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ING GROEP NV
Form 13F-HR
February 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: December 31, 2010

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: Head of Management Information
Phone: +31 20 576 51 18

Signature, Place, and Date of Signing:

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

Name: J.A.M. Emke-Petrelluzzi Bojanic
Title: Manager ING Holdings & Chair
Phone: +31 20 576 65 41

Signature, Place, and Date of Signing:

/s/ J.A.M. Emke-Petrelluzzi Bojanic, Amsterdam, February 14, 2011

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

Report Type (Check only one.):

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[] 13F HOLDINGS REPORT.

[] 13F NOTICE.

[X] 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
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28-13194	ING Investment Management, Inc.
28-11943	ING Investment Management (Europe) B.V.
28-01217	ING Investment Management Co.
28-10070	ING Investment Trust Company
28-04547	ING Investments, LLC
28-07292	ING Investment Management LLC

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:
 Form 13F Information Table Entry Total: 884
 Form 13F Information Table Value Total: \$6,932,792
 (USD thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
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1		Other wholly owned subsidiary of ING Groep N.V.
2		ING Investment Management Advisors B.V.
3		ING Investment Management Asia Pacific

Form 13F Information Table

ISSUER_NAME	CLASS_TITLE	CUSIP	VALUE (x1000)	# OF SHARES	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	MAN
-----	-----	-----	-----	-----	-----	-----	-----	-----
AFLAC INC	COM	001055102	957	17,059			DEFINED	
AGCO CORP	COM	001084102	1,479	29,190	SH		DEFINED	
AGCO CORP	COM	001084102	1,244	24,546			DEFINED	
AGL RES INC	COM	001204106	672	18,739	SH		DEFINED	
AK STL HLDG CORP	COM	001547108	596	36,700			DEFINED	
AARONS INC	COM PAR \$0.50	002535300	212	10,400			DEFINED	
ABBOTT LABS	COM	002824100	14,438	301,357	SH		DEFINED	
ABBOTT LABS	COM	002824100	19,258	402,289			DEFINED	
ADVANCED MICRO DEVICES INC	COM	007903107	703	86,024			DEFINED	
AGRIUM INC	COM	008916108	1,311	14,300			DEFINED	
AIR PRODS & CHEMS INC	COM	009158106	1,173	12,894	SH		DEFINED	
AIR PRODS & CHEMS INC	COM	009158106	14,216	156,861			DEFINED	
AIRGAS INC	COM	009363102	2,645	42,347			DEFINED	
ALBEMARLE CORP	COM	012653101	413	7,400			DEFINED	
ALBERTO CULVER CO NEW	COM	013078100	244	6,600			DEFINED	
ALCOA INC	COM	013817101	3,906	253,290			DEFINED	
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	10,708	146,163			DEFINED	
ALLEGHENY ENERGY INC	COM	017361106	2,650	109,322			DEFINED	
ALLERGAN INC	COM	018490102	7,441	107,951			DEFINED	

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BIG LOTS INC	COM	089302103	845	27,740		DEFINED
BOEING CO	COM	097023105	19,764	302,854		DEFINED
BORGWARNER INC	COM	099724106	1,326	18,320		DEFINED
BOSTON PROPERTIES INC	COM	101121101	24,673	286,565		DEFINED
BOSTON SCIENTIFIC CORP	COM	101137107	1,144	149,800		DEFINED
BRASHEM S A	SP ADR PFD A	105532105	813	32,400		DEFINED
BRINKER INTL INC	COM	109641100	262	12,553		DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	13,249	500,357	SH	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	14,242	536,842		DEFINED
BROADCOM CORP	CL A	111320107	3,313	76,146		DEFINED
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	374	70,761	SH	DEFINED
BROOKFIELD PPTYS CORP	COM	112900105	10,894	621,463		DEFINED
BROWN FORMAN CORP	CL B	115637209	1,003	14,401		DEFINED
CAE INC	COM	124765108	149	12,900		DEFINED
CBS CORP NEW	CL B	124857202	400	21,000		DEFINED
CF INDS HLDGS INC	COM	125269100	1,787	13,124		DEFINED
CIGNA CORP	COM	125509109	6,398	174,533		DEFINED
CIT GROUP INC	COM NEW	125581801	1,745	37,074		DEFINED
CMS ENERGY CORP	COM	125896100	1,089	58,542		DEFINED
CSX CORP	COM	126408103	4,969	76,907		DEFINED
CVS CAREMARK CORPORATION	COM	126650100	22,749	653,334		DEFINED
CABOT OIL & GAS CORP	COM	127097103	802	21,116		DEFINED
CALGON CARBON CORP	COM	129603106	196	12,960		DEFINED
CAMPBELL SOUP CO	COM	134429109	929	26,726		DEFINED
CANADIAN NATL RY CO	COM	136375102	2,802	42,325		DEFINED
CANADIAN NAT RES LTD	COM	136385101	22,407	505,114		DEFINED
CARLISLE COS INC	COM	142339100	222	5,600		DEFINED
CARMAX INC	COM	143130102	819	25,700		DEFINED
CARNIVAL CORP	PAIRED CTF	143658300	2,649	57,452		DEFINED
CARTER INC	COM	146229109	207	7,000		DEFINED
CATERPILLAR INC DEL	COM	149123101	8,623	92,063		DEFINED
CELANESE CORP DEL	COM SER A	150870103	217	5,270		DEFINED
CELGENE CORP	COM	151020104	842	14,237	SH	DEFINED
CELGENE CORP	COM	151020104	5,223	88,320		DEFINED
CEMEX SAB DE CV	SPON ADR NEW	151290889	1,605	149,874	SH	DEFINED
CEMEX SAB DE CV	SPON ADR NEW	151290889	1,126	105,157		DEFINED
CENTRAL EUROPEAN DIST CORP	COM	153435102	2,393	104,500	SH	DEFINED
CENTURYLINK INC	COM	156700106	21,130	457,664		DEFINED
CEPHALON INC	COM	156708109	3,183	51,451		DEFINED
CERNER CORP	COM	156782104	265	2,800		DEFINED
CHESAPEAKE ENERGY CORP	COM	165167107	510	19,679	SH	DEFINED
CHESAPEAKE ENERGY CORP	COM	165167107	812	31,260		DEFINED
CHEVRON CORP NEW	COM	166764100	21,295	233,371	SH	DEFINED
CHEVRON CORP NEW	COM	166764100	58,664	642,678		DEFINED
CHICOS FAS INC	COM	168615102	220	18,200		DEFINED
CHUBB CORP	COM	171232101	6,692	111,530		DEFINED
CIMAREX ENERGY CO	COM	171798101	740	8,310		DEFINED
CINCINNATI FINL CORP	COM	172062101	3,524	111,200		DEFINED
CITIGROUP INC	COM	172967101	2,386	504,359	SH	DEFINED
CITIGROUP INC	COM	172967101	29,690	6,276,927		DEFINED
CITRIX SYS INC	COM	177376100	2,371	34,664	SH	DEFINED
CITRIX SYS INC	COM	177376100	8,630	127,500		DEFINED
CLEAN HARBORS INC	COM	184496107	270	3,200		DEFINED
CLOROX CO DEL	COM	189054109	994	15,703		DEFINED
COACH INC	COM	189754104	5,320	95,637		DEFINED
COCA COLA CO	COM	191216100	2,081	31,643	SH	DEFINED

