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BANK OF NOVA SCOTIA /  
Form 13F-HR  
May 15, 2009

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2009

Check here if Amendment [ ] ; Amendment Number:  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: The Bank of Nova Scotia  
Address: 40 King St. West  
Scotia Plaza 9th Floor  
Toronto, Ontario M5H 1H1

13F File Number: 28-11475

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Abdurrehman Muhammadi  
Title: Vice President, Financial Accounting and Reporting  
Phone: 416-866-7898

Signature, Place, and Date of Signing:

/s/ Abdurrehman Muhammadi Toronto, On, Canada May 14, 2009

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: 222  
 Form13F Information Table Value Total: \$6,662,675 (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 DCRETN	OTH MANA
ACCENTURE LTD BERMUDA	CL A	G1150G111	3442	125000	SH		SOLE	
ADVANTAGE ENERGY INCOME FD	TR UNIT	00762L101	1303	535000	SH		SOLE	
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	209	12500	SH		DEFINED	
AEGON N V	NY REGISTRY SH	007924103	80	20729	SH		DEFINED	
AGNICO EAGLE MINES LTD	COM	008474108	14024	243907	SH		SOLE	
AGRIUM INC	COM	008916108	9253	255236	SH		SOLE	
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	82	12300	SH		DEFINED	
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	153	112000	SH		DEFINED	1
AMERICAN INTL GROUP INC	COM	026874107	50	50000	SH		SOLE	
AMGEN INC	COM	031162100	4952	100000	SH		SOLE	
ANADARKO PETE CORP	COM	032511107	5834	150000	SH		SOLE	
ANGLO AMERN PLC	ADR NEW	03485P201	12234	1434346	SH		DEFINED	1
APPLIED MATLS INC	COM	038222105	2150	200000	SH		SOLE	
ARCHER DANIELS MIDLAND CO	COM	039483102	5556	200000	SH		SOLE	
AT&T INC	COM	00206R102	7560	300000	SH		SOLE	
AUGUSTA RES CORP	COM NEW	050912203	425	311684	SH		SOLE	
AURIZON MINES LTD	COM	05155P106	230	50000	SH		SOLE	
BALLARD PWR SYS INC NEW	COM	058586108	130	83000	SH		SOLE	
BANK MONTREAL QUE	COM	063671101	481766	18405921	SH		SOLE	
BANK NOVA SCOTIA HALIFAX	COM	064149107	1830	74237	SH		DEFINED	1
BANK OF AMERICA CORPORATION	COM	060505104	8435	1236787	SH		SOLE	
BANRO CORP	COM	066800103	529	325000	SH		SOLE	
BARCLAYS BK PLC	DJAIG CMDT ETN	06738C778	2528	76500	SH		DEFINED	
BARRICK GOLD CORP	COM	067901108	44952	1388298	SH		SOLE	
BAYTEX ENERGY TR	TRUST UNIT	073176109	599	50000	SH		SOLE	
BCE INC	COM NEW	05534B760	2800	140500	SH		SOLE	1
BCE INC	COM NEW	05534B760	66135	3318287	SH		SOLE	
BIOVAIL CORP	COM	09067J109	47669	4382282	SH		SOLE	
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	544	75000	SH		SOLE	
BOSTON PROPERTIES INC	COM	101121101	4111	118676	SH		SOLE	
BRISTOL MYERS SQUIBB CO	COM	110122108	2740	125000	SH		SOLE	

