

13FCON P 2/14/02

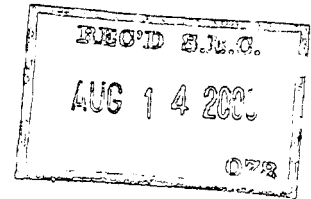
NON-PUBLIC

CONFIDENTIAL TREATMENT REQUESTED

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

Form 13F

FORM 13F COVER PAGE



Report for the Calendar Year or Quarter Ended: June 30, 2000

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: Chesapeake Partners Management Co., Inc.
Address: 1829 Reisterstown Road
Suite 220
Baltimore, Maryland 21208

CONFIDENTIAL TREATMENT EXPIRES

Form 13F File Number: 28- 4120 _____

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: Mark D. Lerner
Title: Vice President
Phone: (410) 602-0195

PROCESSED

AUG 19 2004

THOMSON
FINANCIAL

Signature, Place, and Date of Signing:

/s/ Mark D. Lerner Baltimore, Maryland 8/14/00
[Signature] [City, State] [Date]

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[] 13F COMBINATION REPORT. (Check here 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).)

CONFIDENTIAL TREATMENT REQUESTED

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: **0** _____

Form 13F Information Table Entry Total: **46** _____

Form 13F Information Table Value Total: **\$860,113** _____
(thousands)

List of Other Included Managers:

Provide a numbered list of 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.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

None

CONFIDENTIAL TREATMENT REQUESTED

FORM 13F INFORMATION TABLE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x\$1000)	COLUMN 5			COLUMN 6 INVESTMENT DISCRETION	COLUMN 7 OTHER MANAGERS	COLUMN 8	
				SHRS OR PRN AMT	SH/ PRN	PUT/ CALL			SOLE	VOTING AUTHORITY SHARED NONE
Active Software	Common	00504E100	18,513	238,300	SH		SOLE		SOLE	
Best Foods	Common	08658U101	96,431	1,392,500	SH		SOLE		SOLE	
Best Foods	Common	08658U101	3,463	50,000	SH	CALL	SOLE			NONE
Burr Brown Group	Common	122574106	22,651	261,300	SH		SOLE		SOLE	
Circle.com	Common	832914204	2,840	770,250	SH		SOLE		SOLE	
CMP Group	Common	125887109	11,757	401,100	SH		SOLE		SOLE	
Columbia Energy	Common	197648108	51,509	784,900	SH		SOLE		SOLE	
Consolidated Papers	Common	209759109	13,696	374,600	SH		SOLE		SOLE	
E Town Corp	Common	269242103	751	11,300	SH		SOLE		SOLE	
Eastern Enterprises	Common	27637F100	1,285	20,400	SH		SOLE		SOLE	
Geon Company	Common	37246W105	463	25,000	SH		SOLE		SOLE	
Global Crossing Ltd.	Common	G3921A100	35,147	1,335,741	SH		SOLE		SOLE	
Int'l Home Foods	Common	459655106	6,679	319,000	SH		SOLE		SOLE	
Lilly Industries	Common	532491107	1,503	50,000	SH		SOLE		SOLE	

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	VOTING AUTHORITY NONE
Lycos, Inc.	Common	550818108	10,265	190,100	SH		SOLE		SOLE		
Medical Manager	Common	58461C103	1,363	40,000	SH		SOLE		SOLE		
Nabisco Group Hldgs	Common	62952P102	19,360	746,400	SH		SOLE		SOLE		
Nabisco Group Hldgs	Common	62952P102	1,375	53,000	SH	CALL	SOLE				NONE
Nabisco Group Hldgs	Common	62952P102	259	10,000	SH	CALL	SOLE				NONE
Nabisco Holdings	Common	629526104	65,161	1,247,100	SH		SOLE		SOLE		
Nabisco Holdings	Common	629526104	2,613	50,000	SH	CALL	SOLE				NONE
Pioneer Group	Common	723684106	21,340	503,600	SH		SOLE		SOLE		
Reliastar Fin. Corp.	Common	75952U103	26,953	514,000	SH		SOLE		SOLE		
Smithkline Beecham Snyder	Common	832378301	5,867	90,000	SH		SOLE		SOLE		
Communications	Common	832914105	48,574	2,045,200	SH		SOLE		SOLE		
Tele globe, Inc.	Common	87941V100	11,838	560,000	SH		SOLE		SOLE		
Terra Networks	Common	88100W103	365	10,000	SH		SOLE		SOLE		
Union Carbide	Common	905581104	46,867	946,800	SH		SOLE		SOLE		

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				SHRS OR PRN AMT	SH/ PRN	PUT/ CALL			SOLE	SHARED NONE
Vastar	Common	922380100	2,464	30,000	SH		SOLE		SOLE	
Verio, Inc.	Common	923433106	77,845	1,403,000	SH		SOLE		SOLE	
Webmethods Wesley Jessen	Common	94768C108	4,716	30,000	SH		SOLE		SOLE	
Visioncare	Common	951018100	1,863	50,000	SH		SOLE		SOLE	
WPP Group	Common	929309300	1,198	16,500	SH		SOLE		SOLE	
Young & Rubicam	Common	987425105	36,617	640,300	SH		SOLE		SOLE	
Young & Rubicam	Common	987425105	3,431	60,000	SH	CALL	SOLE		NONE	
Aetna, Inc.	Common	008117103	10,065	156,800	SH		SOLE		SOLE	
Harcourt General	Common	41163G101	14,116	259,600	SH		SOLE		SOLE	
JDS Uniphase	Common	46612J101	34,061	285,182	SH		SOLE		SOLE	
Pinnacle Entertainment	Common	723456109	1,734	89,200	SH		SOLE		SOLE	
Professionals Group	Common	742954100	442	18,100	SH		SOLE		SOLE	
Seagate Technology	Common	811804103	60,154	1,093,700	SH		SOLE		SOLE	

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Seagrams	Common	811850106	39,730	685,000	SH		SOLE		SOLE
Thermo Cardiosystems	Common	88355K200	4,759	475,900	SH		SOLE		SOLE
Dime Bancorp	Common	25429Q102	15,871	1,007,700	SH		SOLE		SOLE
CNA Surety	Common	12612L108	2,770	232,000	SH		SOLE		SOLE
Delta Pine Land	Common	247357106	19,389	774,100	SH		SOLE		SOLE