

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2013-01-10** | Period of Report: **2012-12-31**
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FILER

Fisher Asset Management, LLC

CIK: **850529** | IRS No.: **202480800** | State of Incorpor.: **DE** | Fiscal Year End: **1231**
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NONE
1

Tom Fishel
650-851-3334

13F-HR
Form 13F Holdings Report

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, 2012

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: Fisher Investments
Address: 13100 Skyline Blvd.
Woodside, CA 94062

13F File Number: 28-2499__

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: Tom Fishel
Title: Chief Compliance Officer
Phone: 650-851-3334_
Signature, Place, and Date of Signing:

Tom Fishel__ Woodside, CA__ January 7, 2005

Report Type (Check only one.):

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

List of Other Managers Reporting for this Manager:

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:
Form 13F Information Table Entry Total: 517
Form 13F Information Table Value Total: \$36044690000

List of Other Included Managers:

NAME OF ISSUER	TITLE OF CLASS	CUSIP NO	FORM 13F INFORMATION TABLE				INVSTMT DSCRETN	OTHER MANAGERS	VOTING AUTHORITY		
			VALUE (\$X1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL				SOLE	SHARED	NONE
ABB LTD ADR	COM	000375204	1161		55858 SH	DEFINED		54883	0	975	
AT&T INC	COM	00206R102	206862		6136508 SH	DEFINED		5002106	0	1134401	
ABBOTT LABS	COM	002824100	15611		238339 SH	DEFINED		105210	0	133129	
ACADIA RLTY TR	COM	004239109	30293		1207861 SH	DEFINED		771905	0	435956	
ACME PACKET INC	COM	004764106	4567		206475 SH	DEFINED		0	0	206475	
ADIDAS AG ADR	COM	00687A107	59254		1322624 SH	DEFINED		160574	0	1162050	
ADOBE SYS INC	COM	00724F101	202		5349 SH	SOLE		5349	0	0	
ADVANCED OPTICS ELECTRONICS	COM	00754V109	0		11500 SH	SOLE		11500	0	0	
ADVANCED SEMICONDUCTOR ENG ADR	COM	00756M404	21377		4994576 SH	DEFINED		1457201	0	3537375	
AETHLON MED INC	COM	00808Y109	1		15000 SH	SOLE		15000	0	0	
AFFILIATED MANAGERS GROUP	COM	008252108	3118		23960 SH	SOLE		23960	0	0	
ALEXANDRIA REAL ESTATE EQ INC	COM	015271109	707		10200 SH	SOLE		10200	0	0	
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	502		16550 SH	SOLE		16550	0	0	
ALLERGAN INC	COM	018490102	1426		15544 SH	DEFINED		11044	0	4500	
ALTRIA GROUP INC	COM	02209S103	39416		1253687 SH	DEFINED		397318	0	856369	
AMAZON COM INC	COM	023135106	613445		2445271 SH	DEFINED		2233770	0	211501	
AMERICA MOVIL SAB DE CV ADR	COM	02364W105	278629		12041023 SH	DEFINED		10220458	0	1820564	
AMERICAN CAMPUS CMNTYS INC	COM	024835100	2238		48525 SH	DEFINED		36975	0	11550	
AMERICAN EAGLE OUTFITTERS NEW	COM	02553E106	2394		116700 SH	SOLE		116700	0	0	
AMERICAN EXPRESS CO	COM	025816109	517915		9010348 SH	DEFINED		8396127	0	614220	
AMERICAN LIBERTY PETROL CO	COM	027158104	1		28000 SH	SOLE		28000	0	0	
AMERISOURCEBERGEN CORP	COM	03073E105	9442		218669 SH	DEFINED		194844	0	23825	
AMERIPRISE FINL INC	COM	03076C106	11173		178390 SH	DEFINED		160550	0	17840	
AMETEK INC NEW	COM	031100100	284		7569 SH	SOLE		7569	0	0	
AMGEN INC	COM	031162100	591		6860 SH	DEFINED		6560	0	300	
ANADARKO PETE CORP	COM	032511107	2551		34331 SH	DEFINED		34016	0	315	
ANGLO AMERN PLC ADR	COM	03485P201	408		26112 SH	DEFINED		24921	0	1191	
ANHEUSER BUSCH INBEV SA/NV ADR	COM	03524A108	6334		72468 SH	DEFINED		69868	0	2600	
ANIXTER INTL INC	COM	035290105	51516		805193 SH	DEFINED		381768	0	423425	
ANNALY CAP MGMT INC	COM	035710409	220		15650 SH	SOLE		15650	0	0	
APPLE INC	COM	037833100	505098		949124 SH	DEFINED		863110	0	86014	
APPLIED MATLS INC	COM	038222105	314		27476 SH	SOLE		27476	0	0	
ARM HLDGS PLC ADR	COM	042068106	9170		242400 SH	DEFINED		234400	0	8000	
ASCENA RETAIL GROUP INC	COM	04351G101	64515		3492964 SH	DEFINED		1509200	0	1983764	
ASPEN PHARMACARE HLDGS LTD ADR	COM	04530Y106	231		11600 SH	SOLE		11600	0	0	
AVISTA CORP	COM	05379B107	24030		996688 SH	DEFINED		537967	0	458721	
AVNET INC	COM	053807103	1561		50990 SH	DEFINED		39450	0	11540	
AVON PRODS INC	COM	054303102	9275		645884 SH	DEFINED		583779	0	62105	
BASF SE ADR	COM	055262505	58876		619751 SH	DEFINED		98771	0	520980	
BG GROUP PLC ADR	COM	055434203	48261		2888164 SH	DEFINED		206289	0	2681875	
BHP BILLITON PLC ADR	COM	05545E209	326		4628 SH	SOLE		4628	0	0	
BP PLC ADR	COM	055622104	214		5140 SH	SOLE		5140	0	0	
BAIDU INC ADR	COM	056752108	187991		1874477 SH	DEFINED		664172	0	1210305	
BANCO BRADESCO S A ADR	COM	059460303	30352		1747406 SH	DEFINED		534784	0	1212622	
BANCO SANTANDER SA ADR	COM	05964H105	4081		499467 SH	DEFINED		473175	0	26291	
BANCO SANTANDER CHILE NEW ADR	COM	05965X109	18632		653970 SH	DEFINED		184477	0	469493	
BANK OF AMERICA CORPORATION	COM	060505104	335		28847 SH	DEFINED		28997	0	150	
BANK NEW YORK MELLON CORP	COM	064058100	226		8812 SH	SOLE		8812	0	0	
BANK NOVA SCOTIA HALIFAX	COM	064149107	283		4881 SH	SOLE		4881	0	0	
BARCLAYS PLC ADR	COM	06738E204	573		33059 SH	SOLE		33059	0	0	
BAYER A G ADR	COM	072730302	5817		60647 SH	DEFINED		57133	0	3514	
BAYERISCHE MOTOREN WERKE A ADR	COM	072743206	5397		165567 SH	DEFINED		158777	0	6790	
BEACON ROOFING SUPPLY INC	COM	073685109	7954		239000 SH	DEFINED		0	0	239000	
BED BATH & BEYOND INC	COM	075896100	1325		23701 SH	DEFINED		18551	0	5150	
BERKSHIRE HATHAWAY INC DEL CL	COM	084670108	1072		8 SH	SOLE		8	0	0	
BERKSHIRE HATHAWAY INC DEL CL	COM	084670702	297647		3318249 SH	DEFINED		2880290	0	437959	
BHP BILLITON LTD ADR	COM	088606108	529374		6750493 SH	DEFINED		6339179	0	411313	
BIO RAD LABS INC	COM	090572207	36666		349030 SH	DEFINED		160253	0	188777	
BIOMED REALTY TRUST INC	COM	09063H107	44121		2282515 SH	DEFINED		1362474	0	920041	
BLACKROCK INC	COM	09247X101	637		3081 SH	SOLE		3081	0	0	
BLACKROCK MUNIYIELD NJ QLTY FD	COM	09255A100	227		14000 SH	SOLE		14000	0	0	
BOEING CO	COM	097023105	2308		30622 SH	DEFINED		30007	0	615	
BORGWARNER INC	COM	099724106	7094		99046 SH	DEFINED		90156	0	8890	
BOSTON BEER INC	COM	100557107	50118		372760 SH	DEFINED		226319	0	146441	
BRINKER INTL INC	COM	109641100	53391		1722847 SH	DEFINED		798095	0	924752	
BRISTOL MYERS SQUIBB CO	COM	110122108	488		14967 SH	DEFINED		14567	0	400	
BRISTOW GROUP INC	COM	110394103	338		6300 SH	DEFINED		0	0	6300	
BRITISH AMERN TOB PLC ADR	COM	110448107	337989		3338167 SH	DEFINED		2863201	0	474966	
CF INDS HLDGS INC	COM	125269100	5609		27607 SH	DEFINED		24712	0	2895	
CLECO CORP NEW	COM	12561W105	16806		420039 SH	DEFINED		231058	0	188981	
CNOOC LTD ADR	COM	126132109	418834		1903791 SH	DEFINED		1639350	0	264440	
CSL LTD ADR	COM	12637N105	214		7535 SH	SOLE		7535	0	0	

