SPDR GOLD TRUST
Form 10-Q
February 06, 2009

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

FORM 10-Q

x Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 for the quarterly period ended December 31, 2008
o Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 for the transition period from _____to_____

Commission file number: 001-32356

SPDR® GOLD TRUST
SPONSORED BY WORLD GOLD TRUST SERVICES, LLC
(Exact Name of Registrant as Specified in Its Charter)

New York	**81-6124035**
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)

c/o World Gold Trust Services, LLC
424 Madison Avenue, 3rd Floor
New York, New York 10017
(Address of Principal Executive Offices)

(212) 317-3800
(Registrant s Telephone Number, Including Area Code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes x No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer x Accelerated filer o Non-accelerated filer o Smaller reporting company o
(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes o No x

As of February 4, 2009 the Registrant had 280,900,000 shares outstanding.

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PART I - FINANCIAL INFORMATION:

Item 1. Financial Statements (Unaudited)

Unaudited Condensed Statements of Condition
at December 31, 2008 and September 30, 2008

(Amounts in 000 s of US$ except for share data)	**Dec-31, 2008**	**Sep-30, 2008[1]**
ASSETS		
Investment in Gold[2]	$ 18,487,361	$ 16,878,554
Gold Receivable	136,158	897,184
Total Assets	$ 18,623,519	$ 17,775,738
LIABILITIES		
Accounts payable to related parties	$ 6,387	$ 4,179
Accounts payable	1,098	2,256
Accrued expenses		347
Total Liabilities	7,485	6,782
Redeemable Shares:		
Shares at redemption value to investors[3]	21,691,122	21,471,084
Shareholders Deficit	(3,075,088)	(3,702,128)
Total Liabilities, Redeemable Shares & Shareholders Deficit	$ 18,623,519	$ 17,775,738

(1) Derived from audited statement of condition as of September 30, 2008.

(2) The market value of Investment in Gold at December 31, 2008 is $21,562,449 and at September 30, 2008, is $20,580,682.

(3) Authorized share capital is unlimited and shares par value is $0.00. Shares issued and outstanding at December 31, 2008 are 254,900,000 and at September 30, 2008, 246,500,000.

See notes to the unaudited condensed financial statements

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Unaudited Condensed Statements of Operations
For the three months ended December 31, 2008 and 2007

(Amounts in 000 s of US$, except for share and per share data)	Three Months Ended Dec-31, 2008	Three Months Ended Dec-31, 2007
REVENUES		
Proceeds from sales of gold	$ 18,852	$ 13,945
Cost of gold sold to pay expenses	(17,606)	(10,314)
Gain on gold sold to pay expenses	1,246	3,631
Gain on gold distributed for the redemption of shares	75,113	126,202
Total Gain on gold	76,359	129,833
EXPENSES		
Custody fees	3,344	2,694
Trustee fees	504	504
Sponsor fees	6,933	5,908
Marketing agent fees	6,933	5,908
Other expenses	1,841	315
Total expenses	19,555	15,329
Net Gain from Operations	$ 56,804	$ 114,504
Net Gain per share	$ 0.23	$ 0.59
Weighted average number of shares (000 s)	247,616	195,146

See notes to the unaudited condensed financial statements

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Unaudited Condensed Statements of Cash Flows
For the three months ended December 31, 2008 and 2007

(Amounts in 000 s of US$)	Three Months Ended Dec-31, 2008	Three Months Ended Dec-31, 2007
INCREASE / DECREASE IN CASH FROM OPERATIONS:		
Cash proceeds received from sales of gold	$ 18,852	$ 13,945
Cash expenses paid	(18,852)	(13,945)
(Decrease) / Increase in cash resulting from operations		
Cash and cash equivalents at beginning of period		
Cash and cash equivalents at end of period		
SUPPLEMENTAL DISCLOSURE OF NON-CASH FINANCING ACTIVITIES:		
Value of gold received for creation of shares net of gold receivable	1,647,238	1,756,317
Value of gold distributed for redemption of shares	920,409	345,524

(Amount in 000 s of US$)	Three Months Ended Dec-31, 2008	Three Months Ended Dec-31, 2007
RECONCILIATION OF NET GAIN/(LOSS) TO NET CASH PROVIDED BY OPERATING ACTIVITIES		
Net Gain from Operations	$ 56,804	$ 114,504
Adjustments to reconcile net gain to net cash provided by operating activities		
Increase in gold assets	(1,608,807)	(1,400,479)
Decrease in gold receivable	761,026	
Increase in liabilities	703	1,384
Increase/(decrease) in redeemable shares		
Creations	1,785,796	1,756,317
Redemptions	(995,522)	(471,726)
Net cash provided by operating activities	$	$

See notes to the unaudited condensed financial statements

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Unaudited Condensed Statements of Changes in Shareholders Deficit

For the three months ended December 31, 2008

(Amounts in 000 s of US$)	**Three Months Ended Dec-31, 2008**
Shareholders Deficit - Opening Balance	$ (3,702,128)
Net Gain for the period	56,804
Adjustment of Redeemable Shares to redemption value	570,236
Shareholders Deficit - Closing balance	$ (3,075,088)

See notes to the unaudited condensed financial statements

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Notes to the Unaudited Condensed Financial Statements

1. Organization

The SPDR® Gold Trust (the Trust) is an investment trust formed on November 12, 2004, under New York law pursuant to a trust indenture. The fiscal year end for the Trust is September 30th. The Trust holds gold and issues shares (Shares) (in minimum blocks of 100,000 Shares, also referred to as Baskets) in exchange for deposits of gold and distributes gold in connection with redemption of Baskets. The investment objective of the Trust is for the Shares to reflect the performance of the price of gold bullion, less the Trust s expenses.

