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WADDELL & REED FINANCIAL INC
Form 13F-HR
November 06, 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: September 30, 2009

Check here if Amendment [] ; Amendment No. _____
This Amendment (check one only): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Waddell & Reed Financial, Inc.
Address: 6300 Lamar Avenue
Overland Park, KS 66202

Form 13F File Number: 28-7592

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.

Persons Signing this Report on Behalf of Reporting Manager:

Name: Wendy J. Hills
Title: Secretary
Phone: (913) 236-2013

Signature, Place and Date of Signing:

/s/ Wendy J. Hills Overland Park, Kansas November 6, 2009

The securities reported on herein are beneficially owned by one or more open-end investment companies or other managed accounts that are advised by Waddell & Reed Investment Management Company ("WRIMCO") or Ivy Investment Management Company ("IICO"). WRIMCO is an investment advisory subsidiary of Waddell & Reed, Inc. ("WRI"). WRI is a broker-dealer and underwriting subsidiary of Waddell & Reed Financial Services, Inc., a parent holding company ("WRFSI"). WRFSI is a subsidiary of Waddell & Reed Financial, Inc., a publicly traded company ("WDR"). IICO is an investment advisory subsidiary of WDR. WDR, WRFSI and WRI are deemed to have "investment discretion" over the securities due to their control relationship with IICO and WRIMCO pursuant to Rule 13f-1(b) of the 1934 Securities Exchange Act, as amended.

Report Type (check only one):

- [X] 13F HOLDINGS. (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).)

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[] 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).)

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 4
 Form 13F Information Table Entry Total 885
 Form 13F Information Table Value Total \$29,037,400 (\$ 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.

No.	Form 13F File Number	Name
1	28-7594	Waddell & Reed Financial Services, Inc.
2	28-375	Waddell & Reed, Inc.
3	28-4466	Waddell & Reed Investment Management Company
4	28-10368	Ivy Investment Management Company

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	ITEM 7	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ CALL	INVESTMENT DISCRETION	MANAGEMENT SECURITY INSTR
AAR CORP	COM	000361105	2,315	105,500 SH		DEFINED	4
AAR CORP	COM	000361105	2,253	102,700 SH		DEFINED	1,2,3
AT&T INC	COM	00206R102	28,361	1,050,000 SH		DEFINED	4
AT&T INC	COM	00206R102	88,605	3,280,450 SH		DEFINED	1,2,3
ABBOTT LABS	COM	002824100	43,568	880,695 SH		DEFINED	4
ABBOTT LABS	COM	002824100	170,440	3,445,321 SH		DEFINED	1,2,3
ABIOMED INC	COM	003654100	20,948	2,157,321 SH		DEFINED	1,2,3
ACI WORLDWIDE INC	COM	004498101	32,401	2,141,525 SH		DEFINED	4
ACI WORLDWIDE INC	COM	004498101	80,933	5,349,185 SH		DEFINED	1,2,3
ACTIVISION BLIZZARD INC	COM	00507V109	6,323	510,341 SH		DEFINED	4
ACTIVISION BLIZZARD INC	COM	00507V109	34,363	2,773,455 SH		DEFINED	1,2,3
ADVISORY BRD CO	COM	00762W107	1,800	71,600 SH		DEFINED	4
ADVISORY BRD CO	COM	00762W107	2,904	115,525 SH		DEFINED	1,2,3
ADVANCED MICRO DEVICES INC	NOTE 6.000% 5/0	007903AL1	11,231	15,000,000 PRN		DEFINED	4
ADVANCED MICRO DEVICES INC	NOTE 6.000% 5/0	007903AL1	11,231	15,000,000 PRN		DEFINED	1,2,3
AEROVIRONMENT INC	COM	008073108	21,056	749,600 SH		DEFINED	1,2,3
AIR PRODS & CHEMS INC	COM	009158106	16,441	211,923 SH		DEFINED	4
AIR PRODS & CHEMS INC	COM	009158106	65,218	840,653 SH		DEFINED	1,2,3
ALBEMARLE CORP	COM	012653101	6,055	175,000 SH		DEFINED	4
ALBEMARLE CORP	COM	012653101	15,605	451,000 SH		DEFINED	1,2,3

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ALBERTO CULVER CO NEW	COM	013078100	11,069	399,900	SH	DEFINED	4
ALBERTO CULVER CO NEW	COM	013078100	67,028	2,421,520	SH	DEFINED	1,2,3
ALCATEL-LUCENT	SPONSORED ADR	013904305	9,878	2,200,000	SH	DEFINED	4
ALCATEL-LUCENT	SPONSORED ADR	013904305	26,046	5,801,000	SH	DEFINED	1,2,3
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	2,212	40,700	SH	DEFINED	4
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	2,152	39,600	SH	DEFINED	1,2,3
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	6,725	192,200	SH	DEFINED	4
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	17,796	508,600	SH	DEFINED	1,2,3
ALLERGAN INC	COM	018490102	6,340	111,700	SH	DEFINED	4
ALLERGAN INC	COM	018490102	38,608	680,200	SH	DEFINED	1,2,3
ALLIANCE DATA SYSTEMS CORP	COM	018581108	39,500	646,700	SH	DEFINED	4
ALLIANCE DATA SYSTEMS CORP	COM	018581108	106,546	1,744,375	SH	DEFINED	1,2,3
ALLIED WASTE INDS INC	SDCV 4.250% 4/1	019589AD2	2,484	2,500,000	PRN	DEFINED	4
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	49,494	2,441,727	SH	DEFINED	1,2,3
ALPHA NATURAL RESOURCES INC	COM	02076X102	475	13,530	SH	DEFINED	4
ALPHA NATURAL RESOURCES INC	COM	02076X102	1,564	44,552	SH	DEFINED	1,2,3
ALTRIA GROUP INC	COM	02209S103	8,177	459,100	SH	DEFINED	4
ALTRIA GROUP INC	COM	02209S103	24,023	1,348,850	SH	DEFINED	1,2,3
AMAZON COM INC	COM	023135106	3,972	42,545	SH	DEFINED	4
AMAZON COM INC	COM	023135106	47,761	511,581	SH	DEFINED	1,2,3
AMERICAN CAMPUS CMNTYS INC	COM	024835100	3,088	115,000	SH	DEFINED	4
AMERICAN CAMPUS CMNTYS INC	COM	024835100	3,005	111,900	SH	DEFINED	1,2,3

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NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ CALL	INVESTMENT DISCRETION	MANAG SEE INSTR
AMERICAN EXPRESS CO	COM	025816109	5,801	171,117	SH	DEFINED	4
AMERICAN EXPRESS CO	COM	025816109	40,339	1,189,928	SH	DEFINED	1,2,3
AMERICAN OIL & GAS INC NEW	COM	028723104	549	278,700	SH	DEFINED	4
AMERICAN OIL & GAS INC NEW	COM	028723104	546	277,100	SH	DEFINED	1,2,3
AMERICAN PUBLIC EDUCATION IN	COM	02913V103	3,992	114,900	SH	DEFINED	4
AMERICAN PUBLIC EDUCATION IN	COM	02913V103	42,905	1,235,045	SH	DEFINED	1,2,3
AMERISOURCE BERGEN CORP	COM	03073E105	2,708	121,000	SH	DEFINED	4
AMERISOURCE BERGEN CORP	COM	03073E105	12,591	562,600	SH	DEFINED	1,2,3
AMGEN INC	COM	031162100	30,076	499,353	SH	DEFINED	4
AMGEN INC	COM	031162100	168,180	2,792,296	SH	DEFINED	1,2,3
AMSURG CORP	COM	03232P405	2,223	104,689	SH	DEFINED	4
AMSURG CORP	COM	03232P405	2,176	102,484	SH	DEFINED	1,2,3
ANADARKO PETE CORP	COM	032511107	1,146	18,275	SH	DEFINED	4

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ANADARKO PETE CORP	COM	032511107	3,770	60,100	SH	DEFINED	1,2,3
ANIMAL HEALTH INTL INC	COM	03525N109	1,063	501,400	SH	DEFINED	4
ANIMAL HEALTH INTL INC	COM	03525N109	6,252	2,949,100	SH	DEFINED	1,2,3
ANIXTER INTL INC	COM	035290105	1,745	43,500	SH	DEFINED	4
ANIXTER INTL INC	COM	035290105	1,741	43,400	SH	DEFINED	1,2,3
ANNALY CAP MGMT INC	COM	035710409	287,854	15,868,466	SH	DEFINED	4
ANNALY CAP MGMT INC	COM	035710409	79,779	4,397,947	SH	DEFINED	1,2,3
APACHE CORP	COM	037411105	8,774	95,550	SH	DEFINED	4
APACHE CORP	COM	037411105	28,266	307,809	SH	DEFINED	1,2,3
APPLE INC	COM	037833100	305,381	1,647,412	SH	DEFINED	4
APPLE INC	COM	037833100	541,888	2,923,276	SH	DEFINED	1,2,3
APPLIED MATLS INC	COM	038222105	7,338	547,575	SH	DEFINED	4
APPLIED MATLS INC	COM	038222105	77,955	5,817,565	SH	DEFINED	1,2,3
APPLIED MICRO CIRCUITS CORP	COM NEW	03822W406	965	96,600	SH	DEFINED	4
APPLIED MICRO CIRCUITS CORP	COM NEW	03822W406	931	93,200	SH	DEFINED	1,2,3
ARCH COAL INC	COM	039380100	445	20,125	SH	DEFINED	4
ARCH COAL INC	COM	039380100	1,463	66,100	SH	DEFINED	1,2,3
ARCHER DANIELS MIDLAND CO	COM	039483102	16,819	575,600	SH	DEFINED	4
ARCHER DANIELS MIDLAND CO	COM	039483102	84,193	2,881,350	SH	DEFINED	1,2,3
ARCHER DANIELS MIDLAND CO	UNIT	039483201	6,983	175,000	SH	DEFINED	4
ARES CAP CORP	COM	04010L103	2,595	235,512	SH	DEFINED	4
ARES CAP CORP	COM	04010L103	2,539	230,401	SH	DEFINED	1,2,3
ARKANSAS BEST CORP DEL	COM	040790107	5,784	193,200	SH	DEFINED	4
ARKANSAS BEST CORP DEL	COM	040790107	10,099	337,300	SH	DEFINED	1,2,3
ARROW ELECTRS INC	COM	042735100	2,069	73,500	SH	DEFINED	4
ARROW ELECTRS INC	COM	042735100	2,058	73,100	SH	DEFINED	1,2,3
ASHLAND INC NEW	COM	044209104	2,373	54,900	SH	DEFINED	4
ASHLAND INC NEW	COM	044209104	2,347	54,300	SH	DEFINED	1,2,3
ATHENAHEALTH INC	COM	04685W103	53,352	1,390,456	SH	DEFINED	1,2,3

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ATMEL CORP	COM	049513104	2,175	519,100	SH	DEFINED	4
ATMEL CORP	COM	049513104	2,168	517,400	SH	DEFINED	1,2,3
AUTOZONE INC	COM	053332102	2,156	14,745	SH	DEFINED	4
AUTOZONE INC	COM	053332102	26,992	184,597	SH	DEFINED	1,2,3
AVNET INC	COM	053807103	2,527	97,300	SH	DEFINED	4
AVNET INC	COM	053807103	2,519	97,000	SH	DEFINED	1,2,3
AVOCENT CORP	COM	053893103	2,714	133,900	SH	DEFINED	4
AVOCENT CORP	COM	053893103	2,651	130,800	SH	DEFINED	1,2,3
BJ SVCS CO	COM	055482103	1,177	60,600	SH	DEFINED	4
BJ SVCS CO	COM	055482103	3,870	199,200	SH	DEFINED	1,2,3
BJS WHOLESALE CLUB INC	COM	05548J106	3,064	84,600	SH	DEFINED	4
BJS WHOLESALE CLUB INC	COM	05548J106	2,999	82,800	SH	DEFINED	1,2,3
BOK FINL CORP	COM NEW	05561Q201	831	17,950	SH	DEFINED	4
BOK FINL CORP	COM NEW	05561Q201	5,778	124,750	SH	DEFINED	1,2,3
BP PLC	SPONSORED ADR	055622104	5,262	98,850	SH	DEFINED	4
BP PLC	SPONSORED ADR	055622104	11,868	222,950	SH	DEFINED	1,2,3

