

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2013-01-14** | Period of Report: **2012-12-31**
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FILER

HOWARD CAPITAL MANAGEMENT

CIK: **1078658** | IRS No.: **132786101** | State of Incorporation: **NY** | Fiscal Year End: **1231**
Type: **13F-HR** | Act: **34** | File No.: **028-07476** | Film No.: **13528273**

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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: 12/31/2012

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: Howard Capital Management

Address: 11601 Wilshire Blvd., #2080
Los Angeles, CA 90025

Form 13F File Number: 28-07476

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 submission.

Persons Signing this Report on Behalf of Reporting Manager:

Name: Jason Kaplan
Title: Senior Managing Director
Phone: 310-473-9100

Signature, Place, and Date of Signing:

/s/ Jason Kaplan	Los Angeles, CA	1/14/2013
-----	-----	-----
[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 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).)

List of Other Managers Reporting for this Manager:

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 93

Form 13F Information Table Value Total: \$ 326,741

(In Thousands)

List of Other Included Managers:

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

NONE

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<CAPTION>

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY SOLE SHARED NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
ROYAL DUTCH SHELL CL A	ADR	780259206	620	8994	SH	SOLE		0 8994
3D SYSTEMS CORPORATION	COM	88554D205	5265	98685	SH	SOLE	53255	0 45430
3M CO	COM	88579Y101	682	7341	SH	SOLE	450	0 6891
ABBOTT LABORATORIES	COM	002824100	210	3200	SH	SOLE	550	0 2650
ALTRIA GROUP INC	COM	02209S103	848	26975	SH	SOLE	1075	0 25900
AMAZON COM INC COM	COM	023135106	7721	30775	SH	SOLE	17140	0 13635
AMERICAN EXPRESS COMPANY	COM	025816109	6003	104433	SH	SOLE	54483	0 49950
APPLE COMPUTER INC	COM	037833100	11825	22220	SH	SOLE	12781	0 9439
APTARGROUP INC	COM	038336103	4644	97310	SH	SOLE	53970	0 43340
ARMOUR RESIDENTIAL REIT INC	COM	042315101	129	20000	SH	SOLE	0	0 20000
AT&T (Formerly SBC COMM INC)	COM	00206r102	240	7127	SH	SOLE	0	0 7127
BERKSHIRE HATHAWAY INC CL B	COM	084670702	693	7721	SH	SOLE	3000	0 4721
BLACK DIAMOND INC COM	COM	09202G101	98	12000	SH	SOLE	200	0 11800
BRISTOL MYERS SQUIBB CO	COM	110122108	1308	40121	SH	SOLE	725	0 39396
CHECK POINT SOFTWARE ORD	COM	M22465104	5269	110595	SH	SOLE	60265	0 50330
CHEVRON CORP	COM	166764100	11305	104539	SH	SOLE	48083	0 56456
CISCO SYSTEMS INC	COM	17275R102	688	35028	SH	SOLE	300	0 34728
COCA COLA CO	COM	191216100	10052	277297	SH	SOLE	139022	0 138275
CUMMINS INC	COM	231021106	5465	50435	SH	SOLE	27795	0 22640
DEERE & CO COM	COM	244199105	1455	16836	SH	SOLE	0	0 16836
DISNEY WALT CO	COM	254687106	11937	239744	SH	SOLE	103855	0 135889
EMC CORP-MASS	COM	268648102	5096	201420	SH	SOLE	108600	0 92820
EXXON MOBIL CORP	COM	30231G102	6640	76719	SH	SOLE	3205	0 73514
F5 NETWORKS INC COM	COM	315616102	5868	60405	SH	SOLE	34905	0 25500
FEDEX CORP COM	COM	31428X106	4876	53165	SH	SOLE	31705	0 21460
FLUOR CORP NEW COM	COM	343412102	5698	97004	SH	SOLE	49029	0 47975
GABRIEL TECHNOLOGIES COM	COM	362447104	0	25000	SH	SOLE	25000	0 0
GENERAL ELECTRIC CO	COM	369604103	10036	478152	SH	SOLE	227122	0 251030
GENERAL MILLS INC	COM	370334104	776	19200	SH	SOLE	0	0 19200
GOOGLE INC CL A	COM	38259P508	8278	11702	SH	SOLE	6996	0 4706
HONEYWELL INTL INC	COM	438516106	497	7825	SH	SOLE	317	0 7508
IMF (AUSTRALIA) LIMITED NPV	COM	q48580114	42	25000	SH	SOLE	25000	0 0
INTEL CORP	COM	458140100	4607	223432	SH	SOLE	113953	0 109479
INTERNATIONAL BUSINESS MACHINE	COM	459200101	11443	59741	SH	SOLE	28553	0 31188
J P MORGAN CHASE AND CO	COM	46625H100	8999	204677	SH	SOLE	108412	0 96265
JOHNSON AND JOHNSON CO	COM	478160104	6951	99154	SH	SOLE	43799	0 55354
KIMBERLY CLARK CORP	COM	494368103	8075	95640	SH	SOLE	51635	0 44005
KRAFT FOODS GROUP INC	COM	50076q106	271	5966	SH	SOLE	0	0 5966
MCCORMICK & CO INC NON-VOTING	COM	579780206	5936	93432	SH	SOLE	53080	0 40352
MCDONALDS CORP	COM	580135101	1692	19183	SH	SOLE	683	0 18500
MCGRAW HILL COMPANIES INC	COM	580645109	251	4600	SH	SOLE	0	0 4600
MERCK AND CO INC	COM	58933y105	12108	295751	SH	SOLE	119504	0 176247
MICROSOFT CORP	COM	594918104	7745	289966	SH	SOLE	103474	0 186492
MONDELEZ INTERNATIONAL, INC.	COM	609207105	456	17900	SH	SOLE	0	0 17900
NIKE INC-CL B	COM	654106103	5272	102176	SH	SOLE	56271	0 45905
NUANCE COMMUNICATIONS COM	COM	67020y100	4250	190395	SH	SOLE	109660	0 80735
OMEGA CAPITAL CORP COL PRICE O	COM		180	15000	SH	SOLE	15000	0 0
PC GROUP INC COM	COM	70455g107	0	100689	SH	SOLE	1939	0 98750
PEPSICO INC	COM	713448108	911	13319	SH	SOLE	819	0 12500
PFIZER INC	COM	717081103	2095	83533	SH	SOLE	6075	0 77458
PHILIP MORRIS INTL INC COM	COM	718172109	2141	25592	SH	SOLE	1403	0 24189
PROCTER AND GAMBLE CO	COM	742718109	985	14515	SH	SOLE	0	0 14515
QUALCOMM INC	COM	747525103	7753	125326	SH	SOLE	71246	0 54080
QUEST DIAGNOSTICS INC COM	COM	74834L100	3841	65910	SH	SOLE	41195	0 24715
SCHLUMBERGER LTD	COM	806857108	7308	105463	SH	SOLE	54060	0 51403
SEALED AIR CORP NEW	COM	81211K100	315	18000	SH	SOLE	0	0 18000
SOUTHERN CO	COM	842587107	254	5932	SH	SOLE	5932	0 0
SPDR GOLD TRUST GOLD SHS	COM	78463V107	249	1535	SH	SOLE	1430	0 105
SPECTRUM GROUP INTL IN COM	COM	84763M102	339	158400	SH	SOLE	0	0 158400
STRATASYS, INC	COM	m85548101	5608	69970	SH	SOLE	37090	0 32880

