESS ACTIVITIES OF FIRM EMPLOYEES ENGAGED IN FLOOR BROKERAGE ACTIVITIES;(2) SUFFICIENTLY DOCUMENT SUPERVISORY REVIEWS OF ITS FLOOR BROKERAGE ACTIVITIES AND SUPERVISORY REVIEWS OF FIRM SUSPENSE ACCOUNT RECONCILIATIONS; (3) ESTABLISH A SEPARATE SYSTEM OF FOLLOW-UP AND REVIEW TO DETERMINE THAT DELEGATED AUTHORITY AND RESPONSIBILITY WAS BEING PROPERLY EXERCISED.STIPULATED SANCTION: THE IMPOSITION BY THE EXCHANGE OF A CENSURE AND \$75,000 FINE.



Initiated By: NEW YORK STOCK EXCHANGE DIVISION OF ENFORCEMENT

Date Initiated: 12/16/2004

Docket/Case Number: HPD#: 05-2

Principal Product Type: Other

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Decision

Resolution Date: 02/09/2005

Sanctions Ordered: Censure
Monetary/Fine \$75,000.00

Other Sanctions Ordered:

Sanction Details: **1/6/05**DECISION HPD 05-2 ISSUED BY NYSE HEARING PANEL ON JANUARY 5, 2005, AND RECEIVED BY NYSE DIVISION OF ENFORCEMENT ON JANUARY 6, 2005.DECISION:VIOLATED EXCHANGE RULE 342 BY FAILING TO REASONABLY SUPERVISE AND CONTROL ACTIVITIES OF ITS EMPLOYEES, INCLUDING A SEPARATE SYSTEM OF FOLLOW-UP AND REVIEW, BY FAILING TO: ESTABLISH AND MAINTAIN APPROPRIATE WRITTEN PROCEDURES FOR SUPERVISION AND CONTROL WITH RESPECT TO CERTAIN BUSINESS ACTIVITIES OF FIRM EMPLOYEES ENGAGED IN FLOOR BROKERAGE ACTIVITIES; SUFFICIENTLY DOCUMENT SUPERVISORY REVIEWS OF ITS FLOOR BROKERAGE ACTIVITIES AND FIRM SUSPENSE ACCOUNT RECONCILIATIONS; ESTABLISH A SEPARATE SYSTEM OF FOLLOW-UP AND REVIEW TO DETERMINE THAT DELEGATED AUTHORITY AND RESPONSIBILITY WAS BEING PROPERLY EXERCISED. PENALTY: THE IMPOSITION BY THE EXCHANGE OF THE PENALTY OF A CENSURE AND A FINE OF \$75,000.

Regulator Statement **2/09/05** THE DECISION IS NOW FINAL AND EFFECTIVE IMMEDIATELY.CONTACT: MICHELE VAN TASSEL 212-656-5340

Reporting Source: Firm

Current Status: Final

Allegations: FAILURE TO MAINTAIN ADEQUATE SUPERVISORY MANUALS FOR



APPLICANT'S NYSE FLOOR TRADING OPERATIONS, AND FAILURE TO DOCUMENT CERTAIN SUPERVISORY PROCEDURES FOR THOSE OPERATIONS.

Initiated By: NEW YORK STOCK EXCHANGE

Date Initiated: 12/16/2004

Docket/Case Number: HPD#:05-2

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought: CENSURE

Resolution: Order

Resolution Date: 01/05/2005

Sanctions Ordered: Censure
Monetary/Fine \$75,000.00

Other Sanctions Ordered:

Sanction Details: APPLICANT PAID THE FINE OF \$75,000.00 ON FEBRUARY 16, 2005.

Disclosure 4 of 14

Reporting Source: Regulator

Current Status: Final

Allegations: NASD RULES 2110, 6230, 6230(A) - RESPONDENT FAILED TO REPORT TO TRACE TRANSACTIONS IN TRACE ELIGIBLE SECURITIES WITHIN 75 MINUTES AFTER EXECUTION; REPORTED TO TRACE AS NEW TRADES, TRANSACTIONS IN TRACE ELIGIBLE SECURITIES THAT IT HAD PREVIOUSLY REPORTED;

Initiated By: NASD

Date Initiated: 12/19/2003

Docket/Case Number: CMS030286

Principal Product Type: No Product

Other Product Type(s):



Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 12/19/2003

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
Monetary/Fine \$7,500.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, THE FIRM CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS, THEREFORE THE FIRM IS CENSURED AND FINED \$7,500.

Reporting Source: Firm

Current Status: Final

Allegations: FAILURE TO REPORT TO TRACE TRANSACTIONS IN TRACE SECURITIES WITHIN 75 MINUTES AFTER EXECUTION. REPORTING TO TRACE AS NEW TRADES, TRANSACTIONS IN TRACE ELIGIBLE SECURITIES THAT HAD PREVIOUSLY BEEN REPORTED.

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

Date Initiated: 08/01/2002

Docket/Case Number: CMS030286

Principal Product Type: Other

Other Product Type(s): TRACE ELIGIBLE SECURITIES

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought: CENSURE



Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 12/19/2003

Sanctions Ordered: Censure
Monetary/Fine \$7,500.00

Other Sanctions Ordered:

Sanction Details: ON JANUARY 14, 2004, THE APPLICANT PAID A \$7,500.00 FINE.