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COCA COLA CO	COM	191216100	21,099	321,385		DEFINED
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	8,586	117,039		DEFINED
COLGATE PALMOLIVE CO	COM	194162103	13,063	162,530		DEFINED
COMERICA INC	COM	200340107	15,782	373,623		DEFINED
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	548	11,190	SH	DEFINED
COMPUTER SCIENCES CORP	COM	205363104	3,742	75,437		DEFINED
COMPUWARE CORP	COM	205638109	610	52,307		DEFINED
CONAGRA FOODS INC	COM	205887102	13,945	617,580	SH	DEFINED
CONAGRA FOODS INC	COM	205887102	15,596	689,157		DEFINED
CONCUR TECHNOLOGIES INC	COM	206708109	335	6,400		DEFINED
CONSOLIDATED EDISON INC	COM	209115104	9,172	185,039	SH	DEFINED
CONSOLIDATED EDISON INC	COM	209115104	15,390	310,473		DEFINED
CONSTELLATION ENERGY GROUP I	COM	210371100	2,152	70,248		DEFINED
CORN PRODS INTL INC	COM	219023108	319	6,931		DEFINED
CORNING INC	COM	219350105	1,644	85,190		DEFINED
COVENTRY HEALTH CARE INC	COM	222862104	2,227	84,280		DEFINED
CREE INC	COM	225447101	321	4,900		DEFINED
CRESUD S A C I F Y A	SPONSORED ADR	226406106	863	45,482		DEFINED
CROWN CASTLE INTL CORP	COM	228227104	3,417	78,022		DEFINED
CULLEN FROST BANKERS INC	COM	229899109	9,299	152,140	SH	DEFINED
CUMMINS INC	COM	231021106	2,048	18,670		DEFINED
CYTEC INDS INC	COM	232820100	601	11,324		DEFINED
DTE ENERGY CO	COM	233331107	7,474	164,915		DEFINED
DANAHER CORP DEL	COM	235851102	4,950	104,932		DEFINED
DARDEN RESTAURANTS INC	COM	237194105	4,682	100,816		DEFINED
DEAN FOODS CO NEW	COM	242370104	885	100,088	SH	DEFINED
DEAN FOODS CO NEW	COM	242370104	145	16,400		DEFINED
DEERE & CO	COM	244199105	6,426	77,329		DEFINED
DELTA AIR LINES INC DEL	COM NEW	247361702	603	47,872		DEFINED
DENBURY RES INC	COM NEW	247916208	850	44,500		DEFINED
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	9,066	643,416		DEFINED
DEVRY INC DEL	COM	251893103	996	21,009		DEFINED
DIEBOLD INC	COM	253651103	8,992	280,568	SH	DEFINED
DIEBOLD INC	COM	253651103	424	13,237		DEFINED
DIGITAL RLTY TR INC	COM	253868103	4,754	92,370		DEFINED
DISNEY WALT CO	COM DISNEY	254687106	3,649	97,545		DEFINED
DISCOVER FINL SVCS	COM	254709108	1,107	59,750		DEFINED
DOLLAR TREE INC	COM	256746108	625	11,151		DEFINED
DOVER CORP	COM	260003108	5,010	85,712		DEFINED
DOW CHEM CO	COM	260543103	9,271	271,560		DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	59,439	1,194,993		DEFINED
E M C CORP MASS	COM	268648102	634	27,702	SH	DEFINED
E M C CORP MASS	COM	268648102	14,043	612,177		DEFINED
E TRADE FINANCIAL CORP	COM NEW	269246401	204	12,700		DEFINED
EASTMAN CHEM CO	COM	277432100	1,945	23,136		DEFINED
EATON CORP	COM	278058102	7,274	71,762		DEFINED
EBAY INC	COM	278642103	1,628	58,600		DEFINED
ECOLAB INC	COM	278865100	1,003	19,900		DEFINED
EDISON INTL	COM	281020107	2,578	66,506		DEFINED
ELDORADO GOLD CORP NEW	COM	284902103	1,336	72,002		DEFINED
ELECTRONIC ARTS INC	COM	285512109	4,357	263,438		DEFINED
EMERSON ELEC CO	COM	291011104	9,730	170,189		DEFINED
EMPRESAS ICA S A DE CV	SPONS ADR NEW	292448206	311	30,500		DEFINED
ENCANA CORP	COM	292505104	1,430	49,107		DEFINED
EQUIFAX INC	COM	294429105	1,505	42,277		DEFINED
ESSEX PTY TR INC	COM	297178105	458	4,006		DEFINED

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EXPEDITORS INTL WASH INC	COM	302130109	1,010	18,500		DEFINED
EXPRESS SCRIPTS INC	COM	302182100	21,247	395,225		DEFINED
FLIR SYS INC	COM	302445101	470	15,800		DEFINED
F M C CORP	COM NEW	302491303	1,790	22,400		DEFINED
FAMILY DLR STORES INC	COM	307000109	872	17,500		DEFINED
FASTENAL CO	COM	311900104	635	10,600		DEFINED
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	11,163	143,240		DEFINED
F5 NETWORKS INC	COM	315616102	469	3,600		DEFINED
FIFTH THIRD BANCORP	COM	316773100	1,099	74,690		DEFINED
FIRST SOLAR INC	COM	336433107	631	4,850		DEFINED
FISERV INC	COM	337738108	463	7,914		DEFINED
FIRSTENERGY CORP	COM	337932107	484	13,063		DEFINED
FLUOR CORP NEW	COM	343412102	20,077	304,144		DEFINED
FLOWERS FOODS INC	COM	343498101	730	27,113	SH	DEFINED
FLOWERS FOODS INC	COM	343498101	219	8,154		DEFINED
FORD MTR CO DEL	COM PAR \$0.01	345370860	17,622	1,051,442		DEFINED
FOREST LABS INC	COM	345838106	4,503	140,798		DEFINED
FORTUNE BRANDS INC	COM	349631101	296	4,900		DEFINED
FRANKLIN RES INC	COM	354613101	11,015	99,045		DEFINED
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	340	5,900		DEFINED
GALLAGHER ARTHUR J & CO	COM	363576109	13,357	459,328	SH	DEFINED
GALLAGHER ARTHUR J & CO	COM	363576109	463	15,915		DEFINED
GANNETT INC	COM	364730101	206	13,658		DEFINED
GAP INC DEL	COM	364760108	1,583	71,504		DEFINED
GENERAL DYNAMICS CORP	COM	369550108	5,040	71,620		DEFINED
GENERAL ELECTRIC CO	COM	369604103	2,156	117,853	SH	DEFINED
GENERAL ELECTRIC CO	COM	369604103	37,949	2,080,539		DEFINED
GENERAL GROWTH PPTYS INC NEW	COM	370023103	15,000	968,970		DEFINED
GENERAL MLS INC	COM	370334104	1,241	34,723		DEFINED
GENUINE PARTS CO	COM	372460105	940	18,300		DEFINED
GENZYME CORP	COM	372917104	15,380	216,194		DEFINED
GERDAU S A	SPONSORED ADR	373737105	3,532	252,304		DEFINED
GERON CORP	COM	374163103	276	53,374	SH	DEFINED
GILEAD SCIENCES INC	COM	375558103	667	18,394	SH	DEFINED
GILEAD SCIENCES INC	COM	375558103	20,929	576,864		DEFINED
GOLDCORP INC NEW	COM	380956409	4,334	94,383		DEFINED
GOODRICH CORP	COM	382388106	1,982	22,501		DEFINED
GOODYEAR TIRE & RUBR CO	COM	382550101	1,488	125,600		DEFINED
GRAINGER W W INC	COM	384802104	1,961	14,200		DEFINED
GREAT PLAINS ENERGY INC	COM	391164100	14,643	754,780		DEFINED
GUESS INC	COM	401617105	47,307	999,720		DEFINED
HAEMONETICS CORP	COM	405024100	215	3,400		DEFINED
HALLIBURTON CO	COM	406216101	5,017	123,021		DEFINED
HANSEN NAT CORP	COM	411310105	345	6,600		DEFINED
HARLEY DAVIDSON INC	COM	412822108	3,286	95,030		DEFINED
HARMAN INTL INDS INC	COM	413086109	2,242	48,433		DEFINED
HARRIS CORP DEL	COM	413875105	852	18,810		DEFINED
HARSCO CORP	COM	415864107	418	14,700		DEFINED
HARTFORD FINL SVCS GROUP INC	COM	416515104	363	13,700		DEFINED
HASBRO INC	COM	418056107	3,365	71,312		DEFINED
HEALTH MGMT ASSOC INC NEW	CL A	421933102	541	56,620		DEFINED
HEARTLAND EXPRESS INC	COM	422347104	186	11,600		DEFINED
HECLA MNG CO	COM	422704106	2,816	247,877		DEFINED
HEINZ H J CO	COM	423074103	21,830	441,366		DEFINED
HELMERICH & PAYNE INC	COM	423452101	1,218	24,964		DEFINED
HERSHEY CO	COM	427866108	4,101	86,981		DEFINED

