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BANK OF NOVA SCOTIA /
Form 13F-HR
November 14, 2005

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2005

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

Institutional Investment Manager Filing this Report:

Name: The Bank of Nova Scotia
Address: 44 King St. West
Scotia Plaza 9th Floor
Toronto, Ontario M5H 1H1

13F File Number: 28-11475

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Maria Theofilaktidis
Title: Vice- President Financial Reporting and Controls
Phone: (416) 866-4269

Signature, Place, and Date of Signing:

/s/ Maria Theofilaktidis Toronto, Ontario, Canada November 14, 2005

Report Type (Check only one.):

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

List of Other Managers Reporting for this Manager:

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

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form13F Information Table Entry Total: 135

Form13F Information Table Value Total: \$13,687,769 (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 |
|-----|-----------------|----------------------|
| 1 | 28-11472 | BNS Investments Inc. |

| FORM 13F INFORMATION TABLE | | | | | | | | |
|-----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|-------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTH MANA |
| 3M CO | COM | 88579Y101 | 1002 | 13645 | SH | | Defined | |
| ABITIBI-CONSOLIDATED INC | COM | 003924107 | 28233 | 6951262 | SH | | Sole | |
| AGRIUM INC | COM | 008916108 | 5110 | 232419 | SH | | Sole | |
| ALCAN INC | COM | 013716105 | 89759 | 2832087 | SH | | Sole | |
| ALCOA INC | COM | 013817101 | 330 | 13495 | SH | | Defined | |
| ALTRIA GROUP INC | COM | 02209S103 | 1006 | 13645 | SH | | Defined | |
| AMERICAN EXPRESS CO | COM | 025816109 | 833 | 14495 | SH | | Defined | |
| AMERICAN INTL GROUP INC | COM | 026874107 | 899 | 14495 | SH | | Defined | |
| ANHEUSER BUSCH COS INC | COM | 035229103 | 3228 | 75000 | SH | | Sole | |
| AT&T CORP | COM NEW | 001957505 | 4950 | 250000 | SH | | Sole | |
| ATI TECHNOLOGIES INC | COM | 001941103 | 4749 | 364810 | SH | | Sole | |
| AVAYA INC | COM | 053499109 | 3090 | 300000 | SH | | Sole | |
| BANK MONTREAL QUE | COM | 063671101 | 1114110 | 22411339 | SH | | Sole | |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 12630 | 300000 | SH | | Sole | |
| BARRICK GOLD CORP | COM | 067901108 | 99846 | 3444830 | SH | | Sole | |
| BCE INC | COM | 05534B109 | 19175 | 700000 | SH | | Defined | 1 |
| BCE INC | COM | 05534B109 | 1081771 | 39490585 | SH | | Sole | |
| BIOVAIL CORP | COM | 09067J109 | 4867 | 208853 | SH | | Sole | |
| BOEING CO | COM | 097023105 | 986 | 14495 | SH | | Defined | |
| BRASCAN CORP | CL A LTD VT SH | 10549P606 | 663135 | 14241351 | SH | | Sole | |
| BROOKFIELD PPTYS CORP | COM | 112900105 | 1250 | 42690 | SH | | Sole | |
| CAE INC | COM | 124765108 | 14935 | 2220557 | SH | | Sole | |
| CAMECO CORP | COM | 13321L108 | 27045 | 507066 | SH | | Sole | |
| CANADIAN NAT RES LTD | COM | 136385101 | 166294 | 3682852 | SH | | Sole | |
| CANADIAN NATL RY CO | COM | 136375102 | 270326 | 3809797 | SH | | Sole | |
| CANADIAN PAC RY LTD | COM | 13645T100 | 44123 | 1025604 | SH | | Sole | |
| CATERPILLAR INC DEL | COM | 149123101 | 840 | 14290 | SH | | Defined | |
| CDN IMPERIAL BK OF COMMERCE | COM | 136069101 | 968470 | 15510200 | SH | | Sole | |
| CELESTICA INC | SUB VTG SHS | 15101Q108 | 3233 | 288536 | SH | | Sole | |
| CHC HELICOPTER CORP | CL A SUB VTG | 12541C203 | 25157 | 1170000 | SH | | Sole | |
| CISCO SYS INC | COM | 17275R102 | 265 | 15000 | SH | | Defined | |

