

---

---

# 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):

March 14, 2002

## ALLIANCE CAPITAL MANAGEMENT L.P.

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**000-29961**

(Commission  
File Number)

**13-4064930**

(I.R.S. Employer  
Identification Number)

**1345 Avenue of the Americas, New York, New York**

(Address of principal executive offices)

**10105**

(Zip Code)

Registrant's telephone number, including area code:

**212-969-1000**

---

---

Item 1. Changes in Control of Registrant.

Not applicable.

Item 2. Acquisition or Disposition of Assets.

Not applicable.

Item 3. Bankruptcy or Receivership.

Not applicable.

Item 4. Changes in Registrant's Certifying Accountant.

Not applicable.

Item 5. Other Events and Regulation FD Disclosure.

Not applicable.

Item 6. Resignations of Registrant's Directors.

Not applicable.

Item 7. Financial Statements and Exhibits.

(a) Financial Statements of Businesses Acquired

None.

(b) Pro Forma Financial Information

None.

(c) Exhibits

Item 8. Change in Fiscal Year.

Not applicable.

Item 9. Regulation FD Disclosure.

Pursuant to Regulation FD, Alliance Capital Management L.P. is furnishing its Press Release dated March 14, 2002. The Press Release is attached hereto as Exhibit 99.18.

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 thereunto duly authorized.

ALLIANCE CAPITAL MANAGEMENT L.P.

Dated: March 15, 2002

By: Alliance Capital Management  
Corporation, General Partner

By: /s/ Robert H. Joseph, Jr.  
Robert H. Joseph, Jr.  
Senior Vice President and  
Chief Financial Officer

## News Release

### FOR IMMEDIATE RELEASE

Contacts: Valerie Haertel (Investor Relations)  
(212) 969-6414  
investor\_relations@acml.com

John Meyers (Media)  
(212) 969-2301  
john\_meyers@acml.com

### ALLIANCE CAPITAL ANNOUNCES FEBRUARY 2002 MONTH-END ASSETS UNDER MANAGEMENT

**New York, NY, March 14, 2002** — Alliance Capital Management Holding L.P. (“Alliance Holding”) (NYSE: AC) and Alliance Capital Management L.P. (“Alliance Capital”) today reported preliminary assets under management of approximately \$446 billion at February 28, 2002, compared to \$451 billion at January 31, 2002 and \$455 billion at February 28, 2001.

Total assets under management (AUM) at February 28, 2002, decreased 1.1% compared to January 31, 2002 and declined 2.0% compared to February 28, 2001. The one-month decline from January to February 2002 was primarily due to a 4.1% decrease in growth equity AUM, compared to the 4.2% decline in the Russell 1000 Growth Index. The shift that occurred from growth equities to value equities and fixed income during 2001 continued through February 2002.

#### ALLIANCE CAPITAL MANAGEMENT L.P. (THE OPERATING PARTNERSHIP) ASSETS UNDER MANAGEMENT

	At February 28, 2002 ( <i>preliminary</i> )				At Jan 31, 2002	At Dec 31, 2001	At Feb 28, 2001
	Retail	Institutional Investment Management	Private Client	Total	Total	Total	Total
<b>Equity</b>							
Growth	\$ 64	\$ 93	\$ 5	\$ 162	\$ 169	\$ 175	\$ 186
Value	20	57	26	103	102	101	92
<b>Total Equity</b>	<b>84</b>	<b>150</b>	<b>31</b>	<b>265</b>	<b>271</b>	<b>276</b>	<b>278</b>
<b>Fixed Income</b>	64	76	10	150	149	147	143
<b>Passive</b>	3	28	0	31	31	32	34
<b>Total</b>	<b>\$ 151</b>	<b>\$ 254</b>	<b>\$ 41</b>	<b>\$ 446</b>	<b>\$ 451</b>	<b>\$ 455</b>	<b>\$ 455</b>

### ABOUT ALLIANCE CAPITAL

Alliance Capital is a leading global investment management firm providing investment management services for many of the largest U.S. public and private employee benefit plans, foundations, public employee retirement funds, pension funds, endowments, banks, insurance companies and high-net-worth individuals worldwide. Alliance Capital is also one of the largest mutual fund sponsors, with a diverse family of globally distributed mutual fund portfolios. As one of the world's leading global investment management organizations, Alliance Capital is able to compete for virtually any portfolio assignment in any developed capital market in the world.

Alliance Holding owns approximately 30% of the units of limited partnership interest in Alliance Capital. AXA Financial, Inc. owns approximately 2% of the outstanding Alliance Holding Units and approximately 52% of the outstanding Alliance Capital Units, representing an approximate 53% economic interest in Alliance Capital. AXA Financial, Inc. is a wholly owned subsidiary of AXA, one of the largest global financial services organizations.

### Forward-Looking Statements

Certain statements provided by Alliance Capital and Alliance Holding in this press release are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are subject to risks, uncertainties and other factors which could cause actual results to differ materially from future results expressed or implied by such forward-looking statements. The most significant of such factors include, but are not limited to, the following: the performance of financial markets, the investment performance of Alliance Capital's sponsored investment products and separately managed accounts, general economic conditions, future acquisitions, competitive conditions, and government regulations, including changes in tax rates. Alliance Capital and Alliance Holding caution readers to carefully consider such factors. Further, such forward-looking statements speak only as of the date on which such statements are made; Alliance Capital and Alliance Holding undertake no obligation to update any forward-looking statements to reflect events or circumstances after the date of such statements.