

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2009-01-26** | Period of Report: **2008-12-31**
SEC Accession No. **0001157523-09-000448**

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FILER

ATALANTA SOSNOFF CAPITAL, LLC

CIK: **700529** | IRS No.: **133098640** | Fiscal Year End: **0930**
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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: Atalanta Sosnoff Capital, LLC

Address: 101 Park Avenue

New York, NY 10178

Form 13F File Number: 28-01162

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 it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing the Report on Behalf of Reporting Manager:

Name: Kevin S. Kelly

Title: Chief Operating Officer & Chief Financial Officer

Phone: (212) 867-5000

Signature, Place and Date of Signing:

/s/ Kevin S. Kelly New York, N.Y. 01/20/09

[Signature] [City, State] [Date]

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 are reported 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 report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: ONE

Form 13F Information Table Entry Total: 111

Form 13F Information Table Value Total: 4,876,765 (thousands)

List of Other Included Managers:

No.	13F File Number	Name
2	28-01974	Atalanta Sosnoff Management, LLC

Atalanta Sosnoff
FORM 13F
Atalanta Sosnoff Capital, LLC
December 31, 2008

<TABLE>
<CAPTION>

Name of Issuer	Title of class	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscretn	Other Managers	Voting Authority		
									Sole	Shared	None
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
ABBOTT LABS	COM	002824100	114224	2140225	SH		Sole				2140225
ACE LIMITED	COM	H0023R105	94030	1776828	SH		Sole				1776828
AETNA INC	COM	00817Y108	98084	3441540	SH		Sole				3441540
AMERICAN TOWER CORP	COM	029912201	45164	1540376	SH		Sole				1540376
APPLE INC	COM	037833100	118450	1387813	SH		Sole				1387813
AT&T INC	COM	00206R102	128220	4498956	SH		Sole				4498956
BANK OF AMERICA CORPORATION	COM	060505104	584	41500	SH		Sole				41500
CELGENE CORP	COM	151020104	23307	421626	SH		Sole				421626
CHEVRON CORP NEW	COM	166764100	51840	700831	SH		Sole				700831
CHUBB CORP	COM	171232101	58748	1151931	SH		Sole				1151931
CISCO SYS INC	COM	17275R102	59173	3630245	SH		Sole				3630245
CITIGROUP INC	COM	172967101	127	19000	SH		Sole				19000
CONOCOPHILLIPS	COM	20825C104	26669	514855	SH		Sole				514855
COSTCO WHSL CORP NEW	COM	22160K105	20697	394227	SH		Sole				394227
CVS/CAREMARK CORP	COM	126650100	108937	3790427	SH		Sole				3790427
DISNEY WALT CO	COM	254687106	89428	3941300	SH		Sole				3941300
GENENTECH INC	COM	368710406	25655	309437	SH		Sole				309437
GENERAL DYNAMICS CORP	COM	369550108	21557	374319	SH		Sole				374319
GENZYME CORP	COM	372917104	80583	1214155	SH		Sole				1214155
GOLDMAN SACHS GROUP INC	COM	38141G104	45314	536954	SH		Sole				536954
GOODRICH CORP	COM	382388106	578	15600	SH		Sole				15600
GOOGLE INC CL A	COM	38259P508	73690	239526	SH		Sole				239526
HEWLETT PACKARD CO	COM	428236103	126928	3497604	SH		Sole				3497604
IBM CORP	COM	459200101	129856	1542969	SH		Sole				1542969
INTEL CORP	COM	458140100	262	17905	SH		Sole				17905

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Atalanta Sosnoff
FORM 13F
Atalanta Sosnoff Capital, LLC
December 31, 2008

