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ING GROEP NV
Form 13F-HR
November 14, 2011

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2011

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: ING Groep N.V.

Address: Amstelveenseweg 500

1081 KL, Amsterdam,

The Netherlands

Form 13F File Number: 28-13263

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: Simon van Dijken

Title: Manager Management Information

Phone: +31 20 576 05 20

Signature, Place, and Date of Signing:

/s/ Simon van Dijken, Amsterdam, November 14, 2011

[Signature] [City, State] [Date]

Name: F. Severin

Title: Compliance Officer

Phone: +31 20 576 65 39

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Signature, Place, and Date of Signing:

/s/ F. Severin Amsterdam, November 14, 2011
[Signature] [City, State] [Date]

This amendment provides corrected values for the share holdings included in the Information Table.

Report Type (Check only one.):

- // 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).)
/X/ 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).)

List of Other Managers Reporting for this Manager:

Table with 2 columns: Form 13F File Number, Name. Lists various ING subsidiaries like ING Investment Management, Inc., ING Investment Management (Europe) B.V., etc.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: -----

Form 13F Information Table Entry Total: 586 -----

Form 13F Information Table Value Total: \$3,791,246 -----
(USD 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.

Table with 3 columns: No., Form 13F File Number, Name. Lists 4 other included managers, all with Form 13F File Number 28-.

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13F_Q3_2011

| Issuer Name | Class Title | CUSIP | VALUE (x1000) | # of Shares | SH/ PRN | PUT/ CALL | In Di |
|------------------------------|------------------|-----------|------------------|----------------|------------|--------------|----------|
| ISHARES INC | MSCI AUSTRALIA | 464286103 | 878.2268 | 43780 | SH | | DE |
| ISHARES TR | MSCI ACJPN IDX | 464288182 | 2520.4256 | 54040 | SH | | DE |
| SHANDA GAMES LTD SP | ADR REPTG A | 81941U105 | 72.651 | 18300 | SH | | DE |
| AGL RES INC | COM | 001204106 | 385 | 9439 | SH | | DE |
| ABBOTT LABS | COM | 002824100 | 16,281 | 318357 | SH | | DE |
| AIR PRODS & CHEMS INC | COM | 009158106 | 810 | 10600 | SH | | DE |
| AMEREN CORP | COM | 023608102 | 10,379 | 348653 | SH | | DE |
| AMERICAN ELEC PWR INC | COM | 025537101 | 11,288 | 296897 | SH | | DE |
| APPLE INC | COM | 037833100 | 1,719 | 4510 | SH | | DE |
| BAIDU INC SPON | ADR REP A | 056752108 | 225 | 2100 | SH | | DE |
| BAXTER INTL INC | COM | 071813109 | 338 | 6022 | SH | | DE |
| CARNIVAL CORP | PAIRED CTF | 143658300 | 844 | 27846 | SH | | DE |
| CELGENE CORP | COM | 151020104 | 576 | 9307 | SH | | DE |
| CIENA CORP | COM NEW | 171779309 | 134 | 12000 | SH | | DE |
| CITIGROUP INC | COM NEW | 172967424 | 816 | 31851 | SH | | DE |
| CITRIX SYS INC | COM | 177376100 | 643 | 11789 | SH | | DE |
| CONAGRA FOODS INC | COM | 205887102 | 7,739 | 319538 | SH | | DE |
| CULLEN FROST BANKERS INC | COM | 229899109 | 7,137 | 155628 | SH | | DE |
| DOW CHEM CO | COM | 260543103 | 9,611 | 427900 | SH | | DE |
| E M C CORP MASS | COM | 268648102 | 450 | 21419 | SH | | DE |
| EMERSON ELEC CO | COM | 291011104 | 1,127 | 27285 | SH | | DE |
| ENERPLUS CORP | COM | 292766102 | 6,769 | 275850 | SH | | DE |
| F5 NETWORKS INC | COM | 315616102 | 213 | 3000 | SH | | DE |
| GALLAGHER ARTHUR J & CO | COM | 363576109 | 10,805 | 410821 | SH | | DE |
| GENERAL ELECTRIC CO | COM | 369604103 | 16,140 | 1059061 | SH | | DE |
| GERON CORP | COM | 374163103 | 87 | 41271 | SH | | DE |
| GUESS INC | COM | 401617105 | 530 | 18600 | SH | | DE |
| HOME DEPOT INC | COM | 437076102 | 654 | 19900 | SH | | DE |
| INTEL CORP | COM | 458140100 | 11,837 | 554923 | SH | | DE |
| ISHARES INC | MSCI TAIWAN | 464286731 | 1,178 | 99758 | SH | | DE |
| ISHARES INC | MSCI MALAYSIA | 464286830 | 2,457 | 201210 | SH | | DE |
| ITAU UNIBANCO HLDG SA | SPON ADR REP PFD | 465562106 | 756 | 48694 | SH | | DE |
| JOHNSON & JOHNSON | COM | 478160104 | 972 | 15261 | SH | | DE |
| KIMBERLY CLARK CORP | COM | 494368103 | 16,517 | 232600 | SH | | DE |
| KINDER MORGAN ENERGY PARTNER | UT LTD PARTNER | 494550106 | 6,990 | 102227 | SH | | DE |
| LEGGETT & PLATT INC | COM | 524660107 | 6,648 | 335909 | SH | | DE |
| LORILLARD INC | COM | 544147101 | 7,475 | 67526 | SH | | DE |
| MARATHON OIL CORP | COM | 565849106 | 298 | 13805 | SH | | DE |
| MEAD JOHNSON NUTRITION CO | COM | 582839106 | 626 | 9089 | SH | | DE |
| MECHEL OAO | SPONSORED ADR | 583840103 | 6,427 | 630700 | SH | | DE |
| MECHEL OAO | SPON ADR | 583840509 | 2,360 | 589969 | SH | | DE |
| MEDTRONIC INC | COM | 585055106 | 858 | 25800 | SH | | DE |
| MICROSOFT CORP | COM | 594918104 | 2,143 | 86082 | SH | | DE |
| MOBILE TELESYSTEMS OJSC | SPONSORED ADR | 607409109 | 8,538 | 694149 | SH | | DE |
| NUCOR CORP | COM | 670346105 | 7,158 | 226235 | SH | | DE |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 510 | 7138 | SH | | DE |
| PEOPLES UNITED FINANCIAL INC | COM | 712704105 | 10,282 | 901971 | SH | | DE |
| PEPSICO INC | COM | 713448108 | 12,014 | 194094 | SH | | DE |
| PFIZER INC | COM | 717081103 | 15,118 | 855105 | SH | | DE |
| PITNEY BOWES INC | COM | 724479100 | 10,880 | 578703 | SH | | DE |
| PROCTER & GAMBLE CO | COM | 742718109 | 676 | 10698 | SH | | DE |
| RED HAT INC | COM | 756577102 | 203 | 4800 | SH | | DE |