CVS CAREMARK CORPORATION	COM	126650100	8067	166847	SH	DEFINED	70260	0	96587
CA INC	COM	12673P105	5844	265896	SH	DEFINED	240721	0	25175
CABELAS INC	COM	126804301	83588	2002110	SH	DEFINED	966020	0	1036090
CABLEVISION SYS CORP	COM	12686C109	1918	128354	SH	SOLE	128354	0	0
CAMDEN PPTY TR	COM	133131102	4467	65495	SH	DEFINED	57855	0	7640
CAMPBELL SOUP CO	COM	134429109	8078	231537	SH	DEFINED	208707	0	22830
CANADIAN NATL RY CO	COM	136375102	20780	228322	SH	DEFINED	221472	0	6850
CANADIAN OIL SANDS LTD	COM	13643E105	738	36300	SH	SOLE	36300	0	0
CAPITAL SOUTHWEST CORP	COM	140501107	239	2400	SH	SOLE	2400	0	0
CAPITOL FED FINL INC	COM	14057J101	16385	1401623	SH	DEFINED	803110	0	598513
CAPSTONE TURBINE CORP	COM	14067D102	11	12000	SH	SOLE	12000	0	0
CARDINAL CAP NET	COM	14148095T	0	25000	SH	SOLE	25000	0	0
CATERPILLAR INC DEL	COM	149123101	1890	21095	SH	DEFINED	20840	0	255
CELGENE CORP	COM	151020104	1086	13837	SH	SOLE	13837	0	0
CEMEX SAB DE CV ADR	COM	151290889	257	26072	SH	SOLE	26072	0	0
CENOVUS ENERGY INC	COM	15135U109	3883	115774	SH	DEFINED	113179	0	2595
CERACON INC	COM	15699658T	0	23268	SH	SOLE	23268	0	0
CHAROEN POKPHAND FOODS PLC ADR	COM	160904207	106	23060	SH	SOLE	23060	0	0
CHEUNG KONG HLDGS LTD ADR	COM	166744201	227	14649	SH	DEFINED	13774	0	875
CHEVRON CORP NEW	COM	166764100	397049	3671615	SH	DEFINED	3247006	0	424609
CHINA GOLD CORP	COM	16938L106	0	20000	SH	SOLE	20000	0	0
CHINA MOBILE LIMITED ADR	COM	16941M109	224541	3823933	SH	DEFINED	3777548	0	46385
CHURCH & DWIGHT INC	COM	171340102	954	17800	SH	SOLE	17800	0	0
CIELO S A ADR	COM	171778202	49708	1722998	SH	DEFINED	92398	0	1630600
CINCINNATI FINL CORP	COM	172062101	7421	189510	SH	DEFINED	169870	0	19640
CISCO SYS INC	COM	17275R102	652300	33196925	SH	DEFINED	30116459	0	3080466
CITIGROUP INC	COM	172967424	293	7411	SH	DEFINED	7371	0	40
CITY NATL CORP	COM	178566105	4544	91767	SH	DEFINED	88597	0	3170
CLIFFS NATURAL RESOURCES INC	COM	18683K101	32194	834692	SH	DEFINED	396068	0	438624
CLOROX CO DEL	COM	189054109	209	2859	SH	SOLE	2859	0	0
COACH INC	COM	189754104	1105	19906	SH	DEFINED	19256	0	650
COCA COLA CO	COM	191216100	380998	10510298	SH	DEFINED	9299969	0	1210329
COLGATE PALMOLIVE CO	COM	194162103	503	4807	SH	SOLE	4807	0	0
COLONIAL PPTYS TR	COM	195872106	46388	2170696	SH	DEFINED	1276195	0	894501
COLUMBIA SPORTSWEAR CO	COM	198516106	2476	46406	SH	SOLE	46406	0	0
COMCAST CORP NEW CL A	COM	20030N101	451106	12074571	SH	DEFINED	10971748	0	1102822
COMCAST CORP NEW CL A SPL	COM	20030N200	281	7828	SH	SOLE	7828	0	0
COMMONWEALTH BANK OF AUSTR GDR	COM	202712105	37958	196000	SH	DEFINED	0	0	196000
COMMONWEALTH BANK OF AUSTR ADR	COM	202712600	6651	101016	SH	DEFINED	97220	0	3796
COMPAGNIE FIN RICHEMONTAG ADR	COM	204319107	7165	919743	SH	DEFINED	887643	0	32100
COMPANHIA BRASILEIRA DE DI ADR	COM	20440T201	6158	138720	SH	DEFINED	6720	0	132000
COMPANHIA DE BEBIDAS DAS A ADR	COM	20441W203	369559	8801130	SH	DEFINED	6315722	0	2485407
CONMED CORP	COM	207410101	1836	65700	SH	SOLE	65700	0	0
CONOCOPHILLIPS	COM	20825C104	1078	18591	SH	SOLE	18591	0	0
CONSOLIDATED ENERGY INC WYO	COM	20914T109	0	237500	SH	SOLE	237500	0	0
COOPER COS INC	COM	216648402	3819	41300	SH	SOLE	41300	0	0
CORPORATE OFFICE PPTYS TR	COM	22002T108	21505	860887	SH	DEFINED	457081	0	403806
CYTEC INDS INC	COM	232820100	55044	799716	SH	DEFINED	418542	0	381174
DBS GROUP HLDGS LTD ADR	COM	23304Y100	62321	1270294	SH	DEFINED	39934	0	1230360
DDS TECHNOLOGIES USA INC NEV	COM	23316W100	0	10000	SH	SOLE	10000	0	0
D R HORTON INC	COM	23331A109	2403	121500	SH	SOLE	121500	0	0
DANONE ADR	COM	23636T100	1846	137869	SH	DEFINED	130723	0	7146
DARLING INTL INC	COM	237266101	56551	3525628	SH	DEFINED	1638450	0	1887178
DASSAULT SYS S A ADR	COM	237545108	5692	50335	SH	DEFINED	49075	0	1260
DEERE & CO	COM	244199105	725	8394	SH	SOLE	8394	0	0
DIAGEO P L C ADR	COM	25243Q205	6593	56557	SH	DEFINED	54763	0	1794
DIGITAL RLTY TR INC	COM	253868103	6060	89263	SH	DEFINED	81063	0	8200
DISNEY WALT CO	COM	254687106	416166	8358434	SH	DEFINED	7658455	0	699978
DISCOVERY COMMUNICATNS NEW	COM	25470F104	10023	157889	SH	DEFINED	144409	0	13480
DR REDDYS LABS LTD ADR	COM	256135203	21900	657855	SH	DEFINED	163455	0	494400
DOMINION RES INC VA NEW	COM	25746U109	294	5666	SH	SOLE	5666	0	0
DOMINOS PIZZA INC	COM	25754A201	97208	2232106	SH	DEFINED	1018560	0	1213546
RSTK ENTERPRISE SOLUTIONS INC	COM	25799291T	0	13123	SH	SOLE	13123	0	0
DOVER CORP	COM	260003108	1424	21669	SH	DEFINED	20929	0	740
DOW CHEM CO	COM	260543103	215	6654	SH	SOLE	6654	0	0
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	8024	181614	SH	DEFINED	164209	0	17405
DRIL-QUIP INC	COM	262037104	28220	386316	SH	DEFINED	214841	0	171475
DU PONT E I DE NEMOURS & CO	COM	263534109	237	5262	SH	DEFINED	5109	0	153
DUPONT FABROS TECHNOLOGY INC	COM	26613Q106	51624	2136752	SH	DEFINED	962540	0	1174212
E M C CORP MASS	COM	268648102	10930	432017	SH	DEFINED	247202	0	184815
E NVIZION COMMUNICATNS GRP LTD	COM	26874X105	0	12000	SH	SOLE	12000	0	0
EOG RES INC	COM	26875P101	257	2124	SH	DEFINED	1919	0	205
EAST WEST BANCORP INC	COM	27579R104	72395	3368782	SH	DEFINED	1866343	0	1502439
EASTMAN CHEM CO	COM	277432100	360	5291	SH	SOLE	5291	0	0
EBAY INC	COM	278642103	27770	544533	SH	DEFINED	218415	0	326118
ECOPETROL S A ADR	COM	279158109	188224	3154419	SH	DEFINED	987741	0	2166678
EDUCATION RLTY TR INC	COM	28140H104	34909	3280938	SH	DEFINED	1700525	0	1580413
ELITE TECHNOLOGIES INC	COM	286600101	0	10815	SH	SOLE	10815	0	0
ELIZABETH ARDEN INC	COM	28660G106	23010	511219	SH	DEFINED	188765	0	322454
ESCROW ELOQUENT INC	COM	290140102	0	29458	SH	SOLE	29458	0	0
EMBRAER S A ADR	COM	29082A107	31498	1104820	SH	DEFINED	301315	0	803505
EMERGENT BIOSOLUTIONS INC	COM	29089Q105	6443	401700	SH	DEFINED	27275	0	374425
EMERSON ELEC CO	COM	291011104	644	12168	SH	DEFINED	11813	0	355
1000TH ENBRIDGE ENERGY MGMT	COM	29250X10T	0	102705	SH	SOLE	102705	0	0
ENERGIZER HLDGS INC	COM	29266R108	5704	71319	SH	DEFINED	67019	0	4300

