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BANK OF NOVA SCOTIA /  
Form 13F-HR  
November 14, 2008

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, 2008

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 November 07, 2008

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: 250  
 Form13F Information Table Value Total: \$12,230,900 (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
3M CO	COM	88579Y101	751	11085	SH		DEFINED	1
3M CO	COM	88579Y101	303	4445	SH		DEFINED	
ABBOTT LABS	COM	002824100	403	7012	SH		DEFINED	
ACCENTURE LTD BERMUDA	CL A	G1150G111	950	25000	SH		SOLE	
AEGON N V	NY REGISTRY SH	007924103	183	21101	SH		DEFINED	
AFLAC INC	COM	001055102	1104	18800	SH		DEFINED	
AGNICO EAGLE MINES LTD	COM	008474108	12235	224107	SH		SOLE	
AGRIUM INC	COM	008916108	14248	254836	SH		SOLE	
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	277	22700	SH		DEFINED	
ALCOA INC	COM	013817101	248	11095	SH		DEFINED	1
AMERICAN EXPRESS CO	COM	025816109	307	8745	SH		DEFINED	1
AMERICAN INTL GROUP INC	COM	026874107	166	50000	SH		SOLE	
AMGEN INC	COM	031162100	5927	100000	SH		SOLE	
ANADARKO PETE CORP	COM	032511107	7276	150000	SH		SOLE	
ARCHER DANIELS MIDLAND CO	COM	039483102	249	11410	SH		DEFINED	
ARCHER DANIELS MIDLAND CO	COM	039483102	4382	200000	SH		SOLE	
ASSISTED LIVING CONCPT NEV N	CL A	04544X102	162	25440	SH		DEFINED	
AT&T INC	COM	00206R102	361	13035	SH		DEFINED	1
AUGUSTA RES CORP	COM NEW	050912203	742	211684	SH		SOLE	
BALLARD PWR SYS INC	COM	05858H104	234	63000	SH		SOLE	
BANK COMM HLDGS	COM	06424J103	26	30000	SH		DEFINED	
BANK MONTREAL QUE	COM	063671101	743293	17212222	SH		SOLE	
BANK NOVA SCOTIA HALIFAX	COM	064149107	1067	23664	SH		DEFINED	1
BANK OF AMERICA CORPORATION	COM	060505104	478	13684	SH		DEFINED	
BANK OF AMERICA CORPORATION	COM	060505104	25375	725000	SH		SOLE	
BANK OF NEW YORK MELLON CORP	COM	064058100	209	6420	SH		DEFINED	
BARRICK GOLD CORP	COM	067901108	49776	1359298	SH		SOLE	
BB&T CORP	COM	054937107	218	5785	SH		DEFINED	
BCE INC	COM NEW	05534B760	103681	3006487	SH		SOLE	
BCE INC	COM NEW	05534B760	4845	140500	SH		SOLE	1
BELLUS HEALTH INC	COM	07986A100	193	220900	SH		SOLE	

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BERKSHIRE HATHAWAY INC DEL	CL A	084670108	3134	24	SH	DEFINED
BIOVAIL CORP	COM	09067J109	43704	4606110	SH	SOLE
BOEING CO	COM	097023105	497	8745	SH	DEFINED 1
BRISTOL MYERS SQUIBB CO	COM	110122108	2606	125000	SH	SOLE
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	405182	15029465	SH	SOLE
BROOKFIELD PPTYS CORP	COM	112900105	128248	8211885	SH	SOLE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	406	4400	SH	DEFINED
CAE INC	COM	124765108	8821	1104432	SH	SOLE
CALPINE CORP	COM NEW	131347304	27	11900	SH	DEFINED
CAMECO CORP	COM	13321L108	13128	605839	SH	SOLE
CANADIAN NAT RES LTD	COM	136385101	67521	984383	SH	SOLE
CANADIAN NATL RY CO	COM	136375102	189878	3979290	SH	SOLE
CANADIAN PAC RY LTD	COM	13645T100	37937	707428	SH	SOLE