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|----------------------------------|---------------|-----------|--------|---------|----|----|
| REYNOLDS AMERICAN INC | COM | 761713106 | 10,721 | 286046 | SH | DE |
| SCHLUMBERGER LTD | COM | 806857108 | 358 | 6000 | SH | DE |
| SOUTHWESTERN ENERGY CO | COM | 845467109 | 482 | 14466 | SH | DE |
| SPECTRA ENERGY CORP | COM | 847560109 | 10,796 | 440113 | SH | DE |
| SYMANTEC CORP | COM | 871503108 | 577 | 35415 | SH | DE |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR | 874039100 | 15,025 | 1314507 | SH | DE |
| TELE NORTE LESTE PART S A | SPON ADR | 879246106 | 2,954 | 310009 | SH | DE |
| TERNIUM SA SPON | ADR | 880890108 | 512 | 24588 | SH | DE |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 769 | 15185 | SH | DE |
| WAL MART STORES INC | COM | 931142103 | 683 | 13168 | SH | DE |
| WELLS FARGO & CO NEW | COM | 949746101 | 983 | 40758 | SH | DE |
| YUM BRANDS INC | COM | 988498101 | 495 | 10025 | SH | DE |
| QUANTA SVCS INC | COM | 74762E102 | 478 | 25437 | SH | DE |
| AMERICAN EAGLE OUTFITTERS NE | COM | 02553E106 | 621 | 53000 | SH | DE |
| VALE S A | ADR | 91912E105 | 1,089 | 47785 | SH | DE |
| TRAVELERS COMPANIES INC | COM | 89417E109 | 575 | 11792 | SH | DE |
| AT&T INC | COM | 00206R102 | 16,344 | 573088 | SH | DE |
| ADOBE SYS INC | COM | 00724F101 | 752 | 31099 | SH | DE |
| ALTRIA GROUP INC | COM | 02209S103 | 7,011 | 261516 | SH | DE |
| AMERICA MOVIL SAB DE CV SPON | ADR L SHS | 02364W105 | 2,224 | 100706 | SH | DE |
| BLACKSTONE GROUP L P | COM UNIT LTD | 09253U108 | 338 | 28246 | SH | DE |
| CTC MEDIA INC | COM | 12642X106 | 952 | 107000 | SH | DE |
| CHINA MOBILE LIMITED | SPONSORED ADR | 16941M109 | 23,922 | 491118 | SH | DE |
| COMPANHIA DE BEBIDAS DAS AME | SPON ADR | 20441W203 | 594 | 19370 | SH | DE |
| EXELON CORP | COM | 30161N101 | 11,258 | 264210 | SH | DE |
| EXXON MOBIL CORP | COM | 30231G102 | 1,198 | 16500 | SH | DE |
| FREEMONT-MCMORAN COPPER & GO | COM | 35671D857 | 990 | 32527 | SH | DE |
| GOOGLE INC | CL A | 38259P508 | 1,295 | 2518 | SH | DE |
| JPMORGAN CHASE & CO | COM | 46625H100 | 1,096 | 36388 | SH | DE |
| JUNIPER NETWORKS INC | COM | 48203R104 | 448 | 25960 | SH | DE |
| KRAFT FOODS INC | CL A | 50075N104 | 15,425 | 459352 | SH | DE |
| LIFE TECHNOLOGIES CORP | COM | 53217V109 | 428 | 11144 | SH | DE |
| MAXIM INTEGRATED PRODS INC | COM | 57772K101 | 6,748 | 289242 | SH | DE |
| MERCK & CO INC NEW | COM | 58933Y105 | 16,058 | 490930 | SH | DE |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 870 | 21969 | SH | DE |
| MONSANTO CO NEW | COM | 61166W101 | 409 | 6806 | SH | DE |
| MOSAIC CO NEW | COM | 61945C103 | 413 | 8436 | SH | DE |
| NETAPP INC | COM | 64110D104 | 1,765 | 51998 | SH | DE |
| ORACLE CORP | COM | 68389X105 | 459 | 15971 | SH | DE |
| PPL CORP | COM | 69351T106 | 11,410 | 399779 | SH | DE |
| PETROLEO BRASILEIRO SA PETRO SP | ADR NON VTG | 71654V101 | 9,167 | 442424 | SH | DE |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR | 71654V408 | 405 | 18023 | SH | DE |
| SPDR SERIES TRUST | S&P BIOTECH | 78464A870 | 1,296 | 21784 | SH | DE |
| SOUTHERN COPPER CORP | COM | 84265V105 | 2,077 | 83102 | SH | DE |
| TERADATA CORP DEL | COM | 88076W103 | 650 | 12141 | SH | DE |
| TIM PARTICIPACOES S A SPONSORED | ADR | 88706P205 | 502 | 21300 | SH | DE |
| UNIVERSAL DISPLAY CORP | COM | 91347P105 | 230 | 4800 | SH | DE |
| WASTE MGMT INC DEL | COM | 94106L109 | 10,751 | 330176 | SH | DE |
| CREDICORP LTD | COM | G2519Y108 | 2,869 | 31114 | SH | DE |
| EVEREST RE GROUP LTD | COM | G3223R108 | 400 | 5038 | SH | DE |
| INGERSOLL-RAND PLC | SHS | G47791101 | 534 | 19000 | SH | DE |
| WEATHERFORD INTERNATIONAL LT REG | SHS | H27013103 | 611 | 50000 | SH | DE |
| TRANSOCEAN LTD REG | SHS | H8817H100 | 9,884 | 207031 | SH | DE |
| COPA HOLDINGS SA | CL A | P31076105 | 416 | 6784 | SH | DE |
| AFLAC INC | COM | 001055102 | 651 | 18609 | SH | DE |
| AGL RES INC | COM | 001204106 | 478 | 11748 | SH | DE |

