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BANK OF NOVA SCOTIA /  
Form 13F-HR  
August 13, 2009

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, 2009

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: The Bank of Nova Scotia  
Address: 40 King St. West  
Scotia Plaza 9th Floor  
Toronto, Ontario M5H 1H1

13F File Number: 28-11475

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: Abdurrehman Muhammadi  
Title: Vice President, Financial Accounting and Reporting  
Phone: 416-866-7898

Signature, Place, and Date of Signing:

/s/ Abdurrehman Muhammadi Toronto, On, Canada August 14, 2009

Report Type (Check only one.):

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

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
28-11461	Scotia Capital Inc.
28-11460	Scotia Cassels Investment Counsel Ltd.
28-11459	Bank of Nova Scotia Trust Co.

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1  
 Form13F Information Table Entry Total: 247  
 Form13F Information Table Value Total: \$9,144,537 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

No.	13F File Number	Name
	28-11472	BNS Investment Inc.

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE				PUT/ CALL	INVSTMT DCRETN	OTH MANA
			VALUE (x\$1000)	SHARES/ PRN	SH/ AMT	SH/ PRN			
ACCENTURE LTD BERMUDA	CL A	G1150G111	4183	125000	SH		SOLE		
ADVANTAGE ENERGY INCOME FD	TR UNIT	00762L101	1201	285000	SH		SOLE		
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	154	10200	SH		DEFINED		
AEGON N V	NY REGISTRY SH	007924103	127	20729	SH		DEFINED		
AFLAC INC	COM	001055102	457	14350	SH		SOLE		
AGNICO EAGLE MINES LTD	COM	008474108	13143	249507	SH		SOLE		
AGRIUM INC	COM	008916108	10376	259836	SH		SOLE		
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	90	12300	SH		DEFINED		
ALCOA INC	COM	013817101	126	12250	SH		DEFINED	1	
ALLIANCE DATA SYSTEMS CORP	COM	018581108	1481	35946	SH		SOLE		
AMERICAN INTL GROUP INC	COM	026874107	58	50000	SH		SOLE		
AMGEN INC	COM	031162100	5294	100000	SH		SOLE		
ANADARKO PETE CORP	COM	032511107	6809	150000	SH		SOLE		
ANGLO AMERN PLC	ADR NEW	03485P201	20983	1434280	SH		DEFINED	1	
APPLE INC	COM	037833100	986	6934	SH		DEFINED	1	
APPLIED MATLS INC	COM	038222105	2194	200000	SH		SOLE		
ARCHER DANIELS MIDLAND CO	COM	039483102	5811	216750	SH		SOLE		
AT&T INC	COM	00206R102	7452	300000	SH		SOLE		
AUGUSTA RES CORP	COM NEW	050912203	299	161684	SH		SOLE		
AURIZON MINES LTD	COM	05155P106	180	50000	SH		SOLE		
AVON PRODS INC	COM	054303102	391	15003	SH		SOLE		
BALLARD PWR SYS INC NEW	COM	058586108	148	83000	SH		SOLE		
BANCO SANTANDER SA	ADR	05964H105	961	79500	SH		DEFINED	1	
BANK MONTREAL QUE	COM	063671101	787263	18680771	SH		SOLE		
BANK NOVA SCOTIA HALIFAX	COM	064149107	3483	93167	SH		DEFINED	1	
BANK OF AMERICA CORPORATION	COM	060505104	16326	1236787	SH		SOLE		
BANRO CORP	COM	066800103	226	125000	SH		SOLE		
BARCLAYS BK PLC	DJUBS CMDT ETN36	06738C778	2841	76500	SH		DEFINED		
BARRICK GOLD CORP	COM	067901108	48702	1446998	SH		SOLE		
BARRICK GOLD CORP	COM	067901108	309	9203	SH		DEFINED	1	
BAYTEX ENERGY TR	TRUST UNIT	073176109	842	50000	SH		SOLE		

