

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person*

O'Connor John M.B.

(Last) (First) (Middle)
Chase Capital Partners
1221 Avenue of the Americas-40th Floor

(Street)
New York New York 10020

(City) (State) (Zip)

Affiliated Manager's Group, Inc. ("AMG")

2. Issuer Name and Ticker or Trading Symbol

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

May 2000

4. Statement for Month/Year

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price			
Common Stock	05/08/00	S	1,000	D	\$35.86	671,929	I	(FN 1)
Common Stock	05/09/00	S	77,800	D	\$34.21	671,929	I	(FN 1)
Common Stock	05/10/00	S	5,200	D	\$33.30	671,929	I	(FN 1)
Common Stock	05/15/00	S	63,000	D	\$33.39	671,929	I	(FN 1)
Common Stock	05/16/00	S	80,000	D	\$34.19	671,929	I	(FN 1)
Common Stock	05/18/00	S	73,000	D	\$34.91	671,929	I	(FN 1)

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

(Over)

(Form 4-07/99)

FORM 4 (continued)

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)	4. Transaction Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 3, 4 and 5) Date Expirable Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
Class B Non-Voting Common Stock	1 for 1	5/8/00	C	1,000 (FN 2)	N/A	Common Stock 1,000	N/A	671,929	I	(FN 1)
Class B Non-Voting Common Stock	1 for 1	5/9/00	C	77,800 (FN 2)	N/A	Common Stock 77,800	N/A	671,929	I	(FN 1)
Class B Non-Voting Common Stock	1 for 1	5/10/00	C	5,200 (FN 2)	N/A	Common Stock 5,200	N/A	671,929	I	(FN 1)
Class B Non-Voting Common Stock	1 for 1	5/15/00	C	63,000 (FN 2)	N/A	Common Stock 63,000	N/A	671,929	I	(FN 1)
Class B Non-Voting Common Stock	1 for 1	5/16/00	C	80,000 (FN 2)	N/A	Common Stock 80,000	N/A	671,929	I	(FN 1)
Class B Non-Voting Common Stock	1 for 1	5/18/00	C	73,000 (FN 2)	N/A	Common Stock 73,000	N/A	671,929	I	(FN 1)

Explanation of Responses:

(1) The amount shown represents the beneficial ownership of the Issuer's securities by Chase Equity Associates, LP ("CEA, LP"), a portion of which may be deemed attributable to the reporting person because the reporting person is a partner of Chase Capital Partners ("CCP"), which is the general partner and manager of CEA, LP. The actual pro rata portion of such beneficial ownership that may be deemed attributable to the reporting person is not readily determinable because it is subject to several variables including CEA, LP's and CCP's internal rate of return and vesting. The reporting person disclaims beneficial ownership of the securities to the extent it exceeds his pecuniary interest.

(2) Each share of Class B Non-Voting Common Stock is convertible into 1 share of Common Stock at the option of the holder upon the occurrence of certain

events.

/s/ John M.B. O'Connor

6/6/00

John M.B. O'Connor

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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