

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2004-08-12** | Period of Report: **2004-06-30**
SEC Accession No. **0001085146-04-000313**

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FILER

TACONIC OFFSHORE MANAGEMENT LLC

CIK: **1212350** | IRS No.: **000000000** | Fiscal Year End: **1231**
Type: **13F-HR** | Act: **34** | File No.: **028-10332** | Film No.: **04968476**

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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: June 30, 2004

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: Taconic Offshore Management LLC
Address: 450 Park Avenue, 8th Floor
New York, NY 10022

13F File Number: 28-10332

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: Robin S. Rothstein
Title: Chief Financial Officer
Phone: (212) 209-3100

Signature, Place, and Date of Signing:

/s/ Robin S. Rothstein New York, NY August 10, 2004

Report Type (Check only one.):

- [X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form13F Information Table Entry Total: 33
Form13F Information Table Value Total: \$210,043 (thousands)

List of Other Included Managers:

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

NONE

<TABLE>		<C>		<C>		FORM 13F INFORMATION TABLE									
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT DISCRETN	OTHER MANAGERS	VOTING AUTHORITY						
									SOLE	SHARED	NONE				
ADVANCED FIBRE COMMUNICATION	COM	00754A105	7106	351778	SH		SOLE		351778	0	0				
AETHER SYS INC	NOTE	6.000% 3/2 00808VAA3	10896	10930353	PRN		SOLE		0	0	10930353				
AMR CORP	COM	001765106	936	77285	SH		SOLE		77285	0	0				
APOGENT TECHNOLOGIES INC	COM	03760A101	6867	214580	SH		SOLE		214580	0	0				
AT&T WIRELESS SVCS INC	COM	00209A106	37444	2614838	SH		SOLE		2614838	0	0				
BANK ONE CORP	COM	06423A103	30219	592528	SH		SOLE		592528	0	0				
CHELSEA PPTY GROUP INC	COM	163421100	5040	77278	SH		SOLE		77278	0	0				
DELTA AIR LINES INC DEL	COM	247361108	220	30915	SH		SOLE		30915	0	0				
GOLDEN STAR RES LTD CDA	COM	38119T104	75	15973	SH		SOLE		15973	0	0				

GRACE W R & CO DEL NEW	COM	38388F108	2719	438493	SH	SOLE	438493	0	0
HOLLINGER INTL INC	CL A	435569108	13347	794954	SH	SOLE	794954	0	0
IAMGOLD CORP	COM	450913108	4866	870716	SH	SOLE	870716	0	0
ILEX ONCOLOGY INC	COM	451923106	6717	268803	SH	SOLE	268803	0	0
INVISION TECHNOLOGIES INC	COM	461851107	8523	170802	SH	SOLE	170802	0	0
KROLL INC	COM	501049100	6050	164037	SH	SOLE	164037	0	0
MANDALAY RESORT GROUP	COM	562567107	10787	157159	SH	SOLE	157159	0	0
MAXWELL SHOE INC	CL A	577766108	2675	115112	SH	SOLE	115112	0	0
METRO GOLDWYN MAYER INC	COM	591610100	4079	337069	SH	SOLE	337069	0	0
NATIONAL COMMERCE FINL CORP	COM	63545P104	16700	513843	SH	SOLE	513843	0	0
NORTHWEST AIRLS CORP	CL A	667280101	716	64405	SH	SOLE	64405	0	0
OXFORD HEALTH PLANS INC	COM	691471106	16184	294045	SH	SOLE	294045	0	0
PEGASUS COMMUNICATIONS CORP	CL A NEW	705904605	630	25762	SH	SOLE	25762	0	0
PEOPLESOFT INC	COM	712713106	1859	100472	SH	SOLE	100472	0	0
PREMIERE TECHNOLOGIES INC	NOTE 5.750% 7/0	74058FAC6	1227	1221124	PRN	SOLE	0	0	1221124
REVLON INC	CL A	761525500	784	265916	SH	SOLE	265916	0	0
SCITEX LTD	ORD	809090103	96	15458	SH	SOLE	15458	0	0
SEACOAST FINL SVCS CORP	COM	81170Q106	2346	67806	SH	SOLE	67806	0	0
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	1174	26175	SH	SOLE	26175	0	0
STELMAR SHIPPING LTD	COM	V8726M103	2185	65903	SH	SOLE	65903	0	0
TITAN CORP	COM	888266103	669	51556	SH	SOLE	51556	0	0
U S G CORP	COM NEW	903293405	815	46380	SH	SOLE	46380	0	0
UNISOURCE ENERGY CORP	COM	909205106	3726	149934	SH	SOLE	149934	0	0
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	2366	21125	SH	SOLE	21125	0	0

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