Meeting Between Federal Reserve Board Staff and Representatives of Lazard
November 2, 2010

Participants: Scott G. Alvarez, William E. Charwat, Kieran J. Fallon, Michael Schussler, and Mark Van Der Weide (Federal Reserve Board)

Michael J. Castellano (Lazard), Scott D. Hoffman (Lazard), Sara A. Kelsey (WilmerHale), Elizabeth Derbes (WilmerHale), H. Rodgin Cohen (Sullivan & Cromwell)

Summary: Staff of the Federal Reserve Board met with representatives of Lazard to discuss the application of Section 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act, providing for the registration with the Board of securities holding companies. A copy of the handout provided by Lazard is attached below.
Lazard
Company Overview
October 2010
Disclaimer

This presentation contains certain statements, estimates and forecasts with respect to future performance and events. These statements, estimates and forecasts are “forward-looking statements”. In some cases, forward-looking statements can be identified by the use of forward-looking terminology such as “may,” “might,” “will,” “should,” “expect,” “plan,” “anticipate,” “believe,” “estimate,” “predict,” “potential” or “continue” or the negatives thereof or variations thereof or similar terminology. All statements other than statements of historical fact included in this presentation are forward-looking statements and are based on various underlying assumptions and expectations and are subject to known and unknown risks and uncertainties, and may include projections of our future financial performance based on our growth strategies and anticipated trends in our business. These statements are based on our current expectations and projections about future events. There are important factors that could cause our actual results, level of activity, performance or achievements to differ materially from the results, level of activity, performance or achievements expressed or implied in the forward-looking statements. These factors include, but are not limited to, those discussed in our Annual Report on Form 10-K under Item 1A “Risk Factors,” and also disclosed from time to time in our quarterly reports on Form 10-Q and current reports on Form 8-K, including the following: (a) a decline in general economic conditions or the global financial markets, (b) losses caused by financial or other problems experienced by third parties, (c) losses due to unidentified or unanticipated risks, (d) a lack of liquidity, i.e., ready access to funds for use in our businesses, and (e) competitive pressure on our business and on our ability to retain our employees. As a result, there can be no assurance that the forward-looking statements included in this presentation will prove to be accurate or correct. In light of these risks, uncertainties and assumptions, the future performance or events described in the forward-looking statements in this presentation might not occur. Accordingly, you should not rely upon forward-looking statements as a prediction of actual results and we do not assume any responsibility for the accuracy or completeness of any of these forward-looking statements. We do not undertake any obligation to, and will not, update any forward-looking statements, whether as a result of new information, future events or otherwise.
Key Investment Highlights

- Leadership team committed to model, strategy and vision
- Simple model of Financial Advisory and Asset Management has proven powerful and resilient over time
- Performance underscores the power of our advice driven, intellectual capital, low risk model
- Record revenue for the first nine months of 2010, with nearly 30% growth in M&A and Strategic Advisory and record assets under management
- Positioned well for long-term growth in both developed and developing markets
- Strong financial and liquidity position

Positioned to Drive Value For Shareholders
Intellectual Capital Model – Positioned for Growth

Lazard Established 1848

Financial Advisory
- Largest global independent financial advisory firm
- Deep and wide reservoir of senior bankers globally
- Geographic reach and industry coverage comparable to much larger firms and broader than boutiques
- Market-leading Restructuring practice

Asset Management
- World class global institutional asset manager
- 90% institutional; 82% equities
- Geographically balanced client base (46%/54% International/US)
- Record AUM\(^1\) of $143.6bn
- $1.1bn in net inflows in 3Q2010, with $6.2bn in YTD through 3Q2010

\(^1\) As of September 30, 2010.

Strong Franchise – Simple and Powerful Strategy
Global Presence, Local Relationships

Financial Advisory – 130 MDs
- North America – 402 Professionals
- Europe/Middle East – 335 Professionals
- Asia/Australia – 73 Professionals
- Strategic alliances for Central / Eastern Europe, Mexico, Russia

Asset Management – 64 MDs
- North America – 195 Professionals
- Europe – 139 Professionals
- Asia/Australia – 42 Professionals

Only Global-Scale Independent Advisory Firm
Balanced Across Geography And Business Lines

**LTM Revenue by Geography**
- Europe: 37%
- North America: 56%
- Rest of World: 7%

**LTM Revenue by Business Line**
- Asset Management: 42%
- Financial Advisory: 58%

Note: Represents operating revenue from Financial Advisory and Asset Management segments (excludes Corporate).
Latest twelve months ended September 30, 2010.