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HEWLETT PACKARD CO	COM	428236103	1,466	34,823	SH	DEFINED
HEWLETT PACKARD CO	COM	428236103	36,225	860,237		DEFINED
HIGHWOODS PPTYS INC	COM	431284108	6,098	191,446		DEFINED
HILL ROM HLDGS INC	COM	431475102	205	5,200		DEFINED
HOME DEPOT INC	COM	437076102	8,191	233,700		DEFINED
HONEYWELL INTL INC	COM	438516106	1,167	21,944	SH	DEFINED
HONEYWELL INTL INC	COM	438516106	5,739	107,943		DEFINED
HORMEL FOODS CORP	COM	440452100	4,261	83,123		DEFINED
HOSPIRA INC	COM	441060100	10,334	185,566		DEFINED
HUBBELL INC	CL B	443510201	386	6,400		DEFINED
HUDSON CITY BANCORP	COM	443683107	13,599	1,067,442	SH	DEFINED
HUDSON CITY BANCORP	COM	443683107	1,156	90,759		DEFINED
HUMANA INC	COM	444859102	3,166	57,670		DEFINED
HUMAN GENOME SCIENCES INC	COM	444903108	958	40,100		DEFINED
HUNT J B TRANS SVCS INC	COM	445658107	220	5,400		DEFINED
HUNTINGTON BANCSHARES INC	COM	446150104	245	35,500		DEFINED
ITT CORP NEW	COM	450911102	969	18,602		DEFINED
IAMGOLD CORP	COM	450913108	773	43,534		DEFINED
ILLINOIS TOOL WKS INC	COM	452308109	947	17,726		DEFINED
ILLUMINA INC	COM	452327109	456	7,207	SH	DEFINED
ILLUMINA INC	COM	452327109	13,019	205,776		DEFINED
IMPERIAL OIL LTD	COM NEW	453038408	1,122	27,700		DEFINED
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	5,746	75,529		DEFINED
INSITUFORM TECHNOLOGIES INC	CL A	457667103	223	8,400		DEFINED
INTEL CORP	COM	458140100	1,525	72,494	SH	DEFINED
INTEL CORP	COM	458140100	38,179	1,817,176		DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	21,271	145,590		DEFINED
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	2,644	47,561		DEFINED
INTERNATIONAL GAME TECHNOLOG	COM	459902102	17,060	964,382		DEFINED
INTL PAPER CO	COM	460146103	1,695	62,225		DEFINED
INTERPUBLIC GROUP COS INC	COM	460690100	1,569	147,622		DEFINED
INTUIT	COM	461202103	6,210	125,912		DEFINED
IRON MTN INC	COM	462846106	2,523	100,926		DEFINED
ISHARES INC	MSCI AUSTRALIA	464286103	229	9,000	SH	DEFINED
ISHARES INC	MSCI AUSTRALIA	464286103	1,108	43,600		DEFINED
ISHARES INC	MSCI BRAZIL	464286400	8,107	104,733		DEFINED
ISHARES INC	MSCI PAC J IDX	464286665	12,213	259,956		DEFINED
ISHARES INC	MSCI SINGAPORE	464286673	1,111	80,300		DEFINED
ISHARES INC	MSCI TAIWAN	464286731	1,941	124,272	SH	DEFINED
ISHARES INC	MSCI TAIWAN	464286731	1,000	64,000		DEFINED
ISHARES INC	MSCI S KOREA	464286772	8,273	135,204	SH	DEFINED
ISHARES INC	MSCI S KOREA	464286772	379	6,200		DEFINED
ISHARES INC	MSCI MEX INVEST	464286822	1,061	17,200		DEFINED
ISHARES INC	MSCI MALAYSIA	464286830	1,791	124,547	SH	DEFINED
ISHARES TR	S&P 100 IDX FD	464287101	1,981	34,971		DEFINED
ISHARES TR	TRANSP AVE IDX	464287192	27,678	300,000		DEFINED
ISHARES TR	MSCI EMERG MKT	464287234	47,974	1,006,800		DEFINED
ISHARES TR	S&P GBL ENER	464287341	1,719	44,000		DEFINED
ISHARES TR	S&P LTN AM 40	464287390	1,018	18,955		DEFINED
ISHARES TR	BARCLYS 7-10 YR	464287440	4,472	47,650		DEFINED
ISHARES TR	BARCLYS 1-3 YR	464287457	235	2,800		DEFINED
ISHARES TR	S&P MIDCAP 400	464287507	9,248	101,501		DEFINED
ISHARES TR	RUSSELL1000GRW	464287614	3,318	58,030		DEFINED
ISHARES TR	DJ US TECH SEC	464287721	1,358	21,109		DEFINED
ISHARES TR	DJ US REAL EST	464287739	170,701	3,051,500		DEFINED
ISHARES TR	DJ US FINL SEC	464287788	2,795	48,736		DEFINED

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ISHARES TR	DJ US BAS MATL	464287838	23,181	300,000		DEFINED
ISHARES TR	MSCI ACJPN IDX	464288182	503	7,900	SH	DEFINED
ISHARES TR	MSCI ACJPN IDX	464288182	3,003	47,100		DEFINED
ISHARES TR	DJ OIL&GAS EXP	464288851	1,769	27,707		DEFINED
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	2,456	102,273	SH	DEFINED
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	6,019	250,999		DEFINED
ITRON INC	COM	465741106	244	4,405		DEFINED
JA SOLAR HOLDINGS CO LTD	SPON ADR	466090107	173	25,060		DEFINED
JABIL CIRCUIT INC	COM	466313103	20,285	1,009,707		DEFINED
JACOBS ENGR GROUP INC DEL	COM	469814107	2,193	47,825		DEFINED
JOHNSON & JOHNSON	COM	478160104	2,213	35,774	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	55,972	905,696		DEFINED
JOHNSON CTLS INC	COM	478366107	2,816	73,727		DEFINED
JOY GLOBAL INC	COM	481165108	616	7,099		DEFINED
KLA-TENCOR CORP	COM	482480100	2,906	75,204		DEFINED
KELLOGG CO	COM	487836108	1,997	39,094		DEFINED
KENNAMETAL INC	COM	489170100	258	6,600		DEFINED
KEYCORP NEW	COM	493267108	905	102,100		DEFINED
KIMBERLY CLARK CORP	COM	494368103	19,697	312,460	SH	DEFINED
KIMBERLY CLARK CORP	COM	494368103	9,924	157,425		DEFINED
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	8,216	116,941	SH	DEFINED
KING PHARMACEUTICALS INC	COM	495582108	278	19,800		DEFINED
KINROSS GOLD CORP	COM NO PAR	496902404	1,240	65,425		DEFINED
KNIGHT TRANSN INC	COM	499064103	296	15,600		DEFINED
KOHL'S CORP	COM	500255104	2,846	52,682		DEFINED
KROGER CO	COM	501044101	1,732	77,788		DEFINED
LSI CORPORATION	COM	502161102	1,194	199,400		DEFINED
LAM RESEARCH CORP	COM	512807108	15,549	300,297		DEFINED
LAS VEGAS SANDS CORP	COM	517834107	3,914	85,244		DEFINED
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	2,347	88,900		DEFINED
LAUDER ESTEE COS INC	CL A	518439104	6,979	86,482		DEFINED
LEGGETT & PLATT INC	COM	524660107	8,403	369,179	SH	DEFINED
LEUCADIA NATL CORP	COM	527288104	1,632	55,923		DEFINED
LEXMARK INTL NEW	CL A	529771107	353	10,127		DEFINED
LIBERTY PPTY TR	SH BEN INT	531172104	14,028	439,480		DEFINED
LILLY ELI & CO	COM	532457108	15,574	444,471		DEFINED
LIMITED BRANDS INC	COM	532716107	4,003	130,273		DEFINED
LINCOLN NATL CORP IND	COM	534187109	394	14,170		DEFINED
LINEAR TECHNOLOGY CORP	COM	535678106	5,266	151,621		DEFINED
LOEWS CORP	COM	540424108	1,291	33,133		DEFINED
LORILLARD INC	COM	544147101	8,997	109,641	SH	DEFINED
LORILLARD INC	COM	544147101	2,003	24,413		DEFINED
LOWES COS INC	COM	548661107	2,175	86,814		DEFINED
LUBRIZOL CORP	COM	549271104	812	7,561		DEFINED
MEMC ELECTR MATLS INC	COM	552715104	575	51,100		DEFINED
MSC INDL DIRECT INC	CL A	553530106	273	4,200		DEFINED
MACERICH CO	COM	554382101	24,560	518,469		DEFINED
MACK CALI RLTY CORP	COM	554489104	1,752	53,000		DEFINED
MARATHON OIL CORP	COM	565849106	8,768	239,039		DEFINED
MARSH & MCLENNAN COS INC	COM	571748102	1,244	45,500		DEFINED
MARSHALL & ILSLEY CORP NEW	COM	571837103	867	125,300		DEFINED
MARRIOTT INTL INC NEW	CL A	571903202	3,079	74,220		DEFINED
MASCO CORP	COM	574599106	801	63,300		DEFINED
MASSEY ENERGY COMPANY	COM	576206106	2,923	54,202		DEFINED
MATTEL INC	COM	577081102	5,715	224,484		DEFINED
MCAFFEE INC	COM	579064106	4,382	94,508		DEFINED

