

EATON VANCE SENIOR INCOME TRUST  
Form N-Q  
November 28, 2011

**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

September 30, 2011

Date of Reporting Period

**Item 1. Schedule of Investments**

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**Eaton Vance  
Senior Income Trust  
September 30, 2011**

**PORTFOLIO OF INVESTMENTS (Unaudited)**

**Senior Floating-Rate Interests 138.0%**

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Aerospace and Defense 2.7%</b>			
<b>Booz Allen Hamilton, Inc.</b>			
Term Loan, 4.00%, Maturing August 3, 2017	249	\$	247,623
<b>DAE Aviation Holdings, Inc.</b>			
Term Loan, 5.26%, Maturing July 31, 2014	700		655,577
Term Loan, 5.26%, Maturing July 31, 2014	731		684,073
<b>Ducommun, Inc.</b>			
Term Loan, 5.50%, Maturing June 28, 2017	274		268,140
<b>Dundee Holdco 4, Ltd.</b>			
Term Loan, 4.24%, Maturing May 15, 2015	206		177,251
Term Loan, 4.74%, Maturing May 13, 2016	206		177,251
Term Loan - Second Lien, 7.33%, Maturing January 13, 2016	EUR 417		486,490
<b>IAP Worldwide Services, Inc.</b>			
Term Loan, 9.25%, Maturing December 28, 2012	918		901,229
<b>Sequa Corp.</b>			
Term Loan, 3.50%, Maturing December 3, 2014	397		376,805
<b>Spirit AeroSystems, Inc.</b>			
Term Loan, 3.48%, Maturing September 30, 2016	603		598,798
<b>TASC, Inc.</b>			
Term Loan, 4.50%, Maturing December 18, 2015	747		717,861
<b>TransDigm, Inc.</b>			
Term Loan, 4.00%, Maturing February 14, 2017	1,092		1,069,233
<b>Wyle Services Corp.</b>			
Term Loan, 5.75%, Maturing March 27, 2017	415		398,276
		<b>\$</b>	<b>6,758,607</b>
<b>Air Transport 0.7%</b>			
<b>Evergreen International Aviation, Inc.</b>			
Term Loan, 11.50%, Maturing July 5, 2016	450	\$	414,000
<b>Orbitz Worldwide, Inc.</b>			
Term Loan, 3.27%, Maturing July 25, 2014	1,473		1,293,600
		<b>\$</b>	<b>1,707,600</b>
<b>Automotive 5.8%</b>			
<b>Allison Transmission, Inc.</b>			

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Term Loan, 2.98%, Maturing August 7, 2014 <b>Chrysler Group, LLC</b>	2,410	\$	2,275,170
Term Loan, 6.00%, Maturing May 24, 2017 <b>Delphi Corp.</b>	2,614		2,301,740
Term Loan, 3.50%, Maturing March 31, 2017 <b>Federal-Mogul Corp.</b>	984		974,947
Term Loan, 2.16%, Maturing December 29, 2014	2,215		2,046,831
Term Loan, 2.17%, Maturing December 28, 2015 <b>Goodyear Tire &amp; Rubber Co.</b>	579		535,045
Term Loan - Second Lien, 1.94%, Maturing April 30, 2014 <b>HHI Holdings, LLC</b>	2,300		2,226,688
Term Loan, 7.00%, Maturing March 21, 2017 <b>Metaldyne, LLC</b>	249		237,556
Term Loan, 5.25%, Maturing May 18, 2017 <b>SRAM, LLC</b>	771		747,991
Term Loan, 4.76%, Maturing June 7, 2018 <b>Tomkins, LLC</b>	667		643,838
Term Loan, 4.25%, Maturing September 21, 2016	969		952,822

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>TriMas Corp.</b>		
Term Loan, 4.25%, Maturing June 21, 2017	524	\$ 514,523
<b>Veyance Technologies, Inc.</b>		
Term Loan, 2.74%, Maturing July 31, 2014	101	90,894
Term Loan, 2.74%, Maturing July 31, 2014	706	634,604
Term Loan - Second Lien, 5.99%, Maturing July 31, 2015	425	353,813
		<b>\$ 14,536,462</b>
<b>Beverage and Tobacco 0.0%</b>		
<b>Maine Beverage Co., LLC</b>		
Term Loan, 2.00%, Maturing March 31, 2013	102	\$ 97,500
		<b>\$ 97,500</b>
<b>Building and Development 1.3%</b>		
<b>Armstrong World Industries, Inc.</b>		
Term Loan, 4.00%, Maturing March 9, 2018	323	\$ 314,482
<b>Beacon Sales Acquisition, Inc.</b>		
Term Loan, 2.24%, Maturing September 30, 2013	334	317,394
<b>Goodman Global Holdings, Inc.</b>		
Term Loan, 5.75%, Maturing October 28, 2016	838	831,991
<b>November 2005 Land Investors, LLC</b>		
Term Loan, 0.00%, Maturing March 29, 2013 <sup>(3)(4)</sup>	152	22,863
<b>Panolam Industries Holdings, Inc.</b>		
Term Loan, 8.25%, Maturing December 31, 2013	458	412,409
<b>RE/MAX International, Inc.</b>		
Term Loan, 5.50%, Maturing April 15, 2016	872	859,330
<b>South Edge, LLC</b>		
Term Loan, 0.00%, Maturing October 31, 2009 <sup>(5)</sup>	422	411,328
		<b>\$ 3,169,797</b>
<b>Business Equipment and Services 13.2%</b>		
<b>Acosta, Inc.</b>		
Term Loan, 4.75%, Maturing March 1, 2018	648	\$ 626,249
<b>Axiom Corp.</b>		
Term Loan, 3.28%, Maturing March 15, 2015	403	394,694
<b>Advantage Sales &amp; Marketing, Inc.</b>		
Term Loan, 5.25%, Maturing December 18, 2017	918	888,799
<b>Affinion Group, Inc.</b>		
Term Loan, 5.00%, Maturing October 10, 2016	2,294	2,092,036
<b>Allied Security Holdings, LLC</b>		
Term Loan, 5.00%, Maturing February 3, 2017	498	490,038
<b>Altegrity, Inc.</b>		