Disclosure 5 of 14

Reporting Source: Firm

Current Status: Final

Allegations: FOUND THAT A FORMER PARTNER AND FORMER EMPLOYEE CAUSED TO BE MADE CERTAIN IMPROPER PAYMENTS AND NONDISCLOSURE IN ORDER TO OBTAIN MUNICIPAL UNDERWRITING BUSINESS, CAUSING APPLICANT TO VIOLATE SECTIONS 12(A)(2)(B) AND (C) AND GEORGIA RULE AND REGULATION 590-4-2.03(1) AND 590-4-2-.08.

Initiated By: GEORGIA STATE COMMISSIONER OF SECURITIES

Date Initiated: 12/03/1997

Docket/Case Number: 50-97-000715

Principal Product Type: Debt - Municipal

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought: CEASE AND DESIST

Resolution: Consent

Resolution Date: 12/03/1997

Sanctions Ordered: Monetary/Fine \$250,000.00
Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details: CEASE AND DESIST FROM FURTHER VIOLATIONS OF STATE SECURITIES LAWS.

Disclosure 6 of 14



Reporting Source: Regulator

Current Status: Final

Allegations: NASD RULES 2110, 3010(B), 4632(A), 6130(B) AND 6620(A) AND SEC RULES 17A-3, 17A-4 - RESPONDENT MEMBER FAILED TO ACCEPT OR DECLINE TRANSACTIONS IN WHICH THE FIRM WAS A NON-REPORTING MEMBER WITHIN 20 MINUTES AFTER EXECUTION; REPORTED TRANSACTIONS TO ("ACT") IN VIOLATION OF APPLICABLE SECURITIES LAWS AND REGULATIONS; FAILED TO MAINTAIN A COMPLETE RECORD OF TRANSACTIONS, FAILED TO PREPARE ORDER TICKETS ACCURATELY; AND FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE ADEQUATE WRITTEN SUPERVISORY PROCEDURES REASONABLY DESIGNED TO ACHIEVE COMPLIANCE WITH APPLICABLE SECURITIES LAWS AND REGULATIONS AND RULES OF THE NASD APPLICABLE TO ITS TRADING AND MARKET MAKING ACTIVITIES.

Initiated By: NASD

Date Initiated: 02/04/2000

Docket/Case Number: C8A000008

Principal Product Type: Equity - OTC

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 02/04/2000

Sanctions Ordered: Monetary/Fine \$4,000.00

Other Sanctions Ordered: NONE

Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, RESPONDENT FIRM CONSENTED TO THE DESCRIBED SANCTION AND TO THE ENTRY OF FINDINGS; THEREFORE, FIRM IS FINED \$4,000.

Reporting Source: Firm

Current Status: Final

Allegations: FAILURE TO ACCEPT/DECLINE CERTAIN ACT-REPORTABLE TRADES WITHIN 20 MINUTES AFTER EXECUTION, IMPROPER USE OF THE .SLD MODIFIER,



INACCURATE SHORT SALE REPORTING, FAILURE TO MAINTAIN COMPLETE TRADE RECORDS, INACCURATE ORDER TICKETS AND FAILURE TO ESTABLISH AND MAINTAIN ADEQUATE WRITTEN SUPERVISORY PROCEDURES.

Initiated By: NASD REGULATION, INC.

Date Initiated: 02/04/2000

Docket/Case Number: C8A000008

Principal Product Type: Debt - Municipal

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 02/04/2000

Sanctions Ordered: Monetary/Fine \$4,000.00

Other Sanctions Ordered:

Sanction Details: ON FEBRUARY 4, 2000, THE APPLICANT PAID A \$4000.00 FINE.

Disclosure 7 of 14

Reporting Source: Regulator

Current Status: Final

Allegations: SEC NEWS DIGEST ISSUE 99-78 DATED APRIL 23, 1999: THE COMMISSION'S ORDER CHARGES THAT LAZARD COMMITTED SECURITIES FRAUD AGAINST ONE OF ITS FINANCIAL ADVISORY CLIENTS IN NEW JERSEY, THE PASSAIC VALLEY SEWERAGE COMMISSIONERS, IN CONNECTION WITH AN ADVANCE REFUNDING OF BONDS IN 1992. THE ORDER FURTHER ALLEGES THAT LAZARD SOLD TREASURY SECURITIES TO PASSAIC VALLEY AT EXCESSIVE, UNDISCLOSED MARKUPS IN THAT REFUNDING.

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 04/22/1999

Docket/Case Number: 33-7670

Principal Product Type: Debt - Municipal

**Other Product Type(s):****Principal Sanction(s)/Relief Sought:****Other Sanction(s)/Relief Sought:****Resolution:** Consent**Resolution Date:** 04/22/1999**Sanctions Ordered:** Censure
Cease and Desist/Injunction**Other Sanctions Ordered:****Sanction Details:**

WITHOUT ADMITTING OR DENYING THE ORDER'S FINDINGS, LAZARD AGREED TO BE CENSURED AND TO CEASE AND DESIST FROM FUTURE VIOLATIONS OF THE ANTIFRAUD PROVISIONS OF THE FEDERAL SECURITIES LAWS. IT FURTHER AGREED TO PAY \$11 MILLION TO SETTLE THE COMMISSION'S PROCEEDING AND A RELATED MATTER INVOLVING THE DEPARTMENTS OF JUSTICE AND TREASURY AND THE INTERNAL REVENUE SERVICE. OF THE AMOUNT, LAZARD WILL PAY \$447,374 TO PASSAIC VALLEY AND A TOTAL OF \$3,101,375 TO FOUR OTHER MUNICIPALITIES THAT, LIKE PASSAIC VALLEY, PURCHASED TREASURY SECURITIES FROM LAZARD IN CONNECTION WITH ADVANCE REFUNDINGS. FINALLY, LAZARD WILL PAY \$7,451,251 TO THE U.S. TREASURY. THIS PAYMENT RELATES TO THE PRACTICE COMMONLY KNOWN AS "YIELD BURNING."

