

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

LEGG MASON INC
Form 13F-HR/A
March 03, 2006

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, 2005

Check here if Amendment [X]; Amendment Number: 1
This Amendment (Check only one.): [] is a restatement.
[X] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Legg Mason, Inc.
Address: 100 Light Street

Baltimore, MD 21202

13F File Number: 28-1700

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: Peter L. Bain
Title: Senior Executive Vice Prsident
Phone: 410-454-3227

Signature, Place, and Date of Signing:

Peter L. Bain Baltimore, MD March 03, 2006

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
28-3428	Private Capital Management, LP
28-3780	Royce & Associates, LLC

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 6

Form13F Information Table Entry Total: 646

Form13F Information Table Value Total: \$11,198,698 (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
18	28-11611	CAM North America, LLC
19	28-2551	TIMCO Asset Management, Inc.
20	28-4024	Smith Barney Fund Management, LLC
21	28-2568	Salomon Brothers Asset Management, Inc.
22	28-6251	Citigroup Asset Management, Limited
23	28-11198	Legg Mason Asset Management (Japan) Co., Ltd.

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
ABB LTD	SPONSORED ADR	000375204	5192	534145	SH		DEFINED	18
ABBEY NATL PLC	GDR	002920809	31	1200	SH		DEFINED	18
ABER DIAMOND CORP	COM	002893105	15	395	SH		DEFINED	20
ABER DIAMOND CORP	COM	002893105	13	354	SH		DEFINED	19
ABN AMRO HLDG NV	SPONSORED ADR	000937102	96	3676	SH		DEFINED	18
ABN AMRO HLDG NV	SPONSORED ADR	000937102	109	4170	SH		DEFINED	20
ACCENTURE LTD BERMUDA	CL A	G1150G111	81	2802	SH		DEFINED	21
ACCENTURE LTD BERMUDA	CL A	G1150G111	29	991	SH		DEFINED	18
ACCENTURE LTD BERMUDA	CL A	G1150G111	1860	64416	SH		DEFINED	22
ACCENTURE LTD BERMUDA	CL A	G1150G111	317	10995	SH		DEFINED	23
ACCENTURE LTD BERMUDA	CL A	G1150G111	2544	88133	SH		DEFINED	20
ACE LTD	ORD	G0070K103	4508	84351	SH		DEFINED	19
ACE LTD	ORD	G0070K103	9	164	SH		DEFINED	20
ACE LTD	ORD	G0070K103	4345	81300	SH		DEFINED	23
ADECCO SA	SPONSORED ADR	006754105	2	194	SH		DEFINED	18
AEGON N V	ORD AMER REG	007924103	31	1919	SH		DEFINED	18
AGNICO EAGLE MINES LTD	COM	008474108	36	1836	SH		DEFINED	19
AGNICO EAGLE MINES LTD	COM	008474108	40	2049	SH		DEFINED	20
AIR FRANCE KLM	SPONSORED ADR	009119108	1	59	SH		DEFINED	18
ALCAN INC	COM	013716105	13045	318568	SH		DEFINED	22
ALCAN INC	COM	013716105	732	17870	SH		DEFINED	23
ALCAN INC	COM	013716105	482	11769	SH		DEFINED	20
ALCAN INC	COM	013716105	109	2658	SH		DEFINED	19
ALCAN INC	COM	013716105	2	43	SH		DEFINED	18

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

ALCATEL	SPONSORED ADR	013904305	6641	535600	SH	DEFINED	23
ALCATEL	SPONSORED ADR	013904305	7444	600355	SH	DEFINED	18
ALCON INC	COM SHS	H01301102	575	4439	SH	DEFINED	21
ALCON INC	COM SHS	H01301102	1439	11100	SH	DEFINED	23
ALCON INC	COM SHS	H01301102	1950	15045	SH	DEFINED	18
ALLIANZ AKTIENGESELLSCHAFT	SP ADR 1/10 SH	018805101	5	354	SH	DEFINED	18
ALLIANZ AKTIENGESELLSCHAFT	SP ADR 1/10 SH	018805101	430	28372	SH	DEFINED	21
ALLIED IRISH BKS P L C	SPON ADR ORD	019228402	326	7595	SH	DEFINED	18
ALLIED IRISH BKS P L C	SPON ADR ORD	019228402	28	645	SH	DEFINED	20
ALTANA AKTIENGESELLSCHAFT	SPONSORED ADR	02143N103	1	25	SH	DEFINED	18
ALUMINA LTD	SPONSORED ADR	022205108	89	4094	SH	DEFINED	18
ALUMINA LTD	SPONSORED ADR	022205108	119	5430	SH	DEFINED	20
AMDOCS LTD	NOTE 0.500% 3/1	02342TAD1	900	900000	PRN	DEFINED	20
AMDOCS LTD	NOTE 0.500% 3/1	02342TAD1	7550	7550000	PRN	DEFINED	21
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W105	323	11025	SH	DEFINED	18
AMERICAN ISRAELI PAPER MLS L	ORD IS 10	027069509	0	8	SH	DEFINED	18
ANGLO AMERN PLC	ADR	03485P102	19	540	SH	DEFINED	18
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	14	293	SH	DEFINED	18
APEX SILVER MINES LTD	ORD	G04074103	3246	204120	SH	DEFINED	21
APEX SILVER MINES LTD	ORD	G04074103	647	40720	SH	DEFINED	20
APEX SILVER MINES LTD	ORD	G04074103	291	18280	SH	DEFINED	18
APEX SILVER MINES LTD	ORD	G04074103	1479	93000	SH	DEFINED	23
ARCH CAP GROUP LTD	ORD	G0450A105	37	675	SH	DEFINED	18
ARLINGTON TANKERS LTD	COM	G04899103	1794	82500	SH	DEFINED	21
ASE TEST LTD	ORD	Y02516105	808	102986	SH	DEFINED	20
ASE TEST LTD	ORD	Y02516105	446	56809	SH	DEFINED	18
ASE TEST LTD	ORD	Y02516105	4057	516842	SH	DEFINED	21
ASIA SATELLITE TELECOMMUNCNT	SPONSORED ADR	04516X106	302	17840	SH	DEFINED	18
ASM INTL N V	COM	N07045102	841	50000	SH	DEFINED	20
ASML HLDG NV	N Y SHS	N07059111	14490	721600	SH	DEFINED	20
ASML HLDG NV	N Y SHS	N07059111	119	5902	SH	DEFINED	18
ASML HLDG NV	N Y SHS	N07059111	3181	158400	SH	DEFINED	23
ASML HLDG NV	N Y SHS	N07059111	33415	1664086	SH	DEFINED	21
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	639	27000	SH	DEFINED	23
ASTRAZENECA PLC	SPONSORED ADR	046353108	16	327	SH	DEFINED	18
ATI TECHNOLOGIES INC	COM	001941103	6903	406273	SH	DEFINED	20
ATI TECHNOLOGIES INC	COM	001941103	971	57130	SH	DEFINED	18
ATI TECHNOLOGIES INC	COM	001941103	5756	338800	SH	DEFINED	23
AXA	SPONSORED ADR	054536107	1153	35675	SH	DEFINED	20
AXA	SPONSORED ADR	054536107	452	13975	SH	DEFINED	21
AXA	SPONSORED ADR	054536107	33431	1034043	SH	DEFINED	18
AXCAN PHARMA INC	COM	054923107	30	1950	SH	DEFINED	18
B A S F A G	SPONSORED ADR	055262505	1008	13180	SH	DEFINED	20
B A S F A G	SPONSORED ADR	055262505	26466	346045	SH	DEFINED	18
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	429	24020	SH	DEFINED	18
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	390	21824	SH	DEFINED	21
BANCOLOMBIA S A	SPON ADR PREF	05968L102	14	500	SH	DEFINED	18
BANCOLOMBIA S A	SPON ADR PREF	05968L102	30805	1068500	SH	DEFINED	22
BANCOLOMBIA S A	SPON ADR PREF	05968L102	179	6200	SH	DEFINED	20
BANK MONTREAL QUE	COM	063671101	224	4000	SH	DEFINED	18
BARCLAYS PLC	ADR	06738E204	17	395	SH	DEFINED	18
BARCLAYS PLC	ADR	06738E204	413	9815	SH	DEFINED	21
BARRICK GOLD CORP	COM	067901108	172163	6177373	SH	DEFINED	21
BARRICK GOLD CORP	COM	067901108	3276	117553	SH	DEFINED	18
BARRICK GOLD CORP	COM	067901108	84	3020	SH	DEFINED	19
BARRICK GOLD CORP	COM	067901108	36746	1318463	SH	DEFINED	20
BAYER A G	SPONSORED ADR	072730302	1679	40200	SH	DEFINED	23
BAYER A G	SPONSORED ADR	072730302	20	470	SH	DEFINED	18
BCE INC	COM	05534B109	10824	451923	SH	DEFINED	22
BCE INC	COM	05534B109	590	24621	SH	DEFINED	23
BCE INC	COM	05534B109	126	5244	SH	DEFINED	18
BHP BILLITON LTD	SPONSORED ADR	088606108	429	12850	SH	DEFINED	21

