

Cranch Laurence E  
Form 4  
March 02, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See* Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Cranch Laurence E

2. Issuer Name **and** Ticker or Trading  
Symbol  
ALLIANCEBERNSTEIN  
HOLDING L.P. [AB]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O ALLIANCEBERNSTEIN  
L.P., 1345 AVENUE OF THE  
AMERICAS

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2018

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
General Counsel

NEW YORK, NY 10105

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| AB<br>Holding<br>Units <sup>(1)</sup> | 03/01/2018                              |                                                             | M                                    | 21,062 A                                                                | \$ 17.05 134,269                                                                                                   | D                                                                       |                                                                   |
| AB<br>Holding<br>Units <sup>(1)</sup> | 03/01/2018                              |                                                             | S                                    | 21,062 D                                                                | \$ 26.2519 113,207                                                                                                 | D                                                                       |                                                                   |
| AB<br>Holding<br>Units <sup>(1)</sup> | 03/02/2018                              |                                                             | M                                    | 19,786 A                                                                | \$ 17.05 132,993                                                                                                   | D                                                                       |                                                                   |

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|                      |            |   |        |    |                |           |
|----------------------|------------|---|--------|----|----------------|-----------|
| AB                   |            |   |        | \$ |                |           |
| Holding              | 03/02/2018 | S | 19,786 | D  | 26.2642        | 113,207 D |
| Units <sup>(1)</sup> |            |   |        |    | <sup>(3)</sup> |           |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| AB Holding Unit option (right to buy)      | \$ 17.05                                               | 03/01/2018                           |                                                    | M                              | 21,062                                                                                  | 01/23/2010 <sup>(4)</sup> 01/23/2019                     | AB Holding Units 21,062                                       |
| AB Holding Unit option (right to buy)      | \$ 17.05                                               | 03/02/2018                           |                                                    | M                              | 19,786                                                                                  | 01/23/2010 <sup>(4)</sup> 01/23/2019                     | AB Holding Units 19,786                                       |

## Reporting Owners

| Reporting Owner Name / Address                                                                       | Relationships |           |                 |       |
|------------------------------------------------------------------------------------------------------|---------------|-----------|-----------------|-------|
|                                                                                                      | Director      | 10% Owner | Officer         | Other |
| Cranch Laurence E<br>C/O ALLIANCEBERNSTEIN L.P.<br>1345 AVENUE OF THE AMERICAS<br>NEW YORK, NY 10105 |               |           | General Counsel |       |

## Signatures

/s/ David M. Lesser, by pwr.  
of att'y

03/02/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Units representing assignments of beneficial ownership of limited partnership interests in AllianceBernstein Holding L.P. ("AB Holding Units").
- (2) Reporting Person sold 21,062 AB Holding Units at prices ranging from \$26.25 to \$26.30 per Unit. The price set forth in the table is the weighted average of his sales at these prices.
- (3) Reporting Person sold 19,786 AB Holding Units at prices ranging from \$26.25 to \$26.35 per Unit. The price set forth in the table is the weighted average of his sales at these prices.
- (4) The option vested in equal annual increments on each of January 23, 2010, 2011, 2012, 2013 and 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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