

BROWN CAPITAL MANAGEMENT
FORM 13F
31-Mar-02

Name of Issuer	Title of cla	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dcretn	Other Managers	Voting Authority		
									Sole	Shared	None
ADC Telecommunications	COM	000886101	661	162,400	SH		Sole		160,000		2,400
AFLAC, Inc.	COM	001055102	1,125	38,152	SH		Sole		400		37,752
AOL Time Warner	COM	00184a105	236	9,960	SH		Sole				9,960
Aaipharma Inc	COM	00252w104	106,169	2,954,054	SH		Sole		2,478,800		475,254
Acxiom Corporation	COM	005125109	37,567	2,191,800	SH		Sole		1,677,400		514,400
Acxiom Corporation	COM	005125109	2,545	148,466	SH		Sole		148,466		
Advent Software	COM	007974108	68,994	1,166,223	SH		Sole		962,223		204,000
Advent Software Inc.	COM	007974108	18,224	308,050	SH		Sole		49,050		259,000
Affymetrix Inc.	COM	00826T108	27,180	937,900	SH		Sole		556,000		381,900
Albany Molecular Research	COM	012423109	66,562	2,776,900	SH		Sole		2,216,765		560,135
Altera Corporation	COM	021441100	49,102	2,245,155	SH		Sole		793,650		1,511,405
Amdocs Ltd.	COM	G02602103	35,751	1,341,500	SH		Sole		455,725		924,675
America Online - Latin America	COM	02365b100	149	66,300	SH		Sole		66,300		
American Int'l. Group	COM	026874107	62,944	872,525	SH		Sole		320,320		584,205
American Software A	COM	029683109	11,246	3,160,000	SH		Sole		2,891,500		268,500
Amerisourcebergen Corp.	COM	03073e105	35,369	517,850	SH		Sole		166,925		364,725
Analog Devices	COM	032654105	9,139	202,900	SH		Sole		38,200		164,700
Ansys Inc.	COM	03662q105	18,110	668,275	SH		Sole		381,775		286,500
Applera Corp-Applied Biosystem	COM	038020103	28,068	1,255,845	SH		Sole		449,810		835,535
Applied Materials Inc.	COM	038222105	82,541	1,520,940	SH		Sole		569,570		1,006,770
Asiainfo Holdings	COM	04518A104	164	12,500	SH		Sole		12,500		
BMC Software	COM	055921100	11,811	607,224	SH		Sole		607,224		
BMC Software	COM	055921100	2,728	140,277	SH		Sole		140,277		
BP Amoco	COM	055622104	1,146	21,581	SH		Sole				21,581
Biomet	COM	090613100	11,475	424,075	SH		Sole		102,975		321,100
Bioreliance Corp.	COM	090951104	36,344	1,584,300	SH		Sole		1,397,900		186,400
Bisys	COM	055472104	71,076	2,016,340	SH		Sole		1,678,540		337,800
Bisys Group	COM	055472104	22,828	647,600	SH		Sole		110,400		537,200
									Voting Authority		
			Value	Shares/	Sh/	Put/	Invstmt	Other			