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

BHP BILLITON LTD	SPONSORED ADR	088606108	3411	102059	SH	DEFINED	18
BOC GROUP PLC	SPONSORED ADR	055617609	304	7359	SH	DEFINED	21
BOC GROUP PLC	SPONSORED ADR	055617609	1170	28360	SH	DEFINED	20
BOC GROUP PLC	SPONSORED ADR	055617609	29269	709556	SH	DEFINED	18
BP PLC	SPONSORED ADR	055622104	383359	5969464	SH	DEFINED	18
BP PLC	SPONSORED ADR	055622104	3659	56983	SH	DEFINED	21
BP PLC	SPONSORED ADR	055622104	189674	2953505	SH	DEFINED	20
BP PLC	SPONSORED ADR	055622104	642	10000	SH	DEFINED	23
BRASIL TELECOM PARTICIPACOES	SPON ADR PFD	105530109	22048	590300	SH	DEFINED	22
BRASIL TELECOM PARTICIPACOES	SPON ADR PFD	105530109	168	4500	SH	DEFINED	20
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	144	3205	SH	DEFINED	20
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	124	2747	SH	DEFINED	18
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	1	28	SH	DEFINED	18
BT GROUP PLC	ADR	05577E101	91	2370	SH	DEFINED	20
BT GROUP PLC	ADR	05577E101	71	1845	SH	DEFINED	18
BUSINESS OBJECTS S A	SPONSORED ADR	12328X107	0	8	SH	DEFINED	18
CADBURY SCHWEPPEES PLC	ADR	127209302	22208	580000	SH	DEFINED	20
CADBURY SCHWEPPEES PLC	ADR	127209302	464	12130	SH	DEFINED	21
CADBURY SCHWEPPEES PLC	ADR	127209302	256	6694	SH	DEFINED	18
CANADIAN NAT RES LTD	COM	136385101	20069	404445	SH	DEFINED	18
CANADIAN NAT RES LTD	COM	136385101	86	1728	SH	DEFINED	19
CANADIAN NAT RES LTD	COM	136385101	81870	1649940	SH	DEFINED	20
CANADIAN NAT RES LTD	COM	136385101	4838	97500	SH	DEFINED	23
CANADIAN NATL RY CO	COM	136375102	784	9800	SH	DEFINED	23
CANADIAN NATL RY CO	COM	136375102	2520	31500	SH	DEFINED	21
CANADIAN PAC RY LTD	COM	13645T100	442	10532	SH	DEFINED	20
CANADIAN PAC RY LTD	COM	13645T100	2502	59650	SH	DEFINED	18
CANON INC	ADR	138006309	35875	609811	SH	DEFINED	18
CANON INC	ADR	138006309	1624	27610	SH	DEFINED	20
CANON INC	ADR	138006309	394	6704	SH	DEFINED	21
CARNIVAL CORP	PAIRED CTF	143658300	1443	26995	SH	DEFINED	21
CARNIVAL CORP	PAIRED CTF	143658300	82762	1547827	SH	DEFINED	18
CARNIVAL CORP	PAIRED CTF	143658300	4639	86767	SH	DEFINED	19
CARNIVAL CORP	PAIRED CTF	143658300	50	936	SH	DEFINED	22
CARNIVAL CORP	PAIRED CTF	143658300	69660	1302794	SH	DEFINED	20
CELESTICA INC	SUB VTG SHS	15101Q108	240	22763	SH	DEFINED	20
CELESTICA INC	SUB VTG SHS	15101Q108	14	1369	SH	DEFINED	22
CELESTICA INC	SUB VTG SHS	15101Q108	13	1187	SH	DEFINED	18
CEMEX S A	SPON ADR 5 ORD	151290889	9	160	SH	DEFINED	18
CENTRAL FD CDA LTD	CL A	153501101	13	1865	SH	DEFINED	18
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	1860	92741	SH	DEFINED	22
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	1673	83404	SH	DEFINED	20
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	947	37564	SH	DEFINED	18
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	11910	472440	SH	DEFINED	21
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	8128	322400	SH	DEFINED	20
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	3	55	SH	DEFINED	18
CHIPMOS TECH BERMUDA LTD	SHS	G2110R106	618	106515	SH	DEFINED	18
CHIPMOS TECH BERMUDA LTD	SHS	G2110R106	1277	220226	SH	DEFINED	20
CHIPMOS TECH BERMUDA LTD	SHS	G2110R106	6449	1111924	SH	DEFINED	21
CHUNGHWA TELECOM CO LTD	SPONSORED ADR	17133Q205	3	177	SH	DEFINED	18
CHUNGHWA TELECOM CO LTD	SPONSORED ADR	17133Q205	1543	84100	SH	DEFINED	22
CIBA SPECIALTY CHEMICALS HLD	SPONSORED ADR	17162W206	0	13	SH	DEFINED	18
COCA COLA HELLENIC BTTLG CO	SPONSORED ADR	1912EP104	336	11484	SH	DEFINED	18
COCA-COLA FEMSA S A DE C V	SPON ADR REP L	191241108	867	32100	SH	DEFINED	18
COGNOS INC	COM	19244C109	74	2119	SH	DEFINED	18
COGNOS INC	COM	19244C109	12457	358875	SH	DEFINED	21
COMPANHIA BRASILEIRA DE DIST	SPON ADR PFD	20440T201	258	7857	SH	DEFINED	20
COMPANHIA BRASILEIRA DE DIST	SPON ADR PFD	20440T201	439	13345	SH	DEFINED	18
COMPANHIA BRASILEIRA DE DIST	SPON ADR PFD	20440T201	47586	1446382	SH	DEFINED	22
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	177	4789	SH	DEFINED	20
COMPANHIA PARANAENSE ENERG C	SPON ADR PFD	20441B407	0	1	SH	DEFINED	22
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	22055	536100	SH	DEFINED	22

