

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2013-01-11** | Period of Report: **2012-12-31**
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FILER

ATALANTA SOSNOFF CAPITAL, LLC

CIK:[700529](#) | IRS No.: [133098640](#) | State of Incorporation: **NY** | Fiscal Year End: **0930**
Type: **13F-HR** | Act: **34** | File No.: [028-01162](#) | Film No.: **13525031**

Mailing Address

101 PARK AVE
6TH FL
NEW YORK NY 10178

Business Address

101 PARK AVE
6TH FL
NEW YORK NY 10178
2128675000

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, 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: ATALANTA SOSNOFF CAPITAL, LLC

Address: 101 PARK AVENUE

NEW YORK, NY 10178

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

Person Signing this 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. 01/11/13

[Signature] [City, State] [Date]

[X] 13F HOLDINGS REPORT (Check here if all holdings of this reporting
manager are reported in this report.)
[] 13F NOTICE
[] 13F COMBINATION REPORT

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: ONE

Form 13F Information Table Entry Total: 144

Form 13F Information Table Value Total: 4,073,859 (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, 2012

<TABLE>
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Name of Issuer	Title of class	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscrotn	Other Managers	Voting Authority		
									Sole	Shared	None
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ADOBE SYS INC	COM	00724F101	3478	92316	SH		Sole			92316	
AMAZON COM INC	COM	023135106	33308	132769	SH		Sole			132769	
AMERICAN ELEC PWR INC	COM	025537101	405	9500	SH		Sole			9500	
AMERICAN EXPRESS CO	COM	025816109	29715	516964	SH		Sole			516964	
AMERICAN INTL GROUP INC NEW	COM	026874784	18476	523392	SH		Sole			523392	
AMERICAN TOWER CORP REIT	COM	03027X100	28124	363974	SH		Sole			363974	
APPLE INC	COM	037833100	59214	111269	SH		Sole			111269	
BANK OF AMERICA CORPORATION	COM	060505104	10563	909835	SH		Sole			909835	
BIOGEN IDEC INC	COM	09062X103	40668	277845	SH		Sole			277845	
BLACKROCK INC	COM	09247X101	19489	94282	SH		Sole			94282	
BOEING CO	COM	097023105	19900	264068	SH		Sole			264068	
BRISTOL MYERS SQUIBB CO	COM	110122108	16159	495822	SH		Sole			495822	
CAPITAL ONE FINANCIAL CORP	COM	14040H105	38968	672674	SH		Sole			672674	
CHECK POINT SOFTWARE TECH	COM	M22465104	4931	103498	SH		Sole			103498	
CHEVRON CORP NEW	COM	166764100	19043	176092	SH		Sole			176092	
CITIGROUP INC NEW	COM	172967424	69873	1766245	SH		Sole			1766245	
COMCAST CORP NEW CL A	COM	20030N101	30476	815751	SH		Sole			815751	
CVS/CAREMARK CORP	COM	126650100	54571	1128670	SH		Sole			1128670	
DISNEY WALT CO	COM	254687106	48948	983094	SH		Sole			983094	
EBAY INC	COM	278642103	43397	850952	SH		Sole			850952	
EMC CORPORATION	COM	268648102	36038	1424424	SH		Sole			1424424	
ENSCO PLC NEW CL A	COM	G3157S106	18113	305555	SH		Sole			305555	
EXPRESS SCRIPTS HOLDING COMPAN	COM	30219G108	37944	702671	SH		Sole			702671	