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BAKER HUGHES INC	COM	057224107	1,062	24,900	SH	DEFINED	4
BAKER HUGHES INC	COM	057224107	3,475	81,450	SH	DEFINED	1,2,3
BALLY TECHNOLOGIES INC	COM	05874B107	1,834	47,800	SH	DEFINED	4
BALLY TECHNOLOGIES INC	COM	05874B107	1,815	47,300	SH	DEFINED	1,2,3
BANK OF AMERICA CORPORATION	COM	060505104	27,352	1,616,575	SH	DEFINED	4
BANK OF AMERICA CORPORATION	COM	060505104	193,425	11,431,750	SH	DEFINED	1,2,3
BANK OF MARIN BANCORP	COM	063425102	1,588	50,700	SH	DEFINED	4
BANK OF MARIN BANCORP	COM	063425102	1,554	49,600	SH	DEFINED	1,2,3
BARCLAYS BK PLC	IP MSCI IND 36	06739F291	1,932	32,782	SH	DEFINED	4
BARRETT BILL CORP	COM	06846N104	43,952	1,340,398	SH	DEFINED	1,2,3
BAXTER INTL INC	COM	071813109	41,759	732,483	SH	DEFINED	4
BAXTER INTL INC	COM	071813109	248,608	4,360,772	SH	DEFINED	1,2,3
BE AEROSPACE INC	COM	073302101	2,356	117,000	SH	DEFINED	4
BE AEROSPACE INC	COM	073302101	2,286	113,500	SH	DEFINED	1,2,3
BED BATH & BEYOND INC	COM	075896100	1,477	39,350	SH	DEFINED	4
BED BATH & BEYOND INC	COM	075896100	11,226	299,050	SH	DEFINED	1,2,3
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	2,755	829	SH	DEFINED	4
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	11,631	3,500	SH	DEFINED	1,2,3
BHP BILLITON LTD	SPONSORED ADR	088606108	680	10,300	SH	DEFINED	4
BHP BILLITON LTD	SPONSORED ADR	088606108	2,241	33,950	SH	DEFINED	1,2,3
BLACKBOARD INC	COM	091935502	6,081	160,956	SH	DEFINED	4
BLACKBOARD INC	COM	091935502	68,589	1,815,490	SH	DEFINED	1,2,3
BLACKBAUD INC	COM	09227Q100	60,410	2,603,861	SH	DEFINED	1,2,3
BLACKROCK INC	COM	09247X101	36,322	167,520	SH	DEFINED	4
BLACKROCK INC	COM	09247X101	145,615	671,594	SH	DEFINED	1,2,3
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	775	54,600	SH	DEFINED	4

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BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	4,747	334,300	SH	DEFINED	1,2,3
BOEING CO	COM	097023105	5,886	108,700	SH	DEFINED	4
BOEING CO	COM	097023105	49,140	907,482	SH	DEFINED	1,2,3
BORG WARNER INC	COM	099724106	3,146	103,950	SH	DEFINED	4
BORG WARNER INC	COM	099724106	20,595	680,600	SH	DEFINED	1,2,3
BRIGHAM EXPLORATION CO	COM	109178103	2,324	256,000	SH	DEFINED	4
BRIGHAM EXPLORATION CO	COM	109178103	2,297	253,000	SH	DEFINED	1,2,3
BROADCOM CORP	CL A	111320107	3,457	112,635	SH	DEFINED	4
BROADCOM CORP	CL A	111320107	29,099	948,145	SH	DEFINED	1,2,3
BROWN FORMAN CORP	CL B	115637209	4,488	93,075	SH	DEFINED	4
BROWN FORMAN CORP	CL B	115637209	28,321	587,337	SH	DEFINED	1,2,3
BUCYRUS INTL INC NEW	CL A	118759109	851	23,900	SH	DEFINED	4
BUCYRUS INTL INC NEW	CL A	118759109	51,074	1,433,849	SH	DEFINED	1,2,3
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	4,215	52,800	SH	DEFINED	4
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	9,510	119,124	SH	DEFINED	1,2,3
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	2,836	49,108	SH	DEFINED	4
C H ROBINSON WORLDWIDE							

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INC	COM NEW	12541W209	21,111	365,550	SH	DEFINED	1,2,3
CME GROUP INC	COM	12572Q105	258,864	839,949	SH	DEFINED	4
CME GROUP INC	COM	12572Q105	268,097	869,909	SH	DEFINED	1,2,3
CNOOC LTD	SPONSORED ADR	126132109	745	5,500	SH	DEFINED	4
CNOOC LTD	SPONSORED ADR	126132109	2,458	18,150	SH	DEFINED	1,2,3
CVS CORP	COM	126650100	4,585	128,300	SH	DEFINED	4
CVS CORP	COM	126650100	21,119	590,900	SH	DEFINED	1,2,3
CABOT OIL & GAS CORP	COM	127097103	4,576	128,000	SH	DEFINED	4
CABOT OIL & GAS CORP	COM	127097103	7,695	215,250	SH	DEFINED	1,2,3
CAMECO CORP	COM	13321L108	371	13,350	SH	DEFINED	4
CAMECO CORP	COM	13321L108	1,220	43,900	SH	DEFINED	1,2,3
CAMERON INTERNATIONAL CORP	COM	13342B105	1,876	49,600	SH	DEFINED	4
CAMERON INTERNATIONAL CORP	COM	13342B105	6,165	163,000	SH	DEFINED	1,2,3
CAPELLA EDUCATION COMPANY	COM	139594105	19,168	284,647	SH	DEFINED	4
CAPELLA EDUCATION COMPANY	COM	139594105	72,596	1,078,058	SH	DEFINED	1,2,3
CAPITAL ONE FINL CORP	COM	14040H105	19,737	552,387	SH	DEFINED	4
CAPITAL ONE FINL CORP	COM	14040H105	146,482	4,099,695	SH	DEFINED	1,2,3
CARBO CERAMICS INC	COM	140781105	2,969	57,600	SH	DEFINED	4
CARBO CERAMICS INC	COM	140781105	4,841	93,900	SH	DEFINED	1,2,3
CARNIVAL CORP	PAIRED CTF	143658300	7,596	228,250	SH	DEFINED	4
CARNIVAL CORP	PAIRED CTF	143658300	35,829	1,076,585	SH	DEFINED	1,2,3
CARRIZO OIL & CO INC	COM	144577103	23,469	958,300	SH	DEFINED	1,2,3
CELESTICA INC	SUB VTG SHS	15101Q108	2,976	313,961	SH	DEFINED	4
CELESTICA INC	SUB VTG SHS	15101Q108	2,964	312,691	SH	DEFINED	1,2,3
CENTURYTEL INC	COM	156700106	10,493	312,300	SH	DEFINED	4
CENTURYTEL INC	COM	156700106	30,082	895,300	SH	DEFINED	1,2,3

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CHART INDS INC	COM PAR \$0.01	16115Q308	2,038	94,400	SH	DEFINED	4
CHART INDS INC	COM PAR \$0.01	16115Q308	2,016	93,365	SH	DEFINED	1,2,3
CHEVRON CORP NEW	COM	166764100	6,127	87,000	SH	DEFINED	4
CHEVRON CORP NEW	COM	166764100	42,709	606,400	SH	DEFINED	1,2,3
CHICAGO BRIDGE & IRON CO	N Y REGISTRY SH	167250109	32,143	1,720,693	SH	DEFINED	1,2,3
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	3,004	45,720	SH	DEFINED	4
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	13,323	202,750	SH	DEFINED	1,2,3
CHINA DISTANCE ED HLDGS LTD	SPONS ADR	16944W104	900	125,000	SH	DEFINED	4
CHINAEDU CORP	SPONSORED ADR	16945L107	993	141,920	SH	DEFINED	4
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	2,062	21,250	SH	DEFINED	4
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	15,329	157,950	SH	DEFINED	1,2,3
CIRRUS LOGIC INC	COM	172755100	1,648	296,400	SH	DEFINED	4
CIRRUS LOGIC INC	COM	172755100	1,645	295,800	SH	DEFINED	1,2,3
CISCO SYS INC	COM	17275R102	74,296	3,156,162	SH	DEFINED	4
CISCO SYS INC	COM	17275R102	305,054	12,958,980	SH	DEFINED	1,2,3
CLEAN ENERGY FUELS CORP	COM	184499101	597	41,400	SH	DEFINED	4

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CLEAN ENERGY FUELS CORP	COM	184499101	1,966	136,450	SH	DEFINED	1,2,3
COACH INC	COM	189754104	1,811	55,000	SH	DEFINED	4
COACH INC	COM	189754104	4,872	148,000	SH	DEFINED	1,2,3
CNINSURE INC	SPONSORED ADR	18976M103	4,308	187,631	SH	DEFINED	4
COCA COLA CO	COM	191216100	33,928	631,811	SH	DEFINED	4
COCA COLA CO	COM	191216100	213,050	3,967,407	SH	DEFINED	1,2,3
COLDWATER CREEK INC	COM	193068103	2,783	339,350	SH	DEFINED	4
COLDWATER CREEK INC	COM	193068103	20,599	2,512,050	SH	DEFINED	1,2,3
COLGATE PALMOLIVE CO	COM	194162103	77,492	1,015,891	SH	DEFINED	4
COLGATE PALMOLIVE CO	COM	194162103	329,929	4,325,240	SH	DEFINED	1,2,3
COLUMBIA BKG SYS INC	COM	197236102	1,764	106,600	SH	DEFINED	4
COLUMBIA BKG SYS INC	COM	197236102	1,764	106,600	SH	DEFINED	1,2,3
COMMVAULT SYSTEMS INC	COM	204166102	55,963	2,697,031	SH	DEFINED	1,2,3
COMSTOCK RES INC	COM NEW	205768203	1,679	41,900	SH	DEFINED	4
COMSTOCK RES INC	COM NEW	205768203	1,635	40,800	SH	DEFINED	1,2,3
CONCUR TECHNOLOGIES INC	COM	206708109	29,970	753,771	SH	DEFINED	1,2,3
CONNS INC	COM	208242107	1,701	150,700	SH	DEFINED	4
CONNS INC	COM	208242107	9,672	856,711	SH	DEFINED	1,2,3
CONOCOPHILLIPS	COM	20825C104	969	21,450	SH	DEFINED	4
CONOCOPHILLIPS	COM	20825C104	21,763	481,900	SH	DEFINED	1,2,3
CONSOL ENERGY INC	COM	20854P109	501	11,100	SH	DEFINED	4
CONSOL ENERGY INC	COM	20854P109	1,649	36,550	SH	DEFINED	1,2,3
CONSOLIDATED COMM HLDGS INC	COM	209034107	4,081	254,900	SH	DEFINED	4
CONSOLIDATED COMM HLDGS INC	COM	209034107	9,235	576,850	SH	DEFINED	1,2,3
CONSTANT CONTACT INC	COM	210313102	48,202	2,504,000	SH	DEFINED	1,2,3
CONTINENTAL RESOURCES INC	COM	212015101	1,886	48,150	SH	DEFINED	4