Regulator Statement

ENFORCEMENT PROCEEDINGS DISCLOSED "LAZARD FRERES AGREES TO PAY \$11 MILLION TO SETTLE MUNICIPAL FINANCE CASE." ON APRIL 22, THE COMMISSION ANNOUNCED AN \$11 MILLION SETTLEMENT WITH LAZARD FRERES AND CO. LLC IN A CASE INVOLVING BREACH OF FIDUCIARY DUTY AND EXCESSIVE MARKUPS BY LAZARD. THE SETTLEMENT IS THE FIRST BETWEEN THE COMMISSION AND A MAJOR WALL STREET FIRM INVOLVING THE PRACTICE KNOWN AS "YIELD BURNING." FOR FURTHER INFORMATION SEE THE COMMISSION'S PRESS RELEASE (PRESS REL.99-37) (RELS. 33-7670; 33-7671; 34-41318)

Reporting Source: Firm**Current Status:** Final**Allegations:** APPLICANT VIOLATED SECTION 17(A)(1) OF THE SECURITIES ACT OF 1933 (THE "1933 ACT"), SECTION 10(B) AND RULE 10B-5 BY NOT ADEQUATELY DISCLOSING TO A FORMER MUNICIPAL FINANCIAL ADVISORY CLIENT,



PASSAIC VALLEY SEWERAGE COMMISSION ("PVSC"), THAT APPLICANT WAS ACTING AS PRINCIPAL IN THE SALE OF U.S. TREASURY SECURITIES TO PVSC AND VIOLATED SECTIONS 17(A)(2) AND (3) OF THE 1933 ACT BY SELLING TREASURY SECURITIES TO PVSC AT PRICES WHICH UNDER THE CIRCUMSTANCES FOR THE TAX EXEMPT REFUNDING TRANSACTION, WERE NOT REASONABLY RELATED TO THE PREVAILING WHOLESALE MARKET PRICE.

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 04/21/1999

Docket/Case Number: 3-9880

Principal Product Type: Debt - Government

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Disgorgement

Other Sanction(s)/Relief Sought:

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 04/21/1999

Sanctions Ordered: Censure
Disgorgement/Restitution
Cease and Desist/Injunction

Other Sanctions Ordered: APPLICANT MUST COMPLY WITH AN UNDERTAKING TO PAY \$3,101,375 TO CERTAIN OTHER ENTITIES TO WHOM IT SOLD TREASURY SECURITIES FOR MUNICIPAL DEEASANCE ESCROWS. APPLICANT ENTERED INTO UNDERTAING TO PAY \$7,451,251 TO THE UNITED STATES TO SETTLE FALSE CLAIMS ACT ACTION.

Sanction Details: ISSUANCE OF AN ORDER BY THE SEC REQUIRED APPLICANT TO DISGORGE \$272,759 PLUS PREJUDGMENT INTEREST OF \$174,615 TO PVSC.

Disclosure 8 of 14

Reporting Source: Regulator

Current Status: Final

Allegations: MSRB RULES G-12(F)(II), G-14 AND G-27 - RESPONDENT MEMBER FAILED TO REPORT MUNICIPAL SECURITIES TRANSACTIONS; AND, FAILED TO ESTABLISH, MAINTAIN, AND ENFORCE ADEQUATE WRITTEN SUPERVISORY



PROCEDURES TO REASONABLY ENSURE COMPLIANCE WITH MSRB RULE G-14.

Initiated By: NASD
Date Initiated: 03/30/1999
Docket/Case Number: C10990033
Principal Product Type: Debt - Municipal
Other Product Type(s):
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 03/30/1999

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Sanctions Ordered: Censure
 Monetary/Fine \$2,000.00

Other Sanctions Ordered:

Sanction Details: ON MARCH 30, 1999, DISTRICT NO. 10 NOTIFIED RESPONDENT LAZARD FRERES & CO., LLC, THAT THE LETTER OF AWC NO. C10990033 WAS ACCEPTED; THEREFORE, THE FIRM IS CENSURED AND FINED \$2,000.

Reporting Source: Firm

Current Status: Final

Allegations: FAILURE TO REPORT CERTAIN MUNICIPAL SECURITIES TRANSACTIONS TO THE NATIONAL SECURITIES CLEARING CORP. PURSUANT TO MSRB RULES G-12(F)(II) AND G-14, AND FAILURE TO ESTABLISH AND MAINTAIN SUFFICIENT WRITTEN SUPERVISORY PROCEDURES RELATING THERETO.

Initiated By: NASD REGULATION, INC.

Date Initiated: 03/30/1999



Docket/Case Number: C10990033

Principal Product Type: Debt - Municipal

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Censure

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 03/30/1999

Sanctions Ordered: Monetary/Fine \$2,000.00

Other Sanctions Ordered:

Sanction Details: ON MARCH 30, 1999, THE APPLICANT PAID A \$2,000 FINE.

