

Live Oak Bancshares, Inc.
Form SC 13G
October 13, 2016

CUSIP No. 53803X150 SCHEDULE 13G Page 1 of 11

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)*

Live Oak Bancshares, Inc.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

53803X150

(CUSIP Number)

March 30, 2016

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAMES OF REPORTING PERSONS
2	Estate of Maurice J. Koury, Deceased CHECK THE APPROPRIATE BOX (a) " IF A MEMBER OF A GROUP SEC USE ONLY
3	CITIZENSHIP OR PLACE OF ORGANIZATION
4	North Carolina SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 - 0 - SHARED VOTING POWER
6	1,950,560 SOLE DISPOSITIVE POWER
7	- 0 -
8	8

SHARED
DISPOSITIVE
POWER

9 1,950,560
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

10 1,950,560
CHECK
BOX
IF
THE
AGGREGATE
AMOUNT
IN ..
ROW
(9)
EXCLUDES
CERTAIN
SHARES

11 PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

12 5.7% (1)
TYPE OF
REPORTING
PERSON

OO

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Based upon 29,483,160 Shares of Class A common stock and 4,723,530 Shares of Class B common stock (1) outstanding as of August 5, 2016, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on August 8, 2016.

NAMES OF
REPORTING
PERSONS

1

Ann K. Koury,
Executor
CHECK
THE
APPROPRIATE
BOX (a) "
IF A
MEMBER
OF
A
GROUP
SEC USE ONLY

2

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

United States of
America
SOLE VOTING
POWER

NUMBER OF
SHARES BENEFICIALLY OWNED BY
EACH
REPORTING
PERSON WITH

5

2,000
SHARED
VOTING
POWER

6

1,950,560
SOLE
DISPOSITIVE
POWER

7

2,000

SHARED
DISPOSITIVE
POWER

8

1,950,560
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

9

1,952,560
CHECK
BOX
IF
THE
AGGREGATE
AMOUNT
IN ..
ROW
(9)
EXCLUDES
CERTAIN
SHARES

10

PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

11

5.7% (2)
TYPE OF
REPORTING
PERSON

12

IN

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Based upon 29,483,160 Shares of Class A common stock and 4,723,530 Shares of Class B common stock
(2) outstanding as of August 5, 2016, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on August 8,
2016.

NAMES OF
REPORTING
PERSONS

1

Bradford A. Koury,
Executor
CHECK

2

THE
APPROPRIATE
BOX (a) "

IF A
MEMBER
OF

A
GROUP
SEC USE ONLY

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

United States of
America

NUMBER OF
SHARES BENEFICIALLY OWNED BY
EACH
REPORTING
PERSON WITH

SOLE VOTING
POWER

5

- 0 -
SHARED
VOTING
POWER

6

1,950,560
SOLE
DISPOSITIVE
POWER

7

- 0 -

SHARED
DISPOSITIVE
POWER

8

1,950,560
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

9

1,950,560
CHECK
BOX
IF
THE
AGGREGATE
AMOUNT
IN ..
ROW
(9)
EXCLUDES
CERTAIN
SHARES

10

PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

11

5.7% (3)
TYPE OF
REPORTING
PERSON

12

IN

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Based upon 29,483,160 Shares of Class A common stock and 4,723,530 Shares of Class B common stock
(3) outstanding as of August 5, 2016, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on August 8,
2016.

NAMES OF
REPORTING
PERSONS

1

Ernest A. Koury,
Jr., Executor
CHECK
THE
APPROPRIATE
BOX (a) "
IF A
MEMBER
OF
A
GROUP
SEC USE ONLY

2

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

United States of
America

NUMBER OF
SHARES BENEFICIALLY OWNED BY
EACH
REPORTING
PERSON WITH

SOLE VOTING
POWER

5

5,000
SHARED
VOTING
POWER

6

1,950,560
SOLE
DISPOSITIVE
POWER

7

5,000

SHARED
DISPOSITIVE
POWER
8

9
1,950,560
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

10
1,955,560
CHECK
BOX
IF
THE
AGGREGATE
AMOUNT
IN ..
ROW
(9)
EXCLUDES
CERTAIN
SHARES

11
PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

12
5.7% (4)
TYPE OF
REPORTING
PERSON

IN

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Based upon 29,483,160 Shares of Class A common stock and 4,723,530 Shares of Class B common stock (4) outstanding as of August 5, 2016, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on August 8, 2016.

NAMES OF
REPORTING
PERSONS

1

Teena M. Koury,
Executor
CHECK
THE
APPROPRIATE
BOX (a) o
IF A
MEMBER
OF
A
GROUP
SEC USE ONLY

2

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

United States of
America
SOLE VOTING
POWER

NUMBER OF
SHARES BENEFICIALLY OWNED BY
EACH
REPORTING PERSON WITH

5

- 0 -
SHARED
VOTING
POWER

6

1,950,560
SOLE
DISPOSITIVE
POWER

7

- 0 -

SHARED
DISPOSITIVE
POWER
8

9
1,950,560
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

10
1,950,560
CHECK
BOX
IF
THE
AGGREGATE
AMOUNT
IN ..
ROW
(9)
EXCLUDES
CERTAIN
SHARES

11
PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

12
5.7% (5)
TYPE OF
REPORTING
PERSON

IN

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Based upon 29,483,160 Shares of Class A common stock and 4,723,530 Shares of Class B common stock (5) outstanding as of August 5, 2016, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on August 8, 2016.

1	NAMES OF REPORTING PERSONS
2	Milton E. Petty, Executor CHECK THE APPROPRIATE BOX (a) " IF A MEMBER OF A GROUP SEC USE ONLY
3	CITIZENSHIP OR PLACE OF ORGANIZATION
4	United States of America SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5
6	89,410 (6) SHARED VOTING POWER
7	1,950,560 SOLE DISPOSITIVE POWER
	89,410 (6)

SHARED
DISPOSITIVE
POWER

8

1,950,560
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

9

2,039,970
CHECK
BOX
IF
THE
AGGREGATE
AMOUNT
IN ..
ROW
(9)
EXCLUDES
CERTAIN
SHARES

10

PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

11

6.0% (7)
TYPE OF
REPORTING
PERSON

12

IN

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(6) Includes 83,410 shares of Class A common stock and 6,000 options to acquire Class A common stock exercisable within 60 days of the date of this filing.

Based upon 29,483,160 Shares of Class A common stock and 4,723,530 Shares of Class B common stock (7) outstanding as of August 5, 2016, as reported by the Issuer in its Quarterly Report on Form 10-Q filed on August 8, 2016.

Item 1.

(a) Name of Issuer:

Live Oak Bancshares, Inc. (the "Issuer")

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

1741 Tiburon Drive, Wilmington, North Carolina 28403.

Item 2

(a) Name of Person Filing:

This statement is filed by the Estate of Maurice J. Koury (the "Estate"), together with the executors of the Estate: Ann K. Koury, Bradford A. Koury, Ernest A. Koury, Jr., Teena M. Koury and Milton E. Petty. Each of the foregoing is referred to as a "Reporting Person" and collectively as the "Reporting Persons."

(b) Address of Principal Business Office or, if none, Residence:

The principal business office of each of the Reporting Persons is P.O. Box 850, Burlington, NC 27216.

(c) Citizenship:

The Estate: North Carolina.

Each of the other Reporting Persons: the United States of America.

(d) Title of Class of Securities:

Class A Common Stock

(e) CUSIP Number:

53803X150

Item 3. If this statement is filed pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not Applicable.

Item 4. Ownership.

The 1,950,560 common shares of the Company shown in the foregoing Schedule 13G as beneficially owned by the Estate of Maurice J. Koury, Deceased (the "Estate") represent (a) 0 common shares of the Company as to which the Estate has sole dispositive and voting power, and (b) 1,950,560 shares as to which the Estate has shared dispositive and voting power.

The 1,952,560 common shares of the Company shown in the foregoing Schedule 13G as beneficially owned by Ann K. Koury represent (a) 2,000 common shares of the Company as to which Ms. A. Koury has sole dispositive and voting power, and (b) 1,950,560 shares as to which the Estate has shared dispositive and voting power.