Name of Issuer	Title of cla	CUSIP	(x\$1000)	Prn Amt	Prn	Call	Dscretn	Managers Sole	Shared	None
Calpine Corporation	COM	131347106	58,561	4,611,135	SH		Sole	1,814,380		2,960,055
Cardinal Health Inc.	COM	14149Y108	75,272	1,061,817	SH		Sole	372,147		728,170
Carnival Corp CL A	COM	143658102	31,842	975,240	SH		Sole	371,000		640,040
Catalina Marketing	COM	148867104	46,902	1,284,975	SH		Sole	912,875		372,100
Catalina Marketing	COM	148867104	16,784	459,830	SH		Sole	192,330		267,500
Celestica Inc.	COM	15101q108	19,232	530,400	SH		Sole	187,820		342,580
Century Telephone Enterprises	COM	156700106	13,444	395,400	SH		Sole	67,700		327,700
Cerner	COM	156782104	29,738	623,305	SH		Sole	560,705		62,600
Check Point Software Tech.	COM	m22465104	286	9,400	SH		Sole	9,400		
Cheesecake Factory	COM	163072101	75,644	2,049,962	SH		Sole	1,756,745		293,217
Cheesecake Factory	COM	163072101	948	25,702	SH		Sole			25,702
Cintas Corp.	COM	172908105	12,849	257,700	SH		Sole	144,200		113,500
Cisco Systems	COM	17275R102	58,316	3,444,544	SH		Sole	1,225,400		2,311,344
Citigroup, Inc.	COM	172967101	78,543	1,586,083	SH		Sole	637,263		1,016,620
Cognex Corp	COM	192422103	50,788	1,747,704	SH		Sole	1,309,304		438,400
Computer Associates Int'l.	COM	204912109	1,453	66,389	SH		Sole	66,389		
Compuware Corp.	COM	205638109	878	68,000	SH		Sole	68,000		
Concord Communications Inc.	COM	206186108	70,597	3,337,900	SH		Sole	2,665,700		672,200
Concord EFS, Inc.	COM	206197105	74,231	2,232,500	SH		Sole	744,350		1,554,550
Covance Inc	COM	222816100	16,029	790,400	SH		Sole	303,400		487,000
Cuno Inc.	COM	126583103	33,739	908,930	SH		Sole	699,330		209,600
Danaher	COM	235851102	2,273	32,000	SH		Sole	32,000		
Datastream Systems, Inc	COM	238124101	33,622	3,735,800	SH		Sole	3,194,300		541,500
Dendrite Intl Inc.	COM	248239105	33,910	3,169,150	SH		Sole	2,498,750		670,400
Diagnostic Products	COM	252450101	77,267	1,788,597	SH		Sole	1,573,197		215,400
Dionex Corp.	COM	254546104	34,123	1,402,500	SH		Sole	1,062,000		340,500
Dollar General Corp.	COM	256669102	1,908	117,200	SH		Sole	117,200		
Dollar Tree Stores	COM	256747106	9,256	282,100	SH		Sole	83,000		199,100
Duke Energy	COM	264399106	53,422	1,413,270	SH		Sole	587,150		891,220
EMC Corporation	COM	268648102	45,482	3,815,606	SH		Sole	1,436,675		2,519,731
Equifax Inc.	COM	294429105	52,919	1,769,865	SH		Sole	729,680		1,126,985
Exxon Mobil Corp	COM	30231g102	782	17,832	SH		Sole	112		17,720
FEI Company	COM	302411109	35,860	1,008,725	SH		Sole	793,525		215,200

Voting Authority

Name of Issuer	Title of cla	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscretn	Other Managers Sole	Shared	None
----------------	--------------	-------	--------------------	--------------------	------------	--------------	--------------------	------------------------	--------	------