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MCCORMICK & CO INC	COM NON VTG	579780206	1,672	35,900		DEFINED
MCDERMOTT INTL INC	COM	580037109	856	41,374		DEFINED
MCDONALDS CORP	COM	580135101	1,517	19,759	SH	DEFINED
MCDONALDS CORP	COM	580135101	12,498	162,801		DEFINED
MCGRAW HILL COS INC	COM	580645109	1,006	27,704		DEFINED
MEAD JOHNSON NUTRITION CO	COM	582839106	12,157	196,074		DEFINED
MEADWESTVACO CORP	COM	583334107	797	30,457		DEFINED
MECHEL OAO	SPONSORED ADR	583840103	24,071	823,494	SH	DEFINED
MECHEL OAO	SPONSORED ADR	583840103	6,129	209,745		DEFINED
MECHEL OAO	SPON ADR PFD	583840509	956	100,000	SH	DEFINED
MECHEL OAO	SPON ADR PFD	583840509	4,800	500,000		DEFINED
MEDTRONIC INC	COM	585055106	35,652	960,189		DEFINED
MEREDITH CORP	COM	589433101	4,832	139,438		DEFINED
METROPCS COMMUNICATIONS INC	COM	591708102	755	59,800		DEFINED
METTLER TOLEDO INTERNATIONAL	COM	592688105	242	1,600		DEFINED
MICROSOFT CORP	COM	594918104	2,949	105,640	SH	DEFINED
MICROSOFT CORP	COM	594918104	93,712	3,372,134		DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	3,418	99,610		DEFINED
MICRON TECHNOLOGY INC	COM	595112103	15,875	1,984,430		DEFINED
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	7,828	375,100	SH	DEFINED
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	2,214	106,202		DEFINED
MOLEX INC	COM	608554101	202	8,900		DEFINED
MOLYCORP INC DEL	COM	608753109	414	8,291		DEFINED
MONRO MUFFLER BRAKE INC	COM	610236101	742	21,450		DEFINED
MONSTER WORLDWIDE INC	COM	611742107	210	8,900		DEFINED
MOODYS CORP	COM	615369105	748	28,202		DEFINED
MORGAN STANLEY	COM NEW	617446448	5,619	206,434		DEFINED
MURPHY OIL CORP	COM	626717102	4,792	64,274		DEFINED
MYLAN INC	COM	628530107	850	40,100		DEFINED
NRG ENERGY INC	COM NEW	629377508	760	38,900		DEFINED
NYSE EURONEXT	COM	629491101	8,355	278,692	SH	DEFINED
NYSE EURONEXT	COM	629491101	4,590	152,604		DEFINED
NASDAQ OMX GROUP INC	COM	631103108	4,552	191,753		DEFINED
NATIONAL OILWELL VARCO INC	COM	637071101	27,026	406,462		DEFINED
NATIONWIDE HEALTH PPTYS INC	COM	638620104	12,257	336,908		DEFINED
NEWELL RUBBERMAID INC	COM	651229106	646	35,520		DEFINED
NEWFIELD EXPL CO	COM	651290108	350	4,860		DEFINED
NEWMONT MINING CORP	COM	651639106	8,956	145,790		DEFINED
NICE SYS LTD	SPONSORED ADR	653656108	338	9,700		DEFINED
NIKE INC	CL B	654106103	8,026	93,958		DEFINED
NOBLE ENERGY INC	COM	655044105	3,318	38,541		DEFINED
NORDSTROM INC	COM	655664100	237	5,600		DEFINED
NORFOLK SOUTHERN CORP	COM	655844108	1,435	22,821		DEFINED
NORTHEAST UTILS	COM	664397106	2,276	71,400		DEFINED
NORTHERN TR CORP	COM	665859104	1,071	19,335		DEFINED
NOVELL INC	COM	670006105	185	31,100		DEFINED
NOVELLUS SYS INC	COM	670008101	999	30,900		DEFINED
NUCOR CORP	COM	670346105	1,264	28,845	SH	DEFINED
NUCOR CORP	COM	670346105	2,720	61,457		DEFINED
OGE ENERGY CORP	COM	670837103	292	6,413		DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	1,118	11,396	SH	DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	27,386	279,169		DEFINED
OIL STS INTL INC	COM	678026105	413	6,451		DEFINED
OMNICOM GROUP INC	COM	681919106	1,965	42,911		DEFINED
ON SEMICONDUCTOR CORP	COM	682189105	390	39,400		DEFINED
ONEOK INC NEW	COM	682680103	1,168	21,000		DEFINED

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ONYX PHARMACEUTICALS INC	COM	683399109	925	25,000		DEFINED
OPEN TEXT CORP	COM	683715106	807	17,400		DEFINED
ORMAT TECHNOLOGIES INC	COM	686688102	402	13,560		DEFINED
OWENS & MINOR INC NEW	COM	690732102	200	6,800		DEFINED
OWENS ILL INC	COM NEW	690768403	8,040	261,886		DEFINED
PNC FINL SVCS GROUP INC	COM	693475105	11,269	185,583		DEFINED
POSCO	SPONSORED ADR	693483109	560	5,200		DEFINED
PPG INDS INC	COM	693506107	8,091	96,241		DEFINED
PACCAR INC	COM	693718108	1,349	23,600		DEFINED
PACKAGING CORP AMER	COM	695156109	15,228	589,323		DEFINED
PALL CORP	COM	696429307	1,125	22,700		DEFINED
PAN AMERICAN SILVER CORP	COM	697900108	210	5,100		DEFINED
PARKER HANNIFIN CORP	COM	701094104	7,244	83,940		DEFINED
PATTERSON COMPANIES INC	COM	703395103	1,441	47,036		DEFINED
PAYCHEX INC	COM	704326107	2,798	90,865		DEFINED
PEABODY ENERGY CORP	COM	704549104	3,865	60,271		DEFINED
PENNEY J C INC	COM	708160106	1,035	32,039	SH	DEFINED
PENNEY J C INC	COM	708160106	554	17,173		DEFINED
PENTAIR INC	COM	709631105	1,209	32,925		DEFINED
PEOPLES UNITED FINANCIAL INC	COM	712704105	853	60,900		DEFINED
PEPSICO INC	COM	713448108	823	12,597	SH	DEFINED
PEPSICO INC	COM	713448108	29,113	444,469		DEFINED
PERKINELMER INC	COM	714046109	749	28,914		DEFINED
PERRIGO CO	COM	714290103	462	7,290		DEFINED
PETSMART INC	COM	716768106	207	5,191		DEFINED
PFIZER INC	COM	717081103	20,232	1,155,439	SH	DEFINED
PFIZER INC	COM	717081103	78,206	4,463,795		DEFINED
PHILIP MORRIS INTL INC	COM	718172109	37,950	646,171		DEFINED
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	389	6,672		DEFINED
PHILLIPS VAN HEUSEN CORP	COM	718592108	1,009	15,863		DEFINED
PINNACLE WEST CAP CORP	COM	723484101	3,706	89,403		DEFINED
PIONEER NAT RES CO	COM	723787107	1,033	11,900		DEFINED
PITNEY BOWES INC	COM	724479100	20,083	830,565	SH	DEFINED
PITNEY BOWES INC	COM	724479100	15,188	628,126		DEFINED
PLUM CREEK TIMBER CO INC	COM	729251108	202	5,381		DEFINED
POLO RALPH LAUREN CORP	CL A	731572103	3,419	30,828		DEFINED
PRECISION CASTPARTS CORP	COM	740189105	3,518	25,270		DEFINED
PRICELINE COM INC	COM NEW	741503403	3,114	7,795		DEFINED
PROCTER & GAMBLE CO	COM	742718109	1,675	26,039	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	59,451	923,863		DEFINED
PROGRESS ENERGY INC	COM	743263105	9,407	216,300		DEFINED
PROGRESS SOFTWARE CORP	COM	743312100	280	6,600		DEFINED
PROGRESSIVE CORP OHIO	COM	743315103	159,388	8,021,556		DEFINED
PROLOGIS	SH BEN INT	743410102	14,876	1,030,204		DEFINED
PRUDENTIAL FINL INC	COM	744320102	23,302	398,799		DEFINED
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	4,859	152,738		DEFINED
QLOGIC CORP	COM	747277101	869	51,045		DEFINED
QUALCOMM INC	COM	747525103	44,554	904,840		DEFINED
QUESTAR CORP	COM	748356102	369	21,200		DEFINED
QWEST COMMUNICATIONS INTL IN	COM	749121109	5,731	753,139		DEFINED
RAYONIER INC	COM	754907103	294	5,600		DEFINED
RED HAT INC	COM	756577102	6,267	137,217		DEFINED
REGAL ENTMT GROUP	CL A	758766109	12,083	1,029,200		DEFINED
REGENCY CTRS CORP	COM	758849103	16,643	394,007		DEFINED
REINSURANCE GROUP AMER INC	COM NEW	759351604	16,779	312,395		DEFINED
REPUBLIC SVCS INC	COM	760759100	3,376	113,018		DEFINED