RSTK ENERGYTEC INC	COM	29273799T	0	112427	SH	SOLE	112427	0	0
ENRON CORP COM	COM	293561106	0	151255	SH	SOLE	151255	0	0
EQUIFAX INC	COM	294429105	8449	156123	SH	DEFINED	145898	0	10225
ERICSSON ADR	COM	294821608	4261	421840	SH	DEFINED	409390	0	12450
ESCROW ADELPHIA COMMUNICATIONS	COM	296387AHT	0	50500	SH	DEFINED	28500	0	22000
ESSEX PTY TR INC	COM	297178105	9262	63155	SH	DEFINED	57460	0	5695
EXELON CORP	COM	30161N101	224	7540	SH	SOLE	7540	0	0
EXPEDIA INC DEL	COM	30212P303	13481	219425	SH	DEFINED	202615	0	16810
EXPRESS SCRIPTS HLDG CO	COM	30219G108	19811	366865	SH	DEFINED	145687	0	221178
EXTRA SPACE STORAGE INC	COM	30225T102	18220	500687	SH	DEFINED	331757	0	168930
EXXON MOBIL CORP	COM	30231G102	416717	4814758	SH	DEFINED	4246614	0	568143
FEI CO	COM	30241L109	60241	1085994	SH	DEFINED	429560	0	656434
FMC TECHNOLOGIES INC	COM	30249U101	6431	150144	SH	DEFINED	135119	0	15025
FX ENERGY INC	COM	302695101	45	10955	SH	DEFINED	0	0	10955
FAIR ISAAC CORP	COM	303250104	2779	66113	SH	DEFINED	48953	0	17160
FAIRCHILD SEMICONDUCTOR INTL	COM	303726103	75591	5249341	SH	DEFINED	2731721	0	2517620
FANUC CORPORATION ADR	COM	307305102	77296	2487795	SH	DEFINED	241770	0	2246025
FIFTH & PAC COS INC	COM	316645100	61137	4910591	SH	DEFINED	2237485	0	2673106
FINISAR CORP	COM	31787A507	72861	4472718	SH	DEFINED	2216750	0	2255968
FIRST AMERN SCIENTIFIC CORP	COM	31846W102	3	260000	SH	SOLE	260000	0	0
FIRST MIDWEST BANCORP DEL	COM	320867104	24312	1941886	SH	DEFINED	1023443	0	918443
FIRSTMERIT CORP	COM	337915102	40946	2885580	SH	DEFINED	1593900	0	1291680
FLUOR CORP NEW	COM	343412102	1271	21640	SH	DEFINED	17205	0	4435
FOMENTO ECONOMICO MEXICANO ADR	COM	344419106	1305	12955	SH	SOLE	12955	0	0
FORD MTR CO DEL	COM	345370860	259	19961	SH	SOLE	19961	0	0
FRANKLIN RES INC	COM	354613101	1103	8775	SH	SOLE	8775	0	0
FREEPORT-MCMORAN COPPER & GOLD	COM	35671D857	1436	41998	SH	DEFINED	40807	0	1191
GENERAL DYNAMICS CORP	COM	369550108	762	10996	SH	SOLE	10996	0	0
GENERAL ELECTRIC CO	COM	369604103	636362	30317388	SH	DEFINED	27700993	0	2616394
GENESCO INC	COM	371532102	43416	789384	SH	DEFINED	333920	0	455464
GERDAU S A ADR	COM	373737105	27799	3092180	SH	DEFINED	911448	0	2180732
GLACIER BANCORP INC NEW	COM	37637Q105	34309	2332371	SH	DEFINED	1244273	0	1088098
GLAXOSMITHKLINE PLC ADR	COM	37733W105	467195	10747535	SH	DEFINED	9527725	0	1219810
HOMELAND PROD INC RSTD	COM	37989699T	0	10000	SH	SOLE	10000	0	0
GOLDMAN SACHS GROUP INC	COM	38141G104	362	2835	SH	SOLE	2835	0	0
GOOGLE INC	COM	38259P508	504344	712975	SH	DEFINED	640157	0	72818
GREENHILL & CO INC	COM	395259104	9394	180685	SH	DEFINED	168000	0	12685
GRUPO TELEVISIA SA ADR	COM	40049J206	26222	986550	SH	DEFINED	450685	0	535865
GULFMARK OFFSHORE INC	COM	402629208	1443	41900	SH	SOLE	41900	0	0
HDFC BANK LTD ADR	COM	40415F101	130241	3198464	SH	DEFINED	735179	0	2463285
HSBC HLDGS PLC ADR	COM	404280406	651047	12267708	SH	DEFINED	11296120	0	971587
HABER INC	COM	404450108	0	30000	SH	SOLE	30000	0	0
HAEMONETICS CORP	COM	405024100	5369	131465	SH	DEFINED	2615	0	128850
HAIN CELESTIAL GROUP INC	COM	405217100	5169	95325	SH	DEFINED	1100	0	94225
HALLIBURTON CO	COM	406216101	257	7418	SH	SOLE	7418	0	0
HARLEY DAVIDSON INC	COM	412822108	6750	138238	SH	DEFINED	125793	0	12445
HARRIS TEETER SUPERMARKETS INC	COM	414585109	27130	703581	SH	DEFINED	243635	0	459946
HEALTHTRAC INC	COM	42226R100	0	645000	SH	SOLE	645000	0	0
HELMERICH & PAYNE INC	COM	423452101	52043	929173	SH	DEFINED	488855	0	440318
HEWLETT PACKARD CO	COM	428236103	230	16141	SH	SOLE	16141	0	0
HILL ROM HLDGS INC	COM	431475102	52297	1834968	SH	DEFINED	960610	0	874358
HITACHI LTD ADR	COM	433578507	384	6509	SH	DEFINED	6184	0	325
HOLLYFRONTIER CORP	COM	436106108	2338	50230	SH	SOLE	50230	0	0
HOLOGIC INC	COM	436440101	2197	109800	SH	SOLE	109800	0	0
HOME DEPOT INC	COM	437076102	512323	8283318	SH	DEFINED	7461775	0	821543
HON HAI PRECISION GDR	COM	4380929AT	22764	3787647	SH	DEFINED	1570623	0	2217024
HONDA MOTOR LTD ADR	COM	438128308	731	19792	SH	DEFINED	19017	0	775
HONEYWELL INTL INC	COM	438516106	755	11898	SH	DEFINED	11538	0	360
HORACE MANN EDUCATORS CORP NEW	COM	440327104	1316	65925	SH	DEFINED	0	0	65925
HUDSON CITY BANCORP	COM	443683107	118	14465	SH	SOLE	14465	0	0
IPG PHOTONICS CORP	COM	44980X109	7205	108100	SH	DEFINED	1600	0	106500
IDACORP INC	COM	451107106	29270	675213	SH	DEFINED	365891	0	309322
INDUSTRIAL & COML BK CHINA ADR	COM	455807107	2233	154195	SH	SOLE	154195	0	0
INFOSYS LTD ADR	COM	456788108	487	11510	SH	SOLE	11510	0	0
ING GROEP N V ADR	COM	456837103	309	32598	SH	SOLE	32598	0	0
INGREDION INC	COM	457187102	77334	1200282	SH	DEFINED	587439	0	612843
INTEGRA LIFESCIENCES HLDGS CP	COM	457985208	17604	451720	SH	DEFINED	426065	0	25655
INTEL CORP	COM	458140100	372246	18052683	SH	DEFINED	16253151	0	1799531
INTERNATIONAL BRANDS INC	COM	459157103	0	165750	SH	SOLE	165750	0	0
INTERNATIONAL BUSINESS MACHS	COM	459200101	624942	3262551	SH	DEFINED	3005141	0	257410
INTERNATIONAL PWR GROUP LTD	COM	46018A100	0	39000	SH	SOLE	39000	0	0
INTESA SANPAOLO S P A ADR	COM	46115H107	162	15225	SH	SOLE	15225	0	0
ION GEOPHYSICAL CORP	COM	462044108	8622	1324420	SH	DEFINED	919800	0	404620
ISHARES INC MSCI S KOREA	COM	464286772	540	8523	SH	SOLE	8523	0	0
ISHARES TR BARCLYS TIPS BD	COM	464287176	1409	11609	SH	SOLE	11609	0	0
ISHARES TR FTSE CHINA25 IDX	COM	464287184	1196	29567	SH	DEFINED	28217	0	1350
ISHARES TR CORE TOTUSBD ETF	COM	464287226	256	2304	SH	DEFINED	0	0	2304
ISHARES TR MSCI EMERG MKT	COM	464287234	476	10736	SH	SOLE	10736	0	0
ISHARES TR IBOXX INV CPBD	COM	464287242	903808	7470107	SH	DEFINED	7394329	0	75778
ISHARES TR S&P GBL TELCM	COM	464287275	1531	26780	SH	DEFINED	26221	0	559
ISHARES TR S&P GBL INF	COM	464287291	5250	78002	SH	DEFINED	76416	0	1585
ISHARES TR S&P GBL ENER	COM	464287341	2311	60419	SH	DEFINED	59484	0	935
ISHARES TR BARCLYS 7-10 YR	COM	464287440	690	6415	SH	DEFINED	6061	0	354
ISHARES TR BARCLYS 1-3 YR	COM	464287457	12179	144263	SH	DEFINED	143398	0	865
ISHARES TR MSCI EAFE INDEX	COM	464287465	374266	6582229	SH	DEFINED	6514410	0	67818

