

Edgar Filing: ING GROEP NV - Form 13F-HR

ING GROEP NV  
Form 13F-HR  
August 15, 2011

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, 2011

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: Amstelveenseweg 500  
1081 KL, 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: Simon van Dijken  
Title: Manager Management Information  
Phone: +31 20 576 05 20

Signature, Place, and Date of Signing:

/s/ Simon van Dijken, Amsterdam, August 15, 2011  
-----

Name: J.A.M. Emke-Petrelluzzi Bojanic  
Title: Manager ING Holdings & Chair  
Phone: +31 20 576 65 41

Signature, Place, and Date of Signing:

/s/ J.A.M. Emke-Petrelluzzi Bojanic, Amsterdam, August 15, 2011  
-----

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

Report Type (Check only one.):

Edgar Filing: ING GROEP NV - Form 13F-HR

13F HOLDINGS REPORT.

13F NOTICE.

13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
28-13194	ING Investment Management, Inc.
28-11943	ING Investment Management (Europe) B.V.
28-01217	ING Investment Management Co.
28-10070	ING Investment Trust Company
28-04547	ING Investments, LLC
28-07292	ING Investment Management LLC

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:  
 Form 13F Information Table Entry Total: 930  
 Form 13F Information Table Value Total: \$ 6,390,750  
 (USD thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
1		Other wholly owned subsidiary of ING Groep N.V.
2		ING Investment Management Advisors B.V.
3		ING Investment Management Asia Pacific
4		ING Investment Management Asia Pacific & ING Investment Management Advisors B.V.

Form 13F Information Table

Issuer Name	Class Title	CUSIP	VALUE (x1000)	# of Shares	SH/ PUT/ PRN CALL	Investment Discretion	Other
3M CO	COM	88579Y101	3,038	32038		DEFINED	
99 CENTS ONLY STORES	COM	65440K106	61	3000		DEFINED	
AARONS INC	COM PAR \$0.50	002535300	76	2700		DEFINED	
ABBOTT LABS	COM	002824100	27,971	531966		DEFINED	
ABBOTT LABS	COM	002824100	19,310	367257	SH	DEFINED	
ABERCROMBIE & FITCH CO	CL A	002896207	221	3300		DEFINED	
ACME PACKET INC	COM	004764106	84	1200		DEFINED	
ACUITY BRANDS INC	COM	00508Y102	18,071	324033		DEFINED	
ADOBE SYS INC	COM	00724F101	34,572	1099623		DEFINED	
ADOBE SYS INC	COM	00724F101	978	31099	SH	DEFINED	
ADVANCED MICRO DEVICES INC	COM	007903107	751	107591		DEFINED	
AES CORP	COM	00130H105	281	22028		DEFINED	
AETNA INC NEW	COM	00817Y108	1,342	30458		DEFINED	
AFFYMETRIX INC	COM	00826T108	463	58350		DEFINED	
AFLAC INC	COM	001055102	369	7909		DEFINED	

Edgar Filing: ING GROEP NV - Form 13F-HR

AGILENT TECHNOLOGIES INC	COM	00846U101	736	14410		DEFINED
AGL RES INC	COM	001204106	116	2848		DEFINED
AGL RES INC	COM	001204106	490	12039	SH	DEFINED
AGRIUM INC	COM	008916108	263	3000		DEFINED
AIR PRODS & CHEMS INC	COM	009158106	13,192	138006		DEFINED
AK STL HLDG CORP	COM	001547108	282	17900		DEFINED
AKAMAI TECHNOLOGIES INC	COM	00971T101	2,712	86166		DEFINED
ALBEMARLE CORP	COM	012653101	1,079	15596		DEFINED
ALCOA INC	COM	013817101	1,872	118166		DEFINED
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	8,529	109531		DEFINED
ALEXION PHARMACEUTICALS INC	COM	015351109	56	1200		DEFINED
ALKERMES INC	COM	01642T108	558	30000		DEFINED
ALLERGAN INC	COM	018490102	1,913	22976		DEFINED
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	84	4300		DEFINED
ALLSTATE CORP	COM	020002101	440	14400		DEFINED
ALPHA NATURAL RESOURCES INC	COM	02076X102	357	7854		DEFINED
ALTERA CORP	COM	021441100	276	5944		DEFINED
ALTRIA GROUP INC	COM	02209S103	8,058	305116	SH	DEFINED
AMAZON COM INC	COM	023135106	441	2155		DEFINED
AMEREN CORP	COM	023608102	213	7400		DEFINED
AMEREN CORP	COM	023608102	12,057	418353	SH	DEFINED
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	3,378	62703	SH	DEFINED
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	64	5000		DEFINED
AMERICAN ELEC PWR INC	COM	025537101	1,101	29246		DEFINED
AMERICAN ELEC PWR INC	COM	025537101	12,997	345197	SH	DEFINED
AMERICAN EXPRESS CO	COM	025816109	3,606	69763		DEFINED
AMERICAN FINL GROUP INC OHIO	COM	025932104	507	14200		DEFINED
AMERICAN INTL GROUP INC	COM NEW	026874784	255	8700		DEFINED
AMERICAN TOWER CORP	CL A	029912201	3,157	60348		DEFINED

Page 1

AMERIGROUP CORP	COM	03073T102	3,168	45000		DEFINED
AMERIPRISE FINL INC	COM	03076C106	10,514	182368		DEFINED
AMERISOURCEBERGEN CORP	COM	03073E105	21,117	510068		DEFINED
AMGEN INC	COM	031162100	18,289	313552		DEFINED
AMPHENOL CORP NEW	CL A	032095101	355	6580		DEFINED
AMYLIN PHARMACEUTICALS INC	COM	032346108	1,062	79460		DEFINED
ANADARKO PETE CORP	COM	032511107	1,346	17550		DEFINED
ANALOG DEVICES INC	COM	032654105	1,759	44940		DEFINED
ANNALY CAP MGMT INC	COM	035710409	828	45958		DEFINED
ANSYS INC	COM	03662Q105	98	1800		DEFINED
AOL INC	COM	00184X105	84	4218		DEFINED
AON CORP	COM	037389103	918	17900		DEFINED
APACHE CORP	COM	037411105	2,736	22185		DEFINED
APARTMENT INVT & MGMT CO	CL A	03748R101	9,807	384154		DEFINED
APOLLO GROUP INC	CL A	037604105	6,202	142051		DEFINED
APOLLO INVT CORP	COM	03761U106	15,315	1500000		DEFINED
APPLE INC	COM	037833100	93,460	278496		DEFINED
APPLE INC	COM	037833100	2,185	6510	SH	DEFINED
APPLIED MATLS INC	COM	038222105	645	49552		DEFINED
APTARGROUP INC	COM	038336103	73	1400		DEFINED
AQUA AMERICA INC	COM	03836W103	1,267	57640		DEFINED
ARCH COAL INC	COM	039380100	23,717	889277		DEFINED
ARCHER DANIELS MIDLAND CO	COM	039483102	5,008	166213		DEFINED
ARKANSAS BEST CORP DEL	COM	040790107	64	2700		DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

ARRIS GROUP INC	COM	04269Q100	74	6400	DEFINED
ARUBA NETWORKS INC	COM	043176106	83	2800	DEFINED
ASCENA RETAIL GROUP INC	COM	04351G101	72	2100	DEFINED
ASSURANT INC	COM	04621X108	1,566	43168	DEFINED
AT&T INC	COM	00206R102	238,271	7588238	DEFINED
AT&T INC	COM	00206R102	13,627	433988	SH DEFINED
ATHENAHEALTH INC	COM	04685W103	66	1600	DEFINED
ATLAS ENERGY LP	COM UNITS LP	04930A104	14,810	681246	DEFINED
ATWOOD OCEANICS INC	COM	050095108	442	10000	DEFINED
AUTODESK INC	COM	052769106	3,623	93850	DEFINED
AUTOLIV INC	COM	052800109	79	1003	DEFINED
AUTOMATIC DATA PROCESSING IN	COM	053015103	990	18800	DEFINED
AUTONATION INC	COM	05329W102	974	26600	DEFINED
AVALONBAY CMNTYS INC	COM	053484101	19,575	152450	DEFINED
AVERY DENNISON CORP	COM	053611109	986	25529	DEFINED
AVNET INC	COM	053807103	42	1315	DEFINED
AVON PRODS INC	COM	054303102	3,480	124324	DEFINED
BABCOCK & WILCOX CO NEW	COM	05615F102	72	2600	DEFINED
BADGER METER INC	COM	056525108	311	8400	DEFINED
BAIDU INC	SPON ADR REP A	056752108	4,122	29400	DEFINED
BAKER HUGHES INC	COM	057224107	1,409	19404	DEFINED