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BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	209367	15018965	SH	SOLE
BROOKFIELD PPTYS CORP	COM	112900105	49818	8613135	SH	SOLE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	288	4800	SH	DEFINED
CAE INC	COM	124765108	11256	1859432	SH	SOLE
CALPINE CORP	COM NEW	131347304	81	11900	SH	DEFINED
CAMECO CORP	COM	13321L108	10947	640239	SH	SOLE
CANADIAN NAT RES LTD	COM	136385101	44615	1151294	SH	SOLE
CANADIAN NATL RY CO	COM	136375102	125911	3510990	SH	SOLE
CANADIAN PAC RY LTD	COM	13645T100	20866	700928	SH	SOLE
CDN IMPERIAL BK OF COMMERCE	COM	136069101	399610	10977836	SH	SOLE
CELESTICA INC	SUB VTG SHS	15101Q108	4806	1350000	SH	SOLE
CEMEX SAB DE CV	SPON ADR NEW	151290889	4844	775000	SH	SOLE
CHEVRON CORP NEW	COM	166764100	8405	125000	SH	SOLE
CISCO SYS INC	COM	17275R102	385	22963	SH	DEFINED
CISCO SYS INC	COM	17275R102	2516	150000	SH	SOLE
CITIGROUP INC	COM	172967101	8847	9775000	SH	SOLE
CNOOC LTD	SPONSORED ADR	126132109	5030	50000	SH	SOLE
COCA COLA CO	COM	191216100	2769	63000	SH	SOLE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	373	27991	SH	DEFINED 1
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	1257	52400	SH	DEFINED 1
COMPTON PETE CORP	COM	204940100	1126	1730000	SH	SOLE
COMPUTER SCIENCES CORP	COM	205363104	364	9885	SH	DEFINED
CONAGRA FOODS INC	COM	205887102	2598	154000	SH	SOLE
CONCUR TECHNOLOGIES INC	COM	206708109	282	14709	SH	SOLE
CORUS ENTERTAINMENT INC	COM CL B NON VTG	220874101	433	40000	SH	SOLE
COTT CORP QUE	COM	22163N106	250	250000	SH	SOLE
CVS CAREMARK CORPORATION	COM	126650100	4124	150000	SH	SOLE
DELTA PETE CORP	COM NEW	247907207	55	46100	SH	DEFINED
DENISON MINES CORP	COM	248356107	33	46300	SH	DEFINED
DENISON MINES CORP	COM	248356107	1253	1717200	SH	SOLE
DOW CHEM CO	COM	260543103	2318	275000	SH	SOLE
EASTMAN KODAK CO	COM	277461109	57	15000	SH	DEFINED
EL PASO CORP	COM	28336L109	1562	250000	SH	SOLE
ELECTRONIC ARTS INC	COM	285512109	3523	193700	SH	SOLE
EMPRESAS ICA S A DE CV	SPONS ADR NEW	292448206	387	225000	SH	DEFINED 1
ENBRIDGE INC	COM	29250N105	410683	14239249	SH	SOLE
ENCANA CORP	COM	292505104	277222	6771449	SH	SOLE
ENDEAVOUR SILVER CORP	COM	29258Y103	1407	900000	SH	SOLE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	4226	256100	SH	SOLE
ERICSSON L M TEL CO	ADR B SEK 10	294821608	7686	950000	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	591	8680	SH	DEFINED 1
FIRSTSERVICE CORP	SUB VTG SH	33761N109	1646	200000	SH	SOLE
FLEXTRONICS INTL LTD	ORD	Y2573F102	578	200000	SH	SOLE
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	1738	45596	SH	DEFINED 1
FRONTEER DEV GROUP INC	COM	35903Q106	121	50000	SH	SOLE
GAMMON GOLD INC	COM	36467T106	3285	500000	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	135	13400	SH	DEFINED 1
GENERAL ELECTRIC CO	COM	369604103	5560	550000	SH	SOLE
GILDAN ACTIVEWEAR INC	COM	375916103	3580	439800	SH	SOLE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1554	50000	SH	SOLE
GOLDCORP INC NEW	COM	380956409	32054	952252	SH	SOLE
GOLDEN STAR RES LTD CDA	COM	38119T104	1072	700000	SH	SOLE
GOLDMAN SACHS GROUP INC	COM	38141G104	5301	50000	SH	SOLE
GOOGLE INC	CL A	38259P508	359	1030	SH	DEFINED 1
GREAT BASIN GOLD LTD	COM	390124105	1864	1450000	SH	SOLE
GRUPO AEROPORTUARIO DEL SURE	SPON ADR SER B	40051E202	55669	1934291	SH	SOLE
HALLIBURTON CO	COM	406216101	3094	200000	SH	SOLE
HARRY WINSTON DIAMOND CORP	COM	41587B100	288	100000	SH	SOLE
HARVEST ENERGY TR	TRUST UNIT	41752X101	3562	975900	SH	SOLE
HEINZ H J CO	COM	423074103	2446	74000	SH	SOLE
HOME DEPOT INC	COM	437076102	7068	300000	SH	SOLE
IAMGOLD CORP	COM	450913108	3004	348000	SH	SOLE