The 1,950,560 common shares of the Company shown in the foregoing Schedule 13G as beneficially owned by Bradford A. Koury represent (a) 0 common shares of the Company as to which Mr. B. Koury has sole dispositive and voting power, and (b) 1,950,560 shares as to which the Estate has shared dispositive and voting power.

The 1,955,560 common shares of the Company shown in the foregoing Schedule 13G as beneficially owned by Ernest A. Koury, Jr. represent (a) 5,000 common shares of the Company as to which Mr. E. Koury has sole dispositive and voting power, and (b) 1,950,560 shares as to which the Estate has shared dispositive and voting power.

The 1,950,560 common shares of the Company shown in the foregoing Schedule 13G as beneficially owned by Teena M. Koury represent (a) 0 common shares of the Company as to which Ms. T. Koury has sole dispositive and voting power, and (b) 1,950,560 shares as to which the Estate has shared dispositive and voting power.

The 2,033,970 common shares of the Company shown in the foregoing Schedule 13G as beneficially owned by Milton E. Petty include (a) 83,410 common shares of the Company as to which Mr. Petty has sole dispositive and voting power, and (b) 1,950,560 shares owned by the Estate, of which Mr. Petty is Co-Executor. Mr. Petty does not have any interest in the shares owned by the Estate other than in his capacity as a Co-Executor of the Estate.

The filing of this Schedule 13G shall not be construed as an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any of the Shares reported herein. Each of the Reporting Persons specifically disclaims beneficial ownership of the Shares reported herein except to the extent of his, her or its pecuniary interest therein.

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

Not Applicable

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

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

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

See Exhibit 1

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications.

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Dated: September 19, 2016

Estate of maurice j. koury **ANN K. KOURY**

By: /s/ Ann K. Koury /s/ Ann K. Koury
Name: Ann K. Koury Ann K. Koury
Title: Executor

Estate of maurice j. koury **BRADFORD A. KOURY**

By: /s/ Bradford A. Koury /s/ Bradford A. Koury
Name: Bradford A. Koury Bradford A. Koury
Title: Executor

Estate of maurice j. koury **ERNEST A. KOURY, JR.**

By: /s/ Ernest A. Koury, Jr. /s/ Ernest A. Koury, Jr.
Name: Ernest A. Koury, Jr. Ernest A. Koury, Jr.
Title: Executor

Estate of maurice j. koury **TEENA M. KOURY**

By: /s/ Teena M. Koury /s/ Teena M. Koury
Name: Teena M. Koury Teena M. Koury
Title: Executor

Estate of maurice j. koury **MILTOM E. PETTY**

By: /s/ Miltom E. Petty /s/ Miltom E. Petty
Name: Miltom E. Petty Miltom E. Petty
Title: Executor

Exhibit Index

Exhibit Joint Filing Agreement, dated September 19, 2016, among the Estate, Ann K. Koury, Bradford A. Koury,
1 Ernest A. Koury, Jr., Teena M. Koury and Miltom E. Petty.

Exhibit 1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the Class A Common Stock of Live Oak Bancshares, Inc. and further agree that this agreement be included as an exhibit to such filing. Each party to this agreement expressly authorizes each other party to file on its behalf any and all amendments to such statement. Each party to this agreement agrees that this agreement may be signed in counterparts.

In evidence whereof, the undersigned have caused this joint filing agreement to be executed on their behalf this 19th day of September, 2016.

Estate of maurice j. koury

ANN K. KOURY

By: /s/ Ann K. Koury
Name: Ann K. Koury
Title: Executor

/s/ Ann K. Koury
Ann K. Koury

Estate of maurice j. koury

BRADFORD A. KOURY

By: /s/ Bradford A. Koury
Name: Bradford A. Koury
Title: Executor

/s/ Bradford A. Koury
Bradford A. Koury

Estate of maurice j. koury

ERNEST A. KOURY, JR.

By: /s/ Ernest A. Koury, Jr.
Name: Ernest A. Koury, Jr.
Title: Executor

/s/ Ernest A. Koury, Jr.
Ernest A. Koury, Jr.

Estate of maurice j. koury

TEENA M. KOURY

By: /s/ Teena M. Koury
Name: Teena M. Koury
Title: Executor

/s/ Teena M. Koury
Teena M. Koury

Estate of maurice j. koury

MILTOM E. PETTY

By: /s/ Milton E. Petty

/s/ Milton E. Petty

Name: Milton E. Petty

Miltom E. Petty

Title: Executor

T size=2 face="sans-serif">09/18/06 2,077,498,000 221,364 224,619 3,255 □GHC 10/13/06 1,667,326,000
178,000 179,669 1,669 □IDR 07/27/06 5,628,700,000 595,000 607,654 12,654 □IDR 08/16/06
24,025,680,000 2,724,000 2,593,726 □130,274 IDR 11/13/06 4,817,605,000 541,000 520,091 □20,909
ILS 09/19/06 9,093,832 2,024,000 2,048,881 24,881 □ILS 09/29/06 2,418,504 528,000 544,865
16,865 □INR 07/05/06 107,647,920 2,318,000 2,337,852 19,852 □INR 07/07/06 24,790,990 553,000
538,374 □14,626 INR 08/17/06 15,282,950 337,000 331,579 □5,421 INR 09/05/06 84,591,250
1,829,000 1,834,487 5,487 □ISK 07/10/06 38,243,400 520,000 502,241 □17,759 KRW 07/05/06
1,087,218,000 1,122,000 1,146,198 24,198 □KRW 07/20/06 162,690,000 170,000 171,601 1,601 □KRW
08/07/06 1,054,011,000 1,113,000 1,112,374 □626

The accompanying notes are an integral part of these financial statements.

Lazard Global Total Return & Income Fund, Inc.

Portfolio of Investments (continued)

June 30, 2006 (unaudited)

Forward Currency Contracts open at June 30, 2006 (continued):

Forward Currency Purchase Contracts	Expiration Date	Foreign Currency	U.S. \$ Cost on Origination Date	U.S. \$ Current Value	Unrealized Appreciation	Unrealized Depreciation
KRW	08/08/06	923,905,800	\$ 981,000	\$ 975,093	\$ □	\$ 5,907
KRW	08/28/06	883,071,000	917,000	932,535	15,535	□
KZT	09/15/06	35,479,850	297,500	300,544	3,044	□
KZT	12/15/06	35,366,800	297,500	300,247	2,747	□
MXN	08/17/06	12,599,000	1,118,618	1,113,334	□	5,284
MXN	11/24/06	11,942,705	1,053,000	1,049,285	□	3,715
MXN	01/08/07	5,795,933	519,000	507,799	□	11,201
MXN	03/30/07	6,290,201	557,000	547,998	□	9,002
MYR	07/12/06	3,063,420	837,000	834,299	□	2,701
MYR	07/31/06	2,078,505	561,000	566,713	5,713	□
MYR	08/07/06	2,043,108	551,000	557,257	6,257	□
MYR	08/14/06	858,153	241,000	234,143	□	6,857
MYR	08/14/06	4,442,880	1,204,000	1,212,221	8,221	□
MYR	11/10/06	1,911,360	543,000	524,074	□	18,926
MYR	11/13/06	2,908,000	790,432	797,472	7,040	□
NGN	08/10/06	130,309,120	992,000	1,008,048	16,048	□
NGN	10/05/06	148,162,900	1,135,000	1,136,296	1,296	□
PEN	08/23/06	1,751,963	537,000	537,521	521	□
PHP	07/31/06	133,407,500	2,482,000	2,506,317	24,317	□
PHP	08/11/06	53,498,520	1,038,000	1,004,306	□	33,694
PHP	09/18/06	34,848,030	651,000	652,614	1,614	□
PHP	06/26/07	81,843,980	1,502,000	1,505,893	3,893	□
PLN	07/19/06	2,309,823	719,000	725,215	6,215	□
PLN	07/24/06	2,330,000	754,754	731,687	□	23,067
PLN	07/31/06	2,494,104	816,000	783,428	□	32,572
PLN	08/14/06	12,149,580	3,878,000	3,818,271	□	59,729
RON	07/10/06	1,748,000	637,049	624,652	□	12,397
RON	07/12/06	2,377,000	862,889	849,280	□	13,609
RON	07/19/06	1,416,633	506,918	505,845	□	1,073
RON	07/19/06	946,000	338,449	337,793	□	656
RON	07/24/06	8,085,000	2,876,712	2,885,714	9,002	□
RON	07/26/06	1,722,000	606,338	614,514	8,176	□
RON	07/31/06	2,255,000	787,003	804,375	17,372	□
RUB	10/06/06	14,598,120	509,000	544,671	35,671	□
RUB	02/01/07	4,929,750	175,000	183,890	8,890	□
RUB	02/26/07	6,131,270	227,000	228,697	1,697	□
RUB	02/26/07	7,284,020	251,000	271,695	20,695	□

