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

FORM 13F COVER PAGE

REPORT FOR THE CALENDAR QUARTER ENDED DECEMBER 31, 2007

Check here if Amendment ☐

This Amendment (check only one)

☐ is a restatement

☐ adds new holdings entries

Institutional Investment Manager Filing this Report:

Name: Wynnefield Capital Management, LLC

Address: 450 Seventh Avenue – Suite 509, New York, New York 10123

Form 13F File Number: 28-7006

CONFIDENTIAL TREATMENT DENIED

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: Stephen J. Nelson

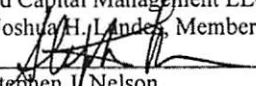
Title: Attorney-In-Fact for Joshua H. Landes, Member, General Partner of Wynnefield Capital, Inc.

Phone: (914) 220-1910 for Stephen J. Nelson or (212) 760-0814 for Joshua H. Landes

Signature, Place, and Date of Signing

Wynnefield Capital Management LLC

By: Mr. Joshua H. Landes, Member

By: 

Stephen J. Nelson
White Plains, New York
February 13, 2008

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).)

**FORM 13F Summary Page
Report Summary:**

Number of Other Managers: 1

Form 13F Information Table Entry Total: 76

Form 13F Information Table Value Total: \$311,928,000

List of Other Included Managers:

<u>No.</u>	<u>Name</u>	<u>Form 13F File Number</u>
1	Wynnefield Capital, Inc.	28-7006

CONFIDENTIAL TREATMENT REQUESTED

FORM 13F INFORMATION TABLE

Name of Reporting Manager: WYNNEFIELD CAPITAL MANAGEMENT, LLC
Name of Manager No. 1: WYNNEFIELD CAPITAL, INC.

(SEC USE ONLY)

Column 1:	Column 2:	Column 3:	Column 4:	Column 5:		Column 6:	Column 7:	Column 8:			
Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (in thousands)	Shares or Principal Amount	SH/PRN	Put/Call	Investment discretion	Other Managers	Voting Authority		
									Sole	Shared	None
Acme Communication Inc.	COM	004631107	7,685	2,815,169	SH		OTHER	Filer + No. 1	2,815,169		
Aircastle Ltd.	COM	G0129K104	263	10,000	SH		OTHER	Filer + No.1	10,000		
Allied Defense Group Inc.	COM	019118108	3,019	523,205	SH		OTHER	Filer + No. 1	523,205		
Angelica Corp.	COM	034663104	8,042	421,064	SH		OTHER	Filer + No. 1	421,064		
Avalon Holdings Corp.	CL A	05343P109	63	11,700	SH		OTHER	Filer + No. 1	11,700		
Bexil Corp.	COM	088577101	424	13,900	SH		OTHER	Filer + No. 1	13,900		
Biofuel Energy Corp.l	COM	09064Y109	141	20,000	SH		OTHER	Filer + No. 1	20,000		
Breeze Eastern Corp.	COM	106764103	14,367	1,300,190	SH		OTHER	Filer + No. 1	1,300,190		
Cagle's Inc.	CL A	127703106	1,804	217,400	SH		OTHER	Filer + No. 1	217,400		
Cal Maine Foods, Inc.	COM NEW	128030202	9,928	374,200	SH		OTHER	Filer + No. 1	374,200		
Canadian Superior Energy Inc.	COM	136644101	323	110,900	SH		OTHER	Filer + No. 1	110,900		
Capstead Mortgage Corp.	COM	14067E506	198	15,000	SH		OTHER	Filer + No. 1	15,000		
Commercial Vehicle Group, Inc.	COM	202608105	1,497	103,252	SH		OTHER	Filer + No. 1	103,252		
Conseco Inc.	COM NEW	208464883	5,478	436,119	SH		OTHER	Filer + No. 1	436,119		
Core Mark Holding Co. Inc.	COM	218681104	14,070	489,886	SH		OTHER	Filer + No. 1	489,886		
Cornell Companies Inc.	COM	219141108	58,841	2,523,190	SH		OTHER	Filer + No. 1	2,523,190		
Corriente Resources, Inc.	COM NEW	22027E409	275	50,000	SH		OTHER	Filer _ No. 1	50,000		
Crown Crafts Inc.	COM	228309100	5,224	1,463,325	SH		OTHER	Filer + No. 1	1,463,325		
Devcon Intl Corp.	COM	251588109	200	75,000	SH		OTHER	Filer + No. 1	75,000		
Dynegy Inc. Del.	CL A	26817G102	4,656	652,100	SH		OTHER	Filer + No. 1	652,100		

