

BANK OF NOVA SCOTIA /
Form FWP
June 10, 2010

Filed pursuant to Rule 433
Registration No. 333-164300

**Issuer Free Writing Prospectus
Dated June 10, 2010**

**The Bank of Nova Scotia
US\$1,000,000,000 2.375% SENIOR NOTES DUE 2013**

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| Issuer: | The Bank of Nova Scotia (the Bank) |
| Title of Securities: | 2.375% Senior Notes due 2013 |
| Aggregate Principal Amount: | US\$1,000,000,000 |
| Maturity Date: | December 17, 2013 |
| Price to Public: | 99.650%, plus accrued interest from June 17, 2010, if any |
| Underwriters Fee: | 0.250% |
| Net Proceeds to the Bank after Underwriters Fee and Before Expenses: | US\$994,000,000 |
| Coupon (Interest Rate): | 2.375% |
| Re-offer Yield: | 2.480% |
| Spread to Benchmark Treasury: | T + 125 basis points |
| Benchmark Treasury: | 1.375% due May 15, 2013 |
| Benchmark Treasury Yield: | 1.230% (100-13 ¹ / ₄) |
| Interest Payment Dates: | June 17 and December 17 of each year, beginning on December 17, 2010, and ending at maturity |
| Trade Date: | June 10, 2010 |
| Settlement Date: | June 17, 2010; (T+5) |
| CUSIP / ISIN: | 064149B97 / US064149B979 |

Underwriters:

| Underwriter | Principal Amount of Securities to Be Purchased |
|-----------------------------------|---|
| Citigroup Global Markets Inc. | \$ 250,000,000 |
| Banc of America Securities LLC | \$ 250,000,000 |
| Barclays Capital Inc. | \$ 200,000,000 |
| Morgan Stanley & Co. Incorporated | \$ 150,000,000 |
| Scotia Capital (USA) Inc. | \$ 100,000,000 |
| HSBC Securities (USA) Inc. | \$ 50,000,000 |
| Total | \$ 1,000,000,000 |

The Bank has filed a registration statement (File No. 333-164300) (including a base shelf prospectus dated January 11, 2010) and a preliminary prospectus supplement dated June 10, 2010 (including the base shelf prospectus, the

Prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the Prospectus and the documents incorporated therein by reference that the Bank has filed with the SEC for more complete information about the Bank and this offering. You may obtain these documents for free by visiting EDGAR on the SEC website at www.sec.gov or by visiting the Canadian System for Electronic Document Analysis and Retrieval (SEDAR) website, which may be accessed at www.sedar.com. Alternatively, the Bank or any underwriter participating in the offering will arrange to send you the Prospectus and any document incorporated therein by reference if you request such documents by calling Citigroup Global Markets Inc. toll-free at 1-877-858-5407 or Banc of America Securities LLC toll-free at 1-800-294-1322 or Barclays Capital Inc. toll free at 1-888-603-5847 or Morgan Stanley & Co. Incorporated toll-free at 1-866-718-1649 or Scotia Capital (USA) Inc. toll-free at 1 800 372 3930.