

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

ING GROEP NV  
Form 13F-HR/A  
June 23, 2009

=====

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2009  
Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one.):

[X] 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: Fred Severin  
Title: Compliance Officer  
Phone: +31 20 576 65 39

Signature, Place, and Date of Signing:

/s/ Fred Severin, Amsterdam, June 23, 2009

Name: Maarten Edixhoven  
Title: Head of Corporate Compliance  
Phone: +31 20 576 51 17

Signature, Place, and Date of Signing:

/s/ Maarten Edixhoven, Amsterdam, June 23, 2009  
-----

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

Report Type (Check only one.):

[ ] 13F HOLDINGS REPORT.

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

[ ] 13F NOTICE.

[X] 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.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:

Form 13F Information Table Entry Total: 1210

Form 13F Information Table Value Total: \$11,826,448  
(USD thousands)

List of Other Included Managers:

No.	Form 13F File Number	Name
01		Other wholly owned subsidiary of ING Groep N.V.
02		ING Investment Management Advisors B.V.

Form 13F Information Table

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X1000)	# OF SHARES	SH/PRN	PUT/ CALL DISCRETI
1ST SOURCE CORP	COM	336901103	703	38,950		DEFIN
3COM CORP	COM	885535104	1,993	644,970		DEFIN
3M CO	COM	88579Y101	17,754	357,075		DEFIN
AAR CORP	COM	000361105	1,189	94,790		DEFIN
AARON RENTS INC	COM	002535201	3,356	125,870		DEFIN
ABAXIS INC	COM	002567105	212	12,317		DEFIN
ABBOTT LABS	COM	002824100	131,779	2,762,652		DEFIN

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

ABERCROMBIE & FITCH CO	CL A	002896207	799	33,590		DEFINE
ACADIA RLTY TR	COM SH BEN INT	004239109	771	72,697		DEFINE
ACTUANT CORP	CL A NEW	00508X203	5,664	548,300		DEFINE
ACUITY BRANDS INC	COM	00508Y102	4,671	207,226		DEFINE
ACXIOM CORP	COM	005125109	1,035	139,930		DEFINE
ADAPTEC INC	COM	00651F108	478	199,339		DEFINE
ADMINISTAFF INC	COM	007094105	366	17,309		DEFINE
ADOBE SYS INC	COM	00724F101	19,902	930,429		DEFINE
ADTRAN INC	COM	00738A106	496	30,600		DEFINE
ADVANCED MICRO DEVICES INC	COM	007903107	413	135,248		DEFINE
AEROPOSTALE	COM	007865108	11,175	420,760		DEFINE
AES CORP	COM	00130H105	15,113	2,601,246		DEFINE
AETNA INC NEW	COM	00817Y108	20,483	841,891		DEFINE
AFFILIATED COMPUTER SERVICES	CL A	008190100	5,335	111,394		DEFINE
AFFILIATED MANAGERS GROUP	COM	008252108	749	17,950		DEFINE
AGCO CORP	COM	001084102	1,950	99,466		DEFINE
AGILENT TECHNOLOGIES INC	COM	00846U101	1,236	80,410		DEFINE
AGILYSYS INC	COM	00847J105	70	16,350		DEFINE
AGL RESOURCES, INC.	COM	001204106	848	31,952	SH	DEFINE
AIR PRODS & CHEMS INC	COM	009158106	18,104	321,853		DEFINE
AIR PRODUCTS & CHEMICALS, INC.	COM	009158106	493	8,756	SH	DEFINE
AIRGAS INC	COM	009363102	23,596	697,910		DEFINE
AKAMAI TECHNOLOGIES INC	COM	00971T101	3,097	159,660		DEFINE
ALASKA AIR GROUP INC	COM	011659109	812	46,190		DEFINE
ALASKA COMMUNICATIONS SYS GR	COM	01167P101	6,643	991,484		DEFINE
ALBANY INTL CORP	CL A	012348108	692	76,500		DEFINE
ALBANY MOLECULAR RESH INC	COM	012423109	226	23,940		DEFINE
ALBEMARLE CORP	COM	012653101	9,858	452,840		DEFINE
ALCOA INC	COM	013817101	12,129	1,652,391		DEFINE
ALCON, INC.	COM SHS	H01301102	555	6,102	SH	DEFINE
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	3,913	107,501		DEFINE
ALEXION PHARMACEUTICALS INC	COM	015351109	4,346	115,400		DEFINE
ALIGN TECHNOLOGY INC	COM	016255101	141	17,800		DEFINE
ALKERMES INC	COM	01642T108	1,302	107,300		DEFINE
ALLEGHENY ENERGY INC	COM	017361106	2,746	118,517		DEFINE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	1,199	54,662		DEFINE
ALLERGAN INC	COM	018490102	5,021	105,122		DEFINE
ALLETE INC	COM NEW	018522300	508	19,040		DEFINE
ALLIANCE DATA SYSTEMS CORP	COM	018581108	9,056	245,099		DEFINE
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	524	18,000		DEFINE
ALLIANT ENERGY CORP	COM	018802108	2,039	82,600		DEFINE
ALLIANT TECHSYSTEMS INC	COM	018804104	4,401	65,700		DEFINE
ALLIED CAP CORP NEW	COM	01903Q108	20	12,350		DEFINE
ALLSTATE CORP	COM	020002101	5,364	280,112		DEFINE
ALTRIA GROUP INC	COM	02209S103	81,296	5,074,663		DEFINE
ALTRIA GROUP, INC.	COM	02209S103	6,028	376,253	SH	DEFINE
AMAZON COM INC	COM	023135106	31,147	424,114		DEFINE
AMB PROPERTY CORP	COM	00163T109	5,697	395,595		DEFINE
AMBAC FINL GROUP INC	COM	023139108	70	90,300		DEFINE
AMEREN CORP	COM	023608102	28,595	1,233,063		DEFINE
AMEREN CORP.	COM	023608102	10,820	466,580	SH	DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	20,772	767,066		DEFINE
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	1,484	54,819	SH	DEFINE
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	17	12,700		DEFINE

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

AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	25,246	2,062,550	DEFINE
AMERICAN ELEC PWR INC	COM	025537101	10,237	405,277	DEFINE
AMERICAN FINL GROUP INC OHIO	COM	025932104	3,615	225,242	DEFINE
AMERICAN GREETINGS CORP	CL A	026375105	345	68,240	DEFINE
AMERICAN INTL GROUP INC	COM	026874107	1,139	1,139,396	DEFINE
AMERICAN MED SYS HLDGS INC	COM	02744M108	1,500	134,500	DEFINE
AMERICAN SUPERCONDUCTOR CORP	COM	030111108	306	17,700	DEFINE
AMERICREDIT CORP	COM	03060R101	846	144,350	DEFINE
AMERIGROUP CORP	COM	03073T102	3,581	130,028	DEFINE
AMERISOURCEBERGEN CORP	COM	03073E105	36,366	1,113,462	DEFINE
AMGEN INC	COM	031162100	69,759	1,408,696	DEFINE
AMKOR TECHNOLOGY INC	COM	031652100	115	42,840	DEFINE
AMPHENOL CORP NEW	CL A	032095101	36,389	1,277,239	DEFINE
AMR CORP	COM	001765106	62	19,300	DEFINE
AMYLIN PHARMACEUTICALS INC	COM	032346108	2,567	218,450	DEFINE
ANADARKO PETE CORP	COM	032511107	35,920	923,643	DEFINE
ANADIGICS INC	COM	032515108	28	13,550	DEFINE
ANALOG DEVICES INC	COM	032654105	10,662	553,309	DEFINE
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	6,928	188,463	DEFINE
ANIXTER INTL INC	COM	035290105	2,270	71,640	DEFINE
ANNALY CAP MGMT INC	COM	035710409	2,482	178,953	DEFINE
ANWORTH MORTGAGE ASSET CP	COM	037347101	298	48,640	DEFINE
APACHE CORP	COM	037411105	77,081	1,202,699	DEFINE
APOLLO GROUP INC	CL A	037604105	47,223	602,875	DEFINE
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	1,219	72,233	DEFINE
APPLIED MATLS INC	COM	038222105	7,875	732,525	DEFINE
AQUA AMERICA INC	COM	03836W103	5,122	256,091	DEFINE
ARBITRON INC	COM	03875Q108	9,177	611,395	DEFINE
ARCH COAL INC	COM	039380100	19,913	1,489,382	DEFINE
ARCHER DANIELS MIDLAND CO	COM	039483102	29,226	1,052,040	DEFINE
ARIBA INC	COM NEW	04033V203	312	35,708	DEFINE
ARRIS GROUP INC	COM	04269Q100	1,614	219,026	DEFINE
ARROW ELECTRS INC	COM	042735100	4,061	213,090	DEFINE
ART TECHNOLOGY GROUP INC	COM	04289L107	103	40,300	DEFINE
ARTHUR J GALLAGHER & CO.	COM	363576109	776	45,648	SH DEFINE
ARVINMERITOR INC	COM	043353101	23	29,150	DEFINE
ASBURY AUTOMOTIVE GROUP INC	COM	043436104	241	55,847	DEFINE
ASHLAND INC NEW	COM	044209104	1,835	177,650	DEFINE
ASIAINFO HLDGS INC	COM	04518A104	174	10,300	DEFINE
ASSOCIATED BANC CORP	COM	045487105	4,284	277,250	DEFINE
ASTORIA FINL CORP	COM	046265104	1,155	125,710	DEFINE
ASTRAZENECA PLC	SPONSORED ADR	046353108	793	22,367	DEFINE
ASYST TECHNOLOGY CORP	COM	04648X107	14	50,200	DEFINE
AT&T, INC.	COM	00206R102	15,200	603,175	SH DEFINE
ATMEL CORP	COM	049513104	865	238,400	DEFINE
ATMI INC	COM	00207R101	268	17,350	DEFINE
ATMOS ENERGY CORP	COM	049560105	4,243	183,538	DEFINE
ATWOOD OCEANICS INC	COM	050095108	1,736	104,630	DEFINE
AU OPTRONICS CORP	SPONSORED ADR	002255107	1,565	186,543	DEFINE
AUTODESK INC	COM	052769106	3,426	203,804	DEFINE
AUTOLIV INC	COM	052800109	26,286	1,415,525	DEFINE
AUTONATION INC	COM	05329W102	327	23,585	DEFINE
AVALONBAY CMNTYS INC	COM	053484101	7,854	166,900	DEFINE
AVERY DENNISON CORP	COM	053611109	2,521	112,835	DEFINE

