

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**  
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FILER

**JDN Capital Management, LP**

CIK: **1314032** | IRS No.: **680338686** | Fiscal Year End: **1231**  
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Mailing Address	Business Address
2420 CAMINO RAMON, STE. 222 SAN RAMON CA 94583	2420 CAMINO RAMON, STE. 222 SAN RAMON CA 94583 925-244-5990

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

FORM13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2008  
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Check here if Amendment [ ]; Amendment Number: -----  
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This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: JDN Capital Management, LP  
-----  
Address: 2420 Camino Ramon Suite 222  
-----  
San Ramon, CA 94583  
-----  
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Form 13F File Number: 28- 11131  
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The institutional investment manager filing this report and 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, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: John Nguyen  
-----  
Title: General Partner  
-----  
Phone: 925-244-5990  
-----

Signature, Place, and Date of Signing

/s/ John Nguyen San Ramon, CA January 26, 2009  
-----  
[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 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 managers (s).)

FORM13F SUMMARY

Report Summary:

Number of Other Included Managers: 0  
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Form 13F Information Table Entry Total: 129  
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Form 13F Information Table Value Total: 52,894  
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(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

NONE

<TABLE>

<CAPTION>

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/ prn	Investment Discretion	Other Managers	Voting Authority Sole	Shared	None	
<S>	<C>	<C>	<C>	<C>	<C>	<C>		<C>	<C>	<C>	
ACI Worldwide Inc	com	004498101	333	20926	SH		SOLE		20926	0	0
Adapttec Inc	com	00651F10	286	86662	SH		SOLE		86662	0	0
Amicas Inc	com	001712108	519	310939	SH		SOLE		310939	0	0
Anadigics	com	032515108	309	208600	SH		SOLE		208600	0	0
Apple Computer Inc	com	037833100	283	3320	SH		SOLE		3320	0	0
Applied Matls Inc	com	038222105	425	42000	SH		SOLE		42000	0	0
Aspen Insurance Holdings Ltd	com	G05384105	468	19300	SH		SOLE		19300	0	0
Avnet Inc	com	053807103	1160	63700	SH		SOLE		63700	0	0
Bank of America Corp	com	060505104	774	55000	SH	SOLE		55000	0	0	
Bell Microproducts Inc	com	078137106	133	221694	SH		SOLE		221694	0	0
Best Buy Inc	com	086516101	323	11500	SH		SOLE		11500	0	0
Borland Software Corp	com	099849101	162	154646	SH		SOLE		154646	0	0
CRM Holdings Ltd	com	G2554P103	182	107333	SH		SOLE		107333	0	0