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|------------------------------|----------------|-----------|---------|----------|----|
| ABBOTT LABS | COM | 002824100 | 27,752 | 542560 | DE |
| ABERCROMBIE & FITCH CO | CL A | 002896207 | 2,130 | 34600 | DE |
| AIR PRODS & CHEMS INC | COM | 009158106 | 1,845 | 24144 | DE |
| ALBEMARLE CORP | COM | 012653101 | 1,660 | 41050 | DE |
| ALCOA INC | COM | 013817101 | 426 | 44506 | DE |
| ALEXANDRIA REAL ESTATE EQ IN | COM | 015271109 | 6,003 | 97549 | DE |
| ALLERGAN INC | COM | 018490102 | 1,192 | 14470 | DE |
| ALLSTATE CORP | COM | 020002101 | 334 | 14100 | DE |
| ALTERA CORP | COM | 021441100 | 1,011 | 32044 | DE |
| AMAZON COM INC | COM | 023135106 | 4,393 | 20295 | DE |
| AMEREN CORP | COM | 023608102 | 851 | 28600 | DE |
| AMERICAN ELEC PWR INC | COM | 025537101 | 1,117 | 29366 | DE |
| AMERICAN EXPRESS CO | COM | 025816109 | 4,674 | 104123 | DE |
| AMERICAN TOWER CORP | CL A | 029912201 | 2,686 | 49948 | DE |
| AMGEN INC | COM | 031162100 | 5,061 | 92095 | DE |
| AMYLIN PHARMACEUTICALS INC | COM | 032346108 | 783 | 84830 | DE |
| ANADARKO PETE CORP | COM | 032511107 | 1,176 | 18650 | DE |
| ANALOG DEVICES INC | COM | 032654105 | 2,263 | 72382 | DE |
| ANNALY CAP MGMT INC | COM | 035710409 | 715 | 42958 | DE |
| APACHE CORP | COM | 037411105 | 1,893 | 23585 | DE |
| APPLE INC | COM | 037833100 | 173,702 | 455659 | DE |
| APPLIED MATLS INC | COM | 038222105 | 391 | 37752 | DE |
| ARCH COAL INC | COM | 039380100 | 7,847 | 538588 | DE |
| ARCHER DANIELS MIDLAND CO | COM | 039483102 | 3,430 | 138213 | DE |
| AUTODESK INC | COM | 052769106 | 575 | 20700 | DE |
| AVALONBAY CMNTYS INC | COM | 053484101 | 23,589 | 206826 | DE |
| AVERY DENNISON CORP | COM | 053611109 | 542 | 21629 | DE |
| BB&T CORP | COM | 054937107 | 411 | 19300 | DE |
| BMC SOFTWARE INC | COM | 055921100 | 3,055 | 79176 | DE |
| BAIDU INC SPON | ADR REP A | 056752108 | 2,414 | 22600 | DE |
| BAKER HUGHES INC | COM | 057224107 | 462 | 10004 | DE |
| BANCO BRADESCO S A SP | ADR PFD NEW | 059460303 | 4,107 | 277881 | DE |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 77,342 | 12658338 | DE |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 833 | 44818 | DE |
| BARRICK GOLD CORP | COM | 067901108 | 569 | 12191 | DE |
| BAXTER INTL INC | COM | 071813109 | 11,931 | 212450 | DE |
| BECTON DICKINSON & CO | COM | 075887109 | 1,203 | 16405 | DE |
| BED BATH & BEYOND INC | COM | 075896100 | 2,948 | 51407 | DE |
| BERKSHIRE HATHAWAY INC DEL | CL B NEW | 084670702 | 4,450 | 62636 | DE |
| BOEING CO | COM | 097023105 | 19,549 | 322640 | DE |
| BOSTON PROPERTIES INC | COM | 101121101 | 23,945 | 268740 | DE |
| BRIGHAM EXPLORATION CO | COM | 109178103 | 986 | 39000 | DE |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 10,270 | 327378 | DE |
| BROADCOM CORP | CL A | 111320107 | 2,702 | 81160 | DE |
| BROOKFIELD ASSET MGMT INC | CL A LTD VT SH | 112585104 | 2,236 | 81158 | DE |
| BROOKFIELD OFFICE PPTYS INC | COM | 112900105 | 8,150 | 591887 | DE |
| BROWN FORMAN CORP | CL B | 115637209 | 918 | 13082 | DE |
| CBS CORP NEW | CL B | 124857202 | 1,161 | 56955 | DE |
| CIGNA CORP | COM | 125509109 | 1,213 | 28900 | DE |
| CMS ENERGY CORP | COM | 125896100 | 1,773 | 89662 | DE |
| CSX CORP | COM | 126408103 | 1,193 | 63914 | DE |
| CVS CAREMARK CORPORATION | COM | 126650100 | 10,964 | 326305 | DE |
| CAMPBELL SOUP CO | COM | 134429109 | 428 | 13241 | DE |
| CANADIAN NAT RES LTD | COM | 136385101 | 736 | 25144 | DE |
| CARNIVAL CORP | PAIRED CTF | 143658300 | 10,467 | 345328 | DE |
| CATERPILLAR INC DEL | COM | 149123101 | 1,282 | 17371 | DE |

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|------------------------------|----------------|-----------|--------|---------|----|
| CELGENE CORP | COM | 151020104 | 3,487 | 56313 | DE |
| CENTRAL EUROPEAN DIST CORP | COM | 153435102 | 1,098 | 156861 | DE |
| CENTURYLINK INC | COM | 156700106 | 17,452 | 526926 | DE |
| CEPHALON INC | COM | 156708109 | 2,187 | 27095 | DE |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 527 | 20633 | DE |
| CHEVRON CORP NEW | COM | 166764100 | 14,569 | 157351 | DE |
| CINCINNATI FINL CORP | COM | 172062101 | 353 | 13400 | DE |
| CITIGROUP INC | COM NEW | 172967424 | 16,634 | 649263 | DE |
| CITRIX SYS INC | COM | 177376100 | 2,313 | 42380 | DE |
| COACH INC | COM | 189754104 | 4,033 | 77813 | DE |
| COCA COLA CO | COM | 191216100 | 18,899 | 279523 | DE |
| COLGATE PALMOLIVE CO | COM | 194162103 | 4,116 | 46426 | DE |
| COMERICA INC | COM | 200340107 | 15,196 | 661557 | DE |
| COMPUTER SCIENCES CORP | COM | 205363104 | 271 | 10118 | DE |
| CONAGRA FOODS INC | COM | 205887102 | 5,817 | 239963 | DE |
| CONCUR TECHNOLOGIES INC | COM | 206708109 | 885 | 23600 | DE |
| CONSOLIDATED EDISON INC | COM | 209115104 | 2,773 | 48644 | DE |
| CORNING INC | COM | 219350105 | 355 | 28700 | DE |
| CULLEN FROST BANKERS INC | COM | 229899109 | 236 | 5141 | DE |
| DTE ENERGY CO | COM | 233331107 | 17,070 | 347869 | DE |
| DANAHER CORP DEL | COM | 235851102 | 5,312 | 126669 | DE |
| DEERE & CO | COM | 244199105 | 5,019 | 77710 | DE |
| DENBURY RES INC | COM NEW | 247916208 | 802 | 69657 | DE |
| DEVRY INC DEL | COM | 251893103 | 879 | 23775 | DE |
| DISNEY WALT CO | COM DISNEY | 254687106 | 901 | 29900 | DE |
| DISCOVER FINL SVCS | COM | 254709108 | 1,418 | 61790 | DE |
| DR REDDYS LABS LTD | ADR | 256135203 | 505 | 16951 | DE |
| DOLLAR TREE INC | COM | 256746108 | 2,288 | 30476 | DE |
| DONNELLEY R R & SONS CO | COM | 257867101 | 975 | 69155 | DE |
| DOVER CORP | COM | 260003108 | 15,961 | 342510 | DE |
| DOW CHEM CO | COM | 260543103 | 3,578 | 159218 | DE |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 15,619 | 390969 | DE |
| E M C CORP MASS | COM | 268648102 | 1,235 | 58826 | DE |
| E TRADE FINANCIAL CORP | COM NEW | 269246401 | 388 | 42526 | DE |
| EATON CORP | COM | 278058102 | 941 | 26494 | DE |
| EBAY INC | COM | 278642103 | 1,099 | 37234 | DE |
| ECOPETROL S A | SPONSORED ADS | 279158109 | 691 | 17000 | DE |
| EDISON INTL | COM | 281020107 | 1,029 | 26900 | DE |
| ELECTRONIC ARTS INC | COM | 285512109 | 241 | 11791 | DE |
| EMERSON ELEC CO | COM | 291011104 | 2,015 | 48765 | DE |
| EQUIFAX INC | COM | 294429105 | 660 | 21473 | DE |
| EXPRESS SCRIPTS INC | COM | 302182100 | 14,100 | 380263 | DE |
| FEDERAL REALTY INVT TR | SH BEN INT NEW | 313747206 | 10,386 | 126069 | DE |
| FEDERATED INVS INC PA | CL B | 314211103 | 893 | 50900 | DE |
| F5 NETWORKS INC | COM | 315616102 | 299 | 4200 | DE |
| FIFTH THIRD BANCORP | COM | 316773100 | 17,388 | 1721632 | DE |
| FIRSTENERGY CORP | COM | 337932107 | 1,189 | 26479 | DE |
| FLUOR CORP NEW | COM | 343412102 | 13,704 | 294467 | DE |
| FRANKLIN RES INC | COM | 354613101 | 4,875 | 51029 | DE |
| GALLAGHER ARTHUR J & CO | COM | 363576109 | 419 | 15915 | DE |
| GENERAL DYNAMICS CORP | COM | 369550108 | 15,721 | 276096 | DE |
| GENERAL ELECTRIC CO | COM | 369604103 | 28,026 | 1840170 | DE |
| GENERAL GROWTH PPTYS INC NEW | COM | 370023103 | 12,076 | 998853 | DE |
| GENERAL MLS INC | COM | 370334104 | 17,384 | 451539 | DE |
| GILEAD SCIENCES INC | COM | 375558103 | 4,473 | 115273 | DE |
| GOLDCORP INC NEW | COM | 380956409 | 571 | 12504 | DE |