EXXON MOBIL CORP	COM	30231G102	28265	326577	SH		Sole			326577	
F5 NETWORKS INC	COM	315616102	659	6780	SH		Sole			6780	
FACEBOOK INC	COM	30303M102	208	7800	SH		Sole			7800	
FREEMONT MCMORAN COPPER&GOLD	COM	35671D857	29154	852446	SH		Sole			852446	
GENERAL ELECTRIC CO	COM	369604103	26900	1281557	SH		Sole			1281557	
GENERAL MOTORS CO	COM	37045V100	45584	1581140	SH		Sole			1581140	
GILEAD SCIENCES INC	COM	375558103	52362	712897	SH		Sole			712897	
GOLDMAN SACHS GROUP INC	COM	38141G104	28078	220118	SH		Sole			220118	
GOOGLE INC CL A	COM	38259P508	45024	63649	SH		Sole			63649	
HALLIBURTON CO	COM	406216101	22354	644407	SH		Sole			644407	
HOME DEPOT INC	COM	437076102	47124	761908	SH		Sole			761908	
IBM CORP	COM	459200101	26892	140390	SH		Sole			140390	
JPMORGAN CHASE & CO	COM	46625H100	76711	1744667	SH		Sole			1744667	
KRAFT FOODS GROUP INC	COM	50076Q106	6003	132028	SH		Sole			132028	
LAS VEGAS SANDS CORP	COM	517834107	8929	193443	SH		Sole			193443	
LOWES COS INC	COM	548661107	16832	473861	SH		Sole			473861	
MARSH & MCLENNAN COS INC	COM	571748102	16206	470159	SH		Sole			470159	
MASTERCARD INC	COM	57636Q104	29292	59624	SH		Sole			59624	
MONDELEZ INTERNATIONAL INC	COM	609207105	10289	404240	SH		Sole			404240	
NETAPP INC	COM	64110D104	16552	493354	SH		Sole			493354	
NEWS CORPORATION CLASS A	COM	65248E104	50268	1970506	SH		Sole			1970506	
NUANCE COMMUNICATIONS INC	COM	67020Y100	3458	154908	SH		Sole			154908	
PEABODY ENERGY CORPORATION	COM	704549104	8379	314881	SH		Sole			314881	
PEPSICO INC	COM	713448108	19013	277840	SH		Sole			277840	
PFIZER INC	COM	717081103	43840	1748063	SH		Sole			1748063	
PHILIP MORRIS INTERNATIONAL IN	COM	718172109	18937	226411	SH		Sole			226411	
PRECISION CASTPARTS CORP	COM	740189105	18846	99492	SH		Sole			99492	
QUALCOMM INC	COM	747525103	57392	927786	SH		Sole			927786	
RIO TINTO PLC ADR	COM	767204100	17232	296649	SH		Sole			296649	
SALESFORCE.COM INC	COM	79466L302	2811	16721	SH		Sole			16721	
SCHLUMBERGER LTD	COM	806857108	35109	506629	SH		Sole			506629	
SCHWAB CHARLES CORP NEW	COM	808513105	13869	965827	SH		Sole			965827	
SIRIUS XM RADIO INC	COM	82967N108	417	144400	SH		Sole			144400	
SPDR S&P 500 ETF TRUST	COM	78462F103	2186	15352	SH		Sole			15352	
TARGET CORP	COM	87612E106	21277	359594	SH		Sole			359594	
TECO ENERGY INC	COM	872375100	348	20750	SH		Sole			20750	
TIME WARNER CABLE INC	COM	88732J207	25265	259954	SH		Sole			259954	
TJX COS INC NEW	COM	872540109	378	8900	SH		Sole			8900	
UNION PAC CORP	COM	907818108	32140	255649	SH		Sole			255649	
UNITED TECHNOLOGIES CORP	COM	913017109	28185	343675	SH		Sole			343675	
VALE SA SPONSORED ADR	COM	91912E105	358	17100	SH		Sole			17100	
WALTER INDUSTRIES INC NEW	COM	93317Q105	451	12575	SH		Sole			12575	
ISHARES CORE MSCI EMERGING MKT		46434G103	623	11930.000SH			Sole			11930.000	
ISHARES TRUST MSCI EAFE INDEX		464287465	610	10720.000SH			Sole			10720.000	
PARTICIPANT LOANS OUTSTANDING			15	14898.510SH			Sole			14898.510	
REPORT SUMMARY	68 DATA RECORDS		1616628				0 OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED				