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	399	11000	SH	DEFINED	20
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	1	32	SH	DEFINED	18
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	35865	989370	SH	DEFINED	22
COMPUGEN LTD	ORD	M25722105	1558	365738	SH	DEFINED	18
COOPER INDS LTD	CL A	G24182100	24404	334300	SH	DEFINED	20
COOPER INDS LTD	CL A	G24182100	30	410	SH	DEFINED	21
COOPER INDS LTD	CL A	G24182100	1745	23910	SH	DEFINED	19
CORE LABORATORIES N V	COM	N22717107	62612	1675900	SH	DEFINED	20
CORE LABORATORIES N V	COM	N22717107	116819	3126858	SH	DEFINED	18
CORE LABORATORIES N V	COM	N22717107	676	18100	SH	DEFINED	21
CORPBANCA	SP ADR REG S	21987A209	7286	263500	SH	DEFINED	22
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	134	2630	SH	DEFINED	20
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	142	2786	SH	DEFINED	18
CRH PLC	ADR	12626K203	38051	1285084	SH	DEFINED	18
CRH PLC	ADR	12626K203	1603	54150	SH	DEFINED	20
CTRIIP COM INTL LTD	ADR	22943F100	901	15600	SH	DEFINED	18
CTRIIP COM INTL LTD	ADR	22943F100	4877	84457	SH	DEFINED	20
CTRIIP COM INTL LTD	ADR	22943F100	9882	171121	SH	DEFINED	21
DAIMLERCHRYSLER AG	ORD	D1668R123	216	4232	SH	DEFINED	18
DAIMLERCHRYSLER AG	ORD	D1668R123	162	3174	SH	DEFINED	21
DAIMLERCHRYSLER AG	ORD	D1668R123	3736	73215	SH	DEFINED	20
DAIMLERCHRYSLER AG	ORD	D1668R123	338	6626	SH	DEFINED	23
DAIMLERCHRYSLER AG	ORD	D1668R123	20781	407230	SH	DEFINED	22
DESARROLLADORA HOMEX S A DE	SPONSORED ADR	25030W100	1	17	SH	DEFINED	18
DEUTSCHE BANK AG NAMEN	ORD	D18190898	382	3945	SH	DEFINED	23
DEUTSCHE BANK AG NAMEN	ORD	D18190898	2880	29735	SH	DEFINED	20
DEUTSCHE BANK AG NAMEN	ORD	D18190898	43616	450256	SH	DEFINED	22
DEUTSCHE BANK AG NAMEN	ORD	D18190898	414	4271	SH	DEFINED	21
DEUTSCHE BANK AG NAMEN	ORD	D18190898	415	4280	SH	DEFINED	18
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	567	34077	SH	DEFINED	18
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	319	19154	SH	DEFINED	20
DIAGEO P L C	SPON ADR NEW	25243Q205	600	10300	SH	DEFINED	23
DIAGEO P L C	SPON ADR NEW	25243Q205	23058	395501	SH	DEFINED	18
DIAGEO P L C	SPON ADR NEW	25243Q205	880	15090	SH	DEFINED	20
DIAGEO P L C	SPON ADR NEW	25243Q205	547	9383	SH	DEFINED	21
DIME BANCORP INC NEW	*W EXP 99/99/999	25429Q110	90	90000	PRN	DEFINED	18
E ON AG	SPONSORED ADR	268780103	445	12895	SH	DEFINED	21
E ON AG	SPONSORED ADR	268780103	100	2900	SH	DEFINED	20
E ON AG	SPONSORED ADR	268780103	78	2272	SH	DEFINED	18
EDP ENERGIAS DE PORTUGAL S A	SPONSORED ADR	268353109	4	130	SH	DEFINED	18
ELAN PLC	ADR	284131208	70	5054	SH	DEFINED	18
ENCANA CORP	COM	292505104	93757	2076100	SH	DEFINED	20
ENCANA CORP	COM	292505104	253	5613	SH	DEFINED	22
ENCANA CORP	COM	292505104	491	10876	SH	DEFINED	21
ENCANA CORP	COM	292505104	112	2484	SH	DEFINED	19
ENCANA CORP	COM	292505104	78503	1738329	SH	DEFINED	18
ENDESA S A	SPONSORED ADR	29258N107	1002	38510	SH	DEFINED	20
ENDESA S A	SPONSORED ADR	29258N107	27167	1044480	SH	DEFINED	18
ENERPLUS RES FD	UNIT TR G NEW	29274D604	5	100	SH	DEFINED	18
ENI S P A	SPONSORED ADR	26874R108	79	1413	SH	DEFINED	18
ENI S P A	SPONSORED ADR	26874R108	237	4250	SH	DEFINED	21
ERICSSON L M TEL CO	ADR B SEK 10	294821608	655	19051	SH	DEFINED	18
ERICSSON L M TEL CO	ADR B SEK 10	294821608	348	10105	SH	DEFINED	21
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	613	9370	SH	DEFINED	18
EVEREST RE GROUP LTD	COM	G3223R108	247	2459	SH	DEFINED	18
EVEREST RE GROUP LTD	COM	G3223R108	1142	11385	SH	DEFINED	19
EVEREST RE GROUP LTD	COM	G3223R108	2790	27800	SH	DEFINED	20
FAIRMONT HOTELS RESORTS INC	COM	305204109	21485	506612	SH	DEFINED	18
FAIRMONT HOTELS RESORTS INC	COM	305204109	301	7100	SH	DEFINED	21
FAIRMONT HOTELS RESORTS INC	COM	305204109	34756	819521	SH	DEFINED	20
FALCONBRIDGE LTD NEW 2005	COM	306104100	92	3090	SH	DEFINED	20
FALCONBRIDGE LTD NEW 2005	COM	306104100	82	2765	SH	DEFINED	19

