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ING GROEP NV
Form 13F-HR
August 14, 2012

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, 2012

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: Bijlmerplein 888

1102 MG, 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: Fred Severin

Title: Compliance Officer

Phone: +31 20 576 65 34

Signature, Place, and Date of Signing:

/s/ Fred Severin	Amsterdam,	August 13, 2012
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[Signature]	[City, State]	[Date]

Name: Heather Loewenthal

Title: Chief Compliance Officer

Phone: +31 20 576 61 44

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Signature, Place, and Date of Signing:

/s/ Heather Loewenthal Amsterdam, August 13, 2012
[Signature] [City, State] [Date]

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

Report Type (Check only one.):

- // 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
// 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
/X/ 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 3
Form 13F Information Table Entry Total: 634
Form 13F Information Table Value Total: \$6,049,317 (USD thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

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

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Issuer Name	Class Title	CUSIP	VALUE (x1000)	# of Shares	SH/ PRN	PUT/ CALL	Inves Discr
3M CO	COM	88579Y101	2,565	28631			DEFIN
ABBOTT LABS	COM	002824100	16,044	248857	SH		DEFIN
ABBOTT LABS	COM	002824100	11,739	182107			DEFIN
ABERCROMBIE & FITCH CO	CL A	002896207	697	20428			DEFIN
ADOBE SYS INC	COM	00724F101	528	16299	SH		DEFIN
ADOBE SYS INC	COM	00724F101	5,620	173625			DEFIN
ADVANCED MICRO DEVICES INC	COM	007903107	177	30900			DEFIN
AES CORP	COM	00130H105	265	20700			DEFIN
AETNA INC NEW	COM	00817Y108	1,046	26973			DEFIN
AFFYMETRIX INC	COM	00826T108	274	58350			DEFIN
AFLAC INC	COM	001055102	202	4752			DEFIN
AGILENT TECHNOLOGIES INC	COM	00846U101	1,335	34043			DEFIN
AGL RES INC	COM	001204106	3,740	96490			DEFIN
AIRGAS INC	COM	009363102	204	2430			DEFIN
AKAMAI TECHNOLOGIES INC	COM	00971T101	655	20652			DEFIN
ALCATEL-LUCENT	SPONSORED ADR	013904305	408	250000			DEFIN
ALCOA INC	COM	013817101	137	15600			DEFIN
ALEXION PHARMACEUTICALS INC	COM	015351109	671	6764			DEFIN
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	619	19400			DEFIN
ALLERGAN INC	COM	018490102	1,146	12390			DEFIN
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	14,084	1109000			DEFIN
ALLSTATE CORP	COM	020002101	7,713	219800			DEFIN
ALPHA NATURAL RESOURCES INC	COM	02076X102	382	43932			DEFIN
ALTERA CORP	COM	021441100	387	11446			DEFIN
ALTRIA GROUP INC	COM	02209S103	2,806	81176			DEFIN
AMARIN CORP PLC	SPONS ADR NEW	023111206	578	40000			DEFIN
AMAZON COM INC	COM	023135106	1,221	5349			DEFIN
AMEREN CORP	COM	023608102	242	7205			DEFIN
AMERICAN ELEC PWR INC	COM	025537101	9,022	226127	SH		DEFIN
AMERICAN ELEC PWR INC	COM	025537101	496	12417			DEFIN
AMERICAN EXPRESS CO	COM	025816109	4,343	74613			DEFIN
AMERICAN INTL GROUP INC	COM NEW	026874784	2,032	63327			DEFIN
AMERICAN TOWER CORP NEW	COM	03027X100	1,888	27008			DEFIN
AMERIPRISE FINL INC	COM	03076C106	3,865	73969			DEFIN
AMERISOURCEBERGEN CORP	COM	03073E105	936	23794			DEFIN
AMETEK INC NEW	COM	031100100	2,467	49510			DEFIN
AMGEN INC	COM	031162100	5,044	69083			DEFIN
ANADARKO PETE CORP	COM	032511107	1,089	16440			DEFIN
ANALOG DEVICES INC	COM	032654105	539	14300	SH		DEFIN
ANALOG DEVICES INC	COM	032654105	4,299	114162			DEFIN
ANIXTER INTL INC	COM	035290105	531	10000			DEFIN
APACHE CORP	COM	037411105	2,581	29362			DEFIN
APOLLO GROUP INC	CL A	037604105	774	21417			DEFIN
APPLE INC	COM	037833100	999	1710	SH		DEFIN
APPLE INC	COM	037833100	252,538	432435			DEFIN
APPLIED MATLS INC	COM	038222105	1,082	94403			DEFIN
AQUA AMERICA INC	COM	03836W103	579	23215			DEFIN
ARCH COAL INC	COM	039380100	10,678	1549800	SH		DEFIN
ARCH COAL INC	COM	039380100	418	60780			DEFIN