ISHARES TR RUSSELL 1000	COM	464287622	257	3245	SH	DEFINED	591	0	2654
ISHARES TR RUSL 2000 VALU	COM	464287630	1002	13273	SH	SOLE	13273	0	0
ISHARES TR RUSSELL 3000	COM	464287689	1344	15868	SH	SOLE	15868	0	0
ISHARES TR MSCI ACJPN IDX	COM	464288182	868	14337	SH	DEFINED	13612	0	725
ISHARES TR MSCI ACWI INDX	COM	464288257	228	4741	SH	SOLE	4741	0	0
ISHARES TR HIGH YLD CORP	COM	464288513	140280	1502735	SH	DEFINED	1487622	0	15112
ISHARES TR BARCLYS MBS BD	COM	464288588	187951	1740451	SH	DEFINED	1724327	0	16123
ISHARES TR BARCLYS 1-3YR CR	COM	464288646	12337	116964	SH	DEFINED	115729	0	1235
ISHARES TR S&P GLB MTRLS	COM	464288695	2074	33211	SH	DEFINED	32512	0	698
ISHARES TR S&P GL C STAPL	COM	464288737	6272	85185	SH	DEFINED	83674	0	1511
JDS UNIPHASE CORP	COM	46612J507	4468	330951	SH	DEFINED	8401	0	322550
JPMORGAN CHASE & CO	COM	46625H100	525989	11962688	SH	DEFINED	10864995	0	1097693
JABIL CIRCUIT INC	COM	466313103	4134	214320	SH	DEFINED	192180	0	22140
JANUS CAP GROUP INC	COM	47102X105	56230	6599726	SH	DEFINED	4013724	0	2586002
JARDEN CORP	COM	471109108	57224	1106854	SH	DEFINED	550737	0	556117
JOHNSON & JOHNSON	COM	478160104	728666	10394670	SH	DEFINED	9645721	0	748948
JOY GLOBAL INC	COM	481165108	5294	83006	SH	DEFINED	76116	0	6890
JUNIPER NETWORKS INC	COM	48203R104	9498	482863	SH	DEFINED	434068	0	48795
KLA-TENCOR CORP	COM	482480100	8685	181840	SH	DEFINED	155220	0	26620
KANSAS CITY SOUTHERN	COM	485170302	62685	750899	SH	DEFINED	376936	0	373963
KINDER MORGAN ENERGY PARTNERS	COM	494550106	248	3111	SH	SOLE	3111	0	0
KOHL'S CORP	COM	500255104	4947	115094	SH	DEFINED	102234	0	12860
KOMATSU LTD ADR	COM	500458401	64379	2504047	SH	DEFINED	165137	0	2338910
KROGER CO	COM	501044101	9153	351785	SH	DEFINED	324595	0	27190
L OREAL CO ADR	COM	502117203	320608	11458487	SH	DEFINED	9219104	0	2239383
LSI CORPORATION	COM	502161102	8724	1233894	SH	DEFINED	1125514	0	108380
LVMH MOET HENNESSY LOU VUI ADR	COM	502441306	697697	18511457	SH	DEFINED	16272043	0	2239414
LAS VEGAS SANDS CORP	COM	517834107	650	14090	SH	SOLE	14090	0	0
LAWSTAR INC	COM	520783RRT	0	56500	SH	SOLE	56500	0	0
LENOVO GROUP LTD ADR	COM	526250105	47007	2568715	SH	DEFINED	189715	0	2379000
LIBERTY PPTY TR	COM	531172104	5914	165230	SH	DEFINED	150215	0	15015
LINCOLN ELEC HLDGS INC	COM	533900106	55443	1138931	SH	DEFINED	557469	0	581462
LOCKHEED MARTIN CORP	COM	539830109	359	3890	SH	SOLE	3890	0	0
LOEWS CORP	COM	540424108	228	5600	SH	SOLE	5600	0	0
LOWES COS INC	COM	548661107	387	10884	SH	SOLE	10884	0	0
LUXOTTICA GROUP S P A ADR	COM	55068R202	67392	1629784	SH	DEFINED	111789	0	1517995
M & T BK CORP	COM	55261F104	13269	134752	SH	DEFINED	122452	0	12300
MKS INSTRUMENT INC	COM	55306N104	17535	680169	SH	DEFINED	319754	0	360415
MSC INDL DIRECT INC	COM	553530106	50757	673355	SH	DEFINED	352518	0	320837
MACK CALI RLTY CORP	COM	554489104	32676	1251469	SH	DEFINED	720905	0	530564
MAGNIT GDR	COM	559534PAT	77993	1944968	SH	DEFINED	551300	0	1393668
MALAYAN BANKING BERHAD ADR	COM	56108H105	97	15870	SH	SOLE	15870	0	0
MARATHON PETE CORP	COM	56585A102	210	3333	SH	SOLE	3333	0	0
MASTERCARD INC	COM	57636Q104	25374	51648	SH	DEFINED	12882	0	38766
MATTEL INC	COM	577081102	6084	166142	SH	DEFINED	147192	0	18950
MCDERMOTT INTL INC	COM	580037109	31893	2894140	SH	DEFINED	1199915	0	1694225
MCDONALDS CORP	COM	580135101	359043	4070323	SH	DEFINED	3645275	0	425047
MEDSOURCE-DIRECT INC	COM	58499396T	0	2050000	SH	SOLE	2050000	0	0
MEDTRONIC INC	COM	585055106	790	19248	SH	SOLE	19248	0	0
MENS WEARHOUSE INC	COM	587118100	55367	1776876	SH	DEFINED	885630	0	891246
MENTOR GRAPHICS CORP	COM	587200106	29232	1717483	SH	DEFINED	1148143	0	569340
MERCK & CO INC NEW	COM	58933Y105	47684	1164718	SH	DEFINED	487684	0	677034
MEREDITH CORP	COM	589433101	33248	965109	SH	DEFINED	555265	0	409844
MICROSOFT CORP	COM	594918104	474751	17774479	SH	DEFINED	16033031	0	1741448
MID-AMER APT CMNTYS INC	COM	59522J103	48426	747889	SH	DEFINED	406542	0	341347
ESCROW MIRANT CORP COM NEW	COM	60467599T	0	47473	SH	DEFINED	47374	0	99
MITSUBISHI UFJ FINL GROUP ADR	COM	606822104	5279	974064	SH	DEFINED	927789	0	46275
MONDELEZ INTL INC	COM	609207105	574	22556	SH	DEFINED	7556	0	15000
MONSANTO CO NEW	COM	61166W101	239	2526	SH	SOLE	2526	0	0
MORGAN STANLEY	COM	617446448	465	24332	SH	SOLE	24332	0	0
MOSAIC CO NEW	COM	61945C103	270	4762	SH	DEFINED	4387	0	375
MOVADO GROUP INC	COM	624580106	4693	152968	SH	DEFINED	2300	0	150668
MUELLER INDS INC	COM	624756102	36793	735421	SH	DEFINED	372942	0	362479
MUELLER WTR PRODS INC	COM	624758108	120	21302	SH	SOLE	21302	0	0
NCR CORP NEW	COM	62888E108	92685	3637566	SH	DEFINED	1854231	0	1783335
NTT DOCOMO INC ADR	COM	62942M201	3172	220142	SH	DEFINED	214142	0	6000
NASPERS LTD ADR	COM	631512100	53273	819580	SH	DEFINED	40580	0	779000
NATIONAL AUSTRALIA BK LTD ADR	COM	632525408	3084	116981	SH	DEFINED	110881	0	6100
NATIONAL OILWELL VARCO INC	COM	637071101	898	13133	SH	DEFINED	12558	0	575
NATIONAL RETAIL PPTYS INC	COM	637417106	36814	1179949	SH	DEFINED	515145	0	664804
NESTLE S A ADR	COM	641069406	587845	9020175	SH	DEFINED	8354275	0	665899
NETGEAR INC	COM	64111Q104	46518	1179769	SH	DEFINED	627180	0	552589
NEWGEN TECHNOLOGIES INC	COM	651360109	0	5000000	SH	SOLE	5000000	0	0
NIKE INC	COM	654106103	979	18970	SH	DEFINED	16770	0	2200
NISSAN MOTORS ADR	COM	654744408	3586	187827	SH	DEFINED	179327	0	8500
NOKIA CORP ADR	COM	654902204	58	14659	SH	SOLE	14659	0	0
NORDSTROM INC	COM	655664100	7493	140049	SH	DEFINED	128179	0	11870
NORFOLK SOUTHERN CORP	COM	655844108	392	6345	SH	SOLE	6345	0	0
NORTHERN TR CORP	COM	665859104	8917	177775	SH	DEFINED	159500	0	18275
NORTHWEST NAT GAS CO	COM	667655104	11750	265843	SH	DEFINED	160182	0	105661
NOVARTIS A G ADR	COM	66987V109	318961	5038879	SH	DEFINED	4975252	0	63627
NOVO-NORDISK A S ADR	COM	670100205	434731	2663631	SH	DEFINED	2242718	0	420913
NUCOR CORP	COM	670346105	5320	123267	SH	DEFINED	109182	0	14085
NVIDIA CORP	COM	67066G104	2413	196850	SH	DEFINED	121975	0	74875
NUVASIVE INC	COM	670704105	7179	464375	SH	DEFINED	331850	0	132525