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

FIAT S P A	SP ADR ORD NEW	315621888	1	130	SH	DEFINED	18
FIRSTSERVICE CORP	SUB VTG SH	33761N109	92	3600	SH	DEFINED	18
FLAMEL TECHNOLOGIES SA	SPONSORED ADR	338488109	19	1000	SH	DEFINED	18
FLEXTRONICS INTL LTD	ORD	Y2573F102	30	2857	SH	DEFINED	18
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	29	400	SH	DEFINED	18
FORDING CDN COAL TR	TR UNIT	345425102	115	3336	SH	DEFINED	18
FOSTER WHEELER LTD	SHS NEW	G36535139	4	100	SH	DEFINED	18
FOUR SEASONS HOTEL INC	NOTE 1.875% 7/3	35100EAE4	1105	1105000	PRN	DEFINED	21
FRANCE TELECOM	SPONSORED ADR	35177Q105	186	7488	SH	DEFINED	21
FRANCE TELECOM	SPONSORED ADR	35177Q105	106	4267	SH	DEFINED	18
FRANCE TELECOM	SPONSORED ADR	35177Q105	125	5045	SH	DEFINED	20
FRESENIUS MED CARE AG	SPONSORED ADR	358029106	7	209	SH	DEFINED	18
FRONTLINE LTD	SHS	G3682E127	83	2181	SH	DEFINED	18
FRONTLINE LTD	SHS	G3682E127	3	91	SH	DEFINED	19
FRONTLINE LTD	SHS	G3682E127	88	2310	SH	DEFINED	20
FUJI PHOTO FILM LTD	ADR	359586302	62	1865	SH	DEFINED	18
GALLAHER GROUP PLC	SPONSORED ADR	363595109	155	2575	SH	DEFINED	18
GARMIN LTD	ORD	G37260109	3	40	SH	DEFINED	18
GLAMIS GOLD LTD	COM	376775102	2	88	SH	DEFINED	19
GLAMIS GOLD LTD	COM	376775102	3	98	SH	DEFINED	20
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	264044	5230670	SH	DEFINED	18
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	9289	184017	SH	DEFINED	21
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	157173	3113569	SH	DEFINED	20
GLOBAL SOURCES LTD	ORD	G39300101	0	1	SH	DEFINED	18
GLOBALSANTAFE CORP	SHS	G3930E101	97246	2019646	SH	DEFINED	21
GLOBALSANTAFE CORP	SHS	G3930E101	115403	2396742	SH	DEFINED	20
GLOBALSANTAFE CORP	SHS	G3930E101	17	344	SH	DEFINED	19
GLOBALSANTAFE CORP	SHS	G3930E101	167157	3471583	SH	DEFINED	18
GOLDCORP INC NEW	COM	380956409	31	1380	SH	DEFINED	19
GOLDCORP INC NEW	COM	380956409	37	1663	SH	DEFINED	20
GROUPE CGI INC	CL A SUB VTG	39945C109	357	44315	SH	DEFINED	18
GROUPE DANONE	SPONSORED ADR	399449107	967	45970	SH	DEFINED	20
GROUPE DANONE	SPONSORED ADR	399449107	24503	1164598	SH	DEFINED	18
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	1023	12710	SH	DEFINED	20
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J206	30146	374479	SH	DEFINED	18
HANSON PLC NEW	SPONSORED ADR	411349103	21	385	SH	DEFINED	18
HAVAS	SPONSORED ADR	419313101	887	209163	SH	DEFINED	20
HILFIGER TOMMY CORP	ORD	G8915Z102	1902	117100	SH	DEFINED	20
HILFIGER TOMMY CORP	ORD	G8915Z102	0	20	SH	DEFINED	18
HITACHI LIMITED	ADR 10 COM	433578507	34	500	SH	DEFINED	18
HONDA MOTOR LTD	AMERN SHS	438128308	22524	777490	SH	DEFINED	18
HONDA MOTOR LTD	AMERN SHS	438128308	1169	40340	SH	DEFINED	20
HSBC HLDGS PLC	SPON ADR NEW	404280406	23187	288143	SH	DEFINED	18
HSBC HLDGS PLC	SPON ADR NEW	404280406	521	6477	SH	DEFINED	21
HSBC HLDGS PLC	ADR A 1/40PF A	404280604	15	600	SH	DEFINED	18
HSBC HLDGS PLC	SPON ADR NEW	404280406	1597	19844	SH	DEFINED	20
HUANENG PWR INTL INC	SPON ADR N	443304100	13	500	SH	DEFINED	18
HUMMINGBIRD INC	COM	44544R101	0	21	SH	DEFINED	18
HURRAY HLDGS CO LTD	SPONSORED ADR	447773102	419	46628	SH	DEFINED	21
HURRAY HLDGS CO LTD	SPONSORED ADR	447773102	85	9500	SH	DEFINED	20
HURRAY HLDGS CO LTD	SPONSORED ADR	447773102	47	5200	SH	DEFINED	18
IMPERIAL OIL LTD	COM NEW	453038408	29	294	SH	DEFINED	18
IMPERIAL OIL LTD	COM NEW	453038408	1	9	SH	DEFINED	19
IMPERIAL TOBACCO GROUP PLC	SPONSORED ADR	453142101	2	37	SH	DEFINED	18
INCO LTD	COM	453258402	9	200	SH	DEFINED	18
INCO LTD	COM	453258402	85	1944	SH	DEFINED	20
INCO LTD	COM	453258402	76	1742	SH	DEFINED	19
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	6007	74292	SH	DEFINED	22
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	19770	244500	SH	DEFINED	21
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	823	10177	SH	DEFINED	18
ING GROEP N V	SPONSORED ADR	456837103	29015	833293	SH	DEFINED	18
ING GROEP N V	SPONSORED ADR	456837103	1124	32270	SH	DEFINED	20

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

ING GROEP N V	SPONSORED ADR	456837103	459	13174	SH	DEFINED	21
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	1963	48637	SH	DEFINED	18
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	7112	176164	SH	DEFINED	19
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	27	669	SH	DEFINED	20
INTERNATIONAL PWR PLC	SPONSORED ADR	46018M104	4	89	SH	DEFINED	18
INTRAWEST CORPORATION	COM NEW	460915200	2	55	SH	DEFINED	18
IPSCO INC	COM	462622101	33	396	SH	DEFINED	20
IPSCO INC	COM	462622101	29	355	SH	DEFINED	19
IRELAND BK	SPONSORED ADR	46267Q103	933	14670	SH	DEFINED	20
IRELAND BK	SPONSORED ADR	46267Q103	24313	382104	SH	DEFINED	18
IVANHOE MINES LTD	COM	46579N103	16	2216	SH	DEFINED	20
IVANHOE MINES LTD	COM	46579N103	14	1978	SH	DEFINED	19
KINROSS GOLD CORP	COM NO PAR	496902404	27	2886	SH	DEFINED	19
KINROSS GOLD CORP	COM NO PAR	496902404	30	3230	SH	DEFINED	20
KIRIN BREWERY LTD	SPONSORED ADR	497350306	6	525	SH	DEFINED	18
KONGZHONG CORP	SPONSORED ADR	50047P104	366	29300	SH	DEFINED	18
KONGZHONG CORP	SPONSORED ADR	50047P104	3809	304738	SH	DEFINED	21
KONGZHONG CORP	SPONSORED ADR	50047P104	751	60100	SH	DEFINED	20
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	1117	35910	SH	DEFINED	20
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	10029	322465	SH	DEFINED	21
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	26804	861872	SH	DEFINED	18
KOOKMIN BK NEW	SPONSORED ADR	50049M109	9152	122500	SH	DEFINED	22
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	3	169	SH	DEFINED	18
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	1777	91200	SH	DEFINED	22
KT CORP	SPONSORED ADR	48268K101	285	13228	SH	DEFINED	18
KUBOTA CORP	ADR	501173207	4	105	SH	DEFINED	18
KYOCERA CORP	ADR	501556203	415	5670	SH	DEFINED	18
KYOCERA CORP	ADR	501556203	347	4736	SH	DEFINED	21
LAFARGE COPPEE S A	SPON ADR NEW	505861401	321	14256	SH	DEFINED	21
LAFARGE COPPEE S A	SPON ADR NEW	505861401	3	131	SH	DEFINED	18
LAZARD LTD	SHS A	G54050102	134	4200	SH	DEFINED	18
LG PHILIP LCD CO LTD	SPONS ADR REP	50186V102	451	21000	SH	DEFINED	18
LIPMAN ELECTRONIC ENGINEERIN	ORD	M6772H101	1	24	SH	DEFINED	18
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439109	3	101	SH	DEFINED	18
LORAL SPACE & COMMUNICATNS L	COM	543881106	236	8346	SH	DEFINED	21
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	413	16326	SH	DEFINED	18
M SYS FLASH DISK PIONEERS LT	ORD	M7061C100	1265	38200	SH	DEFINED	20
MAGNA ENTMT CORP	CL A	559211107	1	191	SH	DEFINED	18
MAGNA INTL INC	CL A	559222401	110	1535	SH	DEFINED	18
MAKITA CORP	ADR NEW	560877300	5	188	SH	DEFINED	18
MANULIFE FINL CORP	COM	56501R106	465	7900	SH	DEFINED	23
MANULIFE FINL CORP	COM	56501R106	1213	20628	SH	DEFINED	18
MANULIFE FINL CORP	COM	56501R106	132	2250	SH	DEFINED	20
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	705	12567	SH	DEFINED	21
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	6232	111100	SH	DEFINED	23
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	14	243	SH	DEFINED	18
MATSUSHITA ELEC INDL	ADR	576879209	17	896	SH	DEFINED	18
MATSUSHITA ELEC INDL	ADR	576879209	1490	76900	SH	DEFINED	23
MAX RE CAPITAL LTD HAMILTON	SHS	G6052F103	1	33	SH	DEFINED	18
MAX RE CAPITAL LTD HAMILTON	SHS	G6052F103	119	4600	SH	DEFINED	21
MERIDIAN GOLD INC	COM	589975101	13	580	SH	DEFINED	19
MERIDIAN GOLD INC	COM	589975101	14	646	SH	DEFINED	20
METHANEX CORP	COM	59151K108	3	155	SH	DEFINED	18
MI DEVS INC	CL A SUB VTG	55304X104	26	751	SH	DEFINED	18
MILLEA HOLDINGS INC	ADR	60032R106	115	1340	SH	DEFINED	18
MINITUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	1774	129600	SH	DEFINED	23
MINITUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	682	49838	SH	DEFINED	21
MINITUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	63347	4627244	SH	DEFINED	18
MINITUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	2878	210234	SH	DEFINED	20
MINITUBISHI & CO LTD	ADR	606827202	502	1920	SH	DEFINED	21
MINITUBISHI & CO LTD	ADR	606827202	148	566	SH	DEFINED	18
MITTAL STEEL CO N V	NY REG SH CL A	60684P101	195	7400	SH	DEFINED	23