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

AVID TECHNOLOGY INC	COM	05367P100	416	45,460	DEFINE
AVIS BUDGET GROUP	COM	053774105	13	14,750	DEFINE
AVNET INC	COM	053807103	3,613	206,366	DEFINE
AVOCENT CORP	COM	053893103	8,944	736,712	DEFINE
AVON PRODS INC	COM	054303102	26,390	1,372,337	DEFINE
AXCELIS TECHNOLOGIES INC	COM	054540109	33	88,000	DEFINE
AXSYS TECHNOLOGIES INC	COM	054615109	827	19,660	DEFINE
BAKER HUGHES INC	COM	057224107	6,177	216,368	DEFINE
BALL CORP	COM	058498106	4,905	113,008	DEFINE
BANCORPSOUTH INC	COM	059692103	1,336	64,100	DEFINE
BANK HAWAII CORP	COM	062540109	6,408	194,300	DEFINE
BANK MONTREAL QUE	COM	063671101	11,258	431,186	DEFINE
BANK MUTUAL CORP NEW	COM	063750103	7,171	791,454	DEFINE
BANK NOVA SCOTIA HALIFAX	COM	064149107	73,726	3,006,753	DEFINE
BANK OF THE OZARKS INC	COM	063904106	3,508	152,010	DEFINE
BANKRATE INC	COM	06646V108	201	8,069	DEFINE
BARD C R INC	COM	067383109	34,173	428,660	DEFINE
BARNES & NOBLE INC	COM	067774109	344	16,100	DEFINE
BARNES GROUP INC	COM	067806109	9,672	904,770	DEFINE
BARRICK GOLD CORP	COM	67901108	50,190	1,548,124	DEFINE
BAXTER INTL INC	COM	071813109	42,456	828,890	DEFINE
BB&T CORP	COM	054937107	13,733	811,621	DEFINE
BE AEROSPACE INC	COM	073302101	171	19,710	DEFINE
BEAZER HOMES USA INC	COM	07556Q105	24	23,550	DEFINE
BEBE STORES INC	COM	075571109	92	13,850	DEFINE
BECKMAN COULTER INC	COM	075811109	625	12,250	DEFINE
BECTON DICKINSON & CO	COM	075887109	12,036	179,003	DEFINE
BED BATH & BEYOND INC	COM	075896100	4,344	175,514	DEFINE
BELO CORP	COM SER A	080555105	24	38,950	DEFINE
BEMIS INC	COM	081437105	6,248	297,956	DEFINE
BENCHMARK ELECTRS INC	COM	08160H101	2,646	236,290	DEFINE
BEST BUY INC	COM	086516101	6,021	158,619	DEFINE
BHP BILLITON LTD	SPONSORED ADR	088606108	34,154	765,781	DEFINE
BIG LOTS INC	COM	089302103	4,951	238,247	DEFINE
BIOGEN IDEC INC	COM	09062X103	22,575	430,659	DEFINE
BIOVAIL CORP	COM	09067J109	7,628	696,620	DEFINE
BJ SVCS CO	COM	055482103	46,923	4,715,923	DEFINE
BJS WHOLESALE CLUB INC	COM	05548J106	2,833	88,570	DEFINE
BLACK & DECKER CORP	COM	091797100	2,887	91,462	DEFINE
BLACK BOX CORP DEL	COM	091826107	2,037	86,290	DEFINE
BLACK HILLS CORP	COM	092113109	6,635	370,860	DEFINE
BLACKROCK INC	COM	09247X101	3,192	24,550	DEFINE
BLOCK H & R INC	COM	093671105	9,640	529,955	DEFINE
BLOCKBUSTER INC	CL A	093679108	31	43,650	DEFINE
BLOUNT INTL INC NEW	COM	095180105	56	12,100	DEFINE
BLUE COAT SYSTEMS INC	COM NEW	09534T508	2,402	199,960	DEFINE
BMC SOFTWARE INC	COM	055921100	12,940	392,108	DEFINE
BOB EVANS FARMS INC	COM	096761101	314	14,000	DEFINE
BORDERS GROUP INC	COM	099709107	57	90,750	DEFINE
BORGWARNER INC	COM	099724106	8,213	404,590	DEFINE
BOSTON PRIVATE FINL HLDGS IN	COM	101119105	347	98,840	DEFINE
BOSTON PROPERTIES INC	COM	101121101	6,332	180,749	DEFINE
BOSTON SCIENTIFIC CORP	COM	101137107	6,393	804,109	DEFINE
BP PLC	SPONSORED ADR	055622104	5,474	136,497	DEFINE
BRADY CORP	CL A	104674106	5,983	339,350	DEFINE
BRE PROPERTIES INC	CL A	05564E106	3,360	171,144	DEFINE

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

BRIGGS & STRATTON CORP	COM	109043109	2,323	140,790	DEFINE
BRIGHAM EXPLORATION CO	COM	109178103	46	23,950	DEFINE
BRIGHTPOINT INC	COM NEW	109473405	665	155,410	DEFINE
BRINKER INTL INC	COM	109641100	765	50,674	DEFINE
BRINKS CO	COM	109696104	8,475	320,310	DEFINE
BRISTOL MYERS SQUIBB CO	COM	110122108	65,637	2,994,398	DEFINE
BRISTOL-MYERS SQUIBB CO.	COM	110122108	15,397	702,425	SH DEFINE
BROADCOM CORP	CL A	111320107	25,886	1,295,596	DEFINE
BROOKFIELD PPTYS CORP	COM	112900105	1,518	264,533	DEFINE
BROOKLINE BANCORP INC DEL	COM	11373M107	728	76,618	DEFINE
BROWN FORMAN CORP	CL B	115637209	1,109	28,562	DEFINE
BROWN FORMAN CORP	CL A	115637100	52,920	1,319,700	DEFINE
BROWN SHOE INC NEW	COM	115736100	246	65,470	DEFINE
BRUNSWICK CORP	COM	117043109	296	85,840	DEFINE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	48,757	810,598	DEFINE
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	11,333	248,472	DEFINE
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	204	15,800	DEFINE
CABOT CORP	COM	127055101	1,877	178,550	DEFINE
CABOT OIL & GAS CORP	COM	127097103	1,811	76,840	DEFINE
CAL MAINE FOODS INC	COM NEW	128030202	545	24,335	DEFINE
CALGON CARBON CORP	COM	129603106	1,558	109,961	DEFINE
CALIFORNIA COASTAL CMNTYS IN	COM NEW	129915203	1,071	1,755,683	DEFINE
CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	3,483	266,320	DEFINE
CALLAWAY GOLF CO	COM	131193104	217	30,200	DEFINE
CALLON PETE CO DEL	COM	13123X102	21	19,350	DEFINE
CAMBREX CORP	COM	132011107	39	16,950	DEFINE
CAMDEN PPTY TR	SH BEN INT	133131102	1,058	49,050	DEFINE
CAMECO CORP	COM	13321L108	556	32,400	DEFINE
CAMPBELL SOUP CO	COM	134429109	2,644	96,626	DEFINE
CANADIAN NAT RES LTD	COM	136385101	23,606	612,196	DEFINE
CANON INC	ADR	138006309	11,174	384,900	DEFINE
CAPITAL ONE FINL CORP	COM	14040H105	4,529	370,039	DEFINE
CARBO CERAMICS INC	COM	140781105	1,051	36,940	DEFINE
CARDINAL HEALTH INC	COM	14149Y108	4,032	128,087	DEFINE
CAREER EDUCATION CORP	COM	141665109	3,411	142,360	DEFINE
CARMAX INC	COM	143130102	947	76,150	DEFINE
CARNIVAL CORP	PAIRED CTF	143658300	8,877	410,981	DEFINE
CASEYS GEN STORES INC	COM	147528103	8,354	313,344	DEFINE
CASTLE A M & CO	COM	148411101	231	25,910	DEFINE
CATHAY GENERAL BANCORP	COM	149150104	397	38,050	DEFINE
CEC ENTMT INC	COM	125137109	2,028	78,379	DEFINE
CELGENE CORP	COM	151020104	16,128	363,251	DEFINE
CENTERPOINT ENERGY INC	COM	15189T107	1,356	130,016	DEFINE
CENTEX CORP	COM	152312104	677	90,301	DEFINE
CENTRAL EUROPEAN DIST CORP	COM	153435102	4,180	388,511	DEFINE
CENTRAL VT PUB SVC CORP	COM	155771108	429	24,800	DEFINE
CENTURYTEL INC	COM	156700106	987	35,110	DEFINE
CEPHALON INC	COM	156708109	8,139	119,510	DEFINE
CERADYNE INC	COM	156710105	1,814	100,070	DEFINE
CERNER CORP	COM	156782104	1,970	44,800	DEFINE
CHARLOTTE RUSSE HLDG INC	COM	161048103	794	97,440	DEFINE
CHARMING SHOPPES INC	COM	161133103	57	40,500	DEFINE
CHARTER COMMUNICATIONS INC D	CL A	16117M107	3	128,600	DEFINE
CHATTEM INC	COM	162456107	11,445	204,200	DEFINE
CHECKPOINT SYS INC	COM	162825103	929	103,534	DEFINE
CHEESECAKE FACTORY INC	COM	163072101	257	22,450	DEFINE

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

CHESAPEAKE ENERGY CORP	COM	165167107	6,854	401,775		DEFINE
CHEVRON CORP.	COM	166764100	11,568	172,039	SH	DEFINE
CHICOS FAS INC	COM	168615102	1,033	192,370		DEFINE
CHILDRENS PL RETAIL STORES I	COM	168905107	1,914	87,460		DEFINE
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	4,948	113,686		DEFINE
CHINA MOBILE LTD.	SPONSORED ADR	16941M109	1,196	27,483	SH	DEFINE
CHIQUITA BRANDS INTL INC	COM	170032809	363	54,780		DEFINE
CHOICE HOTELS INTL INC	COM	169905106	489	18,958		DEFINE
CHUBB CORP	COM	171232101	11,527	272,367		DEFINE
CHURCH & DWIGHT INC	COM	171340102	12,240	234,340		DEFINE
CIA DE BEBIDAS DAS AMERICAS	SPON ADR PFD	20441W203	2,437	51,028	SH	DEFINE
CIA VALE DO RIO DOCE	SPON ADR PFD	204412100	10,030	889,168	SH	DEFINE
CIA VALE DO RIO DOCE	SPONSORED ADR	204412209	931	70,022	SH	DEFINE
CIBER INC	COM	17163B102	1,015	371,960		DEFINE
CIGNA CORP	COM	125509109	7,207	409,700		DEFINE
CINTAS CORP	COM	172908105	717	29,001		DEFINE
CIRCOR INTL INC	COM	17273K109	215	9,550		DEFINE
CIRRUS LOGIC INC	COM	172755100	89	23,750		DEFINE
CISCO SYS INC	COM	17275R102	212,978	12,699,927		DEFINE
CIT GROUP INC	COM	125581108	536	187,900		DEFINE
CITIGROUP INC	COM	172967101	10,979	4,339,678		DEFINE
CITRIX SYS INC	COM	177376100	3,349	147,931		DEFINE
CITY NATL CORP	COM	178566105	312	9,250		DEFINE
CKE RESTAURANTS INC	COM	12561E105	117	13,950		DEFINE
CLARCOR INC	COM	179895107	1,395	55,390		DEFINE
CLECO CORP NEW	COM	12561W105	9,908	456,811		DEFINE
CMS ENERGY CORP	COM	125896100	8,568	723,674		DEFINE
COACH INC	COM	189754104	39,690	2,376,664		DEFINE
COCA COLA CO	COM	191216100	175,270	3,987,947		DEFINE
COCA COLA ENTERPRISES INC	COM	191219104	6,468	490,388		DEFINE
COCA-COLA CO.	COM	191216100	11,996	272,949	SH	DEFINE
COEUR D ALENE MINES CORP IDA	COM	192108108	307	327,100		DEFINE
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	1,837	88,370		DEFINE
COLDWATER CREEK INC	COM	193068103	508	202,550		DEFINE
COLGATE PALMOLIVE CO	COM	194162103	10,027	170,004		DEFINE
COLONIAL BANCGROUP INC	COM	195493309	51	56,950		DEFINE
COLUMBIA BKG SYS INC	COM	197236102	405	63,220		DEFINE
COMCAST CORP NEW	CL A SPL	20030N200	354	27,500		DEFINE
COMCAST CORP NEW	CL A	20030N101	40,644	2,979,772		DEFINE
COMERICA INC	COM	200340107	11,904	650,150		DEFINE
COMFORT SYS USA INC	COM	199908104	278	26,790		DEFINE
COMMERCE BANCSHARES INC	COM	200525103	4,010	110,458		DEFINE
COMMERCIAL METALS CO	COM	201723103	5,912	511,870		DEFINE
COMMSCOPE INC	COM	203372107	2,614	230,073		DEFINE
COMMUNITY BK SYS INC	COM	203607106	832	49,700		DEFINE
COMMUNITY HEALTH SYS INC NEW	COM	203668108	2,275	148,300		DEFINE
COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B407	1,247	119,600		DEFINE
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	186	12,500		DEFINE
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	14,345	1,078,600		DEFINE
COMPUTER SCIENCES CORP	COM	205363104	12,983	352,403		DEFINE
COMPUWARE CORP	COM	205638109	4,044	613,676		DEFINE
COMSTOCK RES INC	COM NEW	205768203	4,194	140,738		DEFINE
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	2,774	112,000		DEFINE
CONAGRA FOODS INC	COM	205887102	18,353	1,087,894		DEFINE
CONCUR TECHNOLOGIES INC	COM	206708109	9,249	481,950		DEFINE
CONOCOPHILLIPS	COM	20825C104	97,520	2,490,307		DEFINE