Effective at the opening of trading on May 21, 2008, the names of the Trust and the shares of the Trust were re-named the SPDR® Gold Trust and SPDR® Gold Shares, respectively. The name change reflected a re-branding initiative of State Street Global Markets, LLC, the marketing agent, to consolidate its exchange traded fund offerings under the SPDR® brand.

Effective December 13, 2007, the listing of the SPDR® Gold Trust and the trading of the SPDR® Gold Shares was transferred from the New York Stock Exchange, Inc. (NYSE) to its affiliated exchange NYSE Arca, Inc. (NYSE Arca), pursuant to the request of NYSE Euronext, Inc. to transfer all exchange traded funds trading on the NYSE to NYSE Arca.

The condensed statements of condition at December 31, 2008 and September 30, 2008, the condensed statements of operations and of cash flows for the three months ended December 31, 2008 and 2007 and the condensed statements of changes in shareholders deficit for the three months ended December 31, 2008 have been prepared on behalf of the Trust without audit. In the opinion of management of the sponsor of the Trust, World Gold Trust Services, LLC (the Sponsor), all adjustments (which include normal recurring adjustments) necessary to present fairly the financial position, results of operations and cash flows as of and for the three months ended December 31, 2008 and for all periods presented have been made.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. These condensed financial statements should be read in conjunction with the financial statements and notes thereto included in the Trust s Annual Report on Form 10-K for the fiscal year ended September 30, 2008. The results of operations for the three months ended December 31, 2008 are not necessarily indicative of the operating results for the full year.

2. Significant accounting policies

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires those responsible for preparing financial statements to make estimates and assumptions that affect the reported amounts and disclosures. Actual results could differ from those estimates. The following is a summary of significant accounting policies followed by the Trust.

2.1. Valuation of Gold

Gold is held by HSBC Bank USA, N.A. (the Custodian), on behalf of the Trust and is valued, for financial statement purposes, at the lower of cost or market. The cost of gold is determined according to the average cost method and the market value is based on the London Fix used to determine the Net Asset Value of the Trust. Realized gains and losses on sales of gold, or gold distributed for the redemption of shares, are calculated on a trade date basis using

average cost.

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Notes to the Unaudited Condensed Financial Statements

2. Significant accounting policies (continued)

The table below summarizes the impact of unrealized gains or losses on the Trust s gold holdings as of December 31, 2008 and September 30, 2008:

(Amounts in 000 s of US$)	Dec-31, 2008	Sep-30, 2008
Investment in gold - average cost	$ 18,487,361	$ 16,878,554
Unrealized gain on investment in gold	3,075,088	3,702,128
Investment in gold - market value	$ 21,562,449	$ 20,580,682

The Trust recognizes the diminution in value of the investment in gold which arises from market declines on an interim basis. Increases in the value of the same investment in gold through market price recoveries in later interim periods of the same fiscal year are recognized in the later interim period. Increases in value recognized on an interim basis may not exceed the previously recognized diminution in value.

2.2. Gold receivable

Gold receivable represents the quantity of gold covered by contractually binding orders for the creation of shares where the gold has not yet been transferred to the Trust s account. Generally, ownership of the gold is transferred within three days of the trade date. As of December 31, 2008 there was $136,158 gold receivable and as of September 30, 2008 there was $897,184 gold receivable.

2.3. Creations and Redemptions of Shares

The Trust creates and redeems Shares from time to time, but only in one or more Baskets (a Basket equals a block of 100,000 Shares). The Trust issues Shares in Baskets to certain authorized participants (Authorized Participants) on an ongoing basis. The creation and redemption of Baskets is only made in exchange for the delivery to the Trust or the distribution by the Trust of the amount of gold and any cash represented by the Baskets being created or redeemed, the amount of which will be based on the combined net asset value of the number of Shares included in the Baskets being created or redeemed determined on the day the order to create or redeem Baskets is properly received.

As the Shares of the Trust are redeemable at the option of the Authorized Participants only in Baskets, the Trust has classified the Shares as Redeemable Shares on the Statement of Financial Condition. The Trust records the redemption value, which represents its maximum obligation, as Redeemable Shares with the difference from cost as an offsetting amount to Shareholders Equity. Changes in the Shares for the three months ended December 31, 2008 and for the year ended September 30, 2008, are as follows:

(All amounts are in 000 s)	Three Months Ended Dec-31, 2008	Year Ended Sep-30, 2008
Number of Redeemable Shares:		
Opening Balance	246,500	187,900
Creations	21,100	147,100
Redemptions	(12,700)	(88,500)
Closing Balance	254,900	246,500

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Notes to the Unaudited Condensed Financial Statements

