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ATALANTA SOSNOFF CAPITAL CORP /DE/  
Form 15-12B  
July 14, 2003

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF  
THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS  
UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number: 1-9137

Atalanta/Sosnoff Capital Corporation

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(Exact name of registrant as specified in its charter)

101 Park Avenue, New York, NY 10178, (212) 867-5000

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(Address, including zip code, and telephone number, including area  
code, of registrant's principal executive offices)

Common Stock, par value \$0.01 per share

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(Title of each class of securities covered by this Form)

None

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(Titles of all other classes of securities for which a duty to  
file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule  
provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	<input checked="" type="checkbox"/>	Rule 12h-3(b)(1)(i)	<input checked="" type="checkbox"/>
Rule 12g-4(a)(1)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 12g-4(a)(2)(i)	<input type="checkbox"/>	Rule 12h-3(b)(2)(i)	<input type="checkbox"/>
Rule 12g-4(a)(2)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(2)(ii)	<input type="checkbox"/>
		Rule 15d-6	<input type="checkbox"/>

Approximate number of holders of record as of the certification or notice  
date: One

Pursuant to the requirements of the Securities Exchange Act of 1934,  
Atalanta/Sosnoff Capital Corporation has caused this certification/notice to  
signed on its behalf by the undersigned duly authorized person.

ATALANTA/SOSNOFF CAPITAL CORPORATION

Date: July 14, 2003

By: /s/ Martin T. Sosnoff

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Name: Martin T. Sosnoff

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Title: Chief Executive Officer

Instruction: This form is required by Rules 12g-4, 12h-3 and 15d-6 of the General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.