NUVILEX INC	COM	67090R100	0	11300	SH	SOLE	11300	0	0
OSI SYSTEMS INC	COM	671044105	7578	118325	SH	DEFINED	1600	0	116725
OCCIDENTAL PETE CORP DEL	COM	674599105	1302	16992	SH	DEFINED	16542	0	450
OCEANEERING INTL INC	COM	675232102	46291	860590	SH	DEFINED	495504	0	365086
OMNICOM GROUP INC	COM	681919106	10304	206253	SH	DEFINED	189448	0	16805
RSTK OLYMPUS PACIFIC MINERALS	COM	6819989IT	0	100000	SH	SOLE	100000	0	0
OMNIVISION TECHNOLOGIES INC	COM	682128103	42193	2996641	SH	DEFINED	1402148	0	1594493
ORACLE CORP	COM	68389X105	658437	19761026	SH	DEFINED	18180995	0	1580031
PMC-SIERRA INC	COM	69344F106	60734	11657215	SH	DEFINED	5974945	0	5682270
PNC FINL SVCS GROUP INC	COM	693475105	1156	19826	SH	DEFINED	19371	0	455
PPG INDS INC	COM	693506107	2095	15481	SH	SOLE	15481	0	0
PVH CORP	COM	693656100	7083	63805	SH	DEFINED	57580	0	6225
PT BK RAKYAT ADR	COM	69366X100	25930	1788290	SH	DEFINED	107290	0	1681000
PT BK MANDIRI PERSERO TBK ADR	COM	69367U105	1623	193585	SH	SOLE	193585	0	0
PAN WORLD MINERALS INTL INC	COM	698070109	0	85000	SH	SOLE	85000	0	0
ESCROW PARAGON TRADE BRANDS	COM	69912K99T	0	12000	SH	SOLE	12000	0	0
PAREXEL INTL CORP	COM	699462107	75691	2557992	SH	DEFINED	1333179	0	1224813
PEGASYSYSTEMS INC	COM	705573103	16538	729190	SH	DEFINED	496790	0	232400
PEPSICO INC	COM	713448108	565494	8263834	SH	DEFINED	7745116	0	518718
PERKINELMER INC	COM	714046109	2282	71900	SH	SOLE	71900	0	0
PERRIGO CO	COM	714290103	56878	546749	SH	DEFINED	239054	0	307695
PETROLEO BRASILEIRO SA PET ADR	COM	71654V408	247236	12698290	SH	DEFINED	11307090	0	1391200
PETSMART INC	COM	716768106	952	13928	SH	SOLE	13928	0	0
PFIZER INC	COM	717081103	796850	31773208	SH	DEFINED	29432587	0	2340621
PHILIP MORRIS INTL INC	COM	718172109	478862	5725280	SH	DEFINED	5375524	0	349756
PHILLIPS 66	COM	718546104	441	8311	SH	SOLE	8311	0	0
PING AN INS GROUP CO CHINA ADR	COM	72341E304	43225	2514565	SH	DEFINED	156565	0	2358000
PLEXUS CORP	COM	729132100	24272	940777	SH	DEFINED	356757	0	584020
POLARIS INDS INC	COM	731068102	18639	221500	SH	DEFINED	128191	0	93309
POOL CORPORATION	COM	73278L105	29034	686055	SH	DEFINED	484590	0	201465
POTLATCH CORP NEW	COM	737630103	6603	168675	SH	DEFINED	1775	0	166900
POWERSHARES QQQ TRUST UNIT SER	COM	73935A104	8721	133902	SH	DEFINED	131094	0	2807
PRESTIGE BRANDS HLDGS INC	COM	74112D101	28740	1434825	SH	DEFINED	899350	0	535475
PRICE T ROWE GROUP INC	COM	74144T108	11434	175589	SH	DEFINED	158539	0	17050
PRICELINE COM INC	COM	741503403	763	1230	SH	DEFINED	1055	0	175
PROCTER & GAMBLE CO	COM	742718109	495665	7301004	SH	DEFINED	6692893	0	608111
PROGRESSIVE CORP OHIO	COM	743315103	8511	403351	SH	DEFINED	366551	0	36800
PROLOGIS INC	COM	74340W103	9839	269630	SH	DEFINED	242105	0	27525
PROSPERITY BANCSHARES INC	COM	743606105	24523	583884	SH	DEFINED	207965	0	375919
PROTECTIVE LIFE CORP	COM	743674103	51214	1791968	SH	DEFINED	976052	0	815916
PRUDENTIAL PLC ADR	COM	74435K204	5870	205613	SH	DEFINED	197873	0	7740
QUALCOMM INC	COM	747525103	562731	9096900	SH	DEFINED	8301595	0	795305
QUICKSILVER INTL INC	COM	74838G107	0	54625	SH	SOLE	54625	0	0