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RESEARCH IN MOTION LTD	COM	760975102	2,017	34,909		DEFINED
REYNOLDS AMERICAN INC	COM	761713106	13,329	408,626	SH	DEFINED
REYNOLDS AMERICAN INC	COM	761713106	16,156	495,749		DEFINED
RIGEL PHARMACEUTICALS INC	COM NEW	766559603	227	30,000		DEFINED
ROBERT HALF INTL INC	COM	770323103	1,047	34,200		DEFINED
ROCKWELL AUTOMATION INC	COM	773903109	2,366	33,000		DEFINED
ROCKWELL COLLINS INC	COM	774341101	1,357	23,293		DEFINED
ROPER INDS INC NEW	COM	776696106	8,414	110,085		DEFINED
ROSS STORES INC	COM	778296103	3,265	51,617		DEFINED
ROVI CORP	COM	779376102	384	6,200		DEFINED
ROWAN COS INC	COM	779382100	1,448	41,488		DEFINED
SAFEWAY INC	COM NEW	786514208	894	39,770		DEFINED
ST JUDE MED INC	COM	790849103	5,330	124,643		DEFINED
SARA LEE CORP	COM	803111103	1,273	72,687		DEFINED
SASOL LTD	SPONSORED ADR	803866300	1,031	19,800		DEFINED
SCHEIN HENRY INC	COM	806407102	1,006	16,391		DEFINED
SCHLUMBERGER LTD	COM	806857108	778	9,323	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	47,642	569,534		DEFINED
SCHWAB CHARLES CORP NEW	COM	808513105	4,744	278,074		DEFINED
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	761	14,700		DEFINED
SEMPRA ENERGY	COM	816851109	3,977	75,945		DEFINED
SHERWIN WILLIAMS CO	COM	824348106	652	7,782		DEFINED
SIGMA ALDRICH CORP	COM	826552101	2,289	34,390		DEFINED
SILVER WHEATON CORP	COM	828336107	637	16,300		DEFINED
SIMON PPTY GROUP INC NEW	COM	828806109	50,051	503,075		DEFINED
SMUCKER J M CO	COM NEW	832696405	1,015	15,411		DEFINED
SNAP ON INC	COM	833034101	378	6,677		DEFINED
SOTHEBYS	COM	835898107	270	6,000		DEFINED
SOUTHERN CO	COM	842587107	735	19,220	SH	DEFINED
SOUTHERN CO	COM	842587107	10,585	276,887		DEFINED
SOUTHWEST AIRLS CO	COM	844741108	729	56,500		DEFINED
SOUTHWESTERN ENERGY CO	COM	845467109	889	23,754	SH	DEFINED
SOUTHWESTERN ENERGY CO	COM	845467109	1,654	44,200		DEFINED
SPECTRA ENERGY CORP	COM	847560109	9,394	375,901	SH	DEFINED
SPECTRA ENERGY CORP	COM	847560109	7,440	297,708		DEFINED
SPRINT NEXTEL CORP	COM SER 1	852061100	16,392	3,875,172		DEFINED
STANLEY BLACK & DECKER INC	COM	854502101	6,031	90,187		DEFINED
STAPLES INC	COM	855030102	1,111	48,800		DEFINED
STARBUCKS CORP	COM	855244109	3,827	119,445		DEFINED
STATE STR CORP	COM	857477103	8,286	178,805		DEFINED
STERICYCLE INC	COM	858912108	2,281	28,159		DEFINED
STERLITE INDS INDIA LTD	ADS	859737207	1,288	77,742		DEFINED
STRYKER CORP	COM	863667101	963	17,880		DEFINED
SUNCOR ENERGY INC NEW	COM	867224107	23,944	633,114		DEFINED
SUNTRUST BKS INC	COM	867914103	1,301	44,036		DEFINED
SUPERMEDIA INC	COM	868447103	892	102,374		DEFINED
SUPERVALU INC	COM	868536103	97	10,100		DEFINED
SYMANTEC CORP	COM	871503108	1,536	91,746	SH	DEFINED
SYMANTEC CORP	COM	871503108	1,583	94,519		DEFINED
SYSCO CORP	COM	871829107	2,052	69,779		DEFINED
TECO ENERGY INC	COM	872375100	262	14,710		DEFINED
TJX COS INC NEW	COM	872540109	2,253	50,478		DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	20,351	1,622,905	SH	DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	2,303	184,669		DEFINED
TANGER FACTORY OUTLET CTRS I	COM	875465106	4,663	91,083		DEFINED
TATA MTRS LTD	SPONSORED ADR	876568502	2,503	85,296		DEFINED

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TAUBMAN CTRS INC	COM	876664103	9,417	186,540		DEFINED
TECHNE CORP	COM	878377100	1,675	25,500		DEFINED
TECK RESOURCES LTD	CL B	878742204	958	15,488		DEFINED
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	13,134	893,474	SH	DEFINED
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	279	18,987		DEFINED
TELLABS INC	COM	879664100	485	71,200		DEFINED
TENNECO INC	COM	880349105	352	8,560		DEFINED
TERADYNE INC	COM	880770102	223	15,900		DEFINED
TERNIUM SA	SPON ADR	880890108	944	22,255	SH	DEFINED
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	5,863	112,460		DEFINED
TEXAS INSTRS INC	COM	882508104	3,528	108,740		DEFINED
TEXTRON INC	COM	883203101	1,152	48,724		DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	1,230	22,226	SH	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	4,791	86,551		DEFINED
THOMAS & BETTS CORP	COM	884315102	663	13,724		DEFINED
THOMPSON CREEK METALS CO INC	COM	884768102	448	30,000		DEFINED
TIFFANY & CO NEW	COM	886547108	7,522	120,800		DEFINED
TIME WARNER INC	COM NEW	887317303	15,051	468,150		DEFINED
TIMKEN CO	COM	887389104	812	16,917		DEFINED
TORCHMARK CORP	COM	891027104	2,767	45,995		DEFINED
TORO CO	COM	891092108	370	6,000		DEFINED
TOWERS WATSON & CO	CL A	891894107	221	4,200		DEFINED
TOTAL SYS SVCS INC	COM	891906109	677	44,001		DEFINED
TRANSDIGM GROUP INC	COM	893641100	15,043	208,298		DEFINED
TRINITY INDS INC	COM	896522109	15,532	583,700		DEFINED
TUPPERWARE BRANDS CORP	COM	899896104	14,225	297,531		DEFINED
TYSON FOODS INC	CL A	902494103	1,187	68,956		DEFINED
UDR INC	COM	902653104	9,651	410,334		DEFINED
UGI CORP NEW	COM	902681105	571	17,971		DEFINED
US BANCORP DEL	COM NEW	902973304	5,923	219,681		DEFINED
UNION PAC CORP	COM	907818108	19,675	212,340		DEFINED
UNITED MICROELECTRONICS CORP	SPON ADR NEW	910873405	70	22,058		DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	8,248	113,659		DEFINED
UNITED STATES NATL GAS FUND	UNIT	912318102	3,688	615,700		DEFINED
UNITED STATES STL CORP NEW	COM	912909108	17,596	298,090		DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	13,842	175,855		DEFINED
URBAN OUTFITTERS INC	COM	917047102	15,844	439,254		DEFINED
V F CORP	COM	918204108	4,876	56,585		DEFINED
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	721	15,000		DEFINED
VEECO INSTRS INC DEL	COM	922417100	318	7,400		DEFINED
VMWARE INC	CL A COM	928563402	761	8,556	SH	DEFINED
VMWARE INC	CL A COM	928563402	825	9,275		DEFINED
VORNADO RLTY TR	SH BEN INT	929042109	33,478	401,752		DEFINED
WAL MART STORES INC	COM	931142103	740	13,728	SH	DEFINED
WAL MART STORES INC	COM	931142103	61,162	1,134,730		DEFINED
WALGREEN CO	COM	931422109	6,338	162,683		DEFINED
WARNACO GROUP INC	COM NEW	934390402	231	4,200		DEFINED
WATERS CORP	COM	941848103	5,405	69,042		DEFINED
WATSON PHARMACEUTICALS INC	COM	942683103	2,697	52,169		DEFINED
WELLS FARGO & CO NEW	COM	949746101	1,258	40,584	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	28,254	913,495		DEFINED
WERNER ENTERPRISES INC	COM	950755108	353	15,600		DEFINED
WEST PHARMACEUTICAL SVSC INC	COM	955306105	222	5,400		DEFINED
WESTERN DIGITAL CORP	COM	958102105	2,653	78,248		DEFINED
WESTERN UN CO	COM	959802109	3,298	177,579		DEFINED
WESTWOOD ONE INC	COM NEW	961815305	6,959	764,739		DEFINED

