

13FCUIN CONFIDENTIAL TREATMENT P 2/14/08

NON-PUBLIC



08017323

OMB Approval
OMB Number: 3235-0006
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2007

Check here if Amendment [ ]; Amendment Number:

This Amendment (Check only one.):

- is a restatement.
- adds new holdings entries.

Institutional Investment Manager Filing this Report:

Farallon Capital Management, L.L.C.  
One Maritime Plaza  
Suite 2100  
San Francisco, California 94111

Form 13F File Number: 028-03896

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:

Mark C. Wehrly  
Managing Member  
(415) 421-2132

San Francisco, California  
August 14, 2007

Report Type:  
13F Combination Report

List of Other Managers Reporting for this Manager:

Noonday Asset Management, L.P.  
Form 13F File Number: 028-11402

RECEIVED  
AUG 15 2007  
OFFICE OF THE SECRETARY

CONFIDENTIAL TREATMENT EXPIRED

PROCESSED

SEP 09 2008

THOMSON REUTERS

**CONFIDENTIAL TREATMENT**

Form 13 F Summary Page

Report Summary

Number of Other Included Managers

1

Form 13 F Information Table Entry Total:

1

Form 13 F Information Table Value Total:

\$5,088 (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. 1

Form 13F File Number: 028-06372

Name: Farallon Partners, L.L.C.

CONFIDENTIAL TREATMENT

Form 13F Information Table

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/PRN AMOUNT	SH/PRN PUT/CALL	INVTMT DISCRETN	OTHER MANAGERS	VOTING AUTHORITY SOLE
TXU CORP	COM	873168108	5,088	75,600	SH	OTHER	01	75,600

NY415255.1/344-05312

END