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	508	14500	SH	DEFINED	20
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	82569	2359100	SH	DEFINED	22
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	2204	116600	SH	DEFINED	20
NABORS INDUSTRIES LTD	SHS	G6359F103	17560	231818	SH	DEFINED	20
NABORS INDUSTRIES LTD	SHS	G6359F103	5127	67680	SH	DEFINED	18
NABORS INDUSTRIES LTD	SHS	G6359F103	2934	38727	SH	DEFINED	19
NATIONAL AUSTRALIA BK LTD	CAP UTS EXCHBL	632525309	59	1500	SH	DEFINED	18
NATIONAL AUSTRALIA BK LTD	SPONSORED ADR	632525408	3	28	SH	DEFINED	18
NATIONAL BK GREECE S A	SPONSORED ADR	633643408	449	52500	SH	DEFINED	20
NATIONAL BK GREECE S A	SPONSORED ADR	633643408	9449	1103890	SH	DEFINED	18
NATIONAL GRID PLC	SPON ADR NEW	636274300	9	185	SH	DEFINED	18
NDS GROUP PLC	SPONSORED ADR	628891103	967	23500	SH	DEFINED	23
NEC CORP	ADR	629050204	5	819	SH	DEFINED	18
NETEASE COM INC	SPONSORED ADR	64110W102	0	5	SH	DEFINED	18
NETEASE COM INC	SPONSORED ADR	64110W102	18662	332300	SH	DEFINED	22
NETEASE COM INC	SPONSORED ADR	64110W102	95	1700	SH	DEFINED	20
NEW SKIES SATELLITES HLDGS	SHS	G64865101	33	1500	SH	DEFINED	20
NEW SKIES SATELLITES HLDGS	SHS	G64865101	170	7800	SH	DEFINED	21
NEXEN INC	COM	65334H102	57636	1210082	SH	DEFINED	20
NEXEN INC	COM	65334H102	52	1098	SH	DEFINED	19
NEXEN INC	COM	65334H102	75254	1579965	SH	DEFINED	21
NEXEN INC	COM	65334H102	1621	34038	SH	DEFINED	18
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	861	37745	SH	DEFINED	20
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	22956	1006407	SH	DEFINED	18
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	339	14880	SH	DEFINED	21
NISSAN MOTORS	SPONSORED ADR	654744408	8	408	SH	DEFINED	18
NOBLE CORPORATION	SHS	G65422100	32970	467390	SH	DEFINED	18
NOBLE CORPORATION	SHS	G65422100	1883	26691	SH	DEFINED	19
NOBLE CORPORATION	SHS	G65422100	4704	66686	SH	DEFINED	20
NOBLE CORPORATION	SHS	G65422100	91	1286	SH	DEFINED	22
NOKIA CORP	SPONSORED ADR	654902204	227575	12435812	SH	DEFINED	18
NOKIA CORP	SPONSORED ADR	654902204	1695	92605	SH	DEFINED	22
NOKIA CORP	SPONSORED ADR	654902204	337	18400	SH	DEFINED	23
NOKIA CORP	SPONSORED ADR	654902204	174744	9548871	SH	DEFINED	20
NOKIA CORP	SPONSORED ADR	654902204	115558	6314669	SH	DEFINED	21
NOMURA HLDGS INC	SPONSORED ADR	65535H208	1428	74300	SH	DEFINED	23
NOMURA HLDGS INC	SPONSORED ADR	65535H208	510	26532	SH	DEFINED	21
NOMURA HLDGS INC	SPONSORED ADR	65535H208	1125	58520	SH	DEFINED	20
NOMURA HLDGS INC	SPONSORED ADR	65535H208	27737	1443140	SH	DEFINED	18
NORSK HYDRO A S	SPONSORED ADR	656531605	1	5	SH	DEFINED	18
NORTEL NETWORKS CORP NEW	NOTE 4.250% 9/0	656568AB8	236088	2525000	SH	DEFINED	21
NORTEL NETWORKS CORP NEW	NOTE 4.250% 9/0	656568AB8	7000	7000000	PRN	DEFINED	20
NORTEL NETWORKS CORP NEW	COM	656568102	17754	5802100	SH	DEFINED	20
NORTEL NETWORKS CORP NEW	COM	656568102	2167	708200	SH	DEFINED	23
NORTEL NETWORKS CORP NEW	COM	656568102	2465	805669	SH	DEFINED	18
NORTEL NETWORKS CORP NEW	COM	656568102	32460	10607865	SH	DEFINED	21
NOVARTIS A G	SPONSORED ADR	66987V109	4109	78300	SH	DEFINED	23
NOVARTIS A G	SPONSORED ADR	66987V109	120450	2295162	SH	DEFINED	20
NOVARTIS A G	SPONSORED ADR	66987V109	204404	3894900	SH	DEFINED	18
NOVARTIS A G	SPONSORED ADR	66987V109	75027	1429621	SH	DEFINED	21
NOVELIS INC	COM	67000X106	11	532	SH	DEFINED	19
NOVELIS INC	COM	67000X106	12	593	SH	DEFINED	20
NOVO-NORDISK A S	ADR	670100205	955	16960	SH	DEFINED	20
NOVO-NORDISK A S	ADR	670100205	26232	466092	SH	DEFINED	18
NTT DOCOMO INC	SPONS ADR	62942M201	14	920	SH	DEFINED	18
NYMOX PHARMACEUTICAL CORP	COM	67076P102	4	2000	SH	DEFINED	18
OMI CORP NEW	COM	Y6476W104	54	3000	SH	DEFINED	18
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	294	6640	SH	DEFINED	18
ORIX CORP	SPONSORED ADR	686330101	41323	324610	SH	DEFINED	18
ORIX CORP	SPONSORED ADR	686330101	1618	12710	SH	DEFINED	20
PARTNERRE LTD	COM	G6852T105	20095	306007	SH	DEFINED	20
PATNI COMPUTER SYS	SPONS ADR	703248203	1720	74200	SH	DEFINED	21

