

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

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FILER

CANTILLON CAPITAL MANAGEMENT LLC

CIK: [1279936](#) | IRS No.: **141875683**
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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: 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: Cantillon Capital Mgmt LLC
Address: 40 West 57th St
27th Floor
NY, NY 10019

13 File Number: 0001279936

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 form

Person Signing this Report on Behalf of Reporting Manager:

Name: James R. O'Brien
Title: C.O.O.
Phone: 212-603-3310
Signature, Place and Date of Signing:

James R. O'Brien NY, NY 10019 January 11, 2013

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

NAME: Cantillon Capital Management LLP

FORM 13F FILE NUMBER: CIK 0001352269

Cantillon Capital Management LLP Assigned User Number Below: 2

Form 13F Information Table Entry Total: 40

Form 13F Information Table Value Total: 2646100

FORM 13F INFORMATION TABLE												
NAME OF ISSUER	TITLE OF CLASS	VALUE CUSIP	SHARES/ x(\$1000)	PUT/ PRN AMT	INVSTMT PRN CALL	OTHER DISCRETN	VOTING AUTHORITY			SOLE SH	NONE	
ALTERA CORP	COMMON STOCK	021441100	31976		928450		SH	DEFINED			632650	295800
ALTERA CORP	COMMON STOCK	021441100	50413	1463800		SH	DEFINED	2	1225300		238500	
AMAZON COM INC	COMMON STOCK	023135106	60349		240300		SH	DEFINED			163900	76400
AMAZON COM INC	COMMON STOCK	023135106	95474		380161		SH	DEFINED		2	318061	62100
ANALOG DEVICES ORD (NYS)	COMMON STOCK	032654105	100805		2396689		SH	DEFINED		1630729	765960	
ANALOG DEVICES ORD (NYS)	COMMON STOCK	032654105	158982		3779875		SH	DEFINED	2		3158375	621500
BAIDU INC SPONSORED ADR	ADR	056752108	51084		509360		SH	DEFINED			348660	160700
BAIDU INC SPONSORED ADR	ADR	056752108	80031		798000		SH	DEFINED	2		668000	130000
BANCO BRADESCO ADR (NYS)	ADR	059460303	30727		1768991		SH	DEFINED			1210046	558945
BANCO BRADESCO ADR (NYS)	ADR	059460303	48238		2777069		SH	DEFINED	2		2319469	457600
BRINKS CO COM	COMMON STOCK	109696104	23732		831834		SH	DEFINED			566874	264960
BRINKS CO COM	COMMON STOCK	109696104	37622		1318699		SH	DEFINED	2	1104287	214412	
COCA-COLA ORD (NYS)	COMMON STOCK	191216100	100907		2783652		SH	DEFINED			1892722	890930
COCA-COLA ORD (NYS)	COMMON STOCK	191216100	159423		4397872		SH	DEFINED	2		3677272	720600
COLGATE PALMOLIVE ORD (NYS)	COMMON STOCK	194162103	76035		727325		SH	DEFINED			495258	232067
COLGATE PALMOLIVE ORD (NYS)	COMMON STOCK	194162103	120146		1149286		SH	DEFINED	2		961186	188100
COMPANHIA BEBIDAS	ADR	20441W203	33793		804780		SH	DEFINED			540360	264420
COMPANHIA BEBIDAS	ADR	20441W203	51854		1234910		SH	DEFINED	2		1033910	201000
CORE LABORATORIES	COMMON STOCK	N22717107	16331	149400		SH	DEFINED		102300		47100	
CORE LABORATORIES	COMMON STOCK	N22717107	25644	234603		SH	DEFINED	2		196003	38600	
CREDIT ACCEP CORP MICH	COMMON STOCK	225310101	11964		117661		SH	DEFINED			80300	37361
CREDIT ACCEP CORP MICH	COMMON STOCK	225310101	19008		186944		SH	DEFINED	2		156667	30277
ECOLAB INC COMMON	COMMON STOCK	278865100	40760		566900		SH	DEFINED			386400	180500
ECOLAB INC COMMONC	COMMON STOCK	278865100	64314		894489		SH	DEFINED	2		747789	146700
GOOGLE ORDINARY (NMQ)	COMMON STOCK	38259F508	112756		158952		SH	DEFINED			108231	50721
GOOGLE ORDINARY (NMQ)	COMMON STOCK	38259F508	177655		250441		SH	DEFINED	2		209241	41200
LKQ CORP	COMMON STOCK	501889208	36051	1708584		SH	DEFINED		1164149		544435	
LKQ CORP	COMMON STOCK	501889208	56710	2687674		SH	DEFINED	2	2247276		440398	
OPENTABLE INC	COMMON STOCK	68372A104	20101	411900		SH	DEFINED		280700		131200	
OPENTABLE INC	COMMON STOCK	68372A104	31927	654236		SH	DEFINED	2	547100		107136	
ORACLE STK (NMQ)	COMMON STOCK	68389X105	105343		3161555		SH	DEFINED		2152530	1009025	
ORACLE STK (NMQ)	COMMON STOCK	68389X105	166460		4995810		SH	DEFINED	2	4175210	820600	
PHILIP MORRIS INTL	COMMON STOCK	718172109	37554	448997		SH	DEFINED			305806	143191	

PHILIP MORRIS INTL	COMMON STOCK	718172109	59503	711419	SH	DEFINED	2	594519	116900	
PRICELINE INC	COMMON STOCK	741503403	64494	103821	SH	DEFINED	2	70731		33090
PRICELINE INC	COMMON STOCK	741503403	101582	163526	SH	DEFINED	2	136704	26822	
SOLERA HOLDINGS ORD	COMMON STOCK	83421A104	36161	676292	SH	DEFINED		460736	215556	
SOLERA HOLDINGS ORD	COMMON STOCK	83421A104	57454	1074514	SH	DEFINED	2	899614	174900	
WATERS CORP	COMMON STOCK	941848103	35921	412320	SH	DEFINED		281020	131300	
WATERS CORP	COMMON STOCK	941848103	56815	652150	SH	DEFINED	2	545750	106400	
S REPORT SUMMARY	40 DATA RECORDS		2646100	1 OTHER MANAGERS ON WHOSE BEHALF REPORT IS FILED						

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