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BANK OF NOVA SCOTIA /
Form 13F-HR
November 15, 2007

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, 2007

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

Institutional Investment Manager Filing this Report:

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

13F File Number: 28-11475

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Maria Theofilaktidis
Title: Vice President, Financial Accounting and Controls
Phone: 416-866-4269

Signature, Place, and Date of Signing:

/s/ Maria Theofilaktidis Toronto, Ontario, Canada November 01, 2007

Report Type (Check only one.):

☐ 13F HOLDINGS REPORT.
☐ 13F NOTICE.
☒ 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
28-11461	Scotia Capital Inc.
28-11460	Scotia Cassels Investment Counsel Ltd.
28-11459	Bank of Nova Scotia Trust Co.

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form13F Information Table Entry Total: 165

Form13F Information Table Value Total: \$20,927,847 (thousands)

List of Other Included Managers:

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

No.	13F File Number	Name
	28-11472	BNS Investment Inc.

FORM 13F INFORMATION TABLE								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
3M CO	COM	88579Y101	1522	16245	SH		DEFINED	1
ABER DIAMOND CORP	COM	002893105	11755	300000	SH		SOLE	
ABITIBI-CONSOLIDATED INC	COM	003924107	7771	4392165	SH		SOLE	
AGNICO EAGLE MINES LTD	COM	008474108	10384	209407	SH		SOLE	
AGRIUM INC	COM	008916108	11908	218636	SH		SOLE	
ALCAN INC	COM	013716105	246038	2466325	SH		SOLE	
ALCOA INC	COM	013817101	660	16845	SH		DEFINED	1
ALTRIA GROUP INC	COM	02209S103	1165	16745	SH		DEFINED	1
AMERICAN EXPRESS CO	COM	025816109	995	16745	SH		DEFINED	1
AMERICAN INTL GROUP INC	COM	026874107	1132	16715	SH		DEFINED	1
AMGEN INC	COM	031162100	5657	100000	SH		SOLE	
ANADARKO PETE CORP	COM	032511107	8063	150000	SH		SOLE	
ANHEUSER BUSCH COS INC	COM	035229103	3749	75000	SH		SOLE	
AT&T INC	COM	00206R102	688	16245	SH		DEFINED	1
BALLARD PWR SYS INC	COM	05858H104	310	63000	SH		SOLE	
BANK MONTREAL QUE	COM	063671101	1412648	21620040	SH		SOLE	
BANK OF AMERICA CORPORATION	COM	060505104	17595	350000	SH		SOLE	
BARRICK GOLD CORP	COM	067901108	158749	3952988	SH		SOLE	
BCE INC	COM NEW	05534B760	5635	140500	SH		SOLE	1
BCE INC	COM NEW	05534B760	1386562	34570222	SH		SOLE	
BEST BUY INC	COM	086516101	11505	250000	SH		SOLE	
BIOVAIL CORP	COM	09067J109	77693	4462422	SH		SOLE	
BOEING CO	COM	097023105	1760	16745	SH		DEFINED	1
BRISTOL MYERS SQUIBB CO	COM	110122108	2162	75000	SH		SOLE	
BROADCOM CORP	CL A	111320107	213	5854	SH		DEFINED	1
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	706091	18412027	SH		SOLE	
BROOKFIELD PPTYS CORP	COM	112900105	31381	1263885	SH		SOLE	
CAE INC	COM	124765108	22456	1668357	SH		SOLE	
CAMECO CORP	COM	13321L108	46396	1005939	SH		SOLE	
CANADIAN NAT RES LTD	COM	136385101	208284	2742202	SH		SOLE	
CANADIAN NATL RY CO	COM	136375102	411390	7210218	SH		SOLE	