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Atalanta Sosnoff
FORM 13F
Atalanta Sosnoff Management, LLC
December 31, 2012

<TABLE>
<CAPTION>

Name of Issuer	Title of class	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dcrettn	Other Managers	Voting Authority		
									Sole	Shared	None
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
ABBOTT LABS	COM	002824100	2895	44203	SH		Sole			44203	
ALTRIA GROUP INC COM	COM	02209S103	1275	40539	SH		Sole			40539	
AMAZON COM INC	COM	023135106	43549	173593	SH		Sole			173593	
AMERICAN EXPRESS CO	COM	025816109	47622	828500	SH		Sole			828500	
AMERICAN INTL GROUP INC NEW	COM	026874784	24011	680211	SH		Sole			680211	
AMERICAN TOWER CORP REIT	COM	03027X100	44379	574339	SH		Sole			574339	
APPLE INC	COM	037833100	81412	152980	SH		Sole			152980	
AT&T INC	COM	00206R102	1669	49500	SH		Sole			49500	
BANK OF AMERICA CORPORATION	COM	060505104	13977	1203867	SH		Sole			1203867	
BIOGEN IDEC INC	COM	09062X103	61695	421501	SH		Sole			421501	
BLACKROCK INC	COM	09247X101	24582	118921	SH		Sole			118921	
BOEING CO	COM	097023105	36153	479734	SH		Sole			479734	
BRISTOL MYERS SQUIBB CO	COM	110122108	30499	935832	SH		Sole			935832	
CAPITAL ONE FINANCIAL CORP	COM	14040H105	60326	1041366	SH		Sole			1041366	
CENTURYTEL INC	COM	156700106	1127	28815	SH		Sole			28815	
CHESSECAKE FACTORY INC	COM	163072101	454	13870	SH		Sole			13870	
CHEVRON CORP NEW	COM	166764100	24917	230415	SH		Sole			230415	
CISCO SYS INC	COM	17275R102	855	43520	SH		Sole			43520	
CITIGROUP INC NEW	COM	172967424	104688	2646303	SH		Sole			2646303	
COMCAST CORP NEW CL A	COM	20030N101	45216	1210290	SH		Sole			1210290	
CONOCOPHILLIPS	COM	20825C104	1514	26115	SH		Sole			26115	
CVS/CAREMARK CORP	COM	126650100	85831	1775203	SH		Sole			1775203	
DISNEY WALT CO	COM	254687106	72569	1457500	SH		Sole			1457500	
DOLLAR GENERAL CORP	COM	256677105	1252	28400	SH		Sole			28400	
EBAY INC	COM	278642103	64978	1274132	SH		Sole			1274132	
EMC CORPORATION	COM	268648102	46509	1838319	SH		Sole			1838319	
ENSCO PLC NEW CL A	COM	G3157S106	26199	441948	SH		Sole			441948	
EXPRESS SCRIPTS HOLDING COMPAN	COM	30219G108	54379	1007026	SH		Sole			1007026	
EXXON MOBIL CORP	COM	30231G102	45869	529966	SH		Sole			529966	
FREEPORT MCMORAN COPPER&GOLD	COM	35671D857	43792	1280455	SH		Sole			1280455	
GENERAL ELECTRIC CO	COM	369604103	47626	2268965	SH		Sole			2268965	
GENERAL MLS INC	COM	370334104	1268	31360	SH		Sole			31360	
GENERAL MOTORS CO	COM	37045V100	73033	2533241	SH		Sole			2533241	
GILEAD SCIENCES INC	COM	375558103	78724	1071807	SH		Sole			1071807	
GOLDMAN SACHS GROUP INC	COM	38141G104	36449	285738	SH		Sole			285738	
GOOGLE INC CL A	COM	38259P508	72179	102037	SH		Sole			102037	