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ARCHER DANIELS MIDLAND CO	COM	039483102	1,997	67662		DEFIN
ASHLAND INC NEW	COM	044209104	201	2900	SH	DEFIN
ASHLAND INC NEW	COM	044209104	215	3100		DEFIN
ASSURANT INC	COM	04621X108	911	26159		DEFIN
AT&T INC	COM	00206R102	9,820	275388	SH	DEFIN
AT&T INC	COM	00206R102	19,636	550650		DEFIN
ATLAS ENERGY LP	COM UNITS LP	04930A104	935	30674		DEFIN
ATLAS RESOURCE PARTNERS LP	COM UNT LTD PR	04941A101	1,011	37422		DEFIN
AUTODESK INC	COM	052769106	241	6900		DEFIN
AUTOMATIC DATA PROCESSING IN	COM	053015103	206	3700		DEFIN
AUTONATION INC	COM	05329W102	765	21666		DEFIN
AUTOZONE INC	COM	053332102	457	1247		DEFIN
AVALONBAY CMNTYS INC	COM	053484101	7,644	54020		DEFIN
AVIS BUDGET GROUP	COM	053774105	1,589	104609		DEFIN
AVON PRODS INC	COM	054303102	77,045	4750000		DEFIN
BADGER METER INC	COM	056525108	315	8400		DEFIN
BAIDU INC	SPON ADR REP A	056752108	264	2300	SH	DEFIN
BAIDU INC	SPON ADR REP A	056752108	6,762	58804		DEFIN
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	351	23600		DEFIN
BANK OF AMERICA CORPORATION	COM	060505104	13,992	1712632		DEFIN
BANK OF NEW YORK MELLON CORP	COM	064058100	283	12900		DEFIN
BARCLAYS BK PLC	IPTH S&P VIX NEW	06740C261	859	56500		DEFIN
BARRICK GOLD CORP	COM	067901108	541	14400	SH	DEFIN
BARRICK GOLD CORP	COM	067901108	138,718	3688317		DEFIN
BAXTER INTL INC	COM	071813109	1,958	36843		DEFIN
BEAM INC	COM	073730103	4,801	76847		DEFIN
BECTON DICKINSON & CO	COM	075887109	1,107	14821		DEFIN
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	496	4		DEFIN
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	22,277	267367		DEFIN
BHP BILLITON PLC	SPONSORED ADR	05545E209	17,145	300000		DEFIN
BIOGEN IDEC INC	COM	09062X103	6,237	43212		DEFIN
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	143,891	3636375		DEFIN
BLACKROCK INC	COM	09247X101	3,484	20540		DEFIN
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	326	24946	SH	DEFIN
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	10,727	820132		DEFIN
BMC SOFTWARE INC	COM	055921100	943	22141		DEFIN
BOEING CO	COM	097023105	3,946	53114		DEFIN
BORGWARNER INC	COM	099724106	256	3900	SH	DEFIN
BORGWARNER INC	COM	099724106	1,179	17980		DEFIN
BOSTON PROPERTIES INC	COM	101121101	8,233	76014		DEFIN
BOSTON SCIENTIFIC CORP	COM	101137107	766	135046		DEFIN
BP PLC	SPONSORED ADR	055622104	7,095	175000		DEFIN
BRE PROPERTIES INC	CL A	05564E106	3,344	66906		DEFIN
BRISTOL MYERS SQUIBB CO	COM	110122108	10,134	281900	SH	DEFIN
BRISTOL MYERS SQUIBB CO	COM	110122108	2,189	60904		DEFIN
BROADCOM CORP	CL A	111320107	1,458	43153		DEFIN
BROOKFIELD OFFICE PPTYS INC	COM	112900105	7,578	435294		DEFIN
BROWN & BROWN INC	COM	115236101	1,336	49000		DEFIN
BROWN FORMAN CORP	CL B	115637209	976	10080		DEFIN
BUNGE LIMITED	COM	G16962105	2,067	32950		DEFIN
CA INC	COM	12673P105	819	30250		DEFIN
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	447	33600		DEFIN
CALGON CARBON CORP	COM	129603106	184	12960		DEFIN
CALPINE CORP	COM NEW	131347304	7,668	464180		DEFIN
CAMERON INTERNATIONAL CORP	COM	13342B105	688	16120		DEFIN
CAMPBELL SOUP CO	COM	134429109	964	28884		DEFIN

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CANADIAN NATL RY CO	COM	136375102	37,020	439142		DEFIN
CAPITAL ONE FINL CORP	COM	14040H105	2,953,270	54039706		DEFIN
CARDINAL HEALTH INC	COM	14149Y108	4,124	98180		DEFIN
CAREFUSION CORP	COM	14170T101	744	28980		DEFIN
CARNIVAL CORP	PAIRED CTF	143658300	10,070	293846	SH	DEFIN
CARNIVAL CORP	PAIRED CTF	143658300	11,807	344529		DEFIN
CATERPILLAR INC DEL	COM	149123101	2,137	25168		DEFIN
CBRE GROUP INC	CL A	12504L109	595	36401		DEFIN
CBS CORP NEW	CL B	124857202	5,808	177179		DEFIN
CDN IMPERIAL BK OF COMMERCE	COM	136069101	8,170	116182		DEFIN
CELGENE CORP	COM	151020104	565	8807	SH	DEFIN
CELGENE CORP	COM	151020104	4,106	64048		DEFIN
CEMEX SAB DE CV	SPON ADR NEW	151290889	984	146146		DEFIN
CENOVUS ENERGY INC	COM	15135U109	4,717	148300		DEFIN
CENTERPOINT ENERGY INC	COM	15189T107	1,669	80757		DEFIN
CENTRAL EUROPEAN DIST CORP	COM	153435102	449	156861		DEFIN
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	2,636	518986		DEFIN
CENTURY ALUM CO	COM	156431108	147	20000		DEFIN
CENTURYLINK INC	COM	156700106	10,279	260300	SH	DEFIN
CENTURYLINK INC	COM	156700106	7,739	196067		DEFIN
CF INDS HLDGS INC	COM	125269100	538	2781		DEFIN
CHEVRON CORP NEW	COM	166764100	10,508	99600	SH	DEFIN
CHEVRON CORP NEW	COM	166764100	7,712	73115		DEFIN
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	16,517	302118	SH	DEFIN
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	1,161	21234		DEFIN
CIENA CORP	COM NEW	171779309	208	12700	SH	DEFIN
CIENA CORP	COM NEW	171779309	274	16755		DEFIN
CIGNA CORPORATION	COM	125509109	444	10100		DEFIN
CINCINNATI FINL CORP	COM	172062101	822	21587		DEFIN
CINTAS CORP	COM	172908105	594	15401		DEFIN
CISCO SYS INC	COM	17275R102	2,431	141655		DEFIN
CITIGROUP INC	COM NEW	172967424	648	23651	SH	DEFIN
CITIGROUP INC	COM NEW	172967424	4,190	152903		DEFIN
CITRIX SYS INC	COM	177376100	3,450	41140		DEFIN
CLOROX CO DEL	COM	189054109	283	3900		DEFIN
CMS ENERGY CORP	COM	125896100	944	40205		DEFIN
COACH INC	COM	189754104	3,541	60543		DEFIN
COCA COLA CO	COM	191216100	4,327	55359		DEFIN
COCA COLA ENTERPRISES INC NE	COM	19122T109	4,781	170552		DEFIN
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	439	7315		DEFIN
COLGATE PALMOLIVE CO	COM	194162103	833	8005		DEFIN
COMCAST CORP NEW	CL A	20030N101	9,233	288901		DEFIN
COMERICA INC	COM	200340107	347	11300		DEFIN
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	2,151	56120		DEFIN
COMPANHIA DE SANEAMENTO BASI	SPONSORED ADR	20441A102	981	12953		DEFIN
CONAGRA FOODS INC	COM	205887102	1,291	49799		DEFIN
CONOCOPHILLIPS	COM	20825C104	1,281	22925		DEFIN
CONSOLIDATED EDISON INC	COM	209115104	1,599	25739		DEFIN
COOPER COS INC	COM NEW	216648402	1,227	15420		DEFIN
COSTCO WHSL CORP NEW	COM	22160K105	7,031	74020		DEFIN
COVANTA HLDG CORP	COM	22282E102	592	34527		DEFIN
CREDICORP LTD	COM	G2519Y108	311	2469	SH	DEFIN
CREDICORP LTD	COM	G2519Y108	419	3332		DEFIN
CROWN CASTLE INTL CORP	COM	228227104	875	14920		DEFIN
CSX CORP	COM	126408103	1,876	83958		DEFIN
CTC MEDIA INC	COM	12642X106	1,881	233400	SH	DEFIN