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CONTINENTAL RESOURCES INC	COM	212015101	6,201	158,300	SH	DEFINED	1,2,3
COPANO ENERGY L L C	COM UNITS	217202100	528	29,000	SH	DEFINED	4
COPANO ENERGY L L C	COM UNITS	217202100	2,432	133,600	SH	DEFINED	1,2,3
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	1,572	69,400	SH	DEFINED	4
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	1,522	67,200	SH	DEFINED	1,2,3
COSTCO WHSL CORP NEW	COM	22160K105	29,557	523,512	SH	DEFINED	4
COSTCO WHSL CORP NEW	COM	22160K105	162,611	2,880,111	SH	DEFINED	1,2,3
COSTAR GROUP INC	COM	22160N109	25,268	612,993	SH	DEFINED	1,2,3
COVENTRY HEALTH CARE INC	COM	222862104	5,609	281,000	SH	DEFINED	1,2,3
CREE INC	COM	225447101	39,749	1,081,600	SH	DEFINED	4
CREE INC	COM	225447101	107,307	2,919,930	SH	DEFINED	1,2,3
CTRIIP COM INTL LTD	ADR	22943F100	77,594	1,319,842	SH	DEFINED	4
CTRIIP COM INTL LTD	ADR	22943F100	20,531	349,225	SH	DEFINED	1,2,3
CYBERSOURCE CORP	COM	23251J106	5,046	302,701	SH	DEFINED	4
CYBERSOURCE CORP	COM	23251J106	8,200	491,900	SH	DEFINED	1,2,3
DG FASTCHANNEL INC	COM	23326R109	7,610	363,400	SH	DEFINED	1,2,3
D R HORTON INC	COM	23331A109	3,198	280,250	SH	DEFINED	4

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D R HORTON INC	COM	23331A109	7,331	642,500	SH	DEFINED	1,2,3
DST SYS INC DEL	COM	233326107	8,960	200,000	SH	DEFINED	4
DST SYS INC DEL	COM	233326107	25,773	575,300	SH	DEFINED	1,2,3
DTS INC	COM	23335C101	12,379	452,110	SH	DEFINED	4
DTS INC	COM	23335C101	46,862	1,711,543	SH	DEFINED	1,2,3
DEALERTRACK HLDGS INC	COM	242309102	2,285	120,850	SH	DEFINED	4
DEALERTRACK HLDGS INC	COM	242309102	33,446	1,768,700	SH	DEFINED	1,2,3
DEERE & CO	COM	244199105	17,578	409,552	SH	DEFINED	4
DEERE & CO	COM	244199105	30,246	704,718	SH	DEFINED	1,2,3
DELTA AIR LINES INC DEL	COM NEW	247361702	962	107,400	SH	DEFINED	4
DELTA AIR LINES INC DEL	COM NEW	247361702	11,025	1,230,425	SH	DEFINED	1,2,3
DENTSPLY INTL INC NEW	COM	249030107	8,400	243,199	SH	DEFINED	4
DENTSPLY INTL INC NEW	COM	249030107	67,108	1,942,911	SH	DEFINED	1,2,3
DEVON ENERGY CORP NEW	COM	25179M103	241,831	3,591,725	SH	DEFINED	4
DEVON ENERGY CORP NEW	COM	25179M103	63,404	941,685	SH	DEFINED	1,2,3
DIAGEO P L C	SPON ADR NEW	25243Q205	5,703	92,742	SH	DEFINED	4
DIAGEO P L C	SPON ADR NEW	25243Q205	12,864	209,211	SH	DEFINED	1,2,3
DIGITALGLOBE INC	COM NEW	25389M877	5,013	224,100	SH	DEFINED	1,2,3
DISCOVER FINL SVCS	COM	254709108	3,888	239,550	SH	DEFINED	4
DISCOVER FINL SVCS	COM	254709108	27,147	1,672,650	SH	DEFINED	1,2,3
DOLLAR FINL CORP	NOTE 2.875% 6/3	256664AB9	1,635	2,000,000	PRN	DEFINED	4
DOMINION RES INC VA NEW	COM	25746U109	3,532	102,386	SH	DEFINED	4
DOMINION RES INC VA NEW	COM	25746U109	7,966	230,906	SH	DEFINED	1,2,3
DONALDSON INC	COM	257651109	1,564	45,150	SH	DEFINED	4
DONALDSON INC	COM	257651109	10,645	307,400	SH	DEFINED	1,2,3

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DOW CHEM CO	COM	260543103	73,616	2,823,800	SH	DEFINED	4
DOW CHEM CO	COM	260543103	126,613	4,856,651	SH	DEFINED	1,2,3
DRESSER-RAND GROUP INC	COM	261608103	1,961	63,100	SH	DEFINED	4
DRESSER-RAND GROUP INC	COM	261608103	16,146	519,650	SH	DEFINED	1,2,3
DRIL-QUIP INC	COM	262037104	10,349	208,471	SH	DEFINED	4
DRIL-QUIP INC	COM	262037104	16,779	338,021	SH	DEFINED	1,2,3
DU PONT E I DE NEMOURS & CO	COM	263534109	12,229	380,500	SH	DEFINED	4
DU PONT E I DE NEMOURS & CO	COM	263534109	33,768	1,050,650	SH	DEFINED	1,2,3
ENSCO INTL INC	COM	26874Q100	711	16,725	SH	DEFINED	4
ENSCO INTL INC	COM	26874Q100	2,340	55,000	SH	DEFINED	1,2,3
EOG RES INC	COM	26875P101	1,566	18,750	SH	DEFINED	4
EOG RES INC	COM	26875P101	5,153	61,700	SH	DEFINED	1,2,3
EPIQ SYS INC	COM	26882D109	16,862	1,162,906	SH	DEFINED	1,2,3
EQT CORP	COM	26884L109	3,025	71,000	SH	DEFINED	4
EQT CORP	COM	26884L109	42,513	997,950	SH	DEFINED	1,2,3
EAST WEST BANCORP INC	COM	27579R104	2,167	261,100	SH	DEFINED	4
EAST WEST BANCORP INC	COM	27579R104	2,156	259,748	SH	DEFINED	1,2,3
ECLIPSYS CORP	COM	278856109	2,859	148,152	SH	DEFINED	4
ECLIPSYS CORP	COM	278856109	11,303	585,650	SH	DEFINED	1,2,3
ECOLAB INC	COM	278865100	24,252	524,597	SH	DEFINED	4
ECOLAB INC	COM	278865100	97,495	2,108,915	SH	DEFINED	1,2,3
EL PASO CORP	COM	28336L109	1,122	108,750	SH	DEFINED	4
EL PASO CORP	COM	28336L109	3,694	357,900	SH	DEFINED	1,2,3

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EL PASO PIPELINE PARTNERS L	COM UNIT LPI	283702108	814	39,250 SH	DEFINED	4
EL PASO PIPELINE PARTNERS L	COM UNIT LPI	283702108	2,675	129,050 SH	DEFINED	1,2,3
EMERSON ELEC CO	COM	291011104	30,762	767,512 SH	DEFINED	4
EMERSON ELEC CO	COM	291011104	129,072	3,220,367 SH	DEFINED	1,2,3
ENBRIDGE INC	COM	29250N105	4,500	115,991 SH	DEFINED	4
ENBRIDGE INC	COM	29250N105	11,426	294,495 SH	DEFINED	1,2,3
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	1,999	71,400 SH	DEFINED	4
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	9,215	329,100 SH	DEFINED	1,2,3
ENERNOC INC	COM	292764107	10,276	309,900 SH	DEFINED	4
ENERNOC INC	COM	292764107	28,471	858,600 SH	DEFINED	1,2,3
ENERGY CORP NEW	COM	29364G103	1,104	13,825 SH	DEFINED	4
ENERGY CORP NEW	COM	29364G103	3,630	45,450 SH	DEFINED	1,2,3
ENTERPRISE PRODS PARTNERS L	COM	293792107	2,645	93,400 SH	DEFINED	4
ENTERPRISE PRODS PARTNERS L	COM	293792107	12,299	434,300 SH	DEFINED	1,2,3
ERICSSON LM TEL CO	ADR B SEK 10	294821608	3,915	390,670 SH	DEFINED	4
ERICSSON LM TEL CO	ADR B SEK 10	294821608	44,167	4,407,884 SH	DEFINED	1,2,3
ESCO TECHNOLOGIES INC	COM	296315104	28,289	718,000 SH	DEFINED	4
ESCO TECHNOLOGIES INC	COM	296315104	82,665	2,098,096 SH	DEFINED	1,2,3
EURONET WORLDWIDE INC	COM	298736109	27,430	1,141,500 SH	DEFINED	4

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EURONET WORLDWIDE INC	COM	298736109	73,149	3,044,075 SH		DEFINED	1,2,3
EVERCORE PARTNERS INC	CLASS A	29977A105	1,876	64,200 SH		DEFINED	1,2,3
EXELON CORP	COM	30161N101	3,517	70,875 SH		DEFINED	4
EXELON CORP	COM	30161N101	27,720	558,650 SH		DEFINED	1,2,3
EXPEDITORS INT'L WASH INC	COM	302130109	4,831	137,450 SH		DEFINED	4
EXPEDITORS INT'L WASH INC	COM	302130109	33,574	955,150 SH		DEFINED	1,2,3
EZCORP INC	CL A NON VTG	302301106	4,246	310,800 SH		DEFINED	1,2,3
EXXON MOBIL CORP	COM	30231G102	23,038	335,785 SH		DEFINED	4
EXXON MOBIL CORP	COM	30231G102	90,509	1,319,187 SH		DEFINED	1,2,3
F M C CORP	COM NEW	302491303	16,965	301,600 SH		DEFINED	4
F M C CORP	COM NEW	302491303	44,459	790,375 SH		DEFINED	1,2,3
FMC TECHNOLOGIES INC	COM	30249U101	1,204	23,050 SH		DEFINED	4
FMC TECHNOLOGIES INC	COM	30249U101	3,957	75,750 SH		DEFINED	1,2,3
FACTSET RESH SYS INC	COM	303075105	10,481	158,225 SH		DEFINED	4
FACTSET RESH SYS INC	COM	303075105	62,232	939,487 SH		DEFINED	1,2,3
FASTENAL CO	COM	311900104	3,330	86,050 SH		DEFINED	4
FASTENAL CO	COM	311900104	23,046	595,500 SH		DEFINED	1,2,3
FEDEX CORP	COM	31428X106	9,383	124,745 SH		DEFINED	4
FEDEX CORP	COM	31428X106	45,926	610,550 SH		DEFINED	1,2,3
FINANCIAL FED CORP	COM	317492106	32,691	1,324,600 SH		DEFINED	1,2,3
FINISH LINE INC	CL A	317923100	2,078	204,500 SH		DEFINED	4
FINISH LINE INC	CL A	317923100	2,074	204,100 SH		DEFINED	1,2,3
FIRST CASH FINL SVCS							

