

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

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FILER

**SALOMON BROTHERS MORTGAGE SECURITIES VII INC**

CIK: **809877** | IRS No.: **133439681** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **033-11429** | Film No.: **96687943**  
SIC: **6189** Asset-backed securities

Mailing Address  
SEVEN WORLD TRADE  
CENTER  
29TH FLOOR  
NEW YORK NY 10048

Business Address  
SEVEN WORLD TRADE CNTR  
29H FLOOR  
NEW YORK NY 10048  
2127837000

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 30, 1996

SALOMON BROTHERS MORTGAGE SECURITIES VII, INC.

(AS DEPOSITOR UNDER THE TRUST AGREEMENT,  
DATED AS OF DECEMBER 30, 1996, PROVIDING FOR THE ISSUANCE OF  
TRUST CERTIFICATES, SERIES 1996-6)

Salomon Brothers Mortgage Securities Vii, Inc.

-----  
(Exact name of registrant as specified in its charter)

Delaware  
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(State or Other Jurisdiction  
of Incorporation)

333-14225  
-----

(Commission  
File Number)

13-3439681  
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(I.R.S. Employer  
Identification Number)

Seven World Trade Center  
New York, New York  
-----

(Address of Principal  
Executive Offices)

10048  
-----

(Zip Code)

Registrant's telephone number, including area code: (212) 783-5659  
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Item 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

- (a) Not applicable
- (b) Not applicable
- (c) Exhibits:

Exhibit No. -----	Item 601(a) of Regulation S-K Exhibit No. -----	Description -----
1	23.1	Consent of Independent Accountants
2	23.2	Consent of Independent Accountants

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: December 30, 1996

SALOMON BROTHERS MORTGAGE  
SECURITIES VII, INC.

By: /s/ Gregory P. Petroski

-----  
Name: Gregory P. Petroski  
Title: Assistant Vice President

INDEX TO EXHIBITS

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1	Consent of Coopers & Lybrand L.L.P.	5
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CONSENT OF INDEPENDENT ACCOUNTANTS

We consent to the incorporation by reference in the Prospectus Supplement of our report dated January 22, 1996, on our audits of the consolidated financial statements of MBIA Insurance Corporation and Subsidiaries as of December 31, 1995 and 1994, and for each of the three years ended December 31, 1995. We also consent to the reference to our firm under the caption "Experts".

/s/ Coopers & Lybrand L.L.P.  
COOPERS & LYBRAND L.L.P.

New York, New York  
December 27, 1996

CONSENT OF INDEPENDENT ACCOUNTANTS

We consent to the incorporation by reference in the Prospectus Supplement dated December 30, 1996 (to Prospectus dated October 18, 1996) of Salomon Brothers Mortgage Securities VII, Inc. relating to Trust Certificates, Series 1996-6A of our report dated January 17, 1996 on our report dated January 17, 1996 on our audits of the consolidated financial statements of Financial Security Assurance Inc. and Subsidiaries as of December 31, 1995 and 1994, and for each of the three years in the period ended December 31, 1995. We also consent to the reference to our firm under the caption "Experts".

/s/ Coopers & Lybrand L.L.P.  
COOPERS & LYBRAND L.L.P.

New York, New York  
December 30, 1996