

EATON VANCE SENIOR INCOME TRUST  
Form N-Q  
May 25, 2012

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANIES**

**811-09013**

**Investment Company Act File Number**

**Eaton Vance Senior Income Trust**

(Exact Name of Registrant as Specified in Charter)

Two International Place, Boston, Massachusetts 02110

(Address of Principal Executive Offices)

Maureen A. Gemma

Two International Place, Boston, Massachusetts 02110

(Name and Address of Agent for Services)

(617) 482-8260

(Registrant's Telephone Number, Including Area Code)

June 30

Date of Fiscal Year End

March 31, 2012

Date of Reporting Period

**Item 1. Schedule of Investments**

## Eaton Vance

## Senior Income Trust

March 31, 2012

## Portfolio of Investments (Unaudited)

## Senior Floating-Rate Interests 143.6%

Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Aerospace and Defense 2.4%</b>		
<b>Booz Allen Hamilton Inc.</b>		
Term Loan, 3.75%, Maturing August 3, 2017	248	\$ 248,892
<b>DAE Aviation Holdings, Inc.</b>		
Term Loan, 5.56%, Maturing July 31, 2014	697	691,780
Term Loan, 5.56%, Maturing July 31, 2014	731	725,629
<b>Ducommun Incorporated</b>		
Term Loan, 5.50%, Maturing June 28, 2017	273	273,279
<b>IAP Worldwide Services, Inc.</b>		
Term Loan, 9.25%, Maturing December 28, 2012	913	826,002
<b>Sequa Corporation</b>		
Term Loan, 3.84%, Maturing December 3, 2014	397	393,581
<b>TASC, Inc.</b>		
Term Loan, 4.50%, Maturing December 18, 2015	743	734,697
<b>Transdigm, Inc.</b>		
Term Loan, 4.00%, Maturing February 14, 2017	399	399,831
Term Loan, 4.00%, Maturing February 14, 2017	1,584	1,586,899
<b>Wyle Services Corporation</b>		
Term Loan, 5.75%, Maturing March 27, 2017	394	392,999
		\$ 6,273,589
<b>Air Transport 0.6%</b>		
<b>Evergreen International Aviation, Inc.</b>		
Term Loan, 11.50%, Maturing June 30, 2015	428	\$ 373,463
<b>Orbitz Worldwide Inc.</b>		
Term Loan, 3.32%, Maturing July 25, 2014	1,372	1,306,367
		\$ 1,679,830
<b>Automotive 6.8%</b>		
<b>Allison Transmission, Inc.</b>		
Term Loan, 2.75%, Maturing August 7, 2014	2,403	\$ 2,389,827
<b>Autoparts Holdings Limited</b>		
Term Loan, Maturing July 28, 2017 <sup>(2)</sup>	700	705,250
<b>Chrysler Group LLC</b>		
Term Loan, 6.00%, Maturing May 24, 2017	4,098	4,169,825
<b>Delphi Corporation</b>		
Term Loan, 3.50%, Maturing March 31, 2017	936	937,094
<b>Federal-Mogul Corporation</b>		
Term Loan, 2.18%, Maturing December 29, 2014	2,203	2,122,798
Term Loan, 2.18%, Maturing December 28, 2015	576	554,758

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<b>Goodyear Tire &amp; Rubber Company (The)</b>		
Term Loan - Second Lien, 1.75%, Maturing April 30, 2014	2,300	2,296,646
<b>HHI Holdings LLC</b>		
Term Loan, 7.00%, Maturing March 21, 2017	372	374,047
<b>Metaldyne Company LLC</b>		
Term Loan, 5.25%, Maturing May 18, 2017	1,265	1,268,427
<b>SRAM, LLC</b>		
Term Loan, 4.75%, Maturing June 7, 2018	643	643,985
<b>Tomkins LLC</b>		
Term Loan, 4.25%, Maturing September 29, 2016	964	965,393

Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>TriMas Corporation</b>		
Term Loan, 4.27%, Maturing June 21, 2017	521	\$ 522,365
<b>Veyance Technologies, Inc.</b>		
Term Loan, 2.75%, Maturing July 31, 2014	101	95,754
Term Loan, 2.75%, Maturing July 31, 2014	702	668,528
Term Loan - Second Lien, 5.99%, Maturing July 31, 2015	425	381,083
		<b>\$ 18,095,780</b>
<b>Beverage and Tobacco 0.0%</b>		
<b>Maine Beverage Company</b>		
Term Loan, 2.33%, Maturing March 31, 2013	68	\$ 66,637
		<b>\$ 66,637</b>
<b>Building and Development 1.2%</b>		
<b>Armstrong World Industries, Inc.</b>		
Term Loan, 4.00%, Maturing March 9, 2018	447	\$ 446,063
<b>Beacon Sales Acquisition, Inc.</b>		
Term Loan, 3.07%, Maturing September 30, 2013	326	323,379
<b>Goodman Global Inc.</b>		
Term Loan, 5.75%, Maturing October 28, 2016	838	843,883
<b>Panolam Industries International, Inc.</b>		
Term Loan, 8.25%, Maturing December 31, 2013	442	424,149
<b>RE/MAX International, Inc.</b>		
Term Loan, 5.50%, Maturing April 15, 2016	841	839,558
<b>Summit Materials Companies I, LLC</b>		
Term Loan, 6.00%, Maturing January 30, 2019	250	252,187
		<b>\$ 3,129,219</b>
<b>Business Equipment and Services 14.7%</b>		
<b>ACCO Brands Corporation</b>		
Term Loan, Maturing March 8, 2019 <sup>(2)</sup>	250	\$ 250,469
<b>Acosta, Inc.</b>		
Term Loan, 4.75%, Maturing March 1, 2018	636	634,445
<b>Axiom Corporation</b>		
Term Loan, 3.50%, Maturing March 15, 2015	358	360,684
<b>Advantage Sales &amp; Marketing, Inc.</b>		
Term Loan, 5.25%, Maturing December 18, 2017	1,412	1,412,528
<b>Affinion Group, Inc.</b>		
Term Loan, 5.00%, Maturing October 10, 2016	2,282	2,168,677
<b>Allied Security Holdings, LLC</b>		
Term Loan, 5.25%, Maturing February 3, 2017	495	495,928
<b>Altegrity, Inc.</b>		
Term Loan, 7.75%, Maturing February 20, 2015	339	340,876
Term Loan, 2.99%, Maturing February 21, 2015	717	688,057
<b>Audatex North America, Inc.</b>		
Term Loan, 2.69%, Maturing May 16, 2014	EUR 404	527,548
<b>BAR/BRI Review Courses, Inc.</b>		
Term Loan, 6.00%, Maturing June 16, 2017	374	371,726
<b>Brand Energy &amp; Infrastructure Services, Inc.</b>		
Term Loan, 2.50%, Maturing February 7, 2014	455	417,459
Term Loan, 3.76%, Maturing February 7, 2014	389	362,111
<b>Brickman Group Holdings Inc.</b>		

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Term Loan, 7.25%, Maturing October 14, 2016	568	573,018
<b>Brock Holdings III, Inc.</b>		
Term Loan, 6.03%, Maturing March 16, 2017	576	576,353
<b>ClientLogic Corporation</b>		

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Borrower/Tranche Description	N(000.000.000) Principal Amount* (000 s omitted)	N(000.000.000) Value
Term Loan, 7.17%, Maturing January 30, 2017	EUR 586	\$ 734,106
Term Loan, 7.33%, Maturing January 30, 2017	303	290,225
<b>DynCorp International LLC</b>		
Term Loan, 6.25%, Maturing July 7, 2016	329	329,674
<b>Education Management LLC</b>		
Term Loan, Maturing March 29, 2018 <sup>(2)</sup>	1,050	1,018,500
<b>Endurance International Group, Inc. (The)</b>		
Term Loan, 7.75%, Maturing December 20, 2017	424	424,997
<b>Fidelity National Information Solutions, Inc.</b>		
Term Loan, 4.25%, Maturing July 18, 2016	173	174,651
<b>Genesys Telecom Holdings, U.S., Inc.</b>		
Term Loan, 6.75%, Maturing January 31, 2019	325	328,128
<b>Go Daddy Operating Company, LLC</b>		
Term Loan, 5.50%, Maturing December 17, 2018	721	724,080
<b>IMS Health Incorporated</b>		
Term Loan, 4.50%, Maturing August 25, 2017	860	863,448
<b>KAR Auction Services, Inc.</b>		
Term Loan, 5.00%, Maturing May 19, 2017	1,439	1,444,073
<b>Kronos, Inc.</b>		
Term Loan, 5.33%, Maturing June 9, 2017	545	544,320
Term Loan, 6.25%, Maturing December 28, 2017	424	429,237
Term Loan, 10.58%, Maturing June 8, 2018	500	512,500
<b>Language Line, LLC</b>		
Term Loan, 6.25%, Maturing June 20, 2016	1,047	1,053,139
<b>Lawson Software Inc.</b>		
Term Loan, Maturing March 30, 2018 <sup>(2)</sup>	2,575	2,549,250
<b>Meritas LLC</b>		
Term Loan, 7.50%, Maturing July 28, 2017	393	391,159
<b>Mitchell International, Inc</b>		
Term Loan - Second Lien, 5.75%, Maturing March 30, 2015	500	487,500
<b>Monitronics International Inc</b>		
Term Loan, 5.50%, Maturing March 16, 2018	425	425,885
<b>MSCI, Inc.</b>		
Term Loan, 3.50%, Maturing March 14, 2017	1,387	1,388,114
<b>Oz Management LP</b>		
Term Loan, Maturing November 15, 2016 <sup>(2)</sup>	675	570,375
<b>Quintiles Transnational Corp.</b>		
Term Loan, 5.00%, Maturing June 8, 2018	2,159	2,166,783
<b>Res-Care, Inc.</b>		
Term Loan, 7.75%, Maturing December 22, 2016	420	413,392
<b>Sabre, Inc.</b>		
Term Loan, 2.33%, Maturing September 30, 2014	2,583	2,428,863
<b>Sensus USA Inc.</b>		
Term Loan, 4.75%, Maturing May 9, 2017	347	347,366
<b>Softlayer Technologies, Inc.</b>		
Term Loan, 7.25%, Maturing November 5, 2016	321	322,743
<b>Sungard Data Systems, Inc.</b>		
Term Loan, 3.98%, Maturing February 26, 2016	1,328	1,331,900
Term Loan, 3.99%, Maturing February 28, 2017	2,163	2,172,317
<b>SymphonyIRI Group, Inc.</b>		
Term Loan, 5.00%, Maturing December 1, 2017	422	421,900
<b>Trans Union, LLC</b>		
Term Loan, 4.75%, Maturing February 12, 2018	1,938	1,959,202
<b>Travelport LLC</b>		
Term Loan, 4.97%, Maturing August 21, 2015	299	272,903
Term Loan, 5.08%, Maturing August 21, 2015	1,103	1,007,910
Term Loan, 5.80%, Maturing August 21, 2015	EUR 371	427,788





