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): <u>July 26, 2011 (June 30, 2011)</u>

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 1	Number)	(IRS Employer Identification Number)	
	120 West 45th Street, New York, New York			10036	
	(Address of Principal Executive Offices)			Zip Code	
Registrant's Telephone Number, Including Area Code: (212) 355-1600 (Former Name or Former Address, If Changed Since Last Report) Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the					
registr	ant under any of the following prov	isions:			
	Written communications pursuant to Rule 425 under the Securities Act.				
	Soliciting material pursuant to Rule 14a-12 under the Exchange Act.				
	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act.				
	Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act.				

ITEM 2.02 RESULTS OF OPERATION AND FINANCIAL CONDITION.

On July 26, 2011, Pzena Investment Management, Inc. (the "Company") issued a press release reporting its financial results for the second quarter of 2011. Copies of that 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 July 26, 2011, 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.

Dated: July 26, 2011

PZENA INVESTMENT MANAGEMENT, INC.

By:/s/ Gregory S. Martin

Name: Gregory S. Martin Title: Chief Financial Officer

EXHIBIT INDEX

Exhibit No. 99.1 **Document**

Press release, dated July 26, 2011, of Pzena Investment Management, Inc.