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BCE INC	COM NEW	05534B760	68145	3302787	SH	SOLE	
BCE INC	COM NEW	05534B760	2899	140500	SH	SOLE	1
BIOVAIL CORP	COM	09067J109	58898	4385982	SH	SOLE	
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	790	75000	SH	SOLE	
BOSTON PROPERTIES INC	COM	101121101	4765	99904	SH	SOLE	
BRISTOL MYERS SQUIBB CO	COM	110122108	2539	125000	SH	SOLE	
BROADCOM CORP	CL A	111320107	455	18250	SH	SOLE	
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	257157	15031265	SH	SOLE	
BROOKFIELD PPTYS CORP	COM	112900105	68124	8613135	SH	SOLE	
BURLINGTON NORTHN SANTA FE C	COM	12189T104	352	4800	SH	DEFINED	
CAE INC	COM	124765108	15776	2659432	SH	SOLE	
CAMECO CORP	COM	13321L108	16714	651539	SH	SOLE	
CANADIAN NAT RES LTD	COM	136385101	48302	918194	SH	SOLE	
CANADIAN NATL RY CO	COM	136375102	152442	3548490	SH	SOLE	
CANADIAN PAC RY LTD	COM	13645T100	28152	706028	SH	SOLE	
CATERPILLAR INC DEL	COM	149123101	512	15500	SH	SOLE	
CDN IMPERIAL BK OF COMMERCE	COM	136069101	561083	11192736	SH	SOLE	
CEMEX SAB DE CV	SPON ADR NEW	151290889	7528	806000	SH	SOLE	
CEPHALON INC	COM	156708109	17092	301709	SH	SOLE	
CHESAPEAKE ENERGY CORP	COM	165167107	455	23400	SH	SOLE	
CHEVRON CORP NEW	COM	166764100	8281	125000	SH	SOLE	
CHIQUITA BRANDS INTL INC	COM	170032809	128	12500	SH	DEFINED	
CISCO SYS INC	COM	17275R102	425	22830	SH	DEFINED	
CISCO SYS INC	COM	17275R102	4660	250000	SH	SOLE	
CITIGROUP INC	COM	172967101	3180	1067000	SH	SOLE	
COCA COLA CO	COM	191216100	5905	123000	SH	SOLE	
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	1264	52600	SH	DEFINED	1
COMPTON PETE CORP	COM	204940100	1598	1398000	SH	SOLE	
CONAGRA FOODS INC	COM	205887102	5756	302000	SH	SOLE	
CONCUR TECHNOLOGIES INC	COM	206708109	457	14709	SH	SOLE	
CORUS ENTERTAINMENT INC	COM CL B NON VTG	220874101	511	40000	SH	SOLE	
COTT CORP QUE	COM	22163N106	845	150000	SH	SOLE	
COVANTA HLDG CORP	COM	22282E102	16813	991500	SH	SOLE	
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	268	5888	SH	DEFINED	
CVS CAREMARK CORPORATION	COM	126650100	4780	150000	SH	SOLE	
DELL INC	COM	24702R101	302	22000	SH	SOLE	
DELTA AIR LINES INC DEL	COM NEW	247361702	68	11900	SH	DEFINED	
DELTA PETE CORP	COM NEW	247907207	171	88850	SH	DEFINED	
DENISON MINES CORP	COM	248356107	75	46300	SH	DEFINED	
DENISON MINES CORP	COM	248356107	2434	1467200	SH	SOLE	
DENNYS CORP	COM	24869P104	27	12900	SH	DEFINED	
DISNEY WALT CO	COM DISNEY	254687106	327	14000	SH	SOLE	
DOW CHEM CO	COM	260543103	4438	275000	SH	SOLE	
EASTMAN KODAK CO	COM	277461109	44	15000	SH	DEFINED	
EL PASO CORP	COM	28336L109	2307	250000	SH	SOLE	
ELECTRONIC ARTS INC	COM	285512109	4207	193700	SH	SOLE	
ENBRIDGE INC	COM	29250N105	215	6212	SH	DEFINED	1
ENBRIDGE INC	COM	29250N105	494507	14251849	SH	SOLE	
ENCANA CORP	COM	292505104	337504	6807349	SH	SOLE	
ENDEAVOUR SILVER CORP	COM	29258Y103	1633	950000	SH	SOLE	
ENERPLUS RES FD	UNIT TR G NEW	29274D604	5643	261200	SH	SOLE	
ERICSSON L M TEL CO	ADR B SEK 10	294821608	9291	950000	SH	SOLE	
EXTERRAN HLDGS INC	COM	30225X103	5325	332000	SH	SOLE	
EXXON MOBIL CORP	COM	30231G102	606	8680	SH	DEFINED	1
FLEXTRONICS INTL LTD	ORD	Y2573F102	822	200000	SH	SOLE	
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	943	18821	SH	DEFINED	1
FRONTEER DEV GROUP INC	COM	35903Q106	172	50000	SH	SOLE	
FUSION TELECOMM INTL INC	COM	36113B301	52	650830	SH	DEFINED	1
GENERAL ELECTRIC CO	COM	369604103	198	16900	SH	DEFINED	1
GENERAL ELECTRIC CO	COM	369604103	6965	594300	SH	SOLE	
GILDAN ACTIVEWEAR INC	COM	375916103	2869	193700	SH	SOLE	
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1767	50000	SH	SOLE	