CONFIDENTIAL TREATMENT REQUESTED

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									Sole	Shared	None
Easylink Services International, Corp.	CL A	277858106	2,766	901,100	SH		OTHER	Filer + No. 1	901,100		
Encorium Group Inc.	COM	29257R109	324	188,150	SH		OTHER	Filer + No. 1	188,150		
Entertainment Dist. Co. Inc.	COM	29382J105	704	1,050,692	SH		OTHER	Filer + No. 1	1,050,692		
Eurand N V	SHS	N31010106	8,415	532,566	SH		OTHER	Filer + No. 1	532,566		
G-III Apparel Group, LTD.	COM	36237H101	5,174	350,300	SH		OTHER	Filer + No. 1	350,300		
Gold Fields Ltd. NEW	SPONSORED ADR	38059T106	994	70,000	SH		OTHER	Filer + No. 1	70,000		
Goldcorp Inc. NEW	COM	380956409	2,375	70,000	SH		OTHER	Filer + No. 1	70,000		
Golden Enterprises Inc.	COM	381010107	50	16,200	SH		OTHER	Filer + No. 1	16,200		
Goldleaf Financial Solutions	COM NEW	38144H208	87	54,935	SH		OTHER	Filer + No. 1	54,935		
Gold Reserve, Inc.	CL A	38068N108	130	25,000	SH		OTHER	Filer + No. 1	25,000		
Halozyme Therapeutics Inc.	COM	40637H109	3,484	490,000	SH		OTHER	Filer + No. 1	490,000		
Hooper Holmes Inc.	COM	439104100	315	183,200	SH		OTHER	Filer + No. 1	183,200		
I-Many Inc	COM	44973Q103	310	100,000	SH		OTHER	Filer + No. 1	100,000		
Isle of Capri Casinos Inc.	COM	464592104	975	70,778	SH		OTHER	Filer + No. 1	70,778		
Kodiak Oil & Gas Corp.	COM	50015Q100	54	24,749	SH		OTHER	Filer + No. 1	24,749		
Landec Corp.	COM	514766104	4,389	327,500	SH		OTHER	Filer + No. 1	327,500		
Langer Inc.	COM	515707107	670	254,791	SH		OTHER	Filer + No. 1	254,791		
Layne Christensen Co.	COM	521050104	4,954	100,680	SH		OTHER	Filer + No. 1	100,680		
Liberty Global Inc.	COM SER A	530555101	470	11,995	SH		OTHER	Filer + No. 1	11,995		
Liberty Global Inc.	COM SER C	530555309	445	12,165	SH		OTHER	Filer + No. 1	12,165		
Life Sciences Research, Inc.	COM	532169109	12,574	625,586	SH		OTHER	Filer + No. 1	625,586		
Lundin Mining Corp.	COM	550372106	304	31,659	SH		OTHER	Filer + No. 1	31,659		

