
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):

April 12, 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 April 12, 2002. The Press Release is attached hereto as Exhibit 99.19.

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: April 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

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ALLIANCE CAPITAL ANNOUNCES MARCH 2002 MONTH-END ASSETS UNDER MANAGEMENT FIRST QUARTER 2002 EARNINGS CONFERENCE CALL TO BE HELD ON MAY 2

New York, NY, April 12, 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 (AUM) of approximately \$452 billion at March 31, 2002, compared to \$441 billion at February 28, 2002 and \$429 billion at March 31, 2001. AUM, as shown below, previously reported as of each date prior to March 31, 2002, have been restated to conform to the March 31, 2002 presentation. AUM now reflects the reclassification of institutional cash management and sub-advised variable-annuity accounts from Institutional Investment Management to Retail and certain Private Client accounts to Retail and Institutional Investment Management. AUM now also excludes AUM by unconsolidated affiliates.

ALLIANCE CAPITAL MANAGEMENT L.P. (THE OPERATING PARTNERSHIP) ASSETS UNDER MANAGEMENT (\$ billions)

| | At March 31, 2002 (preliminary) | | | | At Feb 28, 2002* | At Dec 31, 2001* | At Mar 31, 2001* |
|---------------------|------------------------------------|---|----------------|---------------|---------------------|---------------------|---------------------|
| | Retail | Institutional Investment Management | Private Client | Total | Total | Total | Total |
| Equity | | | | | | | |
| Growth | \$ 71 | \$ 92 | \$ 3 | \$ 166 | \$ 159 | \$ 173 | \$ 168 |
| Value | 24 | 56 | 28 | 108 | 103 | 101 | 90 |
| Total Equity | <u>95</u> | <u>148</u> | <u>31</u> | <u>274</u> | <u>262</u> | <u>274</u> | <u>258</u> |
| Fixed Income | 71 | 66 | 10 | 147 | 148 | 146 | 140 |
| Passive | 3 | 28 | 0 | 31 | 31 | 32 | 31 |
| Total | <u>\$ 169</u> | <u>\$ 242</u> | <u>\$ 41</u> | <u>\$ 452</u> | <u>\$ 441</u> | <u>\$ 452</u> | <u>\$ 429</u> |

*Restated. See Appendix for additional information.

Total AUM at March 31, 2002, increased 2.5% compared to February 28, 2002 and increased 5.4% compared to March 31, 2001. The increase in AUM from February to March 2002 was primarily due to a 4.6% increase in total equity AUM, while in the same period, the Russell 1000 Growth Index increased 3.5% and Russell 1000 Value Index increased 4.7%.

CONFERENCE CALL INFORMATION RELATING TO FIRST QUARTER 2002 RESULTS

Alliance Capital’s management team will review first quarter 2002 financial and operating results on Thursday, May 2, 2002, during a live conference call and webcast at 3:00 p.m. (Eastern Time). The call will be hosted by Chairman and Chief Executive Officer, Bruce W. Calvert; President and Chief Operating Officer, John D. Carifa; and Vice Chairman and Chief Investment Officer, Lewis A. Sanders.

Parties interested in listening to the conference call may access it either by telephone or webcast.

- To listen by telephone, please dial 800-230-1059 in the U.S. or 612-288-0318 outside the U.S., ten minutes before the 3:00 p.m. (Eastern Time) scheduled start time. Please indicate access code “Alliance” when dialing in.
- To listen by webcast, please visit Alliance Capital’s Investor Relations website at <http://ir.alliancecapital.com> at least fifteen minutes prior to the call to download and install any necessary audio software.

The presentation slides that will be reviewed during the conference call are expected to be available on the morning of May 2, 2002 on Alliance Capital’s website, following the issuance of the earnings press release, at the above web address.

A replay of the conference call will be made available for one week beginning at 6:30 p.m. (Eastern Time) May 2, 2002. In the U.S., please call 800-475-6701, or outside the U.S., please dial 320-365-3844, and provide the access code 634492. The replay will also be available via webcast on Alliance Capital’s website for one week.

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.

Appendix

ALLIANCE CAPITAL MANAGEMENT L.P.
(THE OPERATING PARTNERSHIP)
ASSETS UNDER MANAGEMENT
(\$ billions)

| | | | Retail | Institutional Investment Management | Private Client | Total |
|----------------------|-------------|----|---------------|--|-----------------------|--------------|
| February 2002 | As reported | \$ | 151 | \$ 254 | \$ 41 | \$ 446 |
| | As restated | | 165 | 236 | 40 | 441 |
| December 2001 | As reported | | 156 | 259 | 40 | 455 |
| | As restated | | 171 | 242 | 39 | 452 |
| March 2001 | As reported | | 157 | 239 | 37 | 433 |
| | As restated | | 172 | 221 | 36 | 429 |