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IMPERIAL OIL LTD	COM NEW	453038408	15763	433784	SH	SOLE
INTEL CORP	COM	458140100	4515	300000	SH	SOLE
INTERNATIONAL ROYALTY CORP	COM	460277106	200	100000	SH	SOLE
ISHARES INC	MSCI BRAZIL	464286400	446	11825	SH	DEFINED 1
ISHARES INC	MSCI JAPAN	464286848	878	111199	SH	DEFINED
ISHARES SILVER TRUST	ISHARES	46428Q109	640	50000	SH	SOLE
ISHARES SILVER TRUST	ISHARES	46428Q109	481	37630	SH	DEFINED 1
ISHARES TR	FTSE XNHUA IDX	464287184	755	26400	SH	DEFINED 1
ISHARES TR	S&P EURO PLUS	464287861	1451	56740	SH	DEFINED
ISHARES TR	US PFD STK IDX	464288687	911	40000	SH	DEFINED
IVANHOE MINES LTD	COM	46579N103	11728	1900000	SH	SOLE
JAGUAR MNG INC	COM	47009M103	2252	380000	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	684	13005	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	9205	175000	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	2658	100000	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	2352	51000	SH	SOLE
KINROSS GOLD CORP	COM NO PAR	496902404	23375	1285962	SH	SOLE
LAM RESEARCH CORP	COM	512807108	6831	300000	SH	SOLE
LIONS GATE ENTMTNT CORP	COM NEW	535919203	188	37400	SH	DEFINED
LULULEMON ATHLETICA INC	COM	550021109	1129	130400	SH	SOLE
LUNDIN MINING CORP	COM	550372106	5982	3770053	SH	SOLE
MAGNA INTL INC	CL A	559222401	13378	502738	SH	SOLE
MANULIFE FINL CORP	COM	56501R106	148	13193	SH	DEFINED 1
MANULIFE FINL CORP	COM	56501R106	390495	34659852	SH	SOLE
MASTERCARD INC	CL A	57636Q104	394	2497	SH	SOLE
MAXIM INTEGRATED PRODS INC	COM	57772K101	3963	300000	SH	SOLE
MAXIMUS INC	COM	577933104	91	11819	SH	DEFINED 1
MDS INC	COM	55269P302	718	153048	SH	SOLE
MEMC ELECTR MATLS INC	COM	552715104	3298	200000	SH	SOLE
METHANEX CORP	COM	59151K108	8565	1095998	SH	SOLE
MI DEVS INC	CL A SUB VTG	55304X104	4301	702162	SH	SOLE
MICROSOFT CORP	COM	594918104	265	14480	SH	DEFINED 1
MICROSOFT CORP	COM	594918104	5052	275000	SH	SOLE
MINEFINDERS LTD	COM	602900102	966	123100	SH	SOLE
MOODYS CORP	COM	615369105	573	25000	SH	SOLE
NEVSUN RES LTD	COM	64156L101	432	400000	SH	SOLE
NEW GOLD INC CDA	COM	644535106	3961	2046060	SH	SOLE
NEWMONT MINING CORP	COM	651639106	259	5800	SH	DEFINED 1
NEWPARK RES INC	COM PAR \$.01NEW	651718504	64	25500	SH	DEFINED
NEXEN INC	COM	65334H102	20578	1213108	SH	SOLE
NISOURCE INC	COM	65473P105	2940	300000	SH	SOLE
NOKIA CORP	SPONSORED ADR	654902204	5835	500000	SH	SOLE
NORTH AMERN PALLADIUM LTD	COM	656912102	1304	923200	SH	SOLE
NORTHERN DYNASTY MINERALS LT	COM NEW	66510M204	2764	400000	SH	SOLE
NORTHGATE MINERALS CORP	COM	666416102	611	450000	SH	SOLE
NOVA CHEMICALS CORP	COM	66977W109	1412	245542	SH	SOLE
NOVAGOLD RES INC	COM NEW	66987E206	2887	1030800	SH	SOLE
OPEN TEXT CORP	COM	683715106	7605	220000	SH	SOLE
OSHKOSH CORP	COM	688239201	1685	250000	SH	SOLE
PAETEC HOLDING CORP	COM	695459107	1204	836205	SH	SOLE
PAN AMERICAN SILVER CORP	COM	697900108	12333	698000	SH	SOLE
PENGROWTH ENERGY TR	TR UNIT NEW	706902509	1408	250000	SH	SOLE
PENN WEST ENERGY TR	TR UNIT	707885109	13392	1420729	SH	SOLE
PERMA-FIX ENVIRONMENTAL SVCS	COM	714157104	253	70	SH	DEFINED
PETRO-CDA	COM	71644E102	20495	762653	SH	SOLE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	229	7500	SH	DEFINED 1
PFIZER INC	COM	717081103	11917	875000	SH	SOLE
PLATINUM GROUP METALS LTD	COM NEW	72765Q205	126	100000	SH	SOLE
POLYMET MINING CORP	COM	731916102	38	50000	SH	SOLE
POPULAR INC	COM	733174106	381	175000	SH	SOLE
POTASH CORP SASK INC	COM	73755L107	89594	1107733	SH	SOLE
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	3024	151200	SH	DEFINED