Disclosure 9 of 14

Reporting Source: Regulator

Current Status: Final

Allegations: VIOLATED THE ANTIFRAUD AND BOOKS AND RECORDS PROVISIONS. IN PARTICULAR, THE ORDER FINDS THAT THE FORMER PARTNER MADE AN UNDISCLOSED PAYMENT OF \$41,936, TO A FINANCIAL ADVISOR WHO RECOMMENDED TO HIS CLIENTS, THE FULTON COUNTY COMMISSION AND THE FULTON-DEKALB HOSPITAL AUTHORITY (FDHA) THAT LAZARD FRERES BE SELECTED FOR UNDERWRITING BUSINESS; THAT THE FORMER PARTNER FAILED TO DISCLOSE THE USE AND COMPENSATION OF A CONSULTANT IN CONNECTION WITH LAZARD FRERES' SELECTION IN A 1992 MUNICIPAL SECURITIES OFFERING BY THE DUVAL COUNTY SCHOOL BOARD, IN VIOLATION OF CERTAIN REPRESENTATIONS THE FORMER PARTNER CAUSED TO BE MADE IN A CONTRACT WITH THE DCSB.

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 12/03/1997

Docket/Case Number:

Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought:



Other Sanction(s)/Relief Sought:

Resolution: Consent
Resolution Date: 12/03/1997
Sanctions Ordered: Monetary/Fine \$1,000,000.00
 Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details: DIRECTS IT TO CEASE AND DESIST FROM FUTURE VIOLATIONS OF THOSE PROVISIONS; AND ORDERS IT TO PAY A CIVIL PENALTY OF \$1 MILLION. IN ITS ORDER, THE SEC FOUND THAT LAZARD FRERES, THROUGH A FORMER PARTNER, VIOLATED THE ANTIFRAUD AND BOOKS AND RECORDS PROVISIONS. IN PARTICULAR, THE ORDER FINDS THAT THE FORMER PARTNER MADE AN UNDISCLOSED PAYMENT OF \$41,936, TO A FINANCIAL ADVISOR WHO RECOMMENDED TO HIS CLIENTS, THE FULTON COUNTY COMMISSION AND THE FULTON-DEKALB HOSPITAL AUTHORITY (FDHA) THAT LAZARD FRERES BE SELECTED FOR UNDERWRITING BUSINESS

Regulator Statement

[TOP] 12-05-97, SEC NEWS DIGEST ISSUE NO. 97-233, DATED 12/4/97, ENFORCEMENT PROCEEDINGS DISCLOSE: ON 12/3, SEC INSTITUTED PUBLIC ADMINISTRATIVE PROCEEDINGS PURSUANT TO SECTION 8A OF THE SECURITIES ACT OF 1933 AND SECTIONS 15B(C)(2) AND 21C OF THE SECURITIES EXCHANGE ACT OF 1934 AGAINST LAZARD FRERES & CO. LLC, WITHOUT ADMITTING OR DENYING THE FINDINGS CONTAINED IN THE SEC ORDER, CONSENTED TO THE ISSUANCE OF THE ORDER, WHICH FINDS THAT IT WILLFULLY VIOLATED SECTION 17(A)(2) AND (3) OF THE SECURITIES ACT OF 1933, SECTIONS 10(B), 15B(C)(1) AND 17(A)(1) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULES 10B-5 AND 17A-3 THEREUNDER, AND RULES G-8, G-17 AND G-20 OF THE MUNICIPAL SECURITIES RULEMAKING BOARD; DIRECTS IT TO CEASE AND DESIST FROM FUTURE VIOLATIONS OF THOSE PROVISIONS; AND ORDERS IT TO PAY A CIVIL PENALTY OF \$1 MILLION. SEC FOUND THAT LAZARD FRERES, THROUGH A FORMER PARTNER, VIOLATED THE ANTIFRAUD AND BOOKS AND RECORDS PROVISIONS AND FINDS THAT THE FORMER PARTNER MADE AN UNDISCLOSED PAYMENT OF \$41,936, TO A FINANCIAL ADVISOR WHO RECOMMENDED TO HIS CLIENTS, THAT LAZARD FRERES BE SELECTED FOR UNDERWRITING BUSINESS; THAT THE FORMER PARTNER FAILED TO DISCLOSE THE USE AND COMPENSATION OF A CONSULTANT IN CONNECTION WITH LAZARD FRERES' SELECTION IN A 1992 MUNICIPAL SECURITIES OFFERING BY THE DUVAL COUNTY SCHOOL BOARD, IN VIOLATION OF CERTAIN REPRESENTATIONS THE FORMER PARTNER CAUSED TO BE MADE IN A CONTRACT WITH THE DCSB; THE ORDER RELATES TO CONDUCT ALLEGED IN THE ACTION (SEC V. RICHARD P. POIRIER, JR., ET AL., CIVIL ACTION NO. 1:97-CV-3478, N.D. GA. 1997, LR-



15565, 11/20/97). SEPARATELY, LAZARD FRERES ENTERED INTO A CIVIL SETTLEMENT WITH THE US ARISING FROM THE FULTON COUNTY AND FDHA TRANSACTIONS, PURSUANT TO WHICH LAZARD FRERES AGREED TO PAY A CIVIL SETTLEMENT OF \$10 MILLION TO THE US AND APPROXIMATELY \$1 MILLION IN RESTITUTIONARY PAYMENTS TO FULTON COUNTY AND THE FDHA. (REL. NOS. 33-7480; 34-39388; FILE NO. 3-9495).

Reporting Source: Firm

Current Status: Final

Allegations: FOUND THAT A FORMER PARTNER AND FORMER EMPLOYEE CAUSED TO BE MADE CERTAIN IMPROPER PAYMENTS AND NONDISCLOSURE IN ORDER TO OBTAIN MUNICIPAL UNDERWRITING BUSINESS, CAUSING APPLICANT TO VIOLATE SECTIONS 10(B), 15B(C)(1) AND 17(A)(1) OF THE SECURITIES EXCHANGE ACT OF 1934, RULES 10B-5 AND 17A-3 THEREUNDER, SECTIONS 17(A)(2) AND 17(A)(3) OF THE SECURITIES ACT OF 1933 AND MSRB RULES G-8, G-17 AND G-20.