CATERPILLAR INC DEL	COM	149123101	629	10640	SH	DEFINED 1
CDN IMPERIAL BK OF COMMERCE	COM	136069101	665643	11596345	SH	SOLE
CEMEX SAB DE CV	SPON ADR NEW	151290889	13345	775000	SH	SOLE
CENTERPOINT ENERGY INC	COM	15189T107	199	13700	SH	DEFINED
CHEVRON CORP NEW	COM	166764100	244	2963	SH	DEFINED
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	673	13500	SH	SOLE
CHINA TELECOM CORP LTD	SPON ADR H SHS	169426103	252	626000	SH	DEFINED
CHINA UNICOM LTD	SPONSORED ADR	16945R104	74	50000	SH	DEFINED
CISCO SYS INC	COM	17275R102	3384	150000	SH	SOLE
CISCO SYS INC	COM	17275R102	636	28233	SH	DEFINED
CITIGROUP INC	COM	172967101	24605	9790000	SH	SOLE
CITIGROUP INC	COM	172967101	218	10630	SH	DEFINED
CITIGROUP INC	COM	172967101	251	12080	SH	DEFINED 1
CLAYMORE EXCHANGE TRADED FD	BNY BRI&C PTF	18383M100	382	11000	SH	SOLE
CLOROX CO DEL	COM	189054109	207	3310	SH	DEFINED
COCA COLA CO	COM	191216100	2584	48881	SH	DEFINED
COCA COLA CO	COM	191216100	517	9845	SH	DEFINED 1
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	2962	156432	SH	SOLE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	1221	52000	SH	DEFINED 1
COMPASS MINERALS INTL INC	COM	20451N101	101	16524	SH	DEFINED
COMPUTER SCIENCES CORP	COM	205363104	397	9885	SH	DEFINED
CONCUR TECHNOLOGIES INC	COM	206708109	563	14709	SH	SOLE
CORUS ENTERTAINMENT INC	COM CL B NON VTG	220874101	684	40000	SH	SOLE
DELL INC	COM	24702R101	186	11308	SH	DEFINED
DELTA PETE CORP	COM NEW	247907207	535	39400	SH	DEFINED
DENISON MINES CORP	COM	248356107	137	46300	SH	DEFINED
DENISON MINES CORP	COM	248356107	590	200000	SH	SOLE
DIAGEO P L C	SPON ADR NEW	25243Q205	219	3185	SH	DEFINED
DISCOVERY HOLDING CO	CL A COM	25468Y107	372	20360	SH	DEFINED
DISNEY WALT CO	COM DISNEY	254687106	493	16145	SH	DEFINED 1
DOVER CORP	COM	260003108	260	6430	SH	DEFINED
DOW CHEM CO	COM	260543103	8740	275000	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	441	10965	SH	DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	402	10045	SH	DEFINED 1
E TRADE FINANCIAL CORP	COM	269246104	56	20000	SH	SOLE
EL PASO CORP	COM	28336L109	3190	250000	SH	SOLE
ELECTRONIC ARTS INC	COM	285512109	3466	93700	SH	SOLE
ENBRIDGE INC	COM	29250N105	524421	14171896	SH	SOLE
ENCANA CORP	COM	292505104	433254	6784049	SH	SOLE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	13319	364752	SH	SOLE
ENTERRA ENERGY TR	TR UNIT	29381P102	461	225000	SH	SOLE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	8959	950000	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	1306	16895	SH	DEFINED 1
FAIRFAX FINL HLDGS LTD	SUB VTG	303901102	60201	187800	SH	SOLE
FLEXTRONICS INTL LTD	ORD	Y2573F102	1416	200000	SH	SOLE
FORDING CDN COAL TR	TR UNIT	345425102	42645	518520	SH	SOLE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	5340	93936	SH	DEFINED 1
GENERAL ELECTRIC CO	COM	369604103	680	26745	SH	DEFINED 1
GENERAL ELECTRIC CO	COM	369604103	11501	451000	SH	SOLE

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GENERAL ELECTRIC CO	COM	369604103	621	24365	SH	DEFINED