Unique World Class Advisory Firm With Scale
Continued Improvement in Revenue and AUM

Quarterly Operating Revenue ($mm)

<table>
<thead>
<tr>
<th>Quarter</th>
<th>Advisory Revenue</th>
<th>Management Fees</th>
<th>Other</th>
</tr>
</thead>
<tbody>
<tr>
<td>4Q 2008</td>
<td>$240</td>
<td>$108</td>
<td>$50</td>
</tr>
<tr>
<td>1Q 2009</td>
<td>$157</td>
<td>$94</td>
<td>$10</td>
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<tr>
<td>2Q 2009</td>
<td>$228</td>
<td>$107</td>
<td>$45</td>
</tr>
<tr>
<td>3Q 2009</td>
<td>$244</td>
<td>$133</td>
<td>$35</td>
</tr>
<tr>
<td>4Q 2009</td>
<td>$274</td>
<td>$153</td>
<td>$110</td>
</tr>
<tr>
<td>1Q 2010</td>
<td>$269</td>
<td>$162</td>
<td>$6</td>
</tr>
<tr>
<td>2Q 2010</td>
<td>$246</td>
<td>$167</td>
<td>$4</td>
</tr>
<tr>
<td>3Q 2010</td>
<td>$254</td>
<td>$184</td>
<td>$25</td>
</tr>
</tbody>
</table>

Quarterly AUM ($bn)

<table>
<thead>
<tr>
<th>Quarter</th>
<th>AUM</th>
</tr>
</thead>
<tbody>
<tr>
<td>4Q 2008</td>
<td>$91</td>
</tr>
<tr>
<td>1Q 2009</td>
<td>$81</td>
</tr>
<tr>
<td>2Q 2009</td>
<td>$120</td>
</tr>
<tr>
<td>3Q 2009</td>
<td>$130</td>
</tr>
<tr>
<td>4Q 2009</td>
<td>$135</td>
</tr>
<tr>
<td>1Q 2010</td>
<td>$123</td>
</tr>
<tr>
<td>2Q 2010</td>
<td>$144</td>
</tr>
<tr>
<td>3Q 2010</td>
<td>$144</td>
</tr>
</tbody>
</table>

Net Flows:

<table>
<thead>
<tr>
<th>Quarter</th>
<th>Net Flows</th>
</tr>
</thead>
<tbody>
<tr>
<td>4Q 2008</td>
<td>($2.2)</td>
</tr>
<tr>
<td>1Q 2009</td>
<td>($2.4)</td>
</tr>
<tr>
<td>2Q 2009</td>
<td>$0.4</td>
</tr>
<tr>
<td>3Q 2009</td>
<td>$7.7</td>
</tr>
<tr>
<td>4Q 2009</td>
<td>$4.6</td>
</tr>
<tr>
<td>1Q 2010</td>
<td>$3.0</td>
</tr>
<tr>
<td>2Q 2010</td>
<td>$2.1</td>
</tr>
<tr>
<td>3Q 2010</td>
<td>$1.1</td>
</tr>
</tbody>
</table>

1. Reflects M&A and Restructuring operating revenue.

Continued Strength and Momentum Across Business Lines
Opportunities For Growth

- **Revenue Growth**
  - Global platform capturing capital shifts and M&A activity in developed and developing markets
  - Meeting demand for independent, unconflicted advice
  - Broadening range of strategic advisory services
  - Expanding reach in emerging geographies
  - Capturing benefits of global diversification in Asset Management
  - Building client relationships and winning new mandates
  - Providing a wide range of investment solutions

Well Positioned For Economic Recovery and Long-Term Growth
Strong Financial And Liquidity Position

($ in millions, except per share amounts)

- Solid low-risk balance sheet
  - Over $1 billion in cash and liquid investments
  - No scheduled long-term debt maturities before May 2015
  - No principal trading or lending book
- Long-term debt of $1,227, down $511 since April 2008
- Stockholders’ equity of $488¹
- Business model generates significant annual cash flow

¹ Stockholders' equity related to Lazard Ltd.
Financial Advisory
Operating revenue up 14% over first nine months 2009
- Increase of $119.5 in M&A, Strat. Adv., Capital Markets and Other Adv. revenue (up 30%), partially offset by $27.2 decrease in Restructuring revenue (down 10%)

- Long-established, experienced local leadership in each region globally
- Global leader in restructuring advisory
- Involved in some of the most important government and sovereign assignments
Diversified Financial Advisory Business

Diversified geographically with 55% in North America, 40% in Europe and 5% in Rest of World.