RAYMOND JAMES FINANCIAL INC	COM	754730109	57609	1495162	SH	DEFINED	715934	0	779228
RECKITT BENCKISER PLC ADR	COM	756255204	2865	223509	SH	DEFINED	216109	0	7400
REGAL BELOIT CORP	COM	758750103	38776	550245	SH	DEFINED	281538	0	268707
RIO TINTO PLC ADR	COM	767204100	451274	7768526	SH	DEFINED	7058747	0	709779
ROCHE HLDG LTD ADR	COM	771195104	6173	122230	SH	DEFINED	117760	0	4470
ROCKWELL AUTOMATION INC	COM	773903109	9540	113581	SH	DEFINED	104531	0	9050
ROLLS ROYCE HOLDINGS PLC ADR	COM	775781206	4335	60387	SH	DEFINED	57147	0	3240
ROSS STORES INC	COM	778296103	7560	139774	SH	DEFINED	127924	0	11850
ROYAL BK CDA MONTREAL QUE	COM	780087102	360301	5975140	SH	DEFINED	5902504	0	72635
ROYAL DUTCH SHELL PLC ADR	COM	780259206	7262	105316	SH	DEFINED	101777	0	3539
RYDEX ETF TRUST GUG RUSS TOP 5	COM	78355W205	7921	76916	SH	DEFINED	75714	0	1202
RYLAND GROUP INC	COM	783764103	96657	2648133	SH	DEFINED	1256370	0	1391763
SHFL ENMTT INC	COM	78423R105	5572	384300	SH	DEFINED	0	0	384300
SPDR S&P 500 ETF TR TR UNIT	COM	78462F103	525081	3687107	SH	DEFINED	3654394	0	32713
SPDR GOLD TRUST GOLD SHS	COM	78463V107	388	2393	SH	SOLE	2393	0	0
SPDR SERIES TRUST BRC GHG YLD	COM	78464A417	414	10167	SH	SOLE	10167	0	0
SPDR SERIES TRUST NUVN BRCLY M	COM	78464A458	142840	5892746	SH	DEFINED	5829617	0	63129
SPDR SERIES TRUST BARC SHT ETF	COM	78464A474	282221	9186866	SH	DEFINED	9097662	0	89203
SVB FINL GROUP	COM	78486Q101	81808	1461643	SH	DEFINED	775634	0	686009
ST JUDE MED INC	COM	790849103	7037	194705	SH	DEFINED	174450	0	20255
SAIPEM S P A ADR	COM	79376W208	3512	180123	SH	DEFINED	173720	0	6403
SAKS INC	COM	79377W108	58122	5530122	SH	DEFINED	2842845	0	2687277
SALESFORCE COM INC	COM	79466L302	640	3809	SH	SOLE	3809	0	0
SALLY BEAUTY HLDGS INC	COM	79546E104	75261	3193089	SH	DEFINED	1774453	0	1418636
SAMARITAN PHARMACEUTICALS	COM	79586Q207	0	32917	SH	SOLE	32917	0	0
SAMSUNG ELECTRONIC GDR REP 1/2	COM	796050AAT	19292	27365	SH	DEFINED	26415	0	950
SANDISK CORP	COM	80004C101	8718	200407	SH	DEFINED	179452	0	20955
SANDS CHINA LTD ADR	COM	80007R105	73493	1640479	SH	DEFINED	85437	0	1555042
SANOFI ADR	COM	80105N105	624356	13177622	SH	DEFINED	11842539	0	1335082
SANITEC INDUSTRIES INC	COM	80199027T	0	15350	SH	SOLE	15350	0	0
SAP AG ADR	COM	803054204	514334	6398783	SH	DEFINED	5324668	0	1074114
SAPIENT CORP	COM	803062108	12690	1201700	SH	DEFINED	7125	0	1194575
SCHEIN HENRY INC	COM	806407102	42413	527397	SH	DEFINED	246135	0	281262
SCHLUMBERGER LTD	COM	806857108	537474	7755918	SH	DEFINED	7100307	0	655611
SCOTT'S MIRACLE GRO CO	COM	810186106	51425	1167431	SH	DEFINED	587014	0	580417
SELECT SECTOR SPDR TR HEALTHCA	COM	81369Y209	5782	144971	SH	DEFINED	141971	0	2999
SELECT SECTOR SPDR TR CONS DIS	COM	81369Y407	5093	107359	SH	DEFINED	105488	0	1871
SELECT SECTOR SPDR TR FINL	COM	81369Y605	3223	196637	SH	DEFINED	193435	0	3202
SENIOR HSG PPTYS TR	COM	81721M109	46221	1955183	SH	DEFINED	1207494	0	747689
SERAC HLDGS INC	COM	81747S106	0	160000	SH	SOLE	160000	0	0
SHIRE PLC ADR	COM	82481R106	223	2424	SH	SOLE	2424	0	0
SIEMENS A G ADR	COM	826197501	8313	75942	SH	DEFINED	74182	0	1760