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 12/03/1997

Docket/Case Number: 3-9495

Principal Product Type: Debt - Municipal

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Civil and Administrative Penalt(ies) /Fine(s)

Other Sanction(s)/Relief Sought:

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 12/03/1997

Sanctions Ordered: Monetary/Fine \$1,000,000.00
Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details: CEASE AND DESIST FROM FURTHER VIOLATIONS OF FEDERAL SECURITIES LAWS.

Disclosure 10 of 14

Reporting Source: Regulator



Current Status: Final

Allegations:

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 10/26/1995

Docket/Case Number:

Principal Product Type:

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 10/26/1995

Sanctions Ordered: Disgorgement/Restitution
Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details:

Regulator Statement 11-12-95-SEC NEWS DIGEST ISSUE NO. 95-208, DATED OCTOBER 27, 1995 ENFORCEMENT PROCEEDINGS DISCLOSES; "COMMISSION SANCTIONS LAZARD FRERES AND MERRILL LYNCH." THE COMMISSION ANNOUNCED TODAY THAT LAZARD FRERES & CO. LLC. (LAZARD) AND MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (MERRILL) CONSENTED, WITHOUT ADMITTING OR DENYING THE FINDINGS, TO A COMMISSION ORDER REQUIRING THEM TO CEASE AND DESIST FROM VIOLATIONS OF MSRB RULE G-17. LAZARD AND MERRILL WERE EACH ORDERED TO PAY A PENALTY OF \$2.5 MILLION AND TO MAINTAIN CERTAIN POLICIES AND PROCEDURES. LAZARD AND MERRILL WERE ORDERED TO PAY RESTITUTION OF \$3.92 MILLION AND \$3.8 MILLION RESPECTIVELY. THE COMMISSION FOUND THAT IN 1990, LAZARD AND MERRILL ENTERED INTO A CONTRACT WHICH PROVIDED THAT MERRILL AND LAZARD WOULD WORK TOGETHER CONCERNING INTEREST RATE SWAPS WITH MUNICIPAL ISSUERS. TWO OF LAZARD'S FINANCIAL ADVISORY CLIENTS THAT WERE SERVICED BY A FORMER PARTNER OF LAZARD, THE MASSACHUSETTS WATER RESOURCES AUTHORITY (MWRA) AND THE DISTRICT OF COLUMBIA (DISTRICT), WERE NOT FULLY INFORMED OF THE CONTRACT AND OTHER FACTS AT THE TIME



THEY EVALUATED THE ADVICE OF THE FORMER PARTNER CONCERNING THE SELECTION OF MERRILL TO PROVIDE CERTAIN FINANCIAL SERVICES. CONSEQUENTLY, THE CONTRACT CREATED AT LEAST A POTENTIAL CONFLICT OF INTEREST FOR LAZARD THAT SHOULD HAVE BEEN DISCLOSED TO THE MWRA AND D.C. MERRILL FAILED TO ADEQUATE STEPS TO ENSURE THAT THE CONTRACT AND OTHER FACTS WERE FULLY DISCLOSED TO THE MWRA AND THE DISTRICT. THE COMMISSION IS DEFERRING THE FILING OF FURTHER CIVIL PROCEEDINGS AT THE PERSENT TIME IN VIEW OF THE PENDENCY OF A CRIMINAL PROCEEDING. REL.34-36419

+04/01/97+ SEC DOCKET, VOLUME 60, NO. 10, DATED NOVEMBER 21, 1995, PAGE 1698, DISCLOSES; THE ORDER CONTAINING THE CEASE AND DESIST ORDER AGAINST RESPONDENT IS DATED OCTOBER 26, 1995.

Reporting Source:	Firm
Current Status:	Final
Allegations:	APPLICANT ENGAGED IN A VIOLATION OF MSRB RULE G-17 FOR FAILURE TO ENSURE THAT A FORMER PARTNER MADE ADEQUATE DISCLOSURE TO CERTAIN OF HIS CLIENTS OF AN AGREEMENT WITH MERRILL LYNCH.
Initiated By:	SECURITIES AND EXCHANGE COMMISSION
Date Initiated:	10/26/1995
Docket/Case Number:	3-8872
Principal Product Type:	Debt - Municipal
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Order
Resolution Date:	10/26/1995
Sanctions Ordered:	Censure Monetary/Fine \$2,500,000.00 Disgorgement/Restitution Cease and Desist/Injunction

**Other Sanctions Ordered:**

Sanction Details: A FINE IN THE AMOUNT OF \$2.5 MILLION AND RESTITUTION IN THE AMOUNT OF \$3.92 MILLION WAS PAID ON OCTOBER 26, 1995.

Disclosure 11 of 14

Reporting Source: Regulator

Current Status: Final

Allegations: 9-3-93-MARKET SURVEILLANCE COMPLAINT NO.C CMS930039 AWC: THE FOLLOWING LETTER OF ACCEPTANCE, WAIVER AND CONSENT (AWC) FILED ON 7/7/93, ALLEGE VIOLATIONS OF ARTICLE III, SECTION 1 OF THE ASSOCIATION'S RULES OF FAIR PRACTICE IN THAT THE RESPONDENTS UPDATED QUOTATIONS IN THE BULLETIN BOARD SYSTEM OUTSIDE THE ALLOWABLE TIME FOR UPDATING FOREIGN OR ADR SECURITIES ON THE BULLETIN BOARD.