Cadence Design Systems Inc	com	127387108	430	117393	SH		SOLE		117393	0	0
CalAmp Corp	com	128126109	80	177494	SH		SOLE		177494	0	0
Cerion Tech	com	156916108	3	10100	SH		SOLE		10100	0	0
Cerner Corp	com	156782104	155	4028	SH		SOLE		4028	0	0
Chemtura Corp	com	163893100	174	124059	SH		SOLE		124059	0	0
Chevron Corporation	com	166764100	1672	22600	SH		SOLE		22600	0	0
Cisco Sys Inc	com	17275R102	130	8000	SH		SOLE		8000	0	0
Citigroup Inc	com	172967101	254	37800	SH		SOLE		37800	0	0
Cognex Corp	com	192422103	773	52217	SH		SOLE		52217	0	0
Comcast Corp	com	20030N101	771	45700	SH		SOLE		45700	0	0
Commscope Inc	com	203372107	276	17736	SH		SOLE		17736	0	0
Community Health Sys Inc	com	203668108	435	29860	SH		SOLE		29860	0	0
Conagra Foods Inc	com	205887102	165	10000	SH		SOLE		10000	0	0
Cost Plus Inc	com	221485105	69	73383	SH		SOLE		73383	0	0
Cypress Semiconductor Corp	com	232806109	173	38600	SH		SOLE		38600	0	0
DSP Group Inc	com	23332B106	848	105770	SH		SOLE		105770	0	0
Dean Foods Co	com	242370104	987	54905	SH		SOLE		54905	0	0
Delia's Inc	com	246911101	226	102792	SH		SOLE		102792	0	0
Dell Inc	com	247025109	323	31500	SH		SOLE		31500	0	0
Delsite Inc	com	24734R103	1	10300	SH		SOLE		10300	0	0
Diamond Offshore Drilling Inc	com	25271C102	253	4300	SH		SOLE		4300	0	0
E M C Corp Mass	com	268648102	360	34400	SH		SOLE		34400	0	0
EBay Inc	com	278642103	236	16900	SH		SOLE		16900	0	0
Electro Scientific Inds	com	285229100	312	45950	SH		SOLE		45950	0	0
Emrise Corp	com	29246J101	28	18188	SH		SOLE		18188	0	0
Exar Corp	com	300645108	844	126524	SH		SOLE		126524	0	0
Federal Mogul Corp	com	313549404	280	66291	SH		SOLE		66291	0	0
Flextronics Intl Ltd	com	Y2573F102	429	167701	SH		SOLE		167701	0	0
FormFactor Inc	com	346375108	477	32700	SH		SOLE		32700	0	0
Freeport-McMoran Copper & Go	com	35671D857	330	13500	SH		SOLE		13500	0	0
Future Healthcare	com	360911101	0	14600	SH		SOLE		14600	0	0
General Electric Co	com	369604103	465	28700	SH		SOLE		28700	0	0
Gevity HR Inc	com	374393106	59	39368	SH		SOLE		39368	0	0
Grubb & Ellis Co	com	400095204	177	142780	SH		SOLE		142780	0	0
HMS Hldgs Corp	com	40425J101	394	12500	SH		SOLE		12500	0	0
Hertz Global Holdings Inc	com	42805T105	157	31000	SH		SOLE		31000	0	0
Hot Topic Inc	com	441339108	999	107787	SH		SOLE		107787	0	0
ICT Group Inc	com	44929Y101	241	52691	SH		SOLE		52691	0	0
Ingram Micro	com	457153104	922	68855	SH		SOLE		68855	0	0
Intel Corp	com	458140100	1376	93850	SH		SOLE		93850	0	0
Intersil Corp	com	46069S109	320	34800	SH		SOLE		34800	0	0
Itron Inc	com	465741106	217	3400	SH		SOLE		3400	0	0
JDS Uniphase Corp	com	466121J507	420	115082	SH		SOLE		115082	0	0
JP Morgan Chase & Co	com	46625H100	936	29700	SH		SOLE		29700	0	0
Jabil Circuit Inc	com	466313103	592	87700	SH		SOLE		87700	0	0
Jumbo Sports	com	481386100	0	20000	SH		SOLE		20000	0	0
KBR Inc	com	48242W106	1377	90600	SH		SOLE		90600	0	0