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Term Loan, 7.75%, Maturing February 20, 2015		372	364,366
Term Loan, 2.98%, Maturing February 21, 2015		786	707,048
<b>Audatex North America, Inc.</b>			
Term Loan, 3.31%, Maturing May 16, 2014	EUR	406	532,730
<b>BAR/BRI Review Courses, Inc.</b>			
Term Loan, 6.00%, Maturing June 16, 2017		375	365,625
<b>Brand Energy and Infrastructure Services, Inc.</b>			
Term Loan, 2.62%, Maturing February 7, 2014		455	415,184
Term Loan, 3.62%, Maturing February 7, 2014		389	348,894
<b>Brickman Group Holdings, Inc.</b>			
Term Loan, 7.25%, Maturing October 14, 2016		571	564,981
<b>Brock Holdings III, Inc.</b>			
Term Loan, 6.00%, Maturing March 16, 2017		597	559,688
<b>ClientLogic Corp.</b>			
Term Loan, 8.11%, Maturing January 30, 2014	EUR	586	776,661
Term Loan, 7.00%, Maturing January 30, 2017		303	286,436
<b>DynCorp International, LLC</b>			
Term Loan, 6.30%, Maturing July 5, 2016		407	401,234

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Value</b>
<b>Fidelity National Information Services, Inc.</b> Term Loan, 5.25%, Maturing July 18, 2016	1,188	\$ 1,189,485
<b>IMS Health, Inc.</b> Term Loan, 4.50%, Maturing August 25, 2017	864	850,029
<b>KAR Auction Services, Inc.</b> Term Loan, 5.00%, Maturing May 19, 2017	1,446	1,403,888
<b>Kronos, Inc.</b> Term Loan, 2.12%, Maturing June 11, 2014	546	521,006
<b>Language Line, LLC</b> Term Loan, 6.25%, Maturing June 20, 2016	1,071	1,017,349
<b>Meritas, LLC</b> Term Loan, 7.50%, Maturing July 28, 2017	414	399,872
<b>Mitchell International, Inc.</b> Term Loan - Second Lien, 5.63%, Maturing March 30, 2015	500	462,500
<b>MSCI, Inc.</b> Term Loan, 3.75%, Maturing March 14, 2017	1,439	1,437,690
<b>N.E.W. Holdings I, LLC</b> Term Loan, 6.00%, Maturing March 23, 2016	788	762,891
<b>Protection One Alarm Monitoring, Inc.</b> Term Loan, 6.00%, Maturing June 4, 2016	741	730,125
<b>Quantum Corp.</b> Term Loan, 3.74%, Maturing July 14, 2014	27	26,601
<b>Quintiles Transnational Corp.</b> Term Loan, 5.00%, Maturing June 8, 2018	2,170	2,052,044
<b>Res-Care, Inc.</b> Term Loan, 7.25%, Maturing December 22, 2016	422	409,158
<b>Sabre, Inc.</b> Term Loan, 2.24%, Maturing September 30, 2014	2,590	2,184,571
<b>Sensus USA, Inc.</b> Term Loan, 4.75%, Maturing May 9, 2017	348	335,191
<b>Softlayer Technologies, Inc.</b> Term Loan, 7.25%, Maturing November 5, 2016	323	314,498
<b>SunGard Data Systems, Inc.</b> Term Loan, 1.98%, Maturing February 28, 2014	2,530	2,474,282
Term Loan, 3.89%, Maturing February 26, 2016	1,860	1,791,933
<b>SymphonyIRI Group, Inc.</b> Term Loan, 5.00%, Maturing December 1, 2017	424	412,279
<b>TransUnion, LLC</b> Term Loan, 4.75%, Maturing February 12, 2018	945	924,769
<b>Travelport, LLC</b> Term Loan, 4.75%, Maturing August 21, 2015	1,103	977,116
Term Loan, 4.87%, Maturing August 21, 2015	299	264,565
Term Loan, 6.04%, Maturing August 21, 2015	EUR 371	456,788
<b>U.S. Security Holdings, Inc.</b> Term Loan, 1.50%, Maturing July 28, 2017 <sup>(6)</sup>	61	59,750