Initiated By: NASD

Date Initiated: 07/07/1993

Docket/Case Number: CMS930039 AWC

Principal Product Type: Other

Other Product Type(s): FOREIGN OR ADR SECURITIES

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Acceptance, Waiver & Consent(AWC)

Resolution Date: 09/03/1993

Sanctions Ordered: Monetary/Fine \$250.00

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING THE ALLEGATIONS, RESPONDENT FIRM CONSENTED TO THE DESCRIBED SANCTION AND TO THE ENTRY OF FINDINGS; THEREFORE, FIRM IS FINED \$250.

Regulator Statement ACCEPTED BY MSC ON 8/13/93 AND BY NBCC ON 9/3/93.

Reporting Source: Firm



Current Status: Final

Allegations: THE MARKET SURVEILLANCE COMMITTEE OF NASD FOUND THAT THE APPLICANT VIOLATED THE NASD'S RULES OF FAIR PRACTICE BY UPDATING A QUOTATION IN THE BULLETIN BOARD SYSTEM IN THE SECURITY TELEBRAS (TELECOM BRASIL SP ADR (TBRAY) AT 9:33 ET ON JUNE 17, 1993 WHICH WAS OUTSIDE THE ALLOWABLE TIME FOR UPDATING FOREIGN OF ADR SECURITIES ON THE BULLETIN BOARD.

Initiated By: NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

Date Initiated: 07/07/1993

Docket/Case Number: AWC ACTION NO. CMS930039 AWC

Principal Product Type: Other

Other Product Type(s): AMERICAN DEPOSITORY RECEIPTS

Principal Sanction(s)/Relief Sought: Restitution

Other Sanction(s)/Relief Sought:

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 09/03/1993

Sanctions Ordered: Monetary/Fine \$250.00

Other Sanctions Ordered:

Sanction Details: ON JULY 14, 1993, THE APPLICANT CONSENTED TO THE IMPOSITION OF A \$250 FINE.

Disclosure 12 of 14

Reporting Source: Regulator

Current Status: Final

Allegations: RESPONDENT FAILED TO MAINTAIN A SURETY BOND REQUIRED UNDER THE VERMONT SECURITIES ACT FROM FEBRUARY 28, 1989 UNTIL SEPTEMBER 24,1990.

Initiated By: VERMONT SECURITIES DIVISION

Date Initiated: 04/11/1991

Docket/Case Number: 91-006-S

URL for Regulatory Action:

**Principal Product Type:****Other Product Type(s):****Principal Sanction(s)/Relief Sought:****Other Sanction(s)/Relief Sought:****Resolution:** Consent**Resolution Date:** 04/11/1991**Sanctions Ordered:** Monetary/Fine \$2,000.00**Other Sanctions Ordered:**

Sanction Details: RESPONDENT ENTERED INTO A CONSENT ORDER WHEREBY IT AGREED TO PAY AN ADMINISTRATIVE PENALTY OF \$2,000 AND INVESTIGATION COSTS OF \$500. RESPONDENT AGREED TO REASONABLY SUPERVISE ITS AGENTS AND EMPLOYEES TO PREVENT FUTURE VIOLATIONS.

Regulator Statement Not Provided**Reporting Source:** Firm**Current Status:** Final

Allegations: THROUGH AN INADVERTENT CLERICAL ERROR OF THE APPLICANT'S INDEPENDENT INSURANCE BROKER, OF WHICH APPLICANT WAS UNAWARE, APPLICANT'S SURETY BOND IN THE AMOUNT OF \$25,000 LAPSED ON FEBRUARY 28, 1989 UNTIL SEPTEMBER 24, 1990.

Initiated By: VERMONT DEPARTMENT OF BANKING, INSURANCE AND SECURITIE**Date Initiated:** 04/11/1991**Docket/Case Number:** 91-006-S**Principal Product Type:** No Product**Other Product Type(s):****Principal Sanction(s)/Relief Sought:** Civil and Administrative Penalt(ies) /Fine(s)**Other Sanction(s)/Relief Sought:****Resolution:** Settled



Resolution Date: 04/11/1991
Sanctions Ordered: Monetary/Fine \$2,500.00
Other Sanctions Ordered:
Sanction Details: APPLICANT PAID THE VERMONT SECURITIES DIVISION \$2,500 FOR ADMINISTRATIVE PENALTIES AND COSTS.

Disclosure 13 of 14

Reporting Source: Regulator
Current Status: Final
Allegations: SEE #12
Initiated By: VIRGINIA
Date Initiated: 10/14/1987
Docket/Case Number: SEC870103
URL for Regulatory Action:
Principal Product Type: Other
Other Product Type(s): UNSPECIFIED TYPE OF FINANCIAL PRODUCT.
Principal Sanction(s)/Relief Sought:
Other Sanction(s)/Relief Sought:
Resolution: Decision & Order of Offer of Settlement
Resolution Date: 10/14/1987
Sanctions Ordered: Monetary/Fine \$50,000.00
Other Sanctions Ordered:
Sanction Details: AN ORDER WAS ENTERED BY THE COMMONWEALTH OF VIRGINIA STATE CORPORATION COMMISSION ACCEPTING A SETTLEMENT OFFER FROM LAZARD FRERES & CO. WHEREBY LAZARD FRERES & CO. WITHOUT ADMITTING THAT IT VIOLATED ANY STATUTE, RULE OR REGULATION OF THE COMMONWEALTH OF VIRGINIA AGREED TO (1) HAVE ONE OR MORE OF ITS AGENTS (AS SAID TERM IS DEFINED IN SECTION 13.1-501 OF THE CODE) REGISTERED PURSUANT TO SECTION 13.1-505 OF THE CODE DURING ALL TIMES WHEN LAZARD OFFERS OR SELLS SECURITIES WITHIN THE COMMONWEALTH OF VIRGINIA (EXCEPT IN TRANSACTIONS EXEMPTED FROM THE BROKER-



DEALER REGISTRATION REQUIREMENTS BY SECTION 13.1-514 OF THE CODE OR ANY OTHER SECTION OF THE VIRGINIA SECURITIES ACT OR BY ORDER, RULE OR REGULATION OF THE COMMISSION). (2) LAZARD SHALL PAY TO THE COMMONWEALTH THE SUM OF \$50,000.