Diversified client base:
- 475 total clients
- 177 clients > $1 million in fees
- Top ten fee paying clients constituted 22% of segment net revenues

Industry coverage bolstered since 2008 with senior hires in Capital Structure Advisory; Financial Sponsors; Retail; Aerospace & Defense; Metals & Mining; Healthcare; Power, Energy & Infrastructure; Telecom.

LTM$^1$ M&A Revenue By Industry

- Industrials 26%
- Consumer 15%
- TMT 16%
- FIG 14%
- Healthcare 10%
- Power & Energy 8%
- Gov't 6%
- Real Estate 5%

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$^1$ Latest twelve months ended September 30, 2010.
$^2$ For the nine months ended September 30, 2010.
Market Leading Restructuring Practice

Debtor Market Share – 25 Largest Chapter 11 Bankruptcies

- Lazard 40%
- Miller Buckfire 12%
- Moelis 12%
- Evercore 8%
- Perella Weinberg 8%
- Greenhill 8%
- Rothschild 4%
- Houlihan Lokey 4%
- Blackstone 4%
- Houlihan Lokey 4%
- Rothscild 4%
- Greenhill 8%
- Perella Weinberg 8%
- Evercore 8%
- Moelis 12%
- Miller Buckfire 12%

- Most experienced team – advised on more than 500 restructurings worldwide over the past decade
- Largest debtor-focused restructuring group with over 120 dedicated professionals globally
- Strategic focus on large debtor side assignments
- Leading market share; advised on
  - 19 of the 25 largest bankruptcies since the beginning of 2009, including 10 (40%) of the debtors
  - All of the 10 largest 2009 bankruptcies, including 5 (50%) of the debtors
- Majority of assignments are non-bankruptcy and one-third are outside the U.S.
- 60 assignments currently active

Source: Bankruptcydata.com

Footnote 1: Reflects largest public Chapter 11s since 2009, excludes Banks and Savings and Loans.
Asset Management
Asset Management Summary

Operating Revenue

<table>
<thead>
<tr>
<th>Year</th>
<th>Operating Revenue</th>
</tr>
</thead>
<tbody>
<tr>
<td>2005</td>
<td>$324</td>
</tr>
<tr>
<td>2006</td>
<td>$374</td>
</tr>
<tr>
<td>2007</td>
<td>$486</td>
</tr>
<tr>
<td>2008</td>
<td>$503</td>
</tr>
<tr>
<td>2009</td>
<td>$596</td>
</tr>
<tr>
<td>YTD10</td>
<td>$579</td>
</tr>
</tbody>
</table>

Summary

- Record operating revenue and continued positive net inflows
  - 3Q10 operating revenue increased 32% over 3Q09 and nine months ended 3Q10 operating revenue increased 48% over nine months ended 3Q09
  - Net inflows of $6.2bn in nine months ended 3Q10 across a broad range of products
- Assets under management of $143.6bn
  - Up 19% since September 30, 2009

Continue To Provide Clients with Innovative Investment Solutions
**Assets Under Management¹**

($ in billions)

- Improving investment performance and launch of new strategies led to $37.4 in net inflows post 2005 vs. $10.8 in net outflows in the five years prior to 2005.

- Net inflows of $6.2 in nine months ended 3Q10.

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¹ As of period end.
Increasingly Global Client Base

AUM in 2004: $86.4bn

North America: 58%
Europe: 31%
Asia-Pacific: 11%
UK: 9%
France: 12%
Germany: 9%
Italy: 1%
Australia: 8%
Japan: 3%

AUM Today: $143.6bn

North America: 54%
UK: 15%
Europe: 31%
France: 9%
Germany: 7%
Korea: 1%
Asia-Pacific: 15%
Australia: 11%
Japan: 3%

Selected Offices:
- Asia Pacific: Hong Kong, Seoul, Sydney, Tokyo

Summary Financials
Note

Lazard believes that pro forma results assuming full exchange of outstanding exchangeable interests and results excluding special charges provide the most meaningful basis for comparison among present, historical and future periods.

The Company’s quarterly revenue and profits can fluctuate materially depending on the number, size and timing of completed transactions on which it advised, as well as seasonality and other factors. Accordingly, the revenues and profits in any particular quarter may not be indicative of future results. As such, Lazard management believes that annual results are the most meaningful.