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GOLDCORP INC NEW	COM	380956409	35566	1023452	SH	SOLE
GOLDEN STAR RES LTD CDA	COM	38119T104	1444	700000	SH	SOLE
GOLDMAN SACHS GROUP INC	COM	38141G104	7372	50000	SH	SOLE
GOOGLE INC	CL A	38259P508	1386	3290	SH	DEFINED 1
GOOGLE INC	CL A	38259P508	1054	2500	SH	SOLE
GREAT BASIN GOLD LTD	COM	390124105	2529	1850000	SH	SOLE
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	75437	1934291	SH	SOLE
HALLIBURTON CO	COM	406216101	4140	200000	SH	SOLE
HARRY WINSTON DIAMOND CORP	COM	41587B100	894	150000	SH	SOLE
HARVEST ENERGY TR	TRUST UNIT	41752X101	5311	975900	SH	SOLE
HEINZ H J CO	COM	423074103	5141	144000	SH	SOLE
HOME DEPOT INC	COM	437076102	7089	300000	SH	SOLE
IESI BFC LTD	COM	44951D108	10598	920000	SH	SOLE
IMPERIAL OIL LTD	COM NEW	453038408	17944	462584	SH	SOLE
INTEL CORP	COM	458140100	4965	300000	SH	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	522	5000	SH	SOLE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	1471	92500	SH	SOLE
INTERNATIONAL ROYALTY CORP	COM	460277106	1300	400000	SH	SOLE
ISHARES INC	MSCI CDA INDEX	464286509	1271	59350	SH	DEFINED 1
ISHARES INC	MSCI JAPAN	464286848	1048	111199	SH	DEFINED
ISHARES INC	MSCI BRIC INDX	464286657	892	25100	SH	SOLE
ISHARES INC	MSCI BRAZIL	464286400	2932	55387	SH	DEFINED 1
ISHARES INC	MSCI AUSTRALIA	464286103	202	12079	SH	DEFINED 1
ISHARES TR	S&P EURO PLUS	464287861	1780	56740	SH	DEFINED
ISHARES TR	US PFD STK IDX	464288687	1285	40000	SH	DEFINED
ISHARES TR	FTSE XNHUA IDX	464287184	4154	108300	SH	DEFINED 1
IVANHOE ENERGY INC	COM	465790103	1913	1250000	SH	SOLE
IVANHOE MINES LTD	COM	46579N103	3327	600000	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	9940	175000	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	622	10953	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	212	3735	SH	DEFINED 1
JOHNSON CTLS INC	COM	478366107	458	21000	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	459	13250	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	5505	105000	SH	SOLE
KINROSS GOLD CORP	COM NO PAR	496902404	23955	1314362	SH	SOLE
LAM RESEARCH CORP	COM	512807108	7800	300000	SH	SOLE
LIONS GATE ENTMTNT CORP	COM NEW	535919203	209	37400	SH	DEFINED
LOWES COS INC	COM	548661107	553	28500	SH	SOLE
MAGNA INTL INC	CL A	559222401	21414	504738	SH	SOLE
MANULIFE FINL CORP	COM	56501R106	654421	37700201	SH	SOLE
MARTEN TRANS LTD	COM	573075108	6305	303750	SH	DEFINED 1
MASTERCARD INC	CL A	57636Q104	430	2497	SH	SOLE
MAXIM INTEGRATED PRODS INC	COM	57772K101	4707	300000	SH	SOLE
MCDONALDS CORP	COM	580135101	529	9200	SH	SOLE
MDS INC	COM	55269P302	819	155848	SH	SOLE
MEMC ELECTR MATLS INC	COM	552715104	3562	200000	SH	SOLE
METHANEX CORP	COM	59151K108	13295	1095998	SH	SOLE
MI DEVS INC	CL A SUB VTG	55304X104	5427	702162	SH	SOLE
MICRON TECHNOLOGY INC	COM	595112103	2954	583700	SH	SOLE
MICROSOFT CORP	COM	594918104	6537	275000	SH	SOLE
MINEFINDERS LTD	COM	602900102	853	123100	SH	SOLE
MIRANT CORP NEW	COM	60467R100	0	76832	SH	DEFINED
MOODYS CORP	COM	615369105	659	25000	SH	SOLE
MOSAIC CO	COM	61945A107	459	10000	SH	SOLE
NEVSUN RES LTD	COM	64156L101	178	150000	SH	SOLE
NEW GOLD INC CDA	COM	644535106	5418	2046060	SH	SOLE
NEWELL RUBBERMAID INC	COM	651229106	3816	366587	SH	SOLE
NEWPARK RES INC	COM PAR \$.01NEW	651718504	72	25500	SH	DEFINED
NEXEN INC	COM	65334H102	26721	1230008	SH	SOLE
NISOURCE INC	COM	65473P105	3498	300000	SH	SOLE
NOKIA CORP	SPONSORED ADR	654902204	7808	535500	SH	SOLE
NORTH AMERN PALLADIUM LTD	COM	656912102	2254	923200	SH	SOLE