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INC	COM	31942D107	1,734	101,200	SH	DEFINED	4
FIRST CASH FINL SVCS							
INC	COM	31942D107	1,730	101,000	SH	DEFINED	1,2,3
FIRST HORIZON NATL CORP	COM	320517105	1,387	104,847	SH	DEFINED	4
FIRST HORIZON NATL CORP	COM	320517105	1,350	102,052	SH	DEFINED	1,2,3
FIRST NIAGARA FINL GP							
INC	COM	33582V108	1,556	126,200	SH	DEFINED	4
FIRST NIAGARA FINL GP							
INC	COM	33582V108	1,557	126,300	SH	DEFINED	1,2,3
FIRST SOLAR INC	COM	336433107	321	2,100	SH	DEFINED	4
FIRST SOLAR INC	COM	336433107	1,062	6,950	SH	DEFINED	1,2,3
FLUOR CORP NEW	COM	343412102	14,498	285,116	SH	DEFINED	4
FLUOR CORP NEW	COM	343412102	23,499	462,122	SH	DEFINED	1,2,3
FLOWSERVE CORP	COM	34354P105	976	9,900	SH	DEFINED	4
FLOWSERVE CORP	COM	34354P105	6,691	67,900	SH	DEFINED	1,2,3
FORD MTR CO DEL	COM PAR \$0.01	345370860	1,018	141,200	SH	DEFINED	4
FORD MTR CO DEL	COM PAR \$0.01	345370860	6,192	858,800	SH	DEFINED	1,2,3
GEO GROUP INC	COM	36159R103	2,715	134,600	SH	DEFINED	4
GEO GROUP INC	COM	36159R103	2,709	134,300	SH	DEFINED	1,2,3
GAYLORD ENTMT CO NEW	COM	367905106	34,442	1,713,550	SH	DEFINED	1,2,3
GENERAL CABLE CORP DEL							
NEW	COM	369300108	5,493	140,300	SH	DEFINED	4
GENERAL CABLE CORP DEL							
NEW	COM	369300108	8,942	228,400	SH	DEFINED	1,2,3
GENERAL DYNAMICS CORP	COM	369550108	9,044	140,000	SH	DEFINED	4

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GENERAL DYNAMICS CORP	COM	369550108	29,425	455,500	SH	DEFINED	1,2,3
GENZYME CORP	COM GENL DIV	372917104	28,450	501,500	SH	DEFINED	4
GENZYME CORP	COM GENL DIV	372917104	79,804	1,406,725	SH	DEFINED	1,2,3
GILEAD SCIENCES INC	COM	375558103	83,717	1,797,266	SH	DEFINED	4
GILEAD SCIENCES INC	COM	375558103	317,538	6,817,046	SH	DEFINED	1,2,3
GLACIER BANCORP INC NEW	COM	37637Q105	1,576	105,500	SH	DEFINED	4
GLACIER BANCORP INC NEW	COM	37637Q105	1,572	105,200	SH	DEFINED	1,2,3
GLOBAL CASH ACCESS							
HLDGS INC	COM	378967103	1,860	254,400	SH	DEFINED	4
GLOBAL CASH ACCESS							
HLDGS INC	COM	378967103	1,612	220,500	SH	DEFINED	1,2,3
GLOBAL PMTS INC	COM	37940X102	3,540	75,800	SH	DEFINED	4
GLOBAL PMTS INC	COM	37940X102	23,513	503,500	SH	DEFINED	1,2,3
GOLDMAN SACHS GROUP INC	COM	38141G104	3,796	20,590	SH	DEFINED	4
GOLDMAN SACHS GROUP INC	COM	38141G104	15,080	81,800	SH	DEFINED	1,2,3
GOOGLE INC	CL A	38259P508	93,908	189,388	SH	DEFINED	4
GOOGLE INC	CL A	38259P508	304,973	615,051	SH	DEFINED	1,2,3
GRACO INC	COM	384109104	6,770	242,900	SH	DEFINED	4
GRACO INC	COM	384109104	13,723	492,400	SH	DEFINED	1,2,3
GREENHILL & CO INC.	COM	395259104	10,696	119,400	SH	DEFINED	4
GREENHILL & CO INC.	COM	395259104	18,928	211,300	SH	DEFINED	1,2,3
GROUP 1 AUTOMOTIVE INC	FRNT 2.250% 6/1	398905AE9	3,829	5,500,000	PRN	DEFINED	4
HMS HLDGS CORP	COM	40425J101	22,628	591,900	SH	DEFINED	1,2,3
HALLIBURTON CO	COM	406216101	254,773	9,394,300	SH	DEFINED	4
HALLIBURTON CO	COM	406216101	128,087	4,722,983	SH	DEFINED	1,2,3

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HANSEN NAT CORP	COM	411310105	1,653	45,000	SH	DEFINED	4
HANSEN NAT CORP	COM	411310105	4,508	122,700	SH	DEFINED	1,2,3
HARMONIC INC	COM	413160102	1,957	292,900	SH	DEFINED	4
HARMONIC INC	COM	413160102	1,898	284,100	SH	DEFINED	1,2,3
HEALTHSOUTH CORP	COM NEW	421924309	10,311	659,240	SH	DEFINED	4
HEALTHSOUTH CORP	COM NEW	421924309	39,463	2,523,237	SH	DEFINED	1,2,3
HEADWATERS INC	NOTE 2.875% 6/0	42210PAB8	9,489	9,646,000	PRN	DEFINED	4
HEADWATERS INC	NOTE 2.500% 2/0	42210PAD4	4,209	7,500,000	PRN	DEFINED	4
HEADWATERS INC	NOTE 2.500% 2/0	42210PAD4	253	450,000	PRN	DEFINED	1,2,3
HEALTHWAYS INC	COM	422245100	3,881	253,319	SH	DEFINED	4
HEALTHWAYS INC	COM	422245100	27,310	1,782,649	SH	DEFINED	1,2,3
HELMERICH & PAYNE INC	COM	423452101	1,895	47,950	SH	DEFINED	4
HELMERICH & PAYNE INC	COM	423452101	6,234	157,700	SH	DEFINED	1,2,3
HERCULES TECH GROWTH CAP INC	COM	427096508	1,983	201,976	SH	DEFINED	4
HERCULES TECH GROWTH CAP INC	COM	427096508	1,960	199,604	SH	DEFINED	1,2,3
HERSHEY FOODS CORP	COM	427866108	5,413	139,300	SH	DEFINED	4
HERSHEY FOODS CORP	COM	427866108	36,375	936,050	SH	DEFINED	1,2,3
HESS CORP	COM	42809H107	937	17,525	SH	DEFINED	4
HESS CORP	COM	42809H107	3,079	57,600	SH	DEFINED	1,2,3

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HEWLETT PACKARD CO	COM	428236103	111,567	2,363,197	SH	DEFINED	4
HEWLETT PACKARD CO	COM	428236103	527,394	11,171,225	SH	DEFINED	1,2,3
HOLOGIC INC	COM	436440101	18,655	1,141,676	SH	DEFINED	4
HOLOGIC INC	COM	436440101	51,040	3,123,594	SH	DEFINED	1,2,3
HOME BANCSHARES INC	COM	436893200	708	32,300	SH	DEFINED	4
HOME BANCSHARES INC	COM	436893200	704	32,100	SH	DEFINED	1,2,3
HOME DEPOT INC	COM	437076102	40,867	1,534,043	SH	DEFINED	4
HOME DEPOT INC	COM	437076102	223,754	8,399,171	SH	DEFINED	1,2,3
HONEYWELL INTL INC	COM	438516106	1,103	29,700	SH	DEFINED	4
HONEYWELL INTL INC	COM	438516106	5,071	136,500	SH	DEFINED	1,2,3
HOSPIRA INC	COM	441060100	4,204	94,250	SH	DEFINED	4
HOSPIRA INC	COM	441060100	28,769	645,050	SH	DEFINED	1,2,3
HUBBELL INC	CL B	443510201	1,623	38,650	SH	DEFINED	4
HUBBELL INC	CL B	443510201	11,806	281,100	SH	DEFINED	1,2,3
HUNT J B TRANS SVCS INC	COM	445658107	42,797	1,331,992	SH	DEFINED	1,2,3
IPG PHOTONICS CORP	COM	44980X109	1,780	117,100	SH	DEFINED	4
IPG PHOTONICS CORP	COM	44980X109	10,483	689,700	SH	DEFINED	1,2,3
IBERIABANK CORP	COM	450828108	2,793	61,300	SH	DEFINED	4
IBERIABANK CORP	COM	450828108	2,779	61,000	SH	DEFINED	1,2,3
IDEX CORP	COM	45167R104	5,389	192,812	SH	DEFINED	4
IDEX CORP	COM	45167R104	25,281	904,525	SH	DEFINED	1,2,3
ILLINOIS TOOL WKS INC	COM	452308109	11,275	263,980	SH	DEFINED	4
ILLINOIS TOOL WKS INC	COM	452308109	41,582	973,600	SH	DEFINED	1,2,3
ILLIMINA INC	COM	452327109	2,741	64,500	SH	DEFINED	1,2,3
INERGY L P	UNIT LTD PTNR	456615103	447	15,000	SH	DEFINED	4
INERGY L P	UNIT LTD PTNR	456615103	3,276	110,000	SH	DEFINED	1,2,3
INSITUFORM TECHNOLOGIES INC	CL A	457667103	1,792	93,600	SH	DEFINED	1,2,3
INTERCONTINENTALEXCHANGE							

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INC	COM	45865V100	2,844	29,258	SH	DEFINED	4
INTERCONTINENTALEXCHANGE							
INC	COM	45865V100	34,682	356,850	SH	DEFINED	1,2,
INTERNATIONAL BUSINESS							
MACHS	COM	459200101	1,196	10,000	SH	DEFINED	4
INTERNATIONAL BUSINESS							
MACHS	COM	459200101	5,562	46,500	SH	DEFINED	1,2,
INTERSIL CORP	CL A	46069S109	7,983	521,400	SH	DEFINED	4
INTERSIL CORP	CL A	46069S109	13,004	849,400	SH	DEFINED	1,2,
INTUITIVE SURGICAL INC	COM NEW	46120E602	16,758	63,900	SH	DEFINED	4
INTUITIVE SURGICAL INC	COM NEW	46120E602	77,596	295,885	SH	DEFINED	1,2,
ION GEOPHYSICAL CORP	COM	462044108	1,391	395,100	SH	DEFINED	4
ION GEOPHYSICAL CORP	COM	462044108	8,189	2,326,550	SH	DEFINED	1,2,
ISHARES INC	MSCI TAIWAN	464286731	6,343	515,725	SH	DEFINED	4
ISIS PHARMACEUTICALS							
INC	COM	464330109	7,033	482,700	SH	DEFINED	4
ISIS PHARMACEUTICALS							
INC	COM	464330109	19,041	1,306,850	SH	DEFINED	1,2,
ITRON INC	COM	465741106	20,544	320,300	SH	DEFINED	4
ITRON INC	COM	465741106	59,087	921,225	SH	DEFINED	1,2,

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I2 TECHNOLOGIES INC	COM NEW	465754208	2,291	142,800	SH	DEFINED	4
I2 TECHNOLOGIES INC	COM NEW	465754208	6,182	385,425	SH	DEFINED	1,2,3
J CREW GROUP INC	COM	46612H402	3,587	100,150	SH	DEFINED	4
J CREW GROUP INC	COM	46612H402	22,542	629,300	SH	DEFINED	1,2,3
J P MORGAN CHASE & CO	COM	46625H100	101,041	2,305,810	SH	DEFINED	4
J P MORGAN CHASE & CO	COM	46625H100	433,503	9,892,819	SH	DEFINED	1,2,3
JACOBS ENGR GROUP INC							
DEL	COM	469814107	126,719	2,757,750	SH	DEFINED	4
JACOBS ENGR GROUP INC							
DEL	COM	469814107	35,806	779,236	SH	DEFINED	1,2,3
JANUS CAP GROUP INC	COM	47102X105	9,430	665,000	SH	DEFINED	4
JANUS CAP GROUP INC	COM	47102X105	22,518	1,588,000	SH	DEFINED	1,2,3
JOHNSON & JOHNSON	COM	478160104	3,020	49,600	SH	DEFINED	4
JOHNSON & JOHNSON	COM	478160104	17,762	291,700	SH	DEFINED	1,2,3
JONES APPAREL GROUP INC	COM	480074103	2,053	114,500	SH	DEFINED	4
JONES APPAREL GROUP INC	COM	480074103	1,999	111,500	SH	DEFINED	1,2,3
JUNIPER NETWORKS INC	COM	48203R104	3,537	130,919	SH	DEFINED	4
JUNIPER NETWORKS INC	COM	48203R104	41,627	1,540,584	SH	DEFINED	1,2,3
KBW INC	COM	482423100	2,842	88,200	SH	DEFINED	4
KBW INC	COM	482423100	2,835	88,000	SH	DEFINED	1,2,3
K12 INC	COM	48273U102	6,443	390,932	SH	DEFINED	4
K12 INC	COM	48273U102	10,488	636,400	SH	DEFINED	1,2,3
KANSAS CITY SOUTHERN	COM NEW	485170302	4,895	184,800	SH	DEFINED	4
KANSAS CITY SOUTHERN	COM NEW	485170302	53,846	2,032,686	SH	DEFINED	1,2,3
KAYDON CORP	COM	486587108	922	28,450	SH	DEFINED	4
KAYDON CORP	COM	486587108	6,157	189,900	SH	DEFINED	1,2,3
KNIGHT TRANSN INC	COM	499064103	4,346	259,000	SH	DEFINED	4
KNIGHT TRANSN INC	COM	499064103	23,330	1,390,368	SH	DEFINED	1,2,3
KOHL'S CORP	COM	500255104	49,551	868,554	SH	DEFINED	4
KOHL'S CORP	COM	500255104	235,327	4,124,918	SH	DEFINED	1,2,3