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
TEXAS INSTRUMENTS INC	COM	882508104	232	7500	SH	SOLE		0 0 7500
TIGER X MED INC COM	COM	88677A104	17	285714	SH	SOLE		0 0 285714
TRIMBLE NAVIGATION LIMITED	COM		368	6150	SH	SOLE		2100 0 4050
UNION PACIFIC CORP	COM	907818108	7780	61885	SH	SOLE		34600 0 27285
UNITED STATES 12 MONTH OIL FUN	COM	91288v103	238	6000	SH	SOLE		6000 0 0
UNITED TECHNOLOGIES CORP	COM	913017109	7218	88010	SH	SOLE		43686 0 44324
UNWIRED PLANET INC NEW COM	COM	91531f103	56	46500	SH	SOLE		46500 0 0
VERIZON COMMUNICATIONS	COM	92343V104	228	5270	SH	SOLE		100 0 5170
WAL MART STORES INC	COM	931142103	294	4311	SH	SOLE		361 0 3950
WORLDWIDE MEDICAL CORP DEL	COM		0	28850	SH	SOLE		28850 0 0
XYLEM INC	COM	98419m100	5263	194217	SH	SOLE		106545 0 87672
YUM BRANDS INC COM	COM	988498101	4902	73830	SH	SOLE		41705 0 32125
SAPPHIRE IND CORP UTS ESCROW			0	39000	SH	SOLE		39000 0 0
EMERGING MARKETS ETF (VWO)	ETF	922042858	7380	165739	SH	SOLE		84875 0 80863
INDIA EQUITY ETF (EPI)	ETF	97717W422	2047	105682	SH	SOLE		58667 0 47015
BIOTECHNOLOGY SECTOR ETF (IBB)	ETF	464287556	11338	82624	SH	SOLE		43972 0 38652
CONSUMER DISCRETIONARY SPDR (X	ETF	81369y407	2533	53392	SH	SOLE		19662 0 33730
CONSUMER STAPLES SECTOR ETF (X	ETF	81369Y308	1334	38210	SH	SOLE		13175 0 25035
DOW JONES IND AVG ETF (DIA)	ETF	78467X109	741	5675	SH	SOLE		4360 0 1315
ENERGY SECTOR ETF (XLE)	ETF	81369Y506	2075	29050	SH	SOLE		11521 0 17529
FINANCIAL SECTOR ETF (XLF)	ETF	81369Y605	826	50370	SH	SOLE		21485 0 28885
HEALTHCARE SECTOR ETF (XLV)	ETF	81369Y209	1589	39837	SH	SOLE		15467 0 24370
INDUSTRIAL SECTOR ETF (XLI)	ETF	81369Y704	2315	61073	SH	SOLE		23408 0 37666
INFORMATION TECHNOLOGY SECTOR	ETF	464287721	6193	87565	SH	SOLE		27336 0 60230
OIL & GAS EXPL & PROD SECTOR E	ETF	73935x658	517	19175	SH	SOLE		4445 0 14730
OIL & GAS EXPLOR & PROD SECTOR	ETF	464288851	494	7771	SH	SOLE		3500 0 4270
POWERSHARES QQQ TRUST UNIT SER	ETF	73935a104	599	9201	SH	SOLE		4675 0 4526
PROSHARES ULTRA QQQ 2x (QLD)	ETF		589	10745	SH	SOLE		4845 0 5900
S&P 500 EQUITY INDEX ETF (SPY)	ETF	78462F103	11265	79100	SH	SOLE		33723 0 45377
TECH NETWORKING HARDWARE ETF (ETF	464287531	2243	79700	SH	SOLE		24910 0 54790
WATER INFRASTRUCTURE SECTOR ET	ETF	73935X575	858	41330	SH	SOLE		16916 0 24414
THE INVESTMENT HOUSE GROWTH FD			578	32306	SH	SOLE		20276 0 12030
HUDSON PACIFIC PPTYS INC COM		444097109	337	16000	SH	SOLE		16000 0 0

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