SIGMA ALDRICH CORP	COM	826552101	4916	66807	SH	DEFINED	59397	0	7410
SIRIUS XM RADIO INC	COM	82967N108	31	10700	SH	SOLE	10700	0	0
SMITH & NEPHEW PLC ADR	COM	83175M205	56144	1013424	SH	DEFINED	613069	0	400355
SNAP ON INC	COM	833034101	12510	158372	SH	DEFINED	87847	0	70525
SOTHEBYS	COM	835898107	52517	1562075	SH	DEFINED	727395	0	834680
SOUTHERN COPPER CORP	COM	84265V105	253	6680	SH	SOLE	6680	0	0
SOUTHWEST GAS CORP	COM	844895102	806	19015	SH	DEFINED	9225	0	9790
SOVRAN SELF STORAGE INC	COM	84610H108	60263	970423	SH	DEFINED	476777	0	493646
SPONGETECH DELIVERY SYS INC	COM	849109103	0	1200000	SH	SOLE	1200000	0	0
SPRINT NEXTEL CORP	COM	852061100	119	21058	SH	SOLE	21058	0	0
STANDARD ENERGY CORP	COM	853373108	0	19000	SH	SOLE	19000	0	0
STANDARD PAC CORP NEW	COM	85375C101	79	10813	SH	SOLE	10813	0	0
STARBUCKS CORP	COM	855244109	1190	22189	SH	DEFINED	19689	0	2500
STARWOOD HOTELS&RESORTS WRLDWD	COM	85590A401	9512	165830	SH	DEFINED	151485	0	14345
STERIS CORP	COM	859152100	56704	1632705	SH	DEFINED	775024	0	857681
STIFEL FINL CORP	COM	860630102	28814	901286	SH	DEFINED	683372	0	217914
STILLWATER MNG CO	COM	86074Q102	48042	3759186	SH	DEFINED	1744345	0	2014841
STONE MEDIA CORP	COM	861652105	0	17000	SH	SOLE	17000	0	0
STRYKER CORP	COM	863667101	460	8395	SH	SOLE	8395	0	0
SUMITOMO MITSUI FINL GROUP ADR	COM	86562M209	939	127946	SH	SOLE	127946	0	0
SUSQUEHANNA BANCSHARES INC PA	COM	869099101	47302	4513538	SH	DEFINED	2457070	0	2056468
SYNGENTA AG ADR	COM	87160A100	57016	705649	SH	DEFINED	56473	0	649176
TRW AUTOMOTIVE HLDGS CORP	COM	87264S106	3158	58900	SH	SOLE	58900	0	0
TAIWAN SEMICONDUCTOR MFG L ADR	COM	874039100	566920	33037281	SH	DEFINED	21283640	0	11753641
TATA MTRS LTD ADR	COM	876568502	179009	6232891	SH	DEFINED	1224832	0	5008059
TECH DATA CORP	COM	878237106	53890	1183610	SH	DEFINED	567022	0	616588
TECHNIP NEW ADR	COM	878546209	64541	2190056	SH	DEFINED	103041	0	2087015
TELEDYNE TECHNOLOGIES INC	COM	879360105	31402	482580	SH	DEFINED	193366	0	289214
TEMPUR PEDIC INTL INC	COM	88023U101	12909	409950	SH	DEFINED	3100	0	406850
TENCENT HLDGS LTD ADR	COM	88032Q109	3882	118893	SH	DEFINED	112895	0	5998
TERADATA CORP DEL	COM	88076W103	11028	178183	SH	DEFINED	165373	0	12810
TERADYNE INC	COM	880770102	19962	1181905	SH	DEFINED	651610	0	530295
TEXAS CAPITAL BANCSHARES INC	COM	88224Q107	29537	659005	SH	DEFINED	379420	0	279585
TIBCO SOFTWARE INC	COM	88632Q103	5736	260972	SH	DEFINED	3525	0	257447
TIME WARNER INC	COM	887317303	1848	38640	SH	SOLE	38640	0	0
TIME WARNER CABLE INC	COM	88732J207	203	2089	SH	SOLE	2089	0	0
TOLL BROTHERS INC	COM	889478103	13656	422387	SH	DEFINED	394322	0	28065
TORCHMARK CORP	COM	891027104	7209	139511	SH	DEFINED	124881	0	14630
TORO CO	COM	891092108	39354	915627	SH	DEFINED	465007	0	450620
TORONTO DOMINION BK ONT	COM	891160509	6282	74497	SH	DEFINED	71851	0	2646
TOYOTA MOTOR CORP ADR	COM	892331307	426950	4578556	SH	DEFINED	4523741	0	54815
TREEHOUSE FOODS INC	COM	89469A104	47652	914098	SH	DEFINED	424660	0	489438
TRIQUINT SEMICONDUCTOR INC	COM	89674K103	30683	6352684	SH	DEFINED	2748773	0	3603911
TRIUMPH GROUP INC NEW	COM	896818101	22210	340116	SH	DEFINED	180716	0	159400
TURKIYE GARANTI BANKASI A ADR	COM	900148701	2034	391150	SH	SOLE	391150	0	0
FI ENHANCED BIG CAP GROWTH	COM	90267L508	134441	4791193	SH	DEFINED	4736347	0	54846
FISHER ENHANCED BIG CAP GROWTH	COM	90268U176	903270	32904813	SH	DEFINED	32534998	0	369815
US BANCORP DEL	COM	902973304	340	10641	SH	DEFINED	7641	0	3000
RSTK US CHINA MINING GRP INC	COM	90345Q9AT	0	12500	SH	SOLE	12500	0	0
ULTRAPAR PARTICIPACOES S A ADR	COM	90400P101	5755	258300	SH	SOLE	258300	0	0
UNILEVER N V NYS	COM	904784709	975	25455	SH	DEFINED	24655	0	800
UNION PAC CORP	COM	907818108	1495	11892	SH	DEFINED	11652	0	240
UNITED NAT FOODS INC	COM	911163103	16770	312935	SH	DEFINED	3220	0	309715
UNITED PARCEL SERVICE INC	COM	911312106	605	8205	SH	DEFINED	8204	0	1
UNITED TECHNOLOGIES CORP	COM	913017109	465978	5681966	SH	DEFINED	5428679	0	253287
UNUM GROUP	COM	91529Y106	5537	265940	SH	DEFINED	240075	0	25865
VALE S A ADR	COM	91912E105	4082	194748	SH	DEFINED	29878	0	164870
VALE S A ADR	COM	91912E204	54575	2689761	SH	DEFINED	881561	0	1808200
VALERO ENERGY CORP NEW	COM	91913Y100	7514	220218	SH	DEFINED	198618	0	21600
VANGUARD BD INDEX FD INC SHORT	COM	921937827	288	3550	SH	SOLE	3550	0	0
VANGUARD INTL EQUITY INDEX FD	COM	922042858	3401	76380	SH	DEFINED	62395	0	13984
VEECO INSTRS INC DEL	COM	922417100	64959	2202762	SH	DEFINED	1157789	0	1044978
VERIZON COMMUNICATIONS INC	COM	92343V104	43413	1003305	SH	DEFINED	414523	0	588782
VISA INC	COM	92826C839	735747	4853852	SH	DEFINED	4593663	0	260188
VODAFONE GROUP PLC NEW ADR	COM	92857W209	176638	7012239	SH	DEFINED	5123493	0	1888746
WPP PLC ADR	COM	92933H101	6430	88209	SH	DEFINED	85169	0	3040
WADDELL & REED FINL INC	COM	930059100	77842	2235542	SH	DEFINED	1051187	0	1184355
WAL-MART STORES INC	COM	931142103	27681	405702	SH	DEFINED	170565	0	235136
WAL MART DE MEXICO S A B D ADR	COM	93114W107	78261	2387447	SH	DEFINED	126145	0	2261302
WALGREEN CO	COM	931422109	246	6659	SH	SOLE	6659	0	0
WEBSense INC	COM	947684106	226	15000	SH	SOLE	15000	0	0
WEBSTER FINL CORP CONN	COM	947890109	35725	1738444	SH	DEFINED	914324	0	824120
WEINGARTEN RLTY INVS	COM	948741103	2844	106240	SH	DEFINED	101450	0	4790
WEIS MKTS INC	COM	948849104	2350	60000	SH	SOLE	60000	0	0
WELLCare HEALTH PLANS INC	COM	94946T106	4139	85000	SH	DEFINED	0	0	85000
WELLS FARGO & CO NEW	COM	949746101	632824	18514443	SH	DEFINED	17058423	0	1456019
WEST PHARMACEUTICAL SVSC INC	COM	955306105	34729	634322	SH	DEFINED	189080	0	445242
WESTAMERICA BANCORPORATION	COM	957090103	40333	947013	SH	DEFINED	514874	0	432139
WESTERN UN CO	COM	959802109	6890	506254	SH	DEFINED	469579	0	36675
WEYERHAEUSER CO	COM	962166104	8752	314595	SH	DEFINED	293755	0	20840
WHOLE FOODS MKT INC	COM	966837106	1930	21175	SH	DEFINED	15525	0	5650
WILLIAMS SONOMA INC	COM	969904101	1160	26497	SH	SOLE	26497	0	0
WINDGEN ENERGY INC	COM	973257108	0	17500	SH	SOLE	17500	0	0
WRIGHT MED GROUP INC	COM	98235T107	52148	2484437	SH	DEFINED	1088455	0	1395982
ZIMMER HLDGS INC	COM	98956P102	11178	167682	SH	DEFINED	153027	0	14655