Fair Isaac & Co	COM	303250104	94,354	1,488,475	SH	Sole	1,254,925	233,550
Fastenal	COM	311900104	57,115	758,295	SH	Sole	289,000	486,595
FiServ	COM	337738108	74,918	1,629,000	SH	Sole	531,870	1,147,080
Flextronics	COM	y2573f102	40,004	2,192,025	SH	Sole	723,675	1,533,250
Flow International Corp	COM	343468104	18,882	1,930,700	SH	Sole	1,708,400	222,300
Fred's Inc.	COM	356108100	5,915	164,300	SH	Sole	26,900	137,400
G & K Services CL A	COM	361268105	1,688	45,300	SH	Sole	45,300	
Gene Logic Inc.	COM	368689105	52,809	2,713,725	SH	Sole	1,944,025	769,700
General Electric	COM	369604103	60,541	1,616,570	SH	Sole	616,475	1,058,495
General Growth Properties Inc.	COM	370021107	598	13,520	SH	Sole		13,520
Green Mountain Coffee	COM	393122106	17,051	821,325	SH	Sole	613,587	207,738
Guidant Corp.	COM	401698105	4,154	95,891	SH	Sole	8,675	87,216
Harley-Davidson	COM	412822108	106,561	1,932,900	SH	Sole	681,330	1,306,170
Health Management Associates	COM	421933102	65,745	3,171,489	SH	Sole	1,009,975	2,251,514
Home Depot, Inc.	COM	437076102	94,696	1,948,070	SH	Sole	707,925	1,315,145
Human Genome Sciences	COM	444903108	17,552	805,525	SH	Sole	487,725	317,800
Hyperion Solutions Corp.	COM	44914m104	16,534	612,148	SH	Sole	579,323	32,825
Illinois Tool Works	COM	452308109	56,969	787,405	SH	Sole	279,025	536,780
Incyte Genomics	COM	45337C102	19,054	1,601,150	SH	Sole	949,050	652,100
InfoUSA Inc.	COM	456818301	14,774	1,936,300	SH	Sole	1,870,800	65,500
Intel Corp.	COM	458140100	63,491	2,087,825	SH	Sole	747,625	1,400,400
International Business Machine	COM	459200101	77,622	746,367	SH	Sole	286,575	480,992
Intuit	COM	461202103	12,578	327,900	SH	Sole	54,300	273,600
Invitrogen Corp	COM	46185r100	2,100	61,200	SH	Sole	30,400	30,800
JDS Uniphase Corp	COM	46612J101	308	52,320	SH	Sole	52,300	20
Jabil Circuit Inc.	COM	466313103	10,271	436,500	SH	Sole	83,300	353,200
Jack Henry Associates	COM	426281101	2,072	93,400	SH	Sole	17,800	75,600
Johnson & Johnson	COM	478160104	360	5,540	SH	Sole		5,540
Johnson & Johnson	COM	478160104	71,728	1,104,358	SH	Sole	544,041	592,017
Kendle International Inc.	COM	48880I107	28,452	1,530,500	SH	Sole	1,326,100	204,400
King Pharma	COM	495582108	47,208	1,348,424	SH	Sole	1,107,634	240,790
Kohl's Corp.	COM	500255104	96,333	1,353,945	SH	Sole	455,790	931,555
Legg Mason Inc.	COM	524901105	16,933	319,000	SH	Sole	104,000	215,000

Voting Authority

Name of Issuer	Title of cla	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscretn	Other Managers	Sole	Shared	None
MBNA Corp.	COM	55262L100	1,268	32,884	SH		Sole				32,884
Manhattan Associates, Inc.	COM	562750109	79,096	2,076,000	SH		Sole		1,711,300		364,700

