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

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ITEM 2.02 RESULTS OF OPERATION AND FINANCIAL CONDITION.

On February 5, 2019, Pzena Investment Management, Inc. (the “Company”) issued a press release reporting its financial results for the fourth quarter and full year of 2018. Copies of the press release and related attachments are furnished as Exhibit 99.1 to this Current Report.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

99.1 Press release, dated February 5, 2019, of Pzena Investment Management, Inc.

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EXHIBIT INDEX

Exhibit No. Document

99.1 Press release, dated February 5, 2019, of Pzena Investment Management, Inc.

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SIGNATURES

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

PZENA INVESTMENT MANAGEMENT, INC.

Dated: February 5, 2019 By: /s/ Jessica R. Doran

Name: Jessica R. Doran

Title: Chief Financial Officer

(Principal Financial and Accounting Officer)