

ALLIANCE CAPITAL MANAGEMENT HOLDING LP
Form 8-K
November 06, 2003

**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):

November 6, 2003

ALLIANCE CAPITAL MANAGEMENT HOLDING L.P.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

001-09818

(Commission
File Number)

13-3434400

(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

99.22 Alliance Capital Management Holding L.P. is furnishing its News Release dated November 6, 2003.

Item 8. Change in Fiscal Year.

Not applicable.

Item 9. Regulation FD Disclosure.

Alliance Capital Management Holding L.P. is furnishing its News Release dated November 6, 2003. The News Release is attached hereto as Exhibit 99.22.

Item 10. Amendments to the Registrant's Code of Ethics, or

Waiver of a Provision of the Code of Ethics.

Not applicable.

Item 11. Temporary Suspension of Trading under Registrant's

Employee Benefit Plans.

Not applicable.

Item 12. Results of Operations and Financial Condition.

Not applicable.

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 HOLDING L.P.

Dated: November 6, 2003

By: Alliance Capital Management
Corporation, General Partner

By: /s/ Adam R. Spilka
Adam R. Spilka
Senior Vice President and Counsel

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ONT EI D NEMOURS & CO 263534109 80 2011 SH SOLE 1 1980 0 31 DU PONT EI D NEMOURS & CO
263534109 4 100 SH DEFINED 1 100 0 0 DUKE ENERGY CORP COM 264399106 59 3364 SH SOLE 1 3364 0 0
DYNEX CAP INC COM NEW 26817Q506 0 106 SH DEFINED 1 106 0 0 E-LOAN INC 26861P107 3 1000 SH
SOLE 1 1000 0 0 EMC CORP 268648102 23818 18880 SH SOLE 1 12945 0 5935 EMC CORP 268648102 50 4000
SH DEFINED 1 4000 0 0 ENSCO INTERNATIONAL INC 26874Q100 10 396 SH SOLE 1 322 0 74 E TRADE
GROUP INC 269246104 37 4000 SH SOLE 1 4000 0 0 EASTMAN KODAK CO 277461109 20 1000 SH SOLE 1
1000 0 0 EASTMAN KODAK CO 277461109 2 125 SH DEFINED 1 125 0 0 EATON CORP COM 278058102 280
3165 SH SOLE 1 2450 0 715 ECHOSTAR COMMUN 278762109 19 500 SH SOLE 1 500 0 0 EDWARDS
LIFESCIENCES CORP 28176E108 6 240 SH SOLE 1 240 0 0 EL PASO CORPORATION 28336L109 1 212 SH
SOLE 1 212 0 0 ELAN CORP PLC ADR 284131208 0 100 SH SOLE 1 100 0 0 ELECTRONIC DATA SYS CORP
NEW 285661104 12 642 SH SOLE 1 550 0 92 EMCOR GROUP INC 29084Q100 2 50 SH SOLE 1 50 0 0
EMERSON ELECTRIC CO 291011104 115 2200 SH SOLE 1 2200 0 0 ENCYSIVE PHARMACEUTICALS INC
COM 29256X107 0 100 SH SOLE 1 100 0 0 ENCORE WIRE CORP COM 292562105 282 21300 SH SOLE 1 13900
0 7400 ENGELHARD CORP 292845104 6 253 SH DEFINED 1 0 0 253 ENTERASYS NETWORKS INC
293637104 0 200 SH SOLE 1 200 0 0 ENTERGY CORP 29364G103 285 5274 SH SOLE 1 4249 0 1025 ENTERGY
CORP 29364G103 32 593 SH DEFINED 1 593 0 0 EQUITY INNS, INC 294703103 11 1500 SH DEFINED 1 1500 0
0 EQUITY RESIDENTIAL PPTYS SBI 29476L107 12 436 SH SOLE 1 436 0 0 ESTERLINE TECHNOLOGIES
CORP 297425100 3 185 SH SOLE 1 185 0 0 EXXON MOBIL CORP 30231G102 5465 149364 SH SOLE 1 148344
0 1020 EXXON MOBIL CORP 30231G102 976 26676 SH DEFINED 1 16476 4700 5500 FPL GROUP INC
302571104 216 3430 SH SOLE 1 2095 0 1335 FED HMN LN MTG CORP VOTING COM 313400301 13 250 SH
SOLE 1 250 0 0 FNMA COM 313586109 84 1200 SH SOLE 1 1200 0 0 FEDERATED DEPT STORES INC
31410H101 1 41 SH SOLE 1 0 0 41 FEDEX CORPORATION 31428X106 96 1500 SH SOLE 1 1500 0 0 FEDEX
CORPORATION 31428X106 6 100 SH DEFINED 1 100 0 0 FIRST DATA CORP COM 319963104 1 40 SH SOLE
1 0 0 40 FIRST INDL RLTY TR INC 32054K103 14 450 SH SOLE 1 450 0 0 FIRST M & F CORP 320744105 46
1293 SH SOLE 1 1293 0 0 FIRST TENNESSEE NATIONAL CORP 337162101 300 7082 SH SOLE 1 7082 0 0