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

CONSECO INC	COM NEW	208464883	17	18,650		DEFINE
CONSOL ENERGY INC	COM	20854P109	6,226	246,669		DEFINE
CONSOLIDATED EDISON INC	COM	209115104	40,387	1,019,622		DEFINE
CONSOLIDATED EDISON, INC.	COM	209115104	11,448	289,007	SH	DEFINE
CONSOLIDATED GRAPHICS INC	COM	209341106	666	52,345		DEFINE
CONSTELLATION ENERGY GROUP I	COM	210371100	1,334	64,582		DEFINE
CONVERGYS CORP	COM	212485106	225	27,887		DEFINE
COOPER COS INC	COM NEW	216648402	832	31,460		DEFINE
COOPER TIRE & RUBR CO	COM	216831107	2,979	737,313		DEFINE
CORINTHIAN COLLEGES INC	COM	218868107	2,621	134,750		DEFINE
CORN PRODS INTL INC	COM	219023108	9,560	450,948		DEFINE
CORNING INC	COM	219350105	13,823	1,041,684		DEFINE
CORPORATE EXECUTIVE BRD CO	COM	21988R102	834	57,500		DEFINE
CORUS BANKSHARES INC	COM	220873103	9	33,550		DEFINE
COSTAR GROUP INC	COM	22160N109	233	7,700		DEFINE
COSTCO WHSL CORP NEW	COM	22160K105	12,101	261,252		DEFINE
COUSINS PPTYS INC	COM	222795106	1,595	247,600		DEFINE
COVANCE INC	COM	222816100	661	18,549		DEFINE
COVENTRY HEALTH CARE INC	COM	222862104	651	50,282		DEFINE
CRANE CO	COM	224399105	5,080	300,942		DEFINE
CREDICORP LTD.	COM	G2519Y108	1,333	28,462	SH	DEFINE
CREE INC	COM	225447101	1,326	56,338		DEFINE
CSG SYS INTL INC	COM	126349109	1,336	93,530		DEFINE
CSX CORP	COM	126408103	12,639	488,953		DEFINE
CTS CORP	COM	126501105	750	207,716		DEFINE
CUBIST PHARMACEUTICALS INC	COM	229678107	5,324	325,440		DEFINE
CULLEN FROST BANKERS INC	COM	229899109	5,253	111,900		DEFINE
CUMMINS INC	COM	231021106	27,189	1,068,342		DEFINE
CV THERAPEUTICS INC	COM	126667104	362	18,200		DEFINE
CVB FINL CORP	COM	126600105	118	17,800		DEFINE
CVS CAREMARK CORPORATION	COM	126650100	40,193	1,462,102		DEFINE
CYBERONICS INC	COM	23251P102	1,011	76,170		DEFINE
CYMER INC	COM	232572107	769	34,529		DEFINE
CYPRESS BIOSCIENCES INC	COM PAR \$.02	232674507	798	112,300		DEFINE
CYPRESS SEMICONDUCTOR CORP	COM	232806109	1,168	172,460		DEFINE
D R HORTON INC	COM	23331A109	10,361	1,068,170		DEFINE
DAKTRONICS INC	COM	234264109	231	35,300		DEFINE
DANAHER CORP DEL	COM	235851102	7,112	131,178		DEFINE
DARDEN RESTAURANTS INC	COM	237194105	9,750	284,590		DEFINE
DAVITA INC	COM	23918K108	3,254	74,038		DEFINE
DEAN FOODS CO NEW	COM	242370104	1,819	100,635		DEFINE
DEERE & CO	COM	244199105	7,850	238,827		DEFINE
DELL INC	COM	24702R101	19,618	2,069,414		DEFINE
DELPHI FINL GROUP INC	CL A	247131105	4,999	371,412		DEFINE
DELTA PETE CORP	COM NEW	247907207	22	18,100		DEFINE
DELUXE CORP	COM	248019101	150	15,600		DEFINE
DENBURY RES INC	COM NEW	247916208	3,280	220,730		DEFINE
DENDREON CORP	COM	24823Q107	101	23,950		DEFINE
DENTSPLY INTL INC NEW	COM	249030107	1,886	70,230		DEFINE
DEPOMED INC	COM	249908104	66	27,800		DEFINE
DEVON ENERGY CORP NEW	COM	25179M103	41,616	931,214		DEFINE
DEVRY INC DEL	COM	251893103	3,811	79,090		DEFINE
DIAGEO P L C	SPON ADR NEW	25243Q205	5,182	115,800		DEFINE
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	4,319	68,707		DEFINE
DIGI INTL INC	COM	253798102	344	44,880		DEFINE
DIGITAL RIV INC	COM	25388B104	2,173	72,880		DEFINE



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

DILLARDS INC	CL A	254067101	107	18,850		DEFINE
DIODES INC	COM	254543101	386	36,370		DEFINE
DISNEY WALT CO	COM DISNEY	254687106	17,987	990,460		DEFINE
DOMINION RES INC VA NEW	COM	25746U109	7,392	238,544		DEFINE
DOW CHEM CO	COM	260543103	32,117	3,809,803		DEFINE
DOW CHEMICAL CO.	COM	260543103	10,654	1,263,788	SH	DEFINE
DRESS BARN INC	COM	261570105	6,216	505,800		DEFINE
DRUGSTORE COM INC	COM	262241102	55	46,950		DEFINE
DST SYS INC DEL	COM	233326107	3,566	103,018		DEFINE
DTE ENERGY CO	COM	233331107	3,857	139,231		DEFINE
DU PONT E I DE NEMOURS & CO	COM	263534109	63,913	2,862,220		DEFINE
DUKE ENERGY CORP NEW	COM	26441C105	21,851	1,525,925		DEFINE
DUKE ENERGY CORP.	COM	26441C105	10,046	701,564	SH	DEFINE
DUKE REALTY CORP	COM NEW	264411505	1,267	230,360		DEFINE
DUKE REALTY CORP	COM NEW	264411505	4,092	743,947		DEFINE
DURECT CORP	COM	266605104	57	25,500		DEFINE
DYCOM INDS INC	COM	267475101	748	129,250		DEFINE
DYNAMIC MATLS CORP	COM	267888105	95	10,400		DEFINE
E M C CORP MASS	COM	268648102	29,085	2,551,337		DEFINE
EAGLE MATERIALS INC	COM	26969P108	1,358	56,000		DEFINE
EARTHLINK INC	COM	270321102	190	28,900		DEFINE
EASTMAN CHEM CO	COM	277432100	3,313	123,607		DEFINE
EASTMAN KODAK CO	COM	277461109	3,957	1,041,223		DEFINE
EBAY INC	COM	278642103	28,068	2,234,732		DEFINE
ECOLAB INC	COM	278865100	34,688	998,790		DEFINE
EDISON INTL	COM	281020107	4,141	143,723		DEFINE
EDWARDS LIFESCIENCES CORP	COM	28176E108	793	13,081		DEFINE
EI DU PONT DE NEMOURS & CO.	COM	263534109	12,193	546,036	SH	DEFINE
EL PASO CORP	COM	28336L109	2,546	407,431		DEFINE
ELAN PLC	ADR	284131208	1,946	293,000		DEFINE
ELDORADO GOLD CORP NEW	COM	284902103	16,643	1,849,194		DEFINE
ELECTRONIC ARTS INC	COM	285512109	3,599	197,879		DEFINE
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	442	33,278		DEFINE
EMCORE CORP	COM	290846104	29	38,750		DEFINE
EMERSON ELEC CO	COM	291011104	34,624	1,211,474		DEFINE
EMERSON ELECTRIC CO.	COM	291011104	10,769	376,805	SH	DEFINE
EMULEX CORP	COM NEW	292475209	5,262	1,046,188		DEFINE
ENBRIDGE INC	COM	29250N105	27,744	963,340		DEFINE
ENCANA CORP	COM	292505104	84,541	2,081,781		DEFINE
ENCORE WIRE CORP	COM	292562105	341	15,910		DEFINE
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	4,670	264,130		DEFINE
ENERGEN CORP	COM	29265N108	3,615	124,100		DEFINE
ENERGIZER HLDGS INC	COM	29266R108	3,742	75,305		DEFINE
ENERPLUS RES FD	UNIT TR G NEW	29274D604	8,080	493,586		DEFINE
ENERPLUS RESOURCES FUND	UNIT TR G NEW	29274D604	6,377	389,525	SH	DEFINE
ENERSIS S A	SPONSORED ADR	29274F104	13,413	888,294		DEFINE
ENERSIS SA	SPONSORED ADR	29274F104	1,876	124,255	SH	DEFINE
ENI S P A	SPONSORED ADR	26874R108	2,709	70,700		DEFINE
ENNIS INC	COM	293389102	97	10,900		DEFINE
ENSCO INTL INC	COM	26874Q100	7,331	277,694		DEFINE
ENTERCOM COMMUNICATIONS CORP	CL A	293639100	36	32,800		DEFINE
ENTERGY CORP NEW	COM	29364G103	10,394	152,658		DEFINE
ENZO BIOCHEM INC	COM	294100102	143	35,670		DEFINE
EOG RES INC	COM	26875P101	22,129	404,105		DEFINE
EPICOR SOFTWARE CORP	COM	29426L108	1,748	458,711		DEFINE
EPIQ SYS INC	COM	26882D109	243	13,450		DEFINE

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

EQUIFAX INC	COM	294429105	4,815	196,921		DEFINE
EQUITY RESIDENTIAL	SH BEN INT	29476L107	8,235	448,795		DEFINE
ERESEARCHTECHNOLOGY INC	COM	29481V108	343	65,250		DEFINE
ESCO TECHNOLOGIES INC	COM	296315104	1,574	40,660		DEFINE
ESSEX PPTY TR INC	COM	297178105	3,692	64,381		DEFINE
ESTERLINE TECHNOLOGIES CORP	COM	297425100	1,795	88,930		DEFINE
EURONET WORLDWIDE INC	COM	298736109	272	20,850		DEFINE
EVERGREEN SOLAR INC	COM	30033R108	98	46,150		DEFINE
EXELON CORP	COM	30161N101	87,679	1,931,671		DEFINE
EXELON CORP.	COM	30161N101	6,617	145,777	SH	DEFINE
EXPEDITORS INTL WASH INC	COM	302130109	1,865	65,933		DEFINE
EXPRESS SCRIPTS INC	COM	302182100	37,237	806,516		DEFINE
EXXON MOBIL CORP	COM	30231G102	656,333	9,637,782		DEFINE
EXXON MOBIL CORP.	COM	30231G102	964	14,154	SH	DEFINE
F M C CORP	COM NEW	302491303	4,674	108,350		DEFINE
F5 NETWORKS INC	COM	315616102	8,376	399,790		DEFINE
FACTSET RESH SYS INC	COM	303075105	1,502	30,050		DEFINE
FAIR ISAAC CORP	COM	303250104	2,409	171,200		DEFINE
FAMILY DLR STORES INC	COM	307000109	11,165	334,571		DEFINE
FASTENAL CO	COM	311900104	1,961	61,000		DEFINE
FEDERAL HOME LN MTG CORP	COM	313400301	93	122,200		DEFINE
FEDERAL NATL MTG ASSN	COM	313586109	141	201,150		DEFINE
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	9,754	212,039		DEFINE
FEDERATED INVS INC PA	CL B	314211103	1,804	81,022		DEFINE
FEDEX CORP	COM	31428X106	10,556	237,273		DEFINE
FEI CO	COM	30241L109	5,944	385,248		DEFINE
FELCOR LODGING TR INC	COM	31430F101	44	32,550		DEFINE
FERRO CORP	COM	315405100	24	16,750		DEFINE
FIDELITY NATL INFORMATION SV	COM	31620M106	6,767	371,819		DEFINE
FIFTH THIRD BANCORP	COM	316773100	499	170,839		DEFINE
FINANCIAL FED CORP	COM	317492106	1,137	53,660		DEFINE
FINISAR	COM	31787A101	59	133,762		DEFINE
FINISH LINE INC	CL A	317923100	534	80,699		DEFINE
FIRST HORIZON NATL CORP	COM	320517105	490	45,606		DEFINE
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	39	15,800		DEFINE
FIRST MIDWEST BANCORP DEL	COM	320867104	1,282	149,262		DEFINE
FIRST NIAGARA FINL GP INC	COM	33582V108	6,502	597,064		DEFINE
FIRST ACCEPTANCE CORP	COM	318457108	41	17,000		DEFINE
FIRST AMERN CORP CALIF	COM	318522307	4,390	165,600		DEFINE
FIRST BANCORP P R	COM	318672102	777	182,299		DEFINE
FIRST COMWLTH FINL CORP PA	COM	319829107	202	22,800		DEFINE
FIRSTENERGY CORP	COM	337932107	7,608	197,103		DEFINE
FIRSTMERIT CORP	COM	337915102	7,628	419,094		DEFINE
FISERV INC	COM	337738108	28,024	768,625		DEFINE
FLIR SYS INC	COM	302445101	25,410	1,240,705		DEFINE
FLOWERS FOODS INC	COM	343498101	9,915	422,267		DEFINE
FLOWERVE CORP	COM	34354P105	9,366	166,891		DEFINE
FLUOR CORP NEW	COM	343412102	14,764	427,330		DEFINE
FNB CORP PA	COM	302520101	374	48,796		DEFINE
FOOT LOCKER INC	COM	344849104	5,404	515,671		DEFINE
FORD MTR CO DEL	COM PAR \$0.01	345370860	1,368	520,029		DEFINE
FOREST LABS INC	COM	345838106	20,881	950,845		DEFINE
FOREST OIL CORP	COM PAR \$0.01	346091705	1,056	80,270		DEFINE
FORRESTER RESH INC	COM	346563109	1,347	65,500		DEFINE
FORTUNE BRANDS INC	COM	349631101	8,938	364,065		DEFINE