2. Significant accounting policies (continued)

(Amounts in 000 s of US$)	Three Months Ended Dec-31, 2008	Year Ended Sep-30, 2008
Redeemable shares:		
Opening Balance	$ 21,471,084	$ 13,803,588
Creations	1,785,796	12,903,805
Redemptions	(995,522)	(7,740,504)
Adjustment to redemption value	(570,236)	2,504,195
Closing Balance	$ 21,691,122	$ 21,471,084
Redemption Value per Redeemable Share at Period End	$ 85.10	$ 87.10

2.4. Revenue Recognition Policy

BNY Mellon Asset Servicing, a division of The Bank of New York Mellon (the Trustee), will, at the direction of the Sponsor or in its own discretion, sell the Trust s gold as necessary to pay the Trust s expenses. When selling gold to pay expenses, the Trustee will endeavor to sell the smallest amounts of gold needed to pay expenses in order to minimize the Trust s holdings of assets other than gold. Unless otherwise directed by the Sponsor, when selling gold the Trustee will endeavor to sell at the price established by the London PM Fix. The Trustee will place orders with dealers (which may include the Custodian) through which the Trustee expects to receive the most favorable price and execution of orders. The Custodian may be the purchaser of such gold only if the sale transaction is made at the next London gold price fix (either AM or PM) following the sale order. A gain or loss is recognized based on the difference between the selling price and the average cost of the gold sold.

2.5. Income Taxes

The Trust is classified as a grantor trust for US federal income tax purposes. As a result, the Trust itself will not be subject to US federal income tax. Instead, the Trust s income and expenses will flow through to the Shareholders, and the Trustee will report the Trust s proceeds, income, deductions, gains, and losses to the Internal Revenue Service on that basis.

In June 2006, the Financial Accounting Standards Board (FASB) issued FASB Interpretation No. 48, *Accounting for Uncertainty in Income Taxes*. The interpretation clarifies the accounting for uncertainty in income taxes recognized in a company s financial statements in accordance with Statement of Financial Accounting Standards No. 109, *Accounting for Income Taxes*. Specifically, the pronouncement prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a

tax return. The interpretation also provides guidance on the related derecognition, classification, interest and penalties, accounting for interim periods, disclosure and transition of uncertain tax positions. The interpretation was effective for the Trust s fiscal year ending September 30, 2008 and was adopted as of October 1, 2007.

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Notes to the Unaudited Condensed Financial Statements

3. Investment in Gold

The following represents the changes in ounces of gold and the respective values for the three months ended December 31, 2008 and for the year ended September 30, 2008:

(Ounces of gold are in 000 s and value of gold is in 000 s of US$)	Three Months Ended Dec-31, 2008	Year Ended Sep-30, 2008
Ounces of Gold:		
Opening Balance	23,268.2	18,584.1
Creations (*excluding gold receivable at December 31, 2008 - 157.4, and at September 30, 2008 - 1,014.3*)	2,933.9	13,491.8
Redemptions	(1,250.5)	(8,728.6)
Sales of gold	(23.9)	(79.1)
Closing Balance	24,927.7	23,268.2
Investment in Gold (lower of cost or market):		
Opening Balance	$ 16,878,554	$ 10,644,489
Creations (*excluding gold receivable at December 31, 2008 - $136,159, and at September 30, 2008 - $897,184*)	2,546,822	12,006,621
Redemptions	(920,409)	(5,722,355)
Sales of gold	(17,606)	(50,201)
Closing Balance	$ 18,487,361	$ 16,878,554

4. Related Parties - Sponsor, Trustee, Custodian and Marketing Agent Fees

Fees are paid to the Sponsor as compensation for services performed under the Trust Indenture and for services performed in connection with maintaining the Trust s website and marketing the Shares. The Sponsor s fee is payable monthly in arrears and is accrued daily at an annual rate equal to 0.15% of the adjusted net asset value (ANAV) of the Trust, subject to reduction as described below. The Sponsor will receive reimbursement from the Trust for all of its disbursements and expenses incurred in connection with the Trust.

Fees are paid to the Trustee, as compensation for services performed under the Trust Indenture. The Trustee s fee is payable monthly in arrears and is accrued daily at an annual rate equal to 0.02% of the ANAV of the Trust, subject to a minimum fee of $500,000 and a maximum fee of $2 million per year. The Trustee s fee is subject to modification as determined by the Trustee and the Sponsor in good faith to account for significant changes in the Trust s administration or the Trustee s duties. The Trustee will charge the Trust for its expenses and disbursements incurred in connection with the Trust (including the expenses of the Custodian paid by the Trustee), exclusive of fees of agents

for services to be performed by the Trustee, and for any extraordinary services performed by the Trustee for the Trust.

Affiliates of the Trustee may from time to time act as Authorized Participants or purchase or sell gold or Shares for their own account, as agent for their customers and for accounts over which they exercise investment discretion.

Fees are paid to the Custodian under the Allocated Bullion Account Agreement as compensation for its custody services. Under the Allocated Bullion Account Agreement, as amended, the Custodian s fee is computed at an annual rate equal to 0.10% of the average daily aggregate value of the first 4.5 million ounces of gold held in the Trust s allocated gold account (Trust Allocated Account) and the Trust s unallocated gold account (Trust Unallocated Account) and 0.06% of the average daily aggregate value of all gold held in the

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Notes to the Unaudited Condensed Financial Statements

4. Related Parties - Sponsor, Trustee, Custodian and Marketing Agent Fees (continued)

Trust Allocated Account and the Trust Unallocated Account in excess of 4.5 million ounces. The Custodian does not receive a fee under the Unallocated Bullion Account Agreement.