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FISERV INC 337738108 183 5045 SH SOLE 1 3065 0 1980 FIRSTMERIT CORP 337915102 1 75 SH SOLE 1 75 0
 0 FLEET BOSTON CORP 339030108 29 976 SH SOLE 1 976 0 0 FORD MOTOR COMPANY COMMON
 345370860 30 2830 SH SOLE 1 2830 0 0 FORD MOTOR COMPANY COMMON 345370860 7 700 SH DEFINED
 1 700 0 0 FOREST LABS 345838106 13 266 SH SOLE 1 266 0 0 VOTING AUTHORITY TITLE OF VALUE
 SHRS OR SH/ PCT/ INVESTMENT OTHER ----- NAMES OF ISSUER CLASS CUSIP
 [X\$1000] PRN AMT PRN CALL DISCRETION MANAGERS SOLE SHARED NONE -----
 ----- FORREST OIL CORP 346091705 129
 5400 SH SOLE 1 0 0 5400 FORRESTER RESEARCH INC 346563109 3 235 SH SOLE 1 235 0 0 FULTON
 FINANCIAL CORP -PA 360271100 4 205 SH SOLE 1 205 0 0 FURNITURE BRANDS INTL 360921100 4 185 SH
 SOLE 1 185 0 0 GSI COMMERCE INC 36238G102 0 29 SH SOLE 1 29 0 0 GAP INC DEL COM 364760108 26
 1562 SH SOLE 1 1500 0 62 GENERAL ELECTRIC CO 369604103 2382 79943 SH SOLE 1 79568 0 375
 GENERAL ELECTRIC CO 369604103 83 2800 SH DEFINED 1 1600 0 1200 GENERAL MLS INC COM
 370334104 18 397 SH SOLE 1 370 0 27 GENERAL MLS INC COM 370334104 0 20 SH DEFINED 1 0 0 20 GEN
 MTR CORP 370442105 23 571 SH SOLE 1 540 0 31 GENOME THERAPEUTICS CORP COM 372430108 3 1000
 SH SOLE 1 0 0 1000 GEORGIA PAC CORP 373298108 40 1660 SH SOLE 1 1660 0 0 GILLETTE CO 375766102
 89 2806 SH SOLE 1 2806 0 0 GILLETTE CO 375766102 111 3485 SH DEFINED 1 3485 0 0 GLAXO
 WELLCOME PLC SPONSORED ADR 37733W105 17 405 SH SOLE 1 305 0 100 GOLDMAN SACHS GROUP
 38141G104 14 178 SH SOLE 1 178 0 0 GOODYEAR TIRE & RUBBER 382550101 3 526 SH SOLE 1 526 0 0
 GREAT LAKES CHEM CORP COM 390568103 35 1785 SH DEFINED 1 1785 0 0 GREAT PLAINS ENERGY
 INC 391164100 56 1855 SH SOLE 1 1855 0 0 GUIDANT CORP COM 401698105 112 2405 SH SOLE 1 2405 0 0
 HCA INC. 404119109 101 2743 SH SOLE 1 2743 0 0 HCC INSURANCE HOLDINGS, INC 404132102 4 155 SH
 SOLE 1 155 0 0 HALLIBURTON CO COM 406216101 19 800 SH SOLE 1 800 0 0 HANCOCK FABRICS
 409900107 25 1600 SH SOLE 1 1600 0 0 HANCOCK HLDG CO CAP VALUE 410120109 214 4345 SH SOLE 1
 4345 0 0 CEF HANCOCK JOHN PFD 41013X106 9 400 SH SOLE 1 400 0 0 JOHN HANCOCK 41014S106 9 285
 SH SOLE 1 285 0 0 HARLEY DAVIDSON INC COM 412822108 17 355 SH SOLE 1 355 0 0 HARRIS CORP
 413875105 50 1400 SH SOLE 1 1400 0 0 HARTFORD FNCL SV GRP INC COM 416515104 13 250 SH DEFINED
 1 250 0 0 HASBRO, INC 418056107 14 787 SH DEFINED 1 787 0 0 HEADWATERS INC 42210P102 4 305 SH
 SOLE 1 305 0 0 HEINZ H J CO COM 423074103 9 273 SH SOLE 1 273 0 0 HERSHEY FOODS CORP 427866108
 179 2475 SH SOLE 1 1490 0 985 HEWLETT PACKARD CO 428236103 448 23160 SH SOLE 1 20270 0 2890
 HEWLETT PACKARD CO 428236103 7 400 SH DEFINED 1 0 0 400 HIBERNIA CORP 428656102 6232 307778
 SH SOLE 1 306878 0 900 HIBERNIA CORP 428656102 18 900 SH DEFINED 1 900 0 0 HIGH INCOME
 OPPORTUNITY FD 42967Q105 17 2500 SH SOLE 1 2500 0 0 HILB ROGAL & HAMILTON COMPANY
 431294107 3 102 SH SOLE 1 102 0 0 HOME DEPOT 437076102 487 15325 SH SOLE 1 15325 0 0 HOME DEPOT
 437076102 48 1532 SH DEFINED 1 1532 0 0 HONEYWELL INTL INC 438516106 24 925 SH SOLE 1 925 0 0
 HUBBELL INC CL B 443510201 36 1000 SH SOLE 1 1000 0 0 HUDSON UNITED BANCORP 444165104 1 45
 SH SOLE 1 45 0 0 ICN PHARMACEUTICALS INC NEW COM 448924100 9 525 SH SOLE 1 0 0 525 ING PRIME
 RATE TR SH BEN INT 44977W106 99 13907 SH SOLE 1 13907 0 0 ILLINOIS TOOL WORKS INC 452308109 5
 76 SH SOLE 1 76 0 0 IMPERIAL TOBACCO PLC SPON ADR 453142101 2 90 SH SOLE 1 90 0 0 ING GROEP N
 V 456837103 10 548 SH SOLE 1 548 0 0 INSIGHT ENTERPRISES INC COM 45765U103 42 2775 SH SOLE 1
 2775 0 0 INPUT/OUTPUT INC 457652105 3 835 SH SOLE 1 835 0 0 INTEL CORP CAP 458140100 1513 54984
 SH SOLE 1 48299 0 6685 INTEL CORP CAP 458140100 104 3780 SH DEFINED 1 2980 0 800 IBM CORP
 459200101 1652 18705 SH SOLE 1 16864 0 1841 IBM CORP 459200101 41 475 SH DEFINED 1 475 0 0 INTL
 PAPER CO 460146103 221 5667 SH SOLE 1 3999 0 1668 INTL PAPER CO 460146103 35 900 SH DEFINED 1 0
 900 0 IONICS, INC 462218108 3 155 SH SOLE 1 155 0 0 JDS UNIPHASE CORP COM 46612J101 0 120 SH SOLE
 1 120 0 0 J P MORGAN CHASE & CO 46625H100 111 3249 SH SOLE 1 3182 0 67 J P MORGAN CHASE & CO
 46625H100 51 1500 SH DEFINED 1 1500 0 0 JANUS CAPITAL GROUP INC. 47102X105 8 600 SH SOLE 1 600 0
 0 JOHNSON & JOHNSON 478160104 2033 41062 SH SOLE 1 39607 0 1455 JOHNSON & JOHNSON 478160104
 440 8900 SH DEFINED 1 5000 1200 2700 JOHNSON CONTROLS INC 478366107 271 2865 SH SOLE 1 1850 0
 1015 KLA TENCOR CORP 482480100 5 100 SH SOLE 1 100 0 0 KELLOGG CO 487836108 6 200 SH SOLE 1
 200 0 0 KIMBERLY-CLARK CORP 494368103 25 500 SH SOLE 1 500 0 0 KIMBERLY-CLARK CORP
 494368103 20 400 SH DEFINED 1 400 0 0 KINDER MORGAN ENERGY PARTNERS, 494550106 52 1232 SH