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Term Loan, 6.00%, Maturing July 28, 2017	314	306,813
<b>West Corp.</b>		
Term Loan, 4.57%, Maturing July 15, 2016	360	348,910
Term Loan, 4.57%, Maturing July 15, 2016	1,023	992,654
		<b>\$ 32,921,420</b>

**Cable and Satellite Television 6.3%**

**Atlantic Broadband Finance, LLC**

Term Loan, 4.00%, Maturing March 8, 2016	663	\$ 641,885
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**BBHI Acquisition, LLC**

Term Loan, 4.50%, Maturing December 14, 2017	620	600,928
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**Bragg Communications, Inc.**

Term Loan, 2.82%, Maturing August 31, 2014	1,152	1,105,920
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**Crown Media Holdings, Inc.**

Term Loan, 5.75%, Maturing July 14, 2018	249	243,141
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>CSC Holdings, Inc.</b>		
Term Loan, 3.23%, Maturing March 29, 2016	1,950	\$ 1,894,856
<b>Insight Midwest Holdings, LLC</b>		
Term Loan, 1.98%, Maturing April 7, 2014	1,744	1,716,914
<b>Kabel Deutschland GmbH</b>		
Term Loan, 4.61%, Maturing June 15, 2018	EUR 500	626,931
<b>Lavena Holdings 4 GmbH</b>		
Term Loan, 4.20%, Maturing March 6, 2015	EUR 521	525,321
Term Loan, 4.45%, Maturing March 4, 2016	EUR 521	525,321
Term Loan, 8.83%, Maturing March 6, 2017 <sup>(7)</sup>	EUR 209	121,578
Term Loan - Second Lien, 5.58%, Maturing September 2, 2016	EUR 271	211,163
<b>MCC Iowa, LLC</b>		
Term Loan, 1.95%, Maturing January 30, 2015	796	734,859
<b>Mediacom Broadband, LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	741	715,629
<b>Mediacom Illinois, LLC</b>		
Term Loan, 1.95%, Maturing January 30, 2015	1,881	1,713,448
Term Loan, 5.50%, Maturing March 31, 2017	980	961,625
<b>Mediacom, LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	395	384,137
<b>NDS Finance, Ltd.</b>		
Term Loan, 4.00%, Maturing March 12, 2018	697	669,511
<b>UPC Financing Partnership</b>		
Term Loan, 3.72%, Maturing December 30, 2016	379	360,980
Term Loan, 5.10%, Maturing December 31, 2016	EUR 726	884,375
Term Loan, 3.72%, Maturing December 29, 2017	1,037	993,177
		<b>\$ 15,631,699</b>
<b>Chemicals and Plastics 5.2%</b>		
<b>Arizona Chemical, Inc.</b>		
Term Loan, 4.75%, Maturing November 21, 2016	163	\$ 160,118
<b>Ashland, Inc.</b>		
Term Loan, 3.75%, Maturing August 23, 2018	950	944,402
<b>General Chemical Corp.</b>		
Term Loan, 5.00%, Maturing October 6, 2015	284	275,140
<b>Houghton International, Inc.</b>		
Term Loan, 6.75%, Maturing January 29, 2016	421	417,368
<b>Huntsman International, LLC</b>		
Term Loan, 1.77%, Maturing April 21, 2014	229	218,498
Term Loan, 2.52%, Maturing June 30, 2016	855	802,019
Term Loan, 2.80%, Maturing April 19, 2017	625	589,181
<b>Ineos US Finance, LLC</b>		
Term Loan, 7.50%, Maturing December 16, 2013	790	783,127
Term Loan, 8.00%, Maturing December 16, 2014	791	783,608

<b>Momentive Specialty Chemicals, Inc.</b>		
Term Loan, 4.00%, Maturing May 5, 2015	479	447,631
Term Loan, 4.00%, Maturing May 5, 2015	725	683,096
Term Loan, 4.13%, Maturing May 5, 2015	324	305,547
<b>Nalco Co.</b>		
Term Loan, 4.50%, Maturing October 5, 2017	693	692,351
<b>Norit NV</b>		
Term Loan, 7.50%, Maturing July 7, 2017	625	609,375
<b>OM Group, Inc.</b>		
Term Loan, 5.75%, Maturing August 2, 2017	500	498,125
<b>Rockwood Specialties Group, Inc.</b>		
Term Loan, 3.75%, Maturing February 9, 2018	1,169	1,166,641
<b>Styron S.A.R.L.</b>		
Term Loan, 6.00%, Maturing August 2, 2017	1,687	1,537,928

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Univar, Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	2,267	\$ 2,126,896
		<b>\$ 13,041,051</b>
<b>Clothing/Textiles 0.1%</b>		
<b>Phillips-Van Heusen Corp.</b>		
Term Loan, 3.50%, Maturing May 6, 2016	273	\$ 273,040
		<b>\$ 273,040</b>
<b>Conglomerates 3.9%</b>		
<b>Education Management, LLC</b>		
Term Loan, 2.13%, Maturing June 3, 2013	1,955	\$ 1,830,281
<b>Financiere SPIE S.A.S.</b>		
Term Loan, 6.11%, Maturing June 29, 2018	EUR 1,000	1,256,015
<b>Jason, Inc.</b>		
Term Loan, 8.25%, Maturing September 21, 2014	46	45,331
Term Loan, 8.25%, Maturing September 21, 2014	115	114,882
<b>Rexnord Corp.</b>		
Term Loan, 2.50%, Maturing July 19, 2013	714	689,670
Term Loan, 2.79%, Maturing July 19, 2013	1,683	1,631,022
<b>RGIS Holdings, LLC</b>		
Term Loan, 2.87%, Maturing April 30, 2014	93	88,335
Term Loan, 2.87%, Maturing April 30, 2014	1,870	1,766,708
<b>Spectrum Brands, Inc.</b>		
Term Loan, 5.00%, Maturing June 17, 2016	1,120	1,108,323
<b>Walter Energy, Inc.</b>		
Term Loan, 4.00%, Maturing April 2, 2018	1,172	1,137,194
		<b>\$ 9,667,761</b>
<b>Containers and Glass Products 2.8%</b>		
<b>Berry Plastics Corp.</b>		
Term Loan, 2.23%, Maturing April 3, 2015	955	\$ 874,507
<b>BWAY Corp.</b>		
Term Loan, 4.50%, Maturing February 23, 2018	75	71,889
Term Loan, 4.50%, Maturing February 23, 2018	841	809,716
<b>Graphic Packaging International, Inc.</b>		
Term Loan, 2.99%, Maturing May 16, 2014	1,147	1,128,354
<b>Hilex Poly Co.</b>		
Term Loan, 11.25%, Maturing November 16, 2015	463	444,000
<b>Pelican Products, Inc.</b>		
Term Loan, 5.00%, Maturing March 7, 2017	397	385,586
<b>Reynolds Group Holdings, Inc.</b>		

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Term Loan, 6.50%, Maturing February 9, 2018	905	879,192
Term Loan, 6.50%, Maturing August 9, 2018	2,425	2,353,261
		<b>\$ 6,946,505</b>

**Cosmetics/Toiletries 0.8%**

**Bausch & Lomb, Inc.**

Term Loan, 3.49%, Maturing April 24, 2015	194	\$ 187,084
Term Loan, 3.59%, Maturing April 24, 2015	794	767,608

**KIK Custom Products, Inc.**

Term Loan - Second Lien, 5.26%, Maturing November 28, 2014	525	337,969
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**Prestige Brands, Inc.**

Term Loan, 4.75%, Maturing March 24, 2016	669	656,165
		<b>\$ 1,948,826</b>

**Drugs 1.5%**

**Aptalis Pharma, Inc.**

Term Loan, 5.50%, Maturing February 10, 2017	794	\$ 710,630
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**Capsugel Healthcare, Ltd.**

Term Loan, 5.25%, Maturing August 1, 2018	650	642,078
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Endo Pharmaceuticals Holdings, Inc.</b>			
Term Loan, 4.00%, Maturing June 18, 2018	624	\$	622,151
<b>Graceway Pharmaceuticals, LLC</b>			
Term Loan, 9.99%, Maturing November 3, 2013 <sup>(7)</sup>	175		742
Term Loan - Second Lien, 0.00%, Maturing May 3, 2013 <sup>(4)</sup>	500		11,875
<b>Warner Chilcott Corp.</b>			
Term Loan, 4.25%, Maturing March 15, 2018	409		399,137
Term Loan, 4.25%, Maturing March 15, 2018	819		798,274
<b>WC Luxco S.A.R.L.</b>			
Term Loan, 4.25%, Maturing March 15, 2018	563		548,814
		<b>\$</b>	<b>3,733,701</b>
<b>Electronics/Electrical 7.6%</b>			
<b>Aeroflex, Inc.</b>			
Term Loan, 4.25%, Maturing May 9, 2018	349	\$	338,069
<b>Aspect Software, Inc.</b>			
Term Loan, 6.25%, Maturing May 6, 2016	763		759,558
<b>Attachmate Corp.</b>			
Term Loan, 6.50%, Maturing April 27, 2017	475		458,821
<b>Cinedigm Digital Funding I, LLC</b>			
Term Loan, 5.25%, Maturing April 29, 2016	290		278,711
<b>CommScope, Inc.</b>			
Term Loan, 5.00%, Maturing January 14, 2018	1,070		1,049,570
<b>Dealer Computer Services, Inc.</b>			
Term Loan, 3.75%, Maturing April 20, 2018	1,222		1,197,499
<b>DG FastChannel, Inc.</b>			
Term Loan, 5.75%, Maturing July 26, 2018	823		818,823
<b>Eagle Parent, Inc.</b>			
Term Loan, 5.00%, Maturing May 16, 2018	1,322		1,236,604
<b>Edwards (Cayman Island II), Ltd.</b>			
Term Loan, 5.50%, Maturing May 31, 2016	620		574,564
<b>FCI International S.A.S.</b>			
Term Loan, 3.62%, Maturing November 1, 2013	83		80,846
Term Loan, 3.62%, Maturing November 1, 2013	83		80,846
Term Loan, 3.62%, Maturing November 1, 2013	86		83,977
Term Loan, 3.62%, Maturing November 1, 2013	86		83,977
<b>Freescale Semiconductor, Inc.</b>			
Term Loan, 4.47%, Maturing December 1, 2016	1,278		1,174,050
<b>Infor Enterprise Solutions Holdings</b>			
Term Loan, 5.74%, Maturing March 3, 2014	250		190,000
Term Loan, 4.99%, Maturing July 28, 2015	481		431,459
Term Loan, 5.99%, Maturing July 28, 2015	372		346,189
Term Loan, 5.99%, Maturing July 28, 2015	713		663,886
Term Loan - Second Lien, 6.49%, Maturing March 3, 2014	92		72,159