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

FOSSIL INC	COM	349882100	7,814	497,680		DEFINE
FPL GROUP INC	COM	302571104	17,500	344,968		DEFINE
FRANKLIN ELEC INC	COM	353514102	1,808	81,700		DEFINE
FREDS INC	CL A	356108100	1,049	93,000		DEFINE
FRONTIER FINL CORP WASH	COM	35907K105	97	87,999		DEFINE
FRONTIER OIL CORP	COM	35914P105	4,873	380,980		DEFINE
FUELCELL ENERGY INC	COM	35952H106	48	19,800		DEFINE
FULLER H B CO	COM	359694106	5,725	440,385		DEFINE
FX ENERGY INC	COM	302695101	54	19,300		DEFINE
GALLAGHER ARTHUR J & CO	COM	363576109	10,600	623,508		DEFINE
GANNETT INC	COM	364730101	150	68,277		DEFINE
GARDNER DENVER INC	COM	365558105	7,509	345,388		DEFINE
GARTNER INC	COM	366651107	2,094	190,210		DEFINE
GENCORP INC	COM	368682100	50	23,350		DEFINE
GENERAL DYNAMICS CORP	COM	369550108	29,235	702,938		DEFINE
GENERAL ELECTRIC CO	COM	369604103	157,929	15,621,102		DEFINE
GENERAL GROWTH PPTYS INC	COM	370021107	11	14,950		DEFINE
GENERAL MLS INC	COM	370334104	24,556	492,292		DEFINE
GENERAL MTRS CORP	COM	370442105	471	242,894		DEFINE
GENERAL ELECTRIC CO.	COM	369604103	10,132	1,002,196	SH	DEFINE
GENESCO INC	COM	371532102	862	45,760		DEFINE
GENESE & WYO INC	CL A	371559105	2,869	135,012		DEFINE
GENTEX CORP	COM	371901109	271	27,200		DEFINE
GENTIVA HEALTH SERVICES INC	COM	37247A102	1,354	89,079		DEFINE
GENUINE PARTS CO	COM	372460105	2,039	68,296		DEFINE
GENZYME CORP	COM	372917104	10,296	173,358		DEFINE
GERDAU AMERISTEEL CORP	COM	37373P105	1,718	559,700		DEFINE
GERON CORP	COM	374163103	122	27,200		DEFINE
GEVITY HR INC	COM	374393106	141	35,700		DEFINE
GILEAD SCIENCES INC	COM	375558103	128,638	2,777,150		DEFINE
GLATFELTER	COM	377316104	344	55,190		DEFINE
GLIMCHER RLTY TR	SH BEN INT	379302102	20	14,150		DEFINE
GLOBAL PMTS INC	COM	37940X102	10,253	306,885		DEFINE
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	2,973	262,172		DEFINE
GOLDCORP INC NEW	COM	380956409	28,935	868,386		DEFINE
GOODRICH CORP	COM	382388106	7,780	205,328		DEFINE
GOODYEAR TIRE & RUBR CO	COM	382550101	1,441	230,210		DEFINE
GRACO INC	COM	384109104	576	33,750		DEFINE
GRANITE CONSTR INC	COM	387328107	3,344	89,220		DEFINE
GRAY TELEVISION INC	COM	389375106	19	58,750		DEFINE
GREAT ATLANTIC & PAC TEA INC	COM	390064103	61	11,450		DEFINE
GREAT PLAINS ENERGY INC	COM	391164100	772	57,300		DEFINE
GREATBATCH INC	COM	39153L106	3,810	196,881		DEFINE
GREIF INC	CL A	397624107	2,100	63,092		DEFINE
GRIFFON CORP	COM	398433102	863	115,004		DEFINE
GROUPE CGI INC	CL A SUB VTG	39945C109	4,061	507,616		DEFINE
GRUPO TELEVIS SA	SP ADR REP ORD	40049J206	441	32,311	SH	DEFINE
GRUPO TELEVIS SA DE CV	SP ADR REP ORD	40049J206	267	19,598		DEFINE
GUESS INC	COM	401617105	2,799	132,784		DEFINE
HAIN CELESTIAL GROUP INC	COM	405217100	620	43,533		DEFINE
HALLIBURTON CO	COM	406216101	21,895	1,415,325		DEFINE
HANOVER INS GROUP INC	COM	410867105	3,654	126,772		DEFINE
HANSEN NAT CORP	COM	411310105	3,004	83,450		DEFINE
HARMAN INTL INDS INC	COM	413086109	296	21,845		DEFINE
HARRIS CORP DEL	COM	413875105	4,790	165,517		DEFINE
HARSCO CORP	COM	415864107	1,142	51,490		DEFINE

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

HARTE-HANKS INC	COM	416196103	428	80,000		DEFINE
HARTFORD FINL SVCS GROUP INC	COM	416515104	942	120,004		DEFINE
HARVEST NATURAL RESOURCES IN	COM	41754V103	192	56,700		DEFINE
HASBRO INC	COM	418056107	4,978	198,566		DEFINE
HAWAIIAN ELEC INDUSTRIES	COM	419870100	1,284	93,472		DEFINE
HCC INS HLDGS INC	COM	404132102	2,416	95,929		DEFINE
HEALTH CARE REIT INC	COM	42217K106	3,938	128,750		DEFINE
HEALTH MGMT ASSOC INC NEW	CL A	421933102	1,689	654,800		DEFINE
HEALTH NET INC	COM	42222G108	3,520	243,108		DEFINE
HEALTHCARE SVCS GRP INC	COM	421906108	204	13,650		DEFINE
HEARTLAND EXPRESS INC	COM	422347104	7,820	528,038		DEFINE
HECLA MNG CO	COM	422704106	75	37,400		DEFINE
HEICO CORP NEW	COM	422806109	288	11,850		DEFINE
HEINZ H J CO	COM	423074103	14,759	446,437		DEFINE
HERSHEY CO	COM	427866108	2,703	77,789		DEFINE
HEWLETT PACKARD CO	COM	428236103	173,076	5,398,518		DEFINE
HEXCEL CORP NEW	COM	428291108	2,033	309,400		DEFINE
HIGHWOODS PPTYS INC	COM	431284108	4,462	208,320		DEFINE
HNI CORP	COM	404251100	602	57,888		DEFINE
HOLLY CORP	COM PAR \$0.01	435758305	3,133	147,788		DEFINE
HOLOGIC INC	COM	436440101	4,582	350,024		DEFINE
HOME DEPOT INC	COM	437076102	66,075	2,804,543		DEFINE
HOME DEPOT, INC.	COM	437076102	8,214	348,646	SH	DEFINE
HOME PROPERTIES INC	COM	437306103	2,930	95,600		DEFINE
HONEYWELL INTERNATIONAL, INC.	COM	438516106	10,418	373,928	SH	DEFINE
HORACE MANN EDUCATORS CORP N	COM	440327104	2,488	297,300		DEFINE
HORMEL FOODS CORP	COM	440452100	2,565	80,900		DEFINE
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	5,309	442,410		DEFINE
HOT TOPIC INC	COM	441339108	1,135	101,400		DEFINE
HOVNANIAN ENTERPRISES INC	CL A	442487203	34	21,750		DEFINE
HRPT PPTYS TR	COM SH BEN INT	40426W101	55	17,300		DEFINE
HSBC HLDGS PLC	SPON ADR NEW	404280406	508	18,000		DEFINE
HUBBELL INC	CL B	443510201	4,632	171,820		DEFINE
HUMAN GENOME SCIENCES INC	COM	444903108	1,264	1,523,448		DEFINE
HUMANA INC	COM	444859102	3,431	131,573		DEFINE
HUNT J B TRANS SVCS INC	COM	445658107	35,681	1,479,917		DEFINE
HUNTINGTON BANCSHARES INC	COM	446150104	178	107,444		DEFINE
HUTCHINSON TECHNOLOGY INC	COM	448407106	320	123,250		DEFINE
HYPERCOM CORP	COM	44913M105	32	33,000		DEFINE
IAMGOLD CORP	COM	450913108	4,986	583,200		DEFINE
IBERIABANK CORP	COM	450828108	301	6,550		DEFINE
ICICI BANK LTD.	ADR	45104G104	924	69,500	SH	DEFINE
ICICI BK LTD	ADR	45104G104	6,370	479,297		DEFINE
IDACORP INC	COM	451107106	3,968	169,860		DEFINE
IDEX CORP	COM	45167R104	4,617	211,110		DEFINE
II VI INC	COM	902104108	329	19,170		DEFINE
ILLINOIS TOOL WKS INC	COM	452308109	61,427	1,991,154		DEFINE
ILLUMINA INC	COM	452327109	315	8,450		DEFINE
IMATION CORP	COM	45245A107	1,457	190,520		DEFINE
IMS HEALTH INC	COM	449934108	7,019	562,848		DEFINE
INCYTE CORP	COM	45337C102	1,478	631,500		DEFINE
INFORMATICA CORP	COM	45666Q102	1,848	139,335		DEFINE
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	3,610	135,572		DEFINE
INGRAM MICRO INC	CL A	457153104	5,260	416,134		DEFINE
INSIGHT ENTERPRISES INC	COM	45765U103	514	167,870		DEFINE

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

INSPIRE PHARMACEUTICALS INC	COM	457733103	41	10,100		DEFINE
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	3,115	684,600		DEFINE
INTEL CORP	COM	458140100	166,729	11,093,054		DEFINE
INTEL CORP.	COM	458140100	10,327	686,187	SH	DEFINE
INTERMUNE INC	COM	45884X103	4,565	277,700		DEFINE
INTERNATIONAL BANCSHARES COR	COM	459044103	1,150	147,450		DEFINE
INTERNATIONAL GAME TECHNOLOG	COM	459902102	2,610	283,092		DEFINE
INTERNATIONAL RECTIFIER CORP	COM	460254105	158	11,685		DEFINE
INTERPUBLIC GROUP COS INC	COM	460690100	5,845	1,418,645		DEFINE
INTL PAPER CO	COM	460146103	7,906	1,123,061		DEFINE
INTUITIVE SURGICAL INC	COM NEW	46120E602	1,449	15,200		DEFINE
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	7,051	276,287		DEFINE
IRON MTN INC	COM	462846106	938	42,300		DEFINE
ISHARES FTSE/XINHUA CHINA						
25 INDEX FUND	FTSE XNHUA IDX	464287184	2,104	73,762	SH	DEFINE
ISHARES MSCI EAFE INDEX FUND	MSCI EAFE IDX	464287465	2,742	72,943	SH	DEFINE
ISHARES MSCI EMERGING						
MARKETS INDEX FUND	MSCI EMERG MKT	464287234	3,189	128,545	SH	DEFINE
ISHARES MSCI SOUTH KOREA						
INDEX FUND	MSCI S KOREA	464286772	1,332	46,789	SH	DEFINE
ISHARES MSCI TAIWAN						
INDEX FUND	MSCI TAIWAN	464286731	1,687	209,000	SH	DEFINE
ISHARES S&P GLOBAL ENERGY						
SECTOR INDEX FUND	S&P GBL ENER	464287341	876	33,058	SH	DEFINE
ISIS PHARMACEUTICALS INC	COM	464330109	2,600	173,200		DEFINE
ITRON INC	COM	465741106	2,610	55,130		DEFINE
ITT CORP NEW	COM	450911102	17,960	466,857		DEFINE
J & J SNACK FOODS CORP	COM	466032109	1,448	41,740		DEFINE
JABIL CIRCUIT INC	COM	466313103	296	53,224		DEFINE
JACOBS ENGR GROUP INC DEL	COM	469814107	10,170	263,050		DEFINE
JAKKS PAC INC	COM	47012E106	900	72,857		DEFINE
JANUS CAP GROUP INC	COM	47102X105	235	35,347		DEFINE
JEFFERIES GROUP INC NEW	COM	472319102	1,260	91,300		DEFINE
JOHNSON & JOHNSON	COM	478160104	193,849	3,685,344		DEFINE
JOHNSON & JOHNSON	COM	478160104	983	18,686	SH	DEFINE
JOHNSON CTLS INC	COM	478366107	2,934	244,536		DEFINE
JONES APPAREL GROUP INC	COM	480074103	66	15,650		DEFINE
JOY GLOBAL INC	COM	481165108	4,373	205,299		DEFINE
JPMORGAN & CHASE & CO	COM	46625H100	167,721	6,310,042		DEFINE
JUNIPER NETWORKS INC	COM	48203R104	11,805	784,384		DEFINE
KB HOME	COM	48666K109	286	21,731		DEFINE
KELLOGG CO	COM	487836108	6,393	174,523		DEFINE
KELLY SVCS INC	CL A	488152208	1,095	135,970		DEFINE
KENSEY NASH CORP	COM	490057106	1,379	64,860		DEFINE
KEYCORP NEW	COM	493267108	983	124,954		DEFINE
KILROY RLTY CORP	COM	49427F108	2,016	117,253		DEFINE
KIMBERLY CLARK CORP	COM	494368103	33,739	731,711		DEFINE
KIMBERLY-CLARK CORP.	COM	494368103	10,296	223,287	SH	DEFINE
KIMCO REALTY CORP	COM	49446R109	2,503	328,486		DEFINE
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	12,244	262,064		DEFINE
KINDER MORGAN ENERGY						
PARTNERS LP	UT LTD PARTNER	494550106	494	10,581	SH	DEFINE
KINETIC CONCEPTS INC	COM NEW	49460W208	1,912	90,540		DEFINE
KING PHARMACEUTICALS INC	COM	495582108	540	76,351		DEFINE
KINROSS GOLD CORP	COM NO PAR	496902404	22,150	1,239,491		DEFINE
KIRBY CORP	COM	497266106	6,565	246,435		DEFINE

