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BANK OF NOVA SCOTIA /  
Form 13F-HR  
August 14, 2006

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2006

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: Maria Theofilaktidis  
Title: Vice President, Financial Accounting and Controls  
Phone: (416) 866-4269

Signature, Place, and Date of Signing:

/s/ Maria Theofilaktidis Toronto, Ontario, Canada August 11, 2006

Report Type (Check only one.):

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

List of Other Managers Reporting for this Manager:

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

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1  
 Form13F Information Table Entry Total: 146  
 Form13F Information Table Value Total: \$15,833,519 (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 Investments Inc. |

| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | FORM 13F INFORMATION TABLE |                |            |     | PUT/<br>CALL | INVSTMT<br>DCRETN | OTH<br>MANA |
|-----------------------------|----------------|-----------|----------------------------|----------------|------------|-----|--------------|-------------------|-------------|
|                             |                |           | VALUE<br>(x\$1000)         | SHARES/<br>PRN | SH/<br>AMT | PRN |              |                   |             |
| 3M CO                       | COM            | 88579Y101 | 1443                       | 17845          | SH         |     | DEFINED      |                   |             |
| ABITIBI-CONSOLIDATED INC    | COM            | 003924107 | 18546                      | 6877532        | SH         |     | SOLE         |                   |             |
| ADVANTAGE ENERGY INCOME FD  | TR UNIT        | 00762L101 | 7518                       | 430567         | SH         |     | SOLE         |                   |             |
| AGNICO EAGLE MINES LTD      | COM            | 008474108 | 5285                       | 159400         | SH         |     | SOLE         |                   |             |
| AGRIUM INC                  | COM            | 008916108 | 5716                       | 246155         | SH         |     | SOLE         |                   |             |
| ALCAN INC                   | COM            | 013716105 | 113796                     | 2429123        | SH         |     | SOLE         |                   |             |
| ALCOA INC                   | COM            | 013817101 | 603                        | 18595          | SH         |     | DEFINED      |                   |             |
| ALTRIA GROUP INC            | COM            | 02209S103 | 1312                       | 17845          | SH         |     | DEFINED      |                   |             |
| AMERICAN EXPRESS CO         | COM            | 025816109 | 991                        | 18595          | SH         |     | DEFINED      |                   |             |
| AMERICAN INTL GROUP INC     | COM            | 026874107 | 1099                       | 18595          | SH         |     | DEFINED      |                   |             |
| ANHEUSER BUSCH COS INC      | COM            | 035229103 | 3419                       | 75000          | SH         |     | SOLE         |                   |             |
| AT&T INC                    | COM            | 00206R102 | 519                        | 18595          | SH         |     | DEFINED      |                   |             |
| AT&T INC                    | COM            | 00206R102 | 5435                       | 194855         | SH         |     | SOLE         |                   |             |
| ATI TECHNOLOGIES INC        | COM            | 001941103 | 5782                       | 397895         | SH         |     | SOLE         |                   |             |
| AVAYA INC                   | COM            | 053499109 | 1142                       | 100000         | SH         |     | SOLE         |                   |             |
| BANK MONTREAL QUE           | COM            | 063671101 | 1189550                    | 22107495       | SH         |     | SOLE         |                   |             |
| BANK OF AMERICA CORPORATION | COM            | 060505104 | 9620                       | 200000         | SH         |     | SOLE         |                   |             |
| BARRICK GOLD CORP           | COM            | 067901108 | 128317                     | 4344181        | SH         |     | SOLE         |                   |             |
| BCE INC                     | COM            | 05534B109 | 16544                      | 700000         | SH         |     | SOLE         | 1                 |             |
| BCE INC                     | COM            | 05534B109 | 946844                     | 40063185       | SH         |     | SOLE         |                   |             |
| BIOVAIL CORP                | COM            | 09067J109 | 5350                       | 229169         | SH         |     | SOLE         |                   |             |
| BOEING CO                   | COM            | 097023105 | 1525                       | 18595          | SH         |     | DEFINED      |                   |             |
| BRISTOL MYERS SQUIBB CO     | COM            | 110122108 | 2586                       | 100000         | SH         |     | SOLE         |                   |             |
| BROOKFIELD ASSET MGMT INC   | CL A LTD VT SH | 112585104 | 666753                     | 16590061       | SH         |     | SOLE         |                   |             |
| BROOKFIELD PPTYS CORP       | COM            | 112900105 | 79100                      | 2492690        | SH         |     | SOLE         |                   |             |
| CAE INC                     | COM            | 124765108 | 16749                      | 2199457        | SH         |     | SOLE         |                   |             |
| CAMECO CORP                 | COM            | 13321L108 | 42271                      | 1061016        | SH         |     | SOLE         |                   |             |
| CANADIAN NAT RES LTD        | COM            | 136385101 | 201519                     | 3644449        | SH         |     | SOLE         |                   |             |
| CANADIAN NATL RY CO         | COM            | 136375102 | 332331                     | 7607620        | SH         |     | SOLE         |                   |             |
| CANADIAN PAC RY LTD         | COM            | 13645T100 | 45134                      | 885237         | SH         |     | SOLE         |                   |             |
| CATERPILLAR INC DEL         | COM            | 149123101 | 1312                       | 17590          | SH         |     | DEFINED      |                   |             |