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CTC MEDIA INC	COM	12642X106	250	31000	DEFIN
CUMMINS INC	COM	231021106	896	9252	DEFIN
CVS CAREMARK CORPORATION	COM	126650100	2,713	58038	DEFIN
DANAHER CORP DEL	COM	235851102	4,503	86460	DEFIN
DDR CORP	COM	23317H102	2,286	156122	DEFIN
DEERE & CO	COM	244199105	272	3367	DEFIN
DELL INC	COM	24702R101	1,151	91856	DEFIN
DENBURY RES INC	COM NEW	247916208	547	36189	DEFIN
DEVON ENERGY CORP NEW	COM	25179M103	2,357	40633	DEFIN
DEVRY INC DEL	COM	251893103	260	8409	DEFIN
DIAGEO P L C	SPON ADR NEW	25243Q205	7,726	75000	DEFIN
DIAL GLOBAL INC	COM	25247X107	2,462	764739	DEFIN
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	349	5900	SH DEFIN
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1,812	30675	DEFIN
DISCOVER FINL SVCS	COM	254709108	1,449	41938	DEFIN
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	1,568	29046	DEFIN
DISNEY WALT CO	COM DISNEY	254687106	4,376	90234	DEFIN
DOLLAR TREE INC	COM	256746108	421	7828	DEFIN
DOMINION RES INC VA NEW	COM	25746U109	2,088	38684	DEFIN
DOUGLAS EMMETT INC	COM	25960P109	2,326	100746	DEFIN
DOVER CORP	COM	260003108	3,215	59964	DEFIN
DOW CHEM CO	COM	260543103	9,737	309100	SH DEFIN
DOW CHEM CO	COM	260543103	23,918	759292	DEFIN
DR REDDYS LABS LTD	ADR	256135203	381	12977	DEFIN
DTE ENERGY CO	COM	233331107	880	14838	DEFIN
DU PONT E I DE NEMOURS & CO	COM	263534109	1,933	38244	DEFIN
DUN & BRADSTREET CORP DEL NE	COM	26483E100	384	5400	SH DEFIN
DYNAVAX TECHNOLOGIES CORP	COM	268158102	86	20000	DEFIN
E M C CORP MASS	COM	268648102	257	10019	SH DEFIN
E M C CORP MASS	COM	268648102	988	38530	DEFIN
EASTMAN CHEM CO	COM	277432100	3,751	74493	DEFIN
EATON CORP	COM	278058102	269	6780	DEFIN
EATON VANCE CORP	COM NON VTG	278265103	205	7600	DEFIN
ELAN PLC	ADR	284131208	146	10000	DEFIN
ELECTRONIC ARTS INC	COM	285512109	298	24100	DEFIN
ELSTER GROUP SE	SPONSORED ADR	290348101	29,406	1450000	DEFIN
EMERSON ELEC CO	COM	291011104	657	14095	DEFIN
ENERSIS S A	SPONSORED ADR	29274F104	284	15176	DEFIN
ENSCO PLC	SHS CLASS A	G3157S106	10,178	216700	SH DEFIN
ENERGY CORP NEW	COM	29364G103	1,260	18564	DEFIN
EOG RES INC	COM	26875P101	4,893	54366	DEFIN
EQT CORP	COM	26884L109	936	17463	DEFIN
EQUITY RESIDENTIAL	SH BEN INT	29476L107	8,034	128805	DEFIN
ERICSSON	ADR B SEK 10	294821608	1,521	166634	DEFIN
ESSEX PPTY TR INC	COM	297178105	3,940	25595	DEFIN
EXELON CORP	COM	30161N101	13,823	367332	DEFIN
EXPEDIA INC DEL	COM NEW	30212P303	802	16690	DEFIN
EXPEDITORS INTL WASH INC	COM	302130109	1,218	31444	DEFIN
EXPRESS SCRIPTS HLDG CO	COM	30219G108	1,654	29640	DEFIN
EXTERRAN HLDGS INC	COM	30225X103	4,958	388900	DEFIN
EXXON MOBIL CORP	COM	30231G102	16,327	190800	SH DEFIN
EXXON MOBIL CORP	COM	30231G102	34,872	407436	DEFIN
F M C CORP	COM NEW	302491303	818	15318	DEFIN
F5 NETWORKS INC	COM	315616102	1,223	12297	DEFIN
FAMILY DLR STORES INC	COM	307000109	648	9762	DEFIN
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	2,670	25740	DEFIN