Regulator Statement

DOCKET/CASE NUMBER SEC870103, DATED OCTOBER 14, 1987.

Reporting Source:	Firm
Current Status:	Final
Allegations:	APPLICANT HAD NO AGENTS REGISTERED IN THE COMMONWEALTH OF VIRGINIA DURING TIMES WHEN IT WAS OFFERING AND SELLING SECURITIES WITHIN THE COMONWEALTH OF VIRGINIA AND SUCH TRANSACTIONS DID NOT COME WITHIN AN APPLICABLE EXEMPTION.
Initiated By:	STATE CORPORATION COMMISSION OF THE COMMONWEALTH OF VIRGINIA
Date Initiated:	10/14/1987
Docket/Case Number:	870103
Principal Product Type:	No Product
Other Product Type(s):	
Principal Sanction(s)/Relief Sought:	Civil and Administrative Penalt(ies) /Fine(s)
Other Sanction(s)/Relief Sought:	
Resolution:	Decision & Order of Offer of Settlement
Resolution Date:	10/14/1987
Sanctions Ordered:	Monetary/Fine \$50,000.00
Other Sanctions Ordered:	
Sanction Details:	ON OCTOBER 14, 1987, THE APPLICANT PAID \$50,000 TO THE STATE CORPORATION COMMISSION OF THE COMMONWEALTH OF VIRGINIA.
Firm Statement	APPLICANT MADE AN OFFER OF COMPROMISE AND SETTLEMENT WHICH WAS ACCEPTED, AGREEING TO HAVE ONE OR MORE AGENTS IN THE COMMONWEALTH OF VIRGINIA DURING ALL TIMES WHEN IT OFFERS OR SELLS SECURITIES WITHIN THE COMMONWEALTH OF VIRGINIA AND SUCH TRANSACTIONS DO NOT COME WITHIN AN APPLICABLE EXEMPTION AND PAY \$50,000 TO THE STATE CORPORATION COMMISSION OF THE COMMONWEALTH OF VIRGINIA.



Disclosure 14 of 14

Reporting Source: Regulator

Current Status: Final

Allegations:

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 09/14/1977

Docket/Case Number:

Principal Product Type:

Other Product Type(s):

Principal Sanction(s)/Relief Sought:

Other Sanction(s)/Relief Sought:

Resolution: Consent

Resolution Date: 09/14/1977

Regulator Statement SEC NEWS DIGEST 77-199, 09/14/77. RELEASE #34-14049 INSTITUTION OF PROCEEDINGS. SIMULTANEOUSLY COMMISSION ANNOUNCED THE SETTLEMENT OF THESE PROCEEDINGS. PURSUANT TO AN OFFER OF SETTLEMENT, WITHOUT ADMITTING OR DENYING ANY OF THE FINDINGS, FIRM CONSENTED TO THE FINDINGS AND ORDER OF THE COMMISSION REQUIRING FIRM TO COMPLY WITH THE UNDERTAKINGS WHICH IT MADE IN ITS OFFER OF SETTLEMENT.

Reporting Source: Firm

Current Status: Final

Allegations: APPLICANT CONTRIBUTED TO MATERIAL REPORTING DEFICIENCIES ON THE PART OF INTERNATIONAL TELEPHONE & TELEGRAPH.

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Date Initiated: 10/13/1977

Docket/Case Number:



Principal Product Type: No Product

Other Product Type(s):

Principal Sanction(s)/Relief Sought: Undertaking

Other Sanction(s)/Relief Sought:

Resolution: Decision & Order of Offer of Settlement

Resolution Date: 10/13/1977

Sanctions Ordered: Cease and Desist/Injunction

Other Sanctions Ordered:

Sanction Details: WITHOUT ADMITTING OR DENYING ALLEGATIONS OR CONCLUSIONS, APPLICANT HAS UNDERTAKEN IN SETTLEMENT OF THE PROCEEDING TO ADOPT CERTAIN RECORDKEEPING PROCEDURES AND TO FURNISH CERTAIN INFORMATION TO REPORTING COMPANIES UNDER THE SECURITIES EXCHANGE ACT OF 1934 OF WHICH A PARTNER OR EMPLOYEE IS A DIRECTOR.



Civil - Final

This type of disclosure event involves (1) an injunction issued by a foreign or domestic court within the last 10 years in connection with investment-related activity, (2) a finding by a court of a violation of any investment-related statute or regulation, or (3) an action dismissed by a court pursuant to a settlement agreement.

