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**FOIA CONFIDENTIAL  
TREATMENT  
REQUEST**



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SEC'D S.E.C.  
APR 11 2001  
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United States  
Securities and Exchange Commission  
Washington, DC 20549

**FORM 13F COVER PAGE**

Report for the Quarter Ended: December 31, 2000

Check here if amendment ; Amendment Number: \_\_\_\_\_

This Amendment (Check only one):

is a restatement

adds new holdings entries

**CONFIDENTIAL TREATMENT EXPIRED**

Institutional Investment Manager Filing this Report:

Name: UBS Warburg LLC  
Address: 677 Washington Boulevard  
Stamford, CT 06901

**PROCESSED**  
MAY 13 2002  
**THOMSON  
FINANCIAL**

13F File Number: 28-5721

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: Sarah M. Starkweather  
Title: Director  
Phone: (203) 719-6891

Signature, Place, and Date of Signing:



Sarah M. Starkweather  
April 6, 2001, Stamford, Connecticut

**FOIA CONFIDENTIAL  
TREATMENT  
REQUEST**

Report Type (Check only one):

- 13F Holdings Report
- 13F Notice
- 13F Combination Report

Report Summary

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 91

Form 13F Information Table Value Total: 2,515,434

List of Other Included Managers:

NONE

Section 13F - Confidential Report

As of 12/31/00

ISSUER	ISSUE	CUSIP	MARKET VALUE	QUANTITY	PUT/ CALL	INVESTMENT DISCRETION	VOTING AUTHORITY
3COM CORP	COM	885535104	2,975	350,000		SOLE	350000
ADVANCED ENERGY INDS	COM	007973100	487	21,645		SOLE	21645
ALCATEL	SPONSORED ADR	013904305	43,016	769,000		SOLE	769000
ALKERMES INC	PFD CV EX\$3.25	01642T405	11,347	149,300		SOLE	149300
ALLERGAN INC	LYON ZERO 144A20	018490AB8	38,744	56,150,000		SOLE	56150000
ALPHARMA INC	SB NT CV 5.75%05	020813AB7	-	2,797,000		SOLE	2797000
ALPHARMA INC	SR SB NT CV 3%06	020813AD3	14,364	10,062,000		SOLE	10062000
AMERICA ONLINE INC DEL	COM	02364J104	6,264	180,000		SOLE	180000
AMERISOURCE HEALTH CORP	SB NT CV 144A 07	03071PAB8	15,343	13,100,000		SOLE	13100000
ANDRX GROUP	COM	034553107	2,043	35,300		SOLE	35300
ANHEUSER BUSCH COS INC	COM	035229103	2,502	55,000		SOLE	55000
APPLIED MATLS INC	COM	038222105	3,296	86,300		SOLE	86300
ARCH WIRELESS INC	WT EXP 090101	039392113	2	111,000		SOLE	111000
ASM LITHOGRAPHY HLDG N V	N Y SHS	N07059111	31,677	1,404,000		SOLE	1404000
AT & T CDA INC	DEPS RCPT CL B	00207Q202	17,892	613,000		SOLE	613000
AT&T CORP	COM	001957109	17,014	986,300		SOLE	986300
AT&T CORP	COM LIB GRP A	001957208	131,172	9,672,000		SOLE	9672000
ATMEL CORP	SBDBCY ZRO144A1B	049513AB0	3,537	5,145,000		SOLE	5145000
ATMEL CORP	SB DB CV ZRO 1B	049513AC8	13,255	19,280,000		SOLE	19280000
AUTOMATIC DATA PROCESSING INC	COM	053015103	614	9,692		SOLE	9692
AVAYA INC	COM	053499109	2,046	198,416		SOLE	198416
AXA	SPONSORED ADR	054536107	16,171	225,192		SOLE	225192
BINDLEY WESTN INDS INC	COM	090324104	1,662	40,000		SOLE	40000
BIOVAIL CORP	WT EXP 093002	09067J117	36,509	306,800		SOLE	306800
BP AMOCO P L C	SPONSORED ADR	055622104	160,429	3,351,000		SOLE	3351000
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126630207	92,709	2,325,000		SOLE	2325000