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									Sole	Shared	None
MAG Silver Corp.	COM	553829102	616	41,400	SH		OTHER	Filer + No. 1	41,400		
MIND C.T.I., Ltd.	ORD	M70240102	1,062	478,300	SH		OTHER	Filer + No.1	478,300		
Mountain Province Diamonds Inc.	COM NEW	62426E402	462	100,000	SH		OTHER	Filer + No. 1	100,000		
Movie Star Inc.	COM	624591103	160	100,000	SH		OTHER	Filer + No. 1	100,000		
MVC Capital Inc.	COM	553829102	28,468	1,763,800	SH		OTHER	Filer + No. 1	1,763,800		
Napco Security Systems Inc.	COM	630402105	271	43,398	SH		OTHER	Filer + No. 1	43,398		
Neomagic Corp.	COM NEW	640497202	93	30,000	SH		OTHER	Filer + No. 1	30,000		
Nevada Gold & Casinos Inc.	COM	64126Q206	1,583	1,276,390	SH		OTHER	Filer + No. 1	1,276,390		
Nevsun Resources Ltd	COM	64156L101	60	25,000	SH		OTHER	Filer + No. 1	25,000		
Nobel Learning Communities Inc.	COM	654889104	16,956	1,170,292	SH		OTHER	Filer + No. 1	1,170,292		
Omega Protein Corp.	COM	68210P107	312	33,600	SH		OTHER	Filer + No. 1	33,600		
Outdoor Channel Holdings Inc.	COM NEW	690027206	1,553	225,000	SH		OTHER	Filer + No. 1	225,000		
PHC Inc. Mass.	CL A	693315103	330	110,000	SH		OTHER	Filer + No. 1	110,000		
Petrohawk Energy Corp.	COM	716495106	7,790	450,000	SH		OTHER	Filer + No. 1	450,000		
Polymet Mining Corp.	COM	731916102	132	40,870	SH		OTHER	Filer + No. 1	40,870		
Princeton Review Inc.	COM	742352107	6,934	832,368	SH		OTHER	Filer + No. 1	839,00		
Proshares TR	ULTSHR RU20000	74347R834	14,066	200,000	SH		OTHER	Filer + No. 1	200,000		
Prospect Medical Holdings Inc.	CL A	743494106	2,148	518,900	SH		OTHER	Filer + No. 1	518,900		
Rand Logistics, Inc.	COM	752182105	1,483	229,924	SH		OTHER	Filer + No. 1	229,924		
Rosetta Resources Inc.	COM	777779307	14,278	720,000	SH		OTHER	Filer + No. 1	720,000		
Rotech Healthcare Inc.	COM	778669101	665	1,750,490	SH		OTHER	Filer + No. 1	1,750,490		
Russ Berrie & Co.	COM	782233100	2,935	179,386	SH		OTHER	Filer + No. 1	179,386		

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									Sole	Shared	None
Summer Infant, Inc.	COM	865646103	3,811	785,765	SH		OTHER	Filer + No. 1	735,765		
Summer Infant, Inc.	*W EXP 04/20/2000	865646111	328	432,000	SH		OTHER	Filer + No. 1	432,000		
Teamstaff Inc.	COM NEW	87815U204	1,415	2,020,990	SH		OTHER	Filer + No. 1	2,020,990		
Techteam Global Inc.	COM	878311109	5,506	437,000	SH		OTHER	Filer + No. 1	437,000		
Tetra Technologies Inc. Del.	COM	88162F105	6,228	400,000	SH		OTHER	Filer + No. 1	400,000		
Toreador Resources Corporation	COM	891050106	175	25,000	SH		OTHER	Filer + No. 1	25,000		
Unifi Inc.	COM	904677101	823	340,000	SH		OTHER	Filer + No. 1	340,000		
United Rentals Inc.	COM	911363109	551	30,000	SH		OTHER	Filer + No. 1	30,000		
Westmoreland Coal Co.	COM	960878106	253	18,200	SH		OTHER	Filer + No. 1	18,200		
White Electronic Designs Corp.	COM	963801105	3,775	813,585	SH		OTHER	Filer + No. 1	813,585		
Wilshire Enterprises Inc.	COM	971889100	49	15,000	SH		OTHER	Filer + No. 1	15,000		
Winthrop Realty Trust	SH BEN INT	976391102	196	36,991	SH		OTHER	Filer + No. 1	36,991		
TOTAL			311,928	32,791,295							