

ALLIANCEBERNSTEIN HOLDING L.P.  
Form 8-K  
July 27, 2006

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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):** **July 26, 2006**

**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 July 26, 2006 concerning financial and operating results for the quarter ended June 30, 2006 (“2Q06 Earnings Release”). The 2Q06 Earnings Release is attached hereto as Exhibit 99.22.

AllianceBernstein Holding is furnishing its Second Quarter 2006 Review, dated July 26, 2006 (“2Q06 Review”). The 2Q06 Review is attached hereto as Exhibit 99.23.

AllianceBernstein Holding is furnishing a transcript of its conference call with analysts relating to financial and operating results for the quarter ended June 30, 2006 (“2Q06 Transcript”). The call took place on July 26, 2006. The 2Q06 Transcript is attached hereto as Exhibit 99.24.

**Section 7.**

**Regulation FD**

Item 7.01. Regulation FD Disclosure.

AllianceBernstein Holding is furnishing the 2Q06 Earnings Release, which is attached hereto as Exhibit 99.22.

AllianceBernstein Holding is furnishing the 2Q06 Review, which is attached hereto as Exhibit 99.23.

AllianceBernstein Holding is furnishing the 2Q06 Transcript, which is attached hereto as Exhibit 99.24.

**Section 9.**

**Financial Statements and Exhibits**

Item 9.01. Financial Statements and Exhibits.

(d)	Exhibits.
<u>99.22</u>	2Q06 News Release.
<u>99.23</u>	2Q06 Review.
99.24	2Q06 Transcript.

**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: July 27, 2006

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