

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
Form 13F  
CONFIDENTIAL  
FORM 13F COVER PAGE

13FCON P 11/4/08

Report for the Calendar Year or Quarter Ended: June 30, 2008

Check here if Amendment [ ]; Amendment Number: \_\_\_\_\_  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

RECEIVED  
AUG 08 2008  
SEC. OF THE SEC.

Institutional Investment Manager Filing this Report:

Name: Blenheim Capital Management, L.L.C.  
Address: 300 Connell Drive, Suite 5200  
Berkeley Heights, New Jersey 07922

NON-PUBLIC

Form 13F File Number: 28-12313

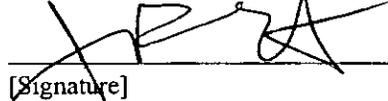
The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Joseph F. Esposito  
Title: Managing Director  
Phone: 732-560-6246

CONFIDENTIAL TREATMENT DENIED

Signature, Place, and Date of Signing:

  
[Signature]

Berkeley Heights, New Jersey  
[City, State]

PROCESSED  
August 7, 2008 FEB 20 2009  
THOMSON REUTERS

Report Type (Check only one.):

- 13F 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).)
- 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).)

List of Other Managers Reporting for this Manager: [If there are no entries in this list, omit this section.]

Form 13F File Number	Name
<u>28-122205</u>	<u>Summit Global Management, Inc.</u>



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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: \_\_\_\_\_0

Form 13F Information Table Entry Total: \_\_\_\_\_4\*

Form 13F Information Table Value Total: \_\_\_319,878\_\_\_\*(thousands)

\*The Table Entry Total and Table Value listed above reflects only the securities for which confidential treatment is being requested and omits the securities previously reported to the public via Blenheim's EDGAR filing.

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F 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.]

NONE

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FORM 13F INFORMATION TABLE  
 THE MATERIALS APPEARING ON THIS LIST WERE OMITTED FROM BLENHEIM'S PUBLICLY FILED FORM 13F AND ARE THOSE MATERIALS THAT BLENHEIM IS REQUESTING CONFIDENTIAL TREATMENT

Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7	Column 8				
Name of Issuer	Title of Class	CUSIP	Value (x(\$1000))	SHRS OR PRN AMT	SH/PRN	PUT/CALL	INVESTMENT DISCRETION	OTHER MANAGERS	Sole	Shared	None
ALCOA INC	COMMON STOCK	013817101	\$244,731.00	6,870,800	SH		SOLE		\$244,731.00		
ALUMINA LTD SPONSORED	ADR	022205108	\$8,154.00	450,000	SH		SOLE		\$8,154.00		
ALUMINUM CORP CHINA LTD SPON	ADR	022278109	\$19,978.00	700,000	SH		SOLE		\$19,978.00		
CENTURY ALUM CO COM	COMMON STOCK	156431108	\$47,015.00	707,100	SH		SOLE		\$47,015.00		
			\$319,878.00						\$319,878.00		

\*Blenheim hereby requests that the Form 13F and all documents submitted with its 13F and Request for Confidential Treatment, including but not limited to this document, be subject to and treated as Confidential by the Commission.

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END