<TABLE>
<CAPTION>

Name of Issuer	Title of class	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscretn	Other Managers	Voting Authority		
									Sole	Shared	None
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
ISHARES TRUST MSCI EAFE INDEX	COM	464287465	336	7490	SH		Sole				7490
JOHNSON & JOHNSON	COM	478160104	107744	1800835	SH		Sole				1800835
JPMORGAN CHASE & CO	COM	46625H100	457	14500	SH		Sole				14500
KROGER CO	COM	501044101	11599	439207	SH		Sole				439207
MCDONALDS CORP	COM	580135101	125201	2013204	SH		Sole				2013204
MEDCOHEALTH SOLUTIONS INC	COM	58405U102	102293	2440789	SH		Sole				2440789
METLIFE INC	COM	59156R108	77083	2211210	SH		Sole				2211210
MICROSOFT CORP	COM	594918104	49131	2527320	SH		Sole				2527320
NORTEL NETWORKS CORP NEW	COM	656568508	4	16411	SH		Sole				16411
NYSE EURONEXT	COM	629491101	1023	37365	SH		Sole				37365
OCCIDENTAL PETE CORP	COM	674599105	33169	552917	SH		Sole				552917
PHILIP MORRIS INTERNATIONAL IN	COM	718172109	85414	1963083	SH		Sole				1963083
PROCTER & GAMBLE CO.	COM	742718109	797	12900	SH		Sole				12900
QUALCOMM INC	COM	747525103	713	19900	SH		Sole				19900
SCHLUMBERGER LTD	COM	806857108	394	9300	SH		Sole				9300
STANDARD & POORS DEPOSITARY	COM	78462F103	1268	14050	SH		Sole				14050

TARGET CORP	COM	87612E106	33654	974644	SH	Sole	974644
TRANSOCEAN LTD ZUG	COM	H8817H100	416	8800	SH	Sole	8800
UNION PAC CORP	COM	907818108	61193	1280195	SH	Sole	1280195
UNITED TECHNOLOGIES CORP	COM	913017109	94131	1756168	SH	Sole	1756168
WAL MART STORES INC	COM	931142103	90944	1622264	SH	Sole	1622264
REPORT SUMMARY	46 DATA RECORDS		2419074			0 OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED	

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Atalanta Sosnoff
FORM 13F
Atalanta Sosnoff Management, LLC
December 31, 2008

										Voting Authority		

Name of Issuer	Title of class	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscrttn	Other Managers		Sole	Shared	None
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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
BARCLAYS BANK PLC REV CONV LKD	CV BND	06738G5G1	25	40000	PRN		Sole				40000	
ABBOTT LABS	COM	002824100	119473	2238577	SH		Sole				2238577	
ACE LIMITED	COM	H0023R105	98796	1866890	SH		Sole				1866890	
AETNA INC	COM	00817Y108	79586	2792486	SH		Sole				2792486	
AIR PRODS & CHEMS INC	COM	009158106	263	5236	SH		Sole				5236	
ALTRIA GROUP INC COM	COM	02209S103	648	43029	SH		Sole				43029	
AMERICAN EXPRESS CO	COM	025816109	401	21630	SH		Sole				21630	
AMERICAN TOWER CORP	COM	029912201	41284	1408061	SH		Sole				1408061	
APPLE INC	COM	037833100	119803	1403670	SH		Sole				1403670	
AT&T INC	COM	00206R102	129286	4536338	SH		Sole				4536338	
BANK OF AMERICA CORPORATION	COM	060505104	429	30480	SH		Sole				30480	
BEST BUY INC	COM	086516101	431	15330	SH		Sole				15330	
BOEING CO	COM	097023105	451	10564	SH		Sole				10564	
CAPITAL ONE FINANCIAL CORP	COM	14040H105	417	13075	SH		Sole				13075	
CELGENE CORP	COM	151020104	940	17008	SH		Sole				17008	
CHEVRON CORP NEW	COM	166764100	50591	683940	SH		Sole				683940	
CHUBB CORP	COM	171232101	55418	1086619	SH		Sole				1086619	
CISCO SYS INC	COM	17275R102	52625	3228553	SH		Sole				3228553	
CONOCOPHILLIPS	COM	20825C104	27749	535686	SH		Sole				535686	
CVS/CAREMARK CORP	COM	126650100	107934	3755548	SH		Sole				3755548	
DELL INC	COM	24702R101	261	25450	SH		Sole				25450	
DISNEY WALT CO	COM	254687106	82551	3638226	SH		Sole				3638226	
E M C CORP MASS	COM	268648102	360	34350	SH		Sole				34350	
GENENTECH INC	COM	368710406	41064	495282	SH		Sole				495282	
GENERAL DYNAMICS CORP	COM	369550108	27739	481669	SH		Sole				481669	
GENERAL ELECTRIC CO	COM	369604103	781	48192	SH		Sole				48192	
GENZYME CORP	COM	372917104	76655	1154965	SH		Sole				1154965	
GOLDMAN SACHS GROUP INC	COM	38141G104	44989	533114	SH		Sole				533114	
GOOGLE INC CL A	COM	38259P508	73175	237852	SH		Sole				237852	
GRAYD RESOURCE CORP	COM	388902108	1	10000	SH		Sole				10000	
HEWLETT PACKARD CO	COM	428236103	138428	3814506	SH		Sole				3814506	
HONEYWELL INTL INC	COM	438516106	446	13600	SH		Sole				13600	
IBM CORP	COM	459200101	133991	1592095	SH		Sole				1592095	
INDIA FD INC	COM	454089103	193	10558	SH		Sole				10558	
ISHARES TRUST KLD SELECT SOCIA	COM	464288802	400	10435	SH		Sole				10435	
ISHARES TRUST MSCI EAFE INDEX	COM	464287465	456	10170	SH		Sole				10170	
JOHNSON & JOHNSON	COM	478160104	116495	1947096	SH		Sole				1947096	