GENEREX BIOTECHNOLOGY CP DEL	COM	371485103	639	1360300	SH	SOLE
GILDAN ACTIVEWEAR INC	COM	375916103	4176	187900	SH	SOLE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	2173	50000	SH	SOLE
GOLDCORP INC NEW	COM	380956409	35667	1134052	SH	SOLE
HALLIBURTON CO	COM	406216101	6478	200000	SH	SOLE
HARVEST ENERGY TR	TRUST UNIT	41752X101	23743	1410000	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	454	9894	SH	DEFINED 1
HOME DEPOT INC	COM	437076102	225	8745	SH	DEFINED 1
HOME DEPOT INC	COM	437076102	7767	300000	SH	SOLE
HONEYWELL INTL INC	COM	438516106	360	8745	SH	DEFINED 1
HSBC HLDGS PLC	SPON ADR NEW	404280406	512	6341	SH	DEFINED 1
HUMANA INC	COM	444859102	211	5125	SH	DEFINED
IMPERIAL OIL LTD	COM NEW	453038408	31578	737284	SH	SOLE
INFORMATICA CORP	COM	45666Q102	129	10000	SH	DEFINED 1
INGERSOLL-RAND COMPANY LTD	CL A	47776G101	385	12375	SH	DEFINED
INTEL CORP	COM	458140100	1873	100000	SH	SOLE
INTEL CORP	COM	458140100	521	27863	SH	DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	1015	8745	SH	DEFINED 1
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	445	11300	SH	DEFINED
INTEROIL CORP	COM	460951106	7114	265470	SH	SOLE
INVESTORS BANCORP INC	COM	46146P102	167	11140	SH	DEFINED
ISHARES INC	MSCI JAPAN	464286848	138	13000	SH	DEFINED 1
ISHARES INC	MSCI BRIC INDX	464286657	521	15000	SH	SOLE
ISHARES SILVER TRUST	ISHARES	46428Q109	118	10000	SH	DEFINED 1
JOHNSON & JOHNSON	COM	478160104	850	12350	SH	DEFINED 1
JOHNSON & JOHNSON	COM	478160104	12124	175000	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	1299	18757	SH	DEFINED
JPMORGAN & CHASE & CO	COM	46625H100	464	10009	SH	DEFINED 1
KINROSS GOLD CORP	COM NO PAR	496902404	16718	1041033	SH	SOLE
LAM RESEARCH CORP	COM	512807108	9447	300000	SH	SOLE
LEUCADIA NATL CORP	COM	527288104	280	6170	SH	DEFINED
LINCOLN NATL CORP IND	COM	534187109	225	5270	SH	DEFINED
LIONS GATE ENTMTNT CORP	COM NEW	535919203	324	35700	SH	DEFINED
LONGS DRUG STORES CORP	COM	543162101	297	3930	SH	DEFINED
LOUISIANA PAC CORP	COM	546347105	98	10620	SH	DEFINED
LULULEMON ATHLETICA INC	COM	550021109	3928	173100	SH	SOLE
LUNDIN MINING CORP	COM	550372106	29	10000	SH	DEFINED 1
LUNDIN MINING CORP	COM	550372106	1511	508853	SH	SOLE
M & T BK CORP	COM	55261F104	261	2930	SH	DEFINED
MAGNA INTL INC	CL A	559222401	24989	486338	SH	SOLE
MANULIFE FINL CORP	COM	56501R106	262	7290	SH	DEFINED 1
MANULIFE FINL CORP	COM	56501R106	1439510	40020356	SH	SOLE
MASTERCARD INC	CL A	57636Q104	443	2497	SH	SOLE
MAXIMUS INC	COM	577933104	108	11819	SH	DEFINED 1
MCDONALDS CORP	COM	580135101	651	10645	SH	DEFINED 1
MDS INC	COM	55269P302	1888	158048	SH	SOLE
MEMC ELECTR MATLS INC	COM	552715104	2826	100000	SH	SOLE
MERCK & CO INC	COM	589331107	449	14251	SH	DEFINED
MERCK & CO INC	COM	589331107	289	9245	SH	DEFINED 1
MERRILL LYNCH & CO INC	COM	590188108	3163	125000	SH	SOLE
METHANEX CORP	COM	59151K108	21574	1101498	SH	SOLE
MI DEVS INC	CL A SUB VTG	55304X104	12972	702162	SH	SOLE