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|------------------------------|-----------------|-----------|--------|----------|-----|---------|
| CISCO SYS INC | COM | 17275R102 | 1792 | 100000 | SH | Sole |
| CITIGROUP INC | COM | 172967101 | 645 | 14480 | SH | Defined |
| CITIGROUP INC | COM | 172967101 | 10242 | 225000 | SH | Sole |
| COCA COLA CO | COM | 191216100 | 626 | 14495 | SH | Defined |
| COCA COLA CO | COM | 191216100 | 12093 | 280000 | SH | Sole |
| COGNOS INC | COM | 19244C109 | 5089 | 131733 | SH | Sole |
| COMCAST CORP NEW | CL A | 20030N101 | 3935 | 133927 | SH | Sole |
| CONCUR TECHNOLOGIES INC | COM | 206708109 | 182 | 14709 | SH | Sole |
| COTT CORP QUE | COM | 22163N106 | 1657 | 93925 | SH | Sole |
| CP SHIPS LTD | COM | 22409V102 | 8044 | 379543 | SH | Sole |
| DISNEY WALT CO | COM DISNEY | 254687106 | 350 | 14495 | SH | Defined |
| DOLLAR TREE STORES INC | COM | 256747106 | 8660 | 400000 | SH | Sole |
| DOMTAR INC | COM | 257561100 | 3641 | 566790 | SH | Sole |
| DORAL FINL CORP | COM | 25811P100 | 3267 | 250000 | SH | Sole |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 568 | 14495 | SH | Defined |
| ENBRIDGE INC | COM | 29250N105 | 484323 | 15113330 | SH | Sole |
| ENCANA CORP | COM | 292505104 | 252211 | 4321974 | SH | Sole |
| EXXON MOBIL CORP | COM | 30231G102 | 14297 | 225000 | SH | Sole |
| EXXON MOBIL CORP | COM | 30231G102 | 931 | 14645 | SH | Defined |
| FAIRMONT HOTELS RESORTS INC | COM | 305204109 | 18351 | 550156 | SH | Sole |
| FALCONBRIDGE LTD NEW 2005 | COM | 306104100 | 445719 | 16679693 | SH | Sole |
| FOAMEX INTL INC | COM | 344123104 | 350 | 5475526 | SH | Sole |
| GATEWAY INC | COM | 367626108 | 810 | 300000 | SH | Sole |
| GENERAL ELEC CO | COM | 369604103 | 589 | 17495 | SH | Defined |
| GENERAL MTRS CORP | COM | 370442105 | 444 | 14495 | SH | Defined |
| GENTEK INC | COM NEW | 37245X203 | 1478 | 101932 | SH | Sole |
| HEWLETT PACKARD CO | COM | 428236103 | 423 | 14495 | SH | Defined |
| HOME DEPOT INC | COM | 437076102 | 553 | 14495 | SH | Defined |
| HONEYWELL INTL INC | COM | 438516106 | 544 | 14495 | SH | Defined |
| IMPERIAL OIL LTD | COM NEW | 453038408 | 351874 | 3052866 | SH | Sole |
| INCO LTD | COM | 453258402 | 12946 | 273774 | SH | Sole |
| INTEL CORP | COM | 458140100 | 358 | 14495 | SH | Defined |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 1176 | 14645 | SH | Defined |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 16044 | 200000 | SH | Sole |
| INTRAWEST CORPORATION | COM NEW | 460915200 | 431 | 15844 | SH | Sole |
| IPSCO INC | COM | 462622101 | 5687 | 80000 | SH | Sole |
| ISHARES INC | MSCI JAPAN | 464286848 | 8533 | 700000 | SH | Sole |
| ISHARES TR | DJ US REAL EST | 464287739 | 1373 | 21360 | SH | Sole |
| ISHARES TR | MSCI EAFE IDX | 464287465 | 1056 | 18180 | SH | Sole |
| ISHARES TR | MSCI EMERG MKT | 464287234 | 389 | 4580 | SH | Sole |
| JOHNSON & JOHNSON | COM | 478160104 | 864 | 13645 | SH | Defined |
| JPMORGAN & CHASE & CO | COM | 46625H100 | 492 | 14495 | SH | Defined |
| KINROSS GOLD CORP | COM NO PAR | 496902404 | 3477 | 452687 | SH | Sole |
| MAGNA INTL INC | CL A | 559222401 | 228305 | 3036627 | SH | Sole |
| MANULIFE FINL CORP | COM | 56501R106 | 652233 | 12231481 | SH | Sole |
| MCDONALDS CORP | COM | 580135101 | 486 | 14495 | SH | Defined |
| MDS INC | COM | 55269P302 | 7582 | 422703 | SH | Sole |
| MERCK & CO INC | COM | 589331107 | 451 | 16495 | SH | Defined |
| MERCK & CO INC | COM | 589331107 | 18623 | 684400 | SH | Sole |
| MERRILL LYNCH & CO INC | COM | 590188108 | 8295 | 135200 | SH | Sole |
| METHANEX CORP | COM | 59151K108 | 5924 | 399998 | SH | Sole |
| MI DEVS INC | CL A SUB VTG | 55304X104 | 32620 | 965562 | SH | Sole |
| MICROSOFT CORP | COM | 594918104 | 373 | 14495 | SH | Defined |
| MICROSOFT CORP | COM | 594918104 | 12865 | 500000 | SH | Sole |
| MOLSON COORS BREWING CO | CL B | 60871R209 | 4898 | 76667 | SH | Sole |
| NEXEN INC | COM | 65334H102 | 68679 | 1413942 | SH | Sole |
| NISOURCE INC | COM | 65473P105 | 7275 | 300000 | SH | Sole |
| NOKIA CORP | SPONSORED ADR | 654902204 | 3382 | 200000 | SH | Sole |
| NORTEL NETWORKS CORP NEW | COM | 656568102 | 25053 | 8008841 | SH | Sole |
| NORTEL NETWORKS CORP NEW | NOTE 4.250% 9/0 | 656568AB8 | 1428 | 1500000 | PRN | Defined |
| NOVA CHEMICALS CORP | COM | 66977W109 | 17838 | 485468 | SH | Sole |
| NOVELIS INC | COM | 67000X106 | 11612 | 542857 | SH | Sole |

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|------------------------------|----------------|-----------|---------|----------|----|-----------|
| ORBITAL SCIENCES CORP | COM | 685564106 | 181 | 14500 | SH | Defined 1 |
| PETRO-CDA | COM | 71644E102 | 127612 | 3047934 | SH | Sole |
| PFIZER INC | COM | 717081103 | 362 | 14495 | SH | Defined |
| PFIZER INC | COM | 717081103 | 24346 | 975000 | SH | Sole |
| PHARMACEUTICAL HLDRS TR | DEPOSITRY RCPT | 71712A206 | 7032 | 100000 | SH | Sole |
| PITNEY BOWES INC | COM | 724479100 | 8373 | 200600 | SH | Sole |
| PLACER DOME INC | COM | 725906101 | 25256 | 1475936 | SH | Sole |
| POTASH CORP SASK INC | COM | 73755L107 | 34667 | 371978 | SH | Sole |
| PRECISION DRILLING CORP | COM | 74022D100 | 10740 | 218224 | SH | Sole |
| PROCTER & GAMBLE CO | COM | 742718109 | 862 | 14495 | SH | Defined |
| PROGRESS ENERGY INC | COM | 743263105 | 9353 | 209000 | SH | Sole |
| QUEBECOR WORLD INC | COM NON-VTG | 748203106 | 24587 | 1311219 | SH | Sole |
| QWEST COMMUNICATIONS INTL IN | COM | 749121109 | 820 | 200000 | SH | Sole |
| RESEARCH IN MOTION LTD | COM | 760975102 | 18984 | 276106 | SH | Sole |
| ROGERS COMMUNICATIONS INC | CL B | 775109200 | 8978 | 227720 | SH | Sole |
| ROYAL BK CDA MONTREAL QUE | COM | 780087102 | 2160195 | 29657086 | SH | Sole |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 348 | 14495 | SH | Defined |
| SBC COMMUNICATIONS INC | COM | 78387G103 | 2996 | 125000 | SH | Sole |
| SCHERING PLOUGH CORP | COM | 806605101 | 16844 | 800200 | SH | Sole |
| SHAW COMMUNICATIONS INC | CL B CONV | 82028K200 | 6259 | 299485 | SH | Sole |
| SPDR TR | UNIT SER 1 | 78462F103 | 993 | 8070 | SH | Sole |
| SUN LIFE FINL INC | COM | 866796105 | 491609 | 13094928 | SH | Sole |
| SUNCOR ENERGY INC | COM | 867229106 | 130701 | 2157651 | SH | Sole |
| TALISMAN ENERGY INC | COM | 87425E103 | 383608 | 7841429 | SH | Sole |
| TELESYSTEM INTL WIRELESS INC | COM NEW | 879946606 | 3293 | 3828301 | SH | Sole |
| TELUS CORP | NON-VTG SHS | 87971M202 | 83266 | 2044634 | SH | Sole |
| THOMSON CORP | COM | 884903105 | 317915 | 8517041 | SH | Sole |
| TIDEWATER INC | COM | 886423102 | 3996 | 82100 | SH | Sole |
| TORONTO DOMINION BK ONT | COM NEW | 891160509 | 1484482 | 30111787 | SH | Sole |
| TRANSALTA CORP | COM | 89346D107 | 50509 | 2550000 | SH | Defined 1 |
| TRANSALTA CORP | COM | 89346D107 | 94348 | 4763261 | SH | Sole |
| TRANSCANADA CORP | COM | 89353D107 | 609651 | 19967350 | SH | Sole |
| TRANSCANADA CORP | COM | 89353D107 | 43509 | 1425000 | SH | Defined 1 |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 726 | 13990 | SH | Defined |
| UST INC | COM | 902911106 | 8372 | 200000 | SH | Sole |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 474 | 14495 | SH | Defined |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 10624 | 325000 | SH | Sole |
| WACHOVIA CORP 2ND NEW | COM | 929903102 | 1190 | 25000 | SH | Sole |
| WAL MART STORES INC | COM | 931142103 | 642 | 14645 | SH | Defined |
| WASHINGTON MUT INC | COM | 939322103 | 3922 | 100000 | SH | Sole |
| WEIGHT WATCHERS INTL INC NEW | COM | 948626106 | 2579 | 50000 | SH | Sole |
| WEIGHT WATCHERS INTL INC NEW | COM | 948626106 | 16482 | 319534 | SH | Defined 1 |