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

PATNI COMPUTER SYS	SPONS ADR	703248203	102	4400	SH	DEFINED	18
PATNI COMPUTER SYS	SPONS ADR	703248203	329	14200	SH	DEFINED	20
PCCW LTD	SPONS ADR NEW	70454G207	0	20	SH	DEFINED	18
PEARSON PLC	SPONSORED ADR	705015105	996	83886	SH	DEFINED	21
PEARSON PLC	SPONSORED ADR	705015105	6733	567261	SH	DEFINED	20
PEARSON PLC	SPONSORED ADR	705015105	114049	9608144	SH	DEFINED	18
PENGROWTH ENERGY TR	TRUST UNIT A	706902301	52	2200	SH	DEFINED	18
PETRO-CDA	COM	71644E102	58	1447	SH	DEFINED	19
PETRO-CDA	COM	71644E102	3	64	SH	DEFINED	18
PETRO-CDA	COM	71644E102	200	4995	SH	DEFINED	22
PETROCHINA CO LTD	SPONSORED ADR	71646E100	230	2810	SH	DEFINED	20
PETROCHINA CO LTD	SPONSORED ADR	71646E100	323	3945	SH	DEFINED	18
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	6	90	SH	DEFINED	18
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	12678	177893	SH	DEFINED	22
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V101	130475	2026960	SH	DEFINED	22
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V101	1740	27027	SH	DEFINED	20
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	310	4343	SH	DEFINED	20
PIONEER CORP JAPAN	SPONSORED ADR	723646105	1	102	SH	DEFINED	18
PLACER DOME INC	COM	725906101	1339	58400	SH	DEFINED	23
PLACER DOME INC	COM	725906101	45087	1966291	SH	DEFINED	21
PLACER DOME INC	COM	725906101	11992	522973	SH	DEFINED	20
PLACER DOME INC	COM	725906101	96	4188	SH	DEFINED	19
PLACER DOME INC	COM	725906101	190	8284	SH	DEFINED	18
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	65	2100	SH	DEFINED	23
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	544	17499	SH	DEFINED	18
PLATINUM UNDERWRITER HLDGS L	PFD CONV SER A	G7127P142	2	2000	PRN	DEFINED	23
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	162	5200	SH	DEFINED	21
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	76	7520	SH	DEFINED	18
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	101	10010	SH	DEFINED	20
POSCO	SPONSORED ADR	693483109	5616	113430	SH	DEFINED	22
POSCO	SPONSORED ADR	693483109	94	1895	SH	DEFINED	18
POSCO	SPONSORED ADR	693483109	112	2270	SH	DEFINED	20
POTASH CORP SASK INC	COM	73755L107	3	41	SH	DEFINED	18
PRECISION DRILLING TR	TR UNIT	740215108	322	9750	SH	DEFINED	18
PRECISION DRILLING TR	TR UNIT	740215108	22	662	SH	DEFINED	19
PRECISION DRILLING TR	TR UNIT	740215108	218	6600	SH	DEFINED	21
PRUDENTIAL PLC	ADR	74435K204	4	201	SH	DEFINED	18
PUBLICIS S A NEW	SPONSORED ADR	74463M106	1	40	SH	DEFINED	18
QLT INC	COM	746927102	51	8000	SH	DEFINED	18
REED ELSEVIER N V	SPONSORED ADR	758204101	1	43	SH	DEFINED	18
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	428	9700	SH	DEFINED	23
REPSOL YPF S A	SPONSORED ADR	76026T205	6	189	SH	DEFINED	18
REPSOL YPF S A	SPONSORED ADR	76026T205	196	6653	SH	DEFINED	21
REXAM PLC	SP ADR NEW2001	761655406	258	5996	SH	DEFINED	18
RINKER GROUP LTD	SPONSORED ADR	76687M101	126	2091	SH	DEFINED	18
RINKER GROUP LTD	SPONSORED ADR	76687M101	318	5290	SH	DEFINED	21
RIO TINTO PLC	SPONSORED ADR	767204100	58888	322160	SH	DEFINED	20
RIO TINTO PLC	SPONSORED ADR	767204100	79075	432599	SH	DEFINED	18
ROGERS COMMUNICATIONS INC	CL B	775109200	34	800	SH	DEFINED	18
ROYAL BK CDA MONTREAL QUE	COM	780087102	187	2400	SH	DEFINED	18
ROYAL BK SCOTLAND GROUP PLC	SPON ADR F	780097804	48	1779	SH	DEFINED	18
ROYAL BK SCOTLAND GROUP PLC	SPON ADR PRF G	780097887	41	1600	SH	DEFINED	18
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF M	780097796	8	300	SH	DEFINED	18
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF E	780097705	65	2500	SH	DEFINED	18
ROYAL BK SCOTLAND GROUP PLC	SP ADR I PRF I	780097861	168	6600	SH	DEFINED	18
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	2055	45600	SH	DEFINED	23
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	68	1500	SH	DEFINED	18
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	235	3639	SH	DEFINED	18
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	1526	23645	SH	DEFINED	21
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	154	2379	SH	DEFINED	20
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	16445	267440	SH	DEFINED	20
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	59295	964300	SH	DEFINED	21