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|------------------------------|------------------|-----------|--------|---------|----|
| HALLIBURTON CO | COM | 406216101 | 13,518 | 443354 | DE |
| HARLEY DAVIDSON INC | COM | 412822108 | 2,014 | 58690 | DE |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 436 | 27006 | DE |
| HASBRO INC | COM | 418056107 | 468 | 14311 | DE |
| HAWAIIAN TELCOM HOLDCO INC | COM | 420031106 | 388 | 25623 | DE |
| HECLA MNG CO | COM | 422704106 | 1,441 | 268797 | DE |
| HEINZ H J CO | COM | 423074103 | 22,301 | 441517 | DE |
| HELMERICH & PAYNE INC | COM | 423452101 | 516 | 12691 | DE |
| HERSHEY CO | COM | 427866108 | 2,496 | 42088 | DE |
| HEWLETT PACKARD CO | COM | 428236103 | 8,448 | 376115 | DE |
| HIGHWOODS PPTYS INC | COM | 431284108 | 2,155 | 76246 | DE |
| HOLOGIC INC | COM | 436440101 | 3,848 | 253000 | DE |
| HOME DEPOT INC | COM | 437076102 | 2,726 | 82987 | DE |
| HONEYWELL INTL INC | COM | 438516106 | 2,354 | 53568 | DE |
| HORMEL FOODS CORP | COM | 440452100 | 1,484 | 54860 | DE |
| HUBBELL INC | CL B | 443510201 | 1,162 | 23200 | DE |
| HUMANA INC | COM | 444859102 | 1,380 | 18975 | DE |
| HUMAN GENOME SCIENCES INC | COM | 444903108 | 957 | 75420 | DE |
| HUNTINGTON BANCSHARES INC | COM | 446150104 | 501 | 104200 | DE |
| ITT CORP NEW | COM | 450911102 | 847 | 20152 | DE |
| ILLINOIS TOOL WKS INC | COM | 452308109 | 2,339 | 56217 | DE |
| INFOSYS LTD | SPONSORED ADR | 456788108 | 5,143 | 100721 | DE |
| INGRAM MICRO INC | CL A | 457153104 | 726 | 45000 | DE |
| INTEL CORP | COM | 458140100 | 27,367 | 1282407 | DE |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 10,850 | 62036 | DE |
| INTERNATIONAL GAME TECHNOLOG | COM | 459902102 | 16,388 | 1128616 | DE |
| INTUIT | COM | 461202103 | 2,706 | 57035 | DE |
| ISHARES INC | MSCI AUSTRALIA | 464286103 | 1,309 | 65303 | DE |
| ISHARES INC | MSCI BRAZIL | 464286400 | 36,803 | 707475 | DE |
| ISHARES INC | JAPAN SML CAP | 464286582 | 492 | 10996 | DE |
| ISHARES INC | MSCI PAC J IDX | 464286665 | 979 | 26504 | DE |
| ISHARES INC | MSCI SINGAPORE | 464286673 | 814 | 74000 | DE |
| ISHARES INC | MSCI TURKEY FD | 464286715 | 711 | 15000 | DE |
| ISHARES INC | MSCI TAIWAN | 464286731 | 1,382 | 117024 | DE |
| ISHARES INC | MSCI S KOREA | 464286772 | 13,079 | 280904 | DE |
| ISHARES INC | MSCI MEX INVEST | 464286822 | 1,197 | 24441 | DE |
| ISHARES INC | MSCI MALAYSIA | 464286830 | 655 | 53700 | DE |
| ISHARES TR | S&P 100 IDX FD | 464287101 | 2,559 | 49571 | DE |
| ISHARES TR | BARCLY USAGG B | 464287226 | 2,532 | 23000 | DE |
| ISHARES TR | MSCI EMERG MKT | 464287234 | 11,160 | 317765 | DE |
| ISHARES TR | S&P LTN AM 40 | 464287390 | 3,418 | 87937 | DE |
| ISHARES TR | BARCLYS 7-10 YR | 464287440 | 1,902 | 18100 | DE |
| ISHARES TR | NASDQ BIO INDX | 464287556 | 1,255 | 13410 | DE |
| ISHARES TR | RUSSELL 2000 | 464287655 | 868 | 13500 | DE |
| ISHARES TR | DJ US TECH SEC | 464287721 | 1,250 | 21109 | DE |
| ISHARES TR | DJ US REAL EST | 464287739 | 58,387 | 1155500 | DE |
| ISHARES TR | DJ US BAS MATL | 464287838 | 17,097 | 300000 | DE |
| ISHARES TR | MSCI ACJPN IDX | 464288182 | 3,878 | 81120 | DE |
| ISHARES TR | JPMORGAN USD | 464288281 | 5,806 | 55000 | DE |
| ISHARES TR | S&P GLO INFRAS | 464288372 | 506 | 15852 | DE |
| ISHARES TR | DJ HOME CONSTN | 464288752 | 704 | 78004 | DE |
| ITAU UNIBANCO HLDG SA | SPON ADR REP PFD | 465562106 | 5,201 | 334906 | DE |
| JABIL CIRCUIT INC | COM | 466313103 | 17,701 | 994421 | DE |
| JACOBS ENGR GROUP INC DEL | COM | 469814107 | 445 | 13792 | DE |
| JOHNSON & JOHNSON | COM | 478160104 | 35,343 | 554835 | DE |
| JOHNSON CTLS INC | COM | 478366107 | 577 | 21880 | DE |