The Custodian and its affiliates may from time to time act as Authorized Participants or purchase or sell gold or Shares for their own account, as agent for their customers and for accounts over which they exercise investment discretion.

Fees are paid to the marketing agent for the Trust, State Street Global Markets, LLC (the Marketing Agent) by the Trustee from the assets of the Trust as compensation for services performed pursuant to the agreement between the Sponsor and the Marketing Agent (the Marketing Agent Agreement). The Marketing Agent s fee is payable monthly in arrears and is accrued daily at an annual rate equal to 0.15% of the ANAV of the Trust, subject to reduction as described below.

The Marketing Agent and its affiliates may from time to time act as Authorized Participants or purchase or sell gold or Shares for their own account, as agent for their customers and for accounts over which they exercise investment discretion.

Until the earlier of November 11, 2011, or until the termination of the Marketing Agent Agreement, if at the end of any month during this period the estimated ordinary expenses of the Trust exceed an amount equal to 0.40% per year of the daily ANAV of the Trust for such month, the fees payable to the Sponsor and the Marketing Agent from the assets of the Trust for such month will be reduced by the amount of such excess in equal shares up to the amount of their fees. Investors should be aware that if the gross value of the Trust s assets is less than approximately $600 million, the ordinary expenses of the Trust will be accrued at a rate greater than 0.40% per year of the daily ANAV of the Trust, even after the Sponsor and the Marketing Agent have completely reduced their combined fees of 0.30% per year of the daily ANAV of the Trust. This amount is based on the estimated ordinary expenses of the Trust described in Business of the Trust Trust Expenses in the 10-K for the fiscal year ended September 30, 2008 and may be higher if the Trust s actual ordinary expenses exceed those estimates. Additionally, if the Trust incurs unforeseen expenses that cause the total ordinary expenses of the Trust to exceed 0.70% per year of the daily ANAV of the Trust, the ordinary expenses will accrue at a rate greater than 0.40% per year of the daily ANAV of the Trust, even after the Sponsor and the Marketing Agent have completely reduced their combined fees of 0.30% per year of the daily ANAV of the Trust.

Upon the earlier of November 11, 2011, or the termination of the Marketing Agent Agreement, the fee reduction will expire and the estimated ordinary expenses of the Trust which are payable from the assets of the Trust each month may be more than they would have been during the period when the fee reduction is in effect, thus reducing the Net Asset Value (NAV) of the Trust more rapidly than if the fee reduction was in effect and adversely affecting the value of the Shares.

For the three months ended December 31, 2008 the fees payable to the Sponsor and the Marketing Agent from the assets of the Trust were reduced by $400,140 each. For the year ended September 30, 2008, the comparable reduction in fees was $992,705.

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Notes to the Unaudited Condensed Financial Statements

4. Related Parties - Sponsor, Trustee, Custodian and Marketing Agent Fees (continued)

Amounts Payable to Related Parties

(Amounts in 000 s of US$)	Dec-31, 2008	Sep-30, 2008
Payable to Custodian	$ 1,171	$ 1,002
Payable to Trustee	170	159
Payable to Sponsor	2,523	1,509
Payable to Marketing Agent	2,523	1,509
Accounts Payable to related parties	$ 6,387	$ 4,179

5. Concentration of Risk

In accordance with Statement of Position No. 94-6, *Disclosure of Certain Significant Risks and Uncertainties,* the Trust s sole business activity is the investment in gold. Several factors could affect the price of gold: (i) global gold supply and demand, which is influenced by such factors as forward selling by gold producers, purchases made by gold producers to unwind gold hedge positions, central bank purchases and sales, and production and cost levels in major gold-producing countries such as South Africa, the United States and Australia; (ii) investors expectations with respect to the rate of inflation; (iii) currency exchange rates; (iv) interest rates; (v) investment and trading activities of hedge funds and commodity funds; and (vi) global or regional political, economic or financial events and situations. In addition, there is no assurance that gold will maintain its long-term value in terms of purchasing power in the future. In the event that the price of gold declines, the Sponsor expects the value of an investment in the Shares to decline proportionately. Each of these events could have a material affect on the Trust s financial position and results of operations.

6. Indemnification

The Sponsor and its shareholders, members, directors, officers, employees, affiliates and subsidiaries are indemnified from the Trust and held harmless against certain losses, liabilities or expenses incurred in the performance of its duties under the Trust Indenture without gross negligence, bad faith, willful misconduct, willful malfeasance or reckless disregard of the indemnified party s obligations and duties under the Trust Indenture. Such indemnity includes payment from the Trust of the costs and expenses incurred in defending against any claim or liability under the Trust Indenture. Under the Trust Indenture, the Sponsor may be able to seek indemnification from the Trust for payments it makes in connection with the Sponsor s activities under the Trust Indenture to the extent its conduct does not disqualify it from receiving such indemnification under the terms of the Trust Indenture. The Sponsor will also be indemnified from the Trust and held harmless against any loss, liability or expense arising under the Distribution Agreement with the Purchaser, the Marketing Agent Agreement or any agreement entered into with an Authorized Participant which provides the procedures for the creation and redemption of Baskets and for the delivery of gold and

any cash required for creations and redemptions insofar as such loss, liability or expense arises from any untrue statement or alleged untrue statement of a material fact contained in any written statement provided to the Sponsor by the Trustee. Any amounts payable to the Sponsor are secured by a lien on the Trust.

