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LEGG MASON INC
Form 13F-HR
August 14, 2008

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2008

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: 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: Executive Vice President
Phone: 410-454-3227

Signature, Place, and Date of Signing:

Peter L. Bain Baltimore, MD August 14, 2008

Report Type (Check only one.):

☐ 13F HOLDINGS REPORT.
☐ 13F NOTICE.
☒ 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
28-3428	Private Capital Management, L.P.
28-3780	Royce & Associates, LLC
28-3658	Barrett Associates, Inc.
28-1801	Bartlett & Co.
28-0377	Batterymarch Financial Management, Inc.
28-2204	Brandywine Global Investment Management, LLC
28-1701	Legg Mason Capital Management, Inc.

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28-6397	Legg Mason Investment Counsel & Trust Co, NA
28-6399	LMM, LLC
28-10245	Western Asset Management Company
28-6251	Legg Mason International Equities
28-11345	Legg Mason Investment Counsel, LLC
28-11611	ClearBridge Advisors, LLC
28-4024	Smith Barney Fund Management, LLC
28-2568	ClearBridge Asset Management, Inc.
28-11198	Legg Mason Asset Management (Japan) Co. Ltd

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form13F Information Table Entry Total: 146

Form13F Information Table Value Total: \$49,871 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

No.	13F File Number	Name
1	28-	Miscellaneous

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
ACCENTURE LTD BERMUDA	CL A	G1150G111	196	4800	SH		DEFINED	1
ACE LTD	ORD	G0070K103	182	3300	SH		DEFINED	1
AEROPOSTALE	COM	007865108	27	850	SH		DEFINED	1
AETNA INC NEW	COM	00817Y108	260	6400	SH		DEFINED	1
AFLAC INC	COM	001055102	382	6070	SH		DEFINED	1
AGCO CORP	COM	001084102	79	1500	SH		DEFINED	1
AGRIUM INC	COM	008916108	764	7100	SH		DEFINED	1
AK STL HLDG CORP	COM	001547108	1100	15940	SH		DEFINED	1
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	125	9900	SH		DEFINED	1
ALTRIA GROUP INC	COM	02209S103	403	19575	SH		DEFINED	1
AMB PROPERTY CORP	COM	00163T109	31	600	SH		DEFINED	1
AMERICAN INTL GROUP INC	COM	026874107	32	1200	SH		DEFINED	1
ANNALY CAP MGMT INC	COM	035710409	56	3600	SH		DEFINED	1
APACHE CORP	COM	037411105	139	1000	SH		DEFINED	1
ARCH CAP GROUP LTD	ORD	G0450A105	186	2800	SH		DEFINED	1
ARCHER DANIELS MIDLAND CO	COM	039483102	211	6230	SH		DEFINED	1
ASSURANT INC	COM	04621X108	944	14300	SH		DEFINED	1
AT&T INC	COM	00206R102	1325	39317	SH		DEFINED	1
AUTOLIV INC	COM	052800109	28	600	SH		DEFINED	1