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RUB	02/26/07	42,336,000	1,470,000	1,579,138	109,138		□
RUB	05/24/07	106,389,050	3,826,944	3,967,175	140,231		□
RUB	09/19/08	21,264,250	725,000	781,880	56,880		□
SGD	07/13/06	1,110,611	684,000	702,750	18,750		□
SGD	08/07/06	1,053,911	673,000	667,651		□	5,349
SGD	08/07/06	1,244,916	787,000	788,652	1,652		□
SGD	08/23/06	1,977,000	1,222,362	1,253,324	30,962		□
SGD	08/28/06	1,622,669	1,002,000	1,028,925	26,925		□
SGD	10/13/06	2,227,539	1,389,000	1,415,684	26,684		□
SIT	07/24/06	415,381,240	2,183,000	2,219,292	36,292		□
SKK	07/27/06	38,561,184	1,296,000	1,283,877		□	12,123
SKK	08/28/06	31,816,083	1,041,000	1,060,072	19,072		□

The accompanying notes are an integral part of these financial statements.

Lazard Global Total Return & Income Fund, Inc.

Portfolio of Investments (concluded)

June 30, 2006 (unaudited)

Forward Currency Contracts open at June 30, 2006 (concluded):

Forward Currency Purchase Contracts	Expiration Date	Foreign Currency	U.S. \$ Cost on Origination Date	U.S. \$ Current Value	Unrealized Appreciation	Unrealized Depreciation
THB	07/10/06	61,171,440	\$ 1,598,000	\$ 1,602,761	\$ 4,761	\$ □
TRY	07/05/06	940,085	637,000	590,495	□	46,505
TRY	07/05/06	1,027,301	671,000	645,278	□	25,722
TRY	02/09/07	1,428,000	869,406	820,085	□	49,321
TZS	07/05/06	134,366,000	111,600	106,994	□	4,606
TZS	07/20/06	384,605,000	305,000	305,646	646	□
TZS	08/09/06	453,601,000	367,125	359,335	□	7,790
TZS	08/16/06	258,841,000	211,535	204,785	□	6,750
TZS	08/22/06	198,954,000	158,909	157,230	□	1,679
TZS	10/13/06	758,249,000	617,040	593,736	□	23,304
TZS	10/26/06	473,088,000	384,000	369,545	□	14,455
TZS	10/26/06	447,902,000	364,000	349,872	□	14,128
TZS	12/05/06	782,207,000	615,766	606,482	□	9,284
TZS	12/15/06	442,737,000	346,880	342,640	□	4,240
TZS	12/20/06	695,237,000	547,000	537,557	□	9,443
TZS	05/08/07	520,053,000	396,684	390,528	□	6,156
UAH	07/11/06	2,850,000	563,966	569,031	5,065	□
UAH	08/01/06	2,040,000	404,553	406,374	1,821	□
UAH	08/07/06	1,063,440	211,000	211,674	674	□
UAH	08/10/06	1,582,990	311,000	314,966	3,966	□
UAH	09/11/06	2,671,200	525,000	529,270	4,270	□
Total Forward Currency Purchase Contracts			\$ 99,411,101	\$ 99,404,265	\$ 1,353,572	\$ 1,360,408

Forward Currency Sale Contracts	Expiration Date	Foreign Currency	U.S. \$ Cost on Origination Date	U.S. \$ Current Value	Unrealized Appreciation	Unrealized Depreciation
ARS	07/17/06	1,611,609	\$ 519,171	\$ 520,872	\$ □	\$ 1,701
BRL	12/28/06	1,643,477	711,000	732,463	□	21,463
BWP	07/05/06	3,339,869	551,078	553,885	□	2,807
COP	07/05/06	4,528,865,250	1,718,734	1,753,535	□	34,801
COP	07/10/06	1,451,381,000	563,206	561,786	1,420	□
COP	10/10/06	1,395,221,500	539,529	537,134	2,395	□
EUR	08/08/06	1,413,000	1,802,310	1,811,666	□	9,356
INR	07/05/06	82,180,540	1,783,432	1,784,762	□	1,330
INR	07/05/06	25,467,380	554,000	553,090	910	□

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INR	07/07/06	24,790,990	537,999	538,374	□	375
KRW	07/05/06	1,087,218,000	1,146,854	1,146,198	656	□
MXN	08/17/06	6,223,300	542,951	549,933	□	6,982
PEN	08/23/06	1,751,963	532,997	537,521	□	4,524
RUB	07/21/06	20,883,043	779,000	778,389	611	□
SKK	07/27/06	23,903,264	781,148	795,848	□	14,700
TRY	07/05/06	706,000	449,939	443,460	6,479	□
TRY	07/05/06	1,358,000	869,120	853,000	16,120	□
TRY	07/05/06	725,912	474,050	455,967	18,083	□
TRY	07/05/06	623,208	460,000	391,456	68,544	□
TRY	07/05/06	985,749	719,000	619,178	99,822	□
TRY	02/09/07	1,428,000	994,637	820,085	174,552	□
TZS	05/08/07	520,053,000	392,197	390,528	1,669	□
Total Forward Currency Sale Contracts			\$ 17,422,352	\$ 17,129,130	391,261	98,039
Gross unrealized appreciation/depreciation on Forward Currency Contracts					\$ 1,744,833	\$ 1,458,447

The accompanying notes are an integral part of these financial statements.

Lazard Global Total Return & Income Fund, Inc.

Notes to Portfolio of Investments

June 30, 2006 (unaudited)

- (a) Non-income producing security.
- (b) For federal income tax purposes, the aggregate cost was \$223,022,963, aggregate gross unrealized appreciation was \$25,279,128, aggregate gross unrealized depreciation was \$7,710,872 and the net unrealized appreciation was \$17,568,256.
- (c) Segregated security for forward currency contracts.
- (d) Security or portion thereof is out on loan.
- (e) Principal amount denominated in respective country's currency unless otherwise specified.
- (f) Pursuant to Rule 144A under the Securities Act of 1933, these securities may only be traded among qualified institutional buyers. Principal amount denominated in U.S. dollar.
- (g) Rate shown reflects 7 day yield as of June 30, 2006.
- (h) Represents security purchased with cash collateral received for securities on loan.

Security Abbreviations:

ADR □ American Depositary Receipt
 NTN-B □ Brazil Sovereign □Nota do Tesouro Nacional□
 TES □ Titulos de Tesoreria

Currency Abbreviations:

ARS □ Argentine Peso	MYR □ Malaysian Ringgit
BRL □ Brazilian Real	NGN □ Nigerian Naira
BWP □ Botswanian Pula	PEN □ Peruvian New Sol
CLP □ Chilean Peso	PHP □ Philippine Peso
COP □ Colombian Peso	PLN □ Polish Zloty
CRC □ Costa Rican Colon	RON □ Romanian Leu
CSD □ Serbian Dinar	RUB □ Russian Ruble
EUR □ Euro	SGD □ Singapore Dollar
GHC □ Ghanaian Cedi	SIT □ Slovenian Tolar
IDR □ Indonesian Rupiah	SKK □ Slovenska Koruna
ILS □ Israeli Shekel	THB □ Thai Baht
INR □ Indian Rupee	TRY □ New Turkish Lira
ISK □ Iceland Krona	TZS □ Tanzanian Shilling

Portfolio holdings by industry (as percentage of net assets):

<u>Industry</u>	
Alcohol & Tobacco	5.4%
Automotive	0.9
Banking	14.9
Commercial Services	1.8
Computer Software	6.8
Drugs	4.2
Energy Integrated	12.4
Financial Services	10.0
Food & Beverages	5.7
Insurance	3.8
Manufacturing	7.0
Medical Products	2.9
Retail	3.8
Semiconductors & Components	1.9
Technology	1.9
Technology Hardware	5.9
Telecommunications	2.2
Subtotal	91.5

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KRW	☐ South Korean Won	UAH	☐ Ukranian Hryvnia	Foreign Government Obligations	6.4
KZT	☐ Kazakhstani Tenge	ZMK	☐ Zambian Kwacha	Structured Notes	2.5
MXN	☐ Mexican Peso			Collateral for Securities on Loan	12.5
					<hr/>
				Total Investments	112.9%
					<hr/>

The accompanying notes are an integral part of these financial statements.