The Sponsor has agreed to indemnify certain parties against certain liabilities and to contribute to payments that such parties may be required to make in respect of those liabilities. The Trustee has agreed to reimburse such parties, solely from and to the extent of the Trust s assets, for indemnification and contribution amounts due from the Sponsor in respect of such liabilities to the extent the Sponsor has not paid such amounts when due. The Sponsor has agreed that, to the extent the Trustee pays any amount in respect of the reimbursement obligations described in the preceding sentence, the Trustee, for the benefit of the Trust, will be subrogated to and will succeed to the rights of the party so reimbursed against the Sponsor.

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7. Recent Accounting Pronouncements

In September 2006, Statement of Financial Accounting Standards (SFAS) No. 157, *Fair Value Measurements*, was issued by the FASB and is effective for fiscal years beginning after November 15, 2007. SFAS 157 defines fair value, establishes a framework for measuring fair value in generally accepted accounting principles, and expands disclosure about fair value measurements. Although SFAS 157 is effective for the Trust s fiscal year ending September 30, 2009, it does not affect the Trust.

In February 2007, SFAS No. 159, *The Fair Value Option for Financial Assets and Financial Liabilities*, was issued by the FASB, which allows companies to elect to measure certain financial assets and liabilities at fair value. The fair value election can be made on an instrument by instrument basis but is irrevocable once made. SFAS 159 is effective for fiscal years beginning after November 15, 2007, with earlier application permitted. Accordingly, SFAS 159 is effective for the Trust s fiscal year ending September 30, 2009. The Trust did not elect to make the fair value election, and therefore there is no SFAS 159 impact on the Trust.

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Item 2. Management s Discussion and Analysis of Financial Condition and Results of Operations

This information should be read in conjunction with the financial statements and notes included in Item 1 of Part I of this Quarterly Report. The discussion and analysis which follows may contain trend analysis and other forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934 which reflect our current views with respect to future events and financial results. Words such as anticipate, expect, intend, plan, believe, seek, outlook and estimate as well as similar words and phrases signify forward-looking statements. SPDR® Gold Trust s forward-looking statements are not guarantees of future results and conditions and important factors, risks and uncertainties may cause our actual results to differ materially from those expressed in our forward-looking statements.

Trust Overview

SPDR® Gold Trust is an investment trust that was formed on November 12, 2004. The Trust issues baskets of shares, or Baskets, in exchange for deposits of gold and distributes gold in connection with the redemption of Baskets. The investment objective of the Trust is for the shares to reflect the performance of the price of gold bullion, less the expenses of the Trust s operations. The shares are designed to provide investors with a cost effective and convenient way to invest in gold.

Investing in the Shares does not insulate the investor from certain risks, including price volatility. The following chart illustrates the movement in the price of the Shares against the corresponding gold price (per 1/10 of an oz. of gold):

Share & gold price v. NAV from fund inception to December 31, 2008

Valuation of Gold, Definition of Net Asset Value (NAV) and Adjusted Net Asset Value (ANAV)

As of the London PM Fix on each day that the NYSE Arca is open for regular trading or, if there is no London PM Fix on such day or the London PM Fix has not been announced by 12:00 PM New York time on such day, as of 12:00 PM New York time on such day (the Valuation Time), BNY Mellon Asset Servicing, a division of The Bank of New York Mellon, the Trustee, values the gold held by the Trust and determines both the ANAV and the NAV of the Trust.

At the Valuation Time, the Trustee values the Trust s gold on the basis of that day s London PM Fix or, if no London PM Fix is made on such day or has not been announced by the Valuation Time, the next most recent London gold price fix (AM or PM) determined prior to the Valuation Time will be used, unless the Trustee, in consultation with World Gold Trust Services, LLC, the Sponsor, determines that such price is inappropriate as

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a basis for valuation. In the event the Trustee and the Sponsor determine that the London PM Fix or last prior London fix is not an appropriate basis for valuation of the Trust s gold, they will identify an alternative basis for such valuation to be employed by the Trustee.

Once the value of the gold has been determined, the Trustee subtracts all estimated accrued but unpaid fees (other than the fees to be computed by reference to the value of the ANAV of the Trust or custody fees computed by reference to the value of gold held in the Trust), expenses and other liabilities of the Trust from the total value of the gold and all other assets of the Trust (other than any amounts credited to the Trust s reserve account, if established). The resulting figure is the ANAV of the Trust. The ANAV of the Trust is used to compute the fees of the Trustee, the Sponsor and State Street Global Markets, LLC, the Marketing Agent.

To determine the Trust s NAV, the Trustee subtracts from the ANAV of the Trust the amount of estimated accrued but unpaid fees computed by reference to the value of the ANAV of the Trust and computed by reference to the value of the gold held in the Trust (i.e., the fees of the Trustee, the Sponsor, the Marketing Agent and HSBC Bank USA, N.A., the Custodian). The Trustee determines the NAV per Share by dividing the NAV of the Trust by the number of shares outstanding as of the close of trading on the NYSE Arca.