Borrower/Tranche Description	N(000.000.000) Principal Amount* (000 s omitted)	N(000.000.000) Value
<b>U.S. Security Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing July 28, 2017	61	\$ 61,380
Term Loan, 6.00%, Maturing July 28, 2017	312	313,607
<b>West Corporation</b>		
Term Loan, 4.49%, Maturing July 15, 2016	359	360,697
Term Loan, 4.60%, Maturing July 15, 2016	1,021	1,025,135
		<b>\$ 38,897,126</b>
<b>Cable and Satellite Television 5.7%</b>		
<b>Atlantic Broadband Finance, LLC</b>		
Term Loan, 4.00%, Maturing March 8, 2016	617	\$ 617,473
<b>BBHI Acquisition LLC</b>		
Term Loan, 4.50%, Maturing December 14, 2017	617	617,316
<b>Bragg Communications Incorporated</b>		
Term Loan, 4.00%, Maturing February 28, 2018	200	200,260
<b>Cequel Communications, LLC</b>		
Term Loan, 4.00%, Maturing February 14, 2019	2,225	2,207,618
<b>Crown Media Holdings, Inc.</b>		
Term Loan, 5.75%, Maturing July 14, 2018	227	227,860
<b>CSC Holdings, Inc.</b>		
Term Loan, 1.99%, Maturing March 29, 2016	1,940	1,926,458
<b>Kabel Deutschland GMBH</b>		
Term Loan, 4.25%, Maturing February 1, 2019	550	549,771
<b>Lavena Holdings 4 GmbH</b>		
Term Loan, 3.68%, Maturing March 6, 2015	EUR 521	610,223
Term Loan, 4.06%, Maturing March 4, 2016	EUR 521	610,223
Term Loan, 8.43%, Maturing March 6, 2017	EUR 212	200,122
Term Loan - Second Lien, 5.18%, Maturing September 2, 2016	EUR 271	288,129
<b>MCC Iowa LLC</b>		
Term Loan, 1.95%, Maturing January 30, 2015	791	765,623
<b>Mediacom Broadband LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	737	736,414
<b>Mediacom Illinois, LLC</b>		
Term Loan, 1.95%, Maturing January 30, 2015	1,871	1,805,816
<b>Mediacom LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	393	392,836
<b>NDS Finance Limited</b>		
Term Loan, 4.00%, Maturing March 12, 2018	693	694,906
<b>UPC Broadband Holding B.V.</b>		
Term Loan, 4.32%, Maturing December 31, 2016	EUR 726	941,748
<b>UPC Financing Partnership</b>		
Term Loan, 3.74%, Maturing December 30, 2016	379	378,531
Term Loan, 3.74%, Maturing December 29, 2017	1,037	1,032,723
Term Loan, 4.75%, Maturing December 29, 2017	200	200,208
		<b>\$ 15,004,258</b>
<b>Chemicals and Plastics 5.7%</b>		
<b>Ashland, Inc.</b>		
Term Loan, 3.75%, Maturing August 23, 2018	945	\$ 946,535
<b>AZ Chem US Inc.</b>		
Term Loan, 7.25%, Maturing December 22, 2017	620	628,036
<b>General Chemical Corporation</b>		
Term Loan, 5.00%, Maturing October 6, 2015	277	277,740
<b>Harko C.V.</b>		

Term Loan, 5.75%, Maturing August 2, 2017

498

501,646

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Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Houghton International, Inc.</b>		
Term Loan, 6.75%, Maturing January 29, 2016	419	\$ 420,760
<b>Huntsman International, LLC</b>		
Term Loan, 2.55%, Maturing June 30, 2016	855	840,078
Term Loan, 2.85%, Maturing April 19, 2017	625	617,311
<b>Ineos Holdings Limited</b>		
Term Loan, 9.00%, Maturing June 16, 2015	EUR 750	1,039,817
<b>Ineos US Finance, LLC</b>		
Term Loan, 8.00%, Maturing December 16, 2014	147	152,563
<b>Momentive Performance Materials Inc.</b>		
Term Loan, Maturing May 29, 2015 <sup>(2)</sup>	325	311,187
<b>Momentive Performance Materials USA Inc.</b>		
Term Loan, 3.75%, Maturing May 5, 2015	995	956,204
<b>Momentive Specialty Chemicals Inc.</b>		
Term Loan, 4.00%, Maturing May 5, 2015	718	714,339
Term Loan, 4.25%, Maturing May 5, 2015	323	321,149
Term Loan, 4.25%, Maturing May 5, 2015	476	470,892
<b>Norit NV</b>		
Term Loan, 6.75%, Maturing July 7, 2017	622	626,539
<b>PolyOne Corp.</b>		
Term Loan, 5.00%, Maturing December 20, 2017	324	325,910
<b>Rockwood Specialties Group, Inc.</b>		
Term Loan, 3.50%, Maturing February 9, 2018	1,163	1,172,083
<b>Styron S.A.R.L, LLC</b>		
Term Loan, 6.00%, Maturing August 2, 2017	1,679	1,538,155
<b>Tronox, Inc.</b>		
Term Loan, 1.00%, Maturing February 8, 2018 <sup>(4)</sup>	91	91,128
Term Loan, 4.25%, Maturing February 8, 2018	334	334,555
<b>Univar Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	2,753	2,762,207
		<b>\$ 15,048,834</b>
<b>Clothing/Textiles 0.1%</b>		
<b>Phillips-Van Heusen Corporation</b>		
Term Loan, 3.50%, Maturing May 6, 2016	272	\$ 273,232
		<b>\$ 273,232</b>
<b>Conglomerates 2.3%</b>		
<b>Jason Incorporated</b>		
Term Loan, 8.25%, Maturing September 21, 2014	114	\$ 114,137
Term Loan, 7.75%, Maturing September 22, 2014	100	99,251
Term Loan, 8.25%, Maturing September 22, 2014	46	45,619
<b>Rexnord Corporation</b>		
Term Loan, 5.00%, Maturing April 2, 2018	1,675	1,677,457
<b>RGIS Holdings LLC</b>		
Term Loan, 2.74%, Maturing April 30, 2014	1,837	1,814,009
Term Loan, 2.97%, Maturing April 30, 2014	93	92,141
<b>Spectrum Brands, Inc.</b>		
Term Loan, 5.00%, Maturing June 17, 2016	1,114	1,118,581
<b>Walter Energy, Inc.</b>		
Term Loan, 4.00%, Maturing April 2, 2018	1,119	1,115,712
		<b>\$ 6,076,907</b>

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<b>Containers and Glass Products</b>	<b>2.3%</b>			
<b>Berry Plastics Corporation</b>				
Term Loan, 2.24%, Maturing April 3, 2015		950	\$	929,456

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Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Borrower/Tranche Description</b>		
<b>BWAY Corporation</b>		
Term Loan, 4.50%, Maturing February 23, 2018	72	\$ 72,185
Term Loan, 4.50%, Maturing February 23, 2018	781	783,059
<b>Hillex Poly Co. LLC</b>		
Term Loan, 11.25%, Maturing November 16, 2015	407	417,448
<b>Pelican Products, Inc.</b>		
Term Loan, 5.00%, Maturing March 7, 2017	355	354,605
<b>Reynolds Group Holdings Inc.</b>		
Term Loan, 6.50%, Maturing February 9, 2018	891	903,599
Term Loan, 6.50%, Maturing August 9, 2018	2,387	2,420,170
<b>Sealed Air Corporation</b>		
Term Loan, 4.75%, Maturing October 3, 2018	320	324,168
		<b>\$ 6,204,690</b>
<b>Cosmetics/Toiletries 0.5%</b>		
<b>Bausch &amp; Lomb, Inc.</b>		
Term Loan, 3.49%, Maturing April 24, 2015	193	\$ 193,023
Term Loan, 3.67%, Maturing April 24, 2015	790	789,968
<b>KIK Custom Products, Inc.</b>		
Term Loan - Second Lien, 5.24%, Maturing November 28, 2014	525	351,750
		<b>\$ 1,334,741</b>
<b>Drugs 1.3%</b>		
<b>Aptalis Pharma, Inc.</b>		
Term Loan, 5.50%, Maturing February 10, 2017	790	\$ 790,658
<b>Capsugel Holdings US, Inc.</b>		
Term Loan, 5.25%, Maturing August 1, 2018	643	649,449
<b>Endo Pharmaceuticals Holdings Inc.</b>		
Term Loan, 4.00%, Maturing June 18, 2018	258	258,726
<b>Warner Chilcott Company, LLC</b>		
Term Loan, 4.25%, Maturing March 15, 2018	407	407,493
<b>Warner Chilcott Corporation</b>		
Term Loan, 4.25%, Maturing March 15, 2018	815	814,986
<b>WC Luxco S.a.r.l.</b>		
Term Loan, 4.25%, Maturing March 15, 2018	560	560,303
		<b>\$ 3,481,615</b>
<b>Electronics/Electrical 10.5%</b>		
<b>Aeroflex Incorporated</b>		
Term Loan, 4.25%, Maturing May 9, 2018	1,224	\$ 1,200,199
<b>Aspect Software, Inc.</b>		
Term Loan, 6.25%, Maturing May 6, 2016	760	764,766
<b>Attachmate Corporation</b>		
Term Loan, 6.50%, Maturing April 27, 2017	1,438	1,434,980
<b>Cinedigm Digital Funding I, LLC</b>		
Term Loan, 5.25%, Maturing April 29, 2016	258	257,611
<b>CommScope, Inc.</b>		
Term Loan, 4.25%, Maturing January 12, 2018	1,064	1,066,392
<b>Dealer Computer Services, Inc.</b>		
Term Loan, 3.75%, Maturing April 20, 2018	1,009	1,006,983
<b>DG FastChannel, Inc.</b>		
Term Loan, 5.75%, Maturing July 26, 2018	775	775,626

