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BANK OF NOVA SCOTIA /  
Form 13F-HR  
February 12, 2010

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 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 February 11, 2010

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.
28-13705	Scotia Asset Management L.P.
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: 266  
 Form13F Information Table Value Total: \$12,001,471 (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.

FORM 13F INFORMATION TABLE								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
ABBOTT LABS	COM	002824100	570	10563	SH		DEFINED	
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	5188	125000	SH		SOLE	
ACORN ENERGY INC	COM	004848107	102	13857	SH		SOLE	
ADVANCED MICRO DEVICES INC	COM	007903107	1446	151440	SH		SOLE	
AEGON N V	NY REGISTRY SH	007924103	134	20729	SH		DEFINED	
AES CORP	COM	00130H105	567	42600	SH		SOLE	
AETNA INC NEW	COM	00817Y108	428	13500	SH		SOLE	
AFLAC INC	COM	001055102	964	20850	SH		SOLE	
AGNICO EAGLE MINES LTD	COM	008474108	14461	266807	SH		SOLE	
AGRIUM INC	COM	008916108	17208	276236	SH		SOLE	
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	98	12300	SH		DEFINED	
ALLIANCE DATA SYSTEMS CORP	COM	018581108	7634	118196	SH		SOLE	
ALLIANCE ONE INTL INC	COM	018772103	2232	457376	SH		SOLE	
AMGEN INC	COM	031162100	5657	100000	SH		SOLE	
ANADARKO PETE CORP	COM	032511107	9363	150000	SH		SOLE	
APPLE INC	COM	037833100	3509	16645	SH		DEFINED	1
APPLE INC	COM	037833100	2235	10600	SH		SOLE	
APPLIED MATLS INC	COM	038222105	2788	200000	SH		SOLE	
ARCHER DANIELS MIDLAND CO	COM	039483102	8618	275250	SH		SOLE	
AT&T INC	COM	00206R102	8409	300000	SH		SOLE	
AUGUSTA RES CORP	COM NEW	050912203	96	40000	SH		SOLE	
AURIZON MINES LTD	COM	05155P106	67	15000	SH		DEFINED	1
BANCO SANTANDER CHILE NEW	SP ADR REP COM	05965X109	2168	131369	SH		DEFINED	1
BANK MONTREAL QUE	COM	063671101	1004550	18888671	SH		SOLE	
BANK NOVA SCOTIA HALIFAX	COM	064149107	4442	94581	SH		DEFINED	1
BANK OF AMERICA CORPORATION	COM	060505104	11189	742943	SH		SOLE	
BANRO CORP	COM	066800103	49	25000	SH		SOLE	
BARCLAYS BK PLC	DJUBS CMDT ETN36	06738C778	3232	76500	SH		DEFINED	
BARRICK GOLD CORP	COM	067901108	444	11242	SH		DEFINED	1
BARRICK GOLD CORP	COM	067901108	69425	1758497	SH		SOLE	
BCE INC	COM NEW	05534B760	75374	2729487	SH		SOLE	

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BCE INC	COM NEW	05534B760	3880	140500	SH	SOLE	1
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	3968	40	SH	DEFINED	1
BEST BUY INC	COM	086516101	513	13000	SH	SOLE	
BHP BILLITON LTD	SPONSORED ADR	088606108	4047	52867	SH	DEFINED	1
BIOVAIL CORP	COM	09067J109	62189	4448782	SH	SOLE	