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|                              |                |           |         |          |    |         |
|------------------------------|----------------|-----------|---------|----------|----|---------|
| CDN IMPERIAL BK OF COMMERCE  | COM            | 136069101 | 987788  | 14757981 | SH | SOLE    |
| CELESTICA INC                | SUB VTG SHS    | 15101Q108 | 2928    | 309175   | SH | SOLE    |
| CHC HELICOPTER CORP          | CL A SUB VTG   | 12541C203 | 27987   | 1170000  | SH | SOLE    |
| CHESAPEAKE ENERGY CORP       | COM            | 165167107 | 4538    | 150000   | SH | SOLE    |
| CISCO SYS INC                | COM            | 17275R102 | 257     | 13000    | SH | DEFINED |
| CITIGROUP INC                | COM            | 172967101 | 14472   | 300000   | SH | SOLE    |
| CITIGROUP INC                | COM            | 172967101 | 910     | 18780    | SH | DEFINED |
| CNX GAS CORP                 | COM            | 12618H309 | 1800    | 60000    | SH | SOLE    |
| COCA COLA CO                 | COM            | 191216100 | 801     | 18595    | SH | DEFINED |
| COCA COLA CO                 | COM            | 191216100 | 12046   | 280000   | SH | SOLE    |
| COGNOS INC                   | COM            | 19244C109 | 3994    | 141922   | SH | SOLE    |
| COMCAST CORP NEW             | CL A           | 20030N101 | 4385    | 133927   | SH | SOLE    |
| CONCUR TECHNOLOGIES INC      | COM            | 206708109 | 228     | 14709    | SH | SOLE    |
| COTT CORP QUE                | COM            | 22163N106 | 1343    | 102639   | SH | SOLE    |
| CVS CORP                     | COM            | 126650100 | 6140    | 200000   | SH | SOLE    |
| DISNEY WALT CO               | COM DISNEY     | 254687106 | 559     | 18595    | SH | DEFINED |
| DOLLAR TREE STORES INC       | COM            | 256747106 | 7950    | 300000   | SH | SOLE    |
| DOMTAR INC                   | COM            | 257561100 | 3572    | 578632   | SH | SOLE    |
| DORAL FINL CORP              | COM            | 25811P100 | 1603    | 250000   | SH | SOLE    |
| DU PONT E I DE NEMOURS & CO  | COM            | 263534109 | 737     | 17695    | SH | DEFINED |
| ELECTRONIC ARTS INC          | COM            | 285512109 | 8327    | 193480   | SH | SOLE    |
| ENBRIDGE INC                 | COM            | 29250N105 | 460415  | 15128515 | SH | SOLE    |
| ENCANA CORP                  | COM            | 292505104 | 337151  | 6402315  | SH | SOLE    |
| ENTERRA ENERGY TR            | TR UNIT        | 29381P102 | 3040    | 225000   | SH | SOLE    |
| EXXON MOBIL CORP             | COM            | 30231G102 | 1139    | 18545    | SH | DEFINED |
| EXXON MOBIL CORP             | COM            | 30231G102 | 21473   | 350000   | SH | SOLE    |
| FAIRFAX FINL HLDGS LTD       | SUB VTG        | 303901102 | 17085   | 179634   | SH | SOLE    |
| FALCONBRIDGE LTD NEW 2005    | COM            | 306104100 | 692703  | 13149567 | SH | SOLE    |
| GENERAL ELECTRIC CO          | COM            | 369604103 | 614     | 18595    | SH | DEFINED |
| GENERAL MTRS CORP            | COM            | 370442105 | 528     | 17695    | SH | DEFINED |