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WEYERHAEUSER CO	COM	962166104	593	31,323		DEFINED
WHIRLPOOL CORP	COM	963320106	1,730	19,472		DEFINED
WHOLE FOODS MKT INC	COM	966837106	2,424	47,905		DEFINED
WILLIAMS COS INC DEL	COM	969457100	12,002	485,500		DEFINED
WISCONSIN ENERGY CORP	COM	976657106	837	14,200		DEFINED
WONDER AUTO TECHNOLOGY INC	COM	978166106	371	50,000		DEFINED
WOODWARD GOVERNOR CO	COM	980745103	248	6,600		DEFINED
WYNN RESORTS LTD	COM	983134107	247	2,400		DEFINED
XILINX INC	COM	983919101	6,965	240,437		DEFINED
XEROX CORP	COM	984121103	1,193	103,209		DEFINED
YAHOO INC	COM	984332106	1,902	114,500		DEFINED
YUM BRANDS INC	COM	988498101	1,082	22,065	SH	DEFINED
YUM BRANDS INC	COM	988498101	11,197	227,342		DEFINED
DUN & BRADSTREET CORP DEL NE	COM	26483E100	1,598	19,680		DEFINED
COVANTA HLDG CORP	COM	22282E102	500	29,080		DEFINED
QUANTA SVCS INC	COM	74762E102	753	37,813	SH	DEFINED
QUANTA SVCS INC	COM	74762E102	801	40,200		DEFINED
VERISIGN INC	COM	92343E102	5,704	174,066		DEFINED
TALISMAN ENERGY INC	COM	87425E103	1,256	56,600		DEFINED
AMERISOURCEBERGEN CORP	COM	03073E105	21,740	637,339		DEFINED
NEWS CORP	CL A	65248E104	10,598	726,912		DEFINED
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	184	12,600		DEFINED
BRE PROPERTIES INC	CL A	05564E106	10,991	252,670		DEFINED
VALE S A	ADR	91912E105	1,719	49,727	SH	DEFINED
VALE S A	ADR	91912E105	12,896	373,142		DEFINED
TARGET CORP	COM	87612E106	1,445	24,031		DEFINED
NCR CORP NEW	COM	62886E108	372	24,200		DEFINED
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	16,771	477,407		DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	1,590	28,540	SH	DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	3,884	69,717		DEFINED
VALE S A	ADR REPSTG PFD	91912E204	3,358	110,968		DEFINED
AES CORP	COM	00130H105	958	78,157		DEFINED
AMB PROPERTY CORP	COM	00163T109	7,726	243,661		DEFINED
AT&T INC	COM	00206R102	14,583	496,368	SH	DEFINED
AT&T INC	COM	00206R102	17,720	602,109		DEFINED
ACTIVISION BLIZZARD INC	COM	00507V109	142	11,400		DEFINED
ACUITY BRANDS INC	COM	00508Y102	14,520	251,513		DEFINED
ADOBE SYS INC	COM	00724F101	2,258	73,365	SH	DEFINED
ADOBE SYS INC	COM	00724F101	3,356	110,041		DEFINED
AETNA INC NEW	COM	00817Y108	16,625	544,548		DEFINED
AFFYMETRIX INC	COM	00826T108	377	75,000		DEFINED
AGILENT TECHNOLOGIES INC	COM	00846U101	8,281	199,834		DEFINED
AKAMAI TECHNOLOGIES INC	COM	00971T101	4,367	92,156		DEFINED
ALKERMES INC	COM	01642T108	368	30,000		DEFINED
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	797	41,320		DEFINED
ALPHA NATURAL RESOURCES INC	COM	02076X102	769	12,832		DEFINED
ALTRIA GROUP INC	COM	02209S103	9,109	370,003	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	3,200	129,991		DEFINED
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	3,506	61,143	SH	DEFINED
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	5,400	94,091		DEFINED
AMERIGROUP CORP	COM	03073T102	7,046	160,000		DEFINED
AMERIPRISE FINL INC	COM	03076C106	6,359	110,592		DEFINED
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	1,027	18,000		DEFINED
ANSYS INC	COM	03662Q105	2,077	39,813		DEFINED
APARTMENT INVT & MGMT CO	CL A	03748R101	11,845	458,400		DEFINED
AQUA AMERICA INC	COM	03836W103	1,522	67,700		DEFINED

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ARRIS GROUP INC	COM	04269Q100	337	30,000		DEFINED
ASSURANT INC	COM	04621X108	6,365	165,158		DEFINED
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	269	19,800		DEFINED
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	1,918	71,080		DEFINED
BIOGEN IDEC INC	COM	09062X103	7,041	105,017		DEFINED
BLACKROCK INC	COM	09247X101	651	3,426		DEFINED
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	676	47,781	SH	DEFINED
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	17,381	1,228,326		DEFINED
BRF-BRASIL FOODS S A	SPONSORED ADR	10552T107	896	53,095		DEFINED
CB RICHARD ELLIS GROUP INC	CL A	12497T101	234	11,420		DEFINED
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	425	5,300		DEFINED
CME GROUP INC	COM	12572Q105	4,931	15,325		DEFINED
CRH PLC	ADR	12626K203	624	30,000		DEFINED
CTC MEDIA INC	COM	12642X106	2,507	107,000	SH	DEFINED
CTC MEDIA INC	COM	12642X106	782	33,340		DEFINED
CA INC	COM	12673P105	3,565	146,706		DEFINED
CAMECO CORP	COM	13321L108	2,091	51,800		DEFINED
CAMERON INTERNATIONAL CORP	COM	13342B105	5,313	104,728		DEFINED
CANADIAN PAC RY LTD	COM	13645T100	548	8,500		DEFINED
CAPITAL ONE FINL CORP	COM	14040H105	1,447	33,934		DEFINED
CARDINAL HEALTH INC	COM	14149Y108	5,667	147,928		DEFINED
CAREFUSION CORP	COM	14170T101	919	35,800		DEFINED
CENOVUS ENERGY INC	COM	15135U109	1,520	45,720		DEFINED
CENTERPOINT ENERGY INC	COM	15189T107	2,033	129,100		DEFINED
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	18,967	382,249	SH	DEFINED
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	397	8,000		DEFINED
CHUNGHWA TELECOM CO LTD	SPON ADR NEW10	17133Q106	414	16,399	SH	DEFINED
CISCO SYS INC	COM	17275R102	848	41,923	SH	DEFINED
CISCO SYS INC	COM	17275R102	83,318	3,967,507		DEFINED
CLAYMORE EXCHANGE TRD FD TR	GUGG CHN SML CAP	18383Q853	9,037	300,931		DEFINED
CLIFFS NATURAL RESOURCES INC	COM	18683K101	2,354	30,096		DEFINED
COCA COLA ENTERPRISES INC NE	COM	19122T109	24,015	964,063		DEFINED
COMCAST CORP NEW	CL A	20030N101	17,360	792,683		DEFINED
COMCAST CORP NEW	CL A SPL	20030N200	316	15,400		DEFINED
COMPANHIA BRASILEIRA DE DIST	SPN ADR PFD CL A	20440T201	484	11,697		DEFINED
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	2,714	163,008		DEFINED
COMPANHIA DE SANEAMENTO BASI	SPONSORED ADR	20441A102	1,244	23,530		DEFINED
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	2,721	87,675	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	12,593	184,926	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	17,014	249,840		DEFINED
CONSOL ENERGY INC	COM	20854P109	2,679	54,969		DEFINED
CONSTELLATION BRANDS INC	CL A	21036P108	4,357	196,541		DEFINED
COSTCO WHSL CORP NEW	COM	22160K105	982	13,590		DEFINED
D R HORTON INC	COM	23331A109	719	60,300		DEFINED
DAVITA INC	COM	23918K108	1,819	26,179		DEFINED
DELL INC	COM	24702R101	1,493	110,376		DEFINED
DEVON ENERGY CORP NEW	COM	25179M103	2,094	26,600		DEFINED
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1,078	16,120	SH	DEFINED
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	3,357	52,244		DEFINED
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	2,352	56,300		DEFINED
DIRECTV	COM CL A	25490A101	22,496	563,238		DEFINED
DOMINION RES INC VA NEW	COM	25746U109	854	20,000		DEFINED
DUKE ENERGY CORP NEW	COM	26441C105	958	53,841		DEFINED
EOG RES INC	COM	26875P101	1,342	14,639		DEFINED
EQT CORP	COM	26884L109	881	19,600		DEFINED
EAGLE ROCK ENERGY PARTNERS L UNIT		26985R104	6,600	750,000		DEFINED