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|-------------------------------|---------------|-----------|--------|---------|----|
| KEYCORP NEW | COM | 493267108 | 1,222 | 206087 | DE |
| KIMBERLY CLARK CORP | COM | 494368103 | 6,550 | 92286 | DE |
| KINROSS GOLD CORP | COM NO PAR | 496902404 | 1,331 | 90030 | DE |
| KOHL'S CORP | COM | 500255104 | 610 | 12422 | DE |
| KROGER CO | COM | 501044101 | 866 | 39406 | DE |
| LAM RESEARCH CORP | COM | 512807108 | 3,567 | 94000 | DE |
| LASALLE HOTEL PTYS COM | SH BEN INT | 517942108 | 1,939 | 101100 | DE |
| LAUDER ESTEE COS INC | CL A | 518439104 | 1,841 | 20941 | DE |
| LEAR CORP | COM NEW | 521865204 | 944 | 22000 | DE |
| LEGGETT & PLATT INC | COM | 524660107 | 459 | 23200 | DE |
| LEGG MASON INC | COM | 524901105 | 512 | 19903 | DE |
| LEXMARK INTL NEW | CL A | 529771107 | 836 | 30900 | DE |
| LIBERTY PPTY TR | SH BEN INT | 531172104 | 11,409 | 392180 | DE |
| LINCOLN NATL CORP IND | COM | 534187109 | 499 | 31900 | DE |
| LINEAR TECHNOLOGY CORP | COM | 535678106 | 1,267 | 45817 | DE |
| LORILLARD INC | COM | 544147101 | 19,585 | 176811 | DE |
| LOWES COS INC | COM | 548661107 | 951 | 49177 | DE |
| MEMC ELECTR MATLS INC | COM | 552715104 | 910 | 173600 | DE |
| MACERICH CO | COM | 554382101 | 15,060 | 353196 | DE |
| MARATHON OIL CORP | COM | 565849106 | 2,068 | 95824 | DE |
| MARSH & MCLENNAN COS INC | COM | 571748102 | 313 | 11800 | DE |
| MATTEL INC | COM | 577081102 | 1,733 | 66926 | DE |
| MCCORMICK & CO INC | COM NON VTG | 579780206 | 1,740 | 37687 | DE |
| MCDONALDS CORP | COM | 580135101 | 22,128 | 251973 | DE |
| MEAD JOHNSON NUTRITION CO | COM | 582839106 | 133 | 1931 | DE |
| MECHEL OAO | SPONSORED ADR | 583840103 | 1,537 | 150845 | DE |
| MECHEL OAO | SPON ADR | 583840509 | 53 | 13130 | DE |
| MEDTRONIC INC | COM | 585055106 | 1,399 | 42132 | DE |
| METROPCS COMMUNICATIONS INC | COM | 591708102 | 6,380 | 732441 | DE |
| MICROS SYS INC | COM | 594901100 | 1,544 | 35130 | DE |
| MICROSOFT CORP | COM | 594918104 | 40,985 | 1646649 | DE |
| MINDRAY MEDICAL INTL LTD SPON | ADR | 602675100 | 753 | 31983 | DE |
| MOBILE TELESYSTEMS OJSC | SPONSORED ADR | 607409109 | 1,103 | 89756 | DE |
| MOODYS CORP | COM | 615369105 | 476 | 15620 | DE |
| MORGAN STANLEY | COM NEW | 617446448 | 810 | 59924 | DE |
| MOTOROLA MOBILITY HLDGS INC | COM | 620097105 | 447 | 11812 | DE |
| MYLAN INC | COM | 628530107 | 15,228 | 895794 | DE |
| NYSE EURONEXT | COM | 629491101 | 558 | 24016 | DE |
| NATIONAL OILWELL VARCO INC | COM | 637071101 | 15,764 | 307839 | DE |
| NEWELL RUBBERMAID INC | COM | 651229106 | 3,648 | 307820 | DE |
| NEWFIELD EXPL CO | COM | 651290108 | 1,156 | 29131 | DE |
| NIKE INC | CL B | 654106103 | 1,107 | 12931 | DE |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 768 | 12591 | DE |
| NORTHEAST UTILS | COM | 664397106 | 517 | 15347 | DE |
| NUCOR CORP | COM | 670346105 | 901 | 28473 | DE |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 2,862 | 39967 | DE |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 494 | 10247 | DE |
| PPG INDS INC | COM | 693506107 | 1,929 | 27300 | DE |
| PVH CORP | COM | 693656100 | 1,145 | 19643 | DE |
| PACCAR INC | COM | 693718108 | 797 | 23555 | DE |
| PARKER HANNIFIN CORP | COM | 701094104 | 1,324 | 20975 | DE |
| PENTAIR INC | COM | 709631105 | 955 | 29795 | DE |
| PEOPLES UNITED FINANCIAL INC | COM | 712704105 | 250 | 21895 | DE |
| PEPSICO INC | COM | 713448108 | 7,595 | 122751 | DE |
| PERKINELMER INC | COM | 714046109 | 1,500 | 78000 | DE |
| PFIZER INC | COM | 717081103 | 25,360 | 1433571 | DE |

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|------------------------------|---------------|-----------|--------|---------|----|
| PHILIP MORRIS INTL INC | COM | 718172109 | 25,910 | 415632 | DE |
| PITNEY BOWES INC | COM | 724479100 | 14,248 | 757082 | DE |
| PROCTER & GAMBLE CO | COM | 742718109 | 50,841 | 804452 | DE |
| PROGRESS ENERGY INC | COM | 743263105 | 1,345 | 26000 | DE |
| PROGRESSIVE CORP OHIO | COM | 743315103 | 264 | 14885 | DE |
| PRUDENTIAL FINL INC | COM | 744320102 | 17,767 | 379068 | DE |
| PUBLIC SVC ENTERPRISE GROUP | COM | 744573106 | 513 | 15370 | DE |
| QUALCOMM INC | COM | 747525103 | 27,210 | 559302 | DE |
| RALCORP HLDGS INC NEW | COM | 751028101 | 14,825 | 193259 | DE |
| RAYTHEON CO | COM NEW | 755111507 | 3,131 | 76600 | DE |
| RED HAT INC | COM | 756577102 | 604 | 14294 | DE |
| REGAL ENTMT GROUP | CL A | 758766109 | 15,004 | 1278049 | DE |
| REINSURANCE GROUP AMER INC | COM NEW | 759351604 | 14,860 | 323177 | DE |
| REPUBLIC SVCS INC | COM | 760759100 | 547 | 19500 | DE |
| REYNOLDS AMERICAN INC | COM | 761713106 | 1,405 | 37462 | DE |
| ROCKWELL COLLINS INC | COM | 774341101 | 864 | 16355 | DE |
| ROPER INDS INC NEW | COM | 776696106 | 3,692 | 53555 | DE |
| ROSS STORES INC | COM | 778296103 | 889 | 11293 | DE |
| ROWAN COS INC | COM | 779382100 | 323 | 10692 | DE |
| ROYAL DUTCH SHELL PLC SPONS | ADR A | 780259206 | 1,626 | 26400 | DE |
| RYDER SYS INC | COM | 783549108 | 1,127 | 30000 | DE |
| SAFeway INC | COM NEW | 786514208 | 945 | 56889 | DE |
| ST JUDE MED INC | COM | 790849103 | 15,980 | 441425 | DE |
| SCHEIN HENRY INC | COM | 806407102 | 870 | 14046 | DE |
| SCHLUMBERGER LTD | COM | 806857108 | 15,693 | 261990 | DE |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 220 | 19519 | DE |
| SCOTTS MIRACLE GRO CO | CL A | 810186106 | 459 | 10300 | DE |
| SCRIPPS NETWORKS INTERACT IN | CL A COM | 811065101 | 768 | 20664 | DE |
| SEMPRA ENERGY | COM | 816851109 | 2,983 | 57918 | DE |
| SIGMA ALDRICH CORP | COM | 826552101 | 2,525 | 40845 | DE |
| SIMON PTY GROUP INC NEW | COM | 828806109 | 51,661 | 469606 | DE |
| SOUTHERN CO | COM | 842587107 | 909 | 21460 | DE |
| SOUTHWESTERN ENERGY CO | COM | 845467109 | 712 | 21365 | DE |
| SPECTRA ENERGY CORP | COM | 847560109 | 689 | 28095 | DE |
| STARBUCKS CORP | COM | 855244109 | 16,843 | 451804 | DE |
| STERLITE INDS INDIA LTD | ADS | 859737207 | 513 | 55681 | DE |
| STRYKER CORP | COM | 863667101 | 2,161 | 45880 | DE |
| SUNCOR ENERGY INC NEW | COM | 867224107 | 712 | 27958 | DE |
| SUNTRUST BKS INC | COM | 867914103 | 1,186 | 66119 | DE |
| SYMANTEC CORP | COM | 871503108 | 730 | 44741 | DE |
| SYSCO CORP | COM | 871829107 | 1,990 | 76858 | DE |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR | 874039100 | 1,784 | 156242 | DE |
| TANGER FACTORY OUTLET CTRS I | COM | 875465106 | 4,330 | 166402 | DE |
| TATA MTRS LTD | SPONSORED ADR | 876568502 | 1,192 | 77583 | DE |
| TAUBMAN CTRS INC | COM | 876664103 | 7,720 | 153640 | DE |
| TECHNE CORP | COM | 878377100 | 1,521 | 22300 | DE |
| TERADYNE INC | COM | 880770102 | 245 | 22200 | DE |
| TESORO CORP | COM | 881609101 | 797 | 40900 | DE |
| TEVA PHARMACEUTICAL INDS LTD | ADR | 881624209 | 2,115 | 56852 | DE |
| TEXAS INSTRS INC | COM | 882508104 | 277 | 10382 | DE |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 918 | 18133 | DE |
| TIFFANY & CO NEW | COM | 886547108 | 3,517 | 57774 | DE |
| TIME WARNER INC | COM NEW | 887317303 | 8,494 | 283424 | DE |
| TORCHMARK CORP | COM | 891027104 | 703 | 20178 | DE |
| TOTAL SYS SVCS INC | COM | 891906109 | 1,119 | 66100 | DE |
| TRANSDIGM GROUP INC | COM | 893641100 | 14,775 | 180817 | DE |

