

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act.

ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

On June 27, 2016, Pzena Investment Management, Inc. (the “Company”) announced that Gary J. Bachman, its Chief Financial Officer, will move to the position of Chief Operating Officer and become a member of our operating company’s Executive Committee, effective July 1, 2016. Information on Mr. Bachman’s background is contained in Pzena’s Annual Report on Form 10-K for the fiscal year ended December 31, 2015.

Pzena also announced that Jessica R. Doran has been appointed to the position of Chief Financial Officer and Treasurer, effective July 1, 2016. Ms. Doran, 34, has spent over ten years with Pzena working across various functions including operations, internal audit and most recently as the Manager of Financial Reporting. Ms. Doran received her M.S. in Accounting from Fordham Graduate School of Business in 2014 and received her B.A. in Economics and Management from Gettysburg College in 2003.

A copy of the news release is furnished herewith as Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

99.1 Press release, dated June 27, 2016, of Pzena Investment Management, Inc.

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.

Pzena Investment
Management, Inc.

Dated: June 27, 2016 By: /s/Joan Berger
Name: Joan Berger
Title: General Counsel

EXHIBIT INDEX

Exhibit No. Document

99.1 Press release, dated June 27, 2016, of Pzena Investment Management, Inc.