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	984	75000	SH	SOLE	
BOSTON PROPERTIES INC	COM	101121101	6488	96632	SH	SOLE	
BOSTON SCIENTIFIC CORP	COM	101137107	882	98000	SH	SOLE	
BRISTOL MYERS SQUIBB CO	COM	110122108	4403	174400	SH	SOLE	
BROADCOM CORP	CL A	111320107	2014	64050	SH	SOLE	
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	336104	15090265	SH	SOLE	
BROOKFIELD PPTYS CORP	COM	112900105	150081	12313135	SH	SOLE	
CAE INC	COM	124765108	22209	2659432	SH	SOLE	
CAMECO CORP	COM	13321L108	352	10879	SH	DEFINED	1
CAMECO CORP	COM	13321L108	22353	691839	SH	SOLE	
CANADIAN NAT RES LTD	COM	136385101	70467	973694	SH	SOLE	
CANADIAN NATL RY CO	COM	136375102	299851	5497213	SH	SOLE	
CANADIAN PAC RY LTD	COM	13645T100	205	3790	SH	DEFINED	
CANADIAN PAC RY LTD	COM	13645T100	39121	723428	SH	SOLE	
CATERPILLAR INC DEL	COM	149123101	427	7500	SH	SOLE	
CDN IMPERIAL BK OF COMMERCE	COM	136069101	260	3993	SH	DEFINED	1
CDN IMPERIAL BK OF COMMERCE	COM	136069101	742228	11437336	SH	SOLE	
CEMEX SAB DE CV	SPON ADR NEW	151290889	9527	806000	SH	SOLE	
CENOVUS ENERGY INC	COM	15135U109	194564	7710249	SH	SOLE	
CEPHALON INC	COM	156708109	15389	246578	SH	SOLE	
CHESAPEAKE ENERGY CORP	COM	165167107	4368	168800	SH	SOLE	
CHEVRON CORP NEW	COM	166764100	9624	125000	SH	SOLE	
CISCO SYS INC	COM	17275R102	5985	250000	SH	SOLE	
CISCO SYS INC	COM	17275R102	584	24424	SH	DEFINED	
CITIGROUP INC	COM	172967101	72	21940	SH	DEFINED	1
CITIGROUP INC	COM	172967101	11796	10075700	SH	SOLE	
COCA COLA CO	COM	191216100	258	4530	SH	DEFINED	
COCA COLA CO	COM	191216100	8265	145000	SH	SOLE	
COMCAST CORP NEW	CL A SPL	20030N200	4803	300000	SH	DEFINED	1
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	1987	59380	SH	DEFINED	1
CONAGRA FOODS INC	COM	205887102	8350	362239	SH	SOLE	
COVANTA HLDG CORP	COM	22282E102	23408	1293962	SH	SOLE	
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	291	5888	SH	DEFINED	
CROWN HOLDINGS INC	COM	228368106	3837	150000	SH	DEFINED	1
CVS CAREMARK CORPORATION	COM	126650100	4831	150000	SH	SOLE	
DANA HOLDING CORP	COM	235825205	130	12000	SH	DEFINED	
DEERE & CO	COM	244199105	1905	35219	SH	SOLE	
DELL INC	COM	24702R101	747	52000	SH	SOLE	
DELTA AIR LINES INC DEL	COM NEW	247361702	135	11900	SH	DEFINED	
DENNYS CORP	COM	24869P104	28	12900	SH	DEFINED	
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	441	30000	SH	SOLE	
DOW CHEM CO	COM	260543103	7598	275000	SH	SOLE	
E M C CORP MASS	COM	268648102	22174	1269258	SH	SOLE	
EASTMAN KODAK CO	COM	277461109	63	15000	SH	DEFINED	
EL PASO CORP	COM	28336L109	2457	250000	SH	SOLE	
ELDORADO GOLD CORP NEW	COM	284902103	12994	914600	SH	SOLE	
ELECTRONIC ARTS INC	COM	285512109	3438	193700	SH	SOLE	
