

THOMSON KENNETH R
Form SC 13G/A
February 02, 2005

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 2) *

THE THOMSON CORPORATION

(Name of Issuer)

Common Shares
(Title of Class of Securities)

884903 10 5
(CUSIP Number)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 884903 10 5

13G/A

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON (entities only)

Kenneth R. Thomson

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Canadian

5 SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 448,828,407

6 SHARED VOTING POWER
7 SOLE DISPOSITIVE POWER
448,828,407

8 SHARED DISPOSITIVE POWER
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

448,828,407

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

68.51%

12 TYPE OF REPORTING PERSON (See Instructions)

IN

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Item 1(a). Name of Issuer:
The Thomson Corporation

Item 1(b). Address of Issuer's Principal Executive Offices:
Metro Center
One Station Place
Stamford, Connecticut 06902

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- Item 2(a). Name of Person Filing:
Kenneth R. Thomson
- Item 2(b). Address of Principal Business Office or, if None, Residence:
65 Queen Street West
24th Floor
Toronto, Ontario
M5H 2M8, Canada
- Item 2(c). Citizenship:
Canadian
- Item 2(d). Title of Class of Securities:
Common Shares
- Item 2(e). CUSIP Number:
Common Shares: 884903 10 5
- Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:
Not applicable.

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- Item 4. Ownership.
- (a) Amount Beneficially Owned:
448,828,407
- (b) Percent of Class:
68.51%
- (c) Number of shares as to which such person has:
- (i) sole power to vote or to direct the vote:
448,828,407
- (ii) shared power to vote or to direct the vote:
0
- (iii) sole power to dispose or to direct the disposition of:
448,828,407
- (iv) shared power to dispose or to direct the disposition of:
0

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The 448,828,407 common shares reported as beneficially owned by Mr. Thomson are owned by Mr. Thomson through intermediate holding companies. Mr. Thomson owns, indirectly, the majority of the outstanding voting securities of each such intermediate company.

Item 5. Ownership of Five Percent or Less of a Class:

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

The 448,828,407 common shares reported as beneficially owned by Mr. Thomson are owned by Mr. Thomson through intermediate holding companies. Mr. Thomson owns, indirectly, the majority of the outstanding voting securities of each such intermediate company.

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security on by the Parent Holding Company or Control Person:

Not applicable.

Item 8. Identification and Classification of Members of the Group:

Not applicable.

Item 9. Notice of Dissolution of Group:

Not applicable.

Item 10. Certification:

Not applicable. This statement is not being filed pursuant to Rule 13d-1(b) or

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 2, 2005

/s/ Kenneth R. Thomson

Kenneth R. Thomson