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NORTHERN DYNASTY MINERALS LT	COM NEW	66510M204	2792	400000	SH	SOLE
NOVA CHEMICALS CORP	COM	66977W109	749	125942	SH	SOLE
NOVAGOLD RES INC	COM NEW	66987E206	3129	730800	SH	SOLE
OSHKOSH CORP	COM	688239201	3635	250000	SH	SOLE
PAETEC HOLDING CORP	COM	695459107	2258	836205	SH	SOLE
PAN AMERICAN SILVER CORP	COM	697900108	5526	298000	SH	SOLE
PENGROWTH ENERGY TR	TR UNIT NEW	706902509	1973	250000	SH	SOLE
PENN WEST ENERGY TR	TR UNIT	707885109	17761	1394929	SH	SOLE
PETRO-CDA	COM	71644E102	29989	776553	SH	SOLE
PFIZER INC	COM	717081103	13125	875000	SH	SOLE
PLATINUM GROUP METALS LTD	COM NEW	72765Q205	309	300000	SH	SOLE
POLYMET MINING CORP	COM	731916102	64	50000	SH	SOLE
POPULAR INC	COM	733174106	385	175000	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	94793	1016333	SH	SOLE
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	1687	112000	SH	DEFINED 1
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	3420	151200	SH	DEFINED
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	366	10080	SH	DEFINED
POWERSHS DB MULTI SECT COMM	DB OIL FUND	73936B507	1525	60500	SH	DEFINED 1
PROCTER & GAMBLE CO	COM	742718109	439	8600	SH	DEFINED 1
PROCTER & GAMBLE CO	COM	742718109	5524	108000	SH	SOLE
QLOGIC CORP	COM	747277101	1268	100000	SH	SOLE
QUEST DIAGNOSTICS INC	COM	74834L100	2836	50270	SH	DEFINED 1
RESEARCH IN MOTION LTD	COM	760975102	56673	801253	SH	SOLE
RITCHIE BROS AUCTIONEERS	COM	767744105	29220	1245000	SH	SOLE
ROGERS COMMUNICATIONS INC	CL B	775109200	286483	11144910	SH	SOLE
ROYAL BK CDA MONTREAL QUE	COM	780087102	847	20688	SH	DEFINED 1
ROYAL BK CDA MONTREAL QUE	COM	780087102	1797505	43952633	SH	SOLE
ROYAL BK SCOTLAND GROUP PLC	SP ADR L RP PF	780097788	137	14000	SH	DEFINED 1
ROYAL BK SCOTLAND GROUP PLC	SPON ADR SER H	780097879	152	12000	SH	DEFINED 1
RUBICON MINERALS CORP	COM	780911103	1533	517000	SH	SOLE
SANDISK CORP	COM	80004C101	260	17700	SH	DEFINED
SAP AG	SPON ADR	803054204	1005	25000	SH	SOLE
SBA COMMUNICATIONS CORP	COM	78388J106	7575	308529	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	1340	53325	SH	SOLE
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	2254	188350	SH	DEFINED 1
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1241	44500	SH	SOLE
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	124589	7401461	SH	SOLE
SILICON IMAGE INC	COM	82705T102	230	100000	SH	SOLE
SILVER STD RES INC	COM	82823L106	9688	508300	SH	SOLE
SIMON PPTY GROUP INC NEW	COM	828806109	458	8900	SH	SOLE
SOUTHERN COPPER CORP	COM	84265V105	391	19128	SH	DEFINED 1
SOUTHWEST GAS CORP	COM	844895102	2798	126000	SH	SOLE
SOUTHWESTERN ENERGY CO	COM	845467109	213	5500	SH	DEFINED
SPDR GOLD TRUST	GOLD SHS	78463V107	1142	12533	SH	DEFINED 1
SPDR GOLD TRUST	GOLD SHS	78463V107	8775	96240	SH	DEFINED
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	1469	125000	SH	SOLE
SPDR TR	UNIT SER 1	78462F103	7734	84120	SH	DEFINED
SPDR TR	UNIT SER 1	78462F103	262	2850	SH	DEFINED 1
STARBUCKS CORP	COM	855244109	2083	150000	SH	SOLE
STATE STR CORP	COM	857477103	461	9500	SH	SOLE
SUN LIFE FINL INC	COM	866796105	293177	10859293	SH	SOLE
SUNCOR ENERGY INC	COM	867229106	45650	1501244	SH	SOLE
SUNOCO INC	COM	86764P109	6380	275000	SH	SOLE
SUNPOWER CORP	COM CL A	867652109	2269	85167	SH	SOLE
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	3993	421635	SH	SOLE
TALISMAN ENERGY INC	COM	87425E103	35880	2497591	SH	SOLE
TANZANIAN ROYALTY EXPL CORP	COM	87600U104	1477	509700	SH	SOLE
TASEKO MINES LTD	COM	876511106	428	250000	SH	SOLE
TATA MTRS LTD	SPONSORED ADR	876568502	2982	350000	SH	SOLE
TECK RESOURCES LTD	CL B	878742204	131398	8239403	SH	SOLE
TELUS CORP	NON-VTG SHS	87971M202	107442	4165843	SH	SOLE
TEXAS INSTRS INC	COM	882508104	6390	300000	SH	SOLE

