

# SECURITIES AND EXCHANGE COMMISSION

## FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2003-02-10** | Period of Report: **2002-12-31**  
SEC Accession No. **0000950123-03-001091**

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### FILER

#### **CAPITAL COUNSEL LLC/NY**

CIK: **1114928** | IRS No.: **134074768** | State of Incorporation: **NY** | Fiscal Year End: **1231**  
Type: **13F-HR** | Act: **34** | File No.: **028-05779** | Film No.: **03546427**

Mailing Address  
350 PARK AVENUE 11TH  
FLOOR  
NEW YORK NY 10022

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FLOOR  
NEW YORK NY 10022  
2123509333

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended 12-31-2002  
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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: Capital Counsel LLC  
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Address: 350 Park Avenue, 11th Floor  
-----

New York, NY 10022  
-----  
-----

Form 13F File Number: 28-05779  
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The Institutional Investment Manager filing this report and the person by whom it is signed 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: Terence S. Greene  
-----

Title: Member & Secretary  
-----

Phone: 212-350-4520  
-----

Signature, Place, and Date of Signing:

/s/ Terence S. Greene	New York, NY	02/10/2003
-----	-----	-----
[Signature]	[City, State]	[Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check if no holdings reported are in this report, and all holdings are reported in this report and a portion are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check 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:

[If there are no entries in this list, omit this section.]

Form 13F File Number	Name
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[Repeat as necessary.]

## FORM 13F SUMMARY PAGE

## Report Summary:

Number of Other Included Managers: 0  
 -  
 Form 13F Information Table Entry Total: 68  
 ---  
 Form 13F Information Table Value Total: 342294  
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 (thousands)

## List of Other Included Managers:

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

No.	Form 13F File Number	Name
01	28 -	
02	28 -	
03	28 -	

CAPITAL COUNSEL LLC  
 FORM 13F  
 12-31-02

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Name of Issuer	Title of class	CUSIP	Value (x\$1000)	Shares/ Prn Amt	Sh/ Prn	Put/ Call	Invstmt Dscrttn	Voting Authority			
								Other Managers	Sole	Shared	None
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
SOLETRON CORP											
CONV PFD 7.25%		834182206	1367	116875	SH		Sole		116875		
3COM CORP	COM	885535104	139	30044	SH		Sole		30044		
3M COMPANY	COM	88579Y101	1596	12948	SH		Sole		12948		
ABBOTT LABORATORIES	COM	002824100	1440	35988	SH		Sole		35988		
AMERICAN INTERNATL GROUP	COM	026874107	19173	331433	SH		Sole		331433		
AMGEN INC	COM	031162100	662	13700	SH		Sole		13700		
AUTOMATIC DATA PROCESSING	COM	053015103	12293	313200	SH		Sole		313200		
BAKER HUGHES INC	COM	057224107	1509	46866	SH		Sole		46866		
C H ROBINSON WORLDWIDE	COM	12541W100	13951	447134	SH		Sole		447134		
CIRRUS LOGIC INC	COM	172755100	40	14000	SH		Sole		14000		
CISCO SYS INC	COM	17275R102	761	58124	SH		Sole		58124		
CITIGROUP	COM	172967101	848	24109	SH		Sole		24109		
COCA COLA CO	COM	191216100	5432	123910	SH		Sole		123910		
CONCORD EFS INC	COM	206197105	10632	675500	SH		Sole		675500		
DANAHER CORP	COM	235851102	1607	24459	SH		Sole		24459		
DELL COMPUTER CORP	COM	247025109	612	22875	SH		Sole		22875		
DISNEY WALT CO	COM	254687106	1803	110555	SH		Sole		110555		
DST SYS INC	COM	233326107	9455	265968	SH		Sole		265968		
DU PONT E I DE NEMOURS & CO	COM	263534109	882	20799	SH		Sole		20799		
E M C CORP	COM	268648102	265	43174	SH		Sole		43174		
EMERSON ELECTRIC CO COM	COM	291011104	645	12686	SH		Sole		12686		
EQUITY OIL CO	COM	294749106	170	85000	SH		Sole		85000		
EXPRESS SCRIPTS INC	COM	302182100	17996	374600	SH		Sole		374600		
EXXON MOBIL CORPORATION	COM	30231g102	7862	225022	SH		Sole		225022		
FEDERAL NATL MTG ASSN	COM	313586109	1919	29838	SH		Sole		29838		
FIRST DATA CORP	COM	319963104	36796	1039130	SH		Sole		1039130		
GENERAL ELECTRIC CO	COM	369604103	2933	120450	SH		Sole		120450		

