



Number of Other Included Managers: 2  
Form 13F Information Table Entry Total: 2439  
Form 13F Information Table Value Total: \$ 14,706,742  
(thousands)

Information requested to be treated confidentially has been filed separately.

List of Other Included Managers:

Provided 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.

	Form 13F File Number	Name
1.	28-	
2.	Form 13F File Number 28-2205	Name CREDIT SUISSE FIRST BOSTON MANAGEMENT CORPORATION*
3.	Form 13F File Number 28-2205	Name CREDIT SUISSE FIRST BOSTON CORPORATION**
4.	Form 13F File Number 28-	Name

\* CREDIT SUISSE FIRST BOSTON MANAGEMENT CORPORATION is a wholly-owned subsidiary of CREDIT SUISSE FIRST BOSTON, INC.

\*\* CREDIT SUISSE FIRST BOSTON CORPORATION is also a wholly-owned subsidiary of CREDIT SUISSE FIRST BOSTON, INC.

**CONFIDENTIAL PROPRIETARY POSITIONS**

**FORM 13F**

(SEC USE ONLY)

PAGE 1 OF 225

Name of Reporting Manager CREDIT SUISSE FIRST BOSTON

Item 1: Name of Issuer	Item 2: Title of Class	Item 3: CUSIP Number	Item 4: Fair Market Value	Item 5: Shares or Principal Amount	Item 6: Investment Discretion			Item 7: Managers see Instr. V	Item 8: Voting Authority (Shares)		
					(a) sole	(b) Shared- as defined in Instr. V	(c) other		(a) Sole	(b) Shared	(c) None
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	\$ 15,252,000	847,350		X		3	X		
AMFM INC	COM	001693100	\$ 62,100,000	900,000		X		3	X		
AVTEAM INC	CL A	054527205	\$ 1,574,000	950,460		X		3	X		
BESTFOODS	COM	08658U101	\$ 100,413,000	1,450,000		X		3	X		
BURR BROWN CORP	COM	122574106	\$ 87,000	1,000		X		3	X		
CENDANT CORP	COM	151313103	\$ 10,461,000	747,200		X		3	X		
CONOCO INC	CL A	208251306	\$ 4,620,000	210,000		X		3	X		
FINANCIAL SEC ASSURN HLDGS LTD	COM	31769P100	\$ 36,450,000	480,400		X		3	X		
GTE CORP	COM	362320103	\$ 57,551,000	931,700		X		3	X		
IMPROVENET INC	COM	45321E106	\$ 771,000	385,600		X		3	X		
INTERNATIONAL HOME FOODS INC	COM	459655106	\$ 19,492,000	931,000		X		3	X		
COLUMN TOTALS			\$ 308,771,000								

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**CONFIDENTIAL, PROPRIETARY POSITIONS**

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PAGE 2 OF 225

Name of Reporting Manager CREDIT SUISSE FIRST BOSTON

Item 1: Name of Issuer	Item 2: Title of Class	Item 3: CUSIP Number	Item 4: Fair Market Value	Item 5: Shares or Principal Amount	Item 6: Investment Discretion			Item 7: Managers see Instr. V	Item 8: Voting Authority (Shares)			
					(a) sole in Instr. V	(b) Shared- as defined Instr. V	(c) other		(a) Sole	(b) Shared	(c) None	
LIMITED INC	COM	532716107	\$ 1,081,000	50,000		X				X		
MALLINCKRODT INC NEW	COM	561232109	\$ 1,846,000	42,500		X				X		
MEDIAONE GROUP INC	COM	58440J104	\$ 399,120,000	6,000,000		X				X		
RELIASTAR FINL CORP	COM	75952U103	\$ 69,406,000	1,323,600		X				X		
SAFEGUARD SCIENTIFICS INC	SB NT CV	5806 786449AEB	\$ 114,468,000	80,917,000		X				3		X
SAUER-DANFOSS INC	COM	804137107	\$ 8,530,000	1,066,200		X				X		
SPRINT CORP	COM FON GROUP	852061100	\$ 51,000	1,000		X				X		
TIME WARNER INC	COM	887315109	\$ 3,800,000	50,000		X				X		
U S WEST INC NEW	COM	91273H101	\$ 163,963,000	1,912,100		X				X		
WILLIAMS COS INC DEL	COM	969457100	\$ 4,000	100		X				X		
YOUNG & RUBICAM INC	COM	987425105	\$ 17,000	300		X				X		
COLUMN TOTALS AGGREGATE TOTALS			\$ 762,286,000 \$ 1,071,057,000									

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