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LKQ CORP	COM	501889208	11,269	607,800	SH	DEFINED	4
LKQ CORP	COM	501889208	73,901	3,986,041	SH	DEFINED	1,2,3
LADISH INC	COM NEW	505754200	5,116	338,117	SH	DEFINED	4
LADISH INC	COM NEW	505754200	11,674	771,600	SH	DEFINED	1,2,3
LAM RESEARCH CORP	COM	512807108	4,232	123,900	SH	DEFINED	4
LAM RESEARCH CORP	COM	512807108	5,766	168,800	SH	DEFINED	1,2,3
LANDSTAR SYS INC	COM	515098101	5,785	152,000	SH	DEFINED	4
LANDSTAR SYS INC	COM	515098101	9,397	246,900	SH	DEFINED	1,2,3
LAS VEGAS SANDS CORP	COM	517834107	1,059	62,900	SH	DEFINED	4
LAS VEGAS SANDS CORP	COM	517834107	7,399	439,400	SH	DEFINED	1,2,3
LAUDER ESTEE COS INC	CL A	518439104	1,802	48,600	SH	DEFINED	4
LAUDER ESTEE COS INC	CL A	518439104	12,099	326,300	SH	DEFINED	1,2,3
LAWSON SOFTWARE INC NEW	COM	52078P102	15,257	2,445,000	SH	DEFINED	4
LAWSON SOFTWARE INC NEW	COM	52078P102	66,200	10,608,900	SH	DEFINED	1,2,3

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LENDER PROCESSING SVCS INC	COM	52602E102	23,952	627,500	SH	DEFINED	4
LENDER PROCESSING SVCS INC	COM	52602E102	61,260	1,604,925	SH	DEFINED	1,2,3
LIBERTY MEDIA CORP NEW	CAP COM SER A	53071M302	3,054	146,000	SH	DEFINED	4
LIBERTY MEDIA CORP NEW	CAP COM SER A	53071M302	2,996	143,200	SH	DEFINED	1,2,3
LIFEPOINT HOSPITALS INC	SDCV 3.250% 8/1	53219LAG4	8,750	10,000,000	PRN	DEFINED	4
LINCOLN EDL SVCS CORP	COM	533535100	1,856	81,100	SH	DEFINED	4
LINCOLN EDL SVCS CORP	COM	533535100	1,851	80,900	SH	DEFINED	1,2,3
LINEAR TECHNOLOGY CORP	COM	535678106	13,007	470,750	SH	DEFINED	4
LINEAR TECHNOLOGY CORP	COM	535678106	70,496	2,551,424	SH	DEFINED	1,2,3
LORILLARD INC	COM	544147101	33,070	445,090	SH	DEFINED	4
LORILLARD INC	COM	544147101	184,396	2,481,783	SH	DEFINED	1,2,3
LOWES COS INC	COM	548661107	17,192	820,995	SH	DEFINED	4
LOWES COS INC	COM	548661107	99,104	4,732,763	SH	DEFINED	1,2,3
M D C HLDGS INC	COM	552676108	2,293	66,000	SH	DEFINED	4
M D C HLDGS INC	COM	552676108	2,286	65,800	SH	DEFINED	1,2,3
MDC PARTNERS INC	CL A SUB VTG	552697104	1,585	213,000	SH	DEFINED	4
MDC PARTNERS INC	CL A SUB VTG	552697104	1,560	209,700	SH	DEFINED	1,2,3
M/I HOMES INC	COM	55305B101	965	71,000	SH	DEFINED	4
M/I HOMES INC	COM	55305B101	1,023	75,300	SH	DEFINED	1,2,3
MACK CALI RLTY CORP	COM	554489104	2,079	64,300	SH	DEFINED	4
MACK CALI RLTY CORP	COM	554489104	2,024	62,600	SH	DEFINED	1,2,3
MACYS INC	COM	55616P104	23,068	1,261,256	SH	DEFINED	4
MACYS INC	COM	55616P104	165,076	9,025,452	SH	DEFINED	1,2,3
MARATHON OIL CORP	COM	565849106	3,839	120,350	SH	DEFINED	4
MARATHON OIL CORP	COM	565849106	16,802	526,700	SH	DEFINED	1,2,3
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	1,482	62,700	SH	DEFINED	4
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	6,791	287,400	SH	DEFINED	1,2,3
MARSHALL & ILSLEY CORP NEW	COM	571837103	2,885	357,500	SH	DEFINED	4
MARSHALL & ILSLEY CORP NEW	COM	571837103	33,926	4,203,978	SH	DEFINED	1,2,3
MARTEN TRANS LTD	COM	573075108	1,977	115,900	SH	DEFINED	4

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MARTEN TRANS LTD	COM	573075108	1,926	112,900	SH	DEFINED	1,2,3
MASIMO CORP	COM	574795100	2,332	89,000	SH	DEFINED	1,2,3
MASTERCARD INC	CL A	57636Q104	20,195	99,903	SH	DEFINED	4
MASTERCARD INC	CL A	57636Q104	76,974	380,778	SH	DEFINED	1,2,3
MCDONALDS CORP	COM	580135101	48,769	854,548	SH	DEFINED	4
MCDONALDS CORP	COM	580135101	197,298	3,457,121	SH	DEFINED	1,2,3
MCKESSON CORP	COM	58155Q103	5,997	100,700	SH	DEFINED	4
MCKESSON CORP	COM	58155Q103	27,673	464,700	SH	DEFINED	1,2,3
MEDTRONIC INC	COM	585055106	5,273	143,279	SH	DEFINED	4
MEDTRONIC INC	COM	585055106	11,890	323,098	SH	DEFINED	1,2,3
MEREDITH CORP	COM	589433101	3,558	118,850	SH	DEFINED	4
MEREDITH CORP	COM	589433101	23,422	782,300	SH	DEFINED	1,2,3

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MICROS SYS INC	COM	594901100	18,034	597,335	SH	DEFINED	4
MICROS SYS INC	COM	594901100	94,230	3,121,227	SH	DEFINED	1,2,3
MICROSOFT CORP	COM	594918104	76,481	2,954,058	SH	DEFINED	4
MICROSOFT CORP	COM	594918104	205,569	7,940,095	SH	DEFINED	1,2,3
MICROCHIP TECHNOLOGY INC	COM	595017104	98,866	3,730,781	SH	DEFINED	4
MICROCHIP TECHNOLOGY INC	COM	595017104	445,894	16,826,196	SH	DEFINED	1,2,3
MICRON TECHNOLOGY INC	COM	595112103	15,025	1,832,300	SH	DEFINED	4
MICRON TECHNOLOGY INC	COM	595112103	43,951	5,359,825	SH	DEFINED	1,2,3
MICROSEMI CORP	COM	595137100	4,675	296,100	SH	DEFINED	4
MICROSEMI CORP	COM	595137100	13,114	830,525	SH	DEFINED	1,2,3
MIRANT CORP NEW	COM	60467R100	2,522	153,500	SH	DEFINED	1,2,3
MODINE MFG CO	COM	607828100	1,685	181,800	SH	DEFINED	4
MODINE MFG CO	COM	607828100	1,632	176,000	SH	DEFINED	1,2,3
MOLSON COORS BREWING CO	CL B	60871R209	17,881	367,323	SH	DEFINED	4
MOLSON COORS BREWING CO	CL B	60871R209	140,785	2,892,048	SH	DEFINED	1,2,3
MONRO MUFFLER BRAKE INC	COM	610236101	3,837	120,700	SH	DEFINED	1,2,3
MONSANTO CO NEW	COM	61166W101	754,204	9,744,232	SH	DEFINED	4
MONSANTO CO NEW	COM	61166W101	408,764	5,281,188	SH	DEFINED	1,2,3
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	3,493	113,100	SH	DEFINED	4
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	16,240	525,900	SH	DEFINED	1,2,3
NII HLDGS INC	CL B NEW	62913F201	600	20,000	SH	DEFINED	1,2,3
NRG ENERGY INC	COM NEW	629377508	15,053	534,000	SH	DEFINED	1,2,3
NATIONAL OILWELL VARCO INC	COM	637071101	14,097	326,855	SH	DEFINED	4
NATIONAL OILWELL VARCO INC	COM	637071101	81,075	1,879,786	SH	DEFINED	1,2,3
NATIONAL SEMICONDUCTOR CORP	COM	637640103	8,140	570,400	SH	DEFINED	4
NATIONAL SEMICONDUCTOR CORP	COM	637640103	22,399	1,569,625	SH	DEFINED	1,2,3
NETAPP INC	COM	64110D104	3,523	132,050	SH	DEFINED	4
NETAPP INC	COM	64110D104	29,092	1,090,400	SH	DEFINED	1,2,3
NETEASE COM INC	SPONSORED ADR	64110W102	8,321	182,150	SH	DEFINED	4
NEUTRAL TANDEM INC	COM	64128B108	3,437	151,000	SH	DEFINED	1,2,3

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NEW ORIENTAL ED & TECH GRP I	SPON ADR	647581107	135,428	1,683,381	SH	DEFINED	4
NEW ORIENTAL ED & TECH GRP I	SPON ADR	647581107	37,153	461,812	SH	DEFINED	1,2,3
NEWFIELD EXPL CO	COM	651290108	1,941	45,600	SH	DEFINED	4
NEWFIELD EXPL CO	COM	651290108	6,388	150,100	SH	DEFINED	1,2,3
NEWMONT MINING CORP	NOTE 3.000% 2/1	651639AK2	1,440	1,200,000	PRN	DEFINED	4
NEWMONT MINING CORP	NOTE 3.000% 2/1	651639AK2	3,960	3,300,000	PRN	DEFINED	1,2,3
NIKE INC	CL B	654106103	200,441	3,098,000	SH	DEFINED	4
NIKE INC	CL B	654106103	80,100	1,238,016	SH	DEFINED	1,2,3
NOKIA CORP	SPONSORED ADR	654902204	6,361	435,100	SH	DEFINED	4
NOKIA CORP	SPONSORED ADR	654902204	30,528	2,088,100	SH	DEFINED	1,2,3
NOBLE ENERGY INC	COM	655044105	13,370	202,699	SH	DEFINED	4
NOBLE ENERGY INC	COM	655044105	96,607	1,464,624	SH	DEFINED	1,2,3