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PROCTER & GAMBLE CO	COM	742718109	404	8600	SH	DEFINED	1
PROCTER & GAMBLE CO	COM	742718109	2496	53000	SH	SOLE	
QLOGIC CORP	COM	747277101	1112	100000	SH	SOLE	
QUALITY SYS INC	COM	747582104	3665	81000	SH	SOLE	
RESEARCH IN MOTION LTD	COM	760975102	34087	788453	SH	SOLE	
RITCHIE BROS AUCTIONEERS	COM	767744105	25932	1375000	SH	SOLE	
ROGERS COMMUNICATIONS INC	CL B	775109200	256731	11139110	SH	SOLE	
ROYAL BK CDA MONTREAL QUE	COM	780087102	676	23186	SH	DEFINED	1
ROYAL BK CDA MONTREAL QUE	COM	780087102	1320542	45261883	SH	SOLE	
ROYAL BK SCOTLAND GROUP PLC	SPON ADR SER H	780097879	75	12000	SH	DEFINED	1
ROYAL BK SCOTLAND GROUP PLC	SP ADR L RP PF	780097788	75	14000	SH	DEFINED	1
RUBICON MINERALS CORP	COM	780911103	648	417000	SH	SOLE	
SANDISK CORP	COM	80004C101	225	17810	SH	DEFINED	
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	882	25000	SH	SOLE	
SCHERING PLOUGH CORP	COM	806605101	1256	53325	SH	SOLE	
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	112719	7391761	SH	SOLE	
SILICON IMAGE INC	COM	82705T102	240	100000	SH	SOLE	
SILVER STD RES INC	COM	82823L106	8275	508300	SH	SOLE	
SILVER WHEATON CORP	COM	828336107	2187	266294	SH	SOLE	
SILVERCORP METALS INC	COM	82835P103	2479	1100000	SH	SOLE	
SOUTHERN COPPER CORP	COM	84265V105	311	17878	SH	DEFINED	1
SOUTHWEST GAS CORP	COM	844895102	2655	126000	SH	SOLE	
SPDR GOLD TRUST	GOLD SHS	78463V107	3611	40000	SH	SOLE	
SPDR GOLD TRUST	GOLD SHS	78463V107	8689	96254	SH	DEFINED	
SPDR GOLD TRUST	GOLD SHS	78463V107	677	7500	SH	DEFINED	1
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	1327	125000	SH	SOLE	
SPDR TR	UNIT SER 1	78462F103	226	2854	SH	DEFINED	1
SPDR TR	UNIT SER 1	78462F103	8621	108420	SH	DEFINED	
STARBUCKS CORP	COM	855244109	1666	150000	SH	SOLE	
SUN LIFE FINL INC	COM	866796105	193020	10651493	SH	SOLE	
SUNCOR ENERGY INC	COM	867229106	32912	1474144	SH	SOLE	
SUNOCO INC	COM	86764P109	7282	275000	SH	SOLE	
SUNOPTA INC	COM	8676EP108	35	20200	SH	SOLE	
TALISMAN ENERGY INC	COM	87425E103	27813	2625837	SH	SOLE	