Manugistics Group Inc.	COM	565011103	139,100	6,475,790	SH	Sole	5,219,390	1,256,400
Manugistics Group Inc.	COM	565011103	5,449	253,700	SH	Sole	44,200	209,500
Mapics, Inc.	COM	564910107	5,189	681,000	SH	Sole	654,900	26,100
Medialink Worldwide	COM	58445p105	4,184	1,543,300	SH	Sole	1,273,279	270,021
Medicis Pharmaceutical Cl A	COM	584690309	22,711	409,200	SH	Sole	288,100	121,100
Medtronic	COM	585055106	29,169	645,200	SH	Sole	226,500	441,000
Mellon Financial Corp.	COM	58551a108	41,652	1,079,335	SH	Sole	424,300	705,035
Merck & Company	COM	589331107	31,409	545,483	SH	Sole	213,348	357,735
Merrill Lynch & Co.	COM	590188108	41,475	748,925	SH	Sole	302,525	477,400
Microsoft	COM	594918104	88,513	1,467,629	SH	Sole	545,325	973,704
Molecular Devices Corp.	COM	60851c107	25,706	1,414,750	SH	Sole	881,050	533,700
Netscout Systems Inc.	COM	64115t104	32,087	4,481,400	SH	Sole	3,567,056	914,344
Network Associates Inc.	COM	640938106	2,072	85,639	SH	Sole	85,639	
Newell Rubbermaid Inc.	COM	651229106	2,221	69,497	SH	Sole	69,497	
Nokia Corp-Spons ADR	COM	654902204	49,314	2,377,745	SH	Sole	1,092,800	1,394,945
Nortel Networks	COM	656568102	342	76,275	SH	Sole	74,800	1,475
Novellus Systems	COM	670008101	14,417	266,300	SH	Sole	50,900	215,400
Nuance Communications	COM	669967101	12,341	1,806,850	SH	Sole	1,077,550	729,300
Oracle Systems	COM	68389X105	5,162	403,260	SH	Sole	149,550	253,710
PDI Inc	COM	69329v100	24,597	1,450,275	SH	Sole	958,575	491,700
Panera Bread Company	COM	69840w108	92,767	1,456,075	SH	Sole	1,275,575	180,500
Parametric Technology Corp	COM	699173100	423	70,000	SH	Sole	70,000	
Paychex, Inc	COM	704326107	21,507	541,726	SH	Sole	192,726	349,000
Paychex, Inc.	COM	704326107	6,943	174,881	SH	Sole	173,869	1,012
Peregrine Systems Inc.	COM	71366q101	10,742	1,128,375	SH	Sole	1,040,400	87,975
Pfizer Inc.	COM	717081103	50,038	1,259,145	SH	Sole	470,895	832,050
Pharmacopeia Inc.	COM	71713B104	37,509	2,818,075	SH	Sole	2,243,797	574,278
Polycom, Inc.	COM	73172k104	6,199	252,000	SH	Sole	49,100	202,900
Post Properties, Inc.	COM	737464107	10,034	298,632	SH	Sole	294,232	4,400
QRS Corp.	COM	74726x105	22,385	1,897,050	SH	Sole	1,192,188	704,862
Qiagen N.V.	COM	n72482107	1,660	111,500	SH	Sole	21,600	89,900

Voting Authority

Name of Issuer	Title of cla	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dcretn	Other Managers	Sole	Shared	None
Quintiles Transnational CP	COM	748767100	1,517	85,450	SH		Sole		85,450		
RSA Security Inc.	COM	749719100	5,243	582,600	SH		Sole		106,800		475,800
Radisys Corp.	COM	750459109	29,975	1,664,350	SH		Sole		1,168,425		495,925
Rational Software	COM	75409p202	9,661	610,300	SH		Sole		111,900		498,400

Rational Software Corporation	COM	75409p202	652	41,160	SH	Sole	41,160	
Restoration Hardware Inc.	COM	760981100	32,447	2,595,800	SH	Sole	2,198,700	397,100
Robert Half Intl Inc.	COM	770323103	50,901	1,724,280	SH	Sole	597,425	1,179,555
Rouse Company	COM	779273101	366	11,804	SH	Sole		11,804
Royal Dutch	COM	780257804	272	5,000	SH	Sole		5,000
SBC Communications	COM	78387G103	1,184	31,630	SH	Sole		31,630
SPSS Inc.	COM	78462K102	31,429	1,791,875	SH	Sole	1,369,975	421,900
Safeway Inc	COM	786514208	66,563	1,478,515	SH	Sole	589,600	944,315
Sanmina SCI Corp	COM	800907107	9,978	849,200	SH	Sole	849,200	
Sanmina SCI Corp	COM	800907107	1,111	94,544	SH	Sole	94,544	
Schlumberger, Ltd.	COM	806857108	265	4,500	SH	Sole	3,800	700
Scholastics Corp	COM	807066105	9,505	175,400	SH	Sole	20,500	154,900
Smith Intl, Inc	COM	832110100	7,317	108,000	SH	Sole	18,600	89,400
Specialty Laboratories	COM	84749r100	34,665	1,451,025	SH	Sole	1,078,825	372,200
Speechworks Intl.	COM	84764m101	24,983	3,186,625	SH	Sole	2,428,401	758,224
State Street Corp.	COM	857477103	665	12,000	SH	Sole	12,000	
Stryker Corp.	COM	863667101	34,165	566,295	SH	Sole	220,760	361,735
Sun Microsystems	COM	866810104	24,437	2,770,595	SH	Sole	1,011,315	1,856,280
Sylvan Learning Systems Inc	COM	871399101	750	26,550	SH	Sole	26,550	
Symyx Technologies Inc.	COM	87155s108	18,234	883,000	SH	Sole	442,585	440,415
Synthetech Inc.	COM	87162E100	2,749	1,531,200	SH	Sole	1,475,600	55,600
T. Rowe Price Group	COM	74144t108	10,799	277,400	SH	Sole	273,400	4,000
T. Rowe Price Group	COM	74144t108	64,374	1,653,585	SH	Sole	607,550	1,091,835
TJX Companies	COM	872540109	82,860	2,070,980	SH	Sole	818,600	1,324,880
Techne Corp	COM	878377100	43,567	1,580,225	SH	Sole	1,218,725	361,500
Texas Instruments	COM	882508104	44,269	1,337,425	SH	Sole	547,425	842,700
Tiffany & Co	COM	886547108	48,245	1,357,090	SH	Sole	567,575	836,015
Tollgrade Communications	COM	889542106	42,745	1,744,000	SH	Sole	1,306,700	437,300
Transaction Systems Archit-A	COM	893416107	34,215	3,001,300	SH	Sole	2,173,000	828,300