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**Eagle Parent, Inc.**

Term Loan, 5.00%, Maturing May 16, 2018	1,315	1,306,638
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**Edwards (Cayman Islands II) Limited**

Term Loan, 5.50%, Maturing May 31, 2016	617	612,752
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Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>FCI International</b>		
Term Loan, 3.62%, Maturing November 1, 2013	65	\$ 64,446
Term Loan, 3.62%, Maturing November 1, 2013	65	64,446
Term Loan, 3.62%, Maturing November 1, 2013	68	66,941
Term Loan, 3.62%, Maturing November 1, 2013	68	66,941
<b>Freescale Semiconductor, Inc.</b>		
Term Loan, 4.49%, Maturing December 1, 2016	1,778	1,734,542
<b>Infor Enterprise Solutions Holdings, Inc.</b>		
Term Loan, 5.74%, Maturing March 3, 2014	250	248,177
Term Loan, 4.97%, Maturing July 28, 2015	480	475,050
Term Loan, 5.97%, Maturing July 28, 2015	372	369,680
Term Loan, 5.97%, Maturing July 28, 2015	712	708,851
Term Loan, 7.25%, Maturing July 28, 2015	1,997	1,994,451
Term Loan - Second Lien, 6.49%, Maturing March 3, 2014	92	91,609
Term Loan - Second Lien, 6.49%, Maturing March 3, 2014	158	156,988
<b>Microsemi Corporation</b>		
Term Loan, 4.00%, Maturing February 2, 2018	796	797,522
<b>NeuStar, Inc.</b>		
Term Loan, 5.00%, Maturing November 8, 2018	498	499,988
<b>Nxp B.V.</b>		
Term Loan, 4.50%, Maturing March 3, 2017	1,361	1,336,294
Term Loan, 5.50%, Maturing March 3, 2017	522	521,504
Term Loan, 5.25%, Maturing March 19, 2019	825	818,812
<b>Open Solutions, Inc.</b>		
Term Loan, 2.69%, Maturing January 23, 2014	1,140	1,063,246
<b>Rocket Software, Inc.</b>		
Term Loan, 7.00%, Maturing February 8, 2018	224	225,139
Term Loan - Second Lien, 10.25%, Maturing February 8, 2019	250	250,000
<b>Rovi Solutions Corporation</b>		
Term Loan, Maturing March 28, 2019 <sup>(2)</sup>	400	398,000
<b>Semtech Corp</b>		
Term Loan, 4.25%, Maturing March 15, 2017	200	200,000
<b>Sensata Technologies Finance Company, LLC</b>		
Term Loan, 4.00%, Maturing May 11, 2018	1,787	1,787,431
<b>Serena Software, Inc.</b>		
Term Loan, 4.47%, Maturing March 10, 2016	715	696,853
Term Loan, Maturing March 10, 2016 <sup>(2)</sup>	175	172,375
<b>Shield Finance Co S.A.R.L.</b>		
Term Loan, 7.75%, Maturing June 15, 2016	403	402,688
<b>SkillSoft Corporation</b>		
Term Loan, 6.50%, Maturing May 26, 2017	124	124,997
Term Loan, 6.50%, Maturing May 26, 2017	489	491,639
<b>Sophia, L.P.</b>		
Term Loan, 6.25%, Maturing July 19, 2018	700	711,900
<b>Sunquest Information Systems, Inc.</b>		
Term Loan, 6.25%, Maturing December 16, 2016	372	373,118
<b>VeriFone Inc.</b>		
Term Loan, 4.25%, Maturing December 28, 2018	249	250,341
<b>Vertafore, Inc.</b>		
Term Loan, 5.25%, Maturing July 29, 2016	1,068	1,063,334
<b>Web.com Group, Inc.</b>		
Term Loan, 7.00%, Maturing October 27, 2017	1,079	1,071,724
		<b>\$ 27,724,974</b>





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Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Equipment Leasing 1.0%</b>		
<b>BakerCorp International, Inc.</b>		
Term Loan, 5.00%, Maturing June 1, 2018	423	\$ 424,461
<b>Delos Aircraft Inc.</b>		
Term Loan, 7.00%, Maturing March 17, 2016	425	427,628
<b>Flying Fortress Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	1,700	1,714,875
		<b>\$ 2,566,964</b>
<b>Farming/Agriculture 0.1%</b>		
<b>Wm. Bolthouse Farms, Inc.</b>		
Term Loan, 5.51%, Maturing February 11, 2016	301	\$ 303,089
		<b>\$ 303,089</b>
<b>Financial Intermediaries 6.2%</b>		
<b>AmWINS Group, Inc.</b>		
Term Loan - Second Lien, 5.75%, Maturing June 8, 2014	500	\$ 473,750
<b>Asset Acceptance Capital Corp.</b>		
Term Loan, 8.75%, Maturing November 8, 2017	642	643,480
<b>CB Richard Ellis Services, Inc.</b>		
Term Loan, 3.49%, Maturing March 5, 2018	345	343,104
Term Loan, 3.74%, Maturing September 4, 2019	325	324,042
<b>Citco III Limited</b>		
Term Loan, 5.50%, Maturing June 29, 2018	1,342	1,332,301
<b>First Data Corporation</b>		
Term Loan, 2.99%, Maturing September 24, 2014	245	236,108
Term Loan, 2.99%, Maturing September 24, 2014	992	958,066
Term Loan, 2.99%, Maturing September 24, 2014	1,000	965,214
Term Loan, 4.24%, Maturing March 23, 2018	1,020	931,748
<b>Grosvenor Capital Management Holdings, LLP</b>		
Term Loan, 4.25%, Maturing December 5, 2016	1,097	1,056,060
<b>Hamilton Lane Advisors, LLC</b>		
Term Loan, 6.50%, Maturing February 23, 2018	375	375,937
<b>Harbourvest Partners, LLC</b>		
Term Loan, 6.25%, Maturing December 16, 2016	530	532,424
<b>iPayment, Inc.</b>		
Term Loan, 5.75%, Maturing May 8, 2017	959	958,600
<b>LPL Holdings, Inc.</b>		
Term Loan, Maturing March 23, 2017 <sup>(2)</sup>	475	465,500
Term Loan, 4.00%, Maturing March 22, 2019	1,550	1,550,969
<b>Mercury Payment Systems Canada, LLC</b>		
Term Loan, 5.50%, Maturing July 3, 2017	323	324,175
<b>Nuveen Investments, Inc.</b>		
Term Loan, 5.75%, Maturing May 12, 2017	1,412	1,412,891
Term Loan, 5.76%, Maturing May 13, 2017	1,209	1,211,095
Term Loan, 7.25%, Maturing May 13, 2017	225	227,813
<b>RJO Holdings Corp.</b>		
Term Loan, 6.25%, Maturing December 10, 2015 <sup>(5)</sup>	4	3,053
Term Loan, 7.00%, Maturing December 10, 2015 <sup>(5)</sup>	118	92,240
<b>RPI Finance Trust</b>		
Term Loan, 4.00%, Maturing May 9, 2018	1,762	1,766,092
<b>Vantiv, LLC</b>		
Term Loan, 2.75%, Maturing February 27, 2019	250	250,547



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Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Food Products 6.3%</b>		
<b>Dean Foods Company</b>		
Term Loan, 1.75%, Maturing April 2, 2014	1,285	\$ 1,274,015
<b>Del Monte Foods Company</b>		
Term Loan, 4.50%, Maturing March 8, 2018	3,327	3,323,203
<b>Dole Food Company Inc.</b>		
Term Loan, 5.04%, Maturing July 6, 2018	1,183	1,190,948
<b>High Liner Foods Incorporated</b>		
Term Loan, 7.00%, Maturing January 3, 2018	318	318,680
<b>JBS USA Holdings Inc.</b>		
Term Loan, 4.25%, Maturing May 25, 2018	995	997,630
<b>Michael Foods Group, Inc.</b>		
Term Loan, 4.25%, Maturing February 23, 2018	824	825,936
<b>NBTY, Inc.</b>		
Term Loan, 4.25%, Maturing October 2, 2017	2,883	2,890,172
<b>Pierre Foods, Inc.</b>		
Term Loan, 7.00%, Maturing September 30, 2016	916	917,576
<b>Pinnacle Foods Finance LLC</b>		
Term Loan, 2.83%, Maturing April 2, 2014	2,906	2,913,612
<b>Solvest Ltd.</b>		
Term Loan, 5.03%, Maturing July 6, 2018	2,117	2,131,174
		<b>\$ 16,782,946</b>
<b>Food Service 6.1%</b>		
<b>Aramark Corporation</b>		
Term Loan, 3.34%, Maturing July 26, 2016	88	\$ 88,026
Term Loan, 3.34%, Maturing July 26, 2016	157	156,661
Term Loan, 3.49%, Maturing July 26, 2016	2,386	2,382,143
Term Loan, 3.65%, Maturing July 26, 2016	1,081	1,079,597
Term Loan, 4.40%, Maturing July 26, 2016	GBP 475	748,366
<b>Buffets, Inc.</b>		
Term Loan, 0.00%, Maturing April 21, 2015 <sup>(6)</sup>	624	276,006
Term Loan, 0.00%, Maturing April 22, 2015 <sup>(6)</sup>	68	36,019
<b>Burger King Corporation</b>		
Term Loan, 4.50%, Maturing October 19, 2016	2,244	2,243,438
<b>Denny s Inc.</b>		
Term Loan, 5.25%, Maturing September 30, 2016	864	867,415
<b>DineEquity, Inc.</b>		
Term Loan, 4.25%, Maturing October 19, 2017	1,557	1,558,805
<b>Dunkin Brands, Inc.</b>		
Term Loan, 4.00%, Maturing November 23, 2017	1,345	1,345,868
<b>NPC International, Inc.</b>		
Term Loan, Maturing April 12, 2019 <sup>(2)</sup>	350	350,000
<b>OSI Restaurant Partners, LLC</b>		
Term Loan, 3.19%, Maturing June 14, 2013	236	232,044
Term Loan, 2.57%, Maturing June 14, 2014	2,342	2,303,994
<b>U.S. Foodservice, Inc.</b>		
Term Loan, 2.74%, Maturing July 3, 2014	1,496	1,447,021
<b>Weight Watchers International, Inc.</b>		
Term Loan, 4.00%, Maturing March 12, 2019	675	673,216
<b>Wendy s/Arby s Restaurants, LLC</b>		
Term Loan, 5.00%, Maturing May 24, 2017	397	398,668
		<b>\$ 16,187,287</b>



Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Food/Drug Retailers 5.0%</b>		
<b>Alliance Boots Holdings Limited</b>		
Term Loan, 3.59%, Maturing July 9, 2015	GBP 1,775	\$ 2,620,503
<b>General Nutrition Centers, Inc.</b>		
Term Loan, 4.25%, Maturing March 2, 2018	3,100	3,098,701
<b>Pantry, Inc. (The)</b>		
Term Loan, 2.00%, Maturing May 15, 2014	107	105,695
Term Loan, 2.00%, Maturing May 15, 2014	373	367,042
<b>Rite Aid Corporation</b>		
Term Loan, 2.00%, Maturing June 4, 2014	3,907	3,845,036
Term Loan, 4.50%, Maturing March 2, 2018	1,069	1,058,751
<b>Roundy s Supermarkets, Inc.</b>		
Term Loan, 5.75%, Maturing February 8, 2019	500	503,750
<b>Supervalu Inc.</b>		
Term Loan, 4.50%, Maturing April 28, 2018	1,634	1,635,878
		<b>\$ 13,235,356</b>
<b>Health Care 17.0%</b>		
<b>1-800 Contacts, Inc.</b>		
Term Loan, 7.70%, Maturing March 4, 2015	448	\$ 451,763
<b>Alere, Inc.</b>		
Term Loan, 4.50%, Maturing June 30, 2017	299	298,034
Term Loan, 4.50%, Maturing June 30, 2017	1,194	1,189,150
Term Loan, Maturing March 28, 2018 <sup>(2)</sup>	225	224,438
<b>Alliance Healthcare Services, Inc.</b>		
Term Loan, 7.25%, Maturing June 1, 2016	526	486,723
<b>Ardent Medical Services, Inc.</b>		
Term Loan, 6.50%, Maturing September 15, 2015	348	349,104
<b>Aveta Holdings, LLC</b>		
Term Loan, 8.50%, Maturing April 14, 2015	160	160,466
Term Loan, 8.50%, Maturing April 14, 2015	160	160,466
<b>Biomet Inc.</b>		
Term Loan, 3.38%, Maturing March 25, 2015	2,919	2,890,659
<b>CareStream Health, Inc.</b>		
Term Loan, 5.00%, Maturing February 25, 2017	767	753,638
<b>Catalent Pharma Solutions</b>		
Term Loan, 4.24%, Maturing September 15, 2016	1,266	1,254,587
Term Loan, 5.25%, Maturing September 15, 2017	324	324,188
<b>Community Health Systems, Inc.</b>		
Term Loan, 2.63%, Maturing July 25, 2014	2,566	2,536,979
Term Loan, 3.99%, Maturing January 25, 2017	1,546	1,526,551
<b>ConMed Corporation</b>		
Term Loan, 1.75%, Maturing April 12, 2013	237	232,596
<b>Convatec Inc.</b>		
Term Loan, 5.75%, Maturing December 22, 2016	346	344,761
<b>CRC Health Corporation</b>		
Term Loan, 4.97%, Maturing November 16, 2015	487	444,431
<b>DaVita, Inc.</b>		
Term Loan, 4.50%, Maturing October 20, 2016	1,481	1,489,390
<b>DJO Finance LLC</b>		
Term Loan, 5.24%, Maturing November 1, 2016	913	907,193
Term Loan, 6.25%, Maturing September 15, 2017	750	748,907
<b>Drumm Investors LLC</b>		
Term Loan, 5.00%, Maturing May 4, 2018	992	940,224
<b>Emergency Medical Services Corporation</b>		

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Term Loan, 5.25%, Maturing May 25, 2018	1,938	1,942,692
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Borrower/Tranche Description	N(000.000.000) Principal Amount* (000 s omitted)	N(000.000.000) Value
<b>Grifols Inc.</b>		
Term Loan, 4.50%, Maturing June 1, 2017	1,465	\$ 1,465,453
<b>Hanger Orthopedic Group, Inc.</b>		
Term Loan, 4.01%, Maturing December 1, 2016	320	318,178
<b>HCA, Inc.</b>		
Term Loan, 3.72%, Maturing March 31, 2017	2,218	2,181,057
Term Loan, 3.49%, Maturing May 1, 2018	925	907,917
<b>Health Management Associates, Inc.</b>		
Term Loan, 4.50%, Maturing November 16, 2018	948	941,608
<b>Iasis Healthcare LLC</b>		
Term Loan, 5.00%, Maturing May 3, 2018	842	843,341
<b>Immucor, Inc.</b>		
Term Loan, 7.25%, Maturing August 17, 2018	348	352,748
<b>inVentiv Health, Inc.</b>		
Term Loan, 6.50%, Maturing August 4, 2016	2,314	2,198,287
Term Loan, 6.75%, Maturing May 15, 2018	571	542,153
<b>Kindred Healthcare, Inc.</b>		
Term Loan, 5.25%, Maturing June 1, 2018	918	883,635
<b>Kinetic Concepts, Inc.</b>		
Term Loan, 7.00%, Maturing May 4, 2018	2,244	2,292,243
<b>Lifepoint Hospitals, Inc.</b>		
Term Loan, 3.24%, Maturing April 15, 2015	1,086	1,084,613
<b>MedAssets, Inc.</b>		
Term Loan, 5.25%, Maturing November 16, 2016	432	435,034
<b>Medpace, Inc.</b>		
Term Loan, 6.50%, Maturing June 16, 2017	422	411,267
<b>Multiplan, Inc.</b>		
Term Loan, 4.75%, Maturing August 26, 2017	1,209	1,198,754
<b>Pharmaceutical Product Development, Inc.</b>		
Term Loan, 6.25%, Maturing December 5, 2018	973	985,429
<b>Physiotherapy Associates, Inc.</b>		
Term Loan, 7.50%, Maturing June 27, 2013	339	337,684
<b>Prime Healthcare Services, Inc.</b>		
Term Loan, 7.50%, Maturing April 22, 2015	1,022	1,014,259
<b>Radnet Management, Inc.</b>		
Term Loan, 5.75%, Maturing April 6, 2016	1,035	1,032,615
<b>Select Medical Corporation</b>		
Term Loan, 5.50%, Maturing May 25, 2018	1,514	1,479,507
<b>Sunrise Medical Holdings B.V.</b>		
Term Loan, 7.25%, Maturing May 13, 2014	EUR 120	155,612
<b>TriZetto Group, Inc. (The)</b>		
Term Loan, 4.75%, Maturing May 2, 2018	744	744,375
<b>Universal Health Services, Inc.</b>		
Term Loan, 3.75%, Maturing November 15, 2016	1,017	1,017,284
<b>Valeant Pharmaceuticals International</b>		
Term Loan, 3.75%, Maturing February 8, 2019	500	496,719
<b>Vanguard Health Holding Co. II, LLC</b>		
Term Loan, 5.00%, Maturing January 29, 2016	737	739,092
<b>VWR Funding, Inc.</b>		
Term Loan, 2.74%, Maturing June 30, 2014	1,469	1,460,590
		<b>\$ 45,176,394</b>
<b>Home Furnishings 1.0%</b>		
<b>Hunter Fan Company</b>		
Term Loan, 2.75%, Maturing April 16, 2014	170	\$ 158,736





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Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>National Bedding Company LLC</b>		
Term Loan, 3.76%, Maturing November 28, 2013	949	\$ 949,238
Term Loan - Second Lien, 5.25%, Maturing February 28, 2014	1,150	1,142,813
<b>Oreck Corporation</b>		
Term Loan - Second Lien, 3.97%, Maturing March 19, 2016 <sup>(5)</sup>	128	114,858
<b>Sofia III S.a.r.l.</b>		
Term Loan, 2.92%, Maturing June 24, 2016	EUR 387	407,543
		<b>\$ 2,773,188</b>
<b>Industrial Equipment 2.5%</b>		
<b>Alliance Laundry Systems LLC</b>		
Term Loan, 6.28%, Maturing September 30, 2016	426	\$ 426,849
<b>Butterfly Wendel US, Inc.</b>		
Term Loan, 3.19%, Maturing June 23, 2014	418	416,614
Term Loan, 3.94%, Maturing June 22, 2015	571	568,445
<b>Colfax Corporation</b>		
Term Loan, 4.50%, Maturing January 11, 2019	648	649,998
<b>Grede LLC</b>		
Term Loan, Maturing April 3, 2017 <sup>(2)</sup>	425	416,500
<b>Husky Injection Molding Systems Ltd</b>		
Term Loan, 6.50%, Maturing June 29, 2018	1,292	1,303,283
<b>Kion Group GMBH</b>		
Term Loan, 3.49%, Maturing December 23, 2014 <sup>(7)</sup>	255	236,513
Term Loan, 3.99%, Maturing December 23, 2015 <sup>(7)</sup>	255	236,513
<b>Manitowoc Company, Inc. (The)</b>		
Term Loan, 4.25%, Maturing November 13, 2017	291	290,500
<b>Polypore, Inc.</b>		
Term Loan, 2.25%, Maturing July 3, 2014	1,512	1,494,921
<b>Schaeffler AG</b>		
Term Loan, 6.00%, Maturing January 27, 2017	575	578,378
		<b>\$ 6,618,514</b>
<b>Insurance 3.4%</b>		
<b>Applied Systems, Inc</b>		
Term Loan, 5.53%, Maturing December 8, 2016	691	\$ 689,522
<b>Asurion LLC</b>		
Term Loan, 5.50%, Maturing May 24, 2018	3,759	3,727,920
Term Loan - Second Lien, 9.00%, Maturing May 24, 2019	850	862,962
<b>CCC Information Services, Inc.</b>		
Term Loan, 5.50%, Maturing November 11, 2015	692	695,409
<b>CNO Financial Group, Inc.</b>		
Term Loan, 6.25%, Maturing September 30, 2016	475	478,712
<b>Hub International Limited</b>		
Term Loan, 2.97%, Maturing June 13, 2014	178	175,887
Term Loan, 2.97%, Maturing June 13, 2014	792	786,109
Term Loan, 6.75%, Maturing June 13, 2014	268	268,712
<b>Sedgwick CMS Holdings, Inc.</b>		
Term Loan, 5.00%, Maturing December 30, 2016	498	497,271
<b>USI Holdings Corporation</b>		
Term Loan, 2.75%, Maturing May 5, 2014	905	890,548
		<b>\$ 9,073,052</b>