TANZANIAN ROYALTY EXPL CORP	COM	87600U104	2268	509700	SH	SOLE	
TASEKO MINES LTD	COM	876511106	309	250000	SH	SOLE	
TATA MTRS LTD	SPONSORED ADR	876568502	1725	350000	SH	SOLE	
TECK COMINCO LTD	CL B	878742204	45946	8216494	SH	SOLE	
TELUS CORP	NON-VTG SHS	87971M202	110445	4217009	SH	SOLE	
TEXAS INSTRS INC	COM	882508104	4953	300000	SH	SOLE	
THOMPSON CREEK METALS CO INC	COM	884768102	690	175000	SH	SOLE	
THOMSON REUTERS CORP	COM	884903105	11697	455012	SH	SOLE	
TIM HORTONS INC	COM	88706M103	7809	303675	SH	SOLE	
TONGJITANG CHINESE MED CO	SPON ADR	89025E103	459	135000	SH	SOLE	
TORONTO DOMINION BK ONT	COM NEW	891160509	366	10649	SH	DEFINED	1
TORONTO DOMINION BK ONT	COM NEW	891160509	765185	22191173	SH	SOLE	
TRANSALTA CORP	COM	89346D107	83097	5676643	SH	SOLE	
TRANSALTA CORP	COM	89346D107	21958	1500000	SH	SOLE	1
TRANSCANADA CORP	COM	89353D107	253593	10714879	SH	SOLE	
TRANSCANADA CORP	COM	89353D107	15975	675000	SH	SOLE	1
TRANSGLOBE ENERGY CORP	COM	893662106	278	100000	SH	SOLE	
UNITED STATES OIL FUND LP	UNITS	91232N108	217	7500	SH	DEFINED	1
UNITED STATES STL CORP NEW	COM	912909108	286	12000	SH	DEFINED	1
UR ENERGY INC	COM	91688R108	77	150000	SH	SOLE	
VALERO ENERGY CORP NEW	COM	91913Y100	14745	823729	SH	SOLE	
VANGUARD INTL EQUITY INDEX F	EURPEAN ETF	922042874	1170	36600	SH	DEFINED	1
VANGUARD INTL EQUITY INDEX F	PACIFIC ETF	922042866	535	14200	SH	DEFINED	1
VANGUARD WORLD FDS	HEALTH CAR ETF	92204A504	395	9400	SH	DEFINED	1
VANGUARD WORLD FDS	INDUSTRIAL ETF	92204A603	1859	46885	SH	DEFINED	1
VORNADO RLTY TR	SH BEN INT	929042109	3500	105918	SH	SOLE	
WAL MART STORES INC	COM	931142103	433	8314	SH	DEFINED	
WAL MART STORES INC	COM	931142103	376	7195	SH	DEFINED	1

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WELLS FARGO & CO NEW	COM	949746101	1623	113984	SH	SOLE
WHIRLPOOL CORP	COM	963320106	1479	50000	SH	SOLE
WHOLE FOODS MKT INC	COM	966837106	840	50000	SH	SOLE
WILLIAMS COS INC DEL	COM	969457100	4254	373800	SH	SOLE
YAMANA GOLD INC	COM	98462Y100	10766	1152919	SH	SOLE