Gold acquired, or disposed of, by the Trust is recorded at average cost. The table below summarizes the impact of unrealized gains or losses on the Trust s gold holdings at December 31, 2008 and September 30, 2008:

(Amounts in 000 s of US$)	**Dec-31, 2008**	**Sep-30, 2008**
Investment in gold - average cost	$ 18,487,361	$ 16,878,554
Unrealized gain on investment in gold	3,075,088	3,702,128
Investment in gold - market value	$ 21,562,449	$ 20,580,682

Critical Accounting Policy

Valuation of Gold

Gold is held by the Custodian on behalf of the Trust and is valued, for financial statement purposes, at the lower of cost or market. The cost of gold is determined according to the average cost method and the market value is based on the London Fix used to determine the Net Asset Value of the Trust. Realized gains and losses on sales of gold, or gold distributed for the redemption of shares, are calculated on a trade date basis using average cost.

Review of Financial Results

Financial Highlights

(All amounts in the following table and four paragraphs, except per share, are in 000 s of US$)	**Three Months Ended Dec-31, 2008**	**Three Months Ended Dec-31, 2007**

Total Gain on gold	$	76,359	$	129,833
Net Gain	$	56,804	$	114,504
Gain per share	$	0.23	$	0.59
Net cash flows from operating activities		0		0

The Trust s total gain on gold for the three months ended December 31, 2008 of $76,359 is made up of a gain of $1,246 on the sale of gold to pay expenses plus a gain of $75,113 on gold distributed on the redemption of shares.

The Trust s total gain on gold for the three months ended December 31, 2007 of $129,833 is made up of a gain of $3,631 on the sale of gold to pay expenses plus a gain of $126,202 on gold distributed on the redemption of shares.

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Selected Supplemental Data - For the three months ended December 31, 2008 and for the year ended September 30, 2008.

(All amounts, except per ounce and per share, are in 000 s)	Three Months Ended Dec-31, 2008	Year Ended Sep-30, 2008
Ounces of Gold:		
Opening Balance	23,268.2	18,584.1
Creations *(excluding gold receivable at December 31, 2008 157.4 and at September 30, 2008 1,014.3)*	2,933.9	13,491.8
Redemptions	(1,250.5)	(8,728.6)
Sales of gold	(23.9)	(79.1)
Closing Balance	24,927.7	23,268.2
Period end Gold price per ounce - London Fix	$ 865.00	$ 884.50
Market value of gold holdings excluding gold receivable	$ 21,562,449	$ 20,580,682
Number of Shares:		
Opening Balance	246,500	187,900
Creations	21,100	147,100
Redemptions	(12,700)	(88,500)
Closing Balance	254,900	246,500
Net Asset Value per share:		
Creations	$ 84.63	$ 87.72
Redemptions	$ 78.39	$ 87.46
Shares at redemption value to investors at Period End	$ 21,691,122	$ 21,471,084
Redemption Value per Redeemable Share at Period End	$ 85.10	$ 87.10
Change in Redemption Value through Period End	1.0%	55.5%
% Difference between Net Asset Value per share and market value of ounces represented by each share	(0.034)%	(0.032)%

Results of Operations

In the three months ended December 31, 2008, 21,100,000 shares (211 Baskets) were created in exchange for 2,076,963 ounces of gold including 157,408 ounces of gold receivable, 12,700,000 shares (127 Baskets) were redeemed in exchange for 1,250,471 ounces of gold and 23,890 ounces of gold were sold to pay expenses.

As at December 31, 2008, the amount of gold owned by the Trust was 25,085,094 ounces including gold receivable, with a market value of $21,698,607,007 (cost $18,623,518,780) based on the London AM Fix on December 31, 2008 (in accordance with the Trust Indenture).

In the year ended September 30, 2008, 147,100,000 shares (1,471 Baskets) were created in exchange for 14,506,126 ounces of gold (including 1,014,341 ounces of gold receivable), 88,500,000 shares (885 Baskets) were redeemed in exchange for 8,728,604 ounces of gold and 79,124 ounces of gold were sold to pay expenses.

As at September 30, 2008, the amount of gold owned by the Trust was 24,282,494 ounces including gold receivable, with a market value of $21,477,865,938 (cost $17,775,738,533).

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Cash flow from operations

The Trust had no net cash flow resulting from operations in the three months ended December 31, 2008, and 2007. Cash received in respect of gold sold to pay expenses in the three months ended December 31, 2008 and 2007 was the same as those expenses, resulting in zero cash balances at December 31, 2008 and 2007.

Cash Resources and Liquidity

At December 31, 2008 the Trust did not have any cash balances. When selling gold to pay expenses, the Trustee endeavors to sell the exact amount of gold needed to pay expenses in order to minimize the Trust s holdings of assets other than gold. As a consequence, we expect that the Trust will not record any cash flow from its operations and that its cash balance will be zero at the end of each reporting period.

Analysis of Movements in the Price of Gold

As movements in the price of gold are expected to directly affect the price of the Trust s shares, investors should understand what the recent movements in the price of gold have been. Investors, however, should also be aware that past movements in the gold price are not indicators of future movements. This section identifies recent trends in the movements of the gold price and discusses some of the important events that have influenced these movements.

