

ALLIANCEBERNSTEIN HOLDING L.P.  
Form 8-K  
February 28, 2007

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**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):** **February 28, 2007**

**ALLIANCEBERNSTEIN 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

**Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:**

- ☐ **Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**
  - ☐ **Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)**
  - ☐ **Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**
  - ☐ **Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**
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**Section 2.**

**Financial Information**

Item 2.02.

**Results of Operations and Financial Condition.**

AllianceBernstein Holding L.P. (“AllianceBernstein Holding”) is furnishing the news release it issued on February 28, 2007 announcing adjusted 2006 financial results (“News Release”). The News Release is attached hereto as Exhibit 99.01.

**Section 7.**

**Regulation FD**

Item 7.01.

**Regulation FD Disclosure.**

AllianceBernstein Holding is furnishing the News Release, which is attached hereto as Exhibit 99.01.

**Section 9.**

**Financial Statements and Exhibits**

Item 9.01.

**Financial Statements and Exhibits.**

(d)

Exhibits.

99.01

News Release.

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**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.

ALLIANCEBERNSTEIN HOLDING L.P.

Dated: February 28, 2007

By:

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