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BALLY TECHNOLOGIES INC	COM	05874B107	176	5190	SH	DEFINED	1
BANK HAWAII CORP	COM	062540109	293	6110	SH	DEFINED	1
BANK OF AMERICA CORPORATION	COM	060505104	245	10250	SH	DEFINED	1
BAXTER INTL INC	COM	071813109	52	800	SH	DEFINED	1
BECTON DICKINSON & CO	COM	075887109	269	3300	SH	DEFINED	1
BIG LOTS INC	COM	089302103	246	7870	SH	DEFINED	1
BIOGEN IDEC INC	COM	09062X103	400	7150	SH	DEFINED	1
BMC SOFTWARE INC	COM	055921100	1247	34635	SH	DEFINED	1
BRINKS CO	COM	109696104	190	2900	SH	DEFINED	1
BRISTOL MYERS SQUIBB CO	COM	110122108	319	15500	SH	DEFINED	1
BURLINGTON NORTHN SANTA FE C	COM	12189T104	180	1800	SH	DEFINED	1
CATERPILLAR INC DEL	COM	149123101	480	6500	SH	DEFINED	1
CELANESE CORP DEL	COM SER A	150870103	42	900	SH	DEFINED	1
CF INDS HLDGS INC	COM	125269100	619	4050	SH	DEFINED	1
CHEVRON CORP NEW	COM	166764100	1474	14860	SH	DEFINED	1
CHUBB CORP	COM	171232101	339	6900	SH	DEFINED	1
CIMAREX ENERGY CO	COM	171798101	307	4400	SH	DEFINED	1
CISCO SYS INC	COM	17275R102	107	4600	SH	DEFINED	1
CITIGROUP INC	COM	172967101	213	12700	SH	DEFINED	1
COCA COLA CO	COM	191216100	564	10850	SH	DEFINED	1
COCA COLA ENTERPRISES INC	COM	191219104	134	7700	SH	DEFINED	1
CONOCOPHILLIPS	COM	20825C104	1168	12364	SH	DEFINED	1
CORN PRODS INTL INC	COM	219023108	236	4800	SH	DEFINED	1
CORNING INC	COM	219350105	724	31400	SH	DEFINED	1
CSX CORP	COM	126408103	402	6400	SH	DEFINED	1
CTRIPO COM INTL LTD	ADR	22943F100	91	1966	SH	DEFINED	1
CULLEN FROST BANKERS INC	COM	229899109	287	5740	SH	DEFINED	1
CUMMINS INC	COM	231021106	348	5300	SH	DEFINED	1
CVS CAREMARK CORPORATION	COM	126650100	546	13790	SH	DEFINED	1
DAIMLER AG	REG SHS	D1668R123	281	4550	SH	DEFINED	1
DEERE & CO	COM	244199105	556	7700	SH	DEFINED	1
DELL INC	COM	24702R101	666	30400	SH	DEFINED	1
DEVON ENERGY CORP NEW	COM	25179M103	890	7400	SH	DEFINED	1
DEVRY INC DEL	COM	251893103	92	1700	SH	DEFINED	1
DIRECTV GROUP INC	COM	25459L106	333	12840	SH	DEFINED	1
DISNEY WALT CO	COM DISNEY	254687106	292	9350	SH	DEFINED	1
DOMINION RES INC VA NEW	COM	25746U109	43	900	SH	DEFINED	1
DONNELLEY R R & SONS CO	COM	257867101	131	4400	SH	DEFINED	1
EDISON INTL	COM	281020107	283	5500	SH	DEFINED	1
EL PASO CORP	COM	28336L109	301	13800	SH	DEFINED	1
EOG RES INC	COM	26875P101	40	300	SH	DEFINED	1
EXXON MOBIL CORP	COM	30231G102	1402	15900	SH	DEFINED	1
FAIRFAX FINL HLDGS LTD	SUB VTG	303901102	26	100	SH	DEFINED	1
FEDERATED INVS INC PA	CL B	314211103	186	5400	SH	DEFINED	1
FLOWSERVE CORP	COM	34354P105	493	3600	SH	DEFINED	1
FORDING CDN COAL TR	TR UNIT	345425102	77	800	SH	DEFINED	1
FREEPORT-MCMORAN COPPER & GO	COM	35671D857	106	900	SH	DEFINED	1
FRONTLINE LTD	SHS	G3682E127	335	4800	SH	DEFINED	1
GAMESTOP CORP NEW	CL A	36467W109	145	3589	SH	DEFINED	1
GENERAL CABLE CORP DEL NEW	COM	369300108	31	500	SH	DEFINED	1
GENERAL ELECTRIC CO	COM	369604103	303	11335	SH	DEFINED	1
HERBALIFE LTD	COM USD SHS	G4412G101	126	3240	SH	DEFINED	1
HEWLETT PACKARD CO	COM	428236103	1695	38327	SH	DEFINED	1
HUBBELL INC	CL B	443510201	112	2800	SH	DEFINED	1
HUMANA INC	COM	444859102	108	2700	SH	DEFINED	1
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	366	8400	SH	DEFINED	1
INTEL CORP	COM	458140100	692	32210	SH	DEFINED	1
INTERNATIONAL BUSINESS MACHS	COM	459200101	1468	12379	SH	DEFINED	1
INVITROGEN CORP	COM	46185R100	260	6600	SH	DEFINED	1
JOHNSON & JOHNSON	COM	478160104	65	1000	SH	DEFINED	1
JOHNSON CTLS INC	COM	478366107	155	5400	SH	DEFINED	1
JONES LANG LASALLE INC	COM	48020Q107	103	1700	SH	DEFINED	1