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FEDEX CORP	COM	31428X106	1,707	18637		DEFIN
FIFTH THIRD BANCORP	COM	316773100	1,183	88311		DEFIN
FIRST HORIZON NATL CORP	COM	320517105	1,671	193232		DEFIN
FIRST NIAGARA FINL GP INC	COM	33582V108	4,216	551100	SH	DEFIN
FIRST NIAGARA FINL GP INC	COM	33582V108	213	27894		DEFIN
FIRSTENERGY CORP	COM	337932107	304	6190		DEFIN
FLIR SYS INC	COM	302445101	981	50331		DEFIN
FLUOR CORP NEW	COM	343412102	1,503	30486		DEFIN
FORD MTR CO DEL	COM PAR \$0.01	345370860	643	67057		DEFIN
FOREST LABS INC	COM	345838106	433	12384		DEFIN
FRANKLIN RES INC	COM	354613101	233	2100		DEFIN
FREEPOR-T-MCMORAN COPPER & GO	COM	35671D857	9,837	288727	SH	DEFIN
FREEPOR-T-MCMORAN COPPER & GO	COM	35671D857	14,707	431923		DEFIN
FRONTIER COMMUNICATIONS CORP	COM	35906A108	676	176621		DEFIN
GANNETT INC	COM	364730101	442	30036		DEFIN
GENERAL ELECTRIC CO	COM	369604103	16,757	804061	SH	DEFIN
GENERAL ELECTRIC CO	COM	369604103	22,074	1059733		DEFIN
GENERAL GROWTH PPTYS INC NEW	COM	370023103	4,733	261724		DEFIN
GENERAL MTRS CO	COM	37045V100	526	26677		DEFIN
GEOGLOBAL RESOURCES INC	COM	37249T109	4	10000		DEFIN
GILEAD SCIENCES INC	COM	375558103	8,057	157148		DEFIN
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	28,531	626083		DEFIN
GLOBAL X FDS	CHINA CONS ETF	37950E408	639	48347		DEFIN
GLOBUS MARITIME LIMITED NEW	COM	Y27265209	1,293	399102		DEFIN
GOL LINHAS AEREAS INTLG S A	SP ADR REP PFD	38045R107	208	47000		DEFIN
GOLDCORP INC NEW	COM	380956409	66,528	1770300		DEFIN
GOLDMAN SACHS GROUP INC	COM	38141G104	675	7059		DEFIN
GOOGLE INC	CL A	38259P508	939	1618	SH	DEFIN
GOOGLE INC	CL A	38259P508	18,486	31877		DEFIN
GRACE W R & CO DEL NEW	COM	38388F108	3,291	65270		DEFIN
GREEN MTN COFFEE ROASTERS IN	COM	393122106	1,685	77335		DEFIN
GUESS INC	COM	401617105	5,345	176000	SH	DEFIN
GUESS INC	COM	401617105	13,164	433458		DEFIN
HALLIBURTON CO	COM	406216101	468	16500	SH	DEFIN
HALLIBURTON CO	COM	406216101	5,127	180532		DEFIN
HARLEY DAVIDSON INC	COM	412822108	3,551	77620		DEFIN
HARRIS CORP DEL	COM	413875105	377	9000	SH	DEFIN
HARRIS CORP DEL	COM	413875105	580	13864		DEFIN
HARTFORD FINL SVCS GROUP INC	COM	416515104	217	12300		DEFIN
HAWAIIAN TELCOM HOLDCO INC	COM	420031106	499	25623		DEFIN
HCP INC	COM	40414L109	6,068	137432		DEFIN
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2,019	61985		DEFIN
HEALTH CARE REIT INC	COM	42217K106	4,287	73500		DEFIN
HECKMANN CORP	COM	422680108	161	47500		DEFIN
HECLA MNG CO	COM	422704106	1,279	268797		DEFIN
HEINZ H J CO	COM	423074103	17,195	316114		DEFIN
HELMERICH & PAYNE INC	COM	423452101	286	6586		DEFIN
HERSHEY CO	COM	427866108	812	11271		DEFIN
HESS CORP	COM	42809H107	797	18339		DEFIN
HEWLETT PACKARD CO	COM	428236103	680	33800	SH	DEFIN

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HEWLETT PACKARD CO	COM	428236103	13,267	660030	DEFIN
HIGHWOODS PTYS INC	COM	431284108	1,274	37847	DEFIN
HILLSHIRE BRANDS CO	COM	432589109	5,799	199556	DEFIN
HOME DEPOT INC	COM	437076102	546	10300	SH DEFIN
HOME DEPOT INC	COM	437076102	7,916	149408	DEFIN
HONEYWELL INTL INC	COM	438516106	821	14707	DEFIN
HORMEL FOODS CORP	COM	440452100	2,014	66226	DEFIN
HOST HOTELS & RESORTS INC	COM	44107P104	5,733	362628	DEFIN
HUDSON CITY BANCORP	COM	443683107	151	23700	DEFIN
HUMAN GENOME SCIENCES INC	COM	444903108	1,173	89407	DEFIN
HUMANA INC	COM	444859102	732	9447	DEFIN
HUNTINGTON BANCSHARES INC	COM	446150104	95	14881	DEFIN
ICICI BK LTD	ADR	45104G104	1,456	44926	DEFIN
ILLINOIS TOOL WKS INC	COM	452308109	948	17932	DEFIN
ILLUMINA INC	COM	452327109	241	5976	DEFIN
IMPERIAL OIL LTD	COM NEW	453038408	9,414	225000	DEFIN
INFOSYS LTD	SPONSORED ADR	456788108	2,654	58876	DEFIN
INTEL CORP	COM	458140100	4,127	154875	DEFIN
INTERMUNE INC	COM	45884X103	1,668	139698	DEFIN
INTERNATIONAL BUSINESS MACHS	COM	459200101	7,915	40529	DEFIN
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	873	15954	DEFIN
INTERNATIONAL GAME TECHNOLOG	COM	459902102	2,040	129498	DEFIN
INTEROIL CORP	COM	460951106	11,675	167965	DEFIN
INTL PAPER CO	COM	460146103	1,201	41560	DEFIN
INTUIT	COM	461202103	2,610	43980	DEFIN
INTUITIVE SURGICAL INC	COM NEW	46120E602	438	792	DEFIN
ISHARES INC	MSCI AUSTRALIA	464286103	1,016	46435	SH DEFIN
ISHARES INC	MSCI S KOREA	464286772	206	3750	DEFIN
ISHARES INC	MSCI THAILAND	464286624	283	4100	DEFIN
ISHARES INC	MSCI TURKEY FD	464286715	359	6849	DEFIN
ISHARES INC	MSCI UTD KINGD	464286699	163	10000	DEFIN
ISHARES INC	MSCI CHILE INVES	464286640	681	11069	DEFIN
ISHARES INC	MSCI MALAYSIA	464286830	467	32750	DEFIN
ISHARES INC	MSCI HONG KONG	464286871	795	48500	DEFIN
ISHARES INC	MSCI GERMANY	464286806	1,506	76085	DEFIN
ISHARES INC	MSCI SINGAPORE	464286673	1,343	109100	DEFIN
ISHARES INC	MSCI TAIWAN	464286731	1,483	121150	DEFIN
ISHARES INC	MSCI AUSTRALIA	464286103	3,095	141569	DEFIN
ISHARES INC	MSCI BRAZIL	464286400	23,345	450938	DEFIN
ISHARES TR	MSCI ACJPN IDX	464288182	3,058	58135	SH DEFIN
ISHARES TR	S&P SMLCAP 600	464287804	293	4000	DEFIN
ISHARES TR	S&P GLO INFRAS	464288372	236	6952	DEFIN
ISHARES TR	MSCI ACWI INDX	464288257	333	7600	DEFIN
ISHARES TR	INDONE INVS MRKT	46429B309	232	8129	DEFIN
ISHARES TR	PHILL INVSTMRK	46429B408	695	23334	DEFIN
ISHARES TR	DJ US ENERGY	464287796	1,129	29618	DEFIN
ISHARES TR	S&P 100 IDX FD	464287101	3,234	51945	DEFIN
ISHARES TR	RUSSELL1000GRW	464287614	5,468	86522	DEFIN
ISHARES TR	MSCI ACJPN IDX	464288182	4,755	90417	DEFIN
ISHARES TR	S&P LTN AM 40	464287390	4,696	113255	DEFIN
ISHARES TR	DJ HOME CONSTN	464288752	2,078	123594	DEFIN
ISHARES TR	DJ US BAS MATL	464287838	9,707	150000	DEFIN
ISHARES TR	FTSE CHINA25 IDX	464287184	7,026	208617	DEFIN
ISHARES TR	DJ US REAL EST	464287739	16,128	252084	DEFIN
ISHARES TR	MSCI EMERG MKT	464287234	14,198	362552	DEFIN
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	6,358	457078	DEFIN

