UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): June 5, 2014

PZENA INVESTMENT MANAGEMENT, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware	001-33761	20-8999751		
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification Number)		
120 West 45th Street, New York, New York		10036		
(Address of Principal Executive Offices)		Zip Code		
	phone Number, Including Area Cod			
(Former Name (or Former Address, If Changed Sin	ce Last Report)		
Check the appropriate box below if the Fo egistrant under any of the following provi		neously satisfy the filing obligation of the		
☐ Soliciting material pursuant to ☐ Pre-commencement communic	ant to Rule 425 under the Securitie Rule 14a-12 under the Exchange A ations pursuant to Rule 14d-2(b) un ations pursuant to Rule 13e-4(c) un	ct. ider the Exchange Act.		

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

(b) Departure of Named Executive Officer

On June 5, 2014, Pzena Investment Management, Inc. (the "Company) announced that Antonio DeSpirito, III has submitted his notice of intent to resign as Executive Vice President of the Company, effective June 27, 2014.

SIGNATURES

Pursuant to	the requirements of the	Securities Exchang	e Act of 1934,	, the registrant has	s duly caused th	is report to be
signed on its behalf	by the undersigned here	eunto duly authorize	d.			

Pzena Investment Management, Inc.

Dated: June 5, 2014 By: /s/Joan Berger

Name: Joan Berger Title: General Counsel