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EL PASO CORP	COM	28336L109	4,327	313,095		DEFINED
ENERGIZER HLDGS INC	COM	29266R108	14,993	205,664		DEFINED
ENERPLUS RES FD	UNIT TR G NEW	29274D604	9,485	307,565	SH	DEFINED
ENERGY CORP NEW	COM	29364G103	14,259	201,279		DEFINED
EQUINIX INC	COM NEW	29444U502	1,749	21,595		DEFINED
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	1,074	19,200		DEFINED
EQUITY RESIDENTIAL	SH BEN INT	29476L107	43,417	835,753		DEFINED
EXELON CORP	COM	30161N101	14,240	341,967	SH	DEFINED
EXELON CORP	COM	30161N101	11,511	276,574		DEFINED
EXPEDIA INC DEL	COM	30212P105	6,155	245,430		DEFINED
EXXON MOBIL CORP	COM	30231G102	3,632	49,673	SH	DEFINED
EXXON MOBIL CORP	COM	30231G102	89,733	1,228,039		DEFINED
FMC TECHNOLOGIES INC	COM	30249U101	5,104	57,404		DEFINED
FEDEX CORP	COM	31428X106	1,041	11,190		DEFINED
FIBRIA CELULOSE S A	SP ADR REP COM	31573A109	165	10,300		DEFINED
FIDELITY NATL INFORMATION SV	COM	31620M106	1,995	73,022		DEFINED
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	1,368	100,000		DEFINED
FIRST NIAGARA FINL GP INC	COM	33582V108	9,450	675,953	SH	DEFINED
FIRST NIAGARA FINL GP INC	COM	33582V108	224	16,028		DEFINED
FLOWSERVE CORP	COM	34354P105	2,909	24,404		DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	9,569	80,638		DEFINED
FRONTIER COMMUNICATIONS CORP	COM	35906A108	1,079	110,936		DEFINED
GAMESTOP CORP NEW	CL A	36467W109	453	19,881		DEFINED
GEN-PROBE INC NEW	COM	36866T103	842	14,200		DEFINED
GENERAL MTRS CO	COM	37045V100	509	13,800		DEFINED
GENWORTH FINL INC	COM CL A	37247D106	210	16,000		DEFINED
GLOBAL X FDS	GLB X BRAZ CON	37950E846	296	14,341		DEFINED
GOL LINHAS AEREAS INTLG S A	SP ADR REP PFD	38045R107	680	44,305		DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	695	4,131	SH	DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	40,773	242,264		DEFINED
GOOGLE INC	CL A	38259P508	1,097	1,847	SH	DEFINED
GOOGLE INC	CL A	38259P508	47,123	79,151		DEFINED
GROUPE CGI INC	CL A SUB VTG	39945C109	981	56,389		DEFINED
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	739	28,500		DEFINED
HCP INC	COM	40414L109	8,817	239,670		DEFINED
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	663	3,950		DEFINED
HEALTH CARE REIT INC	COM	42217K106	792	16,622		DEFINED
HEALTH NET INC	COM	42222G108	284	10,400		DEFINED
HESS CORP	COM	42809H107	16,528	216,669		DEFINED
HOST HOTELS & RESORTS INC	COM	44107P104	18,714	1,047,239		DEFINED
ICICI BK LTD	ADR	45104G104	4,636	91,524		DEFINED
IDEX CORP	COM	45167R104	227	5,800		DEFINED
INCYTE CORP	COM	45337C102	331	20,000		DEFINED
INTEGRYS ENERGY GROUP INC	COM	45822P105	5,109	104,954		DEFINED
INTERCONTINENTALEXCHANGE INC	COM	45865V100	867	7,280		DEFINED
INTERMUNE INC	COM	45884X103	717	19,680		DEFINED
INTUITIVE SURGICAL INC	COM NEW	46120E602	2,105	8,166		DEFINED
ISHARES SILVER TRUST	ISHARES	46428Q109	1,464	48,523		DEFINED
IVANHOE MINES LTD	COM	46579N103	294	12,800		DEFINED
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	248	17,100		DEFINED
JPMORGAN CHASE & CO	COM	46625H100	1,155	27,220	SH	DEFINED
JPMORGAN CHASE & CO	COM	46625H100	138,883	3,277,852		DEFINED
JANUS CAP GROUP INC	COM	47102X105	200	15,400		DEFINED
JONES LANG LASALLE INC	COM	48020Q107	507	5,974		DEFINED
JUNIPER NETWORKS INC	COM	48203R104	1,010	27,366	SH	DEFINED
JUNIPER NETWORKS INC	COM	48203R104	809	21,900		DEFINED

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KT CORP	SPONSORED ADR	48268K101	1,030	49,500		DEFINED
KIMCO RLTY CORP	COM	49446R109	6,450	357,543		DEFINED
KRAFT FOODS INC	CL A	50075N104	19,592	621,781	SH	DEFINED
KRAFT FOODS INC	CL A	50075N104	25,315	803,655		DEFINED
LG DISPLAY CO LTD	SPONS ADR REP	50186V102	363	20,400		DEFINED
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1,034	11,700		DEFINED
LADENBURG THALMAN FIN SVCS I	COM	50575Q102	2,684	2,293,804		DEFINED
LIBERTY MEDIA CORP NEW	INT COM SER A	53071M104	179	11,400		DEFINED
LIBERTY MEDIA CORP NEW	LIB STAR COM A	53071M708	13,752	206,366		DEFINED
LIFE TECHNOLOGIES CORP	COM	53217V109	944	17,002	SH	DEFINED
LIFE TECHNOLOGIES CORP	COM	53217V109	11,206	201,906		DEFINED
M & T BK CORP	COM	55261F104	303	3,479		DEFINED
MACYS INC	COM	55616P104	16,657	656,836		DEFINED
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	820	13,365		DEFINED
MARKET VECTORS ETF TR	RUSSIA ETF	57060U506	2,623	69,244		DEFINED
MARKET VECTORS ETF TR	BRAZL SMCP ETF	57060U613	477	8,270		DEFINED
MARKET VECTORS ETF TR	COAL ETF	57060U837	1,343	28,400		DEFINED
MASTERCARD INC	CL A	57636Q104	5,699	25,428		DEFINED
MAXIM INTEGRATED PRODS INC	COM	57772K101	9,138	386,882	SH	DEFINED
MAXIM INTEGRATED PRODS INC	COM	57772K101	838	35,473		DEFINED
MCKESSON CORP	COM	58155Q103	11,308	160,368		DEFINED
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	29,002	473,342		DEFINED
MEDNAX INC	COM	58502B106	229	3,400		DEFINED
MERCK & CO INC NEW	COM	58933Y105	13,703	380,229	SH	DEFINED
MERCK & CO INC NEW	COM	58933Y105	47,797	1,326,232		DEFINED
METLIFE INC	COM	59156R108	459	10,336	SH	DEFINED
METLIFE INC	COM	59156R108	27,639	622,499		DEFINED
MOLSON COORS BREWING CO	CL B	60871R209	2,150	42,822		DEFINED
MONSANTO CO NEW	COM	61166W101	2,215	31,805	SH	DEFINED
MONSANTO CO NEW	COM	61166W101	6,820	98,327		DEFINED
MOSAIC CO	COM	61945A107	926	12,200		DEFINED
NII HLDGS INC	CL B NEW	62913F201	2,624	58,799		DEFINED
NETAPP INC	COM	64110D104	1,141	20,759	SH	DEFINED
NETAPP INC	COM	64110D104	4,140	75,323		DEFINED
NEXEN INC	COM	65334H102	15,339	670,108		DEFINED
NEXSTAR BROADCASTING GROUP I	CL A	65336K103	899	150,000		DEFINED
NEXTERA ENERGY INC	COM	65339F101	1,547	29,763		DEFINED
NISOURCE INC	COM	65473P105	491	27,884		DEFINED
NUANCE COMMUNICATIONS INC	COM	67020Y100	400	22,000		DEFINED
NVIDIA CORP	COM	67066G104	3,279	214,148		DEFINED
ORACLE CORP	COM	68389X105	647	20,658	SH	DEFINED
ORACLE CORP	COM	68389X105	23,070	740,147		DEFINED
PG&E CORP	COM	69331C108	2,857	59,730		DEFINED
PPL CORP	COM	69351T106	9,610	365,137	SH	DEFINED
PPL CORP	COM	69351T106	591	22,439		DEFINED
PSS WORLD MED INC	COM	69366A100	2,162	95,400		DEFINED
PEBBLEBROOK HOTEL TR	COM	70509V100	2,524	124,100		DEFINED
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	2,674	78,243	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	1,107	29,259	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	4,561	120,665		DEFINED
POLYCOM INC	COM	73172K104	398	10,200		DEFINED
POTASH CORP SASK INC	COM	73755L107	3,941	25,541		DEFINED
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	498	18,070		DEFINED
POWERSHS DB MULTI SECT COMM	DB ENERGY FUND	73936B101	322	12,000		DEFINED
POWERSHS DB MULTI SECT COMM	DB PREC MTLs	73936B200	987	19,046		DEFINED
POWERSHS DB MULTI SECT COMM	DB BASE METALS	73936B705	3,631	148,632		DEFINED