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THERMO FISHER SCIENTIFIC INC	COM	883556102	212	5220	SH	DEFINED
THOMPSON CREEK METALS CO INC	COM	884768102	1790	175000	SH	SOLE
THOMSON REUTERS CORP	COM	884903105	13454	462312	SH	SOLE
TIM HORTONS INC	COM	88706M103	10019	410075	SH	SOLE
TONGJITANG CHINESE MED CO	SPON ADR	89025E103	444	135000	SH	SOLE
TORONTO DOMINION BK ONT	COM NEW	891160509	8000	154727	SH	DEFINED 1
TORONTO DOMINION BK ONT	COM NEW	891160509	1173834	22722073	SH	SOLE
TRANSALTA CORP	COM	89346D107	116912	6094443	SH	SOLE
TRANSALTA CORP	COM	89346D107	28770	1500000	SH	SOLE 1
TRANSCANADA CORP	COM	89353D107	293794	10911379	SH	SOLE
TRANSCANADA CORP	COM	89353D107	18175	675000	SH	SOLE 1
UNITED STATES NATL GAS FUND	UNIT	912318102	693	50000	SH	SOLE
UNITED STATES STL CORP NEW	COM	912909108	517	14250	SH	SOLE
UNITED STATES STL CORP NEW	COM	912909108	2058	57800	SH	DEFINED 1
UR ENERGY INC	COM	91688R108	116	150000	SH	SOLE
VALERO ENERGY CORP NEW	COM	91913Y100	13913	823729	SH	SOLE
VANGUARD INDEX FDS	STK MRK ETF	922908769	12506	270385	SH	DEFINED 1
VANGUARD INTL EQUITY INDEX F	EURPEAN ETF	922042874	7992	198500	SH	DEFINED 1
VANGUARD INTL EQUITY INDEX F	PACIFIC ETF	922042866	4229	91500	SH	DEFINED 1
VISA INC	COM CL A	92826C839	6987	156680	SH	SOLE
VORNADO RLTY TR	SH BEN INT	929042109	4949	109904	SH	SOLE
WAL MART STORES INC	COM	931142103	398	8223	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	3090	127384	SH	SOLE
WHIRLPOOL CORP	COM	963320106	2128	50000	SH	SOLE
WHOLE FOODS MKT INC	COM	966837106	949	50000	SH	SOLE
WILEY JOHN & SONS INC	CL B	968223305	6700	200000	SH	DEFINED 1
WILLIAMS COS INC DEL	COM	969457100	5835	373800	SH	SOLE
YAHOO INC	COM	984332106	328	21000	SH	SOLE
YAMANA GOLD INC	COM	98462Y100	10434	1173719	SH	SOLE
YAMANA GOLD INC	COM	98462Y100	99	11150	SH	DEFINED