Page 2

BALL CORP	COM	058498106	279	7244	DEFINED
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	6,135	299276	DEFINED
BANCO SANTANDER BRASIL S A	ADS REP 1 UNIT	05967A107	145	12400	DEFINED
BANK OF AMERICA CORPORATION	COM	060505104	159,514	14567519	DEFINED
BANK OF NEW YORK MELLON CORP	COM	064058100	551	21518	DEFINED
BARD C R INC	COM	067383109	286	2600	DEFINED
BARRICK GOLD CORP	COM	067901108	36,326	801904	DEFINED
BAXTER INTL INC	COM	071813109	43,175	723434	DEFINED
BAXTER INTL INC	COM	071813109	1,433	24016	SH DEFINED
BB&T CORP	COM	054937107	150	5600	DEFINED
BECTON DICKINSON & CO	COM	075887109	946	10984	DEFINED
BED BATH & BEYOND INC	COM	075896100	3,217	55117	DEFINED
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	4,035	52136	DEFINED
BEST BUY INC	COM	086516101	153	4870	DEFINED
BIG LOTS INC	COM	089302103	613	18500	DEFINED
BIOMEN IDEC INC	COM	09062X103	6,027	56405	DEFINED
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	1,847	67879	DEFINED
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	136,147	8231358	DEFINED
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	611	36946	SH DEFINED
BLOCK H & R INC	COM	093671105	101	6300	DEFINED
BMC SOFTWARE INC	COM	055921100	3,226	58965	DEFINED
BOEING CO	COM	097023105	21,945	296790	DEFINED
BORGWARNER INC	COM	099724106	805	9960	DEFINED
BOSTON PROPERTIES INC	COM	101121101	27,063	254807	DEFINED
BOSTON SCIENTIFIC CORP	COM	101137107	1,047	151494	DEFINED
BRE PROPERTIES INC	CL A	05564E106	10,470	209902	DEFINED
BRF-BRASIL FOODS S A	SPONSORED ADR	10552T107	2,903	167502	DEFINED
BRIGGS & STRATTON CORP	COM	109043109	60	3000	DEFINED
BRINKS CO	COM	109696104	69	2300	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	21,622	747135	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	12,358	427027	SH DEFINED
BROADCOM CORP	CL A	111320107	6,609	196520	DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	2,254	67958	DEFINED
BROOKFIELD PPTYS CORP	COM	112900105	8,113	420587	DEFINED
BROOKFIELD RESIDENTIAL PPTYS	COM	11283W104	19	1891	DEFINED
BROWN FORMAN CORP	CL B	115637209	932	12482	DEFINED
BUNGE LIMITED	COM	G16962105	194	2809	DEFINED
CA INC	COM	12673P105	705	30870	DEFINED
CABOT OIL & GAS CORP	COM	127097103	1,106	16679	DEFINED
CALGON CARBON CORP	COM	129603106	220	12960	DEFINED
CAMECO CORP	COM	13321L108	240	9100	DEFINED
CAMERON INTERNATIONAL CORP	COM	13342B105	983	19534	DEFINED
CAMPBELL SOUP CO	COM	134429109	909	26341	DEFINED
CANADIAN NAT RES LTD	COM	136385101	1,022	24444	DEFINED
CANADIAN NATL RY CO	COM	136375102	235	2945	DEFINED

Page 3

CAPITAL ONE FINL CORP	COM	14040H105	15,055	291254	DEFINED
CARDINAL HEALTH INC	COM	14149Y108	20,613	453920	DEFINED
CAREER EDUCATION CORP	COM	141665109	66	3100	DEFINED
CAREFUSION CORP	COM	14170T101	1,051	38688	DEFINED
CARLISLE COS INC	COM	142339100	79	1600	DEFINED
CARMAX INC	COM	143130102	1,130	34163	DEFINED
CARNIVAL CORP	PAIRED CTF	143658300	15,459	410597	DEFINED
CARNIVAL CORP	PAIRED CTF	143658300	740	19646 SH	DEFINED
CARTER INC	COM	146229109	62	2000	DEFINED
CATERPILLAR INC DEL	COM	149123101	1,732	16271	DEFINED
CB RICHARD ELLIS GROUP INC	CL A	12497T101	983	39147	DEFINED
CBS CORP NEW	CL B	124857202	251	8800	DEFINED
CELANESE CORP DEL	COM SER A	150870103	1,925	36100	DEFINED
CELGENE CORP	COM	151020104	3,852	63915	DEFINED
CELGENE CORP	COM	151020104	663	11007 SH	DEFINED
CENOVUS ENERGY INC	COM	15135U109	130	3458	DEFINED
CENTERPOINT ENERGY INC	COM	15189T107	730	37723	DEFINED
CENTRAL EUROPEAN DIST CORP	COM	153435102	4,221	376861	DEFINED
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	10,746	544125	DEFINED
CENTURYLINK INC	COM	156700106	20,596	509552.76	DEFINED
CEPHALON INC	COM	156708109	3,708	46398	DEFINED
CERNER CORP	COM	156782104	418	6833	DEFINED
CF INDS HLDGS INC	COM	125269100	1,602	11305	DEFINED
CHARLES RIV LABS INTL INC	COM	159864107	781	19200	DEFINED
CHESAPEAKE ENERGY CORP	COM	165167107	1,537	51774	DEFINED
CHEVRON CORP NEW	COM	166764100	9,561	92978	DEFINED
CHEVRON CORP NEW	COM	166764100	2,024	19682 SH	DEFINED
CHICOS FAS INC	COM	168615102	58	3800	DEFINED
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	479	10232	DEFINED
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	27,403	585918 SH	DEFINED
CHIPOTLE MEXICAN GRILL INC	COM	169656105	277	900	DEFINED
CHUBB CORP	COM	171232101	15,099	241152	DEFINED
CHUNGHWA TELECOM CO LTD	SPON ADR NEW11	17133Q502	1,622	46946	DEFINED
CHURCH & DWIGHT INC	COM	171340102	220	5425	DEFINED
CIGNA CORP	COM	125509109	4,470	86822	DEFINED
CIMAREX ENERGY CO	COM	171798101	225	2500	DEFINED
CINCINNATI FINL CORP	COM	172062101	525	18000	DEFINED
CINTAS CORP	COM	172908105	505	15297	DEFINED
CIRRUS LOGIC INC	COM	172755100	68	4300	DEFINED
CISCO SYS INC	COM	17275R102	12,400	794387	DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

CIT GROUP INC	COM NEW	125581801	1,512	34180		DEFINED
CITIGROUP INC	COM NEW	172967424	1,326	31851	SH	DEFINED
CITIGROUP INC	COM NEW	172967424	27,941	671330		DEFINED
CITRIX SYS INC	COM	177376100	10,585	132450		DEFINED
CITRIX SYS INC	COM	177376100	854	10689	SH	DEFINED

Page 4

CLARCOR INC	COM	179895107	80	1700		DEFINED
CLAYMORE EXCHANGE TRD FD TR	GUGG CHN SML CAP	18383Q853	5,916	213349		DEFINED
CLIFFS NATURAL RESOURCES INC	COM	18683K101	2,126	22997		DEFINED
CLOROX CO DEL	COM	189054109	115	1700		DEFINED
CME GROUP INC	COM	12572Q105	338	1158		DEFINED
CMS ENERGY CORP	COM	125896100	1,710	86862		DEFINED
COACH INC	COM	189754104	18,488	289141		DEFINED
COCA COLA CO	COM	191216100	4,737	70405		DEFINED
COCA COLA ENTERPRISES INC NE	COM	19122T109	26,001	890747		DEFINED
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	4,057	55319		DEFINED
COLGATE PALMOLIVE CO	COM	194162103	4,942	56516		DEFINED
COMCAST CORP NEW	CL A	20030N101	26,425	1043240		DEFINED
COMERICA INC	COM	200340107	19,968	577621		DEFINED
COMMONWEALTH REIT	COM SH BEN INT	203233101	1,249	48400		DEFINED
COMPANHIA BRASILEIRA DE DIST	SPN ADR PFD CL A	20440T201	94	2000		DEFINED
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	2,863	84862		DEFINED
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	1,011	29970	SH	DEFINED
COMPANHIA DE SANEAMENTO BASI	SPONSORED ADR	20441A102	895	14988		DEFINED
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	169	8196		DEFINED
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	2,012	161627		DEFINED
COMPUTER SCIENCES CORP	COM	205363104	403	10619		DEFINED
COMPUWARE CORP	COM	205638109	132	13528		DEFINED
CONAGRA FOODS INC	COM	205887102	11,314	438863		DEFINED
CONAGRA FOODS INC	COM	205887102	13,303	516038	SH	DEFINED
CONCUR TECHNOLOGIES INC	COM	206708109	80	1600		DEFINED
CONOCOPHILLIPS	COM	20825C104	28,476	378967		DEFINED
CONSOL ENERGY INC	COM	20854P109	225	4642		DEFINED
CONSOLIDATED EDISON INC	COM	209115104	3,137	58944		DEFINED
CONSOLIDATED EDISON INC	COM	209115104	8,311	156157	SH	DEFINED
CONSTELLATION BRANDS INC	CL A	21036P108	188	9041		DEFINED
CONSTELLATION ENERGY GROUP I	COM	210371100	690	18183		DEFINED
COPA HOLDINGS SA	CL A	P31076105	494	7384	SH	DEFINED
COPART INC	COM	217204106	84	1800		DEFINED
CORNING INC	COM	219350105	512	28200		DEFINED
COSAN LTD	SHS A	G25343107	699	56820		DEFINED
COSTCO WHSL CORP NEW	COM	22160K105	1,004	12360		DEFINED
COVANTA HLDG CORP	COM	22282E102	432	26240		DEFINED
COVENTRY HEALTH CARE INC	COM	222862104	420	11525		DEFINED
CRANE CO	COM	224399105	54	1100		DEFINED
CREDICORP LTD	COM	G2519Y108	1,121	13014	SH	DEFINED
CRH PLC	ADR	12626K203	676	30000		DEFINED
CROWN CASTLE INTL CORP	COM	228227104	2,941	72122		DEFINED
CROWN HOLDINGS INC	COM	228368106	56	1450		DEFINED
CSX CORP	COM	126408103	711	27114		DEFINED
CTC MEDIA INC	COM	12642X106	906	42479		DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