Lazard Global Total Return & Income Fund, Inc.

Statement of Assets and Liabilities**June 30, 2006 (unaudited)****ASSETS**

Investments in securities, at value (cost \$223,022,963)	\$ 240,591,219
Cash	58,960
Foreign currency, at value (cost \$40,894)	41,278
Receivables for:	
Investments sold	1,905,861
Dividends and interest	759,643
Income from securities loaned	5,045
Gross appreciation on forward currency contracts	1,744,833
	<hr/>
Total assets	245,106,839

LIABILITIES

Payables for:	
Management fees	205,682
Accrued directors' fees	1,291
Amounts due upon return of securities on loan	26,557,779
Investments purchased	1,920,467
Line of credit outstanding	1,650,000
Gross depreciation on forward currency contracts	1,458,447
Other accrued expenses and payables	146,255
	<hr/>
Total liabilities	31,939,921

Net assets	<hr/> \$ 213,166,918 <hr/>
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NET ASSETS

Paid in capital	\$ 183,076,027
Distributions in excess of net investment income	(3,598,217)
Accumulated undistributed net realized gain	15,834,656
Net unrealized appreciation on:	
Investments	17,568,256
Foreign currency and forward currency contracts	286,196
	<hr/>
Net assets	<hr/> \$ 213,166,918 <hr/>

Shares of common stock outstanding*	9,605,237
Net assets per share of common stock	\$ 22.19
Market value per share	\$ 19.58

* \$0.001 par value, 500,000,000 shares authorized for the Fund.

The accompanying notes are an integral part of these financial statements.

Lazard Global Total Return & Income Fund, Inc.

Statement of Operations**For the six months ended June 30, 2006 (unaudited)****INVESTMENT INCOME****Income:**

Dividends (net of foreign withholding taxes of \$218,815)	\$ 3,221,348
Interest	712,703
Income from securities loaned	57,283

Total investment income	3,991,334
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Expenses:

Management fees	1,272,343
Professional services	53,661
Custodian fees	47,176
Shareholders' reports	44,180
Administration fees	40,140
Shareholders' services	21,344
Shareholders' meeting	10,058
Directors' fees and expenses	7,057
Other	32,614

Total gross expenses before interest expense	1,528,573
Interest expense	196,286

Total gross expenses	1,724,859
Expense reductions	(3,410)

Total net expenses	1,721,449
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Net investment income	2,269,885
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NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCY

Net realized gain on:	
Investments (net of foreign capital gains taxes of \$92,915)	12,110,685
Foreign currency and forward currency contracts	2,151,847
Net change in unrealized appreciation (depreciation) on:	
Investments	(575,026)
Foreign currency and forward currency contracts	547,380

Net realized and unrealized gain on investments and foreign currency	14,234,886
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Net increase in net assets resulting from operations	\$ 16,504,771
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The accompanying notes are an integral part of these financial statements.

Lazard Global Total Return & Income Fund, Inc.

Statements of Changes in Net Assets

	Six Months Ended June 30, 2006 (unaudited)	Year Ended December 31, 2005
INCREASE (DECREASE) IN NET ASSETS		
Operations:		
Net investment income	\$ 2,269,885	\$ 2,258,643
Net realized gain on investments and foreign currency	14,262,532	7,730,842
Net change in unrealized depreciation on investments and foreign currency	(27,646)	(3,892,779)
Net increase in net assets resulting from operations	16,504,771	6,096,706
Distributions to Stockholders:		
From net investment income	(6,005,194)	(12,010,388)
Net decrease in net assets resulting from distributions	(6,005,194)	(12,010,388)
Capital Stock Transactions:		
Proceeds from common shares issued in offering	□	□
Net increase in net assets from capital stock transactions	□	□
Total increase (decrease) in net assets	10,499,577	(5,913,682)
Net assets at beginning of period	202,667,341	208,581,023
Net assets at end of period*	\$ 213,166,918	\$ 202,667,341
*Includes undistributed (distributions in excess of) net investment income	\$ (3,598,217)	\$ 137,092
Transactions in Capital Shares:		
Common shares outstanding at beginning of period	9,605,237	9,605,237
Common shares issued in offering	□	□
Net increase	□	□
Common shares outstanding at end of period	9,605,237	9,605,237

The accompanying notes are an integral part of these financial statements.

Lazard Global Total Return & Income Fund, Inc.

Financial Highlights**Selected data for a share of common stock outstanding throughout each period:**

	Six Months Ended 6/30/06	Year Ended 12/31/05	For the Period 4/28/04* to 12/31/04
Net asset value, beginning of period	\$ 21.10	\$ 21.72	\$ 19.06(a)
Income from investment operations:			
Net investment income	0.24	0.23	0.18
Net realized and unrealized gain	1.48	0.40	3.11
Total from investment operations	1.72	0.63	3.29
Less distributions from:			
Net investment income	(0.63)	(1.25)	(0.63)
Total distributions	(0.63)	(1.25)	(0.63)
Net asset value, end of period	\$ 22.19	\$ 21.10	\$ 21.72
Market value, end of period	\$ 19.58	\$ 18.56	\$ 19.37
Total Return based upon:			
Net asset value (b)	8.16%	3.18%	17.67%
Market value (b)	8.93%	2.38%	0.26%
Ratios and Supplemental Data:			
Net assets, end of period (in thousands)	\$ 213,167	\$ 202,667	\$ 208,581
Ratios to average net assets:			
Net expenses (c)	1.62%	1.63%	1.57%
Gross expenses (c)	1.62%	1.63%	1.57%
Gross expenses excluding interest expense (c)	1.44%	1.51%	1.49%
Net investment income (c)	2.14%	1.12%	1.40%
Portfolio turnover rate	25%	18%	7%

□ Unaudited.

* Commencement of operations.

(a) Net of initial sales load, underwriting and offering costs of \$0.94 per share.

(b) Total return based on per share market price assumes the purchase of common shares at the market price on the first day and sales of common shares at the market price on the last day of the period indicated; dividends and distributions are assumed to be reinvested in accordance with the Fund's Dividend Reinvestment Plan. The total return based on net asset value, or NAV, assumes the purchase of common shares at NAV on the first day and sales of common shares at NAV on the last day of the period indicated; distributions are assumed to be reinvested at NAV. Past performance is not indicative, nor a guarantee, of future results; the investment return, market price and net asset value of the Fund will fluctuate, so that an investor's shares in the Fund, when sold, may be worth more or less than their original cost. The returns do not reflect the

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deduction of taxes that a stockholder would pay on the Fund's distributions or on the sale of Fund shares. Periods of less than one year are not annualized.

(c) Annualized for periods of less than one year.

The accompanying notes are an integral part of these financial statements.

Lazard Global Total Return & Income Fund, Inc.

Notes to Financial Statements

June 30, 2006 (unaudited)

1. Organization

Lazard Global Total Return & Income Fund, Inc. (the "Fund") was incorporated in Maryland on January 27, 2004 and is registered under the Investment Company Act of 1940, as amended (the "Act"), as a diversified, closed-end management investment company. The Fund trades on the New York Stock Exchange ("NYSE") under the ticker symbol LGI and commenced operations on April 28, 2004. The Fund's investment objective is total return, consisting of capital appreciation and income.