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**Leisure Goods/Activities/Movies 7.1%**

**AMC Entertainment, Inc.**

Term Loan, 3.49%, Maturing December 15, 2016	1,906	\$	1,889,810
Term Loan, 4.25%, Maturing February 22, 2018	499		495,009

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Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>AMC Networks Inc.</b>		
Term Loan, 4.00%, Maturing December 31, 2018	1,169	\$ 1,165,760
<b>Bombardier Recreational Products, Inc.</b>		
Term Loan, 4.50%, Maturing June 28, 2016	975	975,442
<b>Bright Horizons Family Solutions, Inc.</b>		
Term Loan, 4.28%, Maturing May 28, 2015	450	450,418
<b>Carmike Cinemas, Inc.</b>		
Term Loan, 5.50%, Maturing January 27, 2016	942	947,485
<b>Cedar Fair, L.P.</b>		
Term Loan, 4.00%, Maturing December 15, 2017	1,447	1,452,666
<b>Cinemark USA, Inc.</b>		
Term Loan, 3.57%, Maturing April 29, 2016	1,891	1,898,556
<b>Clubcorp Club Operations, Inc.</b>		
Term Loan, 6.00%, Maturing November 30, 2016	1,812	1,823,457
<b>Dave &amp; Buster s, Inc.</b>		
Term Loan, 5.50%, Maturing June 1, 2016	491	490,022
<b>Live Nation Entertainment, Inc.</b>		
Term Loan, 4.50%, Maturing November 7, 2016	1,127	1,128,643
<b>Regal Cinemas, Inc.</b>		
Term Loan, 3.37%, Maturing August 23, 2017	2,024	2,020,158
<b>Revolution Studios Distribution Company, LLC</b>		
Term Loan, 4.00%, Maturing December 21, 2014	456	333,146
Term Loan - Second Lien, 7.25%, Maturing June 21, 2015 <sup>(5)</sup>	450	157,320
<b>SeaWorld Parks &amp; Entertainment, Inc.</b>		
Term Loan, 4.00%, Maturing August 17, 2017	836	835,860
Term Loan, Maturing August 17, 2017 <sup>(2)</sup>	325	325,100
<b>Six Flags Theme Parks, Inc.</b>		
Term Loan, 4.25%, Maturing December 20, 2018	1,075	1,075,370
<b>Town Sports International Inc.</b>		
Term Loan, 7.00%, Maturing May 11, 2018	934	947,341
<b>Zuffa LLC</b>		
Term Loan, 2.25%, Maturing June 19, 2015	479	466,278
		<b>\$ 18,877,841</b>
<b>Lodging and Casinos 2.9%</b>		
<b>Affinity Gaming, LLC</b>		
Term Loan, 10.00%, Maturing December 31, 2015	402	\$ 410,952
<b>Ameristar Casinos, Inc.</b>		
Term Loan, 4.00%, Maturing April 13, 2018	520	520,955
<b>Caesars Entertainment Operating Company</b>		
Term Loan, 9.50%, Maturing October 31, 2016	978	1,007,802
Term Loan, 5.49%, Maturing January 26, 2018	1,230	1,112,849
<b>Gala Group LTD</b>		
Term Loan, 5.71%, Maturing May 30, 2018	GBP 825	1,117,801
<b>Isle of Capri Casinos, Inc.</b>		
Term Loan, 4.75%, Maturing November 1, 2013	470	472,748
<b>Las Vegas Sands LLC</b>		
Term Loan, 2.75%, Maturing November 23, 2016	291	280,868
Term Loan, 2.75%, Maturing November 23, 2016	1,151	1,112,368
<b>LodgeNet Entertainment Corporation</b>		
Term Loan, 6.50%, Maturing April 4, 2014	436	421,054
<b>Penn National Gaming, Inc.</b>		
Term Loan, 3.75%, Maturing July 16, 2018	571	571,460
<b>Pinnacle Entertainment, Inc.</b>		
Term Loan, 4.00%, Maturing March 19, 2019	300	301,187



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Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Tropicana Entertainment Inc.</b>		
Term Loan, 7.50%, Maturing March 13, 2018	250	\$ 248,360
		<b>\$ 7,578,404</b>
<b>Nonferrous Metals/Minerals 1.7%</b>		
<b>Fairmount Minerals LTD</b>		
Term Loan, 5.25%, Maturing March 15, 2017	1,883	\$ 1,889,135
<b>Noranda Aluminum Acquisition Corporation</b>		
Term Loan, 5.75%, Maturing February 24, 2019	525	529,594
<b>Novelis, Inc.</b>		
Term Loan, 4.00%, Maturing March 10, 2017	323	323,073
Term Loan, 4.00%, Maturing March 10, 2017	1,358	1,356,546
<b>Oxbow Carbon and Mineral Holdings LLC</b>		
Term Loan, 3.85%, Maturing May 8, 2016	496	499,562
		<b>\$ 4,597,910</b>
<b>Oil and Gas 3.7%</b>		
<b>Buffalo Gulf Coast Terminals LLC</b>		
Term Loan, 7.50%, Maturing October 31, 2017	274	\$ 274,993
<b>CCS Corporation</b>		
Term Loan, 6.50%, Maturing October 17, 2014	274	275,684
<b>Citgo Petroleum Corporation</b>		
Term Loan, 8.00%, Maturing June 24, 2015	94	94,264
Term Loan, 9.00%, Maturing June 23, 2017	1,253	1,285,571
<b>Crestwood Holdings LLC</b>		
Term Loan, 9.75%, Maturing March 20, 2018	575	586,260
<b>Energy Transfer Equity, L.P.</b>		
Term Loan, 3.75%, Maturing March 21, 2017	1,325	1,301,537
<b>Frac Tech International LLC</b>		
Term Loan, 6.25%, Maturing May 6, 2016	2,006	2,002,224
<b>Gibson Energy</b>		
Term Loan, 5.75%, Maturing June 15, 2018	1,042	1,049,680
<b>MEG Energy Corp.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	622	621,813
<b>Obsidian Natural Gas Trust</b>		
Term Loan, 7.00%, Maturing November 2, 2015	1,612	1,624,594
<b>Sheridan Production Partners I, LLC</b>		
Term Loan, 6.50%, Maturing April 20, 2017	52	52,006
Term Loan, 6.50%, Maturing April 20, 2017	85	85,143
Term Loan, 6.50%, Maturing April 20, 2017	641	642,553
		<b>\$ 9,896,322</b>
<b>Publishing 4.9%</b>		
<b>Ascend Learning</b>		
Term Loan, 7.00%, Maturing December 6, 2016	545	\$ 539,193
<b>Aster Zweite Beteiligungs GmbH</b>		
Term Loan, 5.67%, Maturing December 30, 2014	EUR 214	276,144
Term Loan, 4.49%, Maturing December 31, 2014	548	519,601
Term Loan, 4.49%, Maturing December 31, 2014	561	531,423
Term Loan, 5.67%, Maturing December 31, 2014	EUR 240	308,652
<b>GateHouse Media Operating, Inc.</b>		
Term Loan, 2.25%, Maturing August 28, 2014	320	96,935

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Term Loan, 2.25%, Maturing August 28, 2014	714	216,240
Term Loan, 2.50%, Maturing August 28, 2014	345	104,392
<b>Getty Images, Inc.</b>		
Term Loan, 4.22%, Maturing November 13, 2015	300	301,438

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Borrower/Tranche Description	N(000.000.000) Principal Amount* (000 s omitted)	N(000.000.000) Value
<b>Instant Web, Inc.</b>		
Term Loan, 5.25%, Maturing November 7, 2016	1,471	\$ 1,480,227
<b>Interactive Data Corp.</b>		
Term Loan, 3.62%, Maturing August 7, 2014	84	75,898
Term Loan, 3.62%, Maturing August 7, 2014	805	728,082
<b>Laureate Education, Inc.</b>		
Term Loan, 4.50%, Maturing February 12, 2018	1,581	1,585,218
<b>Medianews Group</b>		
Term Loan, 5.25%, Maturing August 15, 2018	3,074	3,016,232
<b>Merrill Communications, LLC</b>		
Term Loan, 8.50%, Maturing March 19, 2014	59	57,402
<b>Nelson Education Ltd.</b>		
Term Loan, 7.50%, Maturing December 24, 2012	645	606,205
<b>Nielsen Finance LLC</b>		
Term Loan, 2.97%, Maturing July 3, 2014	231	212,615
<b>SGS International, Inc.</b>		
Term Loan, 3.49%, Maturing May 2, 2016	990	990,048
Term Loan, 3.99%, Maturing May 2, 2016	973	975,289
Term Loan, 3.75%, Maturing September 30, 2013	254	254,010
		<b>\$ 12,875,244</b>
<b>Radio and Television 3.5%</b>		
<b>Clear Channel Communication</b>		
Term Loan, 3.89%, Maturing January 28, 2016	984	\$ 800,577
<b>Cumulus Media, Inc.</b>		
Term Loan, 5.75%, Maturing September 17, 2018	2,617	2,629,507
<b>Entercom Radio, LLC</b>		
Term Loan, 6.28%, Maturing November 23, 2018	268	270,678
<b>Foxco Acquisition Sub, LLC</b>		
Term Loan, 4.75%, Maturing July 14, 2015	265	265,621
<b>Gray Television, Inc.</b>		
Term Loan, 3.75%, Maturing December 31, 2014	346	343,281
<b>LIN Television Corp.</b>		
Term Loan, 5.00%, Maturing December 21, 2018	299	301,120
<b>Mission Broadcasting, Inc.</b>		
Term Loan, 5.00%, Maturing September 30, 2016	259	259,613
<b>Nexstar Broadcasting, Inc.</b>		
Term Loan, 5.00%, Maturing September 30, 2016	405	406,075
<b>Raycom TV Broadcasting, Inc.</b>		
Term Loan, 4.50%, Maturing May 31, 2017	447	439,926
<b>Sinclair Television Group Inc.</b>		
Term Loan, 4.00%, Maturing October 28, 2016	181	180,451
Term Loan, Maturing December 15, 2016 <sup>(2)</sup>	194	193,597
<b>Tyrol Acquisitions 2 SAS</b>		
Term Loan, 4.42%, Maturing January 29, 2016	EUR 500	583,702
Term Loan, 4.42%, Maturing January 29, 2016	EUR 500	583,702
<b>Univision Communications Inc.</b>		
Term Loan, 2.24%, Maturing September 29, 2014	323	318,749
Term Loan, 4.49%, Maturing March 31, 2017	1,743	1,619,799
		<b>\$ 9,196,398</b>
<b>Rail Industries 0.2%</b>		
<b>RailAmerica, Inc.</b>		
Term Loan, 4.00%, Maturing March 1, 2019	400	\$ 400,375