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

KLA-TENCOR CORP	COM	482480100	1,022	51,119		DEFINE
KOHLS CORP	COM	500255104	10,328	244,049		DEFINE
KORN FERRY INTL	COM NEW	500643200	1,410	155,650		DEFINE
KRAFT FOODS INC	CL A	50075N104	49,801	2,234,239		DEFINE
KRAFT FOODS, INC.	CL A	50075N104	10,455	469,046	SH	DEFINE
KRISPY KREME DOUGHNUTS INC	COM	501014104	26	16,050		DEFINE
KROGER CO	COM	501044101	11,853	558,559		DEFINE
K-SWISS INC	CL A	482686102	328	38,400		DEFINE
KT CORP	SPONSORED ADR	48268K101	6,028	437,146		DEFINE
KT CORP.	SPONSORED ADR	48268K101	703	51,015	SH	DEFINE
KULICKE & SOFFA INDS INC	COM	501242101	55	20,900		DEFINE
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	11,650	171,833		DEFINE
LACLEDE GROUP INC	COM	505597104	603	15,470		DEFINE
LAM RESEARCH CORP	COM	512807108	3,809	167,276		DEFINE
LANDAUER INC	COM	51476K103	1,232	24,300		DEFINE
LANDEC CORP	COM	514766104	69	12,400		DEFINE
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	1,333	228,211		DEFINE
LATTICE SEMICONDUCTOR CORP	COM	518415104	55	40,100		DEFINE
LAUDER ESTEE COS INC	CL A	518439104	1,729	70,156		DEFINE
LAYNE CHRISTENSEN CO	COM	521050104	175	10,860		DEFINE
LEAR CORP	COM	521865105	114	152,250		DEFINE
LEE ENTERPRISES INC	COM	523768109	12	43,933		DEFINE
LEGG MASON INC	COM	524901105	487	30,615		DEFINE
LEGGETT & PLATT INC	COM	524660107	18,534	1,426,777		DEFINE
LEGGETT & PLATT, INC.	COM	524660107	11,246	865,734	SH	DEFINE
LENNAR CORP	CL A	526057104	482	64,145		DEFINE
LENNOX INTL INC	COM	526107107	3,102	117,250		DEFINE
LEUCADIA NATL CORP	COM	527288104	656	44,027		DEFINE
LEXINGTON REALTY TRUST	COM	529043101	565	237,260		DEFINE
LIBBEY INC	COM	529898108	9	10,300		DEFINE
LIBERTY PPTY TR	SH BEN INT	531172104	5,013	264,700		DEFINE
LIFEPPOINT HOSPITALS INC	COM	53219L109	2,254	108,050		DEFINE
LILLY ELI & CO	COM	532457108	37,992	1,137,142		DEFINE
LIMITED BRANDS INC	COM	532716107	586	67,366		DEFINE
LINCARE HLDGS INC	COM	532791100	2,516	115,428		DEFINE
LINCOLN NATL CORP IND	COM	534187109	729	108,903		DEFINE
LOCKHEED MARTIN CORP	COM	539830109	25,222	365,372		DEFINE
LORILLARD, INC.	COM	544147101	9,971	161,498	SH	DEFINE
LOUISIANA PAC CORP	COM	546347105	120	53,800		DEFINE
LOWES COS INC	COM	548661107	16,653	912,474		DEFINE
LSI CORPORATION	COM	502161102	446	146,752		DEFINE
LSI INDS INC	COM	50216C108	68	13,148		DEFINE
LTC PPTYS INC	COM	502175102	226	12,900		DEFINE
LUBRIZOL CORP	COM	549271104	289	8,500		DEFINE
LUFKIN INDS INC	COM	549764108	719	18,972		DEFINE
LYDALL INC DEL	COM	550819106	294	99,010		DEFINE
M & T BK CORP	COM	55261F104	5,668	125,285		DEFINE
M D C HLDGS INC	COM	552676108	2,646	84,980		DEFINE
M/I HOMES INC	COM	55305B101	514	73,590		DEFINE
MACK CALI RLTY CORP	COM	554489104	2,988	150,830		DEFINE
MACY'S, INC.	COM	55616P104	496	55,720	SH	DEFINE
MADDEN STEVEN LTD	COM	556269108	260	13,850		DEFINE
MAGNA INTL INC	CL A	559222401	2,304	86,117		DEFINE
MANHATTAN ASSOCS INC	COM	562750109	1,600	92,400		DEFINE
MANITOWOC INC	COM	563571108	98	30,040		DEFINE
MANPOWER INC	COM	56418H100	4,728	149,960		DEFINE

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

MARATHON OIL CORP	COM	565849106	100,724	3,831,251		DEFINE
MARRIOTT INTL INC NEW	CL A	571903202	1,091	66,659		DEFINE
MARSH & MCLENNAN COS INC	COM	571748102	8,109	400,443		DEFINE
MARTEK BIOSCIENCES CORP	COM	572901106	1,111	60,880		DEFINE
MARTIN MARIETTA MATLS INC	COM	573284106	1,701	21,450		DEFINE
MARVEL ENTERTAINMENT INC	COM	57383T103	5,889	221,800		DEFINE
MASCO CORP	COM	574599106	17,237	2,469,446		DEFINE
MASCO CORP.	COM	574599106	12,436	1,781,706	SH	DEFINE
MASSEY ENERGY CORP	COM	576206106	1,093	107,960		DEFINE
MASTEC INC	COM	576323109	160	13,200		DEFINE
MATRIX SVC CO	COM	576853105	667	81,100		DEFINE
MATTEL INC	COM	577081102	17,450	1,513,404		DEFINE
MATTEL, INC.	COM	577081102	7,290	632,286	SH	DEFINE
MATTHEWS INTL CORP	CL A	577128101	3,382	117,380		DEFINE
MATTSON TECHNOLOGY INC	COM	577223100	28	32,800		DEFINE
MAXIMUS INC	COM	577933104	317	7,950		DEFINE
MBIA INC	COM	55262C100	479	104,489		DEFINE
MCAFEE INC	COM	579064106	13,967	416,920		DEFINE
MCDERMOTT INTL INC	COM	580037109	13,577	1,013,950		DEFINE
MCDONALDS CORP	COM	580135101	53,590	982,033		DEFINE
MCGRAW HILL COS INC	COM	580645109	2,366	103,445		DEFINE
MCKESSON CORP	COM	58155Q103	18,195	519,253		DEFINE
MCMORAN EXPLORATION CO	COM	582411104	3,775	803,251		DEFINE
MDU RES GROUP INC	COM	552690109	1,703	105,487		DEFINE
MEADOWBROOK INS GROUP INC	COM	58319P108	896	146,925		DEFINE
MEADWESTVACO CORP	COM	583334107	14,796	1,234,067		DEFINE
MEADWESTVACO CORP.	COM	583334107	7,578	632,040	SH	DEFINE
MECHEL OAO	SPONSORED ADR	583840103	584	139,947	SH	DEFINE
MEDAREX INC	COM	583916101	190	37,050		DEFINE
MEDCATH CORP	COM	58404W109	179	24,650		DEFINE
MEDIA GEN INC	CL A	584404107	51	26,550		DEFINE
MEDIACOM COMMUNICATIONS CORP	CL A	58446K105	78	19,350		DEFINE
MEDICINES CO	COM	584688105	3,769	347,654		DEFINE
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	2,454	198,370		DEFINE
MEDIS TECHNOLOGIES LTD	COM	58500P107	6	13,500		DEFINE
MEDTRONIC INC	COM	585055106	31,327	1,063,025		DEFINE
MEMC ELECTR MATLS INC	COM	552715104	1,693	102,668		DEFINE
MENS WEARHOUSE INC	COM	587118100	1,003	66,221		DEFINE
MENTOR GRAPHICS CORP	COM	587200106	6,793	1,530,041		DEFINE
MERCK & CO INC	COM	589331107	86,937	3,249,991		DEFINE
MERCK & CO., INC.	COM	589331107	14,860	555,504	SH	DEFINE
MERCURY COMPUTER SYS	COM	589378108	246	44,410		DEFINE
MEREDITH CORP	COM	589433101	1,476	88,691		DEFINE
MERIDIAN BIOSCIENCE INC	COM	589584101	8,803	485,801		DEFINE
MERIDIAN RESOURCE CORP	COM	58977Q109	3	16,550		DEFINE
MERITAGE HOMES CORP	COM	59001A102	904	79,180		DEFINE
METHANEX CORP	COM	59151K108	130	16,700		DEFINE
METLIFE INC	COM	59156R108	19,352	849,872		DEFINE
MGE ENERGY INC	COM	55277P104	290	9,250		DEFINE
MICREL INC	COM	594793101	4,243	602,728		DEFINE
MICROCHIP TECHNOLOGY INC	COM	595017104	892	42,080		DEFINE
MICRON TECHNOLOGY INC	COM	595112103	3,832	943,873		DEFINE
MICROS SYS INC	COM	594901100	11,805	629,593		DEFINE
MICROSOFT CORP	COM	594918104	227,982	12,410,538		DEFINE
MICROSOFT CORP.	COM	594918104	1,572	85,569	SH	DEFINE
MID-AMER APT CMNTYS INC	COM	59522J103	7,176	232,770		DEFINE