Page 5

CTC MEDIA INC	COM	12642X106	2,281	107000	SH	DEFINED
CULLEN FROST BANKERS INC	COM	229899109	293	5141		DEFINED
CULLEN FROST BANKERS INC	COM	229899109	713	12528	SH	DEFINED
CUMMINS INC	COM	231021106	889	8595		DEFINED
CVS CAREMARK CORPORATION	COM	126650100	14,353	382136		DEFINED
CYMER INC	COM	232572107	59	1200		DEFINED
D R HORTON INC	COM	23331A109	368	31900		DEFINED
DANAHER CORP DEL	COM	235851102	5,708	107739		DEFINED
DARDEN RESTAURANTS INC	COM	237194105	124	2500		DEFINED
DAVITA INC	COM	23918K108	1,063	12283		DEFINED
DEAN FOODS CO NEW	COM	242370104	340	27700		DEFINED
DEERE & CO	COM	244199105	5,269	63910		DEFINED
DELL INC	COM	24702R101	2,147	128773		DEFINED
DELTA AIR LINES INC DEL	COM NEW	247361702	37	4060		DEFINED
DENBURY RES INC	COM NEW	247916208	864	43257		DEFINED
DENTSPLY INTL INC NEW	COM	249030107	571	15000		DEFINED
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	7,584	538626		DEFINED
DEVON ENERGY CORP NEW	COM	25179M103	1,400	17763		DEFINED
DEVRY INC DEL	COM	251893103	1,258	21275		DEFINED
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	397	5640		DEFINED
DICKS SPORTING GOODS INC	COM	253393102	81	2100		DEFINED
DIEBOLD INC	COM	253651103	8,186	263803	SH	DEFINED
DIRECTV	COM CL A	25490A101	40,716	801180		DEFINED
DISCOVER FINL SVCS	COM	254709108	2,474	92490		DEFINED
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	560	13665		DEFINED
DISNEY WALT CO	COM DISNEY	254687106	1,038	26600		DEFINED
DOLBY LABORATORIES INC	COM	25659T107	59	1400		DEFINED
DOLLAR GEN CORP NEW	COM	256677105	60	1769		DEFINED
DOLLAR TREE INC	COM	256746108	272	4076		DEFINED
DOMINION RES INC VA NEW	COM	25746U109	821	17010		DEFINED
DONALDSON INC	COM	257651109	91	1500		DEFINED
DONNELLEY R R & SONS CO	COM	257867101	1,271	64855		DEFINED
DOVER CORP	COM	260003108	23,686	349358		DEFINED
DOW CHEM CO	COM	260543103	4,886	135677		DEFINED
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	25,581	610097		DEFINED
DR REDDYS LABS LTD	ADR	256135203	836	24386		DEFINED
DRESSER-RAND GROUP INC	COM	261608103	193	3600		DEFINED
DTE ENERGY CO	COM	233331107	25,383	507253		DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	23,094	427190		DEFINED
DUKE ENERGY CORP NEW	COM	26441C105	2,856	151698		DEFINED
DUN & BRADSTREET CORP DEL NE	COM	26483E100	648	8572		DEFINED
DYCOM INDS INC	COM	267475101	61	3700		DEFINED
E M C CORP MASS	COM	268648102	1,924	69826		DEFINED
E M C CORP MASS	COM	268648102	590	21419	SH	DEFINED
E TRADE FINANCIAL CORP	COM NEW	269246401	3,653	264726		DEFINED

Page 6

EATON CORP	COM	278058102	1,784	34694		DEFINED
EATON CORP	COM	278058102	770	14965	SH	DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

EBAY INC	COM	278642103	792	24534	DEFINED
ECHOSTAR CORP	CL A	278768106	653	17900	DEFINED
EDISON INTL	COM	281020107	1,225	31600	DEFINED
EDWARDS LIFESCIENCES CORP	COM	28176E108	9,593	110032	DEFINED
EL PASO CORP	COM	28336L109	1,367	67729	DEFINED
ELECTRONIC ARTS INC	COM	285512109	767	32491	DEFINED
EMERSON ELEC CO	COM	291011104	14,812	263410	DEFINED
EMERSON ELEC CO	COM	291011104	747	13285 SH	DEFINED
ENCANA CORP	COM	292505104	95	3086	DEFINED
ENERGIZER HLDGS INC	COM	29266R108	268	3709	DEFINED
ENTERGY CORP NEW	COM	29364G103	399	5838	DEFINED
EOG RES INC	COM	26875P101	991	9480	DEFINED
EQT CORP	COM	26884L109	280	5336	DEFINED
EQUIFAX INC	COM	294429105	299	8617	DEFINED
EQUINIX INC	COM NEW	29444U502	3,210	31762	DEFINED
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	912	14600	DEFINED
EQUITY RESIDENTIAL	SH BEN INT	29476L107	33,480	557720	DEFINED
EVEREST RE GROUP LTD	COM	G3223R108	453	5538 SH	DEFINED
EXELON CORP	COM	30161N101	33,568	783379	DEFINED
EXELON CORP	COM	30161N101	13,365	311910 SH	DEFINED
EXPEDIA INC DEL	COM	30212P105	444	15300	DEFINED
EXPEDITORS INTL WASH INC	COM	302130109	1,058	20663	DEFINED
EXPRESS SCRIPTS INC	COM	302182100	26,132	484110	DEFINED
EXXON MOBIL CORP	COM	30231G102	54,041	664711	DEFINED
EXXON MOBIL CORP	COM	30231G102	1,014	12470 SH	DEFINED
F M C CORP	COM NEW	302491303	768	8931	DEFINED
F5 NETWORKS INC	COM	315616102	562	5100	DEFINED
FAMILY DLR STORES INC	COM	307000109	797	15156	DEFINED
FASTENAL CO	COM	311900104	414	11500	DEFINED
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	8,906	104564	DEFINED
FEDERATED INVS INC PA	CL B	314211103	150	6300	DEFINED
FEDEX CORP	COM	31428X106	95	1000	DEFINED
FELCOR LODGING TR INC	COM	31430F101	614	115000	DEFINED
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	2,126	135000	DEFINED
FIDELITY NATL INFORMATION SV	COM	31620M106	199	6473	DEFINED
FIFTH THIRD BANCORP	COM	316773100	20,573	1614803	DEFINED
FINISAR CORP	COM NEW	31787A507	202	11200	DEFINED
FIRST HORIZON NATL CORP	COM	320517105	26	2700	DEFINED
FIRST NIAGARA FINL GP INC	COM	33582V108	1,993	151000	DEFINED
FIRST NIAGARA FINL GP INC	COM	33582V108	7,692	582710 SH	DEFINED
FIRST SOLAR INC	COM	336433107	3,723	28142	DEFINED
FIRSTENERGY CORP	COM	337932107	511	11579	DEFINED
FISERV INC	COM	337738108	177	2823	DEFINED

Page 7

FLIR SYS INC	COM	302445101	394	11700	DEFINED
FLOWERVE CORP	COM	34354P105	209	1900	DEFINED
FLUOR CORP NEW	COM	343412102	21,023	325188	DEFINED
FMC TECHNOLOGIES INC	COM	30249U101	555	12404	DEFINED
FOOT LOCKER INC	COM	344849104	74	3100	DEFINED
FORD MTR CO DEL	COM PAR \$0.01	345370860	741	53714	DEFINED
FOREST LABS INC	COM	345838106	1,224	31115	DEFINED
FORTINET INC	COM	34959E109	82	3000	DEFINED
FORTUNE BRANDS INC	COM	349631101	383	6000	DEFINED
FORWARD AIR CORP	COM	349853101	61	1800	DEFINED