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JABIL CIRCUIT INC	COM	466313103	511	25151		DEFIN
JOHNSON & JOHNSON	COM	478160104	11,003	162861	SH	DEFIN
JOHNSON & JOHNSON	COM	478160104	25,709	380529		DEFIN
JOHNSON CTLS INC	COM	478366107	299	10780		DEFIN
JPMORGAN CHASE & CO	COM	46625H100	16,396	458888	SH	DEFIN
JPMORGAN CHASE & CO	COM	46625H100	20,895	584634		DEFIN
JUNIPER NETWORKS INC	COM	48203R104	296	18160	SH	DEFIN
JUNIPER NETWORKS INC	COM	48203R104	421	25817		DEFIN
KBR INC	COM	48242W106	334	13500	SH	DEFIN
KBR INC	COM	48242W106	413	16700		DEFIN
KELLOGG CO	COM	487836108	739	14977		DEFIN
KEYCORP NEW	COM	493267108	1,363	176265		DEFIN
KILROY RLTY CORP	COM	49427F108	2,358	48792		DEFIN
KIMBERLY CLARK CORP	COM	494368103	571	6820		DEFIN
KIMCO RLTY CORP	COM	49446R109	5,601	294313		DEFIN
KINDER MORGAN INC DEL	COM	49456B101	444	13788		DEFIN
KINROSS GOLD CORP	COM NO PAR	496902404	284	34800		DEFIN
KKR & CO L P DEL	COM UNITS	48248M102	54,203	4201800		DEFIN
KLA-TENCOR CORP	COM	482480100	379	7700	SH	DEFIN
KLA-TENCOR CORP	COM	482480100	208	4233		DEFIN
KOHL'S CORP	COM	500255104	377	8301		DEFIN
KRAFT FOODS INC	CL A	50075N104	9,607	248752	SH	DEFIN
KRAFT FOODS INC	CL A	50075N104	17,613	456053		DEFIN
KROGER CO	COM	501044101	996	42961		DEFIN
LADENBURG THALMAN FIN SVCS I	COM	50575Q102	3,510	2293804		DEFIN
LAM RESEARCH CORP	COM	512807108	3,066	81289		DEFIN
LAUDER ESTEE COS INC	CL A	518439104	3,047	56284		DEFIN
LEXMARK INTL NEW	CL A	529771107	1,101	41445		DEFIN
LIBERTY MEDIA CORPORATION	LIB CAP COM A	530322106	644	7328		DEFIN
LIBERTY PPTY TR	SH BEN INT	531172104	3,429	93064		DEFIN
LIFE TECHNOLOGIES CORP	COM	53217V109	2,520	56038		DEFIN
LILLY ELI & CO	COM	532457108	9,676	225500	SH	DEFIN
LILLY ELI & CO	COM	532457108	17,058	397575		DEFIN
LINCARE HLDGS INC	COM	532791100	45,568	1339844		DEFIN
LINCOLN NATL CORP IND	COM	534187109	280	12790		DEFIN
LINEAR TECHNOLOGY CORP	COM	535678106	925	29564		DEFIN
LOEWS CORP	COM	540424108	632	15449		DEFIN
LORILLARD INC	COM	544147101	1,419	10761		DEFIN
LOWES COS INC	COM	548661107	2,004	70508		DEFIN
LSI CORPORATION	COM	502161102	520	81804		DEFIN
MACERICH CO	COM	554382101	5,953	100828		DEFIN
MACYS INC	COM	55616P104	5,558	161901		DEFIN
MARATHON OIL CORP	COM	565849106	1,638	64051		DEFIN
MARATHON PETE CORP	COM	56585A102	707	15748		DEFIN
MARKET VECTORS ETF TR	INDONESIA ETF	57060U753	507	18500		DEFIN
MARKET VECTORS ETF TR	RUSSIA ETF	57060U506	1,518	58029		DEFIN
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	3,172	64000		DEFIN
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	4,002	89407		DEFIN
MASTERCARD INC	CL A	57636Q104	2,917	6806		DEFIN
MATTEL INC	COM	577081102	494	15219		DEFIN
MCCORMICK & CO INC	COM NON VTG	579780206	844	13909		DEFIN
MCDONALDS CORP	COM	580135101	3,571	40348		DEFIN
MCKESSON CORP	COM	58155Q103	1,048	11175		DEFIN
MDU RES GROUP INC	COM	552690109	281	13000		DEFIN
MEAD JOHNSON NUTRITION CO	COM	582839106	249	3089	SH	DEFIN
MEDCATH CORP	COM	58404W109	2,618	350000		DEFIN