Disclosure 1 of 2

Reporting Source:	Firm
Current Status:	Final
Allegations:	AS PREVIOUSLY DISCLOSED BY APPLICANT IN A REGULATORY ACTION DRP FILED IN RESPONSE TO ITEM 11D(1), IT WAS ALLEGED THAT APPLICANT ENGAGED IN A VIOLATION OF MASS.G.L.C93A, SECTION 4, FOR FAILURE TO ENSURE THAT A FORMER PARTNER MADE ADEQUATE DISCLOSURE TO CERTAIN OF HIS CLIENTS OF AN AGREEMENT WITH MERRILL LYNCH.
Initiated By:	ATTORNEY GENERAL OF THE COMMONWEALTH OF MASSACHUSETTS
Court Details:	SUPERIOR COURT OF MASSACHUSETTS; CIVIL ACTION NO. 95-5904-G
Date Court Action Filed:	10/26/1995
Principal Product Type:	Other
Other Product Types:	MUNICIPAL FINANCE TRANSACTIONS
Relief Sought:	Civil Penalty(ies)/Fine(s)
Other Relief Sought:	
Resolution:	Dismissed
Resolution Date:	10/30/1995
Sanctions Ordered or Relief Granted:	Monetary/Fine \$500,000.00 Disgorgement/Restitution
Other Sanctions:	
Sanction Details:	AS PREVIOUSLY DISCLOSED BY APPLICANT IN A REGULATORY ACTION DRP FILED IN RESPONSE TO ITEM 11D(1), THE ACTION WAS DISMISSED ON 10/30/1995 BY THE COURT PURSUANT TO THE TERMS OF A SETTLEMENT AGREEMENT. PURSUANT TO THE SETTLEMENT AGREEMENT, APPLICANT AGREED TO PAY (1) RESTITUTION IN THE AMOUNT OF \$4,280,000; AND (2) A CIVIL PENALTY OF \$500,000 TO THE COMMONWEALTH OF MASSACHUSETTS. THESE MONIES WERE PAID ON 10/26/1995.
Firm Statement	AS PREVIOUSLY DISCLOSED BY APPLICANT IN A REGULATORY ACTION DRP FILED IN RESPONSE TO ITEM 11D(1), THE COMMONWEALTH OF MASSACHUSETTS BROUGHT AN ACTION TO SEEK RESTITUTION AND CIVIL PENALTIES AGAINST APPLICANT IN CONNECTION WITH THE PROVISION OF



CERTAIN FINANCIAL ADVISORY SERVICES BY A FORMER PARTNER OF THE APPLICANT TO A MASSACHUSETTS MUNICIPALITY. THIS ACTION WAS DISMISSED IN ACCORDANCE WITH A SETTLEMENT AGREEMENT. THE SETTLEMENT AGREEMENT ACKNOWLEDGES THAT (1) THERE WAS NO EVIDENCE THAT ANY OTHER PARTNER OF THE APPLICANT HAD KNOWLEDGE OF, PARTICIPATED IN OR APPROVED OF THE MISCONDUCT BY THE FORMER PARTNER AND (2) THE FORMER PARTNER ACTIVELY MISLED THE APPLICANT CONCERNING HIS ACTIONS.

Disclosure 2 of 2

Reporting Source: Regulator

Current Status: Final

Allegations:

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Court Details:

Date Court Action Filed: 06/21/1972

Principal Product Type:

Other Product Types:

Relief Sought:

Other Relief Sought:

Resolution: Judgment Rendered

Resolution Date: 06/21/1972

Sanctions Ordered or Relief Granted: Cease and Desist/Injunction

Other Sanctions:

Sanction Details:

Regulator Statement SEC NEWS DIGEST 72-119, JUNE 21, 1972. LITIGATION RELEASE-#5435. ENJOINED FROM VIOLATIONS OF 33 ACT.

Reporting Source: Firm

Current Status: Final

Allegations: AS PREVIOUSLY DISCLOSED BY THE APPLICANT IN A REGULATORY ACTION DRP FILED IN RESPONSE TO ITEM 11C(4), IT WAS ALLEGED THAT



APPLICANT SOLD SECURITIES OF INTERNATIONAL TELEPHONE AND TELEGRAPH CORPORATION WITHOUT A REGISTRATION STATEMENT RELATING TO SUCH SECURITIES HAVING BEEN FILED WITH THE SECURITIES AND EXCHANGE COMMISSION.

Initiated By: SECURITIES AND EXCHANGE COMMISSION

Court Details: UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK 72, CIVIL ACTION NO. 2561

Date Court Action Filed: 06/16/1972

Principal Product Type: Equity Listed (Common & Preferred Stock)

Other Product Types:

Relief Sought: Cease and Desist

Other Relief Sought: INJUNCTION

Resolution: Judgment Rendered

Resolution Date: 06/20/1972

Sanctions Ordered or Relief Granted: Cease and Desist/Injunction

Other Sanctions:

Sanction Details: AS PREVIOUSLY DISCLOSED BY APPLICANT IN A REGULATORY ACTION DRP FILED IN RESPONSE TO ITEM 11C(4), ON 06/20/1972 THE COURT ISSUED AN ORDER ENJOINING THE APPLICANT FROM FURTHER VIOLATIONS OF SECTIONS 5(A) AND 5(B) OF THE SECURITIES ACT OF 1933 IN CONNECTION WITH THE OFFER AND SALE OF SECURITIES OF INTERNATIONAL TELEPHONE AND TELEGRAPH CORP.

Firm Statement AS PREVIOUSLY DISCLOSED BY APPLICANT IN A REGULATORY ACTION DRP FILED IN RESPONSE TO ITEM 11C(4), THIS ACTION WAS BROUGHT IN CONNECTION WITH THE APPLICANT'S DISTRIBUTION OF SHARES OF PREFERRED STOCK OF INTERNATIONAL TELEPHONE AND TELEGRAPH CORPORATION DURING THE PERIOD FROM NOVEMBER 1970 THROUGH MAY OF 1971.

End of Report



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