Lazard discloses certain non-GAAP financial information, which management believes provides the most meaningful basis for comparison among present, historical and future periods. The following are non-GAAP measures used in the accompanying financial information: net income assuming full exchange of exchangeable interests (or fully exchanged basis); operating revenue; non-controlling interests assuming full exchange of exchangeable interests; and net income excluding restructuring charge.

A reconciliation to GAAP is provided in the schedules attached to our third-quarter 2010 earnings release which can be found on our website at www.Lazard.com.
# Selected Financial Data

($ in millions, except per share values)

<table>
<thead>
<tr>
<th></th>
<th>NINE MONTHS</th>
<th>%</th>
<th>FULL YEAR</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Operating Revenue</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Financial Advisory</td>
<td>$769.1</td>
<td>$676.8</td>
<td>14%</td>
<td>$990.3</td>
</tr>
<tr>
<td>Asset Management</td>
<td>$578.9</td>
<td>$391.8</td>
<td>48%</td>
<td>$596.0</td>
</tr>
<tr>
<td>Core Operating Business Revenue²</td>
<td>1,348.0</td>
<td>1,068.6</td>
<td>26%</td>
<td>1,586.3</td>
</tr>
<tr>
<td>Total Operating Revenue</td>
<td>$1,368.4</td>
<td>$1,103.2</td>
<td>24%</td>
<td>$1,617.6</td>
</tr>
<tr>
<td>Operating Income</td>
<td>$224.0</td>
<td>$101.9</td>
<td>120%</td>
<td>$27.3</td>
</tr>
<tr>
<td><strong>Pro Forma Fully Exchanged Basis</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Income³</td>
<td>$176.6</td>
<td>$65.9</td>
<td>NM</td>
<td>$11.1</td>
</tr>
<tr>
<td>Net Income per Share³</td>
<td>$1.30</td>
<td>$0.53</td>
<td>NM</td>
<td>$0.09</td>
</tr>
<tr>
<td>Assets Under Management (in billions)</td>
<td>$143.6</td>
<td>$120.2</td>
<td>19%</td>
<td>$129.5</td>
</tr>
</tbody>
</table>

**Note:** Financials are unaudited.

¹ Excludes the restructuring charge in 1Q10 and 1Q09, and acceleration of RSUs in connection with the amendment of the Company’s retirement policy in 1Q10.

² Includes the results of Financial Advisory and Asset Management business, and excludes the results of all investment in Corporate.

³ Refers to net income attributable to Lazard Ltd.
# Condensed Balance Sheet

($ in millions)

<table>
<thead>
<tr>
<th></th>
<th>Sept 30, 2010</th>
<th>December 31, 2009</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>ASSETS</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash &amp; Cash Equivalents</td>
<td>$847</td>
<td>$917</td>
</tr>
<tr>
<td>Cash Segregated for Regulatory Purposes</td>
<td>24</td>
<td>20</td>
</tr>
<tr>
<td>Receivables</td>
<td>788</td>
<td>670</td>
</tr>
<tr>
<td>Investments</td>
<td>712</td>
<td>808</td>
</tr>
<tr>
<td>Goodwill and other intangible assets</td>
<td>319</td>
<td>318</td>
</tr>
<tr>
<td>Other Assets</td>
<td>434</td>
<td>415</td>
</tr>
<tr>
<td>Total Assets</td>
<td>$3,124</td>
<td>$3,148</td>
</tr>
<tr>
<td><strong>LIABILITIES &amp; STOCKHOLDERS' DEFICIENCY</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Deposits and Other Customer Payables</td>
<td>$409</td>
<td>$322</td>
</tr>
<tr>
<td>Accrued Compensation and Benefits</td>
<td>321</td>
<td>515</td>
</tr>
<tr>
<td>Miscellaneous Other Liabilities</td>
<td>531</td>
<td>551</td>
</tr>
<tr>
<td>Lazard Group Senior Notes</td>
<td>1,077</td>
<td>1,087</td>
</tr>
<tr>
<td>Subordinated Loans</td>
<td>150</td>
<td>150</td>
</tr>
<tr>
<td>Total Stockholders' Equity</td>
<td>636</td>
<td>523</td>
</tr>
<tr>
<td>Total Liabilities and Stockholders' Equity</td>
<td>$3,124</td>
<td>$3,148</td>
</tr>
</tbody>
</table>

Note: Financials are unaudited.

Lazard