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SOLE 1 1232 0 0 L.P KOHL'S CORP 500255104 144 2700 SH SOLE 1 2700 0 0 KONINKLIJKE PHLPS
ELECTRSN V SP ADR NEW 500472303 5 219 SH SOLE 1 155 0 64 KROGER CO 501044101 195 10948 SH
SOLE 1 6953 0 3995 LSI LOGIC CORP COM 502161102 3 400 SH SOLE 1 400 0 0 LA QUINTA CORP PAIRED
CTFI COM LA QUINTA 50419U202 2 389 SH SOLE 1 389 0 0 LAFARGE SPONSORED ADR 505861401 2 180
SH SOLE 1 180 0 0 ESTEE LAUDER CO 518439104 20 600 SH DEFINED 1 600 0 0 LEHMAN BROTHERS
HOLDINGS COM 524908100 255 3695 SH SOLE 1 2500 0 1195 LEVEL 3 COMMUNICATIONS INC 52729N100
32 6037 SH SOLE 1 6037 0 0 VOTING AUTHORITY TITLE OF VALUE SHRS OR SH/ PCT/ INVESTMENT
OTHER ----- NAMES OF ISSUER CLASS CUSIP [X\$1000] PRN AMT PRN CALL
DISCRETION MANAGERS SOLE SHARED NONE -----
----- LEXMARK INTL NEW CL A 529771107 341 5412 SH SOLE 1 3428 0
1984 THE LIBERTY CORPORATION 530370105 100 2400 SH SOLE 1 2400 0 0 ELI LILLY & CO 532457108
496 8360 SH SOLE 1 7050 0 1310 ELI LILLY & CO 532457108 89 1500 SH DEFINED 1 1500 0 0 LIMITED
BRANDS, INC 532716107 7 515 SH SOLE 1 515 0 0 LINCOLN NATIONAL CORP IND 534187109 1 35 SH
SOLE 1 0 0 35 LOCKHEED MARTIN CORP 539830109 4 100 SH SOLE 1 100 0 0 LOEWS CORP 540424108 1 34
SH SOLE 1 0 0 34 LOWES CO INC 548661107 608 11725 SH SOLE 1 8860 0 2865 LUCENT TECHNOLOGIES
549463107 49 23205 SH SOLE 1 23005 0 200 LUCENT TECHNOLOGIES 549463107 4 2000 SH DEFINED 1
2000 0 0 M & T BANK CORP 55261F104 174 2000 SH SOLE 1 2000 0 0 MFS INTER INCOME TR SH BENINT
55273C107 6 1000 SH SOLE 1 1000 0 0 MGNA ENTMT CORP 559211107 0 20 SH SOLE 1 20 0 0 MANULIFE
FINANCIAL CORP 56501R106 1105 38281 SH SOLE 1 38281 0 0 MARATHON OIL CORP 565849106 1 54 SH
SOLE 1 0 0 54 MARSH & MCLENNAN 571748102 139 2928 SH SOLE 1 1720 0 1208 MAXIM INTEGRATED
PRODUCTS INC 57772K101 14 356 SH SOLE 1 356 0 0 MAY DEPARTMENT STORES CO 577778103 8 335 SH
SOLE 1 335 0 0 MCCORMICK & CO 579780206 158 5800 SH SOLE 1 3415 0 2385 MCDATA CORP CLASS A
580031201 0 73 SH DEFINED 1 73 0 0 MCDONALD'S CORP 580135101 87 3700 SH SOLE 1 3700 0 0
MEADWESTVACO CORP 583334107 39 1547 SH SOLE 1 1547 0 0 MEDIMMUNE INC COM 584699102 2 75
SH SOLE 1 75 0 0 MEDTRONIC INC COM 585055106 16 360 SH SOLE 1 360 0 0 MELLON FINL CORP
58551A108 24 800 SH SOLE 1 800 0 0 MERCK & CO INC 589331107 1441 28489 SH SOLE 1 26606 0 1883
MERCK & CO INC 589331107 83 1650 SH DEFINED 1 1650 0 0 MERRILL LYNCH & CO, INC 590188108 17
320 SH SOLE 1 320 0 0 METLIFE INC COM 59156R108 74 2660 SH SOLE 1 2660 0 0 MICROSOFT CORP
594918104 789 28419 SH SOLE 1 28104 0 315 MICROSOFT CORP 594918104 22 800 SH DEFINED 1 0 0 800
MICRON TECHNOLOGY 595112103 26 2000 SH SOLE 1 2000 0 0 MID-AMERICA APARTMENT CMNTYS
59522J103 30 1000 SH DEFINED 1 1000 0 0 MIDAS GROUP INC 595626102 8 666 SH SOLE 1 666 0 0 MILLER
HERMAN INC COM 600544100 77 3385 SH SOLE 1 3385 0 0 MIRANT CORP 604675108 1 2698 SH SOLE 1
2698 0 0 MONSANTO CO. (NEW) 61166W101 4 187 SH SOLE 1 187 0 0 MONSANTO CO. (NEW) 61166W101 5
235 SH DEFINED 1 150 0 85 MOODYS CORP 615369105 33 602 SH SOLE 1 602 0 0 MORGAN STANLEY
DEAN WITTER 617446448 369 7316 SH SOLE 1 6000 0 1316 DISCOVER & CO MORGAN STANLEY DEAN
WITTER 617446448 13 260 SH DEFINED 1 260 0 0 DISCOVER & CO MOTOROLA INC 620076109 123 10308
SH SOLE 1 10103 0 205 MOTOROLA INC 620076109 89 7466 SH DEFINED 1 7166 0 300 MULTIMEDIA
GAMES INC 625453105 16 450 SH SOLE 1 450 0 0 MUNICIPAL MORTGAGE & EQUITY LLC GROWTH SH
62624B101 137 5600 SH SOLE 1 5600 0 0 MUNIHOLDINGS INSD FD 62625A102 13 1000 SOLE 1 1000 0 0
MUNIVEST FD INC COM 626295109 45 5000 SOLE 1 5000 0 0 MURPHY OIL CORP COM 626717102 4397
74858 SH SOLE 1 73503 0 1355 MURPHY OIL CORP COM 626717102 273205 4650306 SH DEFINED 1 2068366
2581940 0 MYLAN LABORATORIES INC 628530107 84 2197 SH SOLE 1 2197 0 0 NBC CAP CORP 628729105
129 5333 SH SOLE 1 5333 0 0 NCR CORP NEW 62886E108 2 64 SH SOLE 1 64 0 0 NASDAQ 100 TRUST
631100104 6 200 SH SOLE 1 200 0 0 NATIONAL COMM FINL CORP 63545P104 64 2600 SH SOLE 1 2600 0 0
NEWELL RUBBERMAID INC 651229106 14 692 SH SOLE 1 692 0 0 NEWS CORP LTD ADR 652487703 1 44
SH SOLE 1 0 0 44 NICOR INC COM 654086107 17 500 SH SOLE 1 500 0 0 NIKE INC CLASS B 654106103 52
860 SH SOLE 1 860 0 0 NIPPON TEL & TEL SPON ADR 654624105 3 155 SH SOLE 1 155 0 0 NISOURCE INC
65473P105 159 7980 SH SOLE 1 4825 0 3155 NOKIA CORP SPND ADR 654902204 223 14303 SH SOLE 1 9923
0 4380 NOBLE ENERGY INC 655044105 38 1000 SH SOLE 1 1000 0 0 NOMURA HOLDINGS INC ADR
65535H208 4 270 SH SOLE 1 270 0 0 NORFOLK SO CORP 655844108 26 1434 SH SOLE 1 1434 0 0 NORTEL
NETWORK CORP NEW 656568102 20 5000 SH SOLE 1 5000 0 0 NORTHERN BORDER LP 664785102 43 1000