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

MIDDLEBY CORP	COM	596278101	349	10,776		DEFINE
MILLER HERMAN INC	COM	600544100	2,050	192,292		DEFINE
MILLIPORE CORP	COM	601073109	718	12,505		DEFINE
MINERALS TECHNOLOGIES INC	COM	603158106	6,462	201,610		DEFINE
MIPS TECHNOLOGIES INC	COM	604567107	63	21,350		DEFINE
MKS INSTRUMENT INC	COM	55306N104	9,729	663,161		DEFINE
MOBILE TELESYSTEMS						
FINANCE SA	SPONSORED ADR	607409109	1,397	46,700	SH	DEFINE
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	1,071	35,781		DEFINE
MODINE MFG CO	COM	607828100	27	10,650		DEFINE
MOLEX INC	COM	608554101	530	38,555		DEFINE
MOLSON COORS BREWING CO	CL B	60871R209	4,871	142,108		DEFINE
MONSANTO CO NEW	COM	61166W101	61,173	736,143		DEFINE
MOODYS CORP	COM	615369105	1,611	70,292		DEFINE
MOOG INC	CL A	615394202	11,575	506,121		DEFINE
MPS GROUP INC	COM	553409103	2,132	358,315		DEFINE
MSC INDL DIRECT INC	CL A	553530106	4,462	143,600		DEFINE
MURPHY OIL CORP	COM	626717102	34,913	779,837		DEFINE
NACCO INDS INC	CL A	629579103	344	12,640		DEFINE
NASH FINCH CO	COM	631158102	752	26,780		DEFINE
NATIONAL FUEL GAS CO N J	COM	636180101	2,658	86,680		DEFINE
NATIONAL HEALTH INVS INC	COM	63633D104	245	9,107		DEFINE
NATIONAL SEMICONDUCTOR CORP	COM	637640103	11,773	1,146,323		DEFINE
NATIONWIDE HEALTH PPTYS INC	COM	638620104	7,071	318,650		DEFINE
NAUTILUS INC	COM	63910B102	8	12,200		DEFINE
NBT BANCORP INC	COM	628778102	1,199	55,400		DEFINE
NBTY INC	COM	628782104	378	26,850		DEFINE
NCI BUILDING SYS INC	COM	628852105	246	111,020		DEFINE
NCR CORP NEW	COM	62886E108	3,555	447,130		DEFINE
NEKTAR THERAPEUTICS	COM	640268108	2,207	409,474		DEFINE
NETFLIX INC	COM	64110L106	3,108	72,410		DEFINE
NEW JERSEY RES	COM	646025106	3,125	91,979		DEFINE
NEW YORK CMNTY BANCORP INC	COM	649445103	11,072	991,200		DEFINE
NEW YORK TIMES CO	CL A	650111107	126	27,816		DEFINE
NEWELL RUBBERMAID INC	COM	651229106	16,922	2,652,377		DEFINE
NEWELL RUBBERMAID, INC.	COM	651229106	7,742	1,213,448	SH	DEFINE
NEWMARKET CORP	COM	651587107	1,161	26,200		DEFINE
NEWMONT MINING CORP	COM	651639106	50,490	1,128,013		DEFINE
NEWPORT CORP	COM	651824104	297	67,250		DEFINE
NEXEN INC	COM	65334H102	50,010	2,948,705		DEFINE
NICOR INC	COM	654086107	1,030	30,986		DEFINE
NII HLDGS INC	CL B NEW	62913F201	1,236	82,374		DEFINE
NIKE INC	CL B	654106103	14,237	303,634		DEFINE
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	2,539	133,400		DEFINE
NISOURCE INC	COM	65473P105	15,853	1,617,617		DEFINE
NISOURCE, INC.	COM	65473P105	981	100,106	SH	DEFINE
NOBLE ENERGY INC	COM	655044105	4,972	92,271		DEFINE
NORDSON CORP	COM	655663102	6,438	226,453		DEFINE
NORDSTROM INC	COM	655664100	2,276	135,893		DEFINE
NORFOLK SOUTHERN CORP	COM	655844108	9,174	271,831		DEFINE
NORTHEAST UTILS	COM	664397106	2,888	133,743		DEFINE
NORTHERN TR CORP	COM	665859104	23,916	399,807		DEFINE
NORTHGATE MINERALS CORP	COM	666416102	279	208,500		DEFINE
NORTHROP GRUMMAN CORP	COM	666807102	20,851	477,806		DEFINE
NOVARTIS A G	SPONSORED ADR	66987V109	9,628	254,509		DEFINE
NOVARTIS AG	SPONSORED ADR	66987V109	9,628	254,509	SH	DEFINE



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

NOVATEL WIRELESS INC	COM NEW	66987M604	583	103,680	DEFINE
NOVAVAX INC	COM	670002104	14	14,050	DEFINE
NOVELL INC	COM	670006105	350	82,190	DEFINE
NRG ENERGY INC	COM NEW	629377508	1,925	109,402	DEFINE
NSTAR	COM	67019E107	32,426	1,017,113	DEFINE
NU SKIN ENTERPRISES INC	CL A	67018T105	212	20,250	DEFINE
NUCOR CORP	COM	670346105	11,066	289,917	DEFINE
NVIDIA CORP	COM	67066G104	2,615	265,231	DEFINE
NYSE EURONEXT	COM	629491101	8,632	482,243	SH DEFINE
O REILLY AUTOMOTIVE INC	COM	686091109	1,081	30,869	DEFINE
OCCIDENTAL PETE CORP DEL	COM	674599105	102,991	1,850,695	DEFINE
OCEANEERING INTL INC	COM	675232102	2,500	67,800	DEFINE
ODYSSEY RE HLDGS CORP	COM	67612W108	639	16,850	DEFINE
OFFICE DEPOT INC	COM	676220106	80	61,374	DEFINE
OGE ENERGY CORP	COM	670837103	12,205	512,369	DEFINE
OGE ENERGY CORP.	COM	670837103	9,615	403,671	SH DEFINE
OIL STS INTL INC	COM	678026105	1,785	133,030	DEFINE
OLD DOMINION FGHT LINES INC	COM	679580100	5,848	248,972	DEFINE
OLD NATL BANCORP IND	COM	680033107	5,385	482,054	DEFINE
OLD REP INTL CORP	COM	680223104	937	86,600	DEFINE
OLIN CORP	COM PAR \$1	680665205	2,810	196,890	DEFINE
OMEGA HEALTHCARE INVS INC	COM	681936100	2,091	148,540	DEFINE
OMNICARE INC	COM	681904108	11,074	452,185	DEFINE
OMNICOM GROUP INC	COM	681919106	16,313	697,132	DEFINE
OMNIVISION TECHNOLOGIES INC	COM	682128103	301	44,840	DEFINE
ON ASSIGNMENT INC	COM	682159108	504	186,040	DEFINE
ONEOK INC NEW	COM	682680103	2,697	119,180	DEFINE
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	3,252	80,000	DEFINE
ONLINE RES CORP	COM	68273G101	62	14,700	DEFINE
OPEN TEXT CORP	COM	683715106	792	23,000	DEFINE
ORACLE CORP	COM	68389X105	113,849	6,300,463	DEFINE
ORASURE TECHNOLOGIES INC	COM	68554V108	48	18,950	DEFINE
ORBITAL SCIENCES CORP	COM	685564106	1,835	154,300	DEFINE
ORTHOVITA INC	COM	68750U102	60	22,500	DEFINE
OSHKOSH CORP	COM	688239201	404	59,900	DEFINE
OSI PHARMACEUTICALS INC	COM	671040103	10,983	287,075	DEFINE
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	1,599	70,550	DEFINE
OWENS & MINOR INC NEW	COM	690732102	10,185	307,414	DEFINE
OWENS ILL INC	COM NEW	690768403	1,380	95,585	DEFINE
OXFORD INDS INC	COM	691497309	80	13,000	DEFINE
P F CHANGS CHINA BISTRO INC	COM	69333Y108	3,799	166,057	DEFINE
PACCAR INC	COM	693718108	55,686	2,161,713	DEFINE
PACIFIC SUNWEAR CALIF INC	COM	694873100	32	19,177	DEFINE
PACKAGING CORP AMER	COM	695156109	1,127	86,550	DEFINE
PACTIV CORP	COM	695257105	7,217	494,679	DEFINE
PAIN THERAPEUTICS INC	COM	69562K100	55	13,200	DEFINE
PALL CORP	COM	696429307	1,080	52,873	DEFINE
PALM INC NEW	COM	696643105	1,186	138,050	DEFINE
PANERA BREAD CO	CL A	69840W108	3,457	61,850	DEFINE
PANTRY INC	COM	698657103	222	12,600	DEFINE
PAPA JOHNS INTL INC	COM	698813102	6,546	286,224	DEFINE
PARALLEL PETE CORP DEL	COM	699157103	22	17,000	DEFINE
PAREXEL INTL CORP	COM	699462107	279	28,700	DEFINE
PARK ELECTROCHEMICAL CORP	COM	700416209	199	11,500	DEFINE
PARKER DRILLING CO	COM	701081101	215	116,980	DEFINE
PARKER HANNIFIN CORP	COM	701094104	1,530	45,028	DEFINE

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

PARKWAY PPTYS INC	COM	70159Q104	585	56,790		DEFINE
PATTERSON COMPANIES INC	COM	703395103	576	30,555		DEFINE
PATTERSON UTI ENERGY INC	COM	703481101	33,468	3,735,278		DEFINE
PAYCHEX INC	COM	704326107	2,115	82,408		DEFINE
PEABODY ENERGY CORP	COM	704549104	26,078	1,041,472		DEFINE
PEETS COFFEE & TEA INC	COM	705560100	371	17,150		DEFINE
PENN VA CORP	COM	707882106	1,732	157,730		DEFINE
PENNEY J C INC	COM	708160106	3,355	167,175		DEFINE
PENNSYLVANIA RL ESTATE INVT	SH BEN INT	709102107	378	106,400		DEFINE
PEOPLES BANCORP INC	COM	709789101	199	15,350		DEFINE
PEP BOYS MANNY MOE & JACK	COM	713278109	58	13,100		DEFINE
PEPCO HOLDINGS INC	COM	713291102	659	52,830		DEFINE
PEPSI BOTTLING GROUP INC	COM	713409100	14,390	649,947		DEFINE
PEPSIAMERICAS INC	COM	71343P200	550	31,867		DEFINE
PERFICIENT INC	COM	71375U101	741	137,160		DEFINE
PERINI CORP	COM	713839108	284	23,050		DEFINE
PERKINELMER INC	COM	714046109	5,991	469,163		DEFINE
PEROT SYS CORP	CL A	714265105	564	43,800		DEFINE
PERRIGO CO	COM	714290103	2,796	112,610		DEFINE
PETRO-CDA	COM	71644E102	10,292	387,219		DEFINE
PETROCHINA CO LTD	SPONSORED ADR	71646E100	8,647	108,500		DEFINE
PETROLEO BRASILEIRO SA	SP ADR NON VTG	71654V101	8,370	341,613	SH	DEFINE
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	3,997	131,167		DEFINE
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	12,539	511,790		DEFINE
PETSMART INC	COM	716768106	5,272	251,541		DEFINE
PFIZER INC	COM	717081103	164,438	12,073,273		DEFINE
PFIZER, INC.	COM	717081103	14,762	1,083,844	SH	DEFINE
PG&E CORP	COM	69331C108	41,309	1,080,820		DEFINE
PHILIP MORRIS INTERNATIONAL, INC.	COM	718172109	9,937	279,274	SH	DEFINE
PHILLIPS VAN HEUSEN CORP	COM	718592108	3,413	150,480		DEFINE
PIEDMONT NAT GAS INC	COM	720186105	2,422	93,550		DEFINE
PINNACLE ENTMT INC	COM	723456109	108	15,400		DEFINE
PINNACLE WEST CAP CORP	COM	723484101	697	26,231		DEFINE
PIONEER NAT RES CO	COM	723787107	1,724	104,700		DEFINE
PITNEY BOWES INC	COM	724479100	44,931	1,924,256		DEFINE
PITNEY BOWES, INC.	COM	724479100	10,929	468,039	SH	DEFINE
PLANTRONICS INC NEW	COM	727493108	302	24,997		DEFINE
PLAYBOY ENTERPRISES INC	CL B	728117300	29	14,600		DEFINE
PLEXUS CORP	COM	729132100	9,996	723,290		DEFINE
PLUG POWER INC	COM	72919P103	30	34,350		DEFINE
PLUM CREEK TIMBER CO INC	COM	729251108	5,461	187,843		DEFINE
PLX TECHNOLOGY INC	COM	693417107	31	14,350		DEFINE
PMC-SIERRA INC	COM	69344F106	663	104,110		DEFINE
PMI GROUP INC	COM	69344M101	22	34,800		DEFINE
PNC FINL SVCS GROUP INC	COM	693475105	25,887	883,810		DEFINE
PNM RES INC	COM	69349H107	577	69,820		DEFINE
POLARIS INDS INC	COM	731068102	3,436	160,284		DEFINE
POLO RALPH LAUREN CORP	CL A	731572103	2,350	55,623		DEFINE
POPULAR INC	COM	733174106	61	28,200		DEFINE
POSCO	SPONSORED ADR	693483109	3,671	54,935		DEFINE
POST PPTYS INC	COM	737464107	363	35,750		DEFINE
POTASH CORP SASK INC	COM	73755L107	6,913	85,550		DEFINE

