

AFFILIATED MANAGERS GROUP INC
Form 424B7
January 17, 2008

Filed Pursuant to Rule 424(b)(7)

Registration No. 333-148030

PROSPECTUS SUPPLEMENT NO. 1

(TO PROSPECTUS DATED DECEMBER 12, 2007)

\$500,000,000

AMG Capital Trust II

5.15% Convertible Trust Preferred Securities

(liquidation amount \$50.00 per security)

guaranteed to the extent described herein by,

and convertible into the common stock of,

Affiliated Managers Group, Inc.

This document supplements the prospectus dated December 12, 2007 (the Prospectus) relating to resales by selling securityholders of the securities described in the Prospectus.

This Prospectus Supplement should be read in conjunction with, and is not complete without, and may not be delivered or utilized without, the Prospectus, including any amendments or supplements thereto.

Investing in these securities involves risk. See Risk Factors beginning on page 10 of the Prospectus.

Neither the Securities and Exchange Commission nor any state securities regulators has approved or disapproved of these securities or passed upon the adequacy or accuracy of this Prospectus Supplement. Any representation to the contrary is a criminal offense.

The information in the table appearing under the heading Selling Securityholders, beginning on page 80 of the Prospectus, is hereby amended by adding the information below with respect to securityholders not previously listed in the Prospectus (including in any amendments or supplements thereto), and with respect to securityholders previously listed in the Prospectus (including in any amendments or supplements thereto), by superseding the information about such securityholder with the information in the table below:

SELLING SECURITYHOLDERS

| Selling Securityholder | Number of Trust Preferred Securities Owned and Offered |
|---|---|
| Acuity Master Fund Ltd. | 92,200 |
| Agamas Continuum Master Fund, Ltd. | 65,000 |
| Castlegrove Global Micro Fund L.P. | 200,000 |
| Concordia Institutional Multi-Strategy Ltd. | 37,500 |
| Concordia MAC29 Ltd. | 37,500 |
| Concordia Partners | 75,000 |
| Cura Compass Master Fund, Ltd. | 30,000 |
| D.E. Shaw Valence Portfolios, L.L.C. | 440,000 |
| Dow Employees Pension Plan | 9,760 |
| Equity Overlay Fund LLC | 35,000 |
| Goldman, Sachs & Co. | 202,900 |
| Lyxor/Acuity Fund Ltd. | 94,500 |
| Morgan Stanley & Co. Incorporated | 3,000 |
| Qwest Occupational Health Trust | 760 |
| Qwest Pension Trust | 26,330 |
| Redbourn Partners Ltd. | 215,000 |
| S.A.C. Arbitrage Fund, LLC | 700,000 |
| Satellite Convertible Arbitrage Master Fund LLC | 170,000 |
| Silvercreek Limited Partnership | 63,625 |
| Silvercreek II Limited | 11,375 |
| Van Kampen Harbor Fund | 105,000 |
| Virginia Retirement System | 66,200 |
| Wells Fargo & Company | 350,000 |
| Zazove Convertible Securities Fund, Inc. | 9,450 |

The date of this prospectus supplement is January 17, 2008.