Voting Authority

Name of Issuer	Title of cla	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Discretn	Other Managers	Sole	Shared	None
Transaction Systems Architects	COM	893416107	798	70,000	SH		Sole		70,000		
Tripos Inc.	COM	896928108	38,021	1,452,300	SH		Sole		1,247,000		205,300
USA Education	COM	90390U102	94,719	968,500	SH		Sole		365,375		638,825
Verizon Communications	COM	92343v104	507	11,001	SH		Sole				11,001
Vitesse Semiconductor	COM	928497106	6,551	668,450	SH		Sole		122,250		546,200
Wal-Mart Stores	COM	931142103	87,276	1,423,750	SH		Sole		536,490		937,960

Walgreen Co.	COM	931422109	90,898	2,319,406	SH	Sole	870,636	1,533,171
Waters Corporation	COM	941848103	6,497	232,300	SH	Sole	79,900	152,400
Whole Foods Market	COM	966837106	8,160	178,600	SH	Sole	30,200	148,400
Xilinx Inc.	COM	983919101	43,806	1,098,990	SH	Sole	362,480	766,710
Fomento Economico Mex-ADR		344419106	306	6,500	SH	Sole	6,500	
Korea Telecom Corp-SP ADR		50063p103	259	10,800	SH	Sole	10,800	
Magyar Tavkozlesi (MATV) Sp AD		559776109	231	13,200	SH	Sole	13,200	
Nokia Corp Sp-ADR		654902204	315	15,200	SH	Sole	15,200	
Partner Communications-ADR		70211m109	233	47,600	SH	Sole	47,600	
Petroleo Brasileiro SA Pfd -AD		71654v101	258	10,350	SH	Sole	10,350	
ST Assembly Test Service-ADR		85227g102	226	13,400	SH	Sole	13,400	
Teva Pharmaceutucals Inds - AD		881624209	301	5,500	SH	Sole	5,500	
Videsh Sanchar Nigam Ltd. - Sp		92659g600	168	21,450	SH	Sole	21,450	
Goodman Fielder	COM	6336549	337	415,800	SH	Sole	415,800	
Natl Australia Bank	COM	6624608	317	17,400	SH	Sole	17,400	
Westpac Banking Corp	COM	6076146	325	39,000	SH	Sole	39,000	
ABB Limited	COM	7108899	321	40,412	SH	Sole	40,412	
Swisscom AG -Reg	COM	5533976	288	955	SH	Sole	955	
Zurich Financial Services	COM	5983816	330	1,422	SH	Sole	1,422	
Danske Bank AS	COM	4588825	314	20,100	SH	Sole	20,100	
ABN Amro Holding NV	COM	5250769	350	18,416	SH	Sole	18,416	
AXA	COM	7088429	397	17,600	SH	Sole	17,600	
Ahold NV (Koninklijke)	COM	5252602	596	22,700	SH	Sole	22,700	
Alcatel	COM	5975006	411	28,800	SH	Sole	28,800	
Alstom	COM	5474978	387	28,900	SH	Sole	28,900	
Aventis SA	COM	4736817	394	5,700	SH	Sole	5,700	
Buhrmann N.V.	COM	5516751	374	28,548	SH	Sole	28,548	