2. Significant Accounting Policies

The following is a summary of significant accounting policies:

(a) *Valuation of Investments*—Market values for securities are generally based on the last reported sales price on the principal exchange or market on which the security is traded, generally as of the close of regular trading on the NYSE (normally 4:00 p.m. Eastern time) on each valuation date. Any securities not listed, for which current over-the-counter market quotations or bids are readily available, are valued at the last quoted bid price or, if available, the mean of two such prices. Forward currency contracts are valued at the current cost of offsetting the contract. Securities listed on foreign exchanges are valued at the last reported sales price except as described below; securities not traded on the valuation date are valued at the last quoted bid price.

Bonds and other fixed-income securities that are not exchange-traded are valued on the basis of prices provided by pricing services which are based primarily on institutional trading in similar groups of securities, or by using brokers' quotations.

If a significant event affecting the value of securities occurs between the close of the exchange or market on which the security is principally traded and the time when the Fund's net asset value is calculated, or when current market quotations otherwise are determined not to be readily available or reliable, such securities will be valued at their fair values as determined in good faith by or under the supervision of the Board of Directors. Fair valuing of foreign securities may be determined with the assistance of a pricing service, using correlations between the movement of prices of such securities and indices of domestic securities and other appropriate indicators, such as closing market prices of relevant ADRs or futures contracts. The Valuation Committee of the Investment Manager may evaluate a variety of factors to determine the fair value of securities for which current market quotations are determined not to be readily available or reliable. These factors include, but are not limited to, the type of security, the value of comparable securities, observations from financial institutions and relevant news events. Input from the Investment Manager's analysts will also be considered. The effect of using fair value pricing is that the net asset value of the Fund will reflect the affected securities' values as determined in the judgment of the Board of Directors, or its designee, instead of being determined by the market. Using a fair value pricing methodology to price securities may result in a value that is different from the most recent closing price of a security and from the prices used by other investment companies to calculate their portfolios' net asset values.

(b) *Portfolio Securities Transactions and Investment Income*—Portfolio securities transactions are accounted for on trade date. Realized gain (loss) on sales of investments are recorded on a specific identification basis. Dividend income is recorded on the ex-dividend date and interest income is accrued daily. The Fund amortizes premiums and accretes discounts on fixed-income securities using the effective yield method.

(c) *Repurchase Agreements*—In connection with transactions in repurchase agreements, the Fund's custodian takes possession of the underlying collateral securities, the fair value of which at all times is required to be at least equal to the principal amount, plus accrued interest, of the repurchase transaction. If the seller defaults, and the fair value of the collateral declines, realization of the collateral by the Fund may be delayed or limited.

(d) *Securities Lending*—The Fund may lend portfolio securities to qualified borrowers in order to earn additional income. The terms of the lending agreements require that loans are secured at all times by cash, U.S. Government

securities or irrevocable letters of credit in an amount at least equal to 102% of the market value of domestic securities loaned (105% in the case of foreign securities), plus accrued interest and dividends, determined on a daily basis. Cash collateral received is invested in State Street Navigator Securities Lending Prime Portfolio, a regulated investment company offered by State Street Bank and Trust Company (["State Street"]). If the borrower defaults on its obligation to return the securities loaned because of insolvency or other reasons, the Fund could experience delays and costs in recovering the securities loaned or in gaining access to the collateral.

At June 30, 2006, the value of the securities on loan was \$25,939,111 and corresponding cash collateral received was \$26,557,779.

Lazard Global Total Return & Income Fund, Inc.

Notes to Financial Statements (continued)

June 30, 2006 (unaudited)

In accordance with accounting principles generally accepted in the United States, cash received as collateral for securities lending transactions which is invested in income producing securities is included in the Portfolio of Investments. The related amount payable upon the return of the securities on loan, where cash is received as collateral, is shown on the Statement of Assets and Liabilities.

(e) *Leveraging*—The Fund intends to use leverage to invest Fund assets in currency investments, primarily using forward currency contracts and by borrowing under a credit facility with State Street, up to a maximum of 33¹/₃ % of the Fund's total leveraged assets. If the assets of the Fund decline due to market conditions such that this 33¹/₃ % threshold will be exceeded, leverage risk will increase.

If the Fund is able to realize a higher return on the leveraged portion of its investment portfolio than the cost of such leverage together with other related expenses, the effect of the leverage will be to cause the Fund to realize a higher net return than if the Fund were not so leveraged. There is no assurance that any leveraging strategy the Fund employs will be successful.

Using leverage is a speculative investment technique and involves certain risks. These include higher volatility of net asset value, the likelihood of more volatility in the market value of Common Stock and, with respect to borrowings, the possibility either that the Fund's return will fall if the interest rate on any borrowings rises, or that income will fluctuate because the interest rate of borrowings varies.

If the market value of the Fund's portfolio declines, the leverage will result in a greater decrease in net asset value than if the Fund were not leveraged. A greater net asset value decrease also will tend to cause a greater decline in the market price of the Fund's Common Stock. To the extent that the Fund is required or elects to prepay any borrowings, the Fund may need to liquidate investments to fund such prepayments. Liquidation at times of adverse economic conditions may result in capital losses and may reduce returns.

(f) *Foreign Currency Translation and Forward Currency Contracts*—The accounting records of the Fund are maintained in U.S. dollars. Portfolio securities and other assets and liabilities denominated in a foreign currency are translated daily into U.S. dollars at the prevailing rates of exchange. Purchases and sales of securities, income receipts and expense payments are translated into U.S. dollars at the prevailing exchange rates on the respective transaction dates.

The Fund does not isolate the portion of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in their market prices. Such fluctuations are included in net realized and unrealized gain (loss) on investments. Net realized gain (loss) on foreign currency transactions represents net foreign currency gain (loss) from forward currency contracts, disposition of foreign currencies, currency gain (loss) realized between the trade and settlement dates on securities transactions, and the difference between the amount of dividends, interest and foreign withholding taxes recorded on the Fund's accounting records and the U.S. dollar equivalent amounts actually received or paid. Net unrealized foreign currency gain (loss) arises from changes in the value of assets and liabilities, other than investments in securities, as a result of changes in exchange rates.

A forward currency contract is an agreement between two parties to buy or sell currency at a set price on a future date. Upon entering into these contracts, risks may arise from the potential inability of counterparties to meet the terms of their contracts and from unanticipated movements in the value of the foreign currency relative to the U.S. dollar.

The U.S. dollar value of forward currency contracts is determined using forward exchange rates provided by quotation services. Daily fluctuations in the value of such contracts are recorded as unrealized gain (loss). When the contract is closed, the Fund records a realized gain (loss) equal to the difference between the value at the time it was opened and the value at the time it was closed. Such gain (loss) is disclosed in the realized and unrealized gain (loss) on foreign currency in the Fund's accompanying Statement of Operations.

(g) Structured Investments—The Fund may invest in structured investments, whose values are linked either directly or inversely to changes in foreign currencies, interest rates, commodities, indices, or other underlying instruments. The Fund may use these investments to increase or decrease its exposure to different underlying instruments, to gain exposure to markets that might be difficult to invest in through conventional securities or for other purposes. Structured investments may be more volatile than their underlying instruments, but any loss is limited to the amount of the original investment.

(h) Federal Income Taxes—The Fund's policy is to continue to qualify as a regulated investment company under Sub-chapter M of the Internal Revenue Code and to distribute all of its taxable income, including any net realized capital gains, to stockholders. Therefore, no federal income tax provision is required.

Lazard Global Total Return & Income Fund, Inc.

Notes to Financial Statements (continued)

June 30, 2006 (unaudited)

At December 31, 2005, the Fund had no unused capital loss carryforwards.

Under current tax law, certain capital and net foreign currency losses realized after October 31 within the taxable year may be deferred and treated as occurring on the first day of the following tax year. For the tax year ended December 31, 2005, the Fund had no net capital and currency losses arising between November 1, 2005 and December 31, 2005.

(i) *Dividends and Distributions*—The Fund intends to declare and to pay dividends monthly from net investment income. Distributions to stockholders are recorded on the ex-dividend date. During any particular year, net realized gains from investment transactions in excess of available capital loss carryforwards would be taxable to the Fund if not distributed. The Fund intends to declare and distribute these amounts, at least annually, to stockholders; however, to avoid taxation, a second distribution may be required.