| GLAMIS GOLD LTD              | COM            | 376775102 | 8993    | 237200   | SH | SOLE    |
| GOLDCORP INC NEW             | COM            | 380956409 | 18034   | 598188   | SH | SOLE    |
| HEWLETT PACKARD CO           | COM            | 428236103 | 590     | 18595    | SH | DEFINED |
| HOME DEPOT INC               | COM            | 437076102 | 666     | 18595    | SH | DEFINED |
| HONEYWELL INTL INC           | COM            | 438516106 | 750     | 18595    | SH | DEFINED |
| IMPERIAL OIL LTD             | COM NEW        | 453038408 | 332609  | 9103923  | SH | SOLE    |
| INCO LTD                     | COM            | 453258402 | 19985   | 303500   | SH | SOLE    |
| INTEL CORP                   | COM            | 458140100 | 1001    | 54595    | SH | DEFINED |
| INTEL CORP                   | COM            | 458140100 | 5700    | 300000   | SH | SOLE    |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 1427    | 18545    | SH | DEFINED |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 15364   | 200000   | SH | SOLE    |
| INTEROIL CORP                | COM            | 460951106 | 4730    | 247400   | SH | SOLE    |
| INTRAWEST CORPORATION        | COM NEW        | 460915200 | 7612    | 240844   | SH | SOLE    |
| IPSCO INC                    | COM            | 462622101 | 14256   | 148900   | SH | SOLE    |
| ISHARES INC                  | MSCI JAPAN     | 464286848 | 684     | 50000    | SH | SOLE    |
| ISHARES INC                  | MSCI TAIWAN    | 464286731 | 2885    | 225000   | SH | SOLE    |
| ISHARES TR                   | DJ US REAL EST | 464287739 | 2034    | 28530    | SH | SOLE    |
| ISHARES TR                   | MSCI EAFE IDX  | 464287465 | 208     | 3180     | SH | SOLE    |
| ISHARES TR                   | MSCI EMERG MKT | 464287234 | 678     | 7220     | SH | SOLE    |
| JOHNSON & JOHNSON            | COM            | 478160104 | 1053    | 17545    | SH | DEFINED |
| JP MORGAN CHASE & CO         | COM            | 46625H100 | 782     | 18595    | SH | DEFINED |
| KINROSS GOLD CORP            | COM NO PAR     | 496902404 | 5419    | 496979   | SH | SOLE    |
| MAGNA INTL INC               | CL A           | 559222401 | 247944  | 3475067  | SH | SOLE    |
| MANULIFE FINL CORP           | COM            | 56501R106 | 1239789 | 39125016 | SH | SOLE    |
| MCDONALDS CORP               | COM            | 580135101 | 626     | 18595    | SH | DEFINED |
| MDS INC                      | COM            | 55269P302 | 7826    | 429274   | SH | SOLE    |
| MERCK & CO INC               | COM            | 589331107 | 678     | 18595    | SH | DEFINED |
| MERCK & CO INC               | COM            | 589331107 | 14004   | 384400   | SH | SOLE    |
| METHANEX CORP                | COM            | 59151K108 | 29513   | 1399998  | SH | SOLE    |
| MI DEVS INC                  | CL A SUB VTG   | 55304X104 | 32912   | 970562   | SH | SOLE    |
| MICROSOFT CORP               | COM            | 594918104 | 9320    | 400000   | SH | SOLE    |
| MICROSOFT CORP               | COM            | 594918104 | 776     | 33595    | SH | DEFINED |