Voting Authority

Name of Issuer	Title of cla	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscretn	Other Managers	Sole	Shared	None
DSM NV	COM	5773987	303	7,400	SH		Sole		7,400		
Dexia	COM	7147610	328	21,720	SH		Sole		21,720		
Endesa S.A.	COM	5271782	320	21,500	SH		Sole		21,500		
Fox Kids Europe NV	COM	5816127	233	22,700	SH		Sole		22,700		
Pechiney	COM	4943792	277	5,200	SH		Sole		5,200		
Philips Electronics NV	COM	5986622	378	12,376	SH		Sole		12,376		
Portugal Telecom SA- Register	COM	5817186	466	62,566	SH		Sole		62,566		
Rhoen-Klinikum	COM	4717629	466	8,700	SH		Sole		8,700		

SES Global	COM	5493434	328	33,400	SH	Sole	33,400
Stinnes AG	COM	5695188	323	13,700	SH	Sole	13,700
Telefonica Publicidad E Info	COM	5996245	228	53,200	SH	Sole	53,200
Telefonica SA	COM	5732524	220	19,600	SH	Sole	19,600
Union Elec Fenosa	COM	4913223	454	28,100	SH	Sole	28,100
Vedior NV - CVA	COM	5205361	379	28,000	SH	Sole	28,000
Amvescap	COM	0128269	334	24,200	SH	Sole	24,200
Cable & Wireless PLC	COM	0162557	199	62,300	SH	Sole	62,300
Enterprise Oil PLC	COM	0318866	166	18,500	SH	Sole	18,500
Man Group	COM	0294405	402	23,600	SH	Sole	23,600
Morgan Crucible Co	COM	0602729	250	94,500	SH	Sole	94,500
Rolls Royce	COM	0747761	395	147,900	SH	Sole	147,900
Royal Bank of Scotland	COM	0754783	340	13,200	SH	Sole	13,200
Sainsbury (J) PLC	COM	0767640	204	35,749	SH	Sole	35,749
Shire Pharmaceuticals	COM	0799803	273	35,300	SH	Sole	35,300
South African Breweries PLC	COM	0483548	166	23,800	SH	Sole	23,800
United Business Media PLC	COM	3022421	366	42,238	SH	Sole	42,238
Esprit Holdings Limited	COM	6321642	318	184,000	SH	Sole	184,000
Coca-Cola West Japan Co Ltd	COM	6163286	404	24,200	SH	Sole	24,200
Daito Trust Construction Co. L	COM	6250508	491	29,900	SH	Sole	29,900
Futaba Corporation	COM	6357733	367	13,900	SH	Sole	13,900
House Foods Corporation	COM	6440503	346	39,000	SH	Sole	39,000
Walmart De Mexico - Ser V	COM	2135212	118	35,800	SH	Sole	35,800
Storebrand ASA	COM	4852832	344	59,500	SH	Sole	59,500
Tandberg ASA	COM	7283440	293	23,100	SH	Sole	23,100

Voting Authority

Name of Issuer	Title of cla	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Discretn	Other Managers	Sole	Shared	None
Telecom Corp of New Zealand	COM	6881436	305	142,400	SH		Sole		142,400		
Nordea AB	COM	5380031	347	60,941	SH		Sole		60,941		
Creative Technology Ltd - SG	COM	6207582	157	13,000	SH		Sole		13,000		
Venture Manufacturing S Ltd	COM	6927374	397	40,200	SH		Sole		40,200		
Stock Performance Index Future		861991982	23,608	164,323	SH		Sole				164,323
BCM International Fund		66976m813	3,822	422,737	SH		Sole		302,485		120,252
Nottingham Invest. Tr.-II BCM		66976M409	4,342	128,009	SH		Sole		30,374		97,635
REPORT SUMMARY	233 DATA RECORDS		5,331,436		0		OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED				