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GLG Partners, Inc.
Form 13F-HR
February 17, 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: December 31, 2008

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: GLG Partners, Inc.
Address: 390 Park Avenue, 20th Floor
New York, NY 10022

13F File Number: 028-13068

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: Alejandro San Miguel
Title: General Counsel and Corporate Secretary
Phone: 212-224-7200

Signature, Place, and Date of Signing:

/s/ Alejandro San Miguel New York, NY February 09, 2009

* GLG INC. ACTS AS A SUB-ADVISOR TO GLG PARTNERS LP IN RESPECT OF CERTAIN SECURITIES LISTED IN THE INFORMATION TABLE.

** CERTAIN SECTION 13(F) SECURITIES HAVE BEEN OMITTED FROM THIS REPORT BECAUSE THOSE SECURITIES ARE PART OF THE LEHMAN BANKRUPTCY AND THEREFORE THE INSTITUTIONAL INVESTMENT MANAGER FILING THIS FORM 13F ("GLG") DOES NOT HAVE INVESTMENT DISCRETION OVER THOSE SECURITIES.

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

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Number of Other Included Managers: 2
 Form13F Information Table Entry Total: 331
 Form13F Information Table Value Total: \$1,949,660 (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 |
|-----|-----------------|-----------------|
| 01 | 28-10979 | GLG Partners LP |
| 02 | 28-13070 | GLG Inc. |

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | FORM 13F INFORMATION TABLE | | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | OTH MANA |
|------------------------------|-----------------|-----------|----------------------------|-----------------|---------|-----------|----------------|----------|
| | | | VALUE (x\$1000) | SHARES/ PRN AMT | | | | |
| ABB LTD | SPONSORED ADR | 000375204 | 6478 | 431572 | SH | | DEFINED | 01 |
| ABBOTT LABS | COM | 002824100 | 9075 | 170042 | SH | | DEFINED | 01 |
| ACACIA RESH CORP | ACACIA TCH COM | 003881307 | 427 | 140329 | SH | | DEFINED | 01 |
| ACCENTURE LTD BERMUDA | CL A | G1150G111 | 1469 | 44800 | SH | | DEFINED | 01 |
| ACE LTD | SHS | H0023R105 | 1923 | 36330 | SH | | DEFINED | 01 |
| AFFORDABLE RESIDENTIAL CMNTY | NOTE 7.500% 8/1 | 00828UAB9 | 13050 | 14500000 | PRN | | DEFINED | 01 |
| AFLAC INC | COM | 001055102 | 2364 | 51571 | SH | | DEFINED | 01 |
| AIR PRODS & CHEMS INC | COM | 009158106 | 3072 | 61112 | SH | | DEFINED | 01 |
| AKAMAI TECHNOLOGIES INC | COM | 00971T101 | 2521 | 167059 | SH | | DEFINED | 01 |
| ALCOA INC | COM | 013817101 | 282 | 25000 | SH | | DEFINED | 01 |
| ALCON INC | COM SHS | H01301102 | 52885 | 380000 | SH | | DEFINED | 01 |
| ALLEGHENY ENERGY INC | COM | 017361106 | 3470 | 102481 | SH | | DEFINED | 01 |
| ALLERGAN INC | COM | 018490102 | 1398 | 34685 | SH | | DEFINED | 01 |
| ALLERGAN INC | NOTE 1.500% 4/0 | 018490AL6 | 5555 | 5500000 | PRN | | DEFINED | 01 |
| ALLIANCE DATA SYSTEMS CORP | COM | 018581108 | 867 | 18639 | SH | | DEFINED | 01 |
| ALLSTATE CORP | COM | 020002101 | 1818 | 55490 | SH | | DEFINED | 01 |
| ALTRIA GROUP INC | COM | 02209S103 | 8557 | 568170 | SH | | DEFINED | 01 |
| AMAZON COM INC | COM | 023135106 | 960 | 18717 | SH | | DEFINED | 01 |
| AMDOCS LTD | ORD | G02602103 | 2103 | 115000 | SH | CALL | DEFINED | 01 |
| AMDOCS LTD | ORD | G02602103 | 1097 | 60000 | SH | | DEFINED | 01 |
| AMERICAN ELEC PWR INC | COM | 025537101 | 1231 | 37000 | SH | | DEFINED | 01 |
| AMERICAN TOWER CORP | CL A | 029912201 | 4004 | 136556 | SH | | DEFINED | 01 |
| AMERICREDIT CORP | COM | 03060R101 | 902 | 118100 | SH | PUT | DEFINED | 01 |
| AMERICREDIT CORP | NOTE 2.125% 9/1 | 03060RAR2 | 4150 | 10000000 | PRN | | DEFINED | 01 |
| AMGEN INC | COM | 031162100 | 25221 | 436730 | SH | | DEFINED | 01 |
| AMGEN INC | NOTE 0.375% 2/0 | 031162AQ3 | 10014 | 10500000 | PRN | | DEFINED | 01 |
| ANADARKO PETE CORP | COM | 032511107 | 6526 | 169296 | SH | | DEFINED | 01 |
| APACHE CORP | COM | 037411105 | 9477 | 127158 | SH | | DEFINED | 01 |
| APEX SILVER MINES LTD | NOTE 4.000% 9/1 | 03760XAD3 | 218 | 2500000 | PRN | | DEFINED | 01 |
| APEX SILVER MINES LTD | NOTE 2.875% 3/1 | 03760XAB7 | 544 | 6500000 | PRN | | DEFINED | 01 |
| APOLLO GROUP INC | CL A | 037604105 | 9992 | 130415 | SH | | DEFINED | 01 |
| APPLE INC | COM | 037833100 | 7892 | 92463 | SH | | DEFINED | 01 |
| APPLIED MATLS INC | COM | 038222105 | 4233 | 417848 | SH | | DEFINED | 01 |
| ARCHER DANIELS MIDLAND CO | UNIT 99/99/9999 | 039483201 | 10759 | 290000 | SH | | DEFINED | 01 |
| ARVINMERITOR INC | NOTE 4.625% 3/0 | 043353AF8 | 2685 | 10000000 | PRN | | DEFINED | 01 |
| AT&T INC | COM | 00206R102 | 29718 | 1042733 | SH | | DEFINED | 01 |
| AVIS BUDGET GROUP | COM | 053774105 | 9098 | 320000 | SH | | DEFINED | 01 |

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|------------------------------|-----------------|-----------|-------|----------|-----|------|---------|----|
| BALL CORP | COM | 058498106 | 1563 | 37577 | SH | | DEFINED | 01 |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 309 | 21924 | SH | PUT | DEFINED | 01 |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 6860 | 242157 | SH | | DEFINED | 01 |
| BARRICK GOLD CORP | COM | 067901108 | 1434 | 39000 | SH | | DEFINED | 01 |
| BARRICK GOLD CORP | COM | 067901108 | 7354 | 200000 | SH | CALL | DEFINED | 01 |
| BAXTER INTL INC | COM | 071813109 | 4559 | 85068 | SH | | DEFINED | 01 |
| BECTON DICKINSON & CO | COM | 075887109 | 1783 | 26065 | SH | | DEFINED | 01 |
| BERKSHIRE HATHAWAY INC DEL | CL A | 084670108 | 3478 | 36 | SH | | DEFINED | 01 |
| BERRY PETE CO | CL A | 085789105 | 756 | 100000 | SH | | DEFINED | 01 |
| BIOGEN IDEC INC | COM | 09062X103 | 2447 | 51384 | SH | | DEFINED | 01 |
| BIOMIMETIC THERAPEUTICS INC | COM | 09064X101 | 13476 | 1461560 | SH | | DEFINED | 01 |
| BLOCK H & R INC | COM | 093671105 | 12163 | 535344 | SH | | DEFINED | 01 |
| BMC SOFTWARE INC | COM | 055921100 | 873 | 32426 | SH | | DEFINED | 01 |
| BOEING CO | COM | 097023105 | 2516 | 58965 | SH | | DEFINED | 01 |
| BOSTON PPTYS LTD PARTNERSHIP | NOTE 2.875% 2/1 | 10112RAK0 | 17917 | 22500000 | PRN | | DEFINED | 01 |
| BOSTON PRIVATE FINL HLDGS IN | NOTE 3.000% 7/1 | 101119AB1 | 473 | 500000 | PRN | | DEFINED | 01 |
| BOSTON PROPERTIES INC | COM | 101121101 | 231 | 4200 | SH | | DEFINED | 01 |
| BOSTON SCIENTIFIC CORP | COM | 101137107 | 1113 | 143824 | SH | | DEFINED | 01 |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 6056 | 260494 | SH | | DEFINED | 01 |
| BROADCOM CORP | CL A | 111320107 | 4227 | 249066 | SH | | DEFINED | 01 |
| BURLINGTON NORTHN SANTA FE C | COM | 12189T104 | 2610 | 34480 | SH | | DEFINED | 01 |
| C H ROBINSON WORLDWIDE INC | COM NEW | 12541W209 | 877 | 15935 | SH | | DEFINED | 01 |
| CA INC | COM | 12673P105 | 7045 | 380198 | SH | | DEFINED | 01 |
| CABLEVISION SYS CORP | CL A NY CABLVS | 12686C109 | 898 | 53341 | SH | | DEFINED | 01 |
| CALPINE CORP | COM NEW | 131347304 | 779 | 107000 | SH | | DEFINED | 01 |
| CAMERON INTERNATIONAL CORP | COM | 13342B105 | 410 | 20000 | SH | | DEFINED | 01 |
| CAREER EDUCATION CORP | COM | 141665109 | 12547 | 699365 | SH | | DEFINED | 01 |
| CAREER EDUCATION CORP | COM | 141665109 | 2691 | 150000 | SH | CALL | DEFINED | 01 |
| CATERPILLAR INC DEL | COM | 149123101 | 4090 | 91568 | SH | | DEFINED | 01 |
| CELGENE CORP | COM | 151020104 | 11935 | 215899 | SH | | DEFINED | 01 |
| CENTERPOINT ENERGY INC | COM | 15189T107 | 5109 | 404840 | SH | | DEFINED | 01 |
| CHENIERE ENERGY INC | COM NEW | 16411R208 | 35 | 10500 | SH | | DEFINED | 01 |
| CHENIERE ENERGY INC | NOTE 2.250% 8/0 | 16411RAE9 | 1500 | 10000000 | PRN | | DEFINED | 01 |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 4278 | 264571 | SH | | DEFINED | 01 |
| CHEVRON CORP NEW | COM | 166764100 | 35588 | 481114 | SH | | DEFINED | 01 |
| CHINA LIFE INS CO LTD | SPON ADR REP H | 16939P106 | 487 | 10500 | SH | | DEFINED | 01 |
| CHINA MED TECHNOLOGIES INC | NOTE 3.500%11/1 | 169483AB0 | 7080 | 10000000 | PRN | | DEFINED | 01 |
| CHUBB CORP | COM | 171232101 | 1873 | 36734 | SH | | DEFINED | 01 |
| CISCO SYS INC | COM | 17275R102 | 14910 | 914750 | SH | | DEFINED | 01 |
| CIT GROUP INC | COM | 125581108 | 1135 | 250000 | SH | | DEFINED | 01 |
| CITIGROUP INC | COM | 172967101 | 513 | 76500 | SH | PUT | DEFINED | 01 |
| CITRIX SYS INC | COM | 177376100 | 736 | 31229 | SH | | DEFINED | 01 |
| CMS ENERGY CORP | COM | 125896100 | 4405 | 435716 | SH | | DEFINED | 01 |
| COACH INC | COM | 189754104 | 2983 | 143638 | SH | | DEFINED | 01 |
| COCA COLA CO | COM | 191216100 | 15397 | 340110 | SH | | DEFINED | 01 |
| COEUR D ALENE MINES CORP IDA | NOTE 3.250% 3/1 | 192108AR9 | 510 | 2000000 | PRN | | DEFINED | 01 |
| COEUR D ALENE MINES CORP IDA | NOTE 1.250% 1/1 | 192108AQ1 | 1519 | 5000000 | PRN | | DEFINED | 01 |
| COMCAST CORP NEW | CL A | 20030N101 | 8281 | 490573 | SH | | DEFINED | 01 |
| COMPANHIA DE BEBIDAS DAS AME | SPON ADR PFD | 20441W203 | 2706 | 61063 | SH | | DEFINED | 01 |
| CONOCOPHILLIPS | COM | 20825C104 | 4866 | 93939 | SH | | DEFINED | 01 |
| CONSOLIDATED EDISON INC | COM | 209115104 | 1058 | 27166 | SH | | DEFINED | 01 |
| CORNING INC | COM | 219350105 | 4224 | 443180 | SH | | DEFINED | 01 |
| COVIDIEN LTD | COM | G2552X108 | 7169 | 197829 | SH | | DEFINED | 01 |
| CROWN HOLDINGS INC | COM | 228368106 | 2233 | 116320 | SH | | DEFINED | 01 |
| CSX CORP | COM | 126408103 | 20714 | 637944 | SH | | DEFINED | 01 |
| CURAGEN CORP | COM | 23126R101 | 560 | 132000 | SH | | DEFINED | 01 |
| CVS CAREMARK CORPORATION | COM | 126650100 | 18114 | 630256 | SH | | DEFINED | 01 |
| DEERE & CO | COM | 244199105 | 2211 | 57705 | SH | | DEFINED | 01 |
| DELL INC | COM | 24702R101 | 4669 | 456000 | SH | | DEFINED | 01 |
| DENBURY RES INC | COM NEW | 247916208 | 2184 | 200000 | SH | | DEFINED | 01 |
| DEVELOPERS DIVERSIFIED RLTY | NOTE 3.000% 3/1 | 251591AS2 | 2142 | 5000000 | PRN | | DEFINED | 01 |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 3480 | 52964 | SH | | DEFINED | 01 |

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|-------------------------------|------------------|-----------|-------|----------|-----|---------|---------|
| DEVRY INC DEL | COM | 251893103 | 7898 | 137574 | SH | DEFINED | 01 |
| DIAMOND OFFSHORE DRILLING IN | COM | 25271C102 | 589 | 10000 | SH | DEFINED | 01 |
| DIRECTV GROUP INC | COM | 25459L106 | 1485 | 64840 | SH | DEFINED | 01 |
| DISCOVER FINL SVCS | COM | 254709108 | 26220 | 2751283 | SH | DEFINED | 01 |
| DISCOVERY COMMUNICATNS NEW | COM SER A | 25470F104 | 147 | 10409 | SH | DEFINED | 01 |
| DISCOVERY COMMUNICATNS NEW | COM SER C | 25470F302 | 175 | 13049 | SH | DEFINED | 01 |
| DISNEY WALT CO | COM DISNEY | 254687106 | 1945 | 85741 | SH | DEFINED | 01 |
| DOLAN MEDIA CO | COM | 25659P402 | 2423 | 367683 | SH | DEFINED | 01 |
| DOW CHEM CO | COM | 260543103 | 423 | 28000 | SH | DEFINED | 01 |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 2472 | 97727 | SH | DEFINED | 01 |
| DUKE ENERGY CORP NEW | COM | 26441C105 | 6290 | 419074 | SH | DEFINED | 01 |
| E M C CORP MASS | NOTE 1.750%12/0 | 268648AM4 | 12139 | 13000000 | PRN | DEFINED | 01 |
| E M C CORP MASS | COM | 268648102 | 2160 | 206341 | SH | DEFINED | 01 |
| EAGLE MATERIALS INC | COM | 26969P108 | 1197 | 65010 | SH | DEFINED | 01 |
| EDGE PETE CORP DEL | PFD CONV A | 279862205 | 100 | 50000 | SH | DEFINED | 01 |
| ELIXIR GAMING TECHNOLOGIES I | COM | 28661G105 | 211 | 1625000 | SH | DEFINED | 01 |
| ENDEAVOR INTL CORP INC | NOTE 6.000% 1/1 | 29257MAB6 | 2402 | 4000000 | PRN | DEFINED | 01 |
| ENZON PHARMACEUTICALS INC | NOTE 4.000% 6/0 | 293904AE8 | 7143 | 10000000 | PRN | DEFINED | 01 |
| EOG RES INC | COM | 26875P101 | 2463 | 36996 | SH | DEFINED | 01 |
| EQUINIX INC | COM NEW | 29444U502 | 798 | 15000 | SH | DEFINED | 01 |
| EQUITABLE RES INC | COM | 294549100 | 2323 | 69246 | SH | DEFINED | 01 |
| EQUITY RESIDENTIAL | SH BEN INT | 29476L107 | 292 | 9800 | SH | DEFINED | 01 |
| EXELON CORP | COM | 30161N101 | 7111 | 127868 | SH | DEFINED | 01 |
| EXPEDITORS INTL WASH INC | COM | 302130109 | 655 | 19694 | SH | DEFINED | 01 |
| EXXON MOBIL CORP | COM | 30231G102 | 44024 | 551467 | SH | DEFINED | 01 |
| FEDEX CORP | COM | 31428X106 | 2878 | 44863 | SH | DEFINED | 01 |
| FIRSTENERGY CORP | COM | 337932107 | 2190 | 45075 | SH | DEFINED | 01 |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 771 | 336500 | SH | PUT | DEFINED |
| FORD MTR CO DEL | NOTE 4.250%12/1 | 345370CF5 | 7881 | 30000000 | PRN | DEFINED | 01 |
| FOSTER WHEELER LTD | SHS NEW | G36535139 | 5785 | 247446 | SH | DEFINED | 01 |
| FPL GROUP INC | COM | 302571104 | 1258 | 25000 | SH | DEFINED | 01 |
| FREEMPORT-MCMORAN COPPER & GO | PFD CONV | 35671D782 | 2679 | 58500 | SH | DEFINED | 01 |
| FRESENIUS KABI PHARMACEUTHLD | RIGHT 06/30/2011 | 35802M115 | 140 | 400000 | SH | DEFINED | 01 |
| GENENTECH INC | COM NEW | 368710406 | 4472 | 53933 | SH | DEFINED | 01 |
| GENERAL DYNAMICS CORP | COM | 369550108 | 2279 | 39568 | SH | DEFINED | 01 |
| GENERAL ELECTRIC CO | COM | 369604103 | 18262 | 1127260 | SH | DEFINED | 01 |
| GENERAL MLS INC | COM | 370334104 | 2251 | 37048 | SH | DEFINED | 01 |
| GENERAL MTRS CORP | DEB SR CV C 33 | 370442717 | 798 | 250000 | SH | DEFINED | 01 |
| GENZYME CORP | COM | 372917104 | 6464 | 97394 | SH | DEFINED | 01 |
| GERDAU AMERISTEEL CORP | COM | 37373P105 | 1061 | 175000 | SH | DEFINED | 01 |
| GILEAD SCIENCES INC | COM | 375558103 | 20352 | 397966 | SH | DEFINED | 01 |
| GILEAD SCIENCES INC | NOTE 0.500% 5/0 | 375558AG8 | 4073 | 3000000 | PRN | DEFINED | 01 |
| GLG PARTNERS INC | UNIT 12/28/2011 | 37929X206 | 214 | 98300 | SH | DEFINED | 01 |
| GLOBAL CROSSING LTD | NOTE 5.000% 5/1 | 37932JAA1 | 5150 | 10000000 | PRN | DEFINED | 01 |
| GOLDCORP INC NEW | COM | 380956409 | 1230 | 39000 | SH | DEFINED | 01 |
| GOLDEN POND HEALTHCARE INC | COM | 38116J109 | 2437 | 337000 | SH | DEFINED | 01 |
| GOLDEN POND HEALTHCARE INC | *W EXP 11/06/201 | 38116J117 | 14 | 450000 | SH | DEFINED | 01 |
| GOLDMAN SACHS GROUP INC | COM | 38141G104 | 14647 | 173563 | SH | DEFINED | 01 |
| GOODRICH CORP | COM | 382388106 | 6308 | 170395 | SH | DEFINED | 01 |
| GOOGLE INC | CL A | 38259P508 | 8604 | 27967 | SH | DEFINED | 01 |
| GREY WOLF INC | FRNT 4/0 | 397888AF5 | 7920 | 8000000 | PRN | DEFINED | 01 |
| HALLIBURTON CO | COM | 406216101 | 1724 | 94842 | SH | DEFINED | 01 |
| HARMONY GOLD MNG LTD | SPONSORED ADR | 413216300 | 10970 | 1000000 | SH | PUT | DEFINED |
| HCP INC | COM | 40414L109 | 253 | 9100 | SH | DEFINED | 01 |
| HECKMANN CORP | *W EXP 11/09/201 | 422680116 | 1000 | 869150 | SH | DEFINED | 01 |
| HESS CORP | COM | 42809H107 | 5344 | 99633 | SH | DEFINED | 01 |
| HEWLETT PACKARD CO | COM | 428236103 | 8499 | 234209 | SH | DEFINED | 01 |
| HONEYWELL INTL INC | COM | 438516106 | 2380 | 72493 | SH | DEFINED | 01 |
| INCYTE CORP | COM | 45337C102 | 758 | 200000 | SH | DEFINED | 01 |
| INCYTE CORP | COM | 45337C102 | 1213 | 320000 | SH | CALL | DEFINED |
| INTEL CORP | COM | 458140100 | 10382 | 708159 | SH | DEFINED | 01 |
| INTEL CORP | COM | 458140100 | 18208 | 1242000 | SH | CALL | DEFINED |

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| INTEL CORP | SDCV 2.950%12/1 | 458140AD2 | 2144 | 2500000 | PRN | DEFINED | 01 |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 15601 | 185378 | SH | DEFINED | 01 |
| INTERNATIONAL COAL GRP INC N | NOTE 9.000% 8/0 | 45928HAD8 | 3039 | 5500000 | PRN | DEFINED | 01 |
| INTL PAPER CO | COM | 460146103 | 153 | 13000 | SH | DEFINED | 01 |
| INTREPID POTASH INC | COM | 46121Y102 | 216 | 10400 | SH | DEFINED | 01 |
| INTUIT | COM | 461202103 | 815 | 34277 | SH | DEFINED | 01 |
| IPC HLDGS LTD | ORD | G4933P101 | 1672 | 55917 | SH | DEFINED | 01 |
| ISHARES INC | MSCI TAIWAN | 464286731 | 271 | 35767 | SH | DEFINED | 01 |
| ISHARES TR | DJ OIL&GAS EXP | 464288851 | 1924 | 50000 | SH | DEFINED | 01 |
| ISHARES TR | FTSE XNHUA IDX | 464287184 | 1342 | 46116 | SH | DEFINED | 01 |
| ISHARES TR | MSCI EMERG MKT | 464287234 | 2886 | 115592 | SH | DEFINED | 01 |
| JETBLUE AIRWAYS CORP | DBCV 5.500%10/1 | 477143AE1 | 8621 | 5000000 | PRN | DEFINED | 01 |
| JOHNSON & JOHNSON | COM | 478160104 | 39201 | 655208 | SH | DEFINED | 01 |
| JPMORGAN & CHASE & CO | COM | 46625H100 | 31531 | 1000043 | SH | DEFINED | 01 |
| JUNIPER NETWORKS INC | COM | 48203R104 | 4392 | 250852 | SH | DEFINED | 01 |
| KELLOGG CO | COM | 487836108 | 5319 | 121295 | SH | DEFINED | 01 |
| KEYCORP NEW | COM | 493267108 | 14373 | 1686924 | SH | DEFINED | 01 |
| KINROSS GOLD CORP | COM NO PAR | 496902404 | 1676 | 91000 | SH | DEFINED | 01 |
| KOHL'S CORP | COM | 500255104 | 8418 | 232535 | SH | DEFINED | 01 |
| KROGER CO | COM | 501044101 | 11557 | 437613 | SH | DEFINED | 01 |
| LIBERTY ACQUISITION HLDGS CO | UNIT 99/99/9999 | 53015Y206 | 3270 | 388800 | SH | DEFINED | 01 |
| LIBERTY MEDIA CORP | DEB 3.500% 1/1 | 530715AN1 | 7641 | 27000000 | PRN | DEFINED | 01 |
| LIBERTY MEDIA CORP NEW | ENT COM SER A | 53071M500 | 882 | 50471 | SH | DEFINED | 01 |
| LILLY ELI & CO | COM | 532457108 | 2182 | 54179 | SH | DEFINED | 01 |
| LOCKHEED MARTIN CORP | COM | 539830109 | 1142 | 13578 | SH | DEFINED | 01 |
| MACYS INC | COM | 55616P104 | 8800 | 850232 | SH | DEFINED | 01 |
| MARATHON OIL CORP | COM | 565849106 | 1368 | 50000 | SH | DEFINED | 01 |
| MARTIN MARIETTA MATLS INC | COM | 573284106 | 1456 | 15000 | SH | DEFINED | 01 |
| MATTEL INC | COM | 577081102 | 1062 | 66400 | SH | DEFINED | 01 |
| MCGRAW HILL COS INC | COM | 580645109 | 691 | 29800 | SH | DEFINED | 01 |
| MEDTRONIC INC | COM | 585055106 | 12597 | 400931 | SH | DEFINED | 01 |
| MEDTRONIC INC | NOTE 1.625% 4/1 | 585055AM8 | 21780 | 24750000 | PRN | DEFINED | 01 |
| MERCK & CO INC | COM | 589331107 | 10573 | 347809 | SH | DEFINED | 01 |
| METLIFE INC | COM | 59156R108 | 2888 | 82858 | SH | DEFINED | 01 |
| MICROSOFT CORP | COM | 594918104 | 31508 | 1620758 | SH | DEFINED | 01 |
| MICROVISION INC DEL | COM | 594960106 | 488 | 156000 | SH | DEFINED | 01 |
| MINDRAY MEDICAL INTL LTD | SPON ADR | 602675100 | 242 | 13470 | SH | DEFINED | 01 |
| MOBILE TELESYSTEMS OJSC | SPONSORED ADR | 607409109 | 5991 | 224543 | SH | DEFINED | 01 |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 8884 | 181608 | SH | DEFINED | 01 |
| MONSANTO CO NEW | COM | 61166W101 | 4495 | 63890 | SH | DEFINED | 01 |
| MURPHY OIL CORP | COM | 626717102 | 887 | 20000 | SH | DEFINED | 01 |
| MYLAN INC | PFD CONV | 628530206 | 4653 | 7250 | SH | DEFINED | 01 |
| NABORS INDS INC | NOTE 0.940% 5/1 | 629568AP1 | 19594 | 23750000 | PRN | DEFINED | 01 |
| NATIONAL CITY CORP | NOTE 4.000% 2/0 | 635405AW3 | 5818 | 6500000 | PRN | DEFINED | 01 |
| NEWFIELD EXPL CO | COM | 651290108 | 494 | 25000 | SH | DEFINED | 01 |
| NEWMONT MINING CORP | NOTE 1.250% 7/1 | 651639AJ5 | 6615 | 6000000 | PRN | DEFINED | 01 |
| NEWMONT MINING CORP | COM | 651639106 | 3704 | 91000 | SH | DEFINED | 01 |
| NEWS CORP | CL A | 65248E104 | 700 | 77000 | SH | DEFINED | 01 |
| NII HLDGS INC | NOTE 3.125% 6/1 | 62913FAJ1 | 4800 | 8000000 | PRN | DEFINED | 01 |
| NIKE INC | CL B | 654106103 | 326 | 6400 | SH | DEFINED | 01 |
| NOBLE ENERGY INC | COM | 655044105 | 1201 | 24400 | SH | DEFINED | 01 |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 1836 | 39016 | SH | DEFINED | 01 |
| NOVA BIOSOURCE FUELS INC | NOTE 10.000% 9/3 | 65488WAC7 | 613 | 3500000 | PRN | DEFINED | 01 |
| NPS PHARMACEUTICALS INC | COM | 62936P103 | 19366 | 3118563 | SH | DEFINED | 01 |
| NV ENERGY INC | COM | 67073Y106 | 2165 | 218901 | SH | DEFINED | 01 |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 6322 | 105378 | SH | DEFINED | 01 |
| ODYSSEY MARINE EXPLORATION I | COM | 676118102 | 9847 | 3058100 | SH | DEFINED | 01 |
| OMNICARE INC | DBCV 3.250%12/1 | 681904AL2 | 3458 | 6000000 | PRN | DEFINED | 01 |
| ORACLE CORP | COM | 68389X105 | 22809 | 1286436 | SH | DEFINED | 01 |
| ORMAT TECHNOLOGIES INC | COM | 686688102 | 829 | 26000 | SH | DEFINED | 01 |
| OSCIENT PHARMACEUTICALS CORP | COM NEW | 68812R303 | 155 | 859539 | SH | DEFINED | 01 |
| PACKAGING CORP AMER | COM | 695156109 | 3720 | 276405 | SH | DEFINED | 01 |

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| PEABODY ENERGY CORP | COM | 704549104 | 776 | 34130 | SH | DEFINED | 01 |
| PEPSI BOTTLING GROUP INC | COM | 713409100 | 3356 | 149068 | SH | DEFINED | 01 |
| PEPSICO INC | COM | 713448108 | 8556 | 156222 | SH | DEFINED | 01 |
| PETROHAWK ENERGY CORP | COM | 716495106 | 1658 | 106058 | SH | DEFINED | 01 |
| PFIZER INC | COM | 717081103 | 32576 | 1839398 | SH | DEFINED | 01 |
| PG&E CORP | COM | 69331C108 | 2245 | 58000 | SH | DEFINED | 01 |
| PHILIP MORRIS INTL INC | COM | 718172109 | 4311 | 99086 | SH | DEFINED | 01 |
| PIONEER NAT RES CO | COM | 723787107 | 2168 | 40000 | SH | DEFINED | 01 |
| PLAINS EXPL& PRODTN CO | COM | 726505100 | 3595 | 154672 | SH | DEFINED | 01 |
| PLUM CREEK TIMBER CO INC | COM | 729251108 | 219 | 6300 | SH | DEFINED | 01 |
| POTASH CORP SASK INC | COM | 73755L107 | 11852 | 161868 | SH | DEFINED | 01 |
| POTASH CORP SASK INC | COM | 73755L107 | 10983 | 150000 | SH | CALL | DEFINED 01 |
| PPG INDS INC | COM | 693506107 | 1091 | 25719 | SH | DEFINED | 01 |
| PPL CORP | COM | 69351T106 | 1043 | 34000 | SH | DEFINED | 01 |
| PRAXAIR INC | COM | 74005P104 | 594 | 10000 | SH | DEFINED | 01 |
| PRECISION CASTPARTS CORP | COM | 740189105 | 4495 | 75578 | SH | DEFINED | 01 |
| PRICE T ROWE GROUP INC | COM | 74144T108 | 361 | 10200 | SH | DEFINED | 01 |
| PROCTER & GAMBLE CO | COM | 742718109 | 22322 | 361078 | SH | DEFINED | 01 |
| PROLOGIS | NOTE 1.875%11/1 | 743410AR3 | 4238 | 10000000 | PRN | DEFINED | 01 |
| PROLOGIS | NOTE 2.250% 4/0 | 743410AQ5 | 9919 | 21500000 | PRN | DEFINED | 01 |
| PUBLIC STORAGE | COM | 74460D109 | 334 | 4200 | SH | DEFINED | 01 |
| QUALCOMM INC | COM | 747525103 | 6204 | 173159 | SH | DEFINED | 01 |
| RELIANCE STEEL & ALUMINUM CO | COM | 759509102 | 1755 | 88000 | SH | DEFINED | 01 |
| RENAISSANCERE HOLDINGS LTD | COM | G7496G103 | 1938 | 37590 | SH | DEFINED | 01 |
| RESEARCH IN MOTION LTD | COM | 760975102 | 8481 | 209000 | SH | DEFINED | 01 |
| RF MICRODEVICES INC | NOTE 1.000% 4/1 | 749941AJ9 | 950 | 3000000 | PRN | DEFINED | 01 |
| ROHM & HAAS CO | COM | 775371107 | 247 | 4000 | SH | DEFINED | 01 |
| SCHLUMBERGER LTD | COM | 806857108 | 4464 | 105455 | SH | DEFINED | 01 |
| SCHLUMBERGER LTD | DBCV 2.125% 6/0 | 806857AD0 | 6294 | 5000000 | PRN | DEFINED | 01 |
| SCRIPPS NETWORKS INTERACT IN | CL A COM | 811065101 | 548 | 24900 | SH | DEFINED | 01 |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 31613 | 2525000 | SH | DEFINED | 01 |
| SEMICONDUCTOR HLDRS TR | DEP RCPT | 816636203 | 13208 | 750000 | SH | DEFINED | 01 |
| SEPRACOR INC | NOTE 10/1 | 817315AW4 | 5828 | 6250000 | PRN | DEFINED | 01 |
| SESI L L C | NOTE 1.500%12/1 | 78412FAH7 | 5034 | 7250000 | PRN | DEFINED | 01 |
| SIMON PPTY GROUP INC NEW | COM | 828806109 | 409 | 7700 | SH | DEFINED | 01 |
| SINCLAIR BROADCAST GROUP INC | NOTE 3.000% 5/1 | 829226AW9 | 8613 | 16250000 | PRN | DEFINED | 01 |
| SOLARFUN POWER HOLDINGS CO L | SPONSORED ADR | 83415U108 | 544 | 108500 | SH | DEFINED | 01 |
| SOUTHERN CO | COM | 842587107 | 9604 | 259556 | SH | DEFINED | 01 |
| SOUTHWESTERN ENERGY CO | COM | 845467109 | 1358 | 46876 | SH | DEFINED | 01 |
| SPDR GOLD TRUST | GOLD SHS | 78463V107 | 9661 | 111665 | SH | DEFINED | 01 |
| SPDR SERIES TRUST | S&P HOMEBUILD | 78464A888 | 3787 | 316137 | SH | DEFINED | 01 |
| SPDR SERIES TRUST | S&P METALS MNG | 78464A755 | 971 | 35000 | SH | DEFINED | 01 |
| SPDR SERIES TRUST | S&P RETAIL ETF | 78464A714 | 17494 | 859016 | SH | DEFINED | 01 |
| SPDR TR | UNIT SER 1 | 78462F103 | 12082 | 133888 | SH | DEFINED | 01 |
| SPECTRA ENERGY CORP | COM | 847560109 | 1295 | 82276 | SH | DEFINED | 01 |
| SPX CORP | COM | 784635104 | 10064 | 248189 | SH | DEFINED | 01 |
| ST JUDE MED INC | COM | 790849103 | 3629 | 110094 | SH | DEFINED | 01 |
| STAPLES INC | COM | 855030102 | 2436 | 135926 | SH | DEFINED | 01 |
| STATE STR CORP | COM | 857477103 | 17464 | 444045 | SH | DEFINED | 01 |
| STEEL DYNAMICS INC | COM | 858119100 | 14451 | 1292551 | SH | DEFINED | 01 |
| STONELEIGH PARTNERS ACQUS CO | *W EXP 05/31/201 | 861923126 | 34 | 1120000 | SH | DEFINED | 01 |
| STREAM GLOBAL SVCS INC | *W EXP 10/17/201 | 86323M118 | 45 | 300000 | SH | DEFINED | 01 |
| SUNPOWER CORP | DBCV 0.750% 8/0 | 867652AB5 | 5237 | 7000000 | PRN | DEFINED | 01 |
| SUNTECH PWR HLDGS CO LTD | NOTE 0.250% 2/1 | 86800CAC8 | 3569 | 5000000 | PRN | DEFINED | 01 |
| SYMANTEC CORP | NOTE 0.750% 6/1 | 871503AD0 | 9400 | 10000000 | PRN | DEFINED | 01 |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR | 874039100 | 948 | 120000 | SH | DEFINED | 01 |
| TD AMERITRADE HLDG CORP | COM | 87236Y108 | 1781 | 125000 | SH | DEFINED | 01 |
| TEVA PHARMACEUTICAL INDS LTD | ADR | 881624209 | 9280 | 218000 | SH | CALL | DEFINED 01 |
| TEXAS INSTRS INC | COM | 882508104 | 4330 | 278996 | SH | DEFINED | 01 |
| TIME WARNER CABLE INC | CL A | 88732J108 | 220 | 10251 | SH | DEFINED | 01 |
| TIME WARNER INC | COM | 887317105 | 11841 | 1176990 | SH | DEFINED | 01 |
| TM ENTMT & MEDIA INC | *W EXP 10/17/201 | 87260T116 | 13 | 425000 | SH | DEFINED | 01 |