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NORDSTROM INC	COM	655664100	10,443	341,933	SH	DEFINED	4
NORDSTROM INC	COM	655664100	80,993	2,652,039	SH	DEFINED	1,2,3
NORTHERN TR CORP	COM	665859104	3,257	56,000	SH	DEFINED	4
NORTHERN TR CORP	COM	665859104	18,320	315,000	SH	DEFINED	1,2,3
NUCOR CORP	COM	670346105	3,951	84,050	SH	DEFINED	4
NUCOR CORP	COM	670346105	8,913	189,600	SH	DEFINED	1,2,3
NVIDIA CORP	COM	67066G104	2,376	158,100	SH	DEFINED	4
NVIDIA CORP	COM	67066G104	16,160	1,075,200	SH	DEFINED	1,2,3
NUVASIVE INC	COM	670704105	13,701	328,086	SH	DEFINED	4
NUVASIVE INC	COM	670704105	56,101	1,343,414	SH	DEFINED	1,2,3
NV ENERGY INC	COM	67073Y106	2,712	234,000	SH	DEFINED	4
NV ENERGY INC	COM	67073Y106	2,711	233,900	SH	DEFINED	1,2,3
OCCIDENTAL PETE CORP DEL	COM	674599105	10,958	139,775	SH	DEFINED	4
OCCIDENTAL PETE CORP DEL	COM	674599105	33,202	423,500	SH	DEFINED	1,2,3
OCEANEERING INTL INC	COM	675232102	6,179	108,881	SH	DEFINED	4
OCEANEERING INTL INC	COM	675232102	10,018	176,526	SH	DEFINED	1,2,3
OFFICE DEPOT INC	COM	676220106	1,462	220,800	SH	DEFINED	4
OFFICE DEPOT INC	COM	676220106	6,943	1,048,800	SH	DEFINED	1,2,3
OMNICOM GROUP INC	COM	681919106	7,047	190,762	SH	DEFINED	4
OMNICOM GROUP INC	COM	681919106	82,823	2,242,082	SH	DEFINED	1,2,3
OMNITURE INC	COM	68212S109	8,175	381,300	SH	DEFINED	4
OMNITURE INC	COM	68212S109	65,601	3,059,753	SH	DEFINED	1,2,3
OMNICELL INC	COM	68213N109	18,020	1,617,578	SH	DEFINED	1,2,3
OPENTABLE INC	COM	68372A104	10,258	372,200	SH	DEFINED	1,2,3
O REILLY AUTOMOTIVE INC	COM	686091109	18,019	498,575	SH	DEFINED	4
O REILLY AUTOMOTIVE INC	COM	686091109	101,028	2,795,455	SH	DEFINED	1,2,3
P F CHANGS CHINA BISTRO INC	COM	69333Y108	3,052	89,850	SH	DEFINED	4
P F CHANGS CHINA BISTRO INC	COM	69333Y108	24,508	721,450	SH	DEFINED	1,2,3
PMC-SIERRA INC	COM	69344F106	198,608	20,774,900	SH	DEFINED	4
PMC-SIERRA INC	COM	69344F106	92,691	9,695,748	SH	DEFINED	1,2,3
PNC FINL SVCS GROUP INC	COM	693475105	6,103	125,600	SH	DEFINED	4
PNC FINL SVCS GROUP INC	COM	693475105	31,997	658,506	SH	DEFINED	1,2,3

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PPG INDS INC	COM	693506107	10,351	177,830	SH	DEFINED	4
PPG INDS INC	COM	693506107	71,846	1,234,255	SH	DEFINED	1,2,3
PACCAR INC	COM	693718108	3,863	102,452	SH	DEFINED	4
PACCAR INC	COM	693718108	45,097	1,195,898	SH	DEFINED	1,2,3
PACIFIC CONTINENTAL CORP	COM	69412V108	989	93,900	SH	DEFINED	4
PACIFIC CONTINENTAL CORP	COM	69412V108	1,049	99,600	SH	DEFINED	1,2,3
PACKAGING CORP AMER	COM	695156109	1,859	91,150	SH	DEFINED	4
PACKAGING CORP AMER	COM	695156109	12,855	630,150	SH	DEFINED	1,2,3
PACTIV CORP	COM	695257105	1,107	42,500	SH	DEFINED	4
PACTIV CORP	COM	695257105	15,112	580,100	SH	DEFINED	1,2,3

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PACWEST BANCORP DEL	COM	695263103	1,574	82,600	SH	DEFINED	4
PACWEST BANCORP DEL	COM	695263103	1,575	82,700	SH	DEFINED	1,2,3
PARKER HANNIFIN CORP	COM	701094104	6,376	122,998	SH	DEFINED	4
PARKER HANNIFIN CORP	COM	701094104	74,765	1,442,230	SH	DEFINED	1,2,3
PATTERSON UTI ENERGY INC	COM	703481101	12,986	860,000	SH	DEFINED	1,2,3
PAYCHEX INC	COM	704326107	5,550	191,050	SH	DEFINED	4
PAYCHEX INC	COM	704326107	37,919	1,305,300	SH	DEFINED	1,2,3
PEABODY ENERGY CORP	COM	704549104	774	20,800	SH	DEFINED	4
PEABODY ENERGY CORP	COM	704549104	2,544	68,350	SH	DEFINED	1,2,3
PENSKE AUTOMOTIVE GRP INC	COM	70959W103	1,910	99,600	SH	DEFINED	4
PENSKE AUTOMOTIVE GRP INC	COM	70959W103	13,412	699,250	SH	DEFINED	1,2,3
PENTAIR INC	COM	709631105	6,860	232,400	SH	DEFINED	4
PENTAIR INC	COM	709631105	19,894	673,900	SH	DEFINED	1,2,3
PEOPLES UNITED FINANCIAL INC	COM	712704105	771	49,550	SH	DEFINED	4
PEOPLES UNITED FINANCIAL INC	COM	712704105	5,269	338,650	SH	DEFINED	1,2,3
PEPSICO INC	COM	713448108	10,493	178,870	SH	DEFINED	4
PEPSICO INC	COM	713448108	40,233	685,860	SH	DEFINED	1,2,3
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684106	5,052	141,520	SH	DEFINED	4
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	5,368	116,940	SH	DEFINED	4
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	21,594	470,460	SH	DEFINED	1,2,3
PETSMART INC	COM	716768106	2,828	130,000	SH	DEFINED	4
PETSMART INC	COM	716768106	19,506	896,850	SH	DEFINED	1,2,3
PHASE FORWARD INC	COM	71721R406	7,996	569,500	SH	DEFINED	4
PHASE FORWARD INC	COM	71721R406	19,715	1,404,229	SH	DEFINED	1,2,3
PHILIP MORRIS INTL INC	COM	718172109	209,203	4,292,231	SH	DEFINED	4
PHILIP MORRIS INTL INC	COM	718172109	174,268	3,575,458	SH	DEFINED	1,2,3
PHOTRONICS INC	COM	719405102	4,496	948,500	SH	DEFINED	4
PHOTRONICS INC	COM	719405102	12,094	2,551,500	SH	DEFINED	1,2,3
PHOTRONICS INC	NOTE 5.500%10/0	719405AF9	4,800	4,000,000	PRN	DEFINED	4
PINNACLE ENTMT INC	COM	723456109	1,605	157,500	SH	DEFINED	4

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PINNACLE ENTMT INC	COM	723456109	2,705	265,500	SH	DEFINED	1,2,3
PIPER JAFFRAY COS	COM	724078100	2,755	57,736	SH	DEFINED	4
PIPER JAFFRAY COS	COM	724078100	2,737	57,361	SH	DEFINED	1,2,3
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	19,933	439,726	SH	DEFINED	4
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	31,804	701,600	SH	DEFINED	1,2,3
POWER-ONE INC	COM	739308104	2,324	1,191,800	SH	DEFINED	4
POWER-ONE INC	COM	739308104	13,684	7,017,350	SH	DEFINED	1,2,3
PRAXAIR INC	COM	74005P104	33,511	410,226	SH	DEFINED	4
PRAXAIR INC	COM	74005P104	181,928	2,227,058	SH	DEFINED	1,2,3
PRECISION CASTPARTS CORP	COM	740189105	10,085	99,000	SH	DEFINED	4
PRECISION CASTPARTS CORP	COM	740189105	19,253	189,000	SH	DEFINED	1,2,3
PRICE T ROWE GROUP INC	COM	74144T108	18,267	399,712	SH	DEFINED	4

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PRICE T ROWE GROUP INC	COM	74144T108	73,524	1,608,839	SH	DEFINED	1,2,3
PROCTER & GAMBLE CO	COM	742718109	13,583	234,509	SH	DEFINED	4
PROCTER & GAMBLE CO	COM	742718109	36,268	626,168	SH	DEFINED	1,2,3
PROSPERITY BANCSHARES INC	COM	743606105	809	23,250	SH	DEFINED	4
PROSPERITY BANCSHARES INC	COM	743606105	5,692	163,600	SH	DEFINED	1,2,3
QLOGIC CORP	COM	747277101	875	50,850	SH	DEFINED	4
QLOGIC CORP	COM	747277101	6,044	351,400	SH	DEFINED	1,2,3
QUALCOMM INC	COM	747525103	751,504	16,707,525	SH	DEFINED	4
QUALCOMM INC	COM	747525103	635,208	14,122,013	SH	DEFINED	1,2,3
QUANTA SVCS INC	COM	74762E102	1,475	66,650	SH	DEFINED	4
QUANTA SVCS INC	COM	74762E102	10,186	460,300	SH	DEFINED	1,2,3
QUEST SOFTWARE INC	COM	74834T103	1,896	112,500	SH	DEFINED	4
QUEST SOFTWARE INC	COM	74834T103	1,882	111,700	SH	DEFINED	1,2,3
RHI ENTMT INC DEL	COM	74957T104	636	200,000	SH	DEFINED	1,2,3
RPM INTL INC	COM	749685103	1,111	60,100	SH	DEFINED	4
RPM INTL INC	COM	749685103	7,481	404,600	SH	DEFINED	1,2,3
RALCORP HLDGS INC NEW	COM	751028101	7,472	127,800	SH	DEFINED	4
RALCORP HLDGS INC NEW	COM	751028101	29,592	506,100	SH	DEFINED	1,2,3
RAYTHEON CO	COM NEW	755111507	2,485	51,800	SH	DEFINED	4
RAYTHEON CO	COM NEW	755111507	11,441	238,500	SH	DEFINED	1,2,3
REGAL ENTMT GROUP	CL A	758766109	2,600	211,000	SH	DEFINED	4
REGAL ENTMT GROUP	CL A	758766109	2,596	210,700	SH	DEFINED	1,2,3
REGENCY ENERGY PARTNERS L P	COM UNITS L P	75885Y107	1,622	82,700	SH	DEFINED	4
REGENCY ENERGY PARTNERS L P	COM UNITS L P	75885Y107	7,601	387,591	SH	DEFINED	1,2,3
RESEARCH IN MOTION LTD	COM	760975102	80,879	1,197,320	SH	DEFINED	4
RESEARCH IN MOTION LTD	COM	760975102	223,932	3,315,050	SH	DEFINED	1,2,3
RESMED INC	COM	761152107	8,317	184,000	SH	DEFINED	4
RESMED INC	COM	761152107	13,483	298,300	SH	DEFINED	1,2,3
RIO TINTO PLC	SPONSORED ADR	767204100	5,364	31,500	SH	DEFINED	4
RIO TINTO PLC	SPONSORED ADR	767204100	12,091	71,000	SH	DEFINED	1,2,3