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SH SOLE 1 1000 0 0 NORTHERN TRUST COMPANY NTRS 665859104 75 1780 SH SOLE 1 1780 0 0
 NORTHERN TRUST COMPANY NTRS 665859104 152 3600 SH DEFINED 1 3600 0 0 NORTHRUP GRUMMAN
 666807102 1 23 SH SOLE 1 0 0 23 NORTHWESTERN CORPORATION 668074107 0 330 SH SOLE 1 330 0 0
 NOVARTIS AG SPONSORED ADR 66987V109 3 80 SH SOLE 1 80 0 0 NU SKIN ENTERPRISES INC CLASS A
 67018T105 5 395 SH SOLE 1 395 0 0 NUVEEN INSD PREMIUM INCOME MUNI FD 6706D8104 4 338 SOLE 1
 338 0 0 NUVEEN MUNICIPAL MARKET OPP 67062W103 50 3529 SOLE 1 3529 0 0 OKLAHOMA GAS &
 ELEC ENERGYCORP 670837103 22 1000 SH SOLE 1 1000 0 0 NUVEEN QUALITY INCOME MUNI 670977107
 7 500 SH SOLE 1 500 0 0 NUVEEN PREMIER MUNICIPAL INC 670988104 22 1565 SH SOLE 1 1565 0 0
 VOTING AUTHORITY TITLE OF VALUE SHRS OR SH/ PCT/ INVESTMENT OTHER -----
 NAMES OF ISSUER CLASS CUSIP [X\$1000] PRN AMT PRN CALL DISCRETION MANAGERS SOLE
 SHARED NONE -----
 ----- OSI PHARMACEUTICALSINC COM 671040103 0 5 SH SOLE 1 5 0 0 1 OCCIDENTAL PETE COR DEL
 674599105 17 500 SH SOLE 1 500 0 0 OCWEN FINANCIAL CORP 675746101 3 880 SH SOLE 1 880 0 0
 OFFICEMAX INC 67622M108 9 1000 SH SOLE 1 1000 0 0 OHIO CASUALTY CORP 677240103 3 225 SH SOLE
 1 225 0 0 OLIN CORP 680665205 2 166 SH DEFINED 1 166 0 0 OMNICOM GROUP 681919106 21 300 SH SOLE
 1 300 0 0 ORACLE SYSTEMS CORP 68389X105 126 11255 SH SOLE 1 6910 0 4345 PNC BANK CORP
 693475105 1 29 SH SOLE 1 0 0 29 PPG INDUSTRIES INC 693506107 32 626 SH SOLE 1 600 0 26 PACTIV
 COPR 695257105 43 2146 SH SOLE 1 2146 0 0 PAYCHEX INC 704326107 5 150 SH SOLE 1 150 0 0 PCCW LTD
 SONSORED ADR 70454G207 3 494 SH DEFINED 1 494 0 0 PENTAIR INC 709631105 3 80 SH SOLE 1 80 0 0
 PEOPLES ENERGY CORP COM 711030106 20 500 SH DEFINED 1 500 0 0 PEOPLES HLDG CO COM
 711148106 16 367 SH SOLE 1 367 0 0 PEOPLES HLDG CO COM 711148106 22 500 SH DEFINED 1 500 0 0
 PEPCO HLDGS INC 713291102 7 457 SH SOLE 1 457 0 0 PEPSIAMERICAS INC 71343P200 57 4000 SH SOLE 1
 4000 0 0 PEPSICO INC COM 713448108 1473 32156 SH SOLE 1 31891 0 265 PEPSICO INC COM 713448108 97
 2130 SH DEFINED 1 430 1100 600 PFIZER INC 717081103 1699 55958 SH SOLE 1 55511 0 447 PFIZER INC
 717081103 164 5417 SH DEFINED 1 3817 0 1600 PHELPS DODGE CORP COM 717265102 23 500 SH DEFINED
 1 500 0 0 THE PHOENIX COMPANIES 71902E109 12 1051 SH SOLE 1 1051 0 0 PITNEY BOWES INC COM
