

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

POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

ALLIANCE CAPITAL MANAGEMENT HOLDING L.P.
(Exact Name of Registrant as Specified in Its Charter)

DELAWARE
State or Other Jurisdiction of
Incorporation or Organization) 13-3434400
(I.R.S. Employer
Identification Number)
1345 AVENUE OF THE AMERICAS
NEW YORK, NY 10105
(212) 969-1000

(Address, Including Zip Code, and Telephone Number, Including Area Code, of
Registrant's Principal Executive Offices)

PROFIT SHARING PLAN FOR EMPLOYEES OF
ALLIANCE CAPITAL MANAGEMENT L.P.

(FULL TITLE OF THE PLANS)

LAURENCE E. CRANCH, ESQ.
ALLIANCE CAPITAL MANAGEMENT L.P.
1345 AVENUE OF THE AMERICAS
NEW YORK, NY 10105
(212) 969-1000

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code,
of Agent For Service)

DEREGISTRATION OF SECURITIES

On July 13, 1994, Alliance Capital Management Holding L.P. (formerly known as Alliance Capital Management L.P., "Alliance") filed a registration statement on Form S-8, Registration No. 33-52387, for the purpose of registering 2,000,000 Units Representing Assignments of Beneficial Ownership of Limited Partnership Interests in Alliance ("Units") to be issued under the Profit Sharing Plan For Employees of Alliance Capital Management L.P. (the "Plan"). Alliance is filing this Post-Effective Amendment No. 1 to that registration statement to deregister 2,978,700 (after giving effect to a Unit split that occurred since the filing of the initial Registration Statement) unsold Units covered by such registration statement as of the date hereof. Effective July 1, 2004, the Plan ceased holding, and permitting investment in, Units.

ITEM 8. EXHIBITS.

The following is a complete list of exhibits filed as part of this Post-Effective Amendment No. 1 to Registration No. 33-52387:

EXHIBIT NO.

24 Powers-of-Attorney

SIGNATURES

PURSUANT TO THE REQUIREMENTS OF THE 1933 ACT, THE REGISTRANT CERTIFIES THAT IT HAS REASONABLE GROUNDS TO BELIEVE THAT IT MEETS ALL OF THE REQUIREMENTS FOR FILING ON FORM S-8 AND HAS DULY CAUSED THIS REGISTRATION STATEMENT TO BE SIGNED ON ITS BEHALF BY THE UNDERSIGNED, THEREUNTO DULY AUTHORIZED, IN THE CITY OF NEW YORK, STATE OF NEW YORK, ON THIS 27th DAY OF JUNE, 2005.

ALLIANCE CAPITAL MANAGEMENT HOLDING L.P.
 By: Alliance Capital Management Corporation,
 General Partner

By: /s/ Robert H. Joseph, Jr.

 Name: Robert H. Joseph, Jr.
 Title: Senior Vice President and
 Chief Financial Officer

PURSUANT TO THE REQUIREMENTS OF THE SECURITIES ACT OF 1933, THIS REGISTRATION STATEMENT HAS BEEN SIGNED ON THE 27th DAY OF JUNE, 2005 BY THE FOLLOWING PERSONS IN THEIR CAPACITIES AS DIRECTORS AND OFFICERS OF ALLIANCE CAPITAL MANAGEMENT CORPORATION, THE GENERAL PARTNER OF THE REGISTRANT.

SIGNATURE -----	TITLE -----	DATE -----
/s/ Lewis A. Sanders ----- Lewis A. Sanders	Chairman of the Board and Chief Executive Officer (Principal Executive Officer)	June 27, 2005 -----
/s/ Robert H. Joseph, Jr. ----- Robert H. Joseph, Jr.	Senior Vice President and Chief Financial Officer (Principal Financial Officer)	June 27, 2005 -----
/s/ Edward J. Farrell ----- Edward J. Farrell	Senior Vice President and Controller (Principal Accounting Officer)	June 27, 2005 -----
----- Dominique Carrel-Billiard	Director	-----
* ----- Henri de Castries	Director	-----
* ----- Christopher M. Condron	Director	-----
* ----- Denis Duverne	Director	-----
* ----- Roger Hertog	Vice Chairman of the Board	-----

SIGNATURE

TITLE

DATE

----- Benjamin D. Holloway	Director	-----
----- W. Edwin Jarmain	Director	-----
----- * Gerald M. Lieberman	Director, President and Chief Operating Officer	-----
----- Nicolas Moreau	Director	-----
----- /s/ Lorie A. Slutsky	Director	June 27, 2005
----- Lorie A. Slutsky		-----
----- * Peter J. Tobin	Director	-----
----- * Stanley B. Tulin	Director	-----

*By: /s/ Laurence E. Cranch

Laurence E. Cranch, Esq., Attorney-in-fact

June 27, 2005

INDEX TO EXHIBITS

The following is a complete list of exhibits filed as part of this Registration Statement:

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POWERS OF ATTORNEY

Know all men by these presents, that each person whose signature appears below, constitutes and appoints Laurence E. Cranch and Adam R. Spilka, and each of them, his or her true and lawful attorneys-in-fact and agents, with full power of substitution and re-substitution, to do any and all acts and things and execute, in the name of the undersigned, any and all instruments that said attorneys-in-fact and agents may deem necessary or advisable in order to enable Alliance Capital Management L.P. and Alliance Capital Management Holding L.P. to comply with the U.S. Securities Act of 1933, as amended (the "Securities Act"), and any requirements of the U.S. Securities and Exchange Commission (the "SEC") in respect thereof, in connection with the filing with the SEC of a Post-Effective Amendment No. 1 to Registration No. 33-52387 on Form S-8, together with any exhibits and other documents required to be included therewith, in order to effect the deregistration under the Securities Act of units representing assignments of beneficial ownership of limited partnership interests in Alliance Capital Management Holding L.P. to be issued pursuant to the Profit Sharing Plan for Employees of Alliance Capital Management L.P., including, specifically but without limitation, power and authority to sign the name of the undersigned to such registration statement, and any amendments or supplements to such registration statement (including post-effective amendments), and to file the same, with all exhibits thereto and other documents in connection therewith, with the SEC, to sign any and all applications, registration statements, notices or other documents necessary or advisable to comply with applicable state securities laws, and to file the same, together with other documents in connection therewith, with the appropriate state securities authorities, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and to perform each and every act and thing requisite or necessary to be done in and about the premises, as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and any of them, or their substitutes, may lawfully do or cause to be done by virtue hereof.

SIGNATURE

TITLE

DATE

SIGNATURE -----	TITLE -----	DATE -----
----- Dominique Carrel-Billiard	Director	-----
----- /s/ Henri de Castries	Director	June 27, 2005
----- Henri de Castries		-----
----- /s/ Christopher M. Condron	Director	June 27, 2005
----- Christopher M. Condron		-----
----- /s/ Denis Duverne	Director	June 27, 2005
----- Denis Duverne		-----
----- /s/ Roger Hertog	Vice Chairman of the Board	June 27, 2005
----- Roger Hertog		-----
----- Benjamin D. Holloway	Director	-----
----- W. Edwin Jarman	Director	-----

SIGNATURE

TITLE

DATE

----- /s/ Gerald M. Lieberman	Director, President and Chief Operating Officer	June 27, 2005
----- Gerald M. Lieberman	Director	-----

Nicolas Moreau

Director

Lorie A. Slutsky

/s/ Peter J. Tobin

Director

June 27, 2005

Peter J. Tobin

/s/ Stanley B. Tulin

Director

June 27, 2005

Stanley B. Tulin