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| TRANSOCEAN INC NEW | SHS | G90073100 | 9777 | 206920 | SH | DEFINED | 01 |
| TREX INC | NOTE 6.000% 7/0 | 89531PAA3 | 2020 | 2500000 | PRN | DEFINED | 01 |
| TRIAN ACQUISITION I CORP | UNIT 99/99/9999 | 89582E207 | 4575 | 500000 | SH | DEFINED | 01 |
| TRIAN ACQUISITION I CORP | *W EXP 01/23/201 | 89582E116 | 460 | 2000000 | SH | DEFINED | 01 |
| TYCO INTL LTD BERMUDA | SHS | G9143X208 | 777 | 37500 | SH | DEFINED | 01 |
| U S AIRWAYS GROUP INC | COM | 90341W108 | 580 | 75000 | SH | DEFINED | 01 |
| UAL CORP | COM NEW | 902549807 | 246 | 80000 | SH | DEFINED | 01 |
| UAL CORP | DBCV 5.000% 2/0 | 902549AE4 | 2933 | 6000000 | PRN | DEFINED | 01 |
| ULTRA PETROLEUM CORP | COM | 903914109 | 1950 | 56500 | SH | DEFINED | 01 |
| UNION PAC CORP | COM | 907818108 | 3839 | 80307 | SH | DEFINED | 01 |
| UNITED RENTALS NORTH AMER IN | NOTE 1.875%10/1 | 911365AH7 | 3581 | 5000000 | PRN | DEFINED | 01 |
| UNITED STATES OIL FUND LP | UNITS | 91232N108 | 3310 | 100000 | SH | CALL | DEFINED 01 |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 17793 | 331966 | SH | DEFINED | 01 |
| UNITED THERAPEUTICS CORP DEL | COM | 91307C102 | 11974 | 191426 | SH | DEFINED | 01 |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 5355 | 201314 | SH | DEFINED | 01 |
| US BANCORP DEL | COM NEW | 902973304 | 20383 | 814987 | SH | DEFINED | 01 |
| USEC INC | NOTE 3.000%10/0 | 90333EAC2 | 5671 | 13000000 | PRN | DEFINED | 01 |
| UTSTARCOM INC | COM | 918076100 | 104 | 40000 | SH | DEFINED | 01 |
| VALERO ENERGY CORP NEW | COM | 91913Y100 | 1082 | 50000 | SH | DEFINED | 01 |
| VALIDUS HOLDINGS LTD | COM SHS | G9319H102 | 2315 | 88500 | SH | DEFINED | 01 |
| VANTAGE DRILLING COMPANY | *W EXP 05/24/201 | G93205121 | 55 | 550000 | SH | DEFINED | 01 |
| VERIZON COMMUNICATIONS INC | COM | 92343V104 | 31345 | 924624 | SH | DEFINED | 01 |
| VIRGIN MEDIA INC | COM | 92769L101 | 7811 | 1565390 | SH | DEFINED | 01 |
| VISA INC | COM CL A | 92826C839 | 2212 | 42174 | SH | DEFINED | 01 |
| VORNADO RLTY TR | DBCV 2.850% 4/0 | 929042AC3 | 8768 | 11750000 | PRN | DEFINED | 01 |
| VORNADO RLTY TR | SH BEN INT | 929042109 | 296 | 4900 | SH | DEFINED | 01 |
| VULCAN MATLS CO | COM | 929160109 | 209 | 3000 | SH | DEFINED | 01 |
| WACHOVIA CORP NEW | CONV7.5%PFD CL A | 929903219 | 13739 | 18250 | SH | DEFINED | 01 |
| WAL MART STORES INC | COM | 931142103 | 35309 | 629845 | SH | DEFINED | 01 |
| WEATHERFORD INTERNATIONAL LT | COM | G95089101 | 812 | 75000 | SH | DEFINED | 01 |
| WEBMD CORP | NOTE 1.750% 6/1 | 94769MAE5 | 10426 | 12000000 | PRN | DEFINED | 01 |
| WELLPOINT INC | COM | 94973V107 | 6161 | 146235 | SH | DEFINED | 01 |
| WELLS FARGO & CO NEW | COM | 949746101 | 15546 | 527330 | SH | DEFINED | 01 |
| WESCO INTL INC | NOTE 1.750%11/1 | 95082PAG0 | 5702 | 10250000 | PRN | DEFINED | 01 |
| WESCO INTL INC | COM | 95082P105 | 996 | 51810 | SH | DEFINED | 01 |
| WESTAR ENERGY INC | COM | 95709T100 | 2265 | 110412 | SH | DEFINED | 01 |
| WHITING PETE CORP NEW | COM | 966387102 | 1171 | 35000 | SH | DEFINED | 01 |
| WILLBROS GROUP INC | COM | 969199108 | 2307 | 272348 | SH | DEFINED | 01 |
| WILLIAMS COS INC DEL | COM | 969457100 | 1004 | 69338 | SH | DEFINED | 01 |
| WINDSTREAM CORP | COM | 97381W104 | 7392 | 803451 | SH | DEFINED | 01 |
| WYETH | COM | 983024100 | 6410 | 170900 | SH | DEFINED | 01 |
| WYETH | COM | 983024100 | 10308 | 274800 | SH | CALL | DEFINED 01 |
| XTO ENERGY INC | COM | 98385X106 | 3717 | 105389 | SH | DEFINED | 01 |
| YAHOO INC | COM | 984332106 | 1592 | 130485 | SH | DEFINED | 01 |
| ZBB ENERGY CORPORATION | COM | 98876R204 | 2030 | 1503340 | SH | DEFINED | 01 |
| ZIMMER HLDGS INC | COM | 98956P102 | 425 | 10524 | SH | DEFINED | 01 |