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JP MORGAN CHASE & CO	COM	46625H100	559	16283	SH	DEFINED	1
KINETIC CONCEPTS INC	COM NEW	49460W208	24	600	SH	DEFINED	1
KING PHARMACEUTICALS INC	COM	495582108	133	12700	SH	DEFINED	1
KROGER CO	COM	501044101	330	11400	SH	DEFINED	1
LAUDER ESTEE COS INC	CL A	518439104	200	4300	SH	DEFINED	1
LEXMARK INTL NEW	CL A	529771107	250	7450	SH	DEFINED	1
LILLY ELI & CO	COM	532457108	51	1100	SH	DEFINED	1
LOCKHEED MARTIN CORP	COM	539830109	218	2200	SH	DEFINED	1
MANITOWOC INC	COM	563571108	391	12000	SH	DEFINED	1
MANPOWER INC	COM	56418H100	140	2400	SH	DEFINED	1
MANULIFE FINL CORP	COM	56501R106	141	4059	SH	DEFINED	1
MCDONALDS CORP	COM	580135101	180	3200	SH	DEFINED	1
MERCK & CO INC	COM	589331107	98	2600	SH	DEFINED	1
METLIFE INC	COM	59156R108	445	8430	SH	DEFINED	1
MICROSOFT CORP	COM	594918104	1114	40490	SH	DEFINED	1
NABORS INDUSTRIES LTD	SHS	G6359F103	271	5500	SH	DEFINED	1
NIKE INC	CL B	654106103	376	6300	SH	DEFINED	1
NOBLE ENERGY INC	COM	655044105	342	3400	SH	DEFINED	1
NORTHERN TR CORP	COM	665859104	76	1100	SH	DEFINED	1
NOVA CHEMICALS CORP	COM	66977W109	102	4100	SH	DEFINED	1
OCCIDENTAL PETE CORP DEL	COM	674599105	811	9020	SH	DEFINED	1
OGE ENERGY CORP	COM	670837103	241	7600	SH	DEFINED	1
OIL STS INTL INC	COM	678026105	261	4100	SH	DEFINED	1
ORACLE CORP	COM	68389X105	921	43850	SH	DEFINED	1
OWENS ILL INC	COM NEW	690768403	209	5000	SH	DEFINED	1
PARKER HANNIFIN CORP	COM	701094104	36	500	SH	DEFINED	1
PATTERSON UTI ENERGY INC	COM	703481101	282	7800	SH	DEFINED	1
PEPCO HOLDINGS INC	COM	713291102	31	1200	SH	DEFINED	1
PEPSI BOTTLING GROUP INC	COM	713409100	109	3900	SH	DEFINED	1
PETRO-CDA	COM	71644E102	725	13000	SH	DEFINED	1
PFIZER INC	COM	717081103	608	34791	SH	DEFINED	1
PHILIP MORRIS INTL INC	COM	718172109	445	9000	SH	DEFINED	1
PIONEER NAT RES CO	COM	723787107	47	600	SH	DEFINED	1
POTASH CORP SASK INC	COM	73755L107	480	2100	SH	DEFINED	1
PRICELINE COM INC	COM NEW	741503403	532	4600	SH	DEFINED	1
PROCTER & GAMBLE CO	COM	742718109	478	7850	SH	DEFINED	1
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	212	4600	SH	DEFINED	1
QUALCOMM INC	COM	747525103	36	800	SH	DEFINED	1
QWEST COMMUNICATIONS INTL IN	COM	749121109	113	28500	SH	DEFINED	1
RAYTHEON CO	COM NEW	755111507	102	1800	SH	DEFINED	1
RESEARCH IN MOTION LTD	COM	760975102	649	5550	SH	DEFINED	1
ROGERS COMMUNICATIONS INC	CL B	775109200	348	9000	SH	DEFINED	1
ROYAL BK CDA MONTREAL QUE	COM	780087102	449	10030	SH	DEFINED	1
SAFEWAY INC	COM NEW	786514208	53	1830	SH	DEFINED	1
SARA LEE CORP	COM	803111103	228	18549	SH	DEFINED	1
SCHERING PLOUGH CORP	COM	806605101	424	21500	SH	DEFINED	1
SNAP ON INC	COM	833034101	37	700	SH	DEFINED	1
STEEL DYNAMICS INC	COM	858119100	79	2000	SH	DEFINED	1
SYBASE INC	COM	871130100	336	11400	SH	DEFINED	1
TD AMERITRADE HLDG CORP	COM	87236Y108	219	12100	SH	DEFINED	1
TEREX CORP NEW	COM	880779103	309	6000	SH	DEFINED	1
TERRA INDS INC	COM	880915103	50	1000	SH	DEFINED	1
TJX COS INC NEW	COM	872540109	111	3500	SH	DEFINED	1
TORONTO DOMINION BK ONT	COM NEW	891160509	265	4240	SH	DEFINED	1
TRAVELERS COMPANIES INC	COM	89417E109	619	14260	SH	DEFINED	1
TUPPERWARE BRANDS CORP	COM	899896104	38	1100	SH	DEFINED	1
UNION PAC CORP	COM	907818108	31	400	SH	DEFINED	1
UNIT CORP	COM	909218109	307	3700	SH	DEFINED	1
UNITED TECHNOLOGIES CORP	COM	913017109	44	700	SH	DEFINED	1
UNUM GROUP	COM	91529Y106	547	26700	SH	DEFINED	1
US BANCORP DEL	COM NEW	902973304	84	3000	SH	DEFINED	1
WAL MART STORES INC	COM	931142103	856	15222	SH	DEFINED	1

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WESTERN DIGITAL CORP	COM	958102105	790	22850 SH	DEFINED 1
WILLIAMS COS INC DEL	COM	969457100	379	9400 SH	DEFINED 1
XEROX CORP	COM	984121103	169	12400 SH	DEFINED 1