\$ 400,375



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Borrower/Tranche Description	N(000.000.000) Principal Amount* (000 s omitted)	N(000.000.000) Value
<b>Retailers (Except Food and Drug) 5.9%</b>		
<b>99 Cents Only Stores</b>		
Term Loan, 7.75%, Maturing January 11, 2019	249	\$ 254,441
<b>AMSCAN Holdings, Inc.</b>		
Term Loan, 6.75%, Maturing December 4, 2017	1,756	1,762,030
<b>FTD, Inc.</b>		
Term Loan, 4.75%, Maturing June 11, 2018	645	639,480
<b>Harbor Freight Tools USA, Inc.</b>		
Term Loan, 6.50%, Maturing December 22, 2017	911	920,380
<b>J Crew Group, Inc.</b>		
Term Loan, 4.75%, Maturing March 7, 2018	868	855,024
<b>Jo-Ann Stores, Inc.</b>		
Term Loan, 4.75%, Maturing March 16, 2018	1,386	1,379,940
<b>Michaels Stores, Inc.</b>		
Term Loan, 5.07%, Maturing July 29, 2016	1,574	1,580,317
<b>Neiman Marcus Group, Inc. (The)</b>		
Term Loan, 4.75%, Maturing May 16, 2018	2,050	2,048,719
<b>Petco Animal Supplies, Inc.</b>		
Term Loan, 4.50%, Maturing November 24, 2017	1,602	1,602,228
<b>Pilot Travel Centers LLC</b>		
Term Loan, 4.25%, Maturing March 30, 2018	899	902,110
<b>Savers, Inc.</b>		
Term Loan, 4.25%, Maturing March 3, 2017	581	582,044
<b>ServiceMaster Company</b>		
Term Loan, 2.75%, Maturing July 24, 2014	135	133,380
Term Loan, 2.80%, Maturing July 24, 2014	1,352	1,339,360
<b>Visant Holding Corp.</b>		
Term Loan, 5.25%, Maturing December 22, 2016	659	642,146
<b>Vivarte SA</b>		
Term Loan - Second Lien, 4.79%, Maturing September 8, 2016	EUR 13	10,812
Term Loan - Second Lien, 4.79%, Maturing September 8, 2016	EUR 88	75,687
Term Loan - Second Lien, 4.79%, Maturing September 8, 2016	EUR 900	778,499
		<b>\$ 15,506,597</b>
<b>Steel 0.3%</b>		
<b>JMC Steel Group, Inc.</b>		
Term Loan, 4.75%, Maturing April 3, 2017	347	\$ 347,368
<b>SunCoke Energy, Inc.</b>		
Term Loan, 4.00%, Maturing July 26, 2018	496	496,250
		<b>\$ 843,618</b>
<b>Surface Transport 1.1%</b>		
<b>Hertz Corporation (The)</b>		
Term Loan, 3.75%, Maturing March 9, 2018	1,782	\$ 1,779,217
<b>Swift Transportation Co. Inc.</b>		
Term Loan, 5.00%, Maturing December 15, 2017	1,000	1,007,813
		<b>\$ 2,787,030</b>
<b>Telecommunications 5.9%</b>		
<b>Alaska Communications Systems Holdings, Inc.</b>		
Term Loan, 5.50%, Maturing October 21, 2016	913	\$ 846,452
<b>Cellular South, Inc.</b>		

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Term Loan, 4.50%, Maturing July 27, 2017	422	423,922
<b>Crown Castle International Corporation</b>		
Term Loan, 4.00%, Maturing January 31, 2019	948	943,940

Borrower/Tranche Description	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Intelsat Jackson Holdings S.A.</b>		
Term Loan, 5.25%, Maturing April 2, 2018	5,161	\$ 5,194,180
<b>Macquarie UK Broadcast Limited</b>		
Term Loan, 2.95%, Maturing December 1, 2014	GBP 414	607,524
<b>MetroPCS Wireless, Inc.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	3,042	3,024,958
<b>NTELOS Inc.</b>		
Term Loan, 4.00%, Maturing August 7, 2015	910	908,665
<b>SBA Finance</b>		
Term Loan, 3.75%, Maturing June 29, 2018	471	471,437
<b>Syniverse Technologies, Inc.</b>		
Term Loan, 5.25%, Maturing December 21, 2017	741	744,643
<b>Telesat LLC</b>		
Term Loan, Maturing March 26, 2019 <sup>(2)</sup>	1,950	1,951,706
<b>Windstream Corporation</b>		
Term Loan, 3.25%, Maturing December 17, 2015	621	620,640
		<b>\$ 15,738,067</b>

**Utilities 3.7%**

<b>AES Corporation</b>		
Term Loan, 4.25%, Maturing June 1, 2018	1,287	\$ 1,290,063
<b>Calpine Corporation</b>		
Term Loan, 4.50%, Maturing April 2, 2018	471	470,318
Term Loan, 4.50%, Maturing April 2, 2018	2,401	2,393,922
<b>Dynegy Midwest Generation LLC</b>		
Term Loan, 9.25%, Maturing August 4, 2016	249	255,280
<b>Dynegy Power, LLC</b>		
Term Loan, 9.25%, Maturing August 4, 2016	473	495,665
<b>Equipower Resources Holdings LLC</b>		
Term Loan, 5.75%, Maturing January 26, 2018	265	249,768
<b>Invenergy LLC</b>		
Term Loan, 9.00%, Maturing November 21, 2017	374	373,127
<b>NRG Energy, Inc.</b>		
Term Loan, 4.00%, Maturing July 2, 2018	2,732	2,731,109
<b>Texas Competitive Electric Holdings Company, LLC</b>		
Term Loan, 4.74%, Maturing October 10, 2017	2,601	1,452,469
		<b>\$ 9,711,721</b>

**Total Senior Floating-Rate Interests  
(identified cost \$381,585,780)****\$ 380,452,958****Corporate Bonds & Notes 7.6%**

Security	Principal Amount* (000 s omitted)	Value
<b>Automotive 0.0%</b>		
<b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b> 9.25%, 1/15/17 <sup>(8)</sup>	77	\$ 86,433
		<b>\$ 86,433</b>



	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Security</b>		
<b>Brokers, Dealers and Investment Houses 0.0%</b>		
<b>Alliance Data Systems Corp., Sr. Notes</b> 6.375%, 4/1/20 <sup>(8)</sup>	30	\$ 30,675
		<b>\$ 30,675</b>
<b>Business Equipment and Services 0.1%</b>		
<b>Education Management, LLC, Sr. Notes</b>		
8.75%, 6/1/14	210	\$ 202,650
<b>Lawson Software, Inc., Sr. Notes</b> 9.375%, 4/1/19 <sup>(8)</sup>	35	36,291
		<b>\$ 238,941</b>
<b>Chemicals and Plastics 0.9%</b>		
<b>Hexion US Finance Corp., Sr. Notes</b>		
6.625%, 4/15/20 <sup>(8)</sup>	1,000	\$ 1,027,500
<b>Ineos US Finance LLC, Sr. Notes</b>		
7.25%, 2/15/19 <sup>(8)</sup>	EUR 500	665,183
8.375%, 2/15/19 <sup>(8)</sup>	500	530,000
<b>LyondellBasell Industries N.V., Sr. Notes</b> 5.00%, 4/15/19 <sup>(8)</sup>	200	200,500
		<b>\$ 2,423,183</b>
<b>Conglomerates 0.0%</b>		
<b>RBS Global &amp; Rexnord Corp.</b>		
11.75%, 8/1/16	90	\$ 95,513
		<b>\$ 95,513</b>
<b>Containers and Glass Products 0.2%</b>		
<b>Berry Plastics Corp., Sr. Notes</b>		
5.322%, 2/15/15 <sup>(9)</sup>	500	\$ 502,500
		<b>\$ 502,500</b>
<b>Cosmetics/Toiletries 0.1%</b>		
<b>Revlon Consumer Products Corp.</b>		
9.75%, 11/15/15 <sup>(8)</sup>	165	\$ 178,200
		<b>\$ 178,200</b>
<b>Equipment Leasing 0.6%</b>		
<b>Aircastle, Ltd., Sr. Notes</b>		
6.75%, 4/15/17 <sup>(8)</sup>	25	\$ 25,000
7.625%, 4/15/20 <sup>(8)</sup>	15	15,000
<b>International Lease Finance Corp., Sr. Notes</b>		
5.65%, 6/1/14	1,000	1,022,500
6.75%, 9/1/16 <sup>(8)</sup>	175	188,344
7.125%, 9/1/18 <sup>(8)</sup>	175	191,625
		<b>\$ 1,442,469</b>

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<b>Financial Intermediaries</b>	<b>0.3%</b>		
<b>First Data Corp., Sr. Notes</b>			
7.375%, 6/15/19 <sup>(8)</sup>	500	\$	511,875
<b>Ford Motor Credit Co., LLC, Sr. Notes</b>			
8.00%, 12/15/16	125		145,209
		\$	<b>657,084</b>