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|                              |                |           |         |          |    |           |
|------------------------------|----------------|-----------|---------|----------|----|-----------|
| MOLSON COORS BREWING CO      | CL B           | 60871R209 | 5228    | 76667    | SH | SOLE      |
| NEUROCHEM INC                | COM            | 64125K101 | 1469    | 139516   | SH | SOLE      |
| NEXEN INC                    | COM            | 65334H102 | 81582   | 1447724  | SH | SOLE      |
| NISOURCE INC                 | COM            | 65473P105 | 6552    | 300000   | SH | SOLE      |
| NORTEL NETWORKS CORP NEW     | COM            | 656568102 | 15098   | 6795146  | SH | SOLE      |
| NORTH AMERN PALLADIUM LTD    | COM            | 656912102 | 2003    | 232179   | SH | SOLE      |
| NORTHGATE MINERALS CORP      | COM            | 666416102 | 2741    | 750000   | SH | SOLE      |
| NOVA CHEMICALS CORP          | COM            | 66977W109 | 51578   | 1795743  | SH | SOLE      |
| NOVELIS INC                  | COM            | 67000X106 | 11667   | 545818   | SH | SOLE      |
| OPPENHEIMER HLDGS INC        | CL A NON VTG   | 683797104 | 222     | 8336     | SH | SOLE      |
| ORBITAL SCIENCES CORP        | COM            | 685564106 | 234     | 14500    | SH | DEFINED 1 |
| PATTERSON UTI ENERGY INC     | COM            | 703481101 | 5662    | 200000   | SH | SOLE      |
| PETRO-CDA                    | COM            | 71644E102 | 146793  | 3093855  | SH | SOLE      |
| PFIZER INC                   | COM            | 717081103 | 437     | 18595    | SH | DEFINED   |
| PFIZER INC                   | COM            | 717081103 | 20536   | 875000   | SH | SOLE      |
| PHARMACEUTICAL HLDRS TR      | DEPOSITRY RCPT | 71712A206 | 7033    | 100000   | SH | SOLE      |
| PITNEY BOWES INC             | COM            | 724479100 | 8285    | 200600   | SH | SOLE      |
| POTASH CORP SASK INC         | COM            | 73755L107 | 32355   | 377773   | SH | SOLE      |
| PRIMWEST ENERGY TR           | TR UNIT NEW    | 741930309 | 15030   | 500797   | SH | SOLE      |
| PROCTER & GAMBLE CO          | COM            | 742718109 | 996     | 17895    | SH | DEFINED   |
| PROGRESS ENERGY INC          | COM            | 743263105 | 8960    | 209000   | SH | SOLE      |
| QUEBECOR WORLD INC           | COM NON-VTG    | 748203106 | 34588   | 3113443  | SH | SOLE      |
| QWEST COMMUNICATIONS INTL IN | COM            | 749121109 | 1618    | 200000   | SH | SOLE      |
| RESEARCH IN MOTION LTD       | COM            | 760975102 | 20430   | 293116   | SH | SOLE      |
| ROGERS COMMUNICATIONS INC    | CL B           | 775109200 | 10414   | 258833   | SH | SOLE      |
| ROYAL BK CDA MONTREAL QUE    | COM            | 780087102 | 2332026 | 57436184 | SH | SOLE      |
| ROYAL GROUP TECHNOLOGIES LTD | COM            | 779915107 | 6730    | 600973   | SH | SOLE      |
| SCHERING PLOUGH CORP         | COM            | 806605101 | 15228   | 800200   | SH | SOLE      |
| SHAW COMMUNICATIONS INC      | CL B CONV      | 82028K200 | 9075    | 321078   | SH | SOLE      |
| SILICON IMAGE INC            | COM            | 82705T102 | 1078    | 100000   | SH | SOLE      |
| SLM CORP                     | COM            | 78442P106 | 207986  | 3930200  | SH | SOLE      |
| SMTC CORP                    | COM NEW        | 832682207 | 1252    | 469082   | SH | SOLE      |
| SOURCE INTERLINK COS INC     | COM NEW        | 836151209 | 646     | 59612    | SH | SOLE      |
| SUN LIFE FINL INC            | COM            | 866796105 | 675030  | 16989129 | SH | SOLE      |
| SUNCOR ENERGY INC            | COM            | 867229106 | 179375  | 2216274  | SH | SOLE      |
| TALISMAN ENERGY INC          | COM            | 87425E103 | 413601  | 23699265 | SH | SOLE      |
| TELUS CORP                   | NON-VTG SHS    | 87971M202 | 264142  | 6544634  | SH | SOLE      |
| THOMSON CORP                 | COM            | 884903105 | 383479  | 9952082  | SH | SOLE      |
| TIM HORTONS INC              | COM            | 88706M103 | 15268   | 594200   | SH | SOLE      |
| TORONTO DOMINION BK ONT      | COM NEW        | 891160509 | 1507419 | 29685620 | SH | SOLE      |
| TRANSALTA CORP               | COM            | 89346D107 | 125796  | 6089037  | SH | SOLE      |
| TRANSALTA CORP               | COM            | 89346D107 | 48550   | 2350000  | SH | SOLE 1    |
| TRANSCANADA CORP             | COM            | 89353D107 | 570284  | 19985927 | SH | SOLE      |
| TRANSCANADA CORP             | COM            | 89353D107 | 30674   | 1075000  | SH | SOLE 1    |
| UNITED TECHNOLOGIES CORP     | COM            | 913017109 | 1136    | 17890    | SH | DEFINED   |
| UST INC                      | COM            | 902911106 | 9038    | 200000   | SH | SOLE      |
| VERIZON COMMUNICATIONS       | COM            | 92343V104 | 624     | 18595    | SH | DEFINED   |
| VERIZON COMMUNICATIONS       | COM            | 92343V104 | 10884   | 325000   | SH | SOLE      |
| WAL MART STORES INC          | COM            | 931142103 | 861     | 17845    | SH | DEFINED   |
| WAL MART STORES INC          | COM            | 931142103 | 6021    | 125000   | SH | SOLE      |
| WEIGHT WATCHERS INTL INC NEW | COM            | 948626106 | 2843    | 69534    | SH | DEFINED 1 |
| WILLIAMS COS INC DEL         | COM            | 969457100 | 4672    | 200000   | SH | SOLE      |
| ZALE CORP NEW                | COM            | 988858106 | 4818    | 200000   | SH | SOLE      |