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|------------------------------|----------------|-----------|--------|---------|----|
| TRINITY INDS INC | COM | 896522109 | 13,751 | 640777 | DE |
| TYSON FOODS INC | CL A | 902494103 | 992 | 57100 | DE |
| UDR INC | COM | 902653104 | 10,598 | 478475 | DE |
| US BANCORP DEL | COM NEW | 902973304 | 20,648 | 877154 | DE |
| UNION PAC CORP | COM | 907818108 | 19,131 | 234130 | DE |
| UNITED PARCEL SERVICE INC | CL B | 911312106 | 827 | 13095 | DE |
| UNITED STATES NATL GAS FUND | UNIT NEW | 912318110 | 2,700 | 300000 | DE |
| UNITED STATES STL CORP NEW | COM | 912909108 | 3,103 | 140984 | DE |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 4,485 | 63748 | DE |
| V F CORP | COM | 918204108 | 2,086 | 17140 | DE |
| VIROPHARMA INC | COM | 928241108 | 1,282 | 71000 | DE |
| VORNADO RLTY TR | SH BEN INT | 929042109 | 26,082 | 349529 | DE |
| WAL MART STORES INC | COM | 931142103 | 37,736 | 727226 | DE |
| WALGREEN CO | COM | 931422109 | 775 | 23576 | DE |
| WASTE CONNECTIONS INC | COM | 941053100 | 1,820 | 53750 | DE |
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 3,447 | 50501 | DE |
| WELLS FARGO & CO NEW | COM | 949746101 | 19,830 | 822133 | DE |
| WESTERN DIGITAL CORP | COM | 958102105 | 1,276 | 49639 | DE |
| WESTERN UN CO | COM | 959802109 | 1,146 | 74972 | DE |
| WESTWOOD ONE INC | COM NEW | 961815305 | 2,998 | 764739 | DE |
| WHOLE FOODS MKT INC | COM | 966837106 | 1,737 | 26585 | DE |
| WILLIAMS COS INC DEL | COM | 969457100 | 430 | 17664 | DE |
| WYNN RESORTS LTD | COM | 983134107 | 1,614 | 14028 | DE |
| XEROX CORP | COM | 984121103 | 370 | 52938 | DE |
| YAHOO INC | COM | 984332106 | 326 | 24768 | DE |
| YUM BRANDS INC | COM | 988498101 | 1,381 | 27955 | DE |
| ZIONS BANCORPORATION | COM | 989701107 | 496 | 35200 | DE |
| COVANTA HLDG CORP | COM | 22282E102 | 398 | 26240 | DE |
| QUANTA SVCS INC | COM | 74762E102 | 128 | 6800 | DE |
| VERISIGN INC | COM | 92343E102 | 770 | 26918 | DE |
| AMERISOURCEBERGEN CORP | COM | 03073E105 | 1,070 | 28720 | DE |
| NEWS CORP | CL A | 65248E104 | 533 | 34452 | DE |
| BRE PROPERTIES INC | CL A | 05564E106 | 9,992 | 236042 | DE |
| VALE S A | ADR | 91912E105 | 5,833 | 255833 | DE |
| TRAVELERS COMPANIES INC | COM | 89417E109 | 17,370 | 356455 | DE |
| BARCLAYS PLC | ADR | 06738E204 | 526 | 53846 | DE |
| AES CORP | COM | 00130H105 | 371 | 37928 | DE |
| AT&T INC | COM | 00206R102 | 28,685 | 1006148 | DE |
| ADOBE SYS INC | COM | 00724F101 | 17,170 | 710106 | DE |
| AETNA INC NEW | COM | 00817Y108 | 1,362 | 37482 | DE |
| AFFYMETRIX INC | COM | 00826T108 | 286 | 58350 | DE |
| AGILENT TECHNOLOGIES INC | COM | 00846U101 | 816 | 26112 | DE |
| AKAMAI TECHNOLOGIES INC | COM | 00971T101 | 469 | 23566 | DE |
| ALLEGHENY TECHNOLOGIES INC | COM | 01741R102 | 12,886 | 348173 | DE |
| ALLIANCEBERNSTEIN HOLDING LP | UNIT LTD PARTN | 01881G106 | 14,321 | 1037000 | DE |
| ALTRIA GROUP INC | COM | 02209S103 | 22,389 | 835090 | DE |
| AMERICA MOVIL SAB DE CV SPON | ADR L SHS | 02364W105 | 1,314 | 59500 | DE |
| AMERIPRISE FINL INC | COM | 03076C106 | 940 | 23868 | DE |
| APARTMENT INVT & MGMT CO | CL A | 03748R101 | 9,869 | 445954 | DE |
| AQUA AMERICA INC | COM | 03836W103 | 1,327 | 61540 | DE |
| ASSURANT INC | COM | 04621X108 | 1,506 | 42068 | DE |
| ATLAS ENERGY LP | COM UNITS LP | 04930A104 | 8,641 | 465346 | DE |
| AUTONATION INC | COM | 05329W102 | 729 | 22200 | DE |
| BIOMARIN PHARMACEUTICAL INC | COM | 09061G101 | 1,938 | 60820 | DE |
| BIOGEN IDEC INC | COM | 09062X103 | 4,506 | 48380 | DE |
| BLACKROCK INC | COM | 09247X101 | 2,803 | 18936 | DE |