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

POWER-ONE INC	COM	739308104	23	26,250		DEFINE
PPG INDS INC	COM	693506107	19,690	533,612		DEFINE
PPL CORP	COM	69351T106	5,193	180,884		DEFINE
PRE PAID LEGAL SVCS INC	COM	740065107	660	22,728		DEFINE
PRECISION CASTPARTS CORP	COM	740189105	15,353	256,303		DEFINE
PREMIERE GLOBAL SVCS INC	COM	740585104	239	27,050		DEFINE
PRESIDENTIAL LIFE CORP	COM	740884101	452	58,050		DEFINE
PRIDE INTL INC DEL	COM	74153Q102	5,513	306,600		DEFINE
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	464	56,752		DEFINE
PROASSURANCE CORP	COM	74267C106	6,643	142,501		DEFINE
PROCTER & GAMBLE CO	COM	742718109	215,845	4,583,667		DEFINE
PROCTER & GAMBLE CO.	COM	742718109	743	15,776	SH	DEFINE
PROGRESS ENERGY INC	COM	743263105	2,503	69,026		DEFINE
PROGRESS SOFTWARE CORP	COM	743312100	6,209	357,661		DEFINE
PROGRESSIVE CORP OHIO	COM	743315103	1,920	142,826		DEFINE
PROLOGIS	SH BEN INT	743410102	3,461	532,430		DEFINE
PROTECTIVE LIFE CORP	COM	743674103	1,746	332,545		DEFINE
PRUDENTIAL FINL INC	COM	744320102	4,878	256,478		DEFINE
PSS WORLD MED INC	COM	69366A100	2,163	150,710		DEFINE
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	7,201	457,757		DEFINE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	19,712	668,883		DEFINE
PULTE HOMES INC	COM	745867101	1,002	91,664		DEFINE
QLOGIC CORP	COM	747277101	3,376	303,579		DEFINE
QUALCOMM INC	COM	747525103	129,709	3,333,568		DEFINE
QUANTA SVCS INC	COM	74762E102	16,412	765,110		DEFINE
QUEST DIAGNOSTICS INC	COM	74834L100	1,851	38,981		DEFINE
QUEST SOFTWARE INC	COM	74834T103	550	43,380		DEFINE
QUESTAR CORP	COM	748356102	1,440	48,942		DEFINE
QUICKSILVER RESOURCES INC	COM	74837R104	1,013	182,790		DEFINE
QUIKSILVER INC	COM	74838C106	50	39,000		DEFINE
RADIAN GROUP INC	COM	750236101	40	22,200		DEFINE
RADIOSHACK CORP	COM	750438103	653	76,183		DEFINE
RADISYS CORP	COM	750459109	1,100	181,520		DEFINE
RAIT FINANCIAL TRUST	COM	749227104	27	22,300		DEFINE
RANGE RES CORP	COM	75281A109	4,213	102,348		DEFINE
RAYMOND JAMES FINANCIAL INC	COM	754730109	5,290	268,537		DEFINE
RAYONIER INC	COM	754907103	13,947	461,509		DEFINE
RAYONIER, INC.	COM	754907103	7,369	243,831	SH	DEFINE
RAYTHEON CO	COM NEW	755111507	24,043	617,435		DEFINE
RC2 CORP	COM	749388104	226	42,840		DEFINE
REALTY INCOME CORP	COM	756109104	1,660	88,190		DEFINE
REGAL ENTMT GROUP	CL A	758766109	15,699	1,170,710		DEFINE
REGENCY CTRS CORP	COM	758849103	3,245	122,116		DEFINE
REGENERON PHARMACEUTICALS	COM	75886F107	1,436	103,633		DEFINE
REGIS CORP MINN	COM	758932107	4,140	286,516		DEFINE
RELIANCE STEEL & ALUMINUM CO	COM	759509102	3,649	138,600		DEFINE
RENT A CTR INC NEW	COM	76009N100	4,077	210,460		DEFINE
RENTECH INC	COM	760112102	46	83,000		DEFINE
REPUBLIC SVCS INC	COM	760759100	1,976	115,224		DEFINE
RES-CARE INC	COM	760943100	1,434	98,490		DEFINE
RESEARCH IN MOTION LTD	COM	760975102	533	12,356		DEFINE
RESMED INC	COM	761152107	2,428	68,700		DEFINE
RESOURCES CONNECTION INC	COM	76122Q105	2,160	143,250		DEFINE

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

REYNOLDS AMERICAN INC	COM	761713106	29,971	836,251		DEFINE
REYNOLDS AMERICAN, INC.	COM	761713106	1,007	28,086	SH	DEFINE
RF MICRODEVICES INC	COM	749941100	70	52,300		DEFINE
RIO TINTO PLC	SPONSORED ADR	767204100	18,646	139,084		DEFINE
RITE AID CORP	COM	767754104	12	33,450		DEFINE
ROBBINS & MYERS INC	COM	770196103	1,144	75,440		DEFINE
ROBERT HALF INTL INC	COM	770323103	1,111	62,334		DEFINE
ROCK-TENN CO	CL A	772739207	2,609	96,455		DEFINE
ROCKWELL AUTOMATION INC	COM	773903109	1,594	73,002		DEFINE
ROCKWELL COLLINS INC	COM	774341101	1,137	34,823		DEFINE
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	189	11,700		DEFINE
ROGERS CORP	COM	775133101	1,442	76,380		DEFINE
ROHM & HAAS CO	COM	775371107	8,426	106,870		DEFINE
ROLLINS INC	COM	775711104	191	11,150		DEFINE
ROPER INDS INC NEW	COM	776696106	48,741	1,148,206		DEFINE
ROWAN COS INC	COM	779382100	1,225	102,316		DEFINE
ROYAL BK CDA MONTREAL QUE	COM	780087102	14,708	508,589		DEFINE
ROYAL GOLD INC	COM	780287108	976	20,870		DEFINE
RPM INTL INC	COM	749685103	6,783	532,864		DEFINE
RTI INTL METALS INC	COM	74973W107	303	25,880		DEFINE
RUDDICK CORP	COM	781258108	3,739	166,540		DEFINE
RYLAND GROUP INC	COM	783764103	6,235	374,275		DEFINE
S & T BANCORP INC	COM	783859101	1,316	62,050		DEFINE
SAFEWAY INC	COM NEW	786514208	8,269	409,570		DEFINE
SAKS INC	COM	79377W108	55	29,650		DEFINE
SALIX PHARMACEUTICALS INC	COM	795435106	736	77,490		DEFINE
SANDISK CORP	COM	80004C101	814	64,350		DEFINE
SANGAMO BIOSCIENCES INC	COM	800677106	91	21,450		DEFINE
SAPIENT CORP	COM	803062108	140	31,400		DEFINE
SARA LEE CORP.	COM	803111103	10,884	1,347,022	SH	DEFINE
SBA COMMUNICATIONS CORP	COM	78388J106	16,112	691,510		DEFINE
SCANA CORP NEW	COM	80589M102	1,499	48,516		DEFINE
SCANSOURCE INC	COM	806037107	1,322	71,176		DEFINE
SCHEIN HENRY INC	COM	806407102	2,890	72,259		DEFINE
SCHERING PLOUGH CORP	COM	806605101	30,843	1,309,688		DEFINE
SCHLUMBERGER LTD	COM	806857108	90,230	2,221,317		DEFINE
SCHNITZER STL INDS	CL A	806882106	331	10,550		DEFINE
SCHOLASTIC CORP	COM	807066105	587	38,920		DEFINE
SCHOOL SPECIALTY INC	COM	807863105	1,243	70,638		DEFINE
SCHULMAN A INC	COM	808194104	1,580	116,590		DEFINE
SCIENTIFIC GAMES CORP	CL A	80874P109	1,506	124,363		DEFINE
SEAGATE TECHNOLOGY, INC.	SHS	G7945J104	464	77,123	SH	DEFINE
SEALED AIR CORP NEW	COM	81211K100	4,159	301,402		DEFINE
SEATTLE GENETICS INC	COM	812578102	2,911	295,225		DEFINE
SEI INVESTMENTS CO	COM	784117103	174	14,250		DEFINE
SEMPRA ENERGY	COM	816851109	9,886	213,791		DEFINE
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	6,201	442,283		DEFINE
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	6,994	461,671		DEFINE
SHAW GROUP INC	COM	820280105	4,182	152,560		DEFINE
SHERWIN WILLIAMS CO	COM	824348106	7,242	139,346		DEFINE
SIGMA ALDRICH CORP	COM	826552101	2,659	70,352		DEFINE
SILGAN HOLDINGS INC	COM	827048109	14,647	278,783		DEFINE
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	543	93,619		DEFINE
SIMPSON MANUFACTURING CO INC	COM	829073105	2,498	138,640		DEFINE
SKYWEST INC	COM	830879102	2,547	204,742		DEFINE
SL GREEN RLTY CORP	COM	78440X101	3,618	335,028		DEFINE

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

SLM CORP	COM	78442P106	524	105,771		DEFINE
SMITH A O	COM	831865209	1,374	54,564		DEFINE
SMITH INTL INC	COM	832110100	21,390	995,823		DEFINE
SMITHFIELD FOODS INC	COM	832248108	750	79,300		DEFINE
SMUCKER J M CO	COM NEW	832696405	2,600	69,754		DEFINE
SNAP ON INC	COM	833034101	1,759	70,072		DEFINE
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	1,806	67,995		DEFINE
SOCIEDAD QUIMICA Y MINERA DE CHILE SA	SPON ADR SER B	833635105	497	18,711	SH	DEFINE
SONICWALL INC	COM	835470105	250	55,970		DEFINE
SONOCO PRODS CO	COM	835495102	2,176	103,712		DEFINE
SONOSITE INC	COM	83568G104	1,298	72,600		DEFINE
SOUTH FINL GROUP INC	COM	837841105	28	25,200		DEFINE
SOUTH JERSEY INDS INC	COM	838518108	2,535	72,430		DEFINE
SOUTHERN CO	COM	842587107	30,964	1,011,247		DEFINE
SOUTHERN CO.	COM	842587107	11,068	361,479	SH	DEFINE
SOUTHERN COPPER CORP	COM	84265V105	1,206	69,250		DEFINE
SOUTHWEST AIRLS CO	COM	844741108	1,114	175,986		DEFINE
SOUTHWESTERN ENERGY CO	COM	845467109	17,814	600,000		DEFINE
SPECTRA ENERGY CORP.	COM	847560109	7,509	531,022	SH	DEFINE
SPSS INC	COM	78462K102	3,930	138,229		DEFINE
SPX CORP	COM	784635104	3,381	71,930		DEFINE
ST JUDE MED INC	COM	790849103	88,562	2,437,718		DEFINE
ST MARY LD & EXPL CO	COM	792228108	621	46,910		DEFINE
STANDARD MICROSYSTEMS CORP	COM	853626109	1,298	69,799		DEFINE
STANDARD PAC CORP NEW	COM	85375C101	124	140,550		DEFINE
STANDARD REGISTER CO	COM	853887107	47	10,200		DEFINE
STANLEY WKS	COM	854616109	681	23,374		DEFINE
STAPLES INC	COM	855030102	11,555	638,040		DEFINE
STAR SCIENTIFIC INC	COM	85517P101	93	21,650		DEFINE
STATE STR CORP	COM	857477103	20,113	653,442		DEFINE
STATOILHYDRO ASA	SPONSORED ADR	85771P102	3,696	211,900		DEFINE
STEEL DYNAMICS INC	COM	858119100	1,203	136,554		DEFINE
STEELCASE INC	CL A	858155203	104	20,800		DEFINE
STEINWAY MUSICAL INSTRS INC	COM	858495104	128	10,700		DEFINE
STERICYCLE INC	COM	858912108	1,126	23,585		DEFINE
STERIS CORP	COM	859152100	4,247	182,450		DEFINE
STERLING BANCSHARES INC	COM	858907108	1,920	293,560		DEFINE
STERLING FINL CORP WASH	COM	859319105	251	121,100		DEFINE
STILLWATER MNG CO	COM	86074Q102	57	15,400		DEFINE
STONE ENERGY CORP	COM	861642106	70	20,881		DEFINE
STRATASYS INC	COM	862685104	1,635	197,750		DEFINE
STRAYER ED INC	COM	863236105	2,962	16,470		DEFINE
STRYKER CORP	COM	863667101	4,171	122,538		DEFINE
STURM RUGER & CO INC	COM	864159108	186	15,100		DEFINE
SUNCOR ENERGY INC	COM	867229106	21,299	958,995		DEFINE
SUNOCO INC	COM	86764P109	3,753	141,746		DEFINE
SUNTRUST BKS INC	COM	867914103	1,885	160,592		DEFINE
SUPERIOR ENERGY SVCS INC	COM	868157108	1,964	152,370		DEFINE
SUPERVALU INC	COM	868536103	10,116	708,406		DEFINE
SUSQUEHANNA BANCSHARES INC P	COM	869099101	2,444	261,960		DEFINE
SWIFT ENERGY CO	COM	870738101	353	48,340		DEFINE
SYCAMORE NETWORKS INC	COM	871206108	304	113,720		DEFINE
SYKES ENTERPRISES INC	COM	871237103	3,367	202,450		DEFINE
SYMANTEC CORP	COM	871503108	20,185	1,351,097		DEFINE
SYNAPTICS INC	COM	87157D109	10,575	395,165		DEFINE