CELESTICA INC	LYON ZERO	20	15101QAA6	5,737	13,038,000	SOLE	13038000
CISCO SYS INC	COM		17275R102	102,449	2,678,400	SOLE	2678400
COLGATE PALMOLIVE CO	COM		194162103	107,798	1,670,000	SOLE	1670000
COMVERSE TECHNOLOGY INC	SUB DB CV	4.5%05	205862AG0	43,757	8,620,000	SOLE	8620000
CURAGEN CORP	SB DEB CV	144A07	23126RAA9	21	30,000	SOLE	30000
DELL COMPUTER CORP	COM		247025109	84,712	4,858,158	SOLE	4858158
DEVON ENERGY CORP NEW	SRBVCV ZRO	144A20	25179MAC7	15,074	31,000,000	SOLE	31000000
DIAGEO P L C	SPON ADR NEW		25243Q205	44,375	1,000,000	SOLE	1000000
E M C CORP MASS	COM		26864B102	42,028	632,000	SOLE	632000
ECHOSTAR COMMUNICATIONS NEW	SUB NT CV	144A07	278762AB5	1,369	1,825,000	SOLE	1825000
EPCOS AG	ARD		29410P107	53,235	630,000	SOLE	630000
ERICSSON L M TEL CO	ADR CL B	SEK10	294821400	55,935	5,000,000	SOLE	5000000
FEDERAL HOME LN MTG CORP	COM		313400301	7,232	105,000	SOLE	105000
FEDERATED DEPT STORES INC DEL	WT D EX	121901	31410H127	1,541	162,200	SOLE	162200
FIRST UN CORP	COM		337358105	2,781	100,000	SOLE	100000
FREMONT GEN CORP	COM		357288109	844	300,000	SOLE	300000
GALLAHER GROUP PLC	SPONSORED ADR		363595109	49,250	2,000,000	SOLE	2000000
GENERAL MLS INC	COM		370334104	89,792	2,015,000	SOLE	2015000
GLOBAL MARINE INC	COM		379352404	1,041	36,700	SOLE	36700
HANSON PLC	SPON ADR NEW		411352404	68,355	1,995,768	SOLE	1995768
HARCOURT GEN INC	COM		41163G101	22,880	400,000	SOLE	400000
HEWLETT PACKARD CO	SB LYON ZERO	17	428236AC7	10,662	20,906,000	SOLE	20906000
HONEYWELL INTL INC	COM		438516106	155,704	3,291,000	SOLE	3291000
INTEL CORP	COM		458140100	1,503	50,000	SOLE	50000
INTERNATIONAL BUSINESS MACHS	COM		459200101	45,586	536,300	SOLE	536300
IVAX CORP	SR SB CV	144A 07	465823AB8	31,180	24,919,000	SOLE	24919000
IVAX CORP	SR SUB NT CV	07	465823AD4	3,716	2,970,000	SOLE	2970000
JACOR COMMUNICATIONS INC	WT EXP	091801	469858138	2,080	320,000	SOLE	320000
JUNIPER NETWORKS INC	COM		48203R104	1,664	13,200	SOLE	13200
KERR MCGEE CORP	SB DB CV	5.25%10	492386AP2	8,541	7,300,000	SOLE	7300000
MBNA CORP	COM		55262L100	923	25,000	SOLE	25000
MCDONALDS CORP	COM		580135101	1,904	56,000	SOLE	56000
MERRILL LYNCH & CO INC	COM		590188108	3,750	55,000	SOLE	55000
PERKINELMER INC	CONV ZERO	20	714046AA7	7,055	10,025,000	SOLE	10025000
PFIZER INC	COM		717081103	166,520	3,620,000	SOLE	3620000

PROLOGIS TR	PFD CV SBI B	743410300	469	16,200	SOLE	16200
PSINET INC	COM	74437C101	164	227,700	SOLE	227700
QUAKER OATS CO	COM	747402105	9,738	100,000	SOLE	100000
RAYTHEON CO	CLA	755111309	725	25,000	SOLE	25000
REDBACK NETWORKS INC	COM	757209101	1,062	25,900	SOLE	25900
SAFEGUARD SCIENTIFICS INC	SB NT CV 144A 06	786449AD0	482	829,000	SOLE	829000
SCI SYS INC	SUB NT CONV 3%07	783890AF3	3,562	5,000,000	SOLE	5000000
SDL INC	COM	784076101	53,644	362,000	SOLE	362000
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703609	36,276	734,700	SOLE	734700
SMITHKLINE BEECHAM PLC	ADR REP ORD	832378301	-	896,000	SOLE	896000
SOLETRON CORP	SR LYON ZERO 20	834182AK3	10,587	19,605,000	SOLE	19605000
SOLETRON CORP	LYON ZERO CPN 20	834182AL1	25,737	51,218,000	SOLE	51218000
SPHERION CORP	COM	848420105	192	17,000	SOLE	17000
SUMMIT BANCORP	COM	866005101	57,280	1,500,000	SOLE	1500000
SUN MICROSYSTEMS INC	COM	866810104	37,520	1,346,000	SOLE	1346000
TEXACO INC	COM	861694103	2,465	40,000	SOLE	40000
THERMO ELECTRON CORP	SUBDB CV 144A 03	883556AF9	129	130,000	SOLE	130000
THERMO ELECTRON CORP	SUB DB CONV 4%05	883556AH5	392	440,000	SOLE	440000
THERMO ELECTRON CORP	GTD SD CV ACRD03	883556AJ1	145	200,000	SOLE	200000
TYCO INTL LTD NEW	COM	902124106	3,052	55,000	SOLE	55000
TYCO INTL LTD NEW	LYON ZRO 144A 20	902124AA4	48,740	63,196,000	SOLE	63196000
UNION CARBIDE CORP	COM	905581104	8,072	150,000	SOLE	150000
VERITAS SOFTWARE CO	SB NT CV 5.25%04	923436AB5	89,741	9,703,000	SOLE	9703000
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	99,557	2,780,000	SOLE	2780000
VOICESTREAM WIRELESS CORP	COM	928615103	35,521	353,000	SOLE	353000
VORNADO RLTY TR	PFD CONV SER A	929042208	12,631	233,900	SOLE	233900
WASHINGTON GROUP INTL INC	WT EXP 031103	938862117	36	18,000	SOLE	18000
WEATHERFORD INTL INC	SD CV ZRO 144A20	947074AA8	29,938	50,000,000	SOLE	50000000
WEATHERFORD INTL INC	SR DB CV ZERO 20	947074AB6	8,981	15,000,000	SOLE	15000000
YAHOO INC	COM	984332106	32,512	1,081,500	SOLE	1081500

Sum 2,515,434