Edgar Filing: ING GROEP NV - Form 13F-HR

FRANKLIN RES INC	COM	354613101	3,317	25249		DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	22,165	419082		DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	1,112	21027	SH	DEFINED
FRONTIER COMMUNICATIONS CORP	COM	35906A108	165	20431		DEFINED
GALLAGHER ARTHUR J & CO	COM	363576109	1,246	43615		DEFINED
GALLAGHER ARTHUR J & CO	COM	363576109	13,086	458021	SH	DEFINED
GAMESTOP CORP NEW	CL A	36467W109	51	1900		DEFINED
GANNETT INC	COM	364730101	1,694	118200		DEFINED
GAP INC DEL	COM	364760108	397	21940		DEFINED
GARDNER DENVER INC	COM	365558105	92	1100		DEFINED
GARTNER INC	COM	366651107	60	1500		DEFINED
GENERAL DYNAMICS CORP	COM	369550108	20,798	279096		DEFINED
GENERAL ELECTRIC CO	COM	369604103	35,208	1868783		DEFINED
GENERAL ELECTRIC CO	COM	369604103	1,041	55261	SH	DEFINED
GENERAL GROWTH PPTYS INC NEW	COM	370023103	13,887	831537		DEFINED
GENERAL MLS INC	COM	370334104	19,755	530913		DEFINED
GENPACT LIMITED	SHS	G3922B107	71	4100		DEFINED
GENTEX CORP	COM	371901109	70	2300		DEFINED
GENUINE PARTS CO	COM	372460105	169	3100		DEFINED
GENWORTH FINL INC	COM CL A	37247D106	203	19700		DEFINED
GERDAU S A	SPONSORED ADR	373737105	148	14000		DEFINED
GERON CORP	COM	374163103	165	41271	SH	DEFINED
GILDAN ACTIVEWEAR INC	COM	375916103	172	4900		DEFINED
GILEAD SCIENCES INC	COM	375558103	4,501	108719		DEFINED
GLOBAL PMTS INC	COM	37940X102	87	1700		DEFINED
GOL LINHAS AEREAS INTLG S A	SP ADR REP PFD	38045R107	277	22815		DEFINED
GOLDCORP INC NEW	COM	380956409	1,328	27504		DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	20,660	155253		DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	425	3192	SH	DEFINED
GOOGLE INC	CL A	38259P508	39,607	78275		DEFINED
GOOGLE INC	CL A	38259P508	1,426	2818	SH	DEFINED
GRACO INC	COM	384109104	86	1700		DEFINED
GRAINGER W W INC	COM	384802104	1,306	8500		DEFINED
GROUPE CGI INC	CL A SUB VTG	39945C109	209	8489		DEFINED
GUESS INC	COM	401617105	76	1800		DEFINED

Page 8

HALLIBURTON CO	COM	406216101	1,250	24508		DEFINED
HANOVER INS GROUP INC	COM	410867105	524	13900		DEFINED
HANSEN NAT CORP	COM	411310105	378	4674		DEFINED
HARLEY DAVIDSON INC	COM	412822108	2,043	49860		DEFINED
HARMAN INTL INDS INC	COM	413086109	1,700	37300		DEFINED
HARMONIC INC	COM	413160102	61	8400		DEFINED
HARRIS CORP DEL	COM	413875105	317	7028		DEFINED
HARSCO CORP	COM	415864107	20,128	617221		DEFINED
HARTFORD FINL SVCS GROUP INC	COM	416515104	485	18406		DEFINED
HASBRO INC	COM	418056107	594	13511		DEFINED
HCP INC	COM	40414L109	16,860	459390		DEFINED
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	4,308	24569		DEFINED
HEALTH CARE REIT INC	COM	42217K106	10,391	198157		DEFINED
HEALTH NET INC	COM	42222G108	543	16900		DEFINED
HEARTLAND EXPRESS INC	COM	422347104	58	3500		DEFINED
HECLA MNG CO	COM	422704106	2,067	268797		DEFINED
HEINZ H J CO	COM	423074103	25,633	481017		DEFINED
HELMERICH & PAYNE INC	COM	423452101	1,331	20128		DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

HERBALIFE LTD	COM USD SHS	G4412G101	1,712	29680		DEFINED
HERSHEY CO	COM	427866108	3,001	52758		DEFINED
HESS CORP	COM	42809H107	13,768	184159		DEFINED
HEWLETT PACKARD CO	COM	428236103	16,935	465115		DEFINED
HEWLETT PACKARD CO	COM	428236103	1,000	27453	SH	DEFINED
HIGHWOODS PPTYS INC	COM	431284108	5,170	156046		DEFINED
HILLENBRAND INC	COM	431571108	449	19000		DEFINED
HOME DEPOT INC	COM	437076102	2,894	79948		DEFINED
HONEYWELL INTL INC	COM	438516106	2,404	40368		DEFINED
HORMEL FOODS CORP	COM	440452100	1,038	34860		DEFINED
HOSPIRA INC	COM	441060100	1,327	23420		DEFINED
HOST HOTELS & RESORTS INC	COM	44107P104	19,674	1160369		DEFINED
HUB GROUP INC	CL A	443320106	64	1700		DEFINED
HUBBELL INC	CL B	443510201	78	1200		DEFINED
HUDSON CITY BANCORP	COM	443683107	672	82014		DEFINED
HUDSON CITY BANCORP	COM	443683107	11,590	1415160	SH	DEFINED
HUMAN GENOME SCIENCES INC	COM	444903108	1,851	75420		DEFINED
HUMANA INC	COM	444859102	1,991	24730		DEFINED
HUNT J B TRANS SVCS INC	COM	445658107	198	4200		DEFINED
HUNTINGTON BANCSHARES INC	COM	446150104	1,531	233800		DEFINED
IAMGOLD CORP	COM	450913108	191	10167		DEFINED
ICF INTL INC	COM	44925C103	167	6571		DEFINED
ICICI BK LTD	ADR	45104G104	6,653	134951		DEFINED
IDEX CORP	COM	45167R104	60	1300		DEFINED
IHS INC	CL A	451734107	184	2200		DEFINED
ILLINOIS TOOL WKS INC	COM	452308109	2,899	51317		DEFINED
ILLUMINA INC	COM	452327109	484	6445		DEFINED

Page 9

INFORMATICA CORP	COM	45666Q102	1,274	21800		DEFINED
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	6,995	107275		DEFINED
INGERSOLL-RAND PLC	SHS	G47791101	0	16000	SH	DEFINED
INSITUFORM TECHNOLOGIES INC	CL A	457667103	75	3600		DEFINED
INTEGRYS ENERGY GROUP INC	COM	45822P105	139	2679		DEFINED
INTEL CORP	COM	458140100	36,756	1659394		DEFINED
INTEL CORP	COM	458140100	13,122	592423	SH	DEFINED
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1,402	11242		DEFINED
INTERMUNE INC	COM	45884X103	643	17919		DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	20,333	118586		DEFINED
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	434	6761		DEFINED
INTERNATIONAL GAME TECHNOLOG	COM	459902102	21,817	1238910		DEFINED
INTERPUBLIC GROUP COS INC	COM	460690100	2,214	177143		DEFINED
INTL PAPER CO	COM	460146103	714	23954		DEFINED
INTUIT	COM	461202103	2,485	47945		DEFINED
INTUITIVE SURGICAL INC	COM NEW	46120E602	1,045	2811		DEFINED
INVESCO LTD	SHS	G491BT108	553	23643		DEFINED
IRON MTN INC	COM	462846106	638	18719		DEFINED
ISHARES INC	MSCI MALAYSIA	464286830	1,126	73700		DEFINED
ISHARES INC	MSCI TAIWAN	464286731	2,077	137024		DEFINED
ISHARES INC	MSCI AUSTRALIA	464286103	2,477	95056		DEFINED
ISHARES INC	MSCI BRAZIL	464286400	13,436	183174		DEFINED
ISHARES INC	JAPAN SML CAP	464286582	509	10996		DEFINED
ISHARES INC	MSCI PAC J IDX	464286665	1,305	27407		DEFINED
ISHARES INC	MSCI SINGAPORE	464286673	1,840	134000		DEFINED
ISHARES INC	MSCI TURKEY FD	464286715	897	15000		DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

ISHARES INC	MSCI S KOREA	464286772	818	12586		DEFINED
ISHARES INC	MSCI MEX INVEST	464286822	1,747	27941		DEFINED
ISHARES INC	MSCI CDA INDEX	464286509	92	2900		DEFINED
ISHARES INC	MSCI CHILE INVES	464286640	181	2400		DEFINED
ISHARES INC	MSCI UTD KINGD	464286699	144	8100		DEFINED
ISHARES INC	MSCI FRANCE	464286707	75	2700		DEFINED
ISHARES INC	MSCI GERMANY	464286806	67	2500		DEFINED
ISHARES INC	MSCI ITALY	464286855	18	1000		DEFINED
ISHARES INC	MSCI MALAYSIA	464286830	3,336	218310	SH	DEFINED
ISHARES INC	MSCI TAIWAN	464286731	3,662	241558	SH	DEFINED
ISHARES INC	MSCI AUSTRALIA	464286103	1,474	56580	SH	DEFINED
ISHARES TR	MSCI ACJPN IDX	464288182	7,158	115702		DEFINED
ISHARES TR	S&P 100 IDX FD	464287101	2,793	47971		DEFINED
ISHARES TR	FTSE CHINA25 IDX	464287184	636	14821		DEFINED
ISHARES TR	MSCI EMERG MKT	464287234	36,758	772705		DEFINED
ISHARES TR	S&P LTN AM 40	464287390	1,907	36949		DEFINED
ISHARES TR	DJ US TECH SEC	464287721	1,373	21109		DEFINED
ISHARES TR	DJ US REAL EST	464287739	99,860	1655500		DEFINED
ISHARES TR	S&P SMLCAP 600	464287804	593	8100		DEFINED