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Term Loan - Second Lien, 6.49%, Maturing March 3, 2014	158	122,906
<b>Network Solutions, LLC</b>		
Term Loan, 2.49%, Maturing March 7, 2014	893	888,194
<b>NXP B.V.</b>		
Term Loan, 4.50%, Maturing March 3, 2017	1,368	1,287,748
<b>Open Solutions, Inc.</b>		
Term Loan, 2.38%, Maturing January 23, 2014	1,146	952,787
<b>Sensata Technologies Finance Co., LLC</b>		
Term Loan, 4.00%, Maturing May 11, 2018	1,796	1,752,857
<b>Serena Software, Inc.</b>		
Term Loan, 4.34%, Maturing March 10, 2016	715	655,757
<b>Shield Finance Co. S.A.R.L.</b>		
Term Loan, 7.75%, Maturing June 15, 2016	409	400,881
<b>Ship US Bidco, Inc.</b>		
Term Loan, 6.01%, Maturing November 30, 2017	GBP 500	747,538

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>SkillSoft Corp.</b>			
Term Loan, 6.50%, Maturing May 26, 2017	489	\$	481,244
<b>SS&amp;C Technologies, Inc.</b>			
Term Loan, 2.24%, Maturing November 23, 2012	460		446,971
<b>Sunquest Information Systems, Inc.</b>			
Term Loan, 6.25%, Maturing December 16, 2016	374		367,516
<b>VeriFone, Inc.</b>			
Term Loan, 2.99%, Maturing October 31, 2013	357		356,813
<b>Vertafore, Inc.</b>			
Term Loan, 5.25%, Maturing July 29, 2016	496		478,882
		<b>\$</b>	<b>18,859,702</b>
<b>Equipment Leasing 0.7%</b>			
<b>BakerCorp. International, Inc.</b>			
Term Loan, 5.00%, Maturing June 1, 2018	425	\$	411,365
<b>Delos Aircraft, Inc.</b>			
Term Loan, 7.00%, Maturing March 17, 2016	425		426,062
<b>International Lease Finance Corp.</b>			
Term Loan, 6.75%, Maturing March 17, 2015	1,000		1,003,333
		<b>\$</b>	<b>1,840,760</b>
<b>Farming/Agriculture 0.3%</b>			
<b>Earthbound Farm Holdings III, LLC</b>			
Term Loan, 5.50%, Maturing December 21, 2016	372	\$	362,883
<b>WM. Bolthouse Farms, Inc.</b>			
Term Loan, 5.50%, Maturing February 11, 2016	322		316,147
		<b>\$</b>	<b>679,030</b>
<b>Financial Intermediaries 6.2%</b>			
<b>AmWINS Group, Inc.</b>			
Term Loan - Second Lien, 5.86%, Maturing June 8, 2014	500	\$	457,187
<b>CB Richard Ellis Services, Inc.</b>			
Term Loan, 3.49%, Maturing March 5, 2018	346		332,136
Term Loan, 3.73%, Maturing September 4, 2019	327		314,263
<b>Citco III, Ltd.</b>			
Term Loan, 6.25%, Maturing June 29, 2018	848		807,601
<b>Fifth Third Processing Solutions, LLC</b>			
Term Loan, 4.50%, Maturing November 3, 2016	621		602,133
<b>First Data Corp.</b>			
Term Loan, 2.98%, Maturing September 24, 2014	245		214,657
Term Loan, 2.98%, Maturing September 24, 2014	992		870,418
Term Loan, 2.98%, Maturing September 24, 2014	1,000		878,625