HALLIBURTON CO	COM	406216101	49042	1413733	SH		Sole			1413733	
HOME DEPOT INC	COM	437076102	68485	1107275	SH		Sole			1107275	
IBM CORP	COM	459200101	42828	223586	SH		Sole			223586	
JOHNSON & JOHNSON	COM	478160104	1871	26695	SH		Sole			26695	
JPMORGAN CHASE & CO	COM	46625H100	117287	2667496	SH		Sole			2667496	
KRAFT FOODS GROUP INC	COM	50076Q107	11605	255223	SH		Sole			255223	
LAS VEGAS SANDS CORP	COM	517834107	14173	307040	SH		Sole			307040	
LOWES COS INC	COM	548661107	24120	679068	SH		Sole			679068	
MACY'S INC	COM	55616P104	1397	35810	SH		Sole			35810	
MARATHON OIL CORP	COM	565849106	901	29375	SH		Sole			29375	
MARSH & MCLENNAN COS INC	COM	571748102	23754	689127	SH		Sole			689127	
MASTERCARD INC	COM	57636Q104	43455	88452	SH		Sole			88452	
MCDONALDS CORP	COM	580135101	1872	21225	SH		Sole			21225	
MERCK & CO INC NEW	COM	58933Y105	206	5023	SH		Sole			5023	
MICROSOFT CORP	COM	594918104	1621	60680	SH		Sole			60680	
MONDELEZ INTERNATIONAL INC	COM	609207105	18439	724427	SH		Sole			724427	
MURPHY OIL CORP	COM	626717102	1035	17375	SH		Sole			17375	
NETAPP INC	COM	64110D104	24033	716329	SH		Sole			716329	
NEWS CORPORATION CLASS A	COM	65248E104	78599	3081095	SH		Sole			3081095	
ORACLE CORP	COM	68389X105	1663	49920	SH		Sole			49920	
PEABODY ENERGY CORPORATION	COM	704549104	11670	438572	SH		Sole			438572	
PEPSICO INC	COM	713448108	33826	494311	SH		Sole			494311	
PFIZER INC	COM	717081103	74384	2965949	SH		Sole			2965949	
PHILIP MORRIS INTERNATIONAL IN	COM	718172109	27978	334506	SH		Sole			334506	
PRECISION CASTPARTS CORP	COM	740189105	28797	152027	SH		Sole			152027	
QUALCOMM INC	COM	747525103	84369	1363873	SH		Sole			1363873	
RIO TINTO PLC ADR	COM	767204100	24372	419557	SH		Sole			419557	
ROYAL DUTCH SHELL PLC ADR A SH	COM	780259206	591	8571	SH		Sole			8571	
SCHLUMBERGER LTD	COM	806857108	49305	711482	SH		Sole			711482	
SCHWAB CHARLES CORP NEW	COM	808513105	23461	1633795	SH		Sole			1633795	
SPDR S&P 500 ETF TRUST	COM	78462F103	701	4923	SH		Sole			4923	
TARGET CORP	COM	87612E106	33438	565124	SH		Sole			565124	
TIME WARNER CABLE INC	COM	88732J207	37309	383874	SH		Sole			383874	

TIME WARNER INC NEW	COM	887317303	1550	32409 SH	Sole	32409
UNION PAC CORP	COM	907818108	48624	386766 SH	Sole	386766
UNITED TECHNOLOGIES CORP	COM	913017109	43413	529359 SH	Sole	529359
VODAFONE GROUP PLC ADR NEW	COM	92857W209	543	21565 SH	Sole	21565
WAL MART STORES INC	COM	931142103	1561	22885 SH	Sole	22885
WELLS FARGO & CO NEW	COM	949746101	1193	34900 SH	Sole	34900
ISHARES TRUST MSCI EAFE INDEX		464287465	287	5040.000 SH	Sole	5040.000
REPORT SUMMARY	76 DATA RECORDS		2457231		0 OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED	

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