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	81771	1329819	SH	DEFINED	18
ROYAL KPN NV	SPONSORED ADR	780641205	5	462	SH	DEFINED	18
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	176	3150	SH	DEFINED	18
SANOFI AVENTIS	SPONSORED ADR	80105N105	61119	1392228	SH	DEFINED	18
SANOFI AVENTIS	SPONSORED ADR	80105N105	133679	3045080	SH	DEFINED	21
SANOFI AVENTIS	SPONSORED ADR	80105N105	45568	1038000	SH	DEFINED	20
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	37731	837175	SH	DEFINED	18
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	1451	32190	SH	DEFINED	20
SCHERING A G	SPONSORED ADR	806585204	218	3253	SH	DEFINED	18
SCHLUMBERGER LTD	COM	806857108	94545	973186	SH	DEFINED	18
SCHLUMBERGER LTD	COM	806857108	3167	32600	SH	DEFINED	21
SCHLUMBERGER LTD	COM	806857108	129	1325	SH	DEFINED	22
SCHLUMBERGER LTD	COM	806857108	52616	541595	SH	DEFINED	20
SCHLUMBERGER LTD	COM	806857108	16556	170418	SH	DEFINED	19
SCHLUMBERGER LTD	DBCV 1.500% 6/0	806857AC2	1500	1500000	PRN	DEFINED	21
SCOTTISH PWR PLC	SPON ADR FINAL	81013T705	104	2788	SH	DEFINED	18
SCOTTISH PWR PLC	SPON ADR FINAL	81013T705	286	7644	SH	DEFINED	21
SCOTTISH RE GROUP LTD	ORD	G7885T104	177	7225	SH	DEFINED	21
SCOTTISH RE GROUP LTD	ORD	G7885T104	55	2240	SH	DEFINED	18
SEAGATE TECHNOLOGY	SHS	G7945J104	4	194	SH	DEFINED	18
SEAGATE TECHNOLOGY	SHS	G7945J104	831	41563	SH	DEFINED	21
SERONO S A	SPONSORED ADR	81752M101	4	181	SH	DEFINED	18
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	0	12	SH	DEFINED	18
SHAW COMMUNICATIONS INC	CL B CONV	82028K200	33	1500	SH	DEFINED	18
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	4688	57522	SH	DEFINED	22
SHIRE PLC	SPONSORED ADR	82481R106	364	9375	SH	DEFINED	18
SIEMENS A G	SPONSORED ADR	826197501	4	44	SH	DEFINED	18
SIEMENS A G	SPONSORED ADR	826197501	421	4922	SH	DEFINED	21
SIGNET GROUP PLC	SP ADR REP 10	82668L872	292	15611	SH	DEFINED	18
SINA CORP	ORD	G81477104	210	8700	SH	DEFINED	21
SINA CORP	NOTE 7/1	82922RAB9	7100	7100000	PRN	DEFINED	21
SINA CORP	NOTE 7/1	82922RAB9	900	900000	PRN	DEFINED	20
SK TELECOM LTD	SPONSORED ADR	78440P108	1330	65538	SH	DEFINED	20
SK TELECOM LTD	SPONSORED ADR	78440P108	55707	2745521	SH	DEFINED	22
SK TELECOM LTD	SPONSORED ADR	78440P108	21913	1080012	SH	DEFINED	18
SKILLSOFT PLC	SPONSORED ADR	830928107	6395	1162800	SH	DEFINED	21
SKILLSOFT PLC	SPONSORED ADR	830928107	1292	234900	SH	DEFINED	20
SKILLSOFT PLC	SPONSORED ADR	830928107	697	126800	SH	DEFINED	18
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	191	4113	SH	DEFINED	21
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	2759	59516	SH	DEFINED	20
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	17835	384799	SH	DEFINED	18
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	1786	38536	SH	DEFINED	22
SODEXHO ALLIANCE SA	SPONSORED ADR	833792104	3	80	SH	DEFINED	18
SONY CORP	ADR NEW	835699307	198	4863	SH	DEFINED	21
SONY CORP	ADR NEW	835699307	100	2461	SH	DEFINED	18
STATOIL ASA	SPONSORED ADR	85771P102	3	113	SH	DEFINED	18
STATS CHIPPAC LTD	SPONSORED ADR	85771T104	3	417	SH	DEFINED	18
STEINER LEISURE LTD	ORD	P8744Y102	644	18100	SH	DEFINED	18
STEINER LEISURE LTD	ORD	P8744Y102	11251	316398	SH	DEFINED	20
STMICROELECTRONICS N V	NY REGISTRY	861012102	57	3180	SH	DEFINED	18
STORA ENSO CORP	SPON ADR REP R	86210M106	0	33	SH	DEFINED	18
STORA ENSO CORP	SPON ADR REP R	86210M106	3306	244499	SH	DEFINED	20
SUEZ	SPONSORED ADR	864686100	107	3426	SH	DEFINED	18
SUEZ	SPONSORED ADR	864686100	133	4245	SH	DEFINED	20
SUN LIFE FINL INC	COM	866796105	123	3069	SH	DEFINED	18
SUNCOR ENERGY INC	COM	867229106	39	616	SH	DEFINED	19
SUNCOR ENERGY INC	COM	867229106	57242	906730	SH	DEFINED	20
SUNCOR ENERGY INC	COM	867229106	75767	1200171	SH	DEFINED	21
SUNCOR ENERGY INC	COM	867229106	38466	609313	SH	DEFINED	18
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	166	6100	SH	DEFINED	20
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	886	32500	SH	DEFINED	21
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	82	3000	SH	DEFINED	18

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

SWISSCOM AG	SPONSORED ADR	871013108	3	111	SH	DEFINED	18
SYNERON MEDICAL LTD	ORD SHS	M87245102	610	19200	SH	DEFINED	23
SYNGENTA AG	SPONSORED ADR	87160A100	96	3845	SH	DEFINED	18
SYNGENTA AG	SPONSORED ADR	87160A100	125	5005	SH	DEFINED	20
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	3232	326112	SH	DEFINED	22
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	6713	677402	SH	DEFINED	21
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	206963	20884215	SH	DEFINED	18
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	101491	10241292	SH	DEFINED	20
TALISMAN ENERGY INC	COM	87425E103	17	317	SH	DEFINED	19
TALISMAN ENERGY INC	COM	87425E103	1174	22200	SH	DEFINED	23
TDC A/S	SPONSORED ADR	87236N102	10	338	SH	DEFINED	18
TECHNIP NEW	SPONSORED ADR	878546209	2	28	SH	DEFINED	18
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W103	2	55	SH	DEFINED	18
TELE CENTRO OESTE CELULAR S	SPON ADR PFD	87923P105	145	12900	SH	DEFINED	20
TELE CENTRO OESTE CELULAR S	SPON ADR PFD	87923P105	24806	2210900	SH	DEFINED	22
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	76	4216	SH	DEFINED	20
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	10550	588746	SH	DEFINED	22
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278208	97	2970	SH	DEFINED	20
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278208	79	2414	SH	DEFINED	18
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y102	147	5038	SH	DEFINED	21
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y102	2	80	SH	DEFINED	18
TELEFONICA MOVILES S A	SPONSORED ADR	87938V105	1	64	SH	DEFINED	18
TELEFONICA S A	SPONSORED ADR	879382208	305	6772	SH	DEFINED	21
TELEFONICA S A	SPONSORED ADR	879382208	1006	22351	SH	DEFINED	20
TELEFONICA S A	SPONSORED ADR	879382208	23608	524391	SH	DEFINED	18
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	258	10440	SH	DEFINED	18
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	49320	1998366	SH	DEFINED	22
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	271	11000	SH	DEFINED	20
TELENOR ASA	SPONSORED ADR	87944W105	90	3030	SH	DEFINED	20
TELENOR ASA	SPONSORED ADR	87944W105	75	2535	SH	DEFINED	18
TELESP CELULAR PART S A	SPON ADR PFD	87952L108	195	51700	SH	DEFINED	20
TELESP CELULAR PART S A	SPON ADR PFD	87952L108	37087	9811300	SH	DEFINED	22
TELSTRA CORP LTD	SPON ADR FINAL	87969N204	1	102	SH	DEFINED	18
TELSTRA CORP LTD	SPON ADR FINAL	87969N204	159	11092	SH	DEFINED	21
TESCO CORP	COM	88157K101	43	2330	SH	DEFINED	18
TEVA PHARMACEUTICAL FIN II L	DBCV 0.250% 2/0	88164RAB3	1400	1400000	PRN	DEFINED	20
TEVA PHARMACEUTICAL FIN II L	DBCV 0.250% 2/0	88164RAB3	11150	11150000	PRN	DEFINED	21
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	109700	2550565	SH	DEFINED	20
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	5028	116900	SH	DEFINED	23
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	29859	694229	SH	DEFINED	22
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	77921	1811692	SH	DEFINED	21
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	77693	1806389	SH	DEFINED	18
THE9 LTD	ADR	88337K104	1855	121350	SH	DEFINED	21
THE9 LTD	ADR	88337K104	185	12100	SH	DEFINED	18
THE9 LTD	ADR	88337K104	387	25300	SH	DEFINED	20
TIM PARTICIPACOES S A	SPONS ADR PFD	88706P106	103	4058	SH	DEFINED	20
TIM PARTICIPACOES S A	SPONS ADR PFD	88706P106	22976	908877	SH	DEFINED	22
TNT N V	SPONSORED ADR	87260W101	1995	63793	SH	DEFINED	18
TNT N V	SPONSORED ADR	87260W101	190	6070	SH	DEFINED	20
TNT N V	SPONSORED ADR	87260W101	432	13805	SH	DEFINED	21
TOMKINS PLC	SPONSORED ADR	890030208	19011	922394	SH	DEFINED	18
TOMKINS PLC	SPONSORED ADR	890030208	913	44300	SH	DEFINED	20
TORONTO DOMINION BK ONT	COM NEW	891160509	46	881	SH	DEFINED	21
TORONTO DOMINION BK ONT	COM NEW	891160509	420	7969	SH	DEFINED	18
TOTAL S A	SPONSORED ADR	89151E109	3173	25100	SH	DEFINED	23
TOTAL S A	SPONSORED ADR	89151E109	103146	816025	SH	DEFINED	18
TOTAL S A	SPONSORED ADR	89151E109	215817	1707412	SH	DEFINED	21
TOTAL S A	SPONSORED ADR	89151E109	100944	798610	SH	DEFINED	20
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	477	4559	SH	DEFINED	21
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	3955	37800	SH	DEFINED	23
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	215	2055	SH	DEFINED	18
TRANSCANADA CORP	COM	89353D107	42	1325	SH	DEFINED	19