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Term Loan, 4.23%, Maturing March 23, 2018	1,020	842,207
<b>Grosvenor Capital Management Holdings, LLP</b>		
Term Loan, 4.25%, Maturing December 5, 2016	1,135	1,134,964
<b>HarbourVest Partners, LLC</b>		
Term Loan, 6.25%, Maturing December 14, 2016	573	570,542
<b>iPayment, Inc.</b>		
Term Loan, 5.75%, Maturing May 8, 2017	481	467,448
<b>LPL Holdings, Inc.</b>		
Term Loan, 1.99%, Maturing June 28, 2013	432	426,926
Term Loan, 4.25%, Maturing June 25, 2015	1,359	1,350,639
Term Loan, 5.25%, Maturing June 28, 2017	1,028	1,029,382
<b>Mercury Payment Systems Canada, LLC</b>		
Term Loan, 6.50%, Maturing July 3, 2017	324	322,567
<b>Mondrian Investment Partners, Ltd.</b>		
Term Loan, 5.50%, Maturing July 12, 2018	635	620,490
<b>Nuveen Investments, Inc.</b>		
Term Loan, 3.32%, Maturing November 13, 2014	1,209	1,114,540
Term Loan, 5.82%, Maturing May 12, 2017	1,412	1,315,696



<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>RJO Holdings Corp.</b>		
Term Loan, 6.23%, Maturing December 10, 2015 <sup>(3)</sup>	4	\$ 3,053
Term Loan, 6.23%, Maturing December 10, 2015 <sup>(3)</sup>	118	93,604
<b>RPI Finance Trust</b>		
Term Loan, 4.00%, Maturing May 9, 2018	1,771	1,757,283
		<b>\$ 15,526,361</b>
 <b>Food Products 4.7%</b>		
<b>Dean Foods Co.</b>		
Term Loan, 1.87%, Maturing April 2, 2014	1,292	\$ 1,266,185
<b>Del Monte Foods Co.</b>		
Term Loan, 4.50%, Maturing March 8, 2018	2,344	2,175,055
<b>Dole Food Company, Inc.</b>		
Term Loan, 5.05%, Maturing July 6, 2018	489	482,360
<b>JBS USA Holdings, Inc.</b>		
Term Loan, 4.25%, Maturing May 25, 2018	499	478,800
<b>Michael Foods Group, Inc.</b>		
Term Loan, 4.25%, Maturing February 23, 2018	336	324,814
<b>NBTY, Inc.</b>		
Term Loan, 4.25%, Maturing October 2, 2017	1,015	985,259
<b>Pierre Foods, Inc.</b>		
Term Loan, 7.00%, Maturing September 30, 2016	619	606,375
<b>Pinnacle Foods Holdings Corp.</b>		
Term Loan, 2.72%, Maturing April 2, 2014	2,922	2,782,827
<b>Provimi Holding</b>		
Term Loan, 2.11%, Maturing June 28, 2015	120	118,626
Term Loan, 2.11%, Maturing June 28, 2015	147	145,984
Term Loan, 3.23%, Maturing June 28, 2015	EUR 17	22,141
Term Loan, 3.23%, Maturing June 28, 2015	EUR 155	205,563
Term Loan, 3.23%, Maturing June 28, 2015	EUR 230	305,174
Term Loan, 3.23%, Maturing June 28, 2015	EUR 251	333,974
Term Loan - Second Lien, 4.49%, Maturing December 28, 2016	119	117,375
Term Loan - Second Lien, 5.61%, Maturing December 28, 2016	EUR 19	25,653
Term Loan - Second Lien, 5.61%, Maturing December 28, 2016	EUR 265	351,336
<b>Solvest, Ltd.</b>		
Term Loan, 5.06%, Maturing July 6, 2018	907	894,602
		<b>\$ 11,622,103</b>
 <b>Food Service 5.6%</b>		
<b>Aramark Corp.</b>		
Term Loan, 2.11%, Maturing January 27, 2014	88	\$ 85,816
Term Loan, 2.24%, Maturing January 27, 2014	1,081	1,052,496
Term Loan, 2.95%, Maturing January 27, 2014	GBP 478	703,660

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Term Loan, 3.49%, Maturing July 26, 2016	157	152,468
Term Loan, 3.62%, Maturing July 26, 2016	2,386	2,318,371
<b>Buffets, Inc.</b>		
Term Loan, 14.00%, Maturing April 21, 2015 <sup>(7)</sup>	618	355,113
Term Loan, 9.62%, Maturing April 22, 2015 <sup>(3)(7)</sup>	67	35,652
<b>Burger King Corp.</b>		
Term Loan, 4.50%, Maturing October 19, 2016	2,382	2,303,096
<b>Denny s, Inc.</b>		
Term Loan, 5.25%, Maturing September 30, 2016	955	953,352
<b>DineEquity, Inc.</b>		
Term Loan, 4.25%, Maturing October 19, 2017	791	770,107
<b>Dunkin Brands, Inc.</b>		
Term Loan, 4.00%, Maturing November 23, 2017	1,365	1,323,617
<b>NPC International, Inc.</b>		
Term Loan, 2.00%, Maturing May 3, 2013	141	137,335
<b>OSI Restaurant Partners, LLC</b>		
Term Loan, 2.77%, Maturing June 14, 2013	236	220,101
Term Loan, 2.56%, Maturing June 14, 2014	2,375	2,215,782