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CANADIAN PAC RY LTD	COM	13645T100	56295	800028	SH	SOLE
CANETIC RES TR	COM	137513107	9087	597500	SH	SOLE
CATERPILLAR INC DEL	COM	149123101	1275	16240	SH	DEFINED 1
CDN IMPERIAL BK OF COMMERCE	COM	136069101	1479049	14808356	SH	SOLE
CELESTICA INC	SUB VTG SHS	15101Q108	1899	311660	SH	SOLE
CEMEX SAB DE CV	SPON ADR NEW	151290889	8976	300000	SH	SOLE
CHC HELICOPTER CORP	CL A SUB VTG	12541C203	29462	1170000	SH	SOLE
CHESAPEAKE ENERGY CORP	COM	165167107	3526	100000	SH	SOLE
CITIGROUP INC	COM	172967101	30336	650000	SH	SOLE
CITIGROUP INC	COM	172967101	786	16830	SH	DEFINED 1
CLEARPOINT BUSINESS RES INC	COM	185061108	1562	840000	SH	SOLE
COCA COLA CO	COM	191216100	963	16745	SH	DEFINED 1
COCA COLA CO	COM	191216100	2874	50000	SH	SOLE
COGNOS INC	COM	19244C109	5744	139031	SH	SOLE
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	1881	37619	SH	DEFINED 1
CONCUR TECHNOLOGIES INC	COM	206708109	464	14709	SH	SOLE
CORUS ENT INC	COM CL B NON VTG	220874101	15779	333333	SH	SOLE
COTT CORP QUE	COM	22163N106	893	112478	SH	SOLE
CVS CAREMARK CORPORATION	COM	126650100	13673	345000	SH	SOLE
DISNEY WALT CO	COM DISNEY	254687106	576	16745	SH	DEFINED 1
DOW CHEM CO	COM	260543103	3230	75000	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	836	16845	SH	DEFINED 1
EL PASO CORP	COM	28336L109	3521	207500	SH	SOLE
ENBRIDGE INC	COM	29250N105	585806	15992308	SH	SOLE
ENCANA CORP	COM	292505104	301396	4875262	SH	SOLE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	35023	742866	SH	SOLE
ENSCO INTL INC	COM	26874Q100	10836	193100	SH	SOLE
ENTERRA ENERGY TR	TR UNIT	29381P102	606	225000	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	1551	16745	SH	DEFINED 1
FLEXTRONICS INTL LTD	ORD	Y2573F102	1677	150000	SH	SOLE
FORDING CDN COAL TR	TR UNIT	345425102	11101	287220	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	698	16845	SH	DEFINED 1
GENERAL ELECTRIC CO	COM	369604103	1035	25000	SH	SOLE
GENERAL MTRS CORP	COM	370442105	619	16845	SH	DEFINED 1
GENEREX BIOTECHNOLOGY CP DEL	COM	371485103	2054	1360300	SH	SOLE
GERDAU AMERISTEEL CORP	COM	37373P105	155	13100	SH	SOLE
GOLDCORP INC NEW	COM	380956409	46827	1532352	SH	SOLE
GROUPE CGI INC	CL A SUB VTG	39945C109	245	21400	SH	SOLE
HALLIBURTON CO	COM	406216101	7680	200000	SH	SOLE
HARVEST ENERGY TR	TRUST UNIT	41752X101	17895	665000	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	842	16895	SH	DEFINED 1
HOME DEPOT INC	COM	437076102	3244	100000	SH	SOLE
HOME DEPOT INC	COM	437076102	544	16745	SH	DEFINED 1
HONEYWELL INTL INC	COM	438516106	997	16745	SH	DEFINED 1
IMPERIAL OIL LTD	COM NEW	453038408	426027	8598334	SH	SOLE
INTEL CORP	COM	458140100	433	16745	SH	DEFINED 1
INTEL CORP	COM	458140100	2586	100000	SH	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	1974	16745	SH	DEFINED 1
INTEROIL CORP	COM	460951106	8273	265470	SH	SOLE
ISHARES INC	MSCI FRANCE	464286707	4808	125000	SH	SOLE
ISHARES INC	MSCI AUSTRALIA	464286103	4371	137500	SH	SOLE
ISHARES INC	MSCI BRAZIL	464286400	8091	110000	SH	SOLE
ISHARES TR	DJ US REAL EST	464287739	3643	47630	SH	SOLE
ISHARES TR	MSCI EAFE IDX	464287465	1794	21710	SH	SOLE
ISHARES TR	MSCI EMERG MKT	464287234	329	2200	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	1101	16745	SH	DEFINED 1
JOHNSON & JOHNSON	COM	478160104	11498	175000	SH	SOLE
JP MORGAN CHASE & CO	COM	46625H100	768	16745	SH	DEFINED 1
KINROSS GOLD CORP	COM NO PAR	496902404	13834	926133	SH	SOLE
LUNDIN MINING CORP	COM	550372106	6650	520453	SH	SOLE
MANULIFE FINL CORP	COM	56501R106	2114514	51292822	SH	SOLE
MASTERCARD INC	CL A	57636Q104	7594	55433	SH	SOLE