Kforce Inc	com	493732101	142	18486	SH	SOLE	18486	0	0
LECG Corp	com	523234102	181	26908	SH	SOLE	26908	0	0
LeCroy Corp	com	52324W109	89	29166	SH	SOLE	29166	0	0
LifePoint Hospitals Inc	com	53219L109	898	39300	SH	SOLE	39300	0	0
Livewire Mobile Inc	com	53837P102	51	530450	SH	SOLE	530450	0	0
Mc Donalds	com	580135101	826	13284	SH	SOLE	13284	0	0
McCormick & Schmicks SeaFd R	com	579793100	255	63339	SH	SOLE	63339	0	0
Mediware Information Sys Inc	com	584946107	156	32411	SH	SOLE	32411	0	0
Mentor Graphics Corp	com	587200106	645	124760	SH	SOLE	124760	0	0
Mercer Ins Group Inc	com	587902107	302	23865	SH	SOLE	23865	0	0
Mercury Computer Sys	com	589378108	85	13400	SH	SOLE	13400	0	0
Microsoft Corp	com	594918104	397	20400	SH	SOLE	20400	0	0
Montpelier Re Holdings Ltd	com	G62185106	591	35200	SH	SOLE	35200	0	0
Motorola Inc	com	620076109	343	77400	SH	SOLE	77400	0	0
Myers Inds Inc	com	628464109	453	56650	SH	SOLE	56650	0	0
Mylan Inc	com	628530107	885	89500	SH	SOLE	89500	0	0
Nautilus Inc	com	63910B102	79	35807	SH	SOLE	35807	0	0
Newport Corp	com	651824104	332	48923	SH	SOLE	48923	0	0
Nokia Corp	com	654902204	577	37000	SH	SOLE	37000	0	0
Novatel Wireless Inc	com	66987M604	361	77891	SH	SOLE	77891	0	0
Novell Inc	com	670006105	427	109702	SH	SOLE	109702	0	0
Novellus Sys Inc	com	670008101	202	16400	SH	SOLE	16400	0	0
OM Group Inc	com	670872100	733	34700	SH	SOLE	34700	0	0
Office Depot Inc	com	676220106	283	95000	SH	SOLE	95000	0	0
On-Assignment Inc	com	682159108	941	165997	SH	SOLE	165997	0	0
Owens Ill Inc	com	690768403	607	22200	SH	SOLE	22200	0	0
Pacific Sunwear Calif Inc	com	694873100	129	81131	SH	SOLE	81131	0	0
Pantry Inc	com	698657103	612	28509	SH	SOLE	28509	0	0
Pfizer Inc	com	717081103	289	16300	SH	SOLE	16300	0	0
Photonics Inc	com	719405102	288	147783	SH	SOLE	147783	0	0
Plantronics Inc	com	727493108	317	24000	SH	SOLE	24000	0	0
Powerwave Technologies Inc	com	739363109	150	300800	SH	SOLE	300800	0	0
Presstek Inc	com	741113104	86	26776	SH	SOLE	26776	0	0
Pride Intl Inc Del	com	74153Q102	177	11100	SH	SOLE	11100	0	0
RF MicroDevices Inc	com	749941100	91	117081	SH	SOLE	117081	0	0
RTI Biologics Inc	com	74975N105	169	61216	SH	SOLE	61216	0	0
Rackable Systems Inc	com	750077109	191	48572	SH	SOLE	48572	0	0
Radisys Corp	com	750459109	349	63032	SH	SOLE	63032	0	0
Ruby Tuesday Inc	com	781182100	130	83500	SH	SOLE	83500	0	0
SAIA Inc	com	81111T102	283	26100	SH	SOLE	26100	0	0
SLM Corp	com	78442P106	282	31700	SH	SOLE	31700	0	0
Safeway Inc	com	786514208	1300	54700	SH	SOLE	54700	0	0
Sara Lee Corp	com	803111103	1021	104283	SH	SOLE	104283	0	0
Sentry Technology	com	81731K101	1	45100	SH	SOLE	45100	0	0
Service Corp Intl	com	817565104	124	25000	SH	SOLE	25000	0	0
Skyworks Solutions Inc	com	83088M102	69	12494	SH	SOLE	12494	0	0
Sonic Innovations Inc	com	83545M109	88	88414	SH	SOLE	88414	0	0
Southwest AirLs Co	com	844741108	931	108000	SH	SOLE	108000	0	0
StarTek Inc	com	85569C107	154	34542	SH	SOLE	34542	0	0
Starbucks Corp	com	855244109	468	49500	SH	SOLE	49500	0	0
Sun Microsystems Inc	com	866810104	493	129150	SH	SOLE	129150	0	0
Sunpower Corp Cl B	com	867652307	270	8886	SH	SOLE	8886	0	0
Symmetricom Inc	com	871543104	451	114194	SH	SOLE	114194	0	0
Synopsys Inc	com	871607107	970	52392	SH	SOLE	52392	0	0
TII Network Technologies Inc	com	872479209	9	15000	SH	SOLE	15000	0	0
Theragenics Corp	com	883375107	398	340330	SH	SOLE	340330	0	0
Thomas Weisel Partners Group	com	884481102	449	95045	SH	SOLE	95045	0	0
Time Warner Inc	com	887317105	593	58900	SH	SOLE	58900	0	0
Transocean Ltd	com	G90073100	142	2997	SH	SOLE	2997	0	0
UCBH Holdings Inc	com	90262T308	374	54419	SH	SOLE	54419	0	0
United Parcel Service Inc	com	911312106	519	9400	SH	SOLE	9400	0	0
Urologix Inc	com	917273104	59	107928	SH	SOLE	107928	0	0
Vignette Corp	com	926734104	806	85650	SH	SOLE	85650	0	0
Vishay Intertechnology Inc	com	928298108	545	159400	SH	SOLE	159400	0	0
Wabash National Corp	com	929566107	213	47300	SH	SOLE	47300	0	0
Waste Mgmt Inc	com	94106L109	1329	40100	SH	SOLE	40100	0	0
Western Digital Corp	com	958102105	630	55000	SH	SOLE	55000	0	0
YRC Worldwide Inc	com	984249102	35	12100	SH	SOLE	12100	0	0
Zoran Cop	com	98975F101	566	82907	SH	SOLE	82907	0	0

</TABLE>