Page 10

ISHARES TR	MSCI ACWI INDX	464288257	444	9200		DEFINED
ISHARES TR	JPMORGAN USD	464288281	9,743	89000		DEFINED
ISHARES TR	S&P GLO INFRAS	464288372	858	23852		DEFINED
ISHARES TR	DJ HOME CONSTN	464288752	989	78004		DEFINED
ISHARES TR	MSCI ACJPN IDX	464288182	4,304	69560	SH	DEFINED
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	39,122	1661951		DEFINED
ITAU UNIBANCO HLDG SA	SPON ADR REP PFD	465562106	1,940	82394	SH	DEFINED
ITRON INC	COM	465741106	619	12845		DEFINED
ITT CORP NEW	COM	450911102	345	5852		DEFINED
J2 GLOBAL COMMUNICATIONS INC	COM NEW	46626E205	62	2200		DEFINED
JABIL CIRCUIT INC	COM	466313103	20,590	1020312		DEFINED
JACOBS ENGR GROUP INC DEL	COM	469814107	696	16092		DEFINED
JANUS CAP GROUP INC	COM	47102X105	2,902	307100		DEFINED
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	160	9600		DEFINED
JEFFERIES GROUP INC NEW	COM	472319102	39	1933		DEFINED
JOHNSON & JOHNSON	COM	478160104	92,676	1394459		DEFINED
JOHNSON & JOHNSON	COM	478160104	1,014	15261	SH	DEFINED
JOHNSON CTLS INC	COM	478366107	532	12780		DEFINED
JOY GLOBAL INC	COM	481165108	238	2500		DEFINED
JPMORGAN CHASE & CO	COM	46625H100	94,812	2317018		DEFINED
JPMORGAN CHASE & CO	COM	46625H100	1,819	44463	SH	DEFINED
JUNIPER NETWORKS INC	COM	48203R104	667	21160	SH	DEFINED
KBR INC	COM	48242W106	63	1663		DEFINED
KELLOGG CO	COM	487836108	149	2700		DEFINED
KENNAMETAL INC	COM	489170100	89	2100		DEFINED
KEYCORP NEW	COM	493267108	3,082	370487		DEFINED
KIMBERLY CLARK CORP	COM	494368103	13,006	195460		DEFINED
KIMBERLY CLARK CORP	COM	494368103	18,472	277600	SH	DEFINED
KIMCO RLTY CORP	COM	49446R109	7,955	426977		DEFINED
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	8,168	112527	SH	DEFINED
KINROSS GOLD CORP	COM NO PAR	496902404	691	43800		DEFINED
KIRBY CORP	COM	497266106	817	14400		DEFINED
KLA-TENCOR CORP	COM	482480100	81	2000		DEFINED
KNIGHT TRANSN INC	COM	499064103	59	3500		DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

KOHLS CORP	COM	500255104	256	5122		DEFINED
KRAFT FOODS INC	CL A	50075N104	25,403	721278		DEFINED
KRAFT FOODS INC	CL A	50075N104	18,915	537052	SH	DEFINED
KROGER CO	COM	501044101	1,528	61606		DEFINED
KT CORP	SPONSORED ADR	48268K101	1,912	98380		DEFINED
KT CORP	SPONSORED ADR	48268K101	4,695	241631	SH	DEFINED
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1,155	13200		DEFINED
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	2,626	27130		DEFINED
LADENBURG THALMAN FIN SVCS I	COM	50575Q102	3,188	2293804		DEFINED
LANDSTAR SYS INC	COM	515098101	74	1600		DEFINED
LAS VEGAS SANDS CORP	COM	517834107	6,965	165000		DEFINED

Page 11

LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	1,862	70700		DEFINED
LAUDER ESTEE COS INC	CL A	518439104	2,267	21519		DEFINED
LAZARD LTD	SHS A	G54050102	964	25993		DEFINED
LEAR CORP	COM NEW	521865204	342	6400		DEFINED
LEGG MASON INC	COM	524901105	85	2600		DEFINED
LEGGETT & PLATT INC	COM	524660107	122	5000		DEFINED
LEGGETT & PLATT INC	COM	524660107	8,293	340309	SH	DEFINED
LENNAR CORP	CL A	526057104	120	6600		DEFINED
LENNOX INTL INC	COM	526107107	60	1400		DEFINED
LEUCADIA NATL CORP	COM	527288104	113	3300		DEFINED
LEXMARK INTL NEW	CL A	529771107	1,214	41500		DEFINED
LIBERTY GLOBAL INC	COM SER A	530555101	76	1699		DEFINED
LIBERTY MEDIA CORP NEW	LIB STAR COM A	53071M708	18,898	250841		DEFINED
LIBERTY PPTY TR	SH BEN INT	531172104	11,145	341880		DEFINED
LIFE TECHNOLOGIES CORP	COM	53217V109	8,039	154386		DEFINED
LIFE TECHNOLOGIES CORP	COM	53217V109	684	13144	SH	DEFINED
LILLY ELI & CO	COM	532457108	307	8185		DEFINED
LIMITED BRANDS INC	COM	532716107	629	16352		DEFINED
LINCOLN ELEC HLDGS INC	COM	533900106	79	2200		DEFINED
LINCOLN NATL CORP IND	COM	534187109	196	6900		DEFINED
LINEAR TECHNOLOGY CORP	COM	535678106	942	28517		DEFINED
LITTELFUSE INC	COM	537008104	65	1100		DEFINED
LKQ CORP	COM	501889208	84	3200		DEFINED
LOEWS CORP	COM	540424108	819	19455		DEFINED
LORILLARD INC	COM	544147101	23,352	214439		DEFINED
LORILLARD INC	COM	544147101	9,314	85526	SH	DEFINED
LOWES COS INC	COM	548661107	426	18257		DEFINED
LSI CORPORATION	COM	502161102	795	111700		DEFINED
LUBRIZOL CORP	COM	549271104	4,815	35852		DEFINED
MACERICH CO	COM	554382101	16,917	316259		DEFINED
MACYS INC	COM	55616P104	23,175	793131		DEFINED
MARATHON OIL CORP	COM	565849106	1,226	23300		DEFINED
MARATHON OIL CORP	COM	565849106	727	13805	SH	DEFINED
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	1,134	20785		DEFINED
MARKET VECTORS ETF TR	RUSSIA ETF	57060U506	1,213	31490		DEFINED
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	1,076	20000		DEFINED
MARKET VECTORS ETF TR	BRAZL SMCP ETF	57060U613	1,803	31759		DEFINED
MARKET VECTORS ETF TR	INDONESIA ETF	57060U753	1,251	40000		DEFINED
MARRIOTT INTL INC NEW	CL A	571903202	206	5800		DEFINED
MARSH & MCLENNAN COS INC	COM	571748102	2,211	70895		DEFINED
MARSHALL & ILSLEY CORP NEW	COM	571837103	53	6700		DEFINED
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	25,421	1721139		DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

MASCO CORP	COM	574599106	880	73205	DEFINED
MASTERCARD INC	CL A	57636Q104	52,904	175602	DEFINED
MATTEL INC	COM	577081102	4,789	174200	DEFINED

Page 12

MAXIM INTEGRATED PRODS INC	COM	57772K101	8,112	317242 SH	DEFINED
MCCORMICK & CO INC	COM NON VTG	579780206	907	18300	DEFINED
MCDONALDS CORP	COM	580135101	6,166	73149	DEFINED
MCDONALDS CORP	COM	580135101	685	8124 SH	DEFINED
MCGRAW HILL COS INC	COM	580645109	180	4300	DEFINED
MCKESSON CORP	COM	58155Q103	921	11015	DEFINED
MEAD JOHNSON NUTRITION CO	COM	582839106	12,153	179861	DEFINED
MEAD JOHNSON NUTRITION CO	COM	582839106	986	14589 SH	DEFINED
MEADWESTVACO CORP	COM	583334107	451	13557	DEFINED
MECHEL OAO	SPONSORED ADR	583840103	9,328	390606	DEFINED
MECHEL OAO	SPON ADR PFD	583840509	113	13130	DEFINED
MECHEL OAO	SPON ADR PFD	583840509	3,636	423269 SH	DEFINED
MECHEL OAO	SPONSORED ADR	583840103	19,033	797035 SH	DEFINED
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	1,126	19905	DEFINED
MEDTRONIC INC	COM	585055106	8,704	226031	DEFINED
MEMC ELECTR MATLS INC	COM	552715104	24	2800	DEFINED
MENTOR GRAPHICS CORP	COM	587200106	55	4300	DEFINED
MERCK & CO INC NEW	COM	58933Y105	25,302	717376	DEFINED
MERCK & CO INC NEW	COM	58933Y105	18,468	523630 SH	DEFINED
METLIFE INC	COM	59156R108	94,557	2156365	DEFINED
METROPCS COMMUNICATIONS INC	COM	591708102	3,455	200788	DEFINED
MGM RESORTS INTERNATIONAL	COM	552953101	177	13399	DEFINED
MICREL INC	COM	594793101	58	5500	DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	127	3347	DEFINED
MICRON TECHNOLOGY INC	COM	595112103	785	104970	DEFINED
MICROS SYS INC	COM	594901100	85	1700	DEFINED
MICROSEMI CORP	COM	595137100	64	3100	DEFINED
MICROSOFT CORP	COM	594918104	469,406	18067973	DEFINED
MICROSOFT CORP	COM	594918104	2,447	94182 SH	DEFINED
MILLER HERMAN INC	COM	600544100	74	2700	DEFINED
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	463	16500	DEFINED
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	4,613	242656	DEFINED
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	14,217	747849 SH	DEFINED
MOLEX INC	COM	608554101	191	7400	DEFINED
MOLSON COORS BREWING CO	CL B	60871R209	16,757	374370	DEFINED
MOLSON COORS BREWING CO	CL B	60871R209	983	21969 SH	DEFINED
MOLYCORP INC DEL	COM	608753109	812	13291	DEFINED
MONSANTO CO NEW	COM	61166W101	28,209	388924	DEFINED
MONSANTO CO NEW	COM	61166W101	494	6806 SH	DEFINED
MONSTER WORLDWIDE INC	COM	611742107	279	19000	DEFINED
MOODYS CORP	COM	615369105	131	3420	DEFINED
MORGAN STANLEY	COM NEW	617446448	2,340	101664	DEFINED
MOSAIC CO NEW	COM	61945C103	11,040	163000	DEFINED
MOSAIC CO NEW	COM	61945C103	571	8436 SH	DEFINED
MOTOROLA MOBILITY HLDGS INC	COM	620097105	354	16074	DEFINED

