

CONFIDENTIAL TREATMENT

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

13F CONF
5/14/09

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2008

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 LLC
Address: 65 East 55th Street, 19th Floor
New York, NY. 10022

CONFIDENTIAL TREATMENT EXPIRED

Form 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. Levart
Title: Chief Operating Officer
Phone: 212-446-4020

NON-PUBLIC

Signature, Place, and Date of Signing:

[Signature]

NY, NY
[City, State]

02/12/09
[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).}



13FCON

CONFIDENTIAL TREATMENT REQUESTED
 FORM 13F INFORMATION TABLE
 REPORT DATE: 12/31/2008
 REPORTING MANAGER: DAVIDSON KEMPNER CAPITAL MANAGEMENT LLC

Issuer	Title of Class	CUSIP	Value	Shares/ PRN Amount	SH/ PRN	PUT/ CALL	Investment Discretion	Other Managers	Sole	Voting Authority
ROHM AND HAAS CO	CS	775371107	* \$1000.00 147,290	2,383,712	SH		SOLE		2,383,712	Shared None

CONFIDENTIAL TREATMENT REQUESTED UNTIL AUGUST 14, 2009

NON-PUBLIC

13FCON

CONFIDENTIAL TREATMENT REQUESTED
 FORM 13F INFORMATION TABLE
 REPORT DATE: 12/31/08
 REPORTING MANAGER: DAVIDSON KEMPNER CAPITAL MANAGEMENT LLC

Issuer	Title of Class	CUSIP	Value	Shares/ PRN Amount	SH/ PRN	PUT/ CALL	Investment Discretion	Other Managers	Sole	Shared	Voting Authority
GENENTECH INC	CS	368710406	* \$1000.00 32,028	SH	SOLE		386,298		386,298		None

CONFIDENTIAL TREATMENT REQUESTED UNTIL NOVEMBER 14, 2009

NON-PUBLIC

13FCON