

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 1999

Check Here if Amendment / /; Amendment Number: -----

This Amendment (Check only one.): / / is a restatement.
 / / adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Affiliated Managers Group, Inc.

Address: Two International Place

 Boston, Massachusetts 02110

Form 13F File Number: 28-

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: John Kingston, III

Title: Vice President and Associate General Counsel

Phone: 617-747-3300

Signature, Place, and Date of Signing:

/s/ John Kingston, III Boston, Massachusetts August 13, 1999

[Signature] [City, State] [Date]

Report Type (Check only one.):

 / / 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

/X/ 13F NOTICE. (Check here if no holdings reported are in this report,
and all holdings are reported by other reporting manager(s).)

/ / 13F COMBINATION REPORT. (Check here if a portion of the holdings for
this reporting manager are reported in this report and a portion are
reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:
[If there are no entries in this list, omit this section.]

Form 13F File Name
Number

28-6222	The Burrige Group LLC
28-03192	Davis Hamilton Jackson & Associates, L.P.
28-20878	Essex Investment Management Company, LLC
28-05582	First Quadrant, L.P.
28-04421	GeoCapital, LLC
28-1240	Gofen & Glossberg, LLC
28-4534	J.M. Hartwell Limited Partnership
28-3326	The Managers Funds LLC
28-04884	Renaissance Investment Management
28-03869	Rorer Asset Management, LLC
28-04021	Skyline Asset Management, LP
28-5136	Systematic Financial Management, LP
28-01222	Tweedy, Browne Company LLC