ENBRIDGE INC	COM	29250N105	662056	14296949	SH	SOLE	
ENCANA CORP	COM	292505104	252609	7777149	SH	SOLE	
ENDEAVOUR SILVER CORP	COM	29258Y103	3446	945000	SH	SOLE	
ENERPLUS RES FD	UNIT TR G NEW	29274D604	6838	296600	SH	SOLE	
ERICSSON L M TEL CO	ADR B SEK 10	294821608	8730	950000	SH	SOLE	
EXTERRAN HLDGS INC	COM	30225X103	6787	316405	SH	SOLE	
EXXON MOBIL CORP	COM	30231G102	240	3530	SH	DEFINED	1
FLEXTRONICS INTL LTD	ORD	Y2573F102	1462	200000	SH	SOLE	
FORD MTR CO DEL	COM PAR \$0.01	345370860	859	85900	SH	SOLE	
FOREST CITY ENTERPRISES INC	CL A	345550107	1275	108200	SH	SOLE	

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FORESTAR GROUP INC	COM	346233109	241	9800	SH	DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	284	3548	SH	DEFINED 1
GAP INC DEL	COM	364760108	2243	107100	SH	DEFINED 1
GAYLORD ENTMT CO NEW	COM	367905106	2173	110000	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	12435	821850	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	318	21064	SH	DEFINED 1
GILDAN ACTIVEWEAR INC	COM	375916103	4341	177400	SH	SOLE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	2112	50000	SH	SOLE
GOLDCORP INC NEW	COM	380956409	49142	1248052	SH	SOLE
GOODYEAR TIRE & RUBR CO	COM	382550101	815	57769	SH	SOLE
GREAT BASIN GOLD LTD	COM	390124105	2499	1450000	SH	SOLE
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	100216	1934291	SH	SOLE
HALLIBURTON CO	COM	406216101	6018	200000	SH	SOLE
HEINZ H J CO	COM	423074103	7583	177341	SH	SOLE
HOME DEPOT INC	COM	437076102	8679	300000	SH	SOLE
HSBC HLDGS PLC	SPON ADR NEW	404280406	259	4530	SH	SOLE
IAMGOLD CORP	COM	450913108	167	10715	SH	DEFINED 1
IAMGOLD CORP	COM	450913108	9854	626800	SH	SOLE
IESI BFC LTD	COM	44951D108	14788	920000	SH	SOLE
IMPERIAL OIL LTD	COM NEW	453038408	18692	482784	SH	SOLE
INTEL CORP	COM	458140100	6120	300000	SH	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	589	4500	SH	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	350	2680	SH	DEFINED
INTERNATIONAL GAME TECHNOLOG	COM	459902102	1815	96700	SH	SOLE
ISHARES COMEX GOLD TR	ISHARES	464285105	2470	23000	SH	SOLE
ISHARES INC	MSCI JAPAN	464286848	148	15239	SH	DEFINED 1
ISHARES INC	MSCI TURKEY FD	464286715	389	7220	SH	DEFINED 1
ISHARES INC	MSCI S KOREA	464286772	385	8095	SH	DEFINED 1
ISHARES INC	MSCI JAPAN	464286848	1083	111199	SH	DEFINED
ISHARES INC	MSCI CDA INDEX	464286509	2595	98605	SH	DEFINED 1
ISHARES INC	MSCI BRIC INDX	464286657	1357	29600	SH	SOLE
ISHARES INC	MSCI BRAZIL	464286400	5855	78495	SH	DEFINED 1
ISHARES INC	MSCI AUSTRALIA	464286103	463	20285	SH	DEFINED 1
ISHARES INC	MSCI SINGAPORE	464286673	382	33255	SH	DEFINED 1
ISHARES SILVER TRUST	ISHARES	46428Q109	541	32725	SH	DEFINED 1