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December 31, 2008

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-----										-----		
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
JPMORGAN CHASE & CO	COM	46625H100	316	10009	SH		Sole				10009	
KELLOGG CO	COM	487836108	424	9675	SH		Sole				9675	

KRAFT FOODS INC	COM	50075N104	687	25589	SH	Sole	25589
LOWES COS INC	COM	548661107	587	27298	SH	Sole	27298
MARATHON OIL CORP	COM	565849106	847	30965	SH	Sole	30965
MCDONALDS CORP	COM	580135101	128595	2067774	SH	Sole	2067774
MEDCOHEALTH SOLUTIONS INC	COM	58405U102	108012	2577235	SH	Sole	2577235
METLIFE INC	COM	59156R108	77801	2231809	SH	Sole	2231809
MICROSOFT CORP	COM	594918104	39769	2045739	SH	Sole	2045739
NOKIA CORP SPONSORED ADR	COM	654902204	598	38350	SH	Sole	38350
OCCIDENTAL PETE CORP	COM	674599105	30155	502673	SH	Sole	502673
PEPSICO INC	COM	713448108	799	14580	SH	Sole	14580
PFIZER INC	COM	717081103	208	11771	SH	Sole	11771
PG&E CORP	COM	69331C108	1092	28215	SH	Sole	28215
PHILIP MORRIS INTERNATIONAL IN	COM	718172109	95378	2192097	SH	Sole	2192097
PROCTER & GAMBLE CO.	COM	742718109	374	6050	SH	Sole	6050
SAFEWAY INC	COM	786514208	756	31810	SH	Sole	31810
SCHLUMBERGER LTD	COM	806857108	368	8694	SH	Sole	8694
STANDARD & POORS DEPOSITARY	COM	78462F103	962	10665	SH	Sole	10665
TARGET CORP	COM	87612E106	28303	819665	SH	Sole	819665
TRANSOCEAN LTD ZUG	COM	H8817H100	259	5485	SH	Sole	5485
TRI VY CORP	COM	895735108	54	30000	SH	Sole	30000
UNION PAC CORP	COM	907818108	54323	1136455	SH	Sole	1136455
UNITED TECHNOLOGIES CORP	COM	913017109	115863	2161627	SH	Sole	2161627
VANGUARD INTL EQUITY EMERGING	COM	922042858	235	9954	SH	Sole	9954
WAL MART STORES INC	COM	931142103	145541	2596160	SH	Sole	2596160
WELLPOINT INC	COM	94973V107	848	20125	SH	Sole	20125
WTS DIME BANCORP INC NEW	COM	25429Q110	0	19750	SH	Sole	19750
REPORT SUMMARY	65 DATA RECORDS		2457691			0 OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED	

</TABLE>