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|-------------------------------|----------------|-----------|--------|---------|----|
| BLACKSTONE GROUP L P | COM UNIT LTD | 09253U108 | 89,618 | 7480669 | DE |
| BRF-BRASIL FOODS S A | SPONSORED ADR | 10552T107 | 1,910 | 108999 | DE |
| CTC MEDIA INC | COM | 12642X106 | 248 | 27749 | DE |
| CA INC | COM | 12673P105 | 253 | 13040 | DE |
| CAMERON INTERNATIONAL CORP | COM | 13342B105 | 13,763 | 331320 | DE |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 518 | 13054 | DE |
| CARDINAL HEALTH INC | COM | 14149Y108 | 20,758 | 495643 | DE |
| CENTERPOINT ENERGY INC | COM | 15189T107 | 474 | 24123 | DE |
| CHINA MOBILE LIMITED | SPONSORED ADR | 16941M109 | 528 | 10832 | DE |
| CHUNGHWA TELECOM CO LTD SPON | ADR NEW11 | 17133Q502 | 1,700 | 51508 | DE |
| CISCO SYS INC | COM | 17275R102 | 10,978 | 708263 | DE |
| CLIFFS NATURAL RESOURCES INC | COM | 18683K101 | 1,288 | 25177 | DE |
| COCA COLA ENTERPRISES INC NE | COM | 19122T109 | 18,868 | 758660 | DE |
| COMCAST CORP NEW | CL A | 20030N101 | 21,264 | 1017423 | DE |
| COMPANHIA SIDERURGICA NACION | SPONSORED ADR | 20440W105 | 2,794 | 351854 | DE |
| COMPANHIA DE SANEAMENTO BASI | SPONSORED ADR | 20441A102 | 763 | 16438 | DE |
| COMPANHIA DE BEBIDAS DAS AME | SPON ADR | 20441W203 | 2,118 | 69112 | DE |
| CONOCOPHILLIPS | COM | 20825C104 | 4,110 | 64826 | DE |
| CONSTELLATION BRANDS INC | CL A | 21036P108 | 693 | 38541 | DE |
| DDR CORP | COM | 23317H102 | 6,783 | 622313 | DE |
| DAVITA INC | COM | 23918K108 | 1,334 | 21283 | DE |
| DELL INC | COM | 24702R101 | 1,663 | 117493 | DE |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 2,402 | 43335 | DE |
| DISCOVERY COMMUNICATNS NEW | COM SER A | 25470F104 | 507 | 13465 | DE |
| DIRECTV COM | CL A | 25490A101 | 19,442 | 460058 | DE |
| DOMINION RES INC VA NEW | COM | 25746U109 | 772 | 15210 | DE |
| DUKE ENERGY CORP NEW | COM | 26441C105 | 2,684 | 134398 | DE |
| EL PASO CORP | COM | 28336L109 | 296 | 16929 | DE |
| ENERGY CORP NEW | COM | 29364G103 | 1,038 | 15638 | DE |
| EQUINIX INC | COM NEW | 29444U502 | 2,051 | 23070 | DE |
| EQUITY LIFESTYLE PPTYS INC | COM | 29472R108 | 1,146 | 18300 | DE |
| EQUITY RESIDENTIAL | SH BEN INT | 29476L107 | 34,216 | 659401 | DE |
| EXELON CORP | COM | 30161N101 | 29,423 | 690199 | DE |
| EXXON MOBIL CORP | COM | 30231G102 | 58,169 | 799689 | DE |
| FREEMPORT-MCMORAN COPPER & GO | COM | 35671D857 | 2,462 | 80840 | DE |
| GOLDMAN SACHS GROUP INC | COM | 38141G104 | 2,558 | 27081 | DE |
| GOOGLE INC | CL A | 38259P508 | 29,217 | 56780 | DE |
| HCP INC | COM | 40414L109 | 15,182 | 432913 | DE |
| HDFC BANK LTD | ADR REPS 3 SHS | 40415F101 | 2,880 | 98665 | DE |
| HEALTH CARE REIT INC | COM | 42217K106 | 14,107 | 301436 | DE |
| HESS CORP | COM | 42809H107 | 1,253 | 23872 | DE |
| HOST HOTELS & RESORTS INC | COM | 44107P104 | 14,899 | 1364364 | DE |
| ICICI BK LTD | ADR | 45104G104 | 4,178 | 120412 | DE |
| INTERMUNE INC | COM | 45884X103 | 398 | 19680 | DE |
| ISHARES TR INDO INVS MRKT | | 46429B309 | 640 | 24750 | DE |
| JPMORGAN CHASE & CO | COM | 46625H100 | 29,475 | 978588 | DE |
| JANUS CAP GROUP INC | COM | 47102X105 | 267 | 44500 | DE |
| JUNIPER NETWORKS INC | COM | 48203R104 | 2,663 | 154300 | DE |
| KIMCO RLTY CORP | COM | 49446R109 | 7,433 | 495177 | DE |
| KINETIC CONCEPTS INC | COM NEW | 49460W208 | 989 | 15000 | DE |
| KRAFT FOODS INC | CL A | 50075N104 | 21,286 | 634077 | DE |
| LABORATORY CORP AMER HLDGS | COM NEW | 50540R409 | 2,329 | 29470 | DE |
| LADENBURG THALMAN FIN SVCS I | COM | 50575Q102 | 3,510 | 2293804 | DE |
| LIBERTY MEDIA CORP NEW INT | COM SER A | 53071M104 | 3,395 | 230000 | DE |
| LIFE TECHNOLOGIES CORP | COM | 53217V109 | 2,215 | 57562 | DE |
| M & T BK CORP | COM | 55261F104 | 755 | 10805 | DE |