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

SYNOVUS FINL CORP	COM	87161C105	83	25,450		DEFINE
SYSCO CORP	COM	871829107	5,862	257,084		DEFINE
TAIWAN SEMICONDUCTOR MANUFACTURING CO., LTD.	SPONSORED ADR	874039100	10,312	1,152,150	SH	DEFINE
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	55,624	6,214,997		DEFINE
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	1,152	137,930		DEFINE
TALISMAN ENERGY INC	COM	87425E103	44,609	4,248,464		DEFINE
TANGER FACTORY OUTLET CTRS I	COM	875465106	6,180	200,270		DEFINE
TARGET CORP	COM	87612E106	79,292	2,305,656		DEFINE
TASER INTL INC	COM	87651B104	99	21,250		DEFINE
TAUBMAN CTRS INC	COM	876664103	4,932	289,433		DEFINE
TCF FINL CORP	COM	872275102	876	74,480		DEFINE
TECH DATA CORP	COM	878237106	4,697	215,660		DEFINE
TECHNE CORP	COM	878377100	1,163	21,255		DEFINE
TECHNITROL INC	COM	878555101	19	11,300		DEFINE
TECO ENERGY INC	COM	872375100	524	47,031		DEFINE
TEKELEC	COM	879101103	1,256	94,971		DEFINE
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	4,949	357,615		DEFINE
TELE NORTE LESTE PARTICIPACOES SA	SPON ADR PFD	879246106	636	45,947	SH	DEFINE
TELEDYNE TECHNOLOGIES INC	COM	879360105	9,669	362,419		DEFINE
TELEFLEX INC	COM	879369106	2,093	53,550		DEFINE
TELETECH HOLDINGS INC	COM	879939106	197	18,100		DEFINE
TEMPLE INLAND INC	COM	879868107	927	172,694		DEFINE
TENET HEALTHCARE CORP	COM	88033G100	112	96,851		DEFINE
TENNECO INC	COM	880349105	33	20,400		DEFINE
TERADYNE INC	COM	880770102	158	36,172		DEFINE
TEREX CORP NEW	COM	880779103	1,122	121,300		DEFINE
TERRA INDS INC	COM	880915103	4,601	163,780		DEFINE
TESORO CORP	COM	881609101	5,447	404,359		DEFINE
TETRA TECH INC NEW	COM	88162G103	971	47,650		DEFINE
TETRA TECHNOLOGIES INC DEL	COM	88162F105	2,231	686,609		DEFINE
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	46,412	1,030,229		DEFINE
TEVA PHARMACEUTICAL INDUSTRIES LTD.	ADR	881624209	3,719	82,551	SH	DEFINE
TEXAS INDS INC	COM	882491103	1,914	76,560		DEFINE
TEXAS INSTRS INC	COM	882508104	25,623	1,551,995		DEFINE
TEXTRON INC	COM	883203101	331	57,751		DEFINE
THOMAS & BETTS CORP	COM	884315102	2,706	108,164		DEFINE
THOR INDS INC	COM	885160101	594	38,000		DEFINE
THORATEC CORP	COM NEW	885175307	1,574	61,250		DEFINE
THQ INC	COM NEW	872443403	1,693	557,002		DEFINE
TIDEWATER INC	COM	886423102	11,661	314,046		DEFINE
TIFFANY & CO NEW	COM	886547108	573	26,558		DEFINE
TIMBERLAND CO	CL A	887100105	1,662	139,200		DEFINE
TITANIUM METALS CORP	COM NEW	888339207	236	43,090		DEFINE
TIVO INC	COM	888706108	219	31,050		DEFINE
TJX COS INC NEW	COM	872540109	46,974	1,832,066		DEFINE
TOLL BROTHERS INC	COM	889478103	4,060	223,550		DEFINE
TORO CO	COM	891092108	6,331	261,839		DEFINE
TOTAL S A	SPONSORED ADR	89151E109	3,281	66,869		DEFINE
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	2,595	41,000		DEFINE
TRACTOR SUPPLY CO	COM	892356106	2,914	80,820		DEFINE
TRADESTATION GROUP INC	COM	89267P105	509	77,100		DEFINE
TRANSALTA CORP	COM	89346D107	12,202	830,601		DEFINE
TRANSCANADA CORP	COM	89353D107	39,020	1,649,889		DEFINE

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

TRAVELERS COMPANIES INC	COM	89417E109	78,481	1,931,123	DEFINE
TRIDENT MICROSYSTEMS INC	COM	895919108	34	23,550	DEFINE
TRIQUINT SEMICONDUCTOR INC	COM	89674K103	664	268,879	DEFINE
TRIUMPH GROUP INC NEW	COM	896818101	2,213	57,940	DEFINE
TTM TECHNOLOGIES INC	COM	87305R109	1,174	202,451	DEFINE
TUPPERWARE BRANDS CORP	COM	899896104	1,547	91,070	DEFINE
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	1,106	90,000	DEFINE
TYSON FOODS INC	CL A	902494103	734	78,145	DEFINE
U S CONCRETE INC	COM	90333L102	27	13,550	DEFINE
UCBH HOLDINGS INC	COM	90262T308	254	168,469	DEFINE
UGI CORP NEW	COM	902681105	5,350	226,578	DEFINE
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	2,213	128,200	DEFINE
UMB FINL CORP	COM	902788108	8,426	198,295	DEFINE
UNION BANKSHARES CORP	COM	905399101	162	11,670	DEFINE
UNISYS CORP	COM	909214108	15	29,200	DEFINE
UNIT CORP	COM	909218109	4,820	230,419	DEFINE
UNITED FIRE & CAS CO	COM	910331107	411	18,730	DEFINE
UNITED NAT FOODS INC	COM	911163103	754	39,724	DEFINE
UNITED ONLINE INC	COM	911268100	709	158,979	DEFINE
UNITED PARCEL SERVICE INC	CL B	911312106	55,774	1,133,161	DEFINE
UNITED STATES STL CORP NEW	COM	912909108	26,860	1,271,183	DEFINE
UNITED STATIONERS INC	COM	913004107	343	12,200	DEFINE
UNITED TECHNOLOGIES CORP	COM	913017109	38,760	901,821	DEFINE
UNITED THERAPEUTICS CORP DEL	COM	91307C102	8,846	133,853	DEFINE
UNITEDHEALTH GROUP INC	COM	91324P102	35,093	1,676,683	DEFINE
UNITRIN INC	COM	913275103	3,267	233,670	DEFINE
UNIVERSAL CORP VA	COM	913456109	2,950	98,580	DEFINE
UNIVERSAL HEALTH RLTY INCM T	SH BEN INT	91359E105	262	8,970	DEFINE
UNIVERSAL HLTH SVCS INC	CL B	913903100	12,273	320,121	DEFINE
UNUM GROUP	COM	91529Y106	9,589	767,155	DEFINE
URBAN OUTFITTERS INC	COM	917047102	3,575	218,406	DEFINE
URS CORP NEW	COM	903236107	4,402	108,930	DEFINE
USEC INC	COM	90333E108	368	76,580	DEFINE
V F CORP	COM	918204108	1,972	34,524	DEFINE
VAALCO ENERGY INC	COM NEW	91851C201	479	90,500	DEFINE
VAIL RESORTS INC	COM	91879Q109	235	11,500	DEFINE
VALASSIS COMMUNICATIONS INC	COM	918866104	51	32,550	DEFINE
VALEANT PHARMACEUTICALS INTL	COM	91911X104	1,970	110,760	DEFINE
VALENCE TECHNOLOGY INC	COM	918914102	40	18,750	DEFINE
VALERO ENERGY CORP NEW	COM	91913Y100	26,058	1,455,729	DEFINE
VALSPAR CORP	COM	920355104	5,563	278,550	DEFINE
VARIAN INC	COM	922206107	9,158	385,766	DEFINE
VARIAN MED SYS INC	COM	92220P105	6,237	204,898	DEFINE
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	2,469	113,999	DEFINE
VASCO DATA SEC INTL INC	COM	92230Y104	710	123,126	DEFINE
VCA ANTECH INC	COM	918194101	2,158	95,682	DEFINE
VECTOR GROUP LTD	COM	92240M108	94,631	7,284,930	DEFINE
VEECO INSTRS INC DEL	COM	922417100	652	97,706	DEFINE
VENTAS INC	COM	92276F100	7,652	338,442	DEFINE
VERISIGN INC	COM	92343E102	2,447	129,687	DEFINE
VERTEX PHARMACEUTICALS INC	COM	92532F100	9,774	340,185	DEFINE
VIAD CORP	COM NEW	92552R406	1,321	93,550	DEFINE
VIVUS INC	COM	928551100	76	17,700	DEFINE
VOLT INFORMATION SCIENCES IN	COM	928703107	103	15,517	DEFINE
VORNADO RLTY TR	SH BEN INT	929042109	12,094	363,842	DEFINE
VULCAN MATLS CO	COM	929160109	2,170	48,995	DEFINE

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

WABTEC CORP	COM	929740108	19,178	726,974		DEFINE
WADDELL & REED FINL INC	CL A	930059100	1,241	68,650		DEFINE
WAL MART STORES INC	COM	931142103	180,001	3,454,907		DEFINE
WALGREEN CO	COM	931422109	18,804	724,330		DEFINE
WASHINGTON POST CO	CL B	939640108	461	1,290		DEFINE
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	296	17,100		DEFINE
WASTE CONNECTIONS INC	COM	941053100	17,979	699,562		DEFINE
WASTE MGMT INC DEL	COM	94106L109	38,560	1,506,268		DEFINE
WATSON PHARMACEUTICALS INC	COM	942683103	14,824	476,511		DEFINE
WATTS WATER TECHNOLOGIES INC	CL A	942749102	7,972	407,550		DEFINE
WD-40 CO	COM	929236107	210	8,700		DEFINE
WEBSense INC	COM	947684106	4,026	335,469		DEFINE
WEIGHT WATCHERS INTL INC NEW	COM	948626106	403	21,718		DEFINE
WEINGARTEN RLTY INVS	SH BEN INT	948741103	2,439	256,243		DEFINE
WELLS FARGO & CO NEW	COM	949746101	81,763	5,741,782		DEFINE
WERNER ENTERPRISES INC	COM	950755108	1,605	106,154		DEFINE
WESCO INTL INC	COM	95082P105	682	37,650		DEFINE
WEST PHARMACEUTICAL SVSC INC	COM	955306105	639	19,480		DEFINE
WESTAR ENERGY INC	COM	95709T100	1,382	78,840		DEFINE
WESTERN DIGITAL CORP	COM	958102105	7,276	376,237		DEFINE
WET SEAL INC	CL A	961840105	3,240	964,382		DEFINE
WEYERHAEUSER CO	COM	962166104	3,780	137,095		DEFINE
WGL HLDGS INC	COM	92924F106	9,683	295,208		DEFINE
WHIRLPOOL CORP	COM	963320106	565	19,089		DEFINE
WHITNEY HLDG CORP	COM	966612103	2,124	185,504		DEFINE
WHOLE FOODS MKT INC	COM	966837106	597	35,555		DEFINE
WILLIAMS COS INC DEL	COM	969457100	16,489	1,448,938		DEFINE
WIMM BILL DANN FOODS OJSC	SPONSORED ADR	97263M109	2,899	91,145		DEFINE
WIMM-BILL-DANN FOODS OJSC	SPONSORED ADR	97263M109	2,456	77,200	SH	DEFINE
WIND RIVER SYSTEMS INC	COM	973149107	1,395	217,950		DEFINE
WISCONSIN ENERGY CORP	COM	976657106	1,379	33,490		DEFINE
WMS INDS INC	COM	929297109	10,696	511,510		DEFINE
WOLVERINE WORLD WIDE INC	COM	978097103	7,714	495,123		DEFINE
WOODWARD GOVERNOR CO	COM	980745103	1,702	152,200		DEFINE
WORLD ACCEP CORP DEL	COM	981419104	564	32,991		DEFINE
WYETH	COM	983024100	114,579	2,662,155		DEFINE
WYETH	COM	983024100	987	22,922	SH	DEFINE
XCEL ENERGY INC	COM	98389B100	2,714	145,691		DEFINE
XEROX CORP	COM	984121103	6,150	1,351,549		DEFINE
XILINX INC	COM	983919101	8,185	427,199		DEFINE
YAHOO INC	COM	984332106	13,872	1,082,925		DEFINE
YAMANA GOLD INC	COM	98462Y100	9,551	1,032,560		DEFINE
YRC WORLDWIDE INC	COM	984249102	72	15,950		DEFINE
YUM BRANDS INC	COM	988498101	6,247	227,316		DEFINE
ZALE CORP NEW	COM	988858106	31	16,150		DEFINE
ZEBRA TECHNOLOGIES CORP	CL A	989207105	215	11,330		DEFINE
ZENITH NATL INS CORP	COM	989390109	990	41,045		DEFINE
ZIMMER HLDGS INC	COM	98956P102	4,492	123,063		DEFINE
ZIONS BANCORPORATION	COM	989701107	1,077	109,570		DEFINE
ZOLL MED CORP	COM	989922109	197	13,700		DEFINE
ZORAN CORP	COM	98975F101	444	50,440		DEFINE

11,826,448