 724479100 8 220 SH SOLE 1 220 0 0 PLACER DOME INC 725906101 2 170 SH SOLE 1 170 0 0 POPE &
 TALBOT INC DELAWARE 732827100 3 220 SH SOLE 1 220 0 0 POTLATCH CORP COM 737628107 4 150 SH
 SOLE 1 150 0 0 POWER TECHNOLOGIES 739363109 4 665 SH SOLE 1 665 0 0 PRAXAIR INC COM
 74005P104 18 300 SH DEFINED 1 300 0 0 PRINCIPAL FINANCIAL GROUP 74251V102 51 1671 SH SOLE 1
 1621 0 50 PROCTER & GAMBLE CO COM 742718109 1239 13356 SH SOLE 1 12076 0 1280 PROCTER &
 GAMBLE CO COM 742718109 129 1400 SH DEFINED 1 1400 0 0 PROGRESS ENERGY INC COM 743263105
 10 232 SH SOLE 1 232 0 0 PRUDENTIAL FINANCIAL 744320102 140 3773 SH SOLE 1 3773 0 0 PUBLIC SVC
 ENTERPRISE GROUP INC 744573106 1 34 SH SOLE 1 0 0 34 PUBLIC STORAGE, INC REIT 74460D109 7 180
 SH SOLE 1 180 0 0 PUTNAM MANAGED MUNICIPAL INCOME 746823103 3 500 DEFINED 1 0 0 500 TRUST
 PUTNAM MASTER INTER INCR 746909100 7 1150 SH SOLE 1 1150 0 0 QLOGIC CORP COM 747277101 49
 1053 SH SOLE 1 1053 0 0 QUALCOMM INC 747525103 8 200 SH SOLE 1 200 0 0 QUANTA SERVICES, INC
 74762E102 6 730 SH SOLE 1 730 0 0 QWEST COMMUNICATIONS INTL INC COM 749121109 7 2104 SH
 SOLE 1 2104 0 0 RALCORP HOLDINGS NEW COM 751028101 1 66 SH DEFINED 1 0 0 66 RARE
 HOSPITALITY INTL INC 753820109 2 120 SH SOLE 1 120 0 0 RAYOVAC CORP 755081106 2 180 SH SOLE 1
 180 0 0 RAYTHEON CO NEW 755111507 157 5630 SH SOLE 1 3780 0 1850 REED ELSEVIER PLC SPON ADR
 758205108 2 85 SH SOLE 1 85 0 0 REGIONS FNCL CORP 758940100 609 17800 SH SOLE 1 16600 0 1200
 REGIONS FNCL CORP 758940100 61 1786 SH DEFINED 1 0 1786 0 RELIANT RESOURCES INC 75952B105 2
 394 SH SOLE 1 394 0 0 RELIANT RESOURCES INC 75952B105 10 2022 SH DEFINED 1 2022 0 0 REMINGTON
 OIL & GAS CORP COM 759594302 29 1600 SH SOLE 1 1600 0 0 RIO TINTO GBP 767204100 3 40 SH SOLE 1
 40 0 0 RIVERSTONE NETWORKS INC 769320102 0 102 SH SOLE 1 102 0 0 ROCKWELL INTL CORP NEW
 773903109 4 177 SH SOLE 1 177 0 0 ROCKWELL COLLINS INC 774341101 4 177 SH SOLE 1 177 0 0 ROWAN
 COMPANIES INC 779382100 3 155 SH SOLE 1 155 0 0 ROXIE INC 780008108 0 65 SH SOLE 1 65 0 0 ROYAL
 DUTCH PETE CO NY REG 780257804 367 8313 SH SOLE 1 6208 0 2105 GLD1.25 ROYAL DUTCH PETE CO
 NY REG 780257804 141 3200 SH DEFINED 1 3200 0 0 GLD1.25 RUBY TUESDAY INC 781182100 30 1260 SH
 DEFINED 1 0 0 1260 SBC COMMUNICATIONS, INC 78387G103 625 28128 SH SOLE 1 24330 0 3798 SBC