ISHARES TR	US PFD STK IDX	464288687	1468	40000	SH	DEFINED
ISHARES TR INDEX	S&P 100 IDX FD	464287101	448	8722	SH	DEFINED 1
ISHARES TR INDEX	BARCLYS 1-3 YR	464287457	408	4925	SH	DEFINED 1
ISHARES TR INDEX	RUSSELL 2000	464287655	8501	136500	SH	SOLE
ISHARES TR INDEX	S&P EURO PLUS	464287861	2210	56740	SH	DEFINED
IVANHOE ENERGY INC	COM	465790103	4228	1500000	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	700	10870	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	11997	186250	SH	SOLE
JOHNSON CTLS INC	COM	478366107	1362	50000	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	2136	51250	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	8149	127900	SH	SOLE
KINROSS GOLD CORP	COM NO PAR	496902404	25582	1386962	SH	SOLE
KINROSS GOLD CORP	COM NO PAR	496902404	207	11228	SH	DEFINED 1
KROGER CO	COM	501044101	272	13250	SH	DEFINED
LILLY ELI & CO	COM	532457108	1111	31100	SH	SOLE
LIONS GATE ENTMNT CORP	COM NEW	535919203	103	17850	SH	DEFINED
LOWES COS INC	COM	548661107	667	28500	SH	SOLE
MAGNA INTL INC	CL A	559222401	26172	516038	SH	SOLE
MANULIFE FINL CORP	COM	56501R106	985514	53655359	SH	SOLE
MARTEN TRANS LTD	COM	573075108	5452	303750	SH	DEFINED 1
MASSEY ENERGY CORP	COM	576206106	781	18600	SH	SOLE
MAXIM INTEGRATED PRODS INC	COM	57772K101	6090	300000	SH	SOLE
MCDONALDS CORP	COM	580135101	224	3589	SH	DEFINED
MCDONALDS CORP	COM	580135101	1074	17200	SH	SOLE
MEMC ELECTR MATLS INC	COM	552715104	2724	200000	SH	SOLE
MERCK & CO INC NEW	COM	58933Y105	2231	61052	SH	SOLE
METHANEX CORP	COM	59151K108	31201	1595998	SH	SOLE

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MGM MIRAGE	COM	552953101	182	20000	SH	DEFINED	1
MI DEVS INC	CL A SUB VTG	55304X104	8612	702162	SH	SOLE	
MICRON TECHNOLOGY INC	COM	595112103	5964	564700	SH	SOLE	
MICROSOFT CORP	COM	594918104	8385	275000	SH	SOLE	
MICROSOFT CORP	COM	594918104	459	15080	SH	DEFINED	
MINEFINDERS LTD	COM	602900102	706	68100	SH	SOLE	
MIRANT CORP NEW	COM	60467R100	0	76832	SH	DEFINED	
MOODYS CORP	COM	615369105	670	25000	SH	SOLE	
MOSAIC CO	COM	61945A107	1789	29954	SH	SOLE	
MOTOROLA INC	COM	620076109	155	20000	SH	SOLE	
NAVISTAR INTL CORP NEW	COM	63934E108	1125	29100	SH	SOLE	
NEVSUN RES LTD	COM	64156L101	120	50000	SH	SOLE	
NEWELL RUBBERMAID INC	COM	651229106	6618	440920	SH	SOLE	
NEXEN INC	COM	65334H102	30858	1284941	SH	SOLE	
NISOURCE INC	COM	65473P105	4614	300000	SH	SOLE	
NOKIA CORP	SPONSORED ADR	654902204	7395	575500	SH	SOLE	
NORTHERN DYNASTY MINERALS LT	COM NEW	66510M204	3333	400000	SH	SOLE	
NVIDIA CORP	COM	67066G104	555	29700	SH	SOLE	
OFFICE DEPOT INC	COM	676220106	136	21145	SH	DEFINED	1
PAETEC HOLDING CORP	COM	695459107	3470	836205	SH	SOLE	
PAN AMERICAN SILVER CORP	COM	697900108	3532	148000	SH	SOLE	