SK HYNIX INC 144A GDR	COM	9992921AT	4891	202390	SH	SOLE	202390	0	0
SBERBANK OF RUSSIA SPON ADR	COM	999311ACT	27983	2275047	SH	DEFINED	670700	0	1604347
LARSEN & TOUBRO GDR-REPR 1 ORD	COM	999610D0T	47727	1637273	SH	DEFINED	556236	0	1081037
HYUNDAI MOTOR CO GDR RP 1/2 OR	COM	9998E18CT	1188	11585	SH	SOLE	11585	0	0
ROSNEFT OJSC GDR EACH REPR 1 O	COM	999909CBT	34252	3844227	SH	DEFINED	1112765	0	2731462
TATA GLOBAL BEVERA GDS-REP 1 O	COM	999AA057T	16502	5657045	SH	DEFINED	83545	0	5573500
CIPLA LIMITED-REG S GDR GDR	COM	999ABBBDT	16158	2138979	SH	DEFINED	687250	0	1451729
ESCROW WASHINGTON MUTUAL INC	COM	999D5458T	0	10000	SH	SOLE	10000	0	0
TURKIYE GARANTI BANKASI ADS (R	COM	999F289CT	12418	2389415	SH	DEFINED	1651690	0	737725
ESCROW ILINC COMM INC	COM	999F9485T	0	15000	SH	SOLE	15000	0	0
100000TH KINDER MORGAN MGMT	COM	EKE55U10T	0	147979	SH	SOLE	147979	0	0
100000TH MARRIOTT INTL INC	COM	FHB90320T	0	20160	SH	SOLE	20160	0	0
CALCITECH LTD	COM	G17580104	0	45000	SH	SOLE	45000	0	0
CREDICORP LTD	COM	G2519Y108	22338	152415	SH	DEFINED	44040	0	108375
EATON CORP PLC	COM	G29183103	1159	21390	SH	DEFINED	15591	0	5799
GETGO INC	COM	G38529106	0	315000	SH	SOLE	315000	0	0
LAZARD LTD	COM	G54050102	44159	1479855	SH	DEFINED	742265	0	737590
CHECK POINT SOFTWARE TECH LTD	COM	M22465104	4859	102000	SH	SOLE	102000	0	0
ASML HOLDING N V NYS	COM	N07059210	86089	1336995	SH	DEFINED	132232	0	1204763
TELMEX INTERNACIONAL SAB DE CV	COM	P9043M104	0	20000	SH	SOLE	20000	0	0

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