

NON-PUBLIC

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

13FCON P

2/14/08

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2006

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: Davidson Kempner Capital Management LLCAddress: 65 East 55th Street, 19th Floor
New York, NY. 10022Form 13F File Number: 28-4666

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: Timothy I. LevartTitle: Chief Operating OfficerPhone: 212-446-4020

B PROCESSED

APR 30 2008

THOMSON REUTERS

Signature, Place, and Date of Signing:


 [Signature]

 NY , NY
 [City, State]

 2/13/07
 [Date]

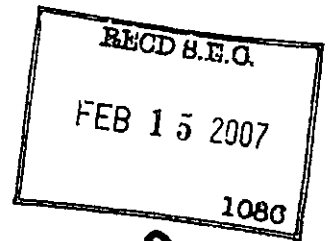
Report Type {Check only one.} :

[X] 13 F HOLDINGS REPORT. {Check here if all holdings of this reporting manager are reported in this report.}

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



08015579



CONFIDENTIAL TREATMENT EXPIRED

CONFIDENTIAL TREATMENT

Form 13 F SUMMARY PAGE

Report Summary:

Number of Other Included Managers 0

Form 13 F Information Table Entry Total: 9

Form 13 F Information Table Value Total: \$452,133
(thousands)

List of Other Included Managers: NONE

Provide a numbered list of the name (s) and Form 13 F file number (s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

{If there are no entries in this list, state "NONE" and omit the column headings and list entries.}

☐ 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).)

CONFIDENTIAL TREATMENT REQUESTED
 FORM 13F INFORMATION TABLE
 REPORT DATE: 12/31/2006
 REPORTING MANAGER: DAVIDSON KEMPNER CAPITAL MANAGEMENT LLC

Issuer	Title of Class	CUSIP	Value * \$1000.00	Shares/ PRN Amount	SH/ PRN	PUT/ CALL	Investment Discretion	Other Managers	Sole	Voting Authority Shared None
AMERICAN POWER CONVERSIONA	CS	029066107	96,325.74	3,147,900.00	SH		SOLE		3,147,900.00	
FREEPORT-MCMORAN COPPER B	CS	35671D857	250.79	4,500.00	SH		SOLE		4,500.00	
NYSE GROUP INC	CS	62949W103	99,559.63	1,024,276.00	SH		SOLE		1,024,276.00	
RINKER GROUP	CS	76687M101	7,410.52	104,300.00	SH		SOLE		104,300.00	
			203,546.68							

CONFIDENTIAL TREATMENT REQUESTED UNTIL MAY 15, 2007

CONFIDENTIAL TREATMENT REQUESTED
 FORM 13F INFORMATION TABLE
 REPORT DATE: 12/31/2006
 REPORTING MANAGER: DAVIDSON KEMPNER CAPITAL MANAGEMENT LLC

Issuer	Title of Class	CUSIP	Value		Shares/ PRN Amount	SH/ PRN	PUT/ CALL	Investment Discretion	Other Managers	Voting Authority	
			* \$1000.00							Sole	Shared None
TD BANKNORTH INC KINDER MORGAN	CS	87235A101	64,560.00		2,000,000.00	SH		SOLE		2,000,000.00	
	CS	49455P101	135,481.61		1,281,150.00	SH		SOLE		1,281,150.00	
			200,041.61								

CONFIDENTIAL TREATMENT REQUESTED UNTIL AUGUST 14, 2007

CONFIDENTIAL TREATMENT REQUESTED
FORM 13F INFORMATION TABLE
REPORT DATE: 12/31/2006
REPORTING MANAGER: DAVIDSON KEMPNER CAPITAL MANAGEMENT LLC

Issuer	Title of Class	CUSIP	Value		Shares/ PRN Amount	SH/ PRN	PUT/ CALL	Investment Discretion	Other Managers	Voting Authority	
			* \$1000.00							Sole	Shared
CLEAR CHANNEL COMMUNICATIONS CS		184502102	23,694.52		666,700.00	SH		SOLE		666,700.00	None

CONFIDENTIAL TREATMENT REQUESTED UNTIL NOVEMBER 14, 2007

Issuer	Title of Class	CUSIP	Value		Shares/ PRN Amount	SH/ PRN	PUT/ CALL	Investment Discretion	Other Managers	Voting Authority	
			* \$1000.00							Sole	Shared None
BIOMET HARRAH'S ENTERTAINMENT	CS	090613100	20,615.00		500,000.00	SH		SOLE		500,000.00	
	CS	413619107	4,235.26		51,200.00	SH		SOLE		51,200.00	
			24,850.26								

CONFIDENTIAL TREATMENT REQUESTED UNTIL FEBRUARY 14, 2008

END