PENGROWTH ENERGY TR	TR UNIT NEW	706902509	2416	250000	SH	SOLE	
PENN WEST ENERGY TR	TR UNIT	707885109	25559	1446929	SH	SOLE	
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	3586	75230	SH	DEFINED	1
PFIZER INC	COM	717081103	16983	933700	SH	SOLE	
POTASH CORP SASK INC	COM	73755L107	54896	503969	SH	SOLE	
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	3722	151200	SH	DEFINED	
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	570	12467	SH	DEFINED	
PRECISION DRILLING TR	TR UNIT	740215108	1582	217142	SH	SOLE	
PROCTER & GAMBLE CO	COM	742718109	424	6995	SH	DEFINED	1
PROCTER & GAMBLE CO	COM	742718109	7658	126300	SH	SOLE	
PROSHARES TR	PSHS ULTSH 20YRS	74347R297	2803	56200	SH	DEFINED	
QLOGIC CORP	COM	747277101	1887	100000	SH	SOLE	
QUEST DIAGNOSTICS INC	COM	74834L100	3039	50332	SH	DEFINED	1
RANDGOLD RES LTD	ADR	752344309	2706	34200	SH	SOLE	
RESEARCH IN MOTION LTD	COM	760975102	390	5764	SH	DEFINED	1
RESEARCH IN MOTION LTD	COM	760975102	53114	784415	SH	SOLE	
RIO TINTO PLC	SPONSORED ADR	767204100	236	1096	SH	SOLE	
RITCHIE BROS AUCTIONEERS	COM	767744105	24476	1085000	SH	SOLE	
ROGERS COMMUNICATIONS INC	CL B	775109200	402959	12944910	SH	SOLE	
ROYAL BK CDA MONTREAL QUE	COM	780087102	1142	21203	SH	DEFINED	1
ROYAL BK CDA MONTREAL QUE	COM	780087102	2396902	44629733	SH	SOLE	
ROYAL BK SCOTLAND GROUP PLC	SPON ADR SER H	780097879	173	12000	SH	DEFINED	1
ROYAL BK SCOTLAND GROUP PLC	SP ADR L RP PF	780097788	181	14000	SH	DEFINED	1
SAP AG	SPON ADR	803054204	1170	25000	SH	SOLE	
SARA LEE CORP	COM	803111103	1354	111200	SH	SOLE	
SBA COMMUNICATIONS CORP	COM	78388J106	13030	381439	SH	SOLE	
SCHLUMBERGER LTD	COM	806857108	462	7099	SH	DEFINED	
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	758	13300	SH	SOLE	
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	378	11465	SH	DEFINED	1
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	154766	7500161	SH	SOLE	
SILICON IMAGE INC	COM	82705T102	258	100000	SH	SOLE	
SOUTHERN COPPER CORP	COM	84265V105	700	21258	SH	DEFINED	1
SOUTHWEST AIRLS CO	COM	844741108	211	18400	SH	SOLE	
SOUTHWEST GAS CORP	COM	844895102	3595	126000	SH	SOLE	
SOUTHWESTERN ENERGY CO	COM	845467109	265	5500	SH	DEFINED	
SPDR GOLD TRUST	GOLD SHS	78463V107	5391	50240	SH	DEFINED	
SPDR GOLD TRUST	GOLD SHS	78463V107	1349	12578	SH	DEFINED	1
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	1889	125000	SH	SOLE	
SPDR TR	UNIT SER 1	78462F103	9480	85075	SH	DEFINED	
SPDR TR	UNIT SER 1	78462F103	273	2450	SH	DEFINED	1
STATE STR CORP	COM	857477103	2652	60909	SH	SOLE	

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SUN LIFE FINL INC	COM	866796105	318690	11063593	SH	SOLE
SUNCOR ENERGY INC NEW	COM	867224107	253	7140	SH	DEFINED