Income dividends and capital gains distributions are determined in accordance with federal income tax regulations which may differ from accounting principles generally accepted in the United States. These book/tax differences, which may result in distribution reclassifications, are primarily due to differing treatments of foreign currency transactions. Book/tax differences relating to shareholder distributions may result in reclassifications among certain capital accounts.

The Fund has implemented a Level Distribution Policy to seek to maintain a stable monthly distribution, subject to approval and oversight of the Fund's Board of Directors. Under the Fund's Level Distribution Policy, the Fund intends to make regular monthly distributions at a fixed rate per share. If for any monthly distribution, net investment income and net realized short-term capital gain were less than the amount of the distribution, the difference would generally be distributed from the Fund's assets. In addition, in order to make such distributions, the Fund might have to sell a portion of its investment portfolio at a time when independent investment judgment might not dictate such actions.

(j) *Expense Reductions*—When the Fund leaves excess cash in a demand deposit account, it may receive credits which are available to offset custody expenses. The Statement of Operations reports gross custody expenses, and reports the amount of such credits separately as an expense reduction.

(k) *Estimates*—The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires the Fund to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates.

3. Investment Management Agreement

The Fund has entered into an investment management agreement (the "Management Agreement") with the Investment Manager. Pursuant to the Management Agreement, the Investment Manager regularly provides the Fund with investment research, advice and supervision and furnishes continuously an investment program for the Fund consistent with its investment objective and policies, including the purchase, retention and disposition of securities.

The Fund has agreed to pay the Investment Manager an annual investment management fee of 0.85% of the Fund's average daily "Total Leveraged Assets" (the Fund's total assets including Financial Leverage (defined below)) for the services and facilities provided by the Investment Manager, payable on a monthly basis. The fee paid to the Investment Manager will be higher when the Investment Manager uses Currency Commitments and Borrowings ("Financial Leverage") to make Currency Investments, rather than by reducing the percentage of "Net Assets" (the Fund's assets without taking into account Financial Leverage) invested in Global Equity Investments for the purposes of making Currency Investments. "Global Equity Investments" refers to investments in the Fund's global

equity strategy consisting of equity securities of companies with market capitalizations of \$5 billion or greater domiciled in those countries that comprise the Morgan Stanley Capital International (MSCI®) World® Index. □Currency Investments□ refers to investments in the Fund□s emerging income strategy, consisting of emerging market currencies (primarily by entering into forward currency contracts), or instruments whose value is derived from the performance of an underlying emerging market currency, but also may invest in debt obligations, including government, government agency and corporate obligations and structured notes denominated in emerging market currencies. □Currency Commitments□ are the aggregate financial exposures created by forward currency contracts in excess of that represented in the Fund□s Net Assets, and □Borrowings□ refers to the borrowings under the Fund□s credit facility. Assuming Financial Leverage in the amount of $3\frac{2}{3}$ % of the Fund□s Total Leveraged Assets, the annual fee payable to the Investment Manager would be 1.28% of Net Assets (i.e., not including amounts attributable to Financial Leverage).

Lazard Global Total Return & Income Fund, Inc.

Notes to Financial Statements (continued)

June 30, 2006 (unaudited)

The following is an example of this calculation of the Investment Manager's fee, using very simple illustrations. If the Fund had assets of \$1,000, it could invest \$1,000 in Global Equity Investments and enter into \$500 in forward currency contracts (because the Fund would not have to pay money at the time it enters into the currency contracts). Similarly, the Fund could invest \$1,000 in Global Equity Investments, borrow \$500 and invest the \$500 in foreign currency denominated bonds. In either case, the Investment Manager's fee would be calculated based on \$1,500 of assets, because the fee is calculated based on Total Leveraged Assets (Net Assets plus Financial Leverage). In our example, the Financial Leverage is in the form of either the forward currency contracts (Currency Commitments) or investments from Borrowings. The amount of the Financial Leverage outstanding, and therefore the amount of Total Leveraged Assets on which the Investment Manager's fee is based, fluctuates daily based on changes in value of the Fund's portfolio holdings, including changes in value of the currency involved in the forward currency contracts and foreign currency denominated bonds acquired with the proceeds of Borrowings. However, the Investment Manager's fee will be the same regardless of whether Currency Investments are made with Currency Commitments or with Borrowings (without taking into account the cost of Borrowings).

This method of calculating the Investment Manager's fee is different than the way closed-end investment companies typically calculate management fees. Traditionally, closed-end investment companies calculate management fees based on Net Assets plus Borrowings (excluding Financial Leverage obtained through Currency Commitments). The Investment Manager's fee is different because the Fund's leverage strategy is different than the leverage strategy employed by many other closed-end investment companies. Although the Fund may employ Borrowings in making Currency Investments, the Fund's leverage strategy relies primarily on Currency Commitments, rather than relying exclusively on borrowing money or/and issuing preferred stock, as is the strategy employed by most closed-end investment companies. The Investment Manager's fee would be lower if its fee were calculated only on Net Assets plus Borrowings, because the Investment Manager would not earn fees on Currency Investments made with Currency Commitments (forward currency contracts). Using the example above, where the Fund has assets of \$1,000 and invests \$1,000 in Global Equity Investments and \$500 in forward currency contracts, the following table illustrates how the Investment Manager's fee would be different if it did not earn management fees on these types of Currency Investments. A discussion of the most recent review and approval by the Fund's Board of Directors of the Management Agreement (including the method of calculating the Investment Manager's fee) is included in the Fund's Semi-Annual Report dated June 30, 2005 under "Other Information" Board Consideration of Management Agreement.

	Fund's management fee based on Total Leveraged Assets (includes Currency Commitments)	Typical management fee formula, calculated excluding Currency Commitments
Beginning assets of \$1,000		
Global Equity Investments (Net Assets)	\$ 1,000	\$ 1,000
Currency Commitments	\$ 500	\$ 500
Assets used to calculate management fee	\$ 1,500	\$ 1,000
Management fee (0.85%)	\$ 12.75	\$ 8.50

Investment Manager Fee Conflict Risk—The fee paid to the Investment Manager for investment management services will be higher when the Fund uses Financial Leverage, whether through forward currency contracts or Borrowings, because the fee paid will be calculated on the basis of the Fund's assets including this Financial

Leverage. Consequently, the Investment Manager may have a financial interest for the Fund to utilize such Financial Leverage, which may create a conflict of interest between the Investment Manager and the stockholders of the Fund.

The Fund has implemented procedures to monitor this potential conflict.

4. Administrative Agreement

The Fund has entered into an administrative agreement with State Street to provide certain administrative services. The Fund bears the cost of such services at a fixed annual rate of \$42,500, plus 0.02% of average daily net assets up to \$1 billion and 0.01% of average daily net assets over \$1 billion.

5. Directors' Compensation

Certain Directors of the Fund are officers of the Investment Manager. The Fund pays each Director who is not an employee or an affiliated person of the Investment Manager its allocated portion of a fixed fee of \$50,000 per year, plus \$2,500 per meeting attended (\$1,000 per meeting attended by telephone) for the Fund, The Lazard Funds, Inc., Lazard Retirement Series, Inc. and Lazard World Dividend & Income Fund, Inc. (collectively, the "Lazard Funds"), each a registered management investment company advised by the Investment Manager, and reimburses such Directors for travel and other out of pocket expenses.

Lazard Global Total Return & Income Fund, Inc.

Notes to Financial Statements (concluded)
June 30, 2006 (unaudited)

In addition, the Chairman of the Audit Committees for the Lazard Funds also receives an annual fee of \$5,000.

6. Securities Transactions and Transactions with Affiliates

Purchases and sales of portfolio securities (excluding short-term securities) for the period ended June 30, 2006 were \$54,032,024 and \$59,343,981, respectively.

For the period ended June 30, 2006, no brokerage commissions were paid to affiliates of the Investment Manager or other affiliates of the Fund for portfolio transactions executed on behalf of the Fund.