MICROSOFT CORP	COM	594918104	296	11145	SH	DEFINED 1
MICROSOFT CORP	COM	594918104	2669	100000	SH	SOLE
MICROSOFT CORP	COM	594918104	413	15480	SH	DEFINED
MINEFINDERS LTD	COM	602900102	896	120000	SH	SOLE
MOODYS CORP	COM	615369105	850	25000	SH	SOLE
NEUSTAR INC	CL A	64126X201	252	12700	SH	DEFINED
NEVSUN RES LTD	COM	64156L101	284	250000	SH	SOLE
NEW GOLD INC CDA	COM	644535106	3951	851060	SH	SOLE
NEWMONT MINING CORP	COM	651639106	224	5800	SH	DEFINED 1

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NEXEN INC	COM	65334H102	28373	1222308	SH	SOLE
NISOURCE INC	COM	65473P105	4428	300000	SH	SOLE
NOKIA CORP	SPONSORED ADR	654902204	217	11650	SH	DEFINED
NOKIA CORP	SPONSORED ADR	654902204	9325	500000	SH	SOLE
NORTEL NETWORKS CORP NEW	COM NEW	656568508	6102	2774964	SH	SOLE
NORTH AMERN PALLADIUM LTD	COM	656912102	833	402900	SH	SOLE
NORTHERN DYNASTY MINERALS LT	COM NEW	66510M204	1691	400000	SH	SOLE
NOVA CHEMICALS CORP	COM	66977W109	248	11000	SH	DEFINED
NOVA CHEMICALS CORP	COM	66977W109	37625	1675142	SH	SOLE
NOVAGOLD RES INC	COM NEW	66987E206	2299	350000	SH	SOLE
NVIDIA CORP	COM	67066G104	551	51200	SH	SOLE
OPEN TEXT CORP	COM	683715106	13936	420000	SH	SOLE
OSHKOSH CORP	COM	688239201	1974	150000	SH	SOLE
PAETEC HOLDING CORP	COM	695459107	1798	836205	SH	SOLE
PALM INC NEW	COM	696643105	1274	213444	SH	SOLE
PENGROWTH ENERGY TR	TR UNIT NEW	706902509	1457	97000	SH	SOLE
PENN WEST ENERGY TR	TR UNIT	707885109	19432	817030	SH	SOLE
PERMA-FIX ENVIRONMENTAL SVCS	COM	714157104	261	70	SH	DEFINED
PETRO-CDA	COM	71644E102	28758	870053	SH	SOLE
PFIZER INC	COM	717081103	189	10275	SH	DEFINED
PFIZER INC	COM	717081103	259	14245	SH	DEFINED 1
PFIZER INC	COM	717081103	16135	875000	SH	SOLE
PLUM CREEK TIMBER CO INC	COM	729251108	215	4330	SH	DEFINED
POPULAR INC	COM	733174106	1451	175000	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	141578	1092033	SH	SOLE
PRECISION DRILLING TR	TR UNIT	740215108	13865	843156	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	331	4758	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	1200	17295	SH	DEFINED 1
PROVIDENT ENERGY TR	TR UNIT	74386K104	8927	1000000	SH	SOLE
PRUDENTIAL FINL INC	COM	744320102	201	2800	SH	DEFINED
QLOGIC CORP	COM	747277101	1536	100000	SH	SOLE
QUALITY SYS INC	COM	747582104	3423	81000	SH	SOLE
RED HAT INC	COM	756577102	527	35000	SH	SOLE
RESEARCH IN MOTION LTD	COM	760975102	53373	792053	SH	SOLE
ROGERS COMMUNICATIONS INC	CL B	775109200	202	6233	SH	DEFINED 1
ROGERS COMMUNICATIONS INC	CL B	775109200	361099	11131510	SH	SOLE
ROYAL BK CDA MONTREAL QUE	COM	780087102	653	13775	SH	DEFINED 1
ROYAL BK CDA MONTREAL QUE	COM	780087102	2087123	43978960	SH	SOLE
ROYAL BK SCOTLAND GROUP PLC	SP ADR L RP PF	780097788	127	14000	SH	DEFINED 1
SANDISK CORP	COM	80004C101	349	17880	SH	DEFINED
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	1336	25000	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	985	53325	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	205	2632	SH	DEFINED
