

13FCOMP

NON-PUBLIC

12/06/07

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON D.C. 20549
FORM 13F
FORM 13F COVER PAGE

RECEIVED
NOV 19 2007
OFFICE OF THE SECRETARY

Report for the Calendar Year or Quarter Ended: September 30, 2007

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: Fore Research & Management, LP
Address: 280 Park Avenue, 43rd floor
New York, New York 10017

13F File Number: 028-11162



07056188

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 submission.

Person Signing this Report on Behalf of Reporting Manager:

Name: Daniel Agranoff
Title: Chief Compliance Officer
Phone: 212-984-3800
Signature, Place,

and Date of Signing:
November 15, 2007

/s/ Daniel Agranoff New York, New York

Report Type (Check only one.):

- [X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

<PAGE>

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 18
Form 13F Information Table Value Total: \$380,578 (in thousands)

CONFIDENTIAL TREATMENT REQUESTED

List of Other Included Managers:
<TABLE>

FORM 13F INFORMATION TABLE

Table with columns: NAME OF ISSUER, TITLE OF CLASS, CUSIP, VALUE, SHARES / PRN AMT, SH/ PUT/ PRN CALL, INVSTMT OTHER DSCRETN MANAGERS, VOTING AUTHORITY (SOLE, SHARED, NONE). Lists various companies like ACKIOM CORP, ALLIANCE DATA SYSTEMS CORP, etc.

CONFIDENTIAL TREATMENT EXPIRED