Page 13

Edgar Filing: ING GROEP NV - Form 13F-HR

MOTOROLA SOLUTIONS INC	COM NEW	620076307	322	7002	DEFINED
MSC INDL DIRECT INC	CL A	553530106	73	1100	DEFINED
MURPHY OIL CORP	COM	626717102	506	7700	DEFINED
MYLAN INC	COM	628530107	20,388	826424	DEFINED
NABORS INDUSTRIES LTD	SHS	G6359F103	614	24938	DEFINED
NASDAQ OMX GROUP INC	COM	631103108	126	5000	DEFINED
NATIONAL INSTRS CORP	COM	636518102	71	2400	DEFINED
NATIONAL OILWELL VARCO INC	COM	637071101	26,333	337000	DEFINED
NATIONAL SEMICONDUCTOR CORP	COM	637640103	5,863	238142	DEFINED
NATIONWIDE HEALTH PPTYS INC	COM	638620104	6,116	147626	DEFINED
NCR CORP NEW	COM	62886E108	57	3000	DEFINED
NETAPP INC	COM	64110D104	3,495	66218	DEFINED
NETAPP INC	COM	64110D104	2,496	47298	SH DEFINED
NETFLIX INC	COM	64110L106	1,313	5000	DEFINED
NEUROCRINE BIOSCIENCES INC	COM	64125C109	419	52000	DEFINED
NEUSTAR INC	CL A	64126X201	71	2700	DEFINED
NEWELL RUBBERMAID INC	COM	651229106	427	27120	DEFINED
NEWFIELD EXPL CO	COM	651290108	533	7831	DEFINED
NEWMONT MINING CORP	COM	651639106	38,063	705401	DEFINED
NEWS CORP	CL A	65248E104	2,474	139852	DEFINED
NEXSTAR BROADCASTING GROUP I	CL A	65336K103	1,241	150000	DEFINED
NEXTERA ENERGY INC	COM	65339F101	1,730	30127	DEFINED
NICE SYS LTD	SPONSORED ADR	653656108	302	8323	DEFINED
NICOR INC	COM	654086107	149	2728	DEFINED
NII HLDGS INC	CL B NEW	62913F201	7,363	173783	DEFINED
NIKE INC	CL B	654106103	1,155	12845	DEFINED
NISOURCE INC	COM	65473P105	174	8611	DEFINED
NOBLE ENERGY INC	COM	655044105	1,014	11321	DEFINED
NORDSTROM INC	COM	655664100	122	2600	DEFINED
NORFOLK SOUTHERN CORP	COM	655844108	599	7991	DEFINED
NORTHEAST UTILS	COM	664397106	1,785	50747	DEFINED
NORTHERN TR CORP	COM	665859104	855	18606	DEFINED
NOVELLUS SYS INC	COM	670008101	383	10600	DEFINED
NPS PHARMACEUTICALS INC	COM	62936P103	418	44217	DEFINED
NRG ENERGY INC	COM NEW	629377508	194	7884	DEFINED
NSTAR	COM	67019E107	97	2100	DEFINED
NUANCE COMMUNICATIONS INC	COM	67020Y100	198	9200	DEFINED
NUCOR CORP	COM	670346105	1,228	29773	DEFINED
NUCOR CORP	COM	670346105	645	15635	SH DEFINED
NV ENERGY INC	COM	67073Y106	883	57500	DEFINED
NVIDIA CORP	COM	67066G104	378	23700	DEFINED
NYSE EURONEXT	COM	629491101	4,919	143650	DEFINED
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	144	2200	DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	3,544	34067	DEFINED
OCCIDENTAL PETE CORP DEL	COM	674599105	815	7838	SH DEFINED

OLD DOMINION FGHT LINES INC	COM	679580100	71	1900	DEFINED
OMNICOM GROUP INC	COM	681919106	197	4100	DEFINED
ON SEMICONDUCTOR CORP	COM	682189105	73	7000	DEFINED
ONEOK INC NEW	COM	682680103	230	3100	DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

OPEN TEXT CORP	COM	683715106	102	1600		DEFINED
ORACLE CORP	COM	68389X105	36,293	1103471		DEFINED
ORACLE CORP	COM	68389X105	525	15971	SH	DEFINED
ORIENT-EXPRESS HOTELS LTD	CL A	G67743107	468	43600		DEFINED
OSHKOSH CORP	COM	688239201	585	20200		DEFINED
OWENS ILL INC	COM NEW	690768403	6,584	255186		DEFINED
PACCAR INC	COM	693718108	498	9755		DEFINED
PACKAGING CORP AMER	COM	695156109	19,340	690717		DEFINED
PALL CORP	COM	696429307	560	9953		DEFINED
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	55	2400		DEFINED
PARKER HANNIFIN CORP	COM	701094104	2,717	30275		DEFINED
PATTERSON COMPANIES INC	COM	703395103	66	2000		DEFINED
PAYCHEX INC	COM	704326107	215	7000		DEFINED
PDL BIOPHARMA INC	COM	69329Y104	327	55528		DEFINED
PEABODY ENERGY CORP	COM	704549104	169	2864		DEFINED
PEBBLEBROOK HOTEL TR	COM	70509V100	2,877	142767		DEFINED
PENNEY J C INC	COM	708160106	335	9700		DEFINED
PENTAIR INC	COM	709631105	1,628	40295		DEFINED
PEOPLES UNITED FINANCIAL INC	COM	712704105	739	55021		DEFINED
PEOPLES UNITED FINANCIAL INC	COM	712704105	721	53671	SH	DEFINED
PEPCO HOLDINGS INC	COM	713291102	20,077	1023300		DEFINED
PEPSICO INC	COM	713448108	38,211	542841		DEFINED
PEPSICO INC	COM	713448108	901	12794	SH	DEFINED
PERKINELMER INC	COM	714046109	1,281	47600		DEFINED
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	10,560	311863		DEFINED
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	654	21308		DEFINED
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	766	22623	SH	DEFINED
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	13,052	425024	SH	DEFINED
PFIZER INC	COM	717081103	40,916	1987175		DEFINED
PFIZER INC	COM	717081103	18,144	881205	SH	DEFINED
PG&E CORP	COM	69331C108	3,836	91282		DEFINED
PHARMACEUTICAL PROD DEV INC	COM	717124101	40	1479		DEFINED
PHILIP MORRIS INTL INC	COM	718172109	49,129	735684		DEFINED
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	419	7744		DEFINED
PINNACLE WEST CAP CORP	COM	723484101	234	5244		DEFINED
PIONEER NAT RES CO	COM	723787107	493	5500		DEFINED
PITNEY BOWES INC	COM	724479100	17,559	764082		DEFINED
PITNEY BOWES INC	COM	724479100	12,841	558803	SH	DEFINED
PLAINS EXPL& PRODTN CO	COM	726505100	76	1986		DEFINED
PLEXUS CORP	COM	729132100	70	2000		DEFINED
PLUM CREEK TIMBER CO INC	COM	729251108	62	1532		DEFINED

Page 15

PMC-SIERRA INC	COM	69344F106	70	9300		DEFINED
PNC FINL SVCS GROUP INC	COM	693475105	337	5647		DEFINED
POLO RALPH LAUREN CORP	CL A	731572103	792	5972		DEFINED
POLYCOM INC	COM	73172K104	103	1600		DEFINED
POOL CORPORATION	COM	73278L105	66	2200		DEFINED
POTASH CORP SASK INC	COM	73755L107	1,176	20629		DEFINED
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	506	17479		DEFINED
POWERSHS DB MULTI SECT COMM	DB ENERGY FUND	73936B101	357	12000		DEFINED
POWERSHS DB MULTI SECT COMM	DB PREC MTLs	73936B200	440	8000		DEFINED
POWERSHS DB MULTI SECT COMM	DB AGRICULT FD	73936B408	111	3500		DEFINED
PPG INDS INC	COM	693506107	145	1600		DEFINED
PPL CORP	COM	69351T106	12,845	461378		DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