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PRAXAIR INC	COM	74005P104	8,668	90,789	DEFINED
PRICE T ROWE GROUP INC	COM	74144T108	4,656	72,138	DEFINED
PRIDE INTL INC DEL	COM	74153Q102	542	16,300	DEFINED
PRINCIPAL FINL GROUP INC	COM	74251V102	1,026	31,500	DEFINED
PUBLIC STORAGE	COM	74460D109	20,941	206,481	DEFINED
QEP RES INC	COM	74733V100	879	24,200	DEFINED
QUEST DIAGNOSTICS INC	COM	74834L100	1,017	18,779	DEFINED
RAM ENERGY RESOURCES INC	COM	75130P109	568	303,538	DEFINED
RANGE RES CORP	COM	75281A109	1,350	30,000	DEFINED
REGIONS FINANCIAL CORP NEW	COM	7591EP100	1,168	166,830	DEFINED
RUBICON TECHNOLOGY INC	COM	78112T107	374	17,763	SH DEFINED
SAIC INC	COM	78390X101	186	11,700	DEFINED
SL GREEN RLTY CORP	COM	78440X101	15,357	227,477	DEFINED
SLM CORP	COM	78442P106	200	15,920	DEFINED
SPDR S&P 500 ETF TR	TR UNIT	78462F103	276,664	2,201,333	DEFINED
SPDR GOLD TRUST	GOLD SHS	78463V107	7,106	51,292	DEFINED
SPDR INDEX SHS FDS	EMERG MKTS ETF	78463X509	1,138	15,456	DEFINED
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	641	23,400	DEFINED
SPDR SERIES TRUST	KBW REGN BK ETF	78464A698	100,396	3,800,000	DEFINED
SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	146,248	3,022,900	DEFINED
SPDR SERIES TRUST	S&P OILGAS EXP	78464A730	245,241	4,650,000	DEFINED
SPDR SERIES TRUST	SPDR KBW BK ETF	78464A797	18,144	700,000	DEFINED
SPDR SERIES TRUST	S&P BIOTECH	78464A870	2,316	36,723	SH DEFINED
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	1,039	9,000	DEFINED
SALESFORCE COM INC	COM	79466L302	9,712	74,527	DEFINED
SANDISK CORP	COM	80004C101	3,453	69,143	DEFINED
SCANA CORP NEW	COM	80589M102	755	18,600	DEFINED
SEALED AIR CORP NEW	COM	81211K100	2,407	94,588	DEFINED
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	8,970	563,800	DEFINED
SHANDA GAMES LTD	SP ADR REPTG A	81941U105	388	60,400	DEFINED
SILVERCORP METALS INC	COM	82835P103	366	28,600	DEFINED
SOUTHERN COPPER CORP	COM	84265V105	521	10,600	DEFINED
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	11,810	193,921	DEFINED
SUNOCO INC	COM	86764P109	1,509	37,150	DEFINED
TAM SA	SP ADR REP PFD	87484D103	1,340	55,117	DEFINED
TELUS CORP	NON-VTG SHS	87971M202	314	7,200	DEFINED
TENET HEALTHCARE CORP	COM	88033G100	234	34,400	DEFINED
TERADATA CORP DEL	COM	88076W103	833	20,230	SH DEFINED
TERADATA CORP DEL	COM	88076W103	1,056	25,652	DEFINED
3M CO	COM	88579Y101	12,161	140,915	DEFINED
TIBCO SOFTWARE INC	COM	88632Q103	261	13,200	DEFINED
TIME WARNER CABLE INC	COM	88732J207	7,316	110,788	DEFINED
UNITED STATES OIL FUND LP	UNITS	91232N108	402	10,300	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	15,628	432,311	DEFINED
UNUM GROUP	COM	91529Y106	1,151	47,520	DEFINED
VALERO ENERGY CORP NEW	COM	91913Y100	16,634	719,450	DEFINED
VARIAN MED SYS INC	COM	92220P105	1,898	27,400	DEFINED
VENTAS INC	COM	92276F100	17,934	336,405	DEFINED
VERIZON COMMUNICATIONS INC	COM	92343V104	80,013	2,236,262	DEFINED
VERISK ANALYTICS INC	CL A	92345Y106	1,671	48,900	DEFINED
VERTEX PHARMACEUTICALS INC	COM	92532F100	1,583	45,200	DEFINED
VIACOM INC NEW	CL B	92553P201	9,725	245,449	DEFINED
VIMPELCOM LTD	SPONSORED ADR	92719A106	6,105	405,900	SH DEFINED
VIMPELCOM LTD	SPONSORED ADR	92719A106	84,105	5,588,345	DEFINED
VIRGIN MEDIA INC	COM	92769L101	2,208	81,131	DEFINED
VISA INC	COM CL A	92826C839	15,058	214,047	DEFINED

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VISIONCHINA MEDIA INC	SPONS ADR	92833U103	340	74,418		DEFINED
VIVO PARTICIPACOES S A	SPON ADR PFD NEW	92855S200	407	12,494		DEFINED
WABCO HLDGS INC	COM	92927K102	17,505	287,579		DEFINED
WASTE MGMT INC DEL	COM	94106L109	12,268	332,733	SH	DEFINED
WASTE MGMT INC DEL	COM	94106L109	6,567	178,604		DEFINED
WELLPOINT INC	COM	94973V107	1,429	25,129		DEFINED
WINDSTREAM CORP	COM	97381W104	2,443	174,884		DEFINED
WISDOMTREE TRUST	CHINESE YUAN ETF	97717W182	660	26,000		DEFINED
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	633	24,009		DEFINED
WYNDHAM WORLDWIDE CORP	COM	98310W108	18,572	620,736		DEFINED
XCEL ENERGY INC	COM	98389B100	1,091	46,310		DEFINED
XERIUM TECHNOLOGIES INC	COM NEW	98416J118	204	12,789		DEFINED
YAMANA GOLD INC	COM	98462Y100	854	66,760		DEFINED
YONGYE INTL INC	COM	98607B106	396	47,479		DEFINED
ZIMMER HLDGS INC	COM	98956P102	3,805	70,398		DEFINED
BUNGE LIMITED	COM	G16962105	204	3,100		DEFINED
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	12,270	601,157		DEFINED
CREDICORP LTD	COM	G2519Y108	1,445	12,152	SH	DEFINED
CREDICORP LTD	COM	G2519Y108	90,361	762,543		DEFINED
COSAN LTD	SHS A	G25343107	996	73,164	SH	DEFINED
EVEREST RE GROUP LTD	COM	G3223R108	757	8,922	SH	DEFINED
EVEREST RE GROUP LTD	COM	G3223R108	454	5,352		DEFINED
INVESCO LTD	SHS	G491BT108	1,017	42,300		DEFINED
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	21,110	1,138,637		DEFINED
NABORS INDUSTRIES LTD	SHS	G6359F103	2,383	101,582		DEFINED
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	532	41,100		DEFINED