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COMMUNICATIONS, INC 78387G103 17 780 SH DEFINED 1 780 0 0 ST JUDE MEDICAL 790849103 263 4895
SH SOLE 1 3075 0 1820 SANMINA CORP 800907107 2 306 SH SOLE 1 306 0 0 SARA LEE CORP COM
803111103 61 3340 SH SOLE 1 3340 0 0 SCANA CORP NEW 80589M102 223 6512 SH SOLE 1 4247 0 2265
SCHERING PLOUGH CORP COM 806605101 284 18639 SH SOLE 1 18639 0 0 SCHERING PLOUGH CORP
COM 806605101 289 19000 SH DEFINED 1 0 19000 0 SCHLUMBERGER LTD COM 806857108 297 6156 SH
SOLE 1 4316 0 1840 THE CHARLES SCHWAB CORP 808513105 17 1500 SH SOLE 1 1500 0 0 SCRIPPS EW
INC NEW CL A 811054204 34 400 SH SOLE 1 400 0 0 SEARS ROEBUCK & CO COM 812387108 83 1920 SH
SOLE 1 1920 0 0 SEARS ROEBUCK & CO COM 812387108 7 167 SH DEFINED 1 167 0 0 SELIGMAN SELECT
MUN FD INC 816344105 13 1250 SH SOLE 1 1250 0 0 SEROLOGICALS CORP 817523103 3 235 SH SOLE 1 235
0 0 SERVICEMASTER COMPANY COM 81760N109 77 7593 SH SOLE 1 7593 0 0 VOTING AUTHORITY
TITLE OF VALUE SHRS OR SH/ PCT/ INVESTMENT OTHER ----- NAMES OF ISSUER
CLASS CUSIP [X\$1000] PRN AMT PRN CALL DISCRETION MANAGERS SOLE SHARED NONE
----- SHELL TRANS
& TRADING PLCNEW YRK SH NEW 822703609 67 1800 SH DEFINED 1 1800 0 0 SHERWIN WILLIAMS CO
COM 824348106 32 1100 SH SOLE 1 1100 0 0 SIEMENS AG SPONS ADR 826197501 3 55 SH SOLE 1 55 0 0
SIMMONS 1ST NATL CORP CL A \$5 PAR 828730200 303 13200 SH SOLE 1 13200 0 0 SIMMONS 1ST NATL
CORP CL A \$5 PAR 828730200 11 500 SH DEFINED 1 500 0 0 SIMON PROPERTY GROUP INC 828806109 311
7155 SH SOLE 1 4705 0 2450 SIRIUS SATTELITE RADIO 82966U103 18 10000 SH SOLE 1 10000 0 0
SKYWORKS SOLUTIONS 83088M102 0 61 SH SOLE 1 61 0 0 SMUCKER J M CO 832696405 0 18 SH SOLE 1
18 0 0 SMURFIT-STONE CONTAINER CORP 832727101 7 495 SH SOLE 1 495 0 0 SNAP ON INC 833034101 4
145 SH SOLE 1 145 0 0 SOLUTIA INC COM 834376105 1 500 SH SOLE 1 500 0 0 SONIC WALL INC 835470105
5 910 SH SOLE 1 910 0 0 SONY CORP 835699307 34 1000 SH DEFINED 1 1000 0 0 SOUTHERN CO COM
842587107 567 19359 SH SOLE 1 19359 0 0 SOUTHERN CO COM 842587107 76 2600 SH DEFINED 1 2600 0 0
SOUTHWEST AIRLS CO COM 844741108 8 505 SH SOLE 1 505 0 0 SPINNAKER EXPLORATION CO
84855W109 2 115 SH SOLE 1 115 0 0 SPRINT CORP COM FON GROUP 852061100 845 56000 SH SOLE 1
56000 0 0 STANCORP FINANCIAL GROUP 852891100 2 50 SH SOLE 1 50 0 0 STARBUCKS CORP 855244109
21 744 SH SOLE 1 744 0 0 STEWART ENTERPRISES 860370105 15 4000 SH SOLE 1 4000 0 0 STONE
ENERGY CORP 861642106 3 95 SH SOLE 1 95 0 0 SUN LIFE FINANCIAL 866796105 294 13617 SH SOLE 1
13617 0 0 SUN MICROSYSTEMS 866810104 5 1700 SH SOLE 1 1700 0 0 SUNGARD DATA SYSTEMS
867363103 197 7525 SH SOLE 1 7130 0 395 SUNOCO INC 86764P109 40 1000 SH SOLE 1 1000 0 0 SUNTRUST
BANKS INC COM 867914103 60 1005 SH SOLE 1 1005 0 0 SYNOVUS FINL CORP 87161C105 28 1125 SH
SOLE 1 1125 0 0 TDC A/S SPONSORED ADR 87236N102 3 210 SH SOLE 1 210 0 0 TECO ENERGY INC COM
872375100 4 300 SH SOLE 1 300 0 0 TXU CORP 873168108 35 1500 SH SOLE 1 1500 0 0 TARGET CORP
87612E106 284 7557 SH SOLE 1 5432 0 2125 TARGET CORP 87612E106 15 400 SH DEFINED 1 400 0 0
TELEFONICA SA SPONSORED ADR 879382208 3 90 SH SOLE 1 90 0 0 TELLABS INC DELAWARE
879664100 4 600 SH SOLE 1 600 0 0 TELLABS INC DELAWARE 879664100 1 200 SH DEFINED 1 200 0 0
TENNECO AUTOMOTIVE NW 880349105 0 150 SH SOLE 1 150 0 0 TEVA PHARMACEUTICAL IND ADR'S
881624209 14 249 SH SOLE 1 249 0 0 TEXAS GENCO HOLDINGS INC. 882443104 0 25 SH SOLE 1 25 0 0
TEXAS GENCO HOLDINGS INC. 882443104 3 128 SH DEFINED 1 128 0 0 TEXAS INSTRUMENTS 882508104
27 1200 SH SOLE 1 1200 0 0 TEXTRON INCORPORATED COMM 883203101 244 6198 SH SOLE 1 3725 0 2473
THOMAS & BETTS CORP COM 884315102 3 200 SH SOLE 1 200 0 0 THORNBURG MORTGAGE INC
885218107 7 300 SH SOLE 1 300 0 0 3M CO 88579Y101 355 5142 SH SOLE 1 4352 0 790 TIFFANY & CO NEW
886547108 82 2200 SH SOLE 1 2200 0 0 TOTAL FINA ELF S.A. ADR 89151E109 3 40 SH SOLE 1 40 0 0
TOYOTA MOTOR CORP ADR NEW 892331307 3 60 SH SOLE 1 60 0 0 TRAVELERS PROPERTY CASUALTY
CORP CL A 89420G109 13 831 SH SOLE 1 831 0 0 TRAVELERS PROPERTY CASUALTY CORP CL A
89420G109 5 350 SH DEFINED 1 350 0 0 TRAVELERS PPTY & CAS CORP NEW CLASS B 89420G406 8 539
SH SOLE 1 539 0 0 1 TRAVELERS PPTY & CAS CORP NEW CLASS B 89420G406 11 720 SH DEFINED 1 720
0 0 TRIAD HOSPS INC 89579K109 2 80 SH SOLE 1 80 0 0 TRIBUNE COMPANY 896047107 55 1200 SH SOLE
1 1200 0 0 TRUSTMARK CORP COM 898402102 631 23288 SH SOLE 1 23288 0 0 TRUSTMARK CORP COM
898402102 27 1000 SH DEFINED 1 1000 0 0 TYCO INTL LTD NEW COM 902124106 7 350 SH SOLE 1 350 0 0
TYSON FOODS INC CL A 902494103 10 750 SH SOLE 1 0 0 750 TYSON FOODS INC CL A 902494103 211