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	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Security</b>		
<b>Health Care 0.0%</b>		
<b>Biomet, Inc.</b>		
10.375%, 10/15/17 <sup>(7)</sup>	55	\$ 59,537
<b>USPI Finance Corp., Sr. Notes</b>		
9.00%, 4/1/20 <sup>(8)</sup>	35	36,225
		<b>\$ 95,762</b>
<b>Industrial Equipment 0.4%</b>		
<b>Terex Corp., Sr. Notes</b>		
10.875%, 6/1/16	1,000	\$ 1,142,500
		<b>\$ 1,142,500</b>
<b>Insurance 0.0%</b>		
<b>Alliant Holdings I, Inc.</b>		
11.00%, 5/1/15 <sup>(8)</sup>	25	\$ 26,344
<b>USI Holdings Corp., Sr. Notes</b>		
4.378%, 11/15/14 <sup>(8)(9)</sup>	35	32,900
		<b>\$ 59,244</b>
<b>Leisure Goods/Activities/Movies 0.1%</b>		
<b>AMC Entertainment, Inc., Sr. Notes</b>		
8.75%, 6/1/19	60	\$ 63,150
<b>Royal Caribbean Cruises, Sr. Notes</b>		
7.00%, 6/15/13	50	52,500
6.875%, 12/1/13	20	21,200
7.25%, 6/15/16	10	10,850
7.25%, 3/15/18	20	21,500
<b>Seven Seas Cruises, S de RL, LLC</b>		
9.125%, 5/15/19 <sup>(8)</sup>	10	10,200
		<b>\$ 179,400</b>
<b>Lodging and Casinos 1.1%</b>		
<b>Buffalo Thunder Development Authority</b>		
9.375%, 12/15/14 <sup>(6)(8)</sup>	265	\$ 94,075
<b>Caesars Entertainment Operating Co., Sr. Notes</b>		
8.50%, 2/15/20 <sup>(8)</sup>	1,075	1,096,500
<b>Inn of the Mountain Gods Resort &amp; Casino, Sr. Notes</b>		
8.75%, 11/30/20 <sup>(8)</sup>	57	56,003
<b>Mohegan Tribal Gaming Authority</b>		
10.50%, 12/15/16 <sup>(8)</sup>	85	74,162
11.00%, 9/15/18 <sup>(8)</sup>	235	173,900
<b>Peninsula Gaming, LLC</b>		
10.75%, 8/15/17	1,000	1,110,000
<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>		
9.00%, 11/15/15 <sup>(8)</sup>	165	165,825
<b>Waterford Gaming, LLC, Sr. Notes</b>		
8.625%, 9/15/14 <sup>(5)(8)</sup>	102	58,955
		<b>\$ 2,829,420</b>
<b>Nonferrous Metals/Minerals 0.1%</b>		

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**Cloud Peak Energy Resources, LLC/Cloud Peak Energy Finance Corp.**  
8.50%, 12/15/19

330	\$	345,675
	\$	<b>345,675</b>



	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
<b>Security</b>		
<b>Oil and Gas 0.1%</b>		
<b>Petroleum Development Corp., Sr. Notes</b>		
12.00%, 2/15/18	65	\$ 70,850
<b>Quicksilver Resources, Inc., Sr. Notes</b>		
11.75%, 1/1/16	65	69,062
<b>SESI, LLC, Sr. Notes</b>		
6.875%, 6/1/14	30	30,225
		\$ 170,137
<b>Publishing 0.7%</b>		
<b>Laureate Education, Inc.</b>		
11.00%, 8/15/15 <sup>(8)</sup>	1,215	\$ 1,251,450
11.25%, 8/15/15 <sup>(7)(8)</sup>	626	650,920
12.75%, 8/15/17 <sup>(8)</sup>	45	48,263
		\$ 1,950,633
<b>Radio and Television 0.6%</b>		
<b>Entravision Communications Corp., Sr. Notes</b>		
8.75%, 8/1/17 <sup>(8)</sup>	1,000	\$ 1,063,750
<b>LBI Media, Inc., Sr. Disc. Notes</b>		
11.00%, 10/15/13	15	13,425
<b>XM Satellite Radio Holdings, Inc.</b>		
13.00%, 8/1/14 <sup>(8)</sup>	485	551,081
		\$ 1,628,256
<b>Rail Industries 0.0%</b>		
<b>American Railcar Industry, Sr. Notes</b>		
7.50%, 3/1/14	100	\$ 101,500
		\$ 101,500
<b>Retailers (Except Food and Drug) 0.2%</b>		
<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>		
8.75%, 5/1/14	220	\$ 221,377
<b>Toys R Us</b>		
10.75%, 7/15/17	235	258,500
<b>Toys R Us, Sr. Notes</b>		
7.875%, 4/15/13	65	67,600
		\$ 547,477
<b>Steel 0.0%</b>		
<b>RathGibson, Inc., Sr. Notes</b>		
11.25%, 2/15/14 <sup>(5)(6)</sup>	240	\$ 0
		\$ 0
<b>Telecommunications 0.4%</b>		
<b>Digicel Group, Ltd., Sr. Notes</b>		
8.875%, 1/15/15 <sup>(8)</sup>	815	\$ 831,300
<b>Intelsat Bermuda, Ltd.</b>		

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11.25%, 6/15/16	205	216,275	
			\$ 1,047,575
<b>Utilities 1.7%</b>			
<b>Calpine Corp., Sr. Notes</b>			
7.50%, 2/15/21 <sup>(8)</sup>	2,375	\$ 2,547,187	

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Security	N(000.000.000 Principal Amount* (000 s omitted)	N(000.000.000 Value
7.875%, 1/15/23 <sup>(8)</sup>	1,700	\$ 1,844,500
<b>Reliant Energy, Inc., Sr. Notes</b>		
7.625%, 6/15/14	10	10,125
		<b>\$ 4,401,812</b>
<b>Total Corporate Bonds &amp; Notes</b> (identified cost \$19,558,242)		<b>\$ 20,154,389</b>

**Asset-Backed Securities 1.3%**

Security	Principal Amount (000 s omitted)	Value
Alzette European CLO SA, Series 2004-1A, Class E2, 6.974%, 12/15/20 <sup>(9)</sup>	\$ 229	\$ 191,004
Avalon Capital Ltd. 3, Series 1A, Class D, 2.442%, 2/24/19 <sup>(8)(9)</sup>	295	232,422
Babson Ltd., Series 2005-1A, Class C1, 2.517%, 4/15/19 <sup>(8)(9)</sup>	376	278,651
Carlyle High Yield Partners, Series 2004-6A, Class C, 2.96%, 8/11/16 <sup>(8)(9)</sup>	500	447,660
Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.975%, 3/8/17 <sup>(9)</sup>	492	425,697
Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.317%, 7/17/19 <sup>(9)</sup>	500	386,404
Madison Park Funding Ltd., Series 2006-2A, Class D, 5.224%, 3/25/20 <sup>(8)(9)</sup>	1,000	801,890
Schiller Park CLO Ltd., Series 2007-1A, Class D, 2.81%, 4/25/21 <sup>(8)(9)</sup>	1,000	749,469
<b>Total Asset-Backed Securities</b> (identified cost \$4,369,083)		<b>\$ 3,513,197</b>

**Common Stocks 1.7%**

Security	Shares	Value
<b>Automotive 0.1%</b>		
Dayco Products, LLC <sup>(10)(11)</sup>	10,159	\$ 358,105
		<b>\$ 358,105</b>

**Building and Development 0.1%**

Panolam Industries International, Inc. <sup>(5)(11)(12)</sup>	131	\$ 111,879
United Subcontractors, Inc. <sup>(5)(10)(11)</sup>	277	19,775
		<b>\$ 131,654</b>

**Diversified Manufacturing 0.0%**

MEGA Brands, Inc. <sup>(11)</sup>	8,319	\$ 54,973
		<b>\$ 54,973</b>

**Financial Intermediaries 0.0%**

RTS Investor Corp. <sup>(5)(10)(11)</sup>	41	\$ 3,273
		<b>\$ 3,273</b>

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**Food Service 0.0%**

Buffets, Inc. <sup>(5)(11)</sup>	12,234	\$	0
		\$	0

**Home Furnishings 0.1%**

Oreck Corp. <sup>(5)(10)(11)</sup>	2,275	\$	139,116
Sanitec Europe Oy B Units <sup>(5)(10)(11)</sup>	26,249		157,537

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	N(000,000,000) Shares	N(000,000,000) Value
<b>Security</b>		
Sanitec Europe Oy E Units <sup>(5)(10)(11)</sup>	25,787	\$ 0
		<b>\$ 296,653</b>
<b>Leisure Goods/Activities/Movies 0.2%</b>		
Metro-Goldwyn-Mayer Holdings, Inc. <sup>(10)(11)</sup>	22,424	\$ 584,986
		<b>\$ 584,986</b>
<b>Lodging and Casinos 0.2%</b>		
Affinity Gaming, LLC <sup>(5)(10)(11)</sup>	23,498	\$ 138,640
Greektown Superholdings, Inc. <sup>(11)</sup>	45	2,261
Tropicana Entertainment, Inc. <sup>(5)(10)(11)</sup>	25,430	405,609
		<b>\$ 546,510</b>
<b>Nonferrous Metals/Minerals 0.1%</b>		
Euramax International, Inc. <sup>(5)(10)(11)</sup>	468	\$ 140,250
		<b>\$ 140,250</b>
<b>Oil and Gas 0.0%</b>		
SemGroup Corp. <sup>(11)</sup>	750	\$ 21,855
		<b>\$ 21,855</b>
<b>Publishing 0.7%</b>		
Ion Media Networks, Inc. <sup>(5)(10)(11)</sup>	2,155	\$ 1,724,000
MediaNews Group, Inc. <sup>(5)(10)(11)</sup>	5,771	115,481
SuperMedia, Inc. <sup>(10)(11)</sup>	3,353	8,014
		<b>\$ 1,847,495</b>
<b>Steel 0.2%</b>		
RathGibson Acquisition Co., LLC <sup>(5)(11)(12)</sup>	10,700	\$ 465,450
		<b>\$ 465,450</b>
<b>Total Common Stocks (identified cost \$2,531,962)</b>		<b>\$ 4,451,204</b>