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| MACYS INC | COM | 55616P104 | 19,916 | 756681 | DE |
| MARATHON PETE CORP | COM | 56585A102 | 501 | 18535 | DE |
| MARKET VECTORS ETF TR GOLD MINER ETF | | 57060U100 | 2,080 | 37707 | DE |
| MARKET VECTORS ETF TR RUSSIA ETF | | 57060U506 | 5,076 | 200787 | DE |
| MARKET VECTORS ETF TR AGRIBUS ETF | | 57060U605 | 2,002 | 46400 | DE |
| MARKET VECTORS ETF TR BRAZL SMCP ETF | | 57060U613 | 1,247 | 31759 | DE |
| MARKET VECTORS ETF TR INDONESIA ETF | | 57060U753 | 660 | 26000 | DE |
| MCKESSON CORP | COM | 58155Q103 | 1,727 | 23756 | DE |
| MEDCO HEALTH SOLUTIONS INC | COM | 58405U102 | 1,247 | 26580 | DE |
| MERCK & CO INC NEW | COM | 58933Y105 | 22,450 | 686328 | DE |
| METLIFE INC | COM | 59156R108 | 55,280 | 1974991 | DE |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 14,134 | 356369 | DE |
| MONSANTO CO NEW | COM | 61166W101 | 20,648 | 344078 | DE |
| MOSAIC CO NEW | COM | 61945C103 | 34 | 700 | DE |
| NPS PHARMACEUTICALS INC | COM | 62936P103 | 307 | 47300 | DE |
| NETAPP INC | COM | 64110D104 | 2,858 | 84228 | DE |
| NEUROCRINE BIOSCIENCES INC | COM | 64125C109 | 326 | 54500 | DE |
| NEXTERA ENERGY INC | COM | 65339F101 | 1,595 | 29527 | DE |
| 99 CENTS ONLY STORES | COM | 65440K106 | 350 | 19000 | DE |
| NV ENERGY INC | COM | 67073Y106 | 16,607 | 1128980 | DE |
| ORACLE CORP | COM | 68389X105 | 27,492 | 956559 | DE |
| PDL BIOPHARMA INC | COM | 69329Y104 | 342 | 61600 | DE |
| PG&E CORP | COM | 69331C108 | 3,794 | 89682 | DE |
| PPL CORP | COM | 69351T106 | 14,694 | 514846 | DE |
| PEBBLEBROOK HOTEL TR | COM | 70509V100 | 2,653 | 169867 | DE |
| PETROLEO BRASILEIRO SA PETRO SP | ADR NON VTG | 71654V101 | 442 | 21308 | DE |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR | 71654V408 | 15,010 | 668882 | DE |
| POTASH CORP SASK INC | COM | 73755L107 | 1,005 | 23258 | DE |
| POWERSHS DB MULTI SECT COMM | DB ENERGY FUND | 73936B101 | 285 | 10800 | DE |
| POWERSHS DB MULTI SECT COMM | DB PREC MTLs | 73936B200 | 757 | 13360 | DE |
| PRICE T ROWE GROUP INC | COM | 74144T108 | 790 | 16515 | DE |
| PROLOGIS INC | COM | 74340W103 | 21,605 | 890919 | DE |
| PROSHARES TR | PSHS ULSHT SP500 | 74347R883 | 7,644 | 300000 | DE |
| PROSHARES TR | ULTSHT OIL NEW | 74347X591 | 1,047 | 26600 | DE |
| PUBLIC STORAGE | COM | 74460D109 | 19,999 | 179780 | DE |
| RANGE RES CORP | COM | 75281A109 | 17,771 | 303926 | DE |
| REGIONS FINANCIAL CORP NEW | COM | 7591EP100 | 788 | 236687 | DE |
| SAIC INC | COM | 78390X101 | 951 | 80623 | DE |
| SL GREEN RLTY CORP | COM | 78440X101 | 12,801 | 220206 | DE |
| SLM CORP | COM | 78442P106 | 740 | 59354 | DE |
| SM ENERGY CO | COM | 78454L100 | 910 | 15000 | DE |
| SPDR S&P 500 ETF TR TR | UNIT | 78462F103 | 23,123 | 204463 | DE |
| SPDR GOLD TRUST GOLD | SHS | 78463V107 | 9,800 | 62000 | DE |
| SPDR INDEX | SHS FDS S&P BRIC 40ETF | 78463X798 | 481 | 23566 | DE |
| SPDR SERIES TRUST | KBW REGN BK ETF | 78464A698 | 75,231 | 3900000 | DE |
| SPDR SERIES TRUST | S&P OILGAS EXP | 78464A730 | 878 | 20500 | DE |
| SPDR SERIES TRUST | S&P METALS MNG | 78464A755 | 31,381 | 700000 | DE |
| SANDISK CORP | COM | 80004C101 | 13,299 | 329600 | DE |
| SEALED AIR CORP NEW | COM | 81211K100 | 683 | 40865 | DE |
| SELECT SECTOR SPDR TR | SBI INT-ENERGY | 81369Y506 | 2,050 | 35000 | DE |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 694 | 58800 | DE |
| SHANDA GAMES LTD SP | ADR REPTG A | 81941U105 | 569 | 143000 | DE |
| SOUTHERN COPPER CORP | COM | 84265V105 | 337 | 13500 | DE |
| STARWOOD HOTELS&RESORTS WRLD | COM | 85590A401 | 4,521 | 116437 | DE |
| SUNOCO INC | COM | 86764P109 | 725 | 23396 | DE |
| TTM TECHNOLOGIES INC | COM | 87305R109 | 618 | 65000 | DE |

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|---------------------------------|---------------|-----------|--------|---------|----|
| TERADATA CORP DEL | COM | 88076W103 | 239 | 4472 | DE |
| 3M CO | COM | 88579Y101 | 1,991 | 27753 | DE |
| TIM PARTICIPACOES S A SPONSORED | ADR | 88706P205 | 1,359 | 57700 | DE |
| TIME WARNER CABLE INC | COM | 88732J207 | 1,742 | 27801 | DE |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 2,201 | 47769 | DE |
| UNIVERSAL DISPLAY CORP | COM | 91347P105 | 139 | 2900 | DE |
| VALERO ENERGY CORP NEW | COM | 91913Y100 | 1,544 | 86862 | DE |
| VENTAS INC | COM | 92276F100 | 18,002 | 364334 | DE |
| VERIZON COMMUNICATIONS INC | COM | 92343V104 | 24,526 | 666458 | DE |
| VERISK ANALYTICS INC | CL A | 92345Y106 | 1,435 | 41250 | DE |
| VERTEX PHARMACEUTICALS INC | COM | 92532F100 | 1,592 | 35800 | DE |
| VIMPELCOM LTD | SPONSORED ADR | 92719A106 | 51,680 | 5422839 | DE |
| VIRGIN MEDIA INC | COM | 92769L101 | 4,633 | 190200 | DE |
| VISA INC COM | CL A | 92826C839 | 1,172 | 13672 | DE |
| WABCO HLDGS INC | COM | 92927K102 | 12,813 | 337997 | DE |
| WASTE MGMT INC DEL | COM | 94106L109 | 1,232 | 37845 | DE |
| WELLPOINT INC | COM | 94973V107 | 1,728 | 26469 | DE |
| WINDSTREAM CORP | COM | 97381W104 | 552 | 47330 | DE |
| WISDOMTREE TRUST INDIA ERNGS FD | | 97717W422 | 4,486 | 247015 | DE |
| WYNDHAM WORLDWIDE CORP | COM | 98310W108 | 17,691 | 620723 | DE |
| XCEL ENERGY INC | COM | 98389B100 | 1,786 | 72328 | DE |
| CENTRAL EUROPEAN MEDIA ENTRP | CL A NEW | G20045202 | 4,191 | 537965 | DE |
| CREDICORP LTD | COM | G2519Y108 | 23,102 | 251000 | DE |
| COSAN LTD | SHS A | G25343107 | 539 | 56820 | DE |
| INVESCO LTD | SHS | G491BT108 | 202 | 13043 | DE |
| MARVELL TECHNOLOGY GROUP LTD | ORD | G5876H105 | 20,390 | 1404254 | DE |
| NABORS INDUSTRIES LTD | SHS | G6359F103 | 338 | 27538 | DE |
| ORIENT-EXPRESS HOTELS LTD | CL A | G67743107 | 303 | 43600 | DE |
| SIGNET JEWELERS LIMITED | SHS | G81276100 | 2,028 | 60000 | DE |
| SEASPAN CORP | SHS | Y75638109 | 543 | 47000 | DE |