The following chart provides historical background on the price of gold. The chart illustrates movements in the price of gold in US dollars per ounce over the period from January 1, 2004 to December 31, 2008, and is based on the London PM Fix.

Daily gold price - January 1, 2004 to December 31, 2008

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The average, high, low and end-of-period gold prices for the three and twelve month periods over the prior three years and for the period from the inception of the Trust on November 12, 2004, through December 31, 2008, based on the London PM Fix, were:

Period	Average	High	Date	Low	Date	End of period	Last business day[1]
Three months to March 31, 2006	$ 554.07	$ 584.00	Mar 30, 2006	$ 524.75	Jan 5, 2006	$ 582.00	Mar 31, 2006
Three months to June 30, 2006	$ 627.71	$ 725.00	May 12, 2006	$ 567.00	Jun 20, 2006	$ 613.50	Jun 30, 2006
Three months to September 30, 2006	$ 621.67	$ 663.25	Jul 14, 2006	$ 573.60	Sep 15, 2006	$ 599.25	Sep 29, 2006
Three months to December 31, 2006	$ 613.21	$ 648.75	Dec 1, 2006	$ 560.75	Oct 6, 2006	$ 635.70	Dec 29, 2006[2]
Three months to March 31, 2007	$ 649.82	$ 685.75	Feb 26, 2007	$ 608.40	Jan 10, 2007	$ 661.75	Mar 30, 2007
Three months to June 30, 2007	$ 666.84	$ 691.40	Apr 20, 2007	$ 642.10	Jun 27, 2007	$ 650.50	Jun 29, 2007
Three months to September 30, 2007	$ 680.13	$ 743.00	Sep 28, 2007	$ 648.75	Jul 06, 2007	$ 743.00	Sep 28, 2007
Three months to December 31, 2007	$ 787.41	$ 841.10	Nov 08, 2007	$ 725.50	Oct 04, 2007	$ 836.50	Dec 31, 2007[2]
Three months to March 31, 2008	$ 924.83	$ 1,011.25	Mar 17, 2008	$ 846.75	Jan 02, 2008	$ 933.50	Mar 31, 2008
Three months to June 30, 2008	$ 896.29	$ 946.00	Apr 17, 2008	$ 853.00	May 01, 2008	$ 930.25	Jun 30, 2008
Three months to September 30, 2008	$ 871.60	$ 986.00	Jul 15, 2008	$ 740.75	Sep 11, 2008	$ 884.50	Sep 30, 2008
Three months to	$ 796.52	$ 903.50	Oct 08, 2008	$ 712.50	Oct 24, 2008	$ 865.00	Dec 31, 2008[2]

December 31, 2008							
Twelve months ended December 31, 2006	$ 603.96	$ 725.00	May 12, 2006	$ 524.75	Jan 05, 2006	$ 635.70	Dec 29, 2006
Twelve months ended December 31, 2007	$ 696.40	$ 841.10	Nov 08, 2007	$ 608.40	Jan 10, 2007	$ 836.50	Dec 31, 2007
Twelve months ended December 31, 2008	$ 871.80	$ 1,011.25	Mar 17, 2008	$ 712.50	Oct 24, 2008	$ 865.00	Dec 31, 2008
November 12, 2004 to December 31, 2008	$ 647.87	$ 1,011.25	Mar 17, 2008	$ 411.10	Feb 08, 2005	$ 865.00	Dec 31, 2008

(1) The end of period gold price is the London PM Fix on the last business day of the period. This is in accordance with the Trust Indenture and the basis used for calculating the Net Asset Value of the Trust.

(2) There was no London PM Fix on the last business day of December 2006, 2007 and 2008. The London AM Fix on the last business day was $635.70, $836.50 and $865.00, respectively. The Net Asset Value of the Trust on December 31, 2006, 2007 and 2008 was calculated using the London AM Fix, in accordance with the Trust Indenture.

The upward price trend that began in 2001 has continued for much of the period since the inception of the Trust on November 12, 2004, except for a period of several months during which the gold price corrected between May and October 2006. After reaching a peak of $725.00 at the London PM Fix on May 12, 2006, gold corrected down to a low of $560.75 at the PM Fix on October 6, 2006. The reason most often cited for the correction was a concern among investors that monetary authorities, especially in the U.S., would move to counter the threat of rising inflation by aggressively raising interest rates. These concerns quickly ebbed, however, and as the dollar continued to fall, the gold price rallied from the October 2006 low. In any event, beginning in August 2007, the US authorities began to reduce interest rates in response to the subprime mortgage crisis. The continued reduction in the fed funds rate helped to drive gold to a fresh all-time high of $1,011.25 on March 17, 2008. As the subprime mortgage problems escalated into a global financial crisis, gold has traded in a range from the mid-$900s down to the mid-$700s. The higher prices have tended to coincide with investor buying on fresh news of distress for companies in the financial sector, and the lows appear to have been triggered by selling from investors in the search for liquidity. The average price for the three months to December 31, 2008, was $796.52.