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MCDONALDS CORP	COM	580135101	913	16745	SH	DEFINED	1
MDS INC	COM	55269P302	7938	367448	SH	SOLE	
MERCK & CO INC	COM	589331107	840	16245	SH	DEFINED	1
MERIDIAN GOLD INC	COM	589975101	53583	1611857	SH	SOLE	
METHANEX CORP	COM	59151K108	40257	1599998	SH	SOLE	
MI DEVS INC	CL A SUB VTG	55304X104	31768	959412	SH	SOLE	
MICROSOFT CORP	COM	594918104	494	16745	SH	DEFINED	1
MINEFINDERS LTD	COM	602900102	1072	100000	SH	SOLE	
MOLSON COORS BREWING CO	CL B	60871R209	3981	80182	SH	SOLE	
NEUROCHEM INC	COM	64125K101	680	245900	SH	SOLE	
NEW GOLD INC CDA	COM	644535106	1391	225000	SH	SOLE	
NEXEN INC	COM	65334H102	92894	3040841	SH	SOLE	
NISOURCE INC	COM	65473P105	5742	300000	SH	SOLE	
NORTEL NETWORKS CORP NEW	COM NEW	656568508	11589	683764	SH	SOLE	
NOVA CHEMICALS CORP	COM	66977W109	68486	1775342	SH	SOLE	
OPEN TEXT CORP	COM	683715106	4776	183000	SH	SOLE	
OPPENHEIMER HLDGS INC	CL A NON VTG	683797104	405	8336	SH	SOLE	
ORBITAL SCIENCES CORP	COM	685564106	322	14500	SH	DEFINED	1
PATTERSON UTI ENERGY INC	COM	703481101	6771	300000	SH	SOLE	
PEABODY ENERGY CORP	COM	704549104	397	8300	SH	SOLE	
PENN WEST ENERGY TR	TR UNIT	707885109	30702	988429	SH	SOLE	
PETRO-CDA	COM	71644E102	170905	2979053	SH	SOLE	
PFIZER INC	COM	717081103	397	16245	SH	DEFINED	1
PFIZER INC	COM	717081103	21376	875000	SH	SOLE	
POPULAR INC	COM	733174106	2149	175000	SH	SOLE	
POTASH CORP SASK INC	COM	73755L107	112069	1061269	SH	SOLE	
PRECISION DRILLING TR	TR UNIT	740215108	2703	140982	SH	SOLE	
PRIMEWEST ENERGY TR	TR UNIT NEW	741930309	4630	175400	SH	SOLE	
PROCTER & GAMBLE CO	COM	742718109	1175	16695	SH	DEFINED	1
PROVIDENT ENERGY TR	TR UNIT	74386K104	9911	780000	SH	SOLE	
QLOGIC CORP	COM	747277101	1345	100000	SH	SOLE	
QUALITY SYS INC	COM	747582104	3663	100000	SH	SOLE	
QUEBECOR WORLD INC	COM NON-VTG	748203106	1107	114334	SH	SOLE	
RESEARCH IN MOTION LTD	COM	760975102	72188	734653	SH	SOLE	
ROGERS COMMUNICATIONS INC	CL B	775109200	39976	878254	SH	SOLE	
ROYAL BK CDA MONTREAL QUE	COM	780087102	3144389	56821752	SH	SOLE	
SCHERING PLOUGH CORP	COM	806605101	1687	53325	SH	SOLE	
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	20578	828766	SH	SOLE	
SILICON IMAGE INC	COM	82705T102	515	100000	SH	SOLE	
SILVER WHEATON CORP	COM	828336107	1064	76294	SH	SOLE	
SLM CORP	COM	78442P106	195213	3930200	SH	SOLE	
SMTC CORP	COM NEW	832682207	1112	469082	SH	SOLE	
SOURCE INTERLINK COS INC	COM NEW	836151209	250	60035	SH	SOLE	
SOUTHERN COPPER CORP	COM	84265V105	1370	11000	SH	DEFINED	1
SOUTHWEST AIRLS CO	COM	844741108	370	25000	SH	SOLE	
SPDR TR	UNIT SER 1	78462F103	1955	12810	SH	SOLE	
STORM CAT ENERGY CORP	COM	862168101	558	750000	SH	SOLE	
SUN LIFE FINL INC	COM	866796105	1012926	19303795	SH	SOLE	
SUNCOR ENERGY INC	COM	867229106	208328	2194122	SH	SOLE	
TALISMAN ENERGY INC	COM	87425E103	455638	23208855	SH	SOLE	
TATA MTRS LTD	SPONSORED ADR	876568502	4785	250000	SH	SOLE	
TECK COMINCO LTD	CL B	878742204	684021	14409500	SH	SOLE	
TELUS CORP	NON-VTG SHS	87971M202	297586	5514703	SH	SOLE	
THOMSON CORP	COM	884903105	416842	9953782	SH	SOLE	
TIM HORTONS INC	COM	88706M103	10267	294775	SH	SOLE	
TONGJITANG CHINESE MED CO	SPON ADR	89025E103	694	66400	SH	SOLE	
TORONTO DOMINION BK ONT	COM NEW	891160509	2438391	31791757	SH	SOLE	
TRANSALTA CORP	COM	89346D107	198775	6317589	SH	SOLE	
TRANSALTA CORP	COM	89346D107	67647	2150000	SH	SOLE	1
TRANSCANADA CORP	COM	89353D107	32078	875000	SH	SOLE	1
TRANSCANADA CORP	COM	89353D107	749085	20432980	SH	SOLE	
U S G CORP	COM NEW	903293405	3004	80000	SH	SOLE	

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UNITED TECHNOLOGIES CORP	COM	913017109	1308	16240	SH	DEFINED 1
VALERO ENERGY CORP NEW	COM	91913Y100	6718	100000	SH	SOLE
VERIZON COMMUNICATIONS	COM	92343V104	742	16745	SH	DEFINED 1
WAL MART STORES INC	COM	931142103	705	16145	SH	DEFINED 1
WAL MART STORES INC	COM	931142103	14186	325000	SH	SOLE
WEIGHT WATCHERS INTL INC NEW	COM	948626106	1124	19534	SH	DEFINED 1
WHOLE FOODS MKT INC	COM	966837106	2448	50000	SH	SOLE
YAMANA GOLD INC	COM	98462Y100	5767	488219	SH	SOLE
YM BIOSCIENCES INC	COM	984238105	689	448000	SH	SOLE
ZALE CORP NEW	COM	988858106	2314	100000	SH	SOLE