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RISKMETRICS GROUP INC	COM	767735103	15,502	1,060,301	SH	DEFINED	1,2,3
RIVERBED TECHNOLOGY INC	COM	768573107	53,488	2,435,696	SH	DEFINED	1,2,3
ROCKWELL COLLINS INC	COM	774341101	9,652	190,000	SH	DEFINED	4
ROCKWELL COLLINS INC	COM	774341101	25,502	502,000	SH	DEFINED	1,2,3
ROSETTA STONE INC	COM	777780107	3,676	160,100	SH	DEFINED	4
ROSETTA STONE INC	COM	777780107	22,471	978,700	SH	DEFINED	1,2,3
SAKS INC	COM	79377W108	957	140,350	SH	DEFINED	4
SAKS INC	COM	79377W108	7,645	1,121,000	SH	DEFINED	1,2,3
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	2,597	53,150	SH	DEFINED	4
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	24,083	492,795	SH	DEFINED	1,2,3
SAVVIS INC	COM NEW	805423308	11,432	722,600	SH	DEFINED	4
SAVVIS INC	COM NEW	805423308	33,125	2,093,865	SH	DEFINED	1,2,3

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SCHEIN HENRY INC	COM	806407102	3,347	60,950	SH	DEFINED	4
SCHEIN HENRY INC	COM	806407102	26,338	479,650	SH	DEFINED	1,2,3
SCHLUMBERGER LTD	COM	806857108	277,631	4,658,233	SH	DEFINED	4
SCHLUMBERGER LTD	COM	806857108	366,617	6,151,298	SH	DEFINED	1,2,3
SCHWAB CHARLES CORP NEW	COM	808513105	16,071	839,232	SH	DEFINED	4
SCHWAB CHARLES CORP NEW	COM	808513105	78,017	4,074,016	SH	DEFINED	1,2,3
SCIENTIFIC GAMES CORP	CL A	80874P109	12,852	811,850	SH	DEFINED	4
SCIENTIFIC GAMES CORP	CL A	80874P109	59,945	3,786,807	SH	DEFINED	1,2,3
SEALED AIR CORP NEW	COM	81211K100	816	41,550	SH	DEFINED	4
SEALED AIR CORP NEW	COM	81211K100	22,769	1,159,900	SH	DEFINED	1,2,3
SENSIENT TECHNOLOGIES CORP	COM	81725T100	3,024	108,900	SH	DEFINED	4
SENSIENT TECHNOLOGIES CORP	COM	81725T100	3,002	108,100	SH	DEFINED	1,2,3
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	14,356	280,390	SH	DEFINED	4
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	14,787	288,800	SH	DEFINED	1,2,3
SIERRA BANCORP	COM	82620P102	645	53,700	SH	DEFINED	4
SIERRA BANCORP	COM	82620P102	637	53,000	SH	DEFINED	1,2,3
SIGNATURE BK NEW YORK N Y	COM	82669G104	2,933	101,150	SH	DEFINED	4
SIGNATURE BK NEW YORK N Y	COM	82669G104	20,022	690,400	SH	DEFINED	1,2,3
SILGAN HOLDINGS INC	COM	827048109	3,573	67,751	SH	DEFINED	4
SILGAN HOLDINGS INC	COM	827048109	3,474	65,889	SH	DEFINED	1,2,3
SILICON GRAPHICS INTL CORP	COM	82706L108	824	122,800	SH	DEFINED	4
SILICON GRAPHICS INTL CORP	COM	82706L108	799	119,100	SH	DEFINED	1,2,3
SIMCERE PHARMACEUTICAL GROUP	SPON ADR	82859P104	2,021	253,920	SH	DEFINED	4
SIRIUS SATELLITE RADIO INC	NOTE 3.25%10/1	82966UAD5	1,680	2,000,000	PRN	DEFINED	4
SMART BALANCE INC	COM	83169Y108	4,981	811,200	SH	DEFINED	1,2,3
SMITH INTL INC	COM	832110100	22,080	769,354	SH	DEFINED	4
SMITH INTL INC	COM	832110100	112,186	3,908,926	SH	DEFINED	1,2,3
SOCIEDAD QUIMICA MINERA							

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DE C	SPON ADR SER B	833635105	4,919	125,700 SH	DEFINED	4
SOCIEDAD QUIMICA MINERA						
DE C	SPON ADR SER B	833635105	13,237	338,275 SH	DEFINED	1,2,3
SOLARWINDS INC	COM	83416B109	15,637	709,800 SH	DEFINED	1,2,3
SOLERA HOLDINGS INC	COM	83421A104	14,438	464,110 SH	DEFINED	4
SOLERA HOLDINGS INC	COM	83421A104	47,039	1,512,027 SH	DEFINED	1,2,3
SOLUTIA INC	COM NEW	834376501	2,088	180,325 SH	DEFINED	4
SOLUTIA INC	COM NEW	834376501	9,657	833,900 SH	DEFINED	1,2,3
SONIC SOLUTIONS	COM	835460106	5,260	886,942 SH	DEFINED	4
SONIC SOLUTIONS	COM	835460106	8,464	1,427,300 SH	DEFINED	1,2,3
SONOCO PRODS CO	COM	835495102	1,665	60,450 SH	DEFINED	4
SONOCO PRODS CO	COM	835495102	11,501	417,600 SH	DEFINED	1,2,3
SOUTHERN COPPER CORP	COM	84265V105	285,567	9,304,883 SH	DEFINED	4
SOUTHERN COPPER CORP	COM	84265V105	72,437	2,360,283 SH	DEFINED	1,2,3
SOUTHWEST AIRLS CO	COM	844741108	22,234	2,316,000 SH	DEFINED	1,2,3
SOUTHWEST BANCORP INC						
OKLA	COM	844767103	934	66,500 SH	DEFINED	4

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SOUTHWEST BANCORP INC						
OKLA	COM	844767103	921	65,600 SH	DEFINED	1,2,3
SOUTHWEST GAS CORP	COM	844895102	3,450	134,858 SH	DEFINED	4
SOUTHWEST GAS CORP	COM	844895102	3,341	130,628 SH	DEFINED	1,2,3
SOUTHWESTERN ENERGY CO	COM	845467109	3,114	72,950 SH	DEFINED	4
SOUTHWESTERN ENERGY CO	COM	845467109	10,239	239,900 SH	DEFINED	1,2,3
SPRINT NEXTEL CORP	COM FON	852061100	5,704	1,444,000 SH	DEFINED	4
SPRINT NEXTEL CORP	COM FON	852061100	16,978	4,298,150 SH	DEFINED	1,2,3
STARWOOD HOTELS&RESORTS						
WRLD	COM	85590A401	4,850	146,829 SH	DEFINED	4
STARWOOD HOTELS&RESORTS						
WRLD	COM	85590A401	18,675	565,400 SH	DEFINED	1,2,3
STERICYCLE INC	COM	858912108	2,122	43,800 SH	DEFINED	4
STERICYCLE INC	COM	858912108	23,928	493,879 SH	DEFINED	1,2,3
STIFEL FINL CORP	COM	860630102	2,509	45,700 SH	DEFINED	4
STIFEL FINL CORP	COM	860630102	2,503	45,600 SH	DEFINED	1,2,3
STRATASYS	COM	862685104	12,572	732,638 SH	DEFINED	4
STRATASYS	COM	862685104	20,355	1,186,212 SH	DEFINED	1,2,3
STRAYER ED INC	COM	863236105	8,250	37,900 SH	DEFINED	4
STRAYER ED INC	COM	863236105	13,561	62,300 SH	DEFINED	1,2,3
STRYKER CORP	COM	863667101	3,731	82,120 SH	DEFINED	4
STRYKER CORP	COM	863667101	21,866	481,308 SH	DEFINED	1,2,3
SUNCOR ENERGY INC NEW	COM	867224107	5,636	163,087 SH	DEFINED	4
SUNCOR ENERGY INC NEW	COM	867224107	55,059	1,593,143 SH	DEFINED	1,2,3
SUPERIOR INDS INTL INC	COM	868168105	1,830	128,900 SH	DEFINED	4
SUPERIOR INDS INTL INC	COM	868168105	1,796	126,500 SH	DEFINED	1,2,3
SYBASE INC	COM	871130100	3,206	82,411 SH	DEFINED	4
SYBASE INC	COM	871130100	3,106	79,848 SH	DEFINED	1,2,3
SYMANTEC CORP	COM	871503108	934	56,700 SH	DEFINED	4
SYMANTEC CORP	COM	871503108	4,315	262,000 SH	DEFINED	1,2,3
SYNAPTICS INC	COM	87157D109	3,279	130,100 SH	DEFINED	4
SYNAPTICS INC	COM	87157D109	8,898	353,106 SH	DEFINED	1,2,3
TD AMERITRADE HLDG CORP	COM	87236Y108	3,288	167,600 SH	DEFINED	4

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TD AMERITRADE HLDG CORP	COM	87236Y108	23,904	1,218,350	SH	DEFINED	1,2,3
TAIWAN SEMICONDUCTOR							
MFG LTD	SPONSORED ADR	874039100	8,091	738,260	SH	DEFINED	4
TARGA RESOURCES							
PARTNERS LP	COM UNIT	87611X105	1,932	103,000	SH	DEFINED	4
TARGA RESOURCES							
PARTNERS LP	COM UNIT	87611X105	8,910	474,927	SH	DEFINED	1,2,3
TARGET CORP	COM	87612E106	17,523	375,386	SH	DEFINED	4
TARGET CORP	COM	87612E106	135,333	2,899,165	SH	DEFINED	1,2,3
TECH DATA CORP	COM	878237106	2,705	65,000	SH	DEFINED	4
TECH DATA CORP	COM	878237106	2,638	63,400	SH	DEFINED	1,2,3
TELLABS INC	COM	879664100	1,832	264,700	SH	DEFINED	4
TELLABS INC	COM	879664100	1,830	264,400	SH	DEFINED	1,2,3
TENARIS S A	SPONSORED ADR	88031M109	967	27,150	SH	DEFINED	4
TENARIS S A	SPONSORED ADR	88031M109	3,177	89,200	SH	DEFINED	1,2,3

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TENNECO INC	COM	880349105	1,777	136,300	SH	DEFINED	4
TENNECO INC	COM	880349105	1,733	132,900	SH	DEFINED	1,2,3
TERRA INDS INC	COM	880915103	2,378	68,600	SH	DEFINED	4
TERRA INDS INC	COM	880915103	2,375	68,500	SH	DEFINED	1,2,3
TEVA PHARMACEUTICAL							
INDS LTD	ADR	881624209	23,412	463,046	SH	DEFINED	4
TEVA PHARMACEUTICAL							
INDS LTD	ADR	881624209	128,362	2,538,802	SH	DEFINED	1,2,3
TEXAS CAPITAL							
BANCSHARES INC	COM	88224Q107	2,075	123,200	SH	DEFINED	4
TEXAS CAPITAL							
BANCSHARES INC	COM	88224Q107	2,066	122,700	SH	DEFINED	1,2,3
TEXAS INSTRS INC	COM	882508104	4,075	172,000	SH	DEFINED	4
TEXAS INSTRS INC	COM	882508104	11,431	482,525	SH	DEFINED	1,2,3
TEXTRON INC	COM	883203101	8,439	444,600	SH	DEFINED	4
TEXTRON INC	COM	883203101	62,996	3,319,089	SH	DEFINED	1,2,3
THERMO FISHER							
SCIENTIFIC INC	COM	883556102	15,881	363,654	SH	DEFINED	4
THERMO FISHER							
SCIENTIFIC INC	COM	883556102	78,266	1,792,213	SH	DEFINED	1,2,3
THOMPSON CREEK METALS							
CO INC	COM	884768102	1,827	151,390	SH	DEFINED	4
THOMPSON CREEK METALS							
CO INC	COM	884768102	1,817	150,515	SH	DEFINED	1,2,3
TIBCO SOFTWARE INC	COM	88632Q103	2,277	239,900	SH	DEFINED	4
TIBCO SOFTWARE INC	COM	88632Q103	2,276	239,800	SH	DEFINED	1,2,3
TRAVELERS COMPANIES INC	COM	89417E109	13,439	272,981	SH	DEFINED	4
TRAVELERS COMPANIES INC	COM	89417E109	56,643	1,150,577	SH	DEFINED	1,2,3
TRIUMPH GROUP INC NEW	COM	896818101	1,684	35,100	SH	DEFINED	4
TRIUMPH GROUP INC NEW	COM	896818101	1,632	34,000	SH	DEFINED	1,2,3
US BANCORP DEL	COM NEW	902973304	3,375	154,400	SH	DEFINED	4
US BANCORP DEL	COM NEW	902973304	7,611	348,150	SH	DEFINED	1,2,3
ULTIMATE SOFTWARE GROUP							
INC	COM	90385D107	5,928	206,400	SH	DEFINED	4
ULTIMATE SOFTWARE GROUP							