Edgar Filing: LEGG MASON INC - Form 13F-HR/A

TRANSOCEAN INC	ORD	G90078109	2418	34700	SH	DEFINED	21
TRANSOCEAN INC	ORD	G90078109	1021	14646	SH	DEFINED	20
TRANSOCEAN INC	ORD	G90078109	967	13879	SH	DEFINED	18
TRANSOCEAN INC	ORD	G90078109	7101	101894	SH	DEFINED	19
TREND MICRO INC	SPONS ADR NEW	89486M206	1111	28900	SH	DEFINED	20
TREND MICRO INC	SPONS ADR NEW	89486M206	19079	496198	SH	DEFINED	18
TYCO INTL LTD NEW	COM	902124106	535506	18555291	SH	DEFINED	20
TYCO INTL LTD NEW	COM	902124106	48	1653	SH	DEFINED	22
TYCO INTL LTD NEW	COM	902124106	5510	190934	SH	DEFINED	21
TYCO INTL LTD NEW	COM	902124106	696702	24140752	SH	DEFINED	18
TYCO INTL LTD NEW	COM	902124106	16838	583444	SH	DEFINED	19
UBS AG	NAMEN AKT	H8920M855	30066	315982	SH	DEFINED	18
UBS AG	NAMEN AKT	H8920M855	34197	359396	SH	DEFINED	20
UBS AG	NAMEN AKT	H8920M855	103	1079	SH	DEFINED	22
UBS AG	NAMEN AKT	H8920M855	420	4417	SH	DEFINED	21
ULTRA PETROLEUM CORP	COM	903914109	2667	47800	SH	DEFINED	20
ULTRA PETROLEUM CORP	COM	903914109	11	199	SH	DEFINED	18
ULTRAPAR PARTICIPACOES S A	SP ADR REP PFD	90400P101	7	500	SH	DEFINED	20
ULTRAPAR PARTICIPACOES S A	SP ADR REP PFD	90400P101	2317	166317	SH	DEFINED	22
UNIBANCO-UNIAO DE BANCOS BRA	GDR REP PFD UT	90458E107	2861	45000	SH	DEFINED	23
UNIBANCO-UNIAO DE BANCOS BRA	GDR REP PFD UT	90458E107	3198	50300	SH	DEFINED	22
UNILEVER N V	N Y SHS NEW	904784709	1618	23568	SH	DEFINED	21
UNILEVER N V	N Y SHS NEW	904784709	174	2531	SH	DEFINED	18
UNILEVER PLC	SPON ADR NEW	904767704	102843	2563385	SH	DEFINED	20
UNILEVER PLC	SPON ADR NEW	904767704	230276	5739683	SH	DEFINED	18
UNILEVER PLC	SPON ADR NEW	904767704	5483	136664	SH	DEFINED	21
UNITED AMER INDEMNITY LTD	CL A	90933T109	1	45	SH	DEFINED	18
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873207	615	197136	SH	DEFINED	22
UNITED UTILS PLC	SPONSORED ADR	91311Q105	4	150	SH	DEFINED	18
UPM KYMMENE CORP	SPONSORED ADR	915436109	9	441	SH	DEFINED	18
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	107	3418	SH	DEFINED	18
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	131	4170	SH	DEFINED	20
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	318	10134	SH	DEFINED	21
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	6478	301729	SH	DEFINED	21
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	85751	3993976	SH	DEFINED	20
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	207181	9649806	SH	DEFINED	18
VOLVO AKTIEBOLAGET	ADR B	928856400	11	244	SH	DEFINED	18
VOTORANTIM CELULOSE E PAPEL	SPONSORED ADR	92906P106	36648	2981900	SH	DEFINED	22
VOTORANTIM CELULOSE E PAPEL	SPONSORED ADR	92906P106	179	14600	SH	DEFINED	20
WACOAL HOLDINGS CORP	ADR	930004205	5	74	SH	DEFINED	18
WEATHERFORD INTERNATIONAL LT	COM	G95089101	569218	15724246	SH	DEFINED	20
WEATHERFORD INTERNATIONAL LT	COM	G95089101	805570	22253324	SH	DEFINED	18
WEATHERFORD INTERNATIONAL LT	COM	G95089101	5289	146117	SH	DEFINED	21
WEATHERFORD INTERNATIONAL LT	COM	G95089101	2528	69827	SH	DEFINED	19
WHITE MTNS INS GROUP LTD	COM	G9618E107	132	236	SH	DEFINED	18
WHITE MTNS INS GROUP LTD	COM	G9618E107	616	1103	SH	DEFINED	21
WIDERTHAN CO LTD	SPONS ADR	967593104	614	40400	SH	DEFINED	18
WIDERTHAN CO LTD	SPONS ADR	967593104	7064	464400	SH	DEFINED	21
WIDERTHAN CO LTD	SPONS ADR	967593104	4005	263300	SH	DEFINED	20
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	2357	63800	SH	DEFINED	18
WPP GROUP PLC	SPON ADR 0905	929309409	1600	29622	SH	DEFINED	20
WPP GROUP PLC	SPON ADR 0905	929309409	360	6672	SH	DEFINED	21
WPP GROUP PLC	SPON ADR 0905	929309409	20257	375133	SH	DEFINED	18
XL CAP LTD	CL A	G98255105	1732	25700	SH	DEFINED	23
XL CAP LTD	CL A	G98255105	4023	59700	SH	DEFINED	20
XL CAP LTD	CL A	G98255105	2262	33574	SH	DEFINED	19
XL CAP LTD	CL A	G98255105	82	1217	SH	DEFINED	18
ZARLINK SEMICONDUCTOR INC	COM	989139100	1799	877490	SH	DEFINED	18
ZARLINK SEMICONDUCTOR INC	COM	989139100	3068	1496410	SH	DEFINED	20
ZARLINK SEMICONDUCTOR INC	COM	989139100	15947	7779190	SH	DEFINED	21