

Edgar Filing: LAZARD GLOBAL TOTAL RETURN & INCOME FUND INC - Form SC 13D

LAZARD GLOBAL TOTAL RETURN & INCOME FUND INC

Form SC 13D

October 24, 2016

SCHEDULE 13D

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT  
10/14/16

1. NAME OF REPORTING PERSON

Bulldog Investors, LLC

2. CHECK THE BOX IF MEMBER OF A GROUP

a[ ]

b[ ]

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e) [ ]

6. CITIZENSHIP OR PLACE OF ORGANIZATION

DE

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7. SOLE VOTING POWER

486,219

8. SHARED VOTING POWER

469,450

9. SOLE DISPOSITIVE POWER

486,219

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10. SHARED DISPOSITIVE POWER

469,450

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON

955,669 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

[ ]

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13. PERCENT OF CLASS REPRESENTED BY ROW 11

9.95%

14. TYPE OF REPORTING PERSON

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IA

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1. NAME OF REPORTING PERSON  
Bulldog Investors Group of Funds

2. CHECK THE BOX IF MEMBER OF A GROUP a[X]  
b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS  
WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION  
DE

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7. SOLE VOTING POWER  
486,219

8. SHARED VOTING POWER  
0

9. SOLE DISPOSITIVE POWER  
486,219

---

10. SHARED DISPOSITIVE POWER  
0

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON  
486,219 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES  
[]

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13. PERCENT OF CLASS REPRESENTED BY ROW 11  
5.06%

14. TYPE OF REPORTING PERSON

IC

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1. NAME OF REPORTING PERSON  
Phillip Goldstein

2. CHECK THE BOX IF MEMBER OF A GROUP a[X]

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b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS  
WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION  
USA

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77. SOLE VOTING POWER  
486,219

8. SHARED VOTING POWER  
469,450

9. SOLE DISPOSITIVE POWER  
486,219

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10. SHARED DISPOSITIVE POWER  
469,450

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON  
955,669 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

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13. PERCENT OF CLASS REPRESENTED BY ROW 11  
9.95%

14. TYPE OF REPORTING PERSON  
IN

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1. NAME OF REPORTING PERSON  
Andrew Dakos

2. CHECK THE BOX IF MEMBER OF A GROUP

b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS  
WC

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5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2 (d) AND 2 (e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION  
USA

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7. SOLE VOTING POWER  
486,219

8. SHARED VOTING POWER  
469,450

9. SOLE DISPOSITIVE POWER  
486,219

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10. SHARED DISPOSITIVE POWER  
469,450

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON  
955,669 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

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13. PERCENT OF CLASS REPRESENTED BY ROW 11  
9.95%

14. TYPE OF REPORTING PERSON  
IN

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1. NAME OF REPORTING PERSON  
Steven Samuels

2. CHECK THE BOX IF MEMBER OF A GROUP  a[]  
 b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS  
WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2 (d) AND 2 (e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

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USA

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7. SOLE VOTING POWER  
486,219

8. SHARED VOTING POWER  
469,450

9. SOLE DISPOSITIVE POWER  
486,219

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10. SHARED DISPOSITIVE POWER  
469,450

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON  
955,669 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

[ ]

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13. PERCENT OF CLASS REPRESENTED BY ROW 11

9.95%

14. TYPE OF REPORTING PERSON

IN

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Item 1. SECURITY AND ISSUER

This Schedule 13D relates to the shares of Common Stock of Lazard Global Total Return & Income Fund, Inc. ("LGI" or the "Issuer").

The principal executive offices of LGI are located at  
30 Rockefeller Plaza  
New York, NY 10012

Item 2. IDENTITY AND BACKGROUND

(a) This statement is filed on behalf of Bulldog Investors, LLC, (a Delaware Limited Liability Company), the Bulldog Investors Group of Funds (a number of private investment funds), Phillip Goldstein, Andrew Dakos and Steven Samuels.

(b) The business address of the reporting persons is Park 80 West-Plaza Two, 250 Pehle Ave., Suite 708, Saddle Brook, NJ 07663.

(c) Bulldog Investors, LLC is a registered investment adviser. Messrs. Goldstein, Dakos and Samuels are control persons of Bulldog Investors, LLC.

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(d) n/a

(e) n/a

(f) Each of Messrs. Goldstein, Dakos and Samuels is a citizen of the United States.

## ITEM 3. SOURCE AND AMOUNT OF FUNDS AND OTHER CONSIDERATIONS

Shares of the Issuer have been accumulated on behalf of clients of Bulldog Investors, LLC.

## ITEM 4. PURPOSE OF TRANSACTION

The filing persons believe the Fund's shares are undervalued and intend to communicate with the Board of Directors regarding a representation made in 2004 to investors when the Fund's shares were originally sold that "the Fund's Board of Directors may consider action that might be taken to reduce or eliminate any material discount from net asset value in respect of Common Stock...including the conversion of the Fund to an open-end investment company."

## ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(a) As per the N-CSRS filed on September 6, 2016, there were 9,605,237 shares of common stock outstanding as of June 30, 2016. The percentages set forth herein were derived using such number. Phillip Goldstein, Andrew Dakos and Steven Samuels own Bulldog Investors, LLC, a registered investment advisor. As of October 21, 2016, Bulldog Investors, LLC is deemed to be the beneficial owner of 955,669 shares of LGI (representing 9.95% of LGI's outstanding shares) solely by virtue of Bulldog Investors LLC's power to direct the vote of, and dispose of, these shares. These 955,669 shares of LGI include 486,219 shares (representing 5.06% of LGI's outstanding shares) that are beneficially owned by Mr. Goldstein and the following entities over which Messrs. Goldstein, Dakos and Samuels exercise control: Opportunity Partners LP, Calapasas West Partners LP, Full Value Special Situations Fund, LP, Full Value Offshore Fund, Ltd., Opportunity Income Plus, Full Value Partners, LP, and MCM Opportunity Partners, LP (collectively, "Bulldog Investors Group of Funds"). Bulldog Investors Group of Funds may be deemed to constitute a group. All other shares included in the aforementioned 955,669 shares of LGI beneficially owned by Bulldog Investors LLC (solely by virtue of its power to sell or direct the vote of these shares) are also beneficially owned by clients of Bulldog Investors, LLC who are not members of any group. The total number of these "non-group" shares is 469,450 (representing 4.89% of LGI's outstanding shares).

(b) Bulldog Investors, LLC has sole power to dispose of and vote 486,219 shares. Bulldog Investors, LLC has shared power to dispose of and vote 469,450 shares. Certain of Bulldog Investors, LLC's clients (none of whom beneficially own more than 5% of LGI's shares) share this power with Bulldog Investors, LLC. Messrs. Goldstein, Dakos and Samuels are control persons of Bulldog Investors, LLC.

c) During the past 60 days the following shares of LGI were purchased:

| Date:    | Shares: | Price:  |
|----------|---------|---------|
| 08/15/16 | 5,244   | 13.9298 |
| 08/16/16 | 500     | 13.9240 |
| 08/23/16 | 7,900   | 14.0756 |
| 08/25/16 | 6,300   | 13.9997 |
| 08/26/16 | 5,900   | 13.9734 |

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|          |        |         |
|----------|--------|---------|
| 08/29/16 | 13,925 | 14.0524 |
| 08/30/16 | 3,609  | 14.0290 |
| 08/31/16 | 25,475 | 14.0000 |
| 08/31/16 | 6,300  | 13.9938 |
| 09/01/16 | 10,521 | 13.9149 |
| 09/02/16 | 38,233 | 14.0287 |
| 09/06/16 | 16,293 | 14.1447 |
| 09/07/16 | 7,691  | 14.2018 |
| 09/12/16 | 12,322 | 13.8943 |
| 09/13/16 | 5,958  | 13.7358 |
| 09/15/16 | 12,391 | 13.7452 |
| 09/16/16 | 9,563  | 13.6441 |
| 09/19/16 | 9,600  | 13.7228 |
| 09/20/16 | 11,528 | 13.7613 |
| 09/21/16 | 4,400  | 13.8119 |
| 09/22/16 | 653    | 14.0738 |
| 09/28/16 | 8,809  | 13.8779 |
| 09/29/16 | 1,478  | 13.9312 |
| 10/05/16 | 3,214  | 13.9900 |
| 10/06/16 | 4,250  | 13.9449 |
| 10/10/16 | 2,218  | 13.9122 |
| 10/11/16 | 16,073 | 13.6756 |
| 10/12/16 | 1,990  | 13.5837 |
| 10/13/16 | 12,950 | 13.4400 |
| 10/14/16 | 17,233 | 13.5322 |
| 10/17/16 | 2,000  | 13.3941 |
| 10/19/16 | 3,100  | 13.5681 |

d) Clients of Bulldog Investors, LLC are entitled to receive any dividends or sales proceeds.

e) N/A

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.  
N/A

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS  
Exhibit 1

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

Dated: 10/24/16

By: /S/ Phillip Goldstein  
Name: Phillip Goldstein

By: /S/ Andrew Dakos  
Name: Andrew Dakos

By: /S/ Steven Samuels  
Name: Steven Samuels

Bulldog Investors, LLC  
By: /s/ Andrew Dakos  
Andrew Dakos, Member

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Footnote 1: The reporting persons disclaim beneficial ownership except to the extent of any pecuniary interest therein.

Exhibit 1:

Agreement to Make Joint Filing

Agreement made as of the 24th day of October, 2016, by and among Bulldog Investors, LLC, Phillip Goldstein, Andrew Dakos, and Steven Samuels.

WHEREAS, Rule 13d-1(k)(1) under the Securities Exchange Act of 1934 provides that whenever two or more persons are required to file a statement containing the information required by Schedule 13D with respect to the same securities, only one such statement need be filed, so long as, among other things, such filing includes as an exhibit an agreement among such persons that such a statement is filed on behalf of each of them;

WHEREAS, in connection with certain holdings of Lazard Global Total Return & Income Fund Inc. (LGI), each of the parties to this Agreement is required to file a statement containing the information required by Schedule 13D with respect to the same holdings of LGI;

NOW THEREFORE, the parties hereby agree that one statement containing the information required by Schedule 13D shall be filed on behalf of each party hereto.

IN WITNESS WHEREOF, this Agreement has been duly executed by the parties hereto as of the day and year first written above.

By:/s/ Phillip Goldstein  
Phillip Goldstein

By:/s/ Andrew Dakos  
Andrew Dakos

BULLDOG INVESTORS, LLC

By: /s/ Steven Samuels  
Steven Samuels

By: /s/ Andrew Dakos  
Andrew Dakos, Member