7. Line of Credit

The Fund has a \$40 million Line of Credit Agreement (the "Agreement") with State Street primarily to borrow to invest Fund assets in Currency Investments. The Fund may borrow the lesser of \$40 million or $33\frac{1}{3}$ % of its Total Leveraged Assets. Interest on borrowings is payable at the Federal Funds rate plus 0.50%, on an annualized basis. Under the Agreement, the Fund has agreed to pay a 0.10% per annum fee on the unused portion of the commitment, payable quarterly in arrears. During the period ended June 30, 2006, the Fund had borrowings under the Agreement as follows:

Average Daily Loan Balance	Maximum Daily Loan Outstanding	Weighted Average Interest Rate
\$7,600,493	\$17,250,000	5.15%

8. Foreign Securities Investment Risks

The Fund invests in securities of foreign entities and instruments denominated in foreign currencies which involve risks not typically involved in domestic investments. Foreign investments carry special risks, such as exposure to currency fluctuations, less developed or less efficient trading markets, political instability, a lack of company information, differing auditing and legal standards and, potentially, less liquidity. The Fund's investments in emerging markets are exposed to additional volatility. The Fund's performance will be influenced by political, social and economic factors affecting emerging markets. Emerging market countries generally have economic structures that are less diverse and mature, and political systems that are less stable, than those of developed countries.

Lazard Global Total Return & Income Fund, Inc.

Proxy Voting Results

(unaudited)

The Annual Meeting of Stockholders was held on April 26, 2006, to vote on the following proposal. The proposal received the required number of votes of stockholders and was adopted.

Election of the following Directors:

- two Class I Directors (Robert M. Solmson and Charles Carroll), each to serve for a three-year term expiring at the 2009 Annual Meeting and until his successor is duly elected and qualified;
- one Class III Director (Ashish Bhutani), to serve for a two-year term expiring at the 2008 Annual Meeting and until his successor is duly elected and qualified.

<u>Director</u>	<u>For</u>	<u>Withhold Authority</u>
Robert M. Solmson	6,974,224	207,017
Charles Carroll	7,095,333	85,908
Ashish Bhutani	6,977,124	204,117

Lazard Global Total Return & Income Fund, Inc.

Dividend Reinvestment Plan

(unaudited)

Unless you elect to receive distributions in cash (i.e., opt-out), all dividends, including any capital gain distributions, on your Common Stock will be automatically reinvested by Computershare Shareholder Services, Inc., as dividend disbursing agent (the "Plan Agent"), in additional Common Stock under the Fund's Dividend Reinvestment Plan (the "Plan"). You may elect not to participate in the Plan by contacting the Plan Agent. If you do not participate, you will receive all distributions in cash, paid by check mailed directly to you by the Plan Agent.

Under the Plan, the number of shares of Common Stock you will receive will be determined on the dividend or distribution payment date, as follows:

- (1) If the Common Stock is trading at or above net asset value at the time of valuation, the Fund will issue new shares at a price equal to the greater of (i) net asset value per Common Share on that date or (ii) 95% of the Common Stock's market price on that date.
- (2) If the Common Stock is trading below net asset value at the time of valuation, the Plan Agent will receive the dividend or distribution in cash and will purchase Common Stock in the open market, on the NYSE or elsewhere, for the participants' accounts. It is possible that the market price for the Common Stock may increase before the Plan Agent has completed its purchases. Therefore, the average purchase price per share paid by the Plan Agent may exceed the market price at the time of valuation, resulting in the purchase of fewer shares than if the dividend or distribution had been paid in Common Stock issued by the Fund. The Plan Agent will use all dividends and distributions received in cash to purchase Common Stock in the open market within 30 days of the valuation date. Interest will not be paid on any unvested cash payments.

You may withdraw from the Plan at any time by giving written notice to the Plan Agent. If you withdraw or the Plan is terminated, you will receive whole shares in your account under the Plan and you will receive a cash payment for any fraction of a share in your account. If you wish, the Plan Agent will sell your shares and send you the proceeds, minus an initial \$15 service fee plus \$0.12 per share being liquidated (for processing and brokerage expenses).

The Plan Agent maintains all stockholders' accounts in the Plan and gives written confirmation of all transactions in the accounts, including information you may need for tax records. Shares of Common Stock in your account will be held by the Plan Agent in non-certificated form. Any proxy you receive will include all Common Stock you have received under the Plan.

There is no brokerage charge for reinvestment of your dividends or distributions in newly-issued shares of Common Stock. However, all participants will pay a pro rata share of brokerage commissions incurred by the Plan Agent when it makes open market purchases.

Automatically reinvesting dividends and distributions does not mean that you do not have to pay income taxes due upon receiving dividends and distributions.

If you hold your Common Stock with a brokerage firm that does not participate in the Plan, you will not be able to participate in the Plan and any dividend reinvestment may be effected on different terms than those described above. Consult your financial advisor for more information.

The Fund reserves the right to amend or terminate the Plan if, in the judgment of the Board of Directors, the change is warranted. There is no direct service charge to participants in the Plan (other than the service charge when you direct the Plan Agent to sell your Common Stock held in a dividend reinvestment account); however, the Fund reserves the right to amend the Plan to include a service charge payable by the participants. Additional information about the Plan may be obtained from the Plan Agent at P.O. Box 43010, Providence, Rhode Island 02940-3010.

Lazard Global Total Return & Income Fund, Inc.

Board of Directors and Officers Information

(unaudited)

Name (Age) Address ⁽¹⁾	Position(s) and Term with the Fund ⁽²⁾	Principal Occupation(s) During Past 5 Years and Other Directorships Held
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Board of Directors:

Class I □ Directors with Term Expiring in 2009

Independent Directors:

Leon Pollack (65)	Director since August 2006	Director, Lazard Alternative Strategies Fund, LLC; Former Managing Director, Donaldson, Lufkin & Jenrette.
Robert M. Solmson (58)	Director since September 2004	Director, Lazard Alternative Strategies Fund, LLC; Director, Colonial Williamsburg Co.; Former Chief Executive Officer and Chairman, RFS Hotel Investors, Inc.; Former Director, Morgan Keegan, Inc.; Former Director, Independent Bank, Memphis.

Interested Director⁽³⁾:

Charles Carroll (45)	Chief Executive Officer, President and Director since June 2004	Deputy Chairman and Head of Global Marketing of the Investment Manager.
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Class II □ Directors with Term Expiring in 2007

Independent Directors:

Kenneth S. Davidson (61)	Director since February 2004	President, Davidson Capital Management Corporation; Trustee, The Juilliard School; Chairman of the Board, Bridgehampton Chamber Music Festival; Trustee, American Friends of the National Gallery/London; President, Aquiline Advisors LLC.
Lester Z. Lieberman (76)	Director since February 2004	Private Investor; Chairman, Healthcare Foundation of New Jersey; Director, Cives Steel Co.; Director, Northside Power Transmission Co.; Advisory Trustee, New Jersey Medical School; Director, Public Health Research Institute; Trustee Emeritus, Clarkson University; Council of Trustees, New Jersey

Performing Arts Center.

Class III □ Directors with Term Expiring in 2008

Independent

Directors:

John J. Burke (78)	Director since February 2004	Lawyer and Private Investor; Director, Lazard Alternative Strategies Fund, LLC; Director, Pacific Steel & Recycling; Director, Sletten Construction Company; Trustee Emeritus, The University of Montana Foundation.
Richard Reiss, Jr. (62)	Director since February 2004	Chairman, Georgica Advisors LLC, an investment manager; Director, Lazard Alternative Strategies Fund, LLC; Director, O'Charley's, Inc., a restaurant chain.

Interested

Director(3):

Ashish Bhutani (46)	Director since July 2005	Chief Executive Officer of the Investment Manager; from 2001 to December 2002, Co-Chief Executive Officer North America of Dresdner Kleinwort Wasserstein and member of its Global Corporate and Markets Board and the Global Executive Committee; from 1995 to 2001, Chief Executive Officer of Wasserstein Perella Securities; and from 1989 to 2001, Deputy Chairman of Wasserstein Perella Group.
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- (1) The address of each Director is Lazard Asset Management LLC, 30 Rockefeller Plaza, New York, New York 10112-6300.
- (2) Each Director also serves as a Director for each of the Lazard Funds (comprised of 24 investment portfolios).
- (3) Messrs. Bhutani and Carroll are "interested persons" (as defined in the Act) of the Fund because of their positions with the Investment Manager.

The Fund's Statement of Additional Information contains further information about the Directors and is available without charge by calling 800-828-5548.

Lazard Global Total Return & Income Fund, Inc.