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INC	COM	90385D107	9,601	334,312	SH	DEFINED	1,2,3
ULTRALIFE BATTERIES INC	COM	903899102	2,308	380,900	SH	DEFINED	4
ULTRALIFE BATTERIES INC	COM	903899102	8,863	1,462,461	SH	DEFINED	1,2,3
ULTRA PETROLEUM CORP	COM	903914109	6,754	137,950	SH	DEFINED	4
ULTRA PETROLEUM CORP	COM	903914109	17,900	365,600	SH	DEFINED	1,2,3
UNDER ARMOUR INC	CL A	904311107	10,790	387,713	SH	DEFINED	4
UNDER ARMOUR INC	CL A	904311107	19,336	694,778	SH	DEFINED	1,2,3
UNION PAC CORP	COM	907818108	37,377	640,562	SH	DEFINED	4
UNION PAC CORP	COM	907818108	183,595	3,146,449	SH	DEFINED	1,2,3
UNITED TECHNOLOGIES CORP	COM	913017109	8,526	139,936	SH	DEFINED	4
UNITED TECHNOLOGIES CORP	COM	913017109	41,591	682,605	SH	DEFINED	1,2,3
UNITEDHEALTH GROUP INC	COM	91324P102	1,966	78,500	SH	DEFINED	4
UNITEDHEALTH GROUP INC	COM	91324P102	9,004	359,600	SH	DEFINED	1,2,3
UNITIL CORP	COM	913259107	1,329	59,200	SH	DEFINED	4
UNITIL CORP	COM	913259107	1,410	62,800	SH	DEFINED	1,2,3
URBAN OUTFITTERS INC	COM	917047102	9,955	329,948	SH	DEFINED	4
URBAN OUTFITTERS INC	COM	917047102	32,523	1,077,990	SH	DEFINED	1,2,3

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VAIL RESORTS INC	COM	91879Q109	21,806	650,157	SH	DEFINED	1,2,3
VALERO ENERGY CORP NEW	COM	91913Y100	700	36,125	SH	DEFINED	4
VALERO ENERGY CORP NEW	COM	91913Y100	2,294	118,300	SH	DEFINED	1,2,3
VARIAN MED SYS INC	COM	92220P105	6,897	163,700	SH	DEFINED	4
VARIAN MED SYS INC	COM	92220P105	18,372	436,075	SH	DEFINED	1,2,3
VERTEX PHARMACEUTICALS INC	COM	92532F100	22,099	583,100	SH	DEFINED	4
VERTEX PHARMACEUTICALS INC	COM	92532F100	64,047	1,689,900	SH	DEFINED	1,2,3
VISA INC	COM CL A	92826C839	386,594	5,593,892	SH	DEFINED	4
VISA INC	COM CL A	92826C839	306,371	4,433,086	SH	DEFINED	1,2,3
VOCUS INC	COM	92858J108	27,267	1,305,258	SH	DEFINED	1,2,3
VOLCANO CORPORATION	COM	928645100	10,390	617,713	SH	DEFINED	4
VOLCANO CORPORATION	COM	928645100	38,154	2,268,400	SH	DEFINED	1,2,3
WMS INDS INC	COM	929297109	2,264	50,800	SH	DEFINED	4
WMS INDS INC	COM	929297109	2,201	49,400	SH	DEFINED	1,2,3
WABTAC CORP	COM	929740108	4,864	129,600	SH	DEFINED	4
WABTAC CORP	COM	929740108	29,925	797,364	SH	DEFINED	1,2,3
WAL MART STORES INC	COM	931142103	7,374	150,208	SH	DEFINED	4
WAL MART STORES INC	COM	931142103	61,159	1,245,857	SH	DEFINED	1,2,3
WARNACO GROUP INC	COM NEW	934390402	2,399	54,700	SH	DEFINED	4
WARNACO GROUP INC	COM NEW	934390402	2,347	53,500	SH	DEFINED	1,2,3
WASTE CONNECTIONS INC	COM	941053100	5,633	195,200	SH	DEFINED	1,2,3
WELLS FARGO & CO NEW	COM	949746101	14,076	499,517	SH	DEFINED	4
WELLS FARGO & CO NEW	COM	949746101	101,629	3,606,420	SH	DEFINED	1,2,3
WERNER ENTERPRISES INC	COM	950755108	1,628	87,400	SH	DEFINED	4
WERNER ENTERPRISES INC	COM	950755108	1,600	85,900	SH	DEFINED	1,2,3
WHITING PETE CORP NEW	COM	966387102	2,390	41,500	SH	DEFINED	4
WHITING PETE CORP NEW	COM	966387102	2,349	40,800	SH	DEFINED	1,2,3
WHOLE FOODS MKT INC	COM	966837106	3,990	130,850	SH	DEFINED	4
WHOLE FOODS MKT INC	COM	966837106	29,365	963,100	SH	DEFINED	1,2,3

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WINTRUST FINANCIAL CORP	COM	97650W108	2,793	99,900	SH	DEFINED	4
WINTRUST FINANCIAL CORP	COM	97650W108	2,789	99,747	SH	DEFINED	1,2,3
WRIGHT MED GROUP INC	COM	98235T107	680	38,050	SH	DEFINED	4
WRIGHT MED GROUP INC	COM	98235T107	5,470	306,250	SH	DEFINED	1,2,3
WRIGHT MED GROUP INC	NOTE 2.625%12/0	98235TAA5	2,346	2,780,000	PRN	DEFINED	4
WRIGHT MED GROUP INC	NOTE 2.625%12/0	98235TAA5	1,873	2,220,000	PRN	DEFINED	1,2,3
WYNN RESORTS LTD	COM	983134107	535,752	7,557,505	SH	DEFINED	4
WYNN RESORTS LTD	COM	983134107	281,735	3,974,255	SH	DEFINED	1,2,3
XTO ENERGY CORP	COM	98385X106	17,943	434,240	SH	DEFINED	4
XTO ENERGY CORP	COM	98385X106	89,871	2,175,004	SH	DEFINED	1,2,3
XEROX CORP	COM	984121103	2,943	380,200	SH	DEFINED	4
XEROX CORP	COM	984121103	13,700	1,770,000	SH	DEFINED	1,2,3
YINGLI GREEN ENERGY HLDG CO	ADR	98584B103	2,823	226,600	SH	DEFINED	4

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YUM BRANDS INC	COM	988498101	6,678	197,815	SH	DEFINED	4
YUM BRANDS INC	COM	988498101	13,709	406,067	SH	DEFINED	1,2,3
ZIMMER HLDGS INC	COM	98956P102	725	13,570	SH	DEFINED	4
ZIMMER HLDGS INC	COM	98956P102	5,357	100,230	SH	DEFINED	1,2,3
ZIONS BANCORPORATION	COM	989701107	1,249	69,500	SH	DEFINED	4
ZIONS BANCORPORATION	COM	989701107	5,928	329,900	SH	DEFINED	1,2,3
ZUMIEZ INC	COM	989817101	8,091	493,044	SH	DEFINED	4
ZUMIEZ INC	COM	989817101	13,079	797,042	SH	DEFINED	1,2,3
TELVENT GIT SA	SHS	E90215109	28,534	984,594	SH	DEFINED	4
TELVENT GIT SA	SHS	E90215109	77,926	2,688,966	SH	DEFINED	1,2,3
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	324	8,700	SH	DEFINED	4
ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	1,495	40,100	SH	DEFINED	1,2,3
BUNGE LIMITED	COM	G16962105	32,632	521,200	SH	DEFINED	4
BUNGE LIMITED	COM	G16962105	90,762	1,449,647	SH	DEFINED	1,2,3
COOPER INDUSTRIES PLC	SHS	G24140108	1,719	45,750	SH	DEFINED	4
COOPER INDUSTRIES PLC	SHS	G24140108	11,769	313,250	SH	DEFINED	1,2,3
EVEREST RE GROUP LTD	COM	G3223R108	1,526	17,400	SH	DEFINED	4
EVEREST RE GROUP LTD	COM	G3223R108	6,972	79,500	SH	DEFINED	1,2,3
LAZARD LTD	SHS A	G54050102	17,097	413,863	SH	DEFINED	4
LAZARD LTD	SHS A	G54050102	91,767	2,221,416	SH	DEFINED	1,2,3
NABORS INDUSTRIES LTD	SHS	G6359F103	2,791	133,550	SH	DEFINED	4
NABORS INDUSTRIES LTD	SHS	G6359F103	5,944	284,400	SH	DEFINED	1,2,3
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	1,960	54,691	SH	DEFINED	4
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	1,906	53,186	SH	DEFINED	1,2,3
RENAISSANCE HOLDINGS LTD	COM	G7496G103	8,784	160,400	SH	DEFINED	4
RENAISSANCE HOLDINGS LTD	COM	G7496G103	31,629	577,600	SH	DEFINED	1,2,3
ACE LTD	SHS	H0023R105	13,304	248,850	SH	DEFINED	4
ACE LTD	SHS	H0023R105	59,324	1,109,689	SH	DEFINED	1,2,3
ALCON INC	COM SHS	H01301102	60	430	SH	DEFINED	4
ALCON INC	COM SHS	H01301102	2,909	20,980	SH	DEFINED	1,2,3
WEATHERFORD INTERNATIONAL LT	REG	H27013103	364,459	17,581,259	SH	DEFINED	4

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WEATHERFORD							
INTERNATIONAL LT	REG	H27013103	336,771	16,245,571	SH	DEFINED	1,2,3
TRANSOCEAN LTD	REG SHS	H8817H100	8,358	97,718	SH	DEFINED	4
TRANSOCEAN LTD	REG SHS	H8817H100	26,695	312,117	SH	DEFINED	1,2,3
UBS AG	SHS NEW	H89231338	975	53,250	SH	DEFINED	4
UBS AG	SHS NEW	H89231338	2,388	130,426	SH	DEFINED	1,2,3
CORE LABORATORIES N V	COM	N22717107	6,649	64,500	SH	DEFINED	4
CORE LABORATORIES N V	COM	N22717107	10,794	104,700	SH	DEFINED	1,2,3
VISTAPRINT N V	SHS	N93540107	6,865	135,274	SH	DEFINED	1,2,3
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	1,675	69,550	SH	DEFINED	4
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	11,249	467,150	SH	DEFINED	1,2,3
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	8,990	526,651	SH	DEFINED	4

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	ITEM 7	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL	INVESTMENT DISCRETION	MANAGER SEE INSTR V
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	25,150	1,473,335	SH	DEFINED	1,2,3
VERIGY LTD	SHS	Y93691106	1,751	150,700	SH	DEFINED	4
VERIGY LTD	SHS	Y93691106	1,738	149,600	SH	DEFINED	1,2,3
			=====				
			29,037,400	928,785,162			