

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934

Release No. 71591 / February 20, 2014

ADMINISTRATIVE PROCEEDING

File No. 3-11359

In the Matter of

Alliance Capital Management, LP

Respondent.

**ORDER DIRECTING
DISBURSEMENT OF FAIR FUND**

On March 13, 2008, the Commission published a notice of the Plan of Distribution (“Plan”) proposed by the Division of Enforcement in connection with this proceeding (Securities Exchange Act Rel. No. 57489). The Commission received no comments and on May 15, 2008, the Plan was approved (Exchange Act Rel. No. 57825). On January 9, 2014, the Commission issued an Order Amending the Plan of Distribution (Exchange Act Rel. No. 71274).

The Plan provides that a Fair Fund consisting of \$321,230,003 in disgorgement and civil penalties, plus any accrued interest, be transferred to Deutsche Bank to be distributed by the Fund Administrator to injured investors according to the methodology set forth in the Plan.¹ To date, \$346,353,183 has been disbursed in seven tranches.²

¹ The \$321,230,003 in disgorgements and civil penalties is comprised of the \$250 million from the Alliance Settlement, the \$70.38 million from the Daniel Calugar Settlement, and the total of \$850,003 paid by Alliance Officers Malone, Carifa and Laughlin, as described in the Order approving the Plan. *See* Exchange Act Rel. No. 57825.

² By Order Directing Disbursement of Fair Fund dated January 22, 2009, the Commission ordered the first disbursement, composed of \$46,166,264.96. *See* Exchange Act Rel. No. 59280. By Order Directing Disbursement of Fair Fund dated February 11, 2009, the Commission ordered the second disbursement, composed of \$79,178,672.81. *See* Exchange Act Rel. No. 59389. By Order Directing Disbursement of Fair Fund dated March 31, 2009, the Commission ordered the third disbursement, composed of \$63,141,852.24. *See* Exchange Act Rel. No. 59657. By Order Directing Disbursement of Fair Fund dated April 28, 2009, the Commission ordered the fourth disbursement, composed of \$49,910,496.49. *See* Exchange Act Rel. No. 59832. By Order Directing Disbursement of Fair Fund dated May 14, 2009, the

The Plan, as amended, further provides that the Commission staff will arrange for the disbursement of the Fair Fund after the Commission staff receives and accepts a validated payment file listing the injured investors with the information required to make a distribution. The validated payment file for the eighth tranche of distribution in the amount of \$33,061,872.31 has been received and accepted.

Accordingly, it is ORDERED that the Fund Administrator shall distribute \$33,061,872.31 to injured investors, as provided for in the Plan.

For the Commission, by the Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary

Commission ordered the fifth disbursement, composed of \$56,642,634.13. *See* Exchange Act Rel. No. 59926. By Order Directing Disbursement of Fair Fund dated August 5, 2009, the Commission ordered the sixth disbursement, composed of \$46,942,173.23. *See* Exchange Act Rel. No. 60446. By Order Directing Disbursement of Fair Fund dated May 31, 2011, the Commission ordered the seventh disbursement, composed of \$9,738,605.02. *See* Exchange Act Rel. No. 64568.