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15000 SH DEFINED 1 15000 0 0 UST INC COMMON STOCK 902911106 1 50 SH SOLE 1 0 0 50 USA TRUCK
 INC -RESTRICTED 902925106 837 71498 SH SOLE 1 71498 0 0 US BANCORP DEL NEW 902973304 10 441 SH
 SOLE 1 359 0 82 US UNWIRED INC 90338R104 5 5000 SH SOLE 1 5000 0 0 ULTRATECH STEPPER INC
 904034105 1 65 SH SOLE 1 65 0 0 UNIFI INC 904677101 2 605 SH SOLE 1 605 0 0 UNION PACIFIC CORP
 907818108 12 222 SH SOLE 1 200 0 22 UNION PACIFIC CORP 907818108 229 3950 SH DEFINED 1 150 3800 0
 UNION PLANTERS CORP 908068109 1007 31864 SH SOLE 1 31864 0 0 UNION PLANTERS CORP CONV PFD
 SER 908068307 57 1000 SH SOLE 1 1000 0 0 E 8% UNISYS CORP 909214108 7 531 SH SOLE 1 531 0 0
 VOTING AUTHORITY TITLE OF VALUE SHRS OR SH/ PCT/ INVESTMENT OTHER -----
 NAMES OF ISSUER CLASS CUSIP [X\$1000] PRN AMT PRN CALL DISCRETION MANAGERS SOLE
 SHARED NONE -----
 ----- UNITED STATIONERS INC 913004107 2 75 SH SOLE 1 75 0 0 UNIVERSAL ELECTRONICS INC
 913483103 1 165 SH SOLE 1 165 0 0 VERIZON COMMUNICATIONS 92343V104 814 25102 SH SOLE 1 22331 0
 2771 VERIZON COMMUNICATIONS 92343V104 76 2344 SH DEFINED 1 2344 0 0 VIAD CORP 92552R109 8
 348 SH SOLE 1 348 0 0 VIACOM INC CL B 925524308 79 2071 SH SOLE 1 1905 0 166 VIACOM INC CL B
 925524308 12 325 SH DEFINED 1 325 0 0 VISTEON CORP 92839U107 0 75 SH SOLE 1 75 0 0 VODAFONE
 GROUP PLC NEW 92857W100 86 4259 SH SOLE 1 4259 0 0 W.P.CAREY & CO., LLC 92930Y107 78 2474 SH
 SOLE 1 2474 0 0 WACHOVIA CORP 2ND NEW 929903102 425 10330 SH SOLE 1 10269 0 61 WACHOVIA
 CORP 2ND NEW 929903102 20 500 SH DEFINED 1 500 0 0 WAL MART STORES INC COM 931142103 2674
 47896 SH SOLE 1 44521 0 3375 WAL MART STORES INC COM 931142103 256 4586 SH DEFINED 1 1486 3000
 100 WALGREEN CO COM 931422109 247 8094 SH SOLE 1 5909 0 2185 WASHINGTON MUTUAL INC
 939322103 25 649 SH SOLE 1 600 0 49 WASTE MANAGEMENT INC NEW 94106L109 125 4803 SH SOLE 1
 2375 0 2428 WASTE MANAGEMENT INC NEW 94106L109 0 1 SH DEFINED 1 0 0 1 WATSON WYATT & CO
 HLDGS CLASS A 942712100 3 170 SH SOLE 1 170 0 0 WEBSTER FINANCIAL CORP 947890109 3 90 SH
 SOLE 1 90 0 0 WEINGARTEN RLTY INVS SH BEN INT 948741103 67 1500 SH SOLE 1 1500 0 0 WELLS
 FARGO & CO. NEW 949746101 235 4575 SH SOLE 1 4270 0 305 WELLS FARGO & CO. NEW 949746101 10
 200 SH DEFINED 1 200 0 0 WESTAR ENERGY INC 95709T100 3 200 SH SOLE 1 200 0 0 WEYERHAEUSER
 CO COM 962166104 222 3800 SH SOLE 1 3800 0 0 WHITNEY HOLDING CORP COMMON 966612103 108
 3180 SH SOLE 1 3180 0 0 WILD OATS MKTS INC 96808B107 3 365 SH SOLE 1 365 0 0 WILLIAMS
 COMPANY COMMON 969457100 16 1757 SH SOLE 1 1757 0 0 WYETH 983024100 370 8045 SH SOLE 1 6735 0
 1310 WYETH 983024100 13 300 SH DEFINED 1 300 0 0 XM SATELLITE 983759101 387 25000 SH SOLE 1
 25000 0 0 XCEL ENERGY INC 98389B100 2 154 SH SOLE 1 154 0 0 XILINX INC 983919101 2 100 SH SOLE 1
 100 0 0 YANKEE CANDLE CO INC 984757104 4 175 SH SOLE 1 175 0 0 YUM BRANDS INC 988498101 77
 2626 SH SOLE 1 2626 0 0 ZIMMER HLDGS INC 98956P102 18 328 SH SOLE 1 328 0 0 ZOLL MEDICAL CORP
 989922109 3 115 SH SOLE 1 115 0 0 ALLIANT TECHSYSTEMS 018804104 10 210 SH SOLE 0 0 210
 ALLSTATE CORP 020002101 5 150 SH SOLE 0 0 150 ALLTEL CORP NEW 020039103 6 125 SH SOLE 0 0 125
 AMER INTL GROUP INC 026874107 4 67 SH SOLE 0 0 67 AMGEN INC 31162100 11 175 SH SOLE 0 0 175
 AMSOUTH BANCORP 032165102 291 13724 SH SOLE 0 0 13724 AUTOMATIC DATA 053015103 4 100 SH
 SOLE 0 0 100 BANCORPSOUTH INC 059692103 271 12373 SH SOLE 0 0 12373 BANK OF AMERICA
 060505104 12 150 SH SOLE 0 0 150 BERKSHIRE HATHAWAY INC DEL CL B 084670207 25 10 SH SOLE 0 0
 10 BEST BUY INC 86516101 5 100 SH SOLE 0 0 100 BOMBAY COMPANY INC 097924104 0 0 SH SOLE 0 0 0
 BOSTON SCIENTIFIC 101137107 8 120 SH SOLE 0 0 120 CAREER EDUCATION CRP 141665109 0 0 SH SOLE
 0 0 0 CITIGROUP INC 1.73E+08 102 2250 SH SOLE 0 0 2250 COCA COLA CO 191216100 52 1200 SH SOLE 0 0
 1200 COVENTRY HEALTH CARE 222862104 0 0 SH SOLE 0 0 0 DISNEY WALT CO DEL 254687106 4 200 SH
 SOLE 0 0 200 E M C CORP MASS 268648102 11 900 SH SOLE 0 0 900 EATON VANCE TAX MGD CLASS B
 277911848 35 1982 SH SOLE 0 0 1981.506 GENERAL DYNAMICS CRP 369550108 9 110 SH SOLE 0 0 110
 GENERAL ELECTRIC CO 3.7E+08 226 7585 SH SOLE 0 0 7585 GENERAL MOTORS CORP 370442105 10 240
 SH SOLE 0 0 240 HEWLETT-PACKARD CO 428236103 10 540 SH SOLE 0 0 540 HOME DEPOT INC
 437076102 4 127 SH SOLE 0 0 127 INTEL CORP 4.58E+08 121 4380 SH SOLE 0 0 4380 ISHARES TR DOW
 JONES 464287788 251 3157 SH SOLE 0 0 3157 JETBLUE AWYS CORP 477143101 6 100 SH SOLE 0 0 100
 JOHNSON & JOHNSON 478160104 5 100 SH SOLE 0 0 100 L-3 COMMUNICATIONS 502424104 12 280 SH
 SOLE 0 0 280 LUCENT TECH INC 549463107 1 500 SH SOLE 0 0 500.178 MAGNA-LAB INC CL A 559235106

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0 2000 SH SOLE 0 0 2000 MICROSOFT CORP 5.95E+08 51 1834 SH SOLE 0 0 1834 MYLAN LABS INC
628530107 9 230 SH SOLE 0 0 230 NASDAQ 100 TR 6.31E+08 8 250 SH SOLE 0 0 250 NOKIA CORP ADR
654902204 2 100 SH SOLE 0 0 100 OPEN TEXT CORP 683715106 0 0 SH SOLE 0 0 0 OXFORD HEALTH
PLANS 691471106 0 0 SH SOLE 0 0 0 PEOPLES HLDG CO 711148106 66 1439 SH SOLE 0 0 1439 PFIZER INC
7.17E+08 14 468 SH SOLE 0 0 468 PITNEY BOWES INC 724479100 8 200 SH SOLE 0 0 200 PROCTER &
GAMBLE CO 742718109 136 1470 SH SOLE 0 0 1470 RF MICRO DEVICES INC 749941100 4 400 SH SOLE 0 0
400 RESPIRONICS INC 761230101 0 0 SH SOLE 0 0 0 SUN MICROSYSTEMS INC 866810104 2 600 SH SOLE 0
0 600 SYBRON DENTAL COM 871142105 2 83 SH SOLE 0 0 83 SYSCO CORP 871829107 3 100 SH SOLE 0 0
100 TAIWAN SEMICONDUCTOR 874039100 7 680 SH SOLE 0 0 680 TEMPLETON FOREIGN CLASS A
880196209 491 50649 SH SOLE 0 0 50648.57 TEXAS INSTRUMENTS 882508104 7 300 SH SOLE 0 0 300
VOTING AUTHORITY TITLE OF VALUE SHRS OR SH/ PCT/ INVESTMENT OTHER -----
NAMES OF ISSUER CLASS CUSIP [X\$1000] PRN AMT PRN CALL DISCRETION MANAGERS SOLE
SHARED NONE -----
----- TYCO INTL LTD NEW 902124106 2 80 SH SOLE 0 0 80 US BANCORP DEL 902973304 5 215 SH SOLE
0 0 215 WAL-MART STORES INC 9.31E+08 13 240 SH SOLE 0 0 240 WALGREEN COMPANY 931422109 5
150 SH SOLE 0 0 150 PUTNAM INTERNATIONAL EQUITY CL A 74680E101 37 1985 SH SOLE 0 0 1984.934
APOGENT TECHNOLOGIES 03760A101 5 250 SH SOLE 0 0 250 BOEING CAP CORP SR 09700WDJ9 25 25000
SH SOLE 0 0 25000 CISCO SYS INC 17275R102 22 1100 SH SOLE 0 0 1100 HOSPITALITY 44106M102 4 100
SH SOLE 0 0 100 INTL PAPER CO 460146AR4 25 25000 SH SOLE 0 0 25000 JDS UNIPHASE CORP 46612J101
1 250 SH SOLE 0 0 250 JUNIPER NETWORKS 48203R104 2 100 SH SOLE 0 0 100 KRAFT FOODS INC CL A
50075N104 3 100 SH SOLE 0 0 100 LABORATORY CORP AMER 50540R409 3 100 SH SOLE 0 0 100 MBNA
CORP 55262L100 2 100 SH SOLE 0 0 100 MERISTAR HOSPITALITY 58984Y103 6 847 SH SOLE 0 0 847
NAUTILUS GROUP INC 63910B102 4 300 SH SOLE 0 0 300 PRIVATE EXPT FDG 742651CU4 545 500000 SH
SOLE 0 0 500000 S & P 500 DEPOSITORY 78462F103 10 100 SH SOLE 0 0 100 SONIC AUTOMOTIVE INC
83545G102 0 0 SH SOLE 0 0 0 TRAVELERS PPTY CAS CORP NEW CL A 89420G109 0 10 SH SOLE 0 0 10
TRAVELERS PPTY CAS CORP NEW CL B 89420G406 0 22 SH SOLE 0 0 22 WORLDCOM INC GA NEW COM
98157D106 0 1095 SH SOLE 0 0 1095 WORLDCOM INC GA (MCI 98157D304 0 55 SH SOLE 0 0 55 AMDOCS
LIMITED ISIN G02602103 6 325 SH SOLE 0 0 325 #GB0022569080 FLEXTRONICS INTL INC ISIN Y2573F102
9 600 SH SOLE 0 0 600 --- ----- ----- ----- ----- #SG9999000020 GRAND TOTALS 432688 10673059
7459289 3030012 183758 =====