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>U.S. Foodservice, Inc.</b>			
Term Loan, 2.74%, Maturing July 3, 2014	1,003	\$	928,093
<b>Wendy s/Arby s Restaurants, LLC</b>			
Term Loan, 5.00%, Maturing May 24, 2017	399		397,873
		<b>\$</b>	<b>13,952,932</b>
<b>Food/Drug Retailers 5.6%</b>			
<b>Alliance Boots Holdings, Ltd.</b>			
Term Loan, 3.62%, Maturing July 9, 2015	GBP 1,775	\$	2,418,980
<b>General Nutrition Centers, Inc.</b>			
Term Loan, 4.25%, Maturing March 2, 2018	2,100		2,037,876
<b>Pantry, Inc. (The)</b>			
Term Loan, 1.99%, Maturing May 15, 2014	116		113,274
Term Loan, 1.99%, Maturing May 15, 2014	402		393,378
<b>Rite Aid Corp.</b>			
Term Loan, 1.98%, Maturing June 4, 2014	3,907		3,633,105
Term Loan, 4.50%, Maturing March 2, 2018	1,069		994,270
<b>Roundy s Supermarkets, Inc.</b>			
Term Loan, 7.00%, Maturing November 3, 2013	2,943		2,858,845
<b>Supervalu, Inc.</b>			
Term Loan, 4.50%, Maturing April 28, 2018	1,642		1,521,012
		<b>\$</b>	<b>13,970,740</b>
<b>Health Care 15.6%</b>			
<b>1-800-Contacts, Inc.</b>			
Term Loan, 7.70%, Maturing March 4, 2015	450	\$	445,176
<b>Alere, Inc.</b>			
Term Loan, 4.50%, Maturing June 30, 2017	1,200		1,161,000
<b>Alliance Healthcare Services</b>			
Term Loan, 7.25%, Maturing June 1, 2016	534		487,257
<b>Ardent Medical Services, Inc.</b>			
Term Loan, 6.50%, Maturing September 18, 2015	350		339,500
<b>Aveta Holdings, LLC</b>			
Term Loan, 8.50%, Maturing April 14, 2015	255		249,999
Term Loan, 8.50%, Maturing April 14, 2015	255		249,999
<b>Biomet, Inc.</b>			
Term Loan, 3.31%, Maturing March 25, 2015	2,934		2,816,964
<b>Carestream Health, Inc.</b>			
Term Loan, 5.00%, Maturing February 25, 2017	771		648,999
<b>Carl Zeiss Vision Holding GmbH</b>			
Term Loan, 4.00%, Maturing September 30, 2019 <sup>(7)</sup>	66		56,177
<b>Catalent Pharma Solutions</b>			
Term Loan, 2.49%, Maturing April 10, 2014	1,272		1,179,003

**Community Health Systems, Inc.**

Term Loan, 2.57%, Maturing July 25, 2014	163	152,775
Term Loan, 2.57%, Maturing July 25, 2014	3,169	2,973,308
Term Loan, 3.82%, Maturing January 25, 2017	1,590	1,465,836

**ConMed Corp.**

Term Loan, 1.74%, Maturing April 12, 2013	240	234,873
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**ConvaTec, Inc.**

Term Loan, 5.75%, Maturing December 22, 2016	347	333,046
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**CRC Health Corp.**

Term Loan, 4.87%, Maturing November 16, 2015	496	453,413
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**DaVita, Inc.**

Term Loan, 4.50%, Maturing October 20, 2016	1,489	1,471,071
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**DJO Finance, LLC**

Term Loan, 3.24%, Maturing May 20, 2014	357	339,168
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**Drumm Investors, LLC**

Term Loan, 5.00%, Maturing May 4, 2018	999	891,982
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**Emdeon Business Services, LLC**

Term Loan, 2.24%, Maturing November 18, 2013	847	842,495
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Value</b>
<b>Emergency Medical Services Corp.</b> Term Loan, 5.25%, Maturing May 25, 2018	748	\$ 713,675
<b>Grifols, Inc.</b> Term Loan, 6.00%, Maturing June 1, 2017	1,047	1,029,570
<b>Hanger Orthopedic Group, Inc.</b> Term Loan, 4.00%, Maturing December 1, 2016	323	312,079
<b>HCA, Inc.</b> Term Loan, 3.62%, Maturing March 31, 2017	2,218	2,094,996
Term Loan, 3.62%, Maturing May 1, 2018	925	871,500
<b>Health Management Associates, Inc.</b> Term Loan, 2.12%, Maturing February 28, 2014	2,365	2,232,287
<b>Iasis Healthcare, LLC</b> Term Loan, 5.00%, Maturing May 3, 2018	846	791,833
<b>Immucor, Inc.</b> Term Loan, 7.25%, Maturing August 17, 2018	350	346,063
<b>inVentiv Health, Inc.</b> Term Loan, 6.50%, Maturing August 4, 2016	917	885,026
Term Loan, 6.75%, Maturing May 15, 2018	574	549,903
<b>Kindred Healthcare, Inc.</b> Term Loan, 5.25%, Maturing June 1, 2018	923	858,099
<b>Lifepoint Hospitals, Inc.</b> Term Loan, 3.08%, Maturing April 15, 2015	1,086	1,063,912
<b>MedAssets, Inc.</b> Term Loan, 5.25%, Maturing November 16, 2016	434	426,169
<b>Medpace, Inc.</b> Term Loan, 6.50%, Maturing June 22, 2017	424	404,860
<b>MultiPlan, Inc.</b> Term Loan, 4.75%, Maturing August 26, 2017	1,274	1,203,170
<b>Physiotherapy Associates, Inc.</b> Term Loan, 7.50%, Maturing June 27, 2013	341	337,952
<b>Prime Healthcare Services, Inc.</b> Term Loan, 7.25%, Maturing April 22, 2015	1,157	1,111,080
<b>RadNet Management, Inc.</b> Term Loan, 5.75%, Maturing April 1, 2016	1,042	1,005,289
<b>Renal Advantage Holdings, Inc.</b> Term Loan, 5.75%, Maturing December 16, 2016	372	371,490
<b>Select Medical Corp.</b> Term Loan, 5.50%, Maturing May 25, 2018	1,521	1,384,281
<b>Sunrise Medical Holdings, Inc.</b> Term Loan, 6.75%, Maturing May 13, 2014	EUR 120	149,297
<b>TriZetto Group, Inc. (The)</b> Term Loan, 4.75%, Maturing May 2, 2018	748	716,018
<b>Universal Health Services, Inc.</b> Term Loan, 4.00%, Maturing November 15, 2016	1,029	999,955
<b>Vanguard Health Holding Co., II, LLC</b>		