SEAGATE TECHNOLOGY	SHS	G7945J104	145	11971	SH	DEFINED
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	149482	7385261	SH	SOLE
SHERWIN WILLIAMS CO	COM	824348106	11432	200000	SH	SOLE
SIERRA WIRELESS INC	COM	826516106	1677	172000	SH	SOLE
SILICON IMAGE INC	COM	82705T102	534	100000	SH	SOLE
SILVER WHEATON CORP	COM	828336107	81	10000	SH	DEFINED 1
SILVER WHEATON CORP	COM	828336107	2159	266294	SH	SOLE
SIMON PPTY GROUP INC NEW	COM	828806109	215	2356	SH	SOLE
SONOSITE INC	COM	83568G104	2073	66015	SH	SOLE
SOUTHERN COPPER CORP	COM	84265V105	344	18028	SH	DEFINED 1
SOUTHWEST GAS CORP	COM	844895102	3813	126000	SH	SOLE
SPDR GOLD TRUST	GOLD SHS	78463V107	1276	15000	SH	DEFINED 1
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	2459	125000	SH	SOLE
SPDR TR	UNIT SER 1	78462F103	249	2150	SH	DEFINED 1
STANDARD MICROSYSTEMS CORP	COM	853626109	371	2500	SH	DEFINED 1
STARBUCKS CORP	COM	855244109	2230	150000	SH	SOLE
SUN LIFE FINL INC	COM	866796105	474386	13570116	SH	SOLE
SUNCOR ENERGY INC	COM	867229106	211	5105	SH	DEFINED 1
SUNCOR ENERGY INC	COM	867229106	63208	1532179	SH	SOLE

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SUNOCO INC	COM	86764P109	9785	275000	SH	SOLE
TALISMAN ENERGY INC	COM	87425E103	37338	2645237	SH	SOLE
TALISMAN ENERGY INC	COM	87425E103	178	12675	SH	DEFINED 1
TARGET CORP	COM	87612E106	981	20000	SH	SOLE
TATA MTRS LTD	SPONSORED ADR	876568502	2681	350000	SH	SOLE
TECK COMINCO LTD	CL B	878742204	386790	13620821	SH	SOLE
TELUS CORP	NON-VTG SHS	87971M202	165702	4627157	SH	SOLE
TEXAS INSTRS INC	COM	882508104	5375	250000	SH	SOLE
THOMSON REUTERS CORP	COM	884903105	12136	446412	SH	SOLE
TIM HORTONS INC	COM	88706M103	8324	285475	SH	SOLE
TIME WARNER INC	COM	887317105	187	14300	SH	DEFINED 1
TONGJITANG CHINESE MED CO	SPON ADR	89025E103	333	135000	SH	SOLE
TORONTO DOMINION BK ONT	COM NEW	891160509	631	10489	SH	DEFINED 1
TORONTO DOMINION BK ONT	COM NEW	891160509	1674586	27813083	SH	SOLE
TRANSALTA CORP	COM	89346D107	136537	5080335	SH	SOLE
TRANSALTA CORP	COM	89346D107	40312	1500000	SH	SOLE 1
TRANSCANADA CORP	COM	89353D107	691942	19291682	SH	SOLE
TRANSCANADA CORP	COM	89353D107	24210	675000	SH	SOLE 1
TRIARC COS INC	CL B SER 1	895927309	83	12330	SH	DEFINED
UCBH HOLDINGS INC	COM	90262T308	94	14700	SH	DEFINED
UMB FINL CORP	COM	902788108	203	3870	SH	DEFINED
UNILEVER N V	N Y SHS NEW	904784709	242	8605	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	550	9240	SH	DEFINED 1
VALERO ENERGY CORP NEW	COM	91913Y100	14888	491314	SH	SOLE
VERIZON COMMUNICATIONS INC	COM	92343V104	278	8745	SH	DEFINED 1
VERTEX PHARMACEUTICALS INC	COM	92532F100	517	15500	SH	SOLE
WACHOVIA CORP NEW	COM	929903102	2004	572500	SH	SOLE
WAL MART STORES INC	COM	931142103	1520	25389	SH	DEFINED
WAL MART STORES INC	COM	931142103	543	9145	SH	DEFINED 1
WHIRLPOOL CORP	COM	963320106	3965	50000	SH	SOLE
WHOLE FOODS MKT INC	COM	966837106	1001	50000	SH	SOLE
WILLIAMS COS INC DEL	COM	969457100	8840	373800	SH	SOLE
YAMANA GOLD INC	COM	98462Y100	8965	1090319	SH	SOLE