PPL CORP	COM	69351T106	13,070	469479	SH	DEFINED
PRAXAIR INC	COM	74005P104	565	5210		DEFINED
PRECISION CASTPARTS CORP	COM	740189105	1,151	6986		DEFINED
PRICE T ROWE GROUP INC	COM	74144T108	314	5200		DEFINED
PRICELINE COM INC	COM NEW	741503403	2,682	5238		DEFINED
PRINCIPAL FINL GROUP INC	COM	74251V102	283	9300		DEFINED
PROCTER & GAMBLE CO	COM	742718109	62,230	979386		DEFINED
PROCTER & GAMBLE CO	COM	742718109	680	10698	SH	DEFINED
PROGRESS ENERGY INC	COM	743263105	1,378	28700		DEFINED
PROGRESSIVE CORP OHIO	COM	743315103	324	15185		DEFINED
PROLOGIS INC	COM	74340W103	27,876	777783		DEFINED
PROSHARES TR	PSHS ULSHT SP500	74347R883	10,320	500000		DEFINED
PRUDENTIAL FINL INC	COM	744320102	25,547	401738		DEFINED
PSS WORLD MED INC	COM	69366A100	2,890	103200		DEFINED
PUBLIC STORAGE	COM	74460D109	14,541	127378		DEFINED
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	1,154	35370		DEFINED
PULTE GROUP INC	COM	745867101	388	50600		DEFINED
QEP RES INC	COM	74733V100	493	11800		DEFINED
QUALCOMM INC	COM	747525103	38,409	676453		DEFINED
QUANTA SVCS INC	COM	74762E102	378	18700		DEFINED
QUANTA SVCS INC	COM	74762E102	590	29237	SH	DEFINED
QUEST DIAGNOSTICS INC	COM	74834L100	533	9018		DEFINED
QUESTAR CORP	COM	748356102	163	9200		DEFINED
RACKSPACE HOSTING INC	COM	750086100	98	2300		DEFINED
RADIOSHACK CORP	COM	750438103	258	19100		DEFINED
RALCORP HLDGS INC NEW	COM	751028101	96	1112		DEFINED
RANGE RES CORP	COM	75281A109	23,852	429916		DEFINED
RAYONIER INC	COM	754907103	203	3100		DEFINED
RAYTHEON CO	COM NEW	755111507	1,296	26000		DEFINED
RED HAT INC	COM	756577102	1,505	32798		DEFINED
REGAL BELOIT CORP	COM	758750103	67	1000		DEFINED
REGAL ENTMT GROUP	CL A	758766109	19,430	1574534		DEFINED
REGENCY CTRS CORP	COM	758849103	5,847	133075		DEFINED

Page 16

REGENERON PHARMACEUTICALS	COM	75886F107	1,739	30700		DEFINED
REGIONS FINANCIAL CORP NEW	COM	7591EP100	1,369	220887		DEFINED
REINSURANCE GROUP AMER INC	COM NEW	759351604	19,009	312338		DEFINED
REPUBLIC SVCS INC	COM	760759100	284	9225		DEFINED
REYNOLDS AMERICAN INC	COM	761713106	1,325	35800		DEFINED
REYNOLDS AMERICAN INC	COM	761713106	12,189	329246	SH	DEFINED
RIVERBED TECHNOLOGY INC	COM	768573107	111	2800		DEFINED
ROBERT HALF INTL INC	COM	770323103	609	22555		DEFINED
ROCKWELL AUTOMATION INC	COM	773903109	788	9079		DEFINED
ROCKWELL COLLINS INC	COM	774341101	657	10636		DEFINED
ROPER INDS INC NEW	COM	776696106	4,398	52805		DEFINED
ROSS STORES INC	COM	778296103	513	6393		DEFINED
ROVI CORP	COM	779376102	115	2000		DEFINED
ROWAN COS INC	COM	779382100	403	10392		DEFINED
ROYAL GOLD INC	COM	780287108	82	1400		DEFINED
RYDER SYS INC	COM	783549108	2,162	38000		DEFINED
SAFEMART INC	COM NEW	786514208	1,848	79089		DEFINED
SAIC INC	COM	78390X101	1,185	70423		DEFINED
SALESFORCE COM INC	COM	79466L302	345	2312		DEFINED
SANDISK CORP	COM	80004C101	490	11800		DEFINED



Edgar Filing: ING GROEP NV - Form 13F-HR

SANOFI	RIGHT 12/31/2020	80105N113	600	246887	DEFINED
SARA LEE CORP	COM	803111103	208	10937	DEFINED
SCANA CORP NEW	COM	80589M102	151	3829	DEFINED
SCHEIN HENRY INC	COM	806407102	447	6246	DEFINED
SCHLUMBERGER LTD	COM	806857108	38,198	441846	DEFINED
SCHLUMBERGER LTD	COM	806857108	623	7207 SH	DEFINED
SCHWAB CHARLES CORP NEW	COM	808513105	150	9119	DEFINED
SCOTTS MIRACLE GRO CO	CL A	810186106	67	1300	DEFINED
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	347	7100	DEFINED
SEALED AIR CORP NEW	COM	81211K100	949	39865	DEFINED
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	2,636	35000	DEFINED
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	5,351	348800	DEFINED
SEMPRA ENERGY	COM	816851109	2,708	51218	DEFINED
SENSIENT TECHNOLOGIES CORP	COM	81725T100	67	1800	DEFINED
SHANDA GAMES LTD	SP ADR REPTG A	81941U105	2,568	393900	DEFINED
SHANDA GAMES LTD	SP ADR REPTG A	81941U105	119	18300 SH	DEFINED
SIGMA ALDRICH CORP	COM	826552101	2,078	28321	DEFINED
SIGNET JEWELERS LIMITED	SHS	G81276100	3,509	75000	DEFINED
SILICON LABORATORIES INC	COM	826919102	66	1600	DEFINED
SIMON PPTY GROUP INC NEW	COM	828806109	37,685	324143	DEFINED
SIMPSON MANUFACTURING CO INC	COM	829073105	69	2300	DEFINED
SKYWORKS SOLUTIONS INC	COM	83088M102	90	3900	DEFINED
SL GREEN RLTY CORP	COM	78440X101	14,408	173816	DEFINED
SLM CORP	COM	78442P106	303	18000	DEFINED
SMITH A O	COM	831865209	64	1500	DEFINED

Page 17

SMUCKER J M CO	COM NEW	832696405	497	6500	DEFINED
SNAP ON INC	COM	833034101	450	7200	DEFINED
SONOCO PRODS CO	COM	835495102	82	2300	DEFINED
SOUTHERN CO	COM	842587107	1,197	29648	DEFINED
SOUTHERN CO	COM	842587107	470	11650 SH	DEFINED
SOUTHERN COPPER CORP	COM	84265V105	115	3500	DEFINED
SOUTHERN COPPER CORP	COM	84265V105	2,193	66702 SH	DEFINED
SOUTHWEST AIRLS CO	COM	844741108	1,025	89616	DEFINED
SOUTHWESTERN ENERGY CO	COM	845467109	1,528	35665	DEFINED
SOUTHWESTERN ENERGY CO	COM	845467109	714	16666 SH	DEFINED
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	495	4000	DEFINED
SPDR GOLD TRUST	GOLD SHS	78463V107	10,221	70000	DEFINED
SPDR INDEX SHS FDS	EMERG MKTS ETF	78463X509	1,902	25964	DEFINED
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	654	23566	DEFINED
SPDR S&P 500 ETF TR	TR UNIT	78462F103	6,534	49502	DEFINED
SPDR SERIES TRUST	KBW REGN BK ETF	78464A698	111,892	4400000	DEFINED
SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	122,958	2300000	DEFINED
SPDR SERIES TRUST	S&P OILGAS EXP	78464A730	150,477	2560000	DEFINED
SPDR SERIES TRUST	S&P METALS MNG	78464A755	69,420	1000000	DEFINED
SPDR SERIES TRUST	S&P BIOTECH	78464A870	1,988	27184 SH	DEFINED
SPECTRA ENERGY CORP	COM	847560109	773	28195	DEFINED
SPECTRA ENERGY CORP	COM	847560109	9,209	336113 SH	DEFINED
SPRINT NEXTEL CORP	COM SER 1	852061100	2,224	412935	DEFINED
SPROTT PHYSICAL SILVER TR	TR UNIT	85207K107	27,931	1772258	DEFINED
ST JUDE MED INC	COM	790849103	23,040	483129	DEFINED
STANLEY BLACK & DECKER INC	COM	854502101	369	5116	DEFINED
STAPLES INC	COM	855030102	660	41745	DEFINED
STARBUCKS CORP	COM	855244109	22,278	564138	DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	7,541	134562	DEFINED
STATE STR CORP	COM	857477103	476	10559	DEFINED
STERICYCLE INC	COM	858912108	577	6466	DEFINED
STERLITE INDS INDIA LTD	ADS	859737207	1,143	75985	DEFINED
STRYKER CORP	COM	863667101	1,160	19755	DEFINED
SUCCESSFACTORS INC	COM	864596101	162	5500	DEFINED
SUNCOR ENERGY INC NEW	COM	867224107	23,092	590278	DEFINED
SUNOCO INC	COM	86764P109	1,246	29896	DEFINED
SUNTRUST BKS INC	COM	867914103	3,145	122035	DEFINED
SUPERMEDIA INC	COM	868447103	387	102374	DEFINED
SUPERVALU INC	COM	868536103	409	43500	DEFINED
SYMANTEC CORP	COM	871503108	3,970	201441	DEFINED
SYMANTEC CORP	COM	871503108	799	40515	SH DEFINED
SYSCO CORP	COM	871829107	1,894	60717	DEFINED
TAIWAN FD INC	COM	874036106	19	1043	DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	1,970	156346	DEFINED
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	16,938	1344307	SH DEFINED