GENERAL MTRS CORP	COM	370442105	295	8000	SH	Sole	8000
GILEAD SCIENCES INC	COM	375558103	544	16000	SH	Sole	16000
GRAINGER	COM	384802104	583	11300	SH	Sole	11300

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HARTE-HANKS INC	COM	416196103	30701	1644425	SH	Sole	1644425			
HOME DEPOT INC	COM	437076102	627	26106	SH	Sole	26106			
HUBBELL INC CLASS A	COM	443510102	258	7800	SH	Sole	7800			
HUBBELL INC CLASS B	COM	443510201	1186	33744	SH	Sole	33744			
INTEL CORP	COM	458140100	18653	1197992	SH	Sole	1197992			
INTL BUSINESS										
MACHINES CORP	COM	459200101	734	9473	SH	Sole	9473			
JOHNSON & JOHNSON	COM	478160104	2690	50088	SH	Sole	50088			
LEXAR MEDIA INC	COM	52886P104	63	10000	SH	Sole	10000			
MACROMEDIA INC	COM	556100105	126	11840	SH	Sole	11840			
MARSH & MCLENNAN COS	COM	571748102	256	5540	SH	Sole	5540			
MARSHALL & ILSLEY										
CORP	COM	571834100	452	16500	SH	Sole	16500			
MAXIM INTERGRATED										
PRODS INC CO	COM	57772K101	1657	50166	SH	Sole	50166			
MERCK & CO INC	COM	589331107	18389	324832	SH	Sole	324832			
METTLER - TOLEDO INTL	COM	592688105	385	12000	SH	Sole	12000			
MICROSOFT CORP	COM	594918104	1070	20692	SH	Sole	20692			
NEOMAGIC CORP.	COM	640497103	11	10000	SH	Sole	10000			
PATTERSON DENTAL	COM	703412106	9717	222150	SH	Sole	222150			
PEPSICO INC	COM	713448108	13729	325184	SH	Sole	325184			
PFIZER INC	COM	717081103	1441	47148	SH	Sole	47148			
PLANTRONICS INC NEW	COM	727493108	1118	73925	SH	Sole	73925			
PROLOGIS TR SH										
BEN INT	COM	743410102	176	7000	SH	Sole	7000			
SOLETRON CORP	COM	834182107	1438	405034	SH	Sole	405034			
STATE STREET CORP	COM	857477103	49763	1275979	SH	Sole	1275979			
STRYKER CORP	COM	863667101	2175	32400	SH	Sole	32400			
SUN MICROSYSTEMS INC	COM	866810104	94	30200	SH	Sole	30200			
THOMAS & BETTS CORP	COM	884315102	281	16600	SH	Sole	16600			
UNITED PARCEL SERVICE	COM	911312106	347	5500	SH	Sole	5500			
US BANCORP	COM	902973304	432	20381	SH	Sole	20381			
VARIAN MED SYS INC	COM	92220P105	13121	264536	SH	Sole	264536			
WAL MART STORES INC	COM	931142103	192	3800	SH	Sole	3800			
WALGREEN CO	COM	931422109	3716	127289	SH	Sole	127289			
WASHINGTON POST										
CO CL B	COM	939640108	1107	1500	SH	Sole	1500			
XILINX INC	COM	983919101	3996	194000	SH	Sole	194000			
BP AMOCO PLC ADR	ADR	055622104	3741	92039	SH	Sole	92039			
NOKIA CORP SPONSORED										
ADR	ADR	654902204	201	13000	SH	Sole	13000			
REED ELSEVIER NV ADR	ADR	758204101	271	11000	SH	Sole	11000			
SAP AKTIENGESELLSCHAFT										
ADR	ADR	803054204	536	27480	SH	Sole	27480			
INTEL CORP PUT OPT										
@ 20.00		NQMD	112	25000	SH	Sole	25000			
REPORT SUMMARY		68 DATA	339175							
		RECORDS								
							0 OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED			

</TABLE>