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MEDTRONIC INC	COM	585055106	2,484	64161		DEFIN
MERCK & CO INC NEW	COM	58933Y105	13,457	322313		DEFIN
METLIFE INC	COM	59156R108	9,866	319800	SH	DEFIN
METLIFE INC	COM	59156R108	968	31363		DEFIN
METROPCS COMMUNICATIONS INC	COM	591708102	4,335	716452		DEFIN
MICHAEL KORS HLDGS LTD	SHS	G60754101	3,792	90801		DEFIN
MICROS SYS INC	COM	594901100	1,764	34520		DEFIN
MICROSOFT CORP	COM	594918104	16,992	555482	SH	DEFIN
MICROSOFT CORP	COM	594918104	38,187	1248353		DEFIN
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	376	12399		DEFIN
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	16,657	968449	SH	DEFIN
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	3,829	222636		DEFIN
MOLEX INC	COM	608554101	1,531	63988		DEFIN
MOLSON COORS BREWING CO	CL B	60871R209	10,181	244669	SH	DEFIN
MOLSON COORS BREWING CO	CL B	60871R209	14,702	353233		DEFIN
MONSANTO CO NEW	COM	61166W101	381	4606	SH	DEFIN
MONSANTO CO NEW	COM	61166W101	8,220	99393		DEFIN
MONSTER BEVERAGE CORP	COM	611740101	1,826	25631		DEFIN
MOODYS CORP	COM	615369105	2,035	55730		DEFIN
MORGAN STANLEY	COM NEW	617446448	567	38900		DEFIN
MOSAIC CO NEW	COM	61945C103	352	6436	SH	DEFIN
MOSAIC CO NEW	COM	61945C103	500	9134		DEFIN
MOTOROLA SOLUTIONS INC	COM NEW	620076307	1,286	26734		DEFIN
MURPHY OIL CORP	COM	626717102	1,437	28558		DEFIN
MYLAN INC	COM	628530107	2,122	99265		DEFIN
NABORS INDUSTRIES LTD	SHS	G6359F103	475	33020		DEFIN
NASDAQ OMX GROUP INC	COM	631103108	1,134	50010		DEFIN
NATIONAL OILWELL VARCO INC	COM	637071101	3,394	52680		DEFIN
NAVISTAR INTL CORP NEW	COM	63934E108	1,079	38095		DEFIN
NETAPP INC	COM	64110D104	1,072	33698	SH	DEFIN
NETAPP INC	COM	64110D104	5,342	167851		DEFIN
NEUROCRINE BIOSCIENCES INC	COM	64125C109	303	38406		DEFIN
NEWELL RUBBERMAID INC	COM	651229106	945	52104		DEFIN
NEWFIELD EXPL CO	COM	651290108	232	7900		DEFIN
NEWMONT MINING CORP	COM	651639106	590	12166		DEFIN
NEWS CORP	CL A	65248E104	1,251	56150		DEFIN
NEXTERA ENERGY INC	COM	65339F101	781	11349		DEFIN
NICE SYS LTD	SPONSORED ADR	653656108	215	5867		DEFIN
NIKE INC	CL B	654106103	245	2800		DEFIN
NOBLE ENERGY INC	COM	655044105	222	2614		DEFIN
NORDSTROM INC	COM	655664100	1,276	25685		DEFIN
NORFOLK SOUTHERN CORP	COM	655844108	402	5600	SH	DEFIN
NORFOLK SOUTHERN CORP	COM	655844108	772	10752		DEFIN
NORTHEAST UTILS	COM	664397106	9,877	254500	SH	DEFIN
NORTHEAST UTILS	COM	664397106	358	9220		DEFIN
NORTHERN TR CORP	COM	665859104	1,594	34635		DEFIN
NPS PHARMACEUTICALS INC	COM	62936P103	407	47300		DEFIN
NV ENERGY INC	COM	67073Y106	728	41410		DEFIN
NVIDIA CORP	COM	67066G104	3,482	251932		DEFIN
NYSE EURONEXT	COM	629491101	1,331	51994		DEFIN

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O REILLY AUTOMOTIVE INC NEW	COM	67103H107	682	8132		DEFIN
OAKTREE CAP GROUP LLC	UNIT 99/99/9999	674001201	2,809	80000		DEFIN
OCCIDENTAL PETE CORP DEL	COM	674599105	449	5238	SH	DEFIN
OCCIDENTAL PETE CORP DEL	COM	674599105	1,835	21393		DEFIN
OI S.A.	SPONSORED ADR	670851104	201	43199	SH	DEFIN
OI S.A.	SPN ADR REP PFD	670851203	1,822	147616	SH	DEFIN
OI S.A.	SPN ADR REP PFD	670851203	191	15451		DEFIN
OMNICOM GROUP INC	COM	681919106	927	19084		DEFIN
ORACLE CORP	COM	68389X105	344	11571	SH	DEFIN
ORACLE CORP	COM	68389X105	29,782	1003114		DEFIN
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	365	43600		DEFIN
OWENS ILL INC	COM NEW	690768403	595	31087		DEFIN
PACIFIC BIOSCIENCES CALIF IN	COM	69404D108	217	100000		DEFIN
PALL CORP	COM	696429307	3,459	63130		DEFIN
PARKER HANNIFIN CORP	COM	701094104	673	8753		DEFIN
PDL BIOPHARMA INC	COM	69329Y104	774	116837		DEFIN
PEBBLEBROOK HOTEL TR	COM	70509V100	1,101	47267		DEFIN
PENTAIR INC	COM	709631105	296	7737		DEFIN
PEOPLES UNITED FINANCIAL INC	COM	712704105	759	65423		DEFIN
PEPSICO INC	COM	713448108	10,026	141894	SH	DEFIN
PEPSICO INC	COM	713448108	10,746	152091		DEFIN
PERKINELMER INC	COM	714046109	603	23347		DEFIN
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	289	15423	SH	DEFIN
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	9,377	516922	SH	DEFIN
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	902	49701		DEFIN
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	2,001	106657		DEFIN
PETSMART INC	COM	716768106	1,296	19030		DEFIN
PFIZER INC	COM	717081103	10,102	439205	SH	DEFIN
PFIZER INC	COM	717081103	23,441	1019603		DEFIN
PHILIP MORRIS INTL INC	COM	718172109	19,714	226008		DEFIN
PHILLIPS 66	COM	718546104	925	27825		DEFIN
PINNACLE WEST CAP CORP	COM	723484101	1,297	25096		DEFIN
PITNEY BOWES INC	COM	724479100	15,834	1057703	SH	DEFIN
PITNEY BOWES INC	COM	724479100	921	61473		DEFIN
PNC FINL SVCS GROUP INC	COM	693475105	544	8900	SH	DEFIN
PNC FINL SVCS GROUP INC	COM	693475105	5,840	95561		DEFIN
POST HLDGS INC	COM	737446104	418	13620		DEFIN
POST PPTYS INC	COM	737464107	2,759	56366		DEFIN
POTASH CORP SASK INC	COM	73755L107	833	19068		DEFIN
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	1,013	15791		DEFIN
POWERSHS DB MULTI SECT COMM	DB ENERGY FUND	73936B101	273	10800		DEFIN
PPG INDS INC	COM	693506107	1,416	13338		DEFIN
PPL CORP	COM	69351T106	15,042	540879	SH	DEFIN
PPL CORP	COM	69351T106	14,528	522394		DEFIN
PRECISION CASTPARTS CORP	COM	740189105	899	5466		DEFIN
PRICELINE COM INC	COM NEW	741503403	4,496	6775		DEFIN
PRINCIPAL FINL GROUP INC	COM	74251V102	323	12300		DEFIN
PROCTER & GAMBLE CO	COM	742718109	9,181	149898	SH	DEFIN
PROCTER & GAMBLE CO	COM	742718109	7,437	121405		DEFIN
PROLOGIS INC	COM	74340W103	5,541	166685		DEFIN
PROSHARES TR	PSHS ULSHT SP500	74347R883	5,694	365000		DEFIN
PROSHARES TR II	ULT DJ UBS CRUDE	74347W650	639	23166		DEFIN
PRUDENTIAL FINL INC	COM	744320102	3,100	64017		DEFIN
PUBLIC STORAGE	COM	74460D109	4,688	32478		DEFIN
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	738	22698		DEFIN
PVH CORP	COM	693656100	1,695	21824		DEFIN