Page 18

TALISMAN ENERGY INC	COM	87425E103	108	5243	DEFINED
TANGER FACTORY OUTLET CTRS I	COM	875465106	3,893	145466	DEFINED
TARGET CORP	COM	87612E106	165	3519	DEFINED
TATA MTRS LTD	SPONSORED ADR	876568502	1,781	79157	DEFINED
TAUBMAN CTRS INC	COM	876664103	7,733	130140	DEFINED
TECH DATA CORP	COM	878237106	713	14600	DEFINED
TECHNE CORP	COM	878377100	1,770	21228	DEFINED
TECK RESOURCES LTD	CL B	878742204	443	8738	DEFINED
TECO ENERGY INC	COM	872375100	125	6600	DEFINED
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	78	5000	DEFINED
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	15,005	965583	SH DEFINED
TELECOMUNICACOES DE SAO PAUL	SPON ADR PFD	87929A102	3,557	119404	DEFINED
TELLABS INC	COM	879664100	1,045	226200	DEFINED
TENET HEALTHCARE CORP	COM	88033G100	31	5000	DEFINED
TERADATA CORP DEL	COM	88076W103	805	13366	DEFINED
TERADATA CORP DEL	COM	88076W103	942	15641	SH DEFINED
TERADYNE INC	COM	880770102	594	40100	DEFINED
TERNIUM SA	SPON ADR	880890108	850	28788	SH DEFINED
TESORO CORP	COM	881609101	2,065	90100	DEFINED
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	2,028	42052	DEFINED
TEXAS INSTRS INC	COM	882508104	373	11382	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	5,016	77899	DEFINED
THERMO FISHER SCIENTIFIC INC	COM	883556102	1,107	17185	SH DEFINED
THOR INDS INC	COM	885160101	58	2000	DEFINED
TIBCO SOFTWARE INC	COM	88632Q103	96	3300	DEFINED
TIFFANY & CO NEW	COM	886547108	3,463	44117	DEFINED
TIME WARNER CABLE INC	COM	88732J207	1,616	20701	DEFINED
TIME WARNER INC	COM NEW	887317303	12,374	340124	DEFINED
TIMKEN CO	COM	887389104	86	1700	DEFINED
TITANIUM METALS CORP	COM NEW	888339207	275	15000	DEFINED
TITANIUM METALS CORP	COM NEW	888339207	496	27062	SH DEFINED
TJX COS INC NEW	COM	872540109	728	13863	DEFINED
TORCHMARK CORP	COM	891027104	444	6919	DEFINED
TOTAL SYS SVCS INC	COM	891906109	1,262	67900	DEFINED
TOWERS WATSON & CO	CL A	891894107	86	1300	DEFINED
TRANSATLANTIC HLDGS INC	COM	893521104	701	14300	DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

TRANSDIGM GROUP INC	COM	893641100	22,536	247299		DEFINED
TRANSOCEAN LTD	REG SHS	H8817H100	0	16331	SH	DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	1,169	20028		DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	689	11792	SH	DEFINED
TRIMBLE NAVIGATION LTD	COM	896239100	103	2600		DEFINED
TRINITY INDS INC	COM	896522109	21,550	618371		DEFINED
TYSON FOODS INC	CL A	902494103	1,426	73500		DEFINED
UDR INC	COM	902653104	8,791	357952		DEFINED
ULTRAPAR PARTICIPACOES S A	SP ADR REP PFD	90400P101	29	1600		DEFINED

Page 19

UNION PAC CORP	COM	907818108	22,285	213498		DEFINED
UNITED CONTL HLDGS INC	COM	910047109	66	2914		DEFINED
UNITED MICROELECTRONICS CORP	SPON ADR NEW	910873405	113	44116		DEFINED
UNITED PARCEL SERVICE INC	CL B	911312106	1,115	15295		DEFINED
UNITED STATES NATL GAS FUND	UNIT NEW	912318110	1,655	150000		DEFINED
UNITED STATES STL CORP NEW	COM	912909108	694	15084		DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	5,008	56578		DEFINED
UNITED THERAPEUTICS CORP DEL	COM	91307C102	419	7600		DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	16,269	315348		DEFINED
UNITRIN INC	COM	913275103	561	18900		DEFINED
UNUM GROUP	COM	91529Y106	1,097	43031		DEFINED
URBAN OUTFITTERS INC	COM	917047102	18,781	666942		DEFINED
US BANCORP DEL	COM NEW	902973304	3,862	151322		DEFINED
V F CORP	COM	918204108	2,133	19633		DEFINED
V F CORP	COM	918204108	664	6111	SH	DEFINED
VALE S A	ADR	91912E105	5,933	185737		DEFINED
VALE S A	ADR	91912E105	1,657	51885	SH	DEFINED
VALERO ENERGY CORP NEW	COM	91913Y100	1,753	68514		DEFINED
VARIAN MED SYS INC	COM	92220P105	783	11181		DEFINED
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	74	1200		DEFINED
VENTAS INC	COM	92276F100	7,293	138334		DEFINED
VERISIGN INC	COM	92343E102	5,402	161408		DEFINED
VERISK ANALYTICS INC	CL A	92345Y106	2,600	75100		DEFINED
VERIZON COMMUNICATIONS INC	COM	92343V104	11,907	319989		DEFINED
VERTEX PHARMACEUTICALS INC	COM	92532F100	1,897	36524		DEFINED
VIACOM INC NEW	CL B	92553P201	9,051	177503		DEFINED
VIASAT INC	COM	92552V100	74	1700		DEFINED
VIMPELCOM LTD	SPONSORED ADR	92719A106	72,962	5715821		DEFINED
VIRGIN MEDIA INC	COM	92769L101	50,120	1674000		DEFINED
VISA INC	COM CL A	92826C839	2,173	25779		DEFINED
VORNADO RLTY TR	SH BEN INT	929042109	27,604	296239		DEFINED
VULCAN MATLS CO	COM	929160109	158	4100		DEFINED
WABCO HLDGS INC	COM	92927K102	21,900	317260		DEFINED
WABTEC CORP	COM	929740108	86	1300		DEFINED
WAL MART STORES INC	COM	931142103	43,033	810261		DEFINED
WAL MART STORES INC	COM	931142103	699	13168	SH	DEFINED
WALGREEN CO	COM	931422109	1,265	29782		DEFINED
WASHINGTON POST CO	CL B	939640108	378	900		DEFINED
WASTE MGMT INC DEL	COM	94106L109	1,918	51480		DEFINED
WASTE MGMT INC DEL	COM	94106L109	11,859	318276	SH	DEFINED
WATERS CORP	COM	941848103	2,978	31098		DEFINED
WATSCO INC	COM	942622200	68	1000		DEFINED
WATSON PHARMACEUTICALS INC	COM	942683103	3,093	45025		DEFINED
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	0	59405	SH	DEFINED

Edgar Filing: ING GROEP NV - Form 13F-HR

WEIGHT WATCHERS INTL INC NEW COM		948626106	1,102	14600		DEFINED
----------------------------------	--	-----------	-------	-------	--	---------

Page 20

WELLPOINT INC	COM	94973V107	1,094	13886		DEFINED
WELLS FARGO & CO NEW	COM	949746101	27,808	991012		DEFINED
WELLS FARGO & CO NEW	COM	949746101	1,603	57138	SH	DEFINED
WERNER ENTERPRISES INC	COM	950755108	60	2400		DEFINED
WESTERN DIGITAL CORP	COM	958102105	1,583	43539		DEFINED
WESTERN UN CO	COM	959802109	424	21172		DEFINED
WESTWOOD ONE INC	COM NEW	961815305	3,709	764739		DEFINED
WEYERHAEUSER CO	COM	962166104	177	8123		DEFINED
WHIRLPOOL CORP	COM	963320106	4,790	58900		DEFINED
WHITING PETE CORP NEW	COM	966387102	199	3500		DEFINED
WHOLE FOODS MKT INC	COM	966837106	2,335	36795		DEFINED
WI-LAN INC	COM	928972108	54	8100		DEFINED
WILLIAMS COS INC DEL	COM	969457100	7,085	234356		DEFINED
WILLIAMS SONOMA INC	COM	969904101	80	2200		DEFINED
WINDSTREAM CORP	COM	97381W104	48,387	3733554		DEFINED
WIPRO LTD	SPON ADR 1 SH	97651M109	1,111	84392		DEFINED
WISCONSIN ENERGY CORP	COM	976657106	301	9598		DEFINED
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	5,137	214414		DEFINED
WOLVERINE WORLD WIDE INC	COM	978097103	79	1900		DEFINED
WOODWARD INC	COM	980745103	77	2200		DEFINED
WYNDHAM WORLDWIDE CORP	COM	98310W108	24,115	717074		DEFINED
WYNN RESORTS LTD	COM	983134107	3,020	21057		DEFINED
XCEL ENERGY INC	COM	98389B100	1,695	69828		DEFINED
XEROX CORP	COM	984121103	387	37180		DEFINED
XILINX INC	COM	983919101	182	4986		DEFINED
YAHOO INC	COM	984332106	1,515	100768		DEFINED
YUM BRANDS INC	COM	988498101	2,570	46555		DEFINED
YUM BRANDS INC	COM	988498101	636	11525	SH	DEFINED
ZEBRA TECHNOLOGIES CORP	CL A	989207105	80	1900		DEFINED
ZIMMER HLDGS INC	COM	98956P102	988	15619		DEFINED
ZIONS BANCORPORATION	COM	989701107	74	3100		DEFINED

Page 21