Board of Directors and Officers Information (concluded)
(unaudited)

Name (Age) Address ⁽¹⁾	Position(s) and Term with the Fund ⁽²⁾	Principal Occupation(s) During Past 5 Years
Officers:		
Nathan A. Paul (33)	Vice President and Secretary	Managing Director and General Counsel of the Investment Manager.
Stephen St. Clair (47)	Treasurer	Vice President of the Investment Manager.
Brian Kawakami (56)	Chief Compliance Officer	Senior Vice President and Chief Compliance Officer of the Investment Manager; Chief Compliance Officer at INVESCO, from July 2002 to April 2006; Chief Compliance Officer at Aeltus Investment Management, from 1993 to July 2002.
Brian D. Simon (44)	Assistant Secretary	Director of the Investment Manager; Vice President, Law & Regulations at J. & W. Seligman & Co., from July 1999 to October 2002.
David A. Kurzweil (32)	Assistant Secretary	Vice President of the Investment Manager; Associate at Kirkpatrick & Lockhart LLP, a law firm, from August 1999 to January 2003.
Cesar A. Trelles (31)	Assistant Treasurer	Fund Administration Manager of the Investment Manager; Manager for Mutual Fund Finance Group at UBS Global Asset Management, from August 1998 to August 2004.

(1) The address of each officer is Lazard Asset Management LLC, 30 Rockefeller Plaza, New York, New York 10112-6300.

(2) Each officer became an officer in February 2004, except Messrs. Kawakami and Trelles, who became officers in August 2006 and December 2004, respectively. Each officer serves for an indefinite term, until his successor is elected and qualified, and serves in the same capacity for the other Lazard Funds.

Lazard Global Total Return & Income Fund, Inc.

Other Information

(unaudited)

Certifications

The Fund's chief executive officer has certified to the NYSE, pursuant to the requirements of Section 303A.12(a) of the NYSE Listed Company Manual, that as of May 25, 2006 he was not aware of any violation by the Fund of applicable NYSE corporate governance listing standards. The Fund's reports to the Securities and Exchange Commission (the "SEC") on Forms N-CSR and N-Q contain certifications by the Fund's chief executive officer and chief financial officer as required by Rule 30a-2(a) under the Act, including certifications regarding the quality of the Fund's disclosures in such reports and certifications regarding the Fund's disclosure controls and procedures and internal control over financial reporting.

Proxy Voting

A description of the policies and procedures used to determine how proxies relating to Fund portfolio securities are voted is available (1) without charge, upon request, by calling (800) 823-6300 or (2) on the SEC's website at <http://www.sec.gov>.

The Fund's proxy voting record for the most recent 12-month period ended June 30 is available (1) without charge, upon request, by calling (800) 823-6300 or (2) on the SEC's website at <http://www.sec.gov>. Information as of June 30 each year will generally be available by the following August 31.

Form N-Q

The Fund files a complete schedule of its portfolio holdings for the first and third quarters of its fiscal year with the SEC on Form N-Q. The Fund's Form N-Q is available on the SEC's website at <http://www.sec.gov> and may be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. Information on the operation of the SEC's Public Reference Room may be obtained by calling 1-800-SEC-0330.

27

Lazard Global Total Return & Income Fund, Inc.

30 Rockefeller Plaza
New York, New York 10112-6300
Telephone: 800-828-5548
<http://www.LazardNet.com>

Investment Manager

Lazard Asset Management LLC
30 Rockefeller Plaza
New York, New York 10112-6300
Telephone: 800-823-6300

Custodian

State Street Bank and Trust Company
One Lincoln Street
Boston, Massachusetts 02111

Transfer Agent and Registrar

Computershare Trust Company, N.A.
P.O Box 43010
Providence, Rhode Island 02940-3010

Dividend Disbursing Agent

Computershare Shareholder Services, Inc.
P.O Box 43010
Providence, Rhode Island 02940-3010

Independent Registered Public Accounting Firm

Deloitte & Touche LLP
Two World Financial Center
New York, New York 10281-1414

Legal Counsel

Stroock & Stroock & Lavan LLP
180 Maiden Lane
New York, New York 10038-4982
<http://www.stroock.com>

This report is intended only for the information of stockholders or those who have received the current prospectus covering shares of Common Stock of Lazard Global Total Return & Income Fund, Inc. which contains information about management fees and other costs.

Lazard Asset Management LLC

30 Rockefeller Plaza
New York, NY 10112-6300

www.LazardNet.com

ITEM 2. CODE OF ETHICS.

Not applicable.

ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

Not applicable.

ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

Not applicable.

ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.

Not applicable.

ITEM 6. SCHEDULE OF INVESTMENTS

Not applicable.

ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED END MANAGEMENT INVESTMENT COMPANIES.

Not applicable.

ITEM 8. PORTFOLIO MANAGERS OF CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

Not applicable.

ITEM 9. PURCHASES OF EQUITY SECURITIES BY CLOSED-END MANAGEMENT INVESTMENT COMPANY AND AFFILIATED PURCHASERS.

Not applicable.

ITEM 10. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

The Registrant has a Nominating Committee (the "Committee") of the Board of Directors (the "Board"), which is currently comprised of all of the Directors who are not "interested persons" (as defined in the Investment Company Act of 1940, as amended) of the Registrant. The Committee's function is to select and nominate candidates for election to the Board. The Committee will consider recommendations for nominees from stockholders sent to the Secretary of the Registrant, 30 Rockefeller Plaza, New York, New

York 10112. Nominations may be submitted only by a stockholder or group of stockholders that, individually or as a group, has beneficially owned the lesser of (a) 1% of the Registrant's outstanding shares or (b) \$500,000 of the Registrant's shares (calculated at market value) for at least one year prior to the date such stockholder or group submits a candidate for nomination. Not more than one nominee for Director may be submitted by such a stockholder or group each calendar year. In evaluating potential nominees, including any nominees recommended by stockholders, the Committee takes into consideration the factors listed in the Nominating Committee Procedures and Charter, including character and integrity, business and professional experience, and whether the Committee believes that the person has the ability to apply sound and independent business judgment and would act in the interests of the Registrant and its stockholders. A nomination submission must include all information relating to the recommended nominee that is required to be disclosed in solicitations or proxy statements for the election of Directors, as well as information sufficient to evaluate the factors listed above. Nomination submissions must be accompanied by a written

consent of the individual to stand for election if nominated by the Board and to serve if elected by the stockholders, and such additional information must be provided regarding the recommended nominee as reasonably requested by the Committee. A nomination submission must be received not less than 120 calendar days before the date of the Registrant's proxy statement released to stockholders in connection with the previous year's annual meeting. ITEM 11. CONTROLS AND PROCEDURES. (a) The Registrant's principal executive and principal financial officers have concluded, based on their evaluation of the Registrant's disclosure controls and procedures as of a date within 90 days of the filing date of this report, that the Registrant's disclosure controls and procedures are reasonably designed to ensure that information required to be disclosed by the Registrant on Form N-CSR is recorded, processed, summarized and reported within the required time periods and that information required to be disclosed by the Registrant in the reports that it files or submits on Form N-CSR is accumulated and communicated to the Registrant's management, including its principal executive and principal financial officers, as appropriate to allow timely decisions regarding required disclosure. (b) There were no changes to the Registrant's internal control over financial reporting that occurred during the second fiscal quarter of the period covered by this report that have materially affected, or are reasonably likely to materially affect, the Registrant's internal control over financial reporting. ITEM 12. EXHIBITS. (a)(1) Not applicable. (a)(2) Certifications of principal executive and principal financial officers as required by Rule 30a-2(a) under the Investment Company Act of 1940. (a)(3) Not applicable. (b) Certifications of principal executive and principal financial officers as required by Rule 30a-2(b) under the Investment Company Act of 1940.

SIGNATURES Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. Lazard Global Total Return and Income Fund, Inc. By /s/ CHARLES CARROLL Charles Carroll Chief Executive Officer Date September 6, 2006 Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated. By /s/ CHARLES CARROLL Charles Carroll Chief Executive Officer Date September 6, 2006 By /s/ STEPHEN ST. CLAIR Stephen St. Clair Chief Financial Officer Date September 6, 2006