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QUALCOMM INC	COM	747525103	13,083	235053		DEFIN
QUANTA SVCS INC	COM	74762E102	497	20637	SH	DEFIN
QUANTA SVCS INC	COM	74762E102	732	30416		DEFIN
RALPH LAUREN CORP	CL A	751212101	989	7063		DEFIN
RANGE RES CORP	COM	75281A109	1,175	19001		DEFIN
RED HAT INC	COM	756577102	217	3842		DEFIN
REGAL ENTMT GROUP	CL A	758766109	538	39150		DEFIN
REGIONS FINANCIAL CORP NEW	COM	7591EP100	1,648	244487		DEFIN
REINSURANCE GROUP AMER INC	COM NEW	759351604	559	10508		DEFIN
REPUBLIC SVCS INC	COM	760759100	333	12600		DEFIN
RESEARCH IN MOTION LTD	COM	760975102	163	22052		DEFIN
REYNOLDS AMERICAN INC	COM	761713106	303	6756		DEFIN
RIVERBED TECHNOLOGY INC	COM	768573107	202	12547		DEFIN
ROBERT HALF INTL INC	COM	770323103	775	27155		DEFIN
ROCKWELL AUTOMATION INC	COM	773903109	1,274	19305		DEFIN
ROPER INDS INC NEW	COM	776696106	5,208	52826		DEFIN
ROSS STORES INC	COM	778296103	1,056	16922		DEFIN
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	820	12160		DEFIN
RYDER SYS INC	COM	783549108	414	11490		DEFIN
SAFEWAY INC	COM NEW	786514208	727	40032		DEFIN
SAIC INC	COM	78390X101	779	64292		DEFIN
SCHLUMBERGER LTD	COM	806857108	383	5900	SH	DEFIN
SCHLUMBERGER LTD	COM	806857108	6,451	99365		DEFIN
SEALED AIR CORP NEW	COM	81211K100	525	34000	SH	DEFIN
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	5,426	81708		DEFIN
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	6,331	432452		DEFIN
SIGNET JEWELERS LIMITED	SHS	G81276100	2,639	60000		DEFIN
SIMON PPTY GROUP INC NEW	COM	828806109	16,619	106766		DEFIN
SIX FLAGS ENTMT CORP NEW	COM	83001A102	1,841	34000		DEFIN
SL GREEN RLTY CORP	COM	78440X101	5,021	62603		DEFIN
SLM CORP	COM	78442P106	367	23389		DEFIN
SMUCKER J M CO	COM NEW	832696405	795	10540		DEFIN
SNAP ON INC	COM	833034101	1,285	20657		DEFIN
SOUTHERN CO	COM	842587107	510	11012		DEFIN
SOUTHERN COPPER CORP	COM	84265V105	1,411	44776	SH	DEFIN
SOUTHERN COPPER CORP	COM	84265V105	203	6433		DEFIN
SOUTHWEST AIRLS CO	COM	844741108	176	19100		DEFIN
SOUTHWESTERN ENERGY CO	COM	845467109	353	11066	SH	DEFIN
SOUTHWESTERN ENERGY CO	COM	845467109	482	15085		DEFIN
SPDR GOLD TRUST	GOLD SHS	78463V107	8,649	55755		DEFIN
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	449	21000		DEFIN
SPDR INDEX SHS FDS	EMERG MKTS ETF	78463X509	1,372	23522		DEFIN
SPDR S&P 500 ETF TR	TR UNIT	78462F103	8,232	60430		DEFIN
SPDR SERIES TRUST	S&P BIOTECH	78464A870	936	10584	SH	DEFIN
SPDR SERIES TRUST	S&P BIOTECH	78464A870	1,016	11500		DEFIN
SPDR SERIES TRUST	S&P OILGAS EXP	78464A730	750	14886		DEFIN
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	517	24206		DEFIN
SPDR SERIES TRUST	S&P METALS MNG	78464A755	12,435	30000		DEFIN
SPDR SERIES TRUST	S&P REGL BKG	78464A698	73,845	2700000		DEFIN
SPECTRA ENERGY CORP	COM	847560109	9,980	343413	SH	DEFIN
SPECTRA ENERGY CORP	COM	847560109	446	15355		DEFIN
SPRINT NEXTEL CORP	COM SER 1	852061100	229	70100		DEFIN
ST JUDE MED INC	COM	790849103	9,966	249700	SH	DEFIN
ST JUDE MED INC	COM	790849103	517	12956		DEFIN
STAPLES INC	COM	855030102	540	41400	SH	DEFIN
STAPLES INC	COM	855030102	431	33041		DEFIN