Cautionary Statement Regarding Forward-Looking Information and Risk Factors

This report contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are predictions and actual events or results may differ materially from those expressed in our forward-looking statements. Risks and uncertainties may cause our actual results to differ materially from those

expressed in our forward-looking statements. These uncertainties and other factors include, but are not limited to, the following:

The value of the Shares relates directly to the value of the gold held by the Trust and fluctuations in the price of gold could materially adversely affect an investment in the Shares.

The Shares are designed to mirror as closely as possible the price of gold bullion, and the value of the Shares relates directly to the value of the gold held by the Trust, less the Trust s liabilities (including estimated

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accrued but unpaid expenses). The price of gold has fluctuated widely over the past several years. Several factors may affect the price of gold, including:

- Global gold supply and demand, which is influenced by such factors as forward selling by gold producers, purchases made by gold producers to unwind gold hedge positions, central bank purchases and sales, and production and cost levels in major gold-producing countries such as South Africa, the United States and Australia;
- Global or regional political, economic or financial events and situations;
- Investors expectations with respect to the rate of inflation;
- Currency exchange rates;
- Interest rates; and
- Investment and trading activities of hedge funds and commodity funds.

In addition, investors should be aware that there is no assurance that gold will maintain its long term value in terms of purchasing power in the future. In the event that the price of gold declines, the Sponsor expects the value of an investment in the Shares to decline proportionately.

The sale of gold by the Trust to pay expenses reduces the amount of gold represented by each Share on an ongoing basis irrespective of whether the trading price of the Shares rises or falls in response to changes in the price of gold.

Each outstanding Share represents a fractional, undivided interest in the gold held by the Trust. As the Trust does not generate any income and as the Trust regularly sells gold to pay for its ongoing expenses, the amount of gold represented by each Share has gradually declined over time. This is also true with respect to Shares that are issued in exchange for additional deposits of gold into the Trust, as the amount of gold required to create Shares proportionately reflects the amount of gold represented by the Shares outstanding at the time of creation. Assuming a constant gold price, the trading price of the Shares is expected to gradually decline relative to the price of gold as the amount of gold represented by the Shares gradually declines.

Investors should be aware that the gradual decline in the amount of gold represented by the Shares will occur regardless of whether the trading price of the Shares rises or falls in response to changes in the price of gold.

Readers are urged to review the Risk Factors section contained in the Trust s annual report on Form 10-K for a description of other risks and uncertainties that may affect an investment in our shares.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Not applicable.

Item 4. Controls and Procedures

Disclosure controls and procedures. Under the supervision and with the participation of the Sponsor, World Gold Trust Services, LLC, including its chief executive officer and chief financial officer, we carried out an evaluation of the effectiveness of the design and operation of our company s disclosure controls and procedures. Based upon that

evaluation, our chief executive officer and chief financial officer concluded that our disclosure controls and procedures were effective as of the end of the period covered by this quarterly report.

Internal control over financial reporting. There has been no change in our internal control over financial reporting that occurred during our most recent fiscal quarter that has materially affected or is reasonably likely to materially affect, our internal control over financial reporting.

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PART II - OTHER INFORMATION:

Item 1. Legal Proceedings

Not applicable.

Item 1A. Risk Factors

There have been no material changes in our risk factors since we last reported under Part I, Item 1A, in our Annual Report on Form 10-K for the year ended September 30, 2008.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

As of the date of the formation of the Trust on November 12, 2004, the NAV of the Trust, which represents the value of the gold deposited into the Trust, was $13,081,500, and the NAV per Share was $43.60. Since formation and through December 31, 2008, 4,037 Baskets (403,700,000 Shares) have been created. As of February 4, 2009, 280,900,000 Shares were outstanding and the estimated NAV per Share as determined by the Trustee for February 4, 2009 was $89.00.

Item 3. Defaults Upon Senior Securities

None.

Item 4. Submission of Matters to a Vote of Security Holders

None.

Item 5. Other Information

None.

Item 6. Exhibits

The exhibits listed on the accompanying Exhibit Index, and such Exhibit Index, are filed or incorporated by reference as a part of this report.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned in the capacities* indicated thereunto duly authorized.

WORLD GOLD TRUST SERVICES, LLC
Sponsor of the Equity Gold Trust
(Registrant)

/s/ James E. Burton
James E. Burton
Managing Director
(principal executive officer)

/s/ James Lowe
James Lowe
Chief Financial Officer and Treasurer
(principal financial officer and
principal accounting officer)

Date: February 6, 2009

* The Registrant is a trust and the persons are signing in their capacities as officers of World Gold Trust Services, LLC, the Sponsor of the Registrant.

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EXHIBIT INDEX

Pursuant to Item 601 of Regulation S-K

Exhibit No.	Description of Exhibit
31.1	Certification of Chief Executive Officer pursuant to Rule 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as amended, with respect to the Company s Quarterly Report on Form 10-Q for the quarter ended December 31, 2008.
31.2	Certification of Chief Financial Officer pursuant to Rule 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as amended, with respect to the Company s Quarterly Report on Form 10-Q for the quarter ended December 31, 2008.
32.1	Certification of Principal Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, with respect to the Company s Quarterly Report on Form 10-Q for the quarter ended December 31, 2008.
32.2	Certification of Principal Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, with respect to the Company s Quarterly Report on Form 10-Q for the quarter ended December 31, 2008.