**Warrants 0.0%**

Security	Shares	Value
<b>Oil and Gas 0.0%</b>		
SemGroup Corp., Expires 11/30/14 <sup>(11)</sup>	789	\$ 5,803
		<b>\$ 5,803</b>
<b>Publishing 0.0%</b>		
Reader s Digest Association, Inc. (The), Expires 2/14/19 <sup>(10)(11)</sup>	781	\$ 0

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		\$	0
<b>Retailers (Except Food and Drug) 0.0%</b>			
Oriental Trading Co., Inc., Expires 2/11/16 <sup>(5)(10)(11)</sup>	4,188	\$	0
Oriental Trading Co., Inc., Expires 2/11/16 <sup>(5)(10)(11)</sup>	3,817		0
		\$	0
<b>Total Warrants</b>			
<b>(identified cost \$8)</b>		<b>\$</b>	<b>5,803</b>

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	N(000.000.000)	N(000.000.000)
<b>Miscellaneous 0.0%</b>		
<b>Security</b>	<b>Shares</b>	<b>Value</b>
<b>Business Equipment and Services 0.0%</b>		
NCS Acquisition Corp., Escrow Certificate <sup>(5)(11)</sup>	20,000	\$ 1,379
		<b>\$ 1,379</b>
<b>Cable and Satellite Television 0.0%</b>		
Adelphia Recovery Trust <sup>(5)(11)</sup>	261,268	\$ 0
Adelphia, Inc., Escrow Certificate <sup>(11)</sup>	270,000	1,687
		<b>\$ 1,687</b>
<b>Total Miscellaneous (identified cost \$251,158)</b>		<b>\$ 3,066</b>
<b>Short-Term Investments 6.0%</b>		
<b>Description</b>	<b>Interest/ Principal Amount (000 s omitted)</b>	<b>Value</b>
Eaton Vance Cash Reserves Fund, LLC, 0.09% <sup>(13)</sup>	\$ 9,791	\$ 9,790,746
State Street Bank and Trust Euro Time Deposit, 0.01%, 4/2/12	6,181	6,180,881
<b>Total Short-Term Investments (identified cost \$15,971,627)</b>		<b>\$ 15,971,627</b>
<b>Total Investments 160.2% (identified cost \$424,267,860)</b>		<b>\$ 424,552,244</b>
<b>Less Unfunded Loan Commitments (0.0)%</b>		<b>\$ (91,071)</b>
<b>Net Investments 160.2% (identified cost \$424,176,789)</b>		<b>\$ 424,461,173</b>
<b>Other Assets, Less Liabilities (18.7)%</b>		<b>\$ (49,386,431)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (41.5)%</b>		<b>\$ (110,000,960)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>		<b>\$ 265,073,782</b>

The percentage shown for each investment category in the Portfolio of Investments is based on net assets applicable to common shares.

EUR - Euro

GBP - British Pound Sterling

\* In U.S. dollars unless otherwise indicated.



- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate ( LIBOR ) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.
- (2) This Senior Loan will settle after March 31, 2012, at which time the interest rate will be determined.
- (3) Amount is less than 0.05%.
- (4) Unfunded or partially unfunded loan commitments. The Trust may enter into certain credit agreements all or a portion of which may be unfunded. The Trust is obligated to fund these commitments at the borrower's discretion.
- (5) For fair value measurement disclosure purposes, security is categorized as Level 3.
- (6) Currently the issuer is in default with respect to interest payments. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
- (7) Represents a payment-in-kind security which may pay all or a portion of interest in additional par.
- (8) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions (normally to qualified institutional buyers) and remain exempt from registration. At March 31, 2012, the aggregate value of these securities is \$16,810,258 or 6.3% of the Trust's net assets applicable to common shares.
- (9) Variable rate security. The stated interest rate represents the rate in effect at March 31, 2012.
- (10) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
- (11) Non-income producing security.
- (12) Restricted security.
- (13) Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of March 31, 2012. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended March 31, 2012 was \$7,343.



A summary of open financial instruments at March 31, 2012 is as follows:

**Forward Foreign Currency Exchange Contracts**

**Sales**

<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Counterparty</b>	<b>Net Unrealized Appreciation (Depreciation)</b>
4/30/12	British Pound Sterling 361,974	United States Dollar 567,411	JPMorgan Chase Bank	\$ (11,466)
4/30/12	Euro 4,645,965	United States Dollar 6,097,365	Deutsche Bank	(99,669)
5/31/12	British Pound Sterling 2,852,534	United States Dollar 4,512,709	JPMorgan Chase Bank	(48,169)
5/31/12	Euro 2,450,699	United States Dollar 3,285,677	Citibank NA	16,249
				<b>\$ (143,055)</b>

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At March 31, 2012, the Trust had sufficient cash and/or securities to cover commitments under these contracts.

The Trust is subject to foreign exchange risk in the normal course of pursuing its investment objective. Because the Trust holds foreign currency denominated investments, the value of these investments and related receivables and payables may change due to future changes in foreign currency exchange rates. To hedge against this risk, the Trust enters into forward foreign currency exchange contracts. The Trust also enters into such contracts to hedge the currency risk of investments it anticipates purchasing.

At March 31, 2012, the aggregate fair value of open derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in an asset position and in a liability position and whose primary underlying risk exposure is interest rate risk was \$16,249 and \$159,304, respectively.

The cost and unrealized appreciation (depreciation) of investments of the Trust at March 31, 2012, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 424,200,854</b>
Gross unrealized appreciation	\$ 7,884,731
Gross unrealized depreciation	(7,624,412)
<b>Net unrealized appreciation</b>	<b>\$ 260,319</b>

**Restricted Securities**

At March 31, 2012, the Trust owned the following securities (representing 0.2% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Trust has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

Description	N(000,000,000)	N(000,000,000)	N(000,000,000)	N(000,000,000)
	Date of	Shares	Cost	Value
<b>Common Stocks</b>				
Panoram Industries International, Inc.	12/30/09	131	\$ 71,985	\$ 111,879
RathGibson Acquisition Co., LLC	6/14/10	10,700	56,785	465,450
<b>Total Restricted Securities</b>			<b>\$ 128,770</b>	<b>\$ 577,329</b>

Under generally accepted accounting principles for fair value measurements, a three-tier hierarchy to prioritize the assumptions, referred to as inputs, is used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

Level 1 quoted prices in active markets for identical investments

Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)

Level 3 significant unobservable inputs (including a fund's own assumptions in determining the fair value of investments)

In cases where the inputs used to measure fair value fall in different levels of the fair value hierarchy, the level disclosed is determined based on the lowest level input that is significant to the fair value measurement in its entirety. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

At March 31, 2012, the hierarchy of inputs used in valuing the Trust's investments and open derivative instruments, which are carried at value, were as follows:

Asset Description	Level 1	Level 2	Level 3	Total
Senior Floating-Rate Interests (Less				
Unfunded Loan Commitments)	\$	\$ 379,994,416	\$ 367,471	\$ 380,361,887
Corporate Bonds & Notes		20,095,434	58,955	20,154,389
Asset-Backed Securities		3,513,197		3,513,197
Common Stocks	84,842	945,352	3,421,010	4,451,204
Warrants		5,803	0	5,803
Miscellaneous		1,687	1,379	3,066
Short-Term Investments		15,971,627		15,971,627
<b>Total Investments</b>	<b>\$ 84,842</b>	<b>\$ 420,527,516</b>	<b>\$ 3,848,815</b>	<b>\$ 424,461,173</b>
Forward Foreign Currency Exchange				
Contracts	\$	\$ 16,249	\$	\$ 16,249
<b>Total</b>	<b>\$ 84,842</b>	<b>\$ 420,543,765</b>	<b>\$ 3,848,815</b>	<b>\$ 424,477,422</b>

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**Liability Description**

Forward Foreign Currency Exchange						
Contracts	\$	\$	(159,304)	\$	\$	(159,304)
<b>Total</b>	<b>\$</b>	<b>\$</b>	<b>(159,304)</b>	<b>\$</b>	<b>\$</b>	<b>(159,304)</b>

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The following is a reconciliation of Level 3 assets for which significant unobservable inputs were used to determine fair value:

	Investments in Senior Floating-Rate Interests	Investments in Corporate Bonds & Notes	Investments in Common Stocks, Warrants and Miscellaneous	Total
<b>Balance as of June 30, 2011</b>	\$ 810,063	\$ 185,452	\$ 3,601,369	\$ 4,596,884
Realized gains (losses)	(544,361)	114,308	484,565	54,512
Change in net unrealized appreciation (depreciation)	615,404	(28,039)	(358,184)	229,181
Cost of purchases <sup>(1)</sup>	3,694	4,838		8,532
Proceeds from sales <sup>(1)</sup>	(521,325)	(218,808)	(592,180)	(1,332,313)
Accrued discount (premium)	3,996	1,204		5,200
Transfers to Level 3*			286,819	286,819
Transfers from Level 3*				
<b>Balance as of March 31, 2012</b>	<b>\$ 367,471</b>	<b>\$ 58,955</b>	<b>\$ 3,422,389</b>	<b>\$ 3,848,815</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of March 31, 2012</b>	<b>\$ 13,391</b>	<b>\$ 845</b>	<b>\$ 159,484</b>	<b>\$ 173,720</b>

\* Transfers are reflected at the value of the securities at the beginning of the period. Transfers from Level 2 to Level 3 were due to a reduction in the availability of significant observable inputs in determining the fair value of these investments.

(1) Cost of purchases may include securities received in corporate actions; proceeds from sales may include securities delivered in corporate actions.

None of the unobservable inputs for Level 3 assets, individually or collectively, had a material impact on the Trust.

At March 31, 2012, there were no investments transferred between Level 1 and Level 2 during the three months then ended.

For information on the Trust's policy regarding the valuation of investments and other significant accounting policies, please refer to the Trust's most recent financial statements included in its semiannual or annual report to shareholders.

**Item 2. Controls and Procedures**

(a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant on this Form N-Q has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant on this Form N-Q has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

(b) There have been no changes in the registrant's internal controls over financial reporting during the fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant's internal control over financial reporting.



**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Eaton Vance Senior Income Trust

By: /s/ Scott H. Page  
Scott H. Page  
President

Date: May 25, 2012

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Scott H. Page  
Scott H. Page  
President

Date: May 25, 2012

By: /s/ Barbara E. Campbell  
Barbara E. Campbell  
Treasurer

Date: May 25, 2012