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STARBUCKS CORP	COM	855244109	7,866	147545		DEFIN
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	1,189	22426		DEFIN
STRYKER CORP	COM	863667101	456	8280		DEFIN
SUNCOR ENERGY INC NEW	COM	867224107	882	30478		DEFIN
SUPERMEDIA INC	COM	868447103	126	52374		DEFIN
SYMANTEC CORP	COM	871503108	384	26315	SH	DEFIN
SYMANTEC CORP	COM	871503108	2,016	138053		DEFIN
SYSCO CORP	COM	871829107	274	9200		DEFIN
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	15,633	1119807	SH	DEFIN
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	628	44976		DEFIN
TALISMAN ENERGY INC	COM	87425E103	341	29800		DEFIN
TANGER FACTORY OUTLET CTRS I	COM	875465106	1,555	48562		DEFIN
TARGET CORP	COM	87612E106	201	3450		DEFIN
TATA MTRS LTD	SPONSORED ADR	876568502	1,610	73296		DEFIN
TAUBMAN CTRS INC	COM	876664103	2,493	32339		DEFIN
TECHNE CORP	COM	878377100	1,650	22300		DEFIN
TERADATA CORP DEL	COM	88076W103	236	3283		DEFIN
TERADYNE INC	COM	880770102	934	66364		DEFIN
TESORO CORP	COM	881609101	1,022	40958		DEFIN
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	1,084	27485		DEFIN
THERMO FISHER SCIENTIFIC INC	COM	883556102	524	10085	SH	DEFIN
THERMO FISHER SCIENTIFIC INC	COM	883556102	1,547	29814		DEFIN
TIFFANY & CO NEW	COM	886547108	1,740	32877		DEFIN
TIME WARNER CABLE INC	COM	88732J207	3,160	38505		DEFIN
TIME WARNER INC	COM NEW	887317303	11,066	287460		DEFIN
TJX COS INC NEW	COM	872540109	1,198	27924		DEFIN
TORCHMARK CORP	COM	891027104	1,367	27074		DEFIN
TOTAL SYS SVCS INC	COM	891906109	912	38151		DEFIN
TRANSDIGM GROUP INC	COM	893641100	898	6689		DEFIN
TRAVELERS COMPANIES INC	COM	89417E109	408	6392	SH	DEFIN
TRAVELERS COMPANIES INC	COM	89417E109	3,032	47509		DEFIN
TYCO INTERNATIONAL LTD	SHS	H89128104	713	13500	SH	DEFIN
TYSON FOODS INC	CL A	902494103	1,902	101033		DEFIN
UDR INC	COM	902653104	4,928	190659		DEFIN
UGI CORP NEW	COM	902681105	9,747	331200	SH	DEFIN
UGI CORP NEW	COM	902681105	617	20974		DEFIN
UNION PAC CORP	COM	907818108	7,180	60182		DEFIN
UNITED PARCEL SERVICE INC	CL B	911312106	773	9814		DEFIN
UNITED STATES NATL GAS FUND	UNIT PAR \$0.001	912318201	1,448	75000		DEFIN
UNITED TECHNOLOGIES CORP	COM	913017109	10,295	136300	SH	DEFIN
UNITED TECHNOLOGIES CORP	COM	913017109	2,607	34498		DEFIN
UNITEDHEALTH GROUP INC	COM	91324P102	2,528	43218		DEFIN
UNIVERSAL DISPLAY CORP	COM	91347P105	295	8200	SH	DEFIN
UNIVERSAL DISPLAY CORP	COM	91347P105	372	10367		DEFIN
UNUM GROUP	COM	91529Y106	321	16752		DEFIN
US BANCORP DEL	COM NEW	902973304	1,309	40710		DEFIN
V F CORP	COM	918204108	935	7008		DEFIN
VALE S A	ADR	91912E105	2,476	124743		DEFIN
VALERO ENERGY CORP NEW	COM	91913Y100	1,397	57891		DEFIN
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT ETF	922042858	2,603	65200		DEFIN

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VARIAN MED SYS INC	COM	92220P105	591	9742		DEFIN
VEECO INSTRS INC DEL	COM	922417100	258	7500	SH	DEFIN
VEECO INSTRS INC DEL	COM	922417100	306	8900		DEFIN
VENTAS INC	COM	92276F100	4,252	67367		DEFIN
VERINT SYS INC	COM	92343X100	14,695	500000		DEFIN
VERISIGN INC	COM	92343E102	463	10621		DEFIN
VERIZON COMMUNICATIONS INC	COM	92343V104	4,854	109227		DEFIN
VERTEX PHARMACEUTICALS INC	COM	92532F100	1,115	19950		DEFIN
VIACOM INC NEW	CL B	92553P201	1,943	41366		DEFIN
VIMPELCOM LTD	SPONSORED ADR	92719A106	40,405	4982100		DEFIN
VIRNETX HLDG CORP	COM	92823T108	370	10500		DEFIN
VISA INC	COM CL A	92826C839	6,097	49306		DEFIN
VMWARE INC	CL A COM	928563402	246	2700	SH	DEFIN
VMWARE INC	CL A COM	928563402	318	3500		DEFIN
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	22,730	806893		DEFIN
VORNADO RLTY TR	SH BEN INT	929042109	5,823	69402		DEFIN
VULCAN MATLS CO	COM	929160109	234	5900		DEFIN
WALGREEN CO	COM	931422109	1,039	35139		DEFIN
WAL-MART STORES INC	COM	931142103	8,614	123562		DEFIN
WALTER ENERGY INC	COM	93317Q105	802	18150		DEFIN
WASHINGTON POST CO	CL B	939640108	1,301	3494		DEFIN
WASTE CONNECTIONS INC	COM	941053100	1,819	60830		DEFIN
WASTE MGMT INC DEL	COM	94106L109	613	18345		DEFIN
WATSON PHARMACEUTICALS INC	COM	942683103	4,656	62988		DEFIN
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	413	32700	SH	DEFIN
WELLPOINT INC	COM	94973V107	456	7155		DEFIN
WELLS FARGO & CO NEW	COM	949746101	10,709	320258	SH	DEFIN
WELLS FARGO & CO NEW	COM	949746101	5,854	175071		DEFIN
WESCO INTL INC	COM	95082P105	564	9800		DEFIN
WESTERN DIGITAL CORP	COM	958102105	1,865	61188		DEFIN
WESTERN UN CO	COM	959802109	799	47484		DEFIN
WHIRLPOOL CORP	COM	963320106	474	7758		DEFIN
WHOLE FOODS MKT INC	COM	966837106	3,533	37075		DEFIN
WILLIAMS COS INC DEL	COM	969457100	274	9507		DEFIN
WINDSTREAM CORP	COM	97381W104	450	46638		DEFIN
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	13,090	759733		DEFIN
WYNDHAM WORLDWIDE CORP	COM	98310W108	5,241	99389		DEFIN
XCEL ENERGY INC	COM	98389B100	704	24782		DEFIN
XEROX CORP	COM	984121103	139	17675		DEFIN
XYLEM INC	COM	98419M100	267	10600		DEFIN
YAHOO INC	COM	984332106	1,456	92028		DEFIN
YANDEX N V	SHS CLASS A	N97284108	1,240	65100	SH	DEFIN
YUM BRANDS INC	COM	988498101	491	7625	SH	DEFIN