SUNCOR ENERGY INC NEW	COM	867224107	280	7879	SH	DEFINED 1
SUNCOR ENERGY INC NEW	COM	867224107	94117	2656211	SH	SOLE
SUNOCO INC	COM	86764P109	1725	66079	SH	SOLE
SUNPOWER CORP	COM CL A	867652109	450	19001	SH	SOLE
SUPERVALU INC	COM	868536103	1326	104304	SH	SOLE
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	4576	455285	SH	SOLE
TALISMAN ENERGY INC	COM	87425E103	43139	2300791	SH	SOLE
TANZANIAN ROYALTY EXPL CORP	COM	87600U104	2152	615700	SH	SOLE
TARGET CORP	COM	87612E106	813	16800	SH	SOLE
TATA MTRS LTD	SPONSORED ADR	876568502	5901	350000	SH	SOLE
TECK RESOURCES LTD	CL B	878742204	31706	904307	SH	SOLE
TELECOMMUNICATION SYS INC	CL A	87929J103	1026	106000	SH	SOLE
TELUS CORP	NON-VTG SHS	87971M202	102635	3291087	SH	SOLE
TESORO CORP	COM	881609101	3018	222700	SH	SOLE
TEXAS INSTRS INC	COM	882508104	7818	300000	SH	SOLE
THERMO FISHER SCIENTIFIC INC	COM	883556102	244	5130	SH	DEFINED
THOMSON REUTERS CORP	COM	884903105	26572	821931	SH	SOLE
TIM HORTONS INC	COM	88706M103	15352	501775	SH	SOLE
TONGJITANG CHINESE MED CO	SPON ADR	89025E103	520	135000	SH	SOLE
TORONTO DOMINION BK ONT	COM NEW	891160509	1505644	23971473	SH	SOLE
TORONTO DOMINION BK ONT	COM NEW	891160509	9758	155543	SH	DEFINED 1
TRANSALTA CORP	COM	89346D107	151619	6781243	SH	SOLE
TRANSALTA CORP	COM	89346D107	33538	1500000	SH	SOLE 1
TRANSCANADA CORP	COM	89353D107	269	7803	SH	DEFINED 1
TRANSCANADA CORP	COM	89353D107	459316	13328319	SH	SOLE
TRANSCANADA CORP	COM	89353D107	23262	675000	SH	SOLE 1
UNILEVER N V	N Y SHS NEW	904784709	262	8121	SH	DEFINED 1
UNITED STATES STL CORP NEW	COM	912909108	731	13250	SH	SOLE
UR ENERGY INC	COM	91688R108	39	50000	SH	SOLE
VALERO ENERGY CORP NEW	COM	91913Y100	13797	823729	SH	SOLE
VANGUARD INDEX FDS	STK MRK ETF	922908769	21715	385285	SH	DEFINED 1
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	6854	167200	SH	DEFINED 1
VANGUARD INTL EQUITY INDEX F	EURPEAN ETF	922042874	13630	280200	SH	DEFINED 1
VANGUARD INTL EQUITY INDEX F	PACIFIC ETF	922042866	7097	138400	SH	DEFINED 1
VANGUARD WORLD FD	MEGA GRWTH IND	921910816	479	13700	SH	DEFINED 1
VISA INC	COM CL A	92826C839	227	2600	SH	DEFINED
VISA INC	COM CL A	92826C839	9905	156680	SH	SOLE
VORNADO RLTY TR	SH BEN INT	929042109	3808	54390	SH	SOLE
WAL MART STORES INC	COM	931142103	538	10075	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	6417	237784	SH	SOLE
WEYERHAEUSER CO	COM	962166104	220	5100	SH	DEFINED
WHIRLPOOL CORP	COM	963320106	4033	50000	SH	SOLE
WHOLE FOODS MKT INC	COM	966837106	2217	80800	SH	SOLE
WILEY JOHN & SONS INC	CL B	968223305	8450	200000	SH	DEFINED 1
WILLIAMS COS INC DEL	COM	969457100	7880	373800	SH	SOLE
YAHOO INC	COM	984332106	683	40690	SH	SOLE
YAMANA GOLD INC	COM	98462Y100	14270	1248819	SH	SOLE