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Term Loan, 5.00%, Maturing January 29, 2016	741		729,562
<b>VWR Funding, Inc.</b>			
Term Loan, 2.74%, Maturing June 30, 2014	1,476		1,385,069
			<b>\$ 38,765,176</b>
<b>Home Furnishings 1.2%</b>			
<b>Hunter Fan Co.</b>			
Term Loan, 2.73%, Maturing April 16, 2014	191	\$	175,324
<b>National Bedding Co., LLC</b>			
Term Loan, 3.88%, Maturing November 28, 2013	954		941,067
Term Loan - Second Lien, 5.31%, Maturing February 28, 2014	350		331,187
<b>Oreck Corp.</b>			
Term Loan - Second Lien, 3.85%, Maturing March 19, 2016 <sup>(3)</sup>	128		114,986
<b>Sofia III S.A.R.L.</b>			
Term Loan, 2.50%, Maturing June 24, 2016		EUR	387 413,927

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Yankee Candle Company, Inc. (The)</b>			
Term Loan, 2.24%, Maturing February 6, 2014	1,184	\$	1,138,752
		\$	<b>3,115,243</b>
<b>Industrial Equipment 1.8%</b>			
<b>Alliance Laundry Systems, LLC</b>			
Term Loan, 6.25%, Maturing September 30, 2016	446	\$	441,158
<b>Butterfly Wendel US, Inc.</b>			
Term Loan, 3.44%, Maturing June 23, 2014	418		382,797
Term Loan, 4.19%, Maturing June 22, 2015	571		522,303
<b>Generac CCMP Acquisition Corp.</b>			
Term Loan, 2.74%, Maturing November 11, 2013	471		459,114
<b>Husky Injection Molding System, Ltd.</b>			
Term Loan, Maturing June 30, 2018 <sup>(8)</sup>	500		486,459
<b>KION Group GmbH</b>			
Term Loan, 3.74%, Maturing December 23, 2014 <sup>(7)</sup>	253		187,310
Term Loan, 3.99%, Maturing December 23, 2015 <sup>(7)</sup>	253		187,310
<b>Manitowoc Company, Inc. (The)</b>			
Term Loan, 4.25%, Maturing November 13, 2017	349		341,852
<b>Polypore, Inc.</b>			
Term Loan, 2.24%, Maturing July 3, 2014	1,520		1,470,653
		\$	<b>4,478,956</b>
<b>Insurance 3.3%</b>			
<b>Applied Systems, Inc.</b>			
Term Loan, 5.50%, Maturing December 8, 2016	695	\$	679,118
<b>Asurion Corp.</b>			
Term Loan, 5.50%, Maturing May 24, 2018	2,841		2,693,322
Term Loan - Second Lien, 9.00%, Maturing May 24, 2019	550		527,828
<b>CCC Information Services Group, Inc.</b>			
Term Loan, 5.50%, Maturing November 11, 2015	721		708,751
<b>CNO Financial Group, Inc.</b>			
Term Loan, 6.25%, Maturing September 30, 2016	521		518,522
<b>Crawford &amp; Company</b>			
Term Loan, 5.00%, Maturing October 30, 2013	606		601,368
<b>HUB International Holdings, Inc.</b>			
Term Loan, 2.87%, Maturing June 13, 2014	179		165,897
Term Loan, 2.87%, Maturing June 13, 2014	796		738,017
Term Loan, 6.75%, Maturing June 13, 2014	270		264,447
<b>Sedgwick CMS Holdings, Inc.</b>			
Term Loan, Maturing December 30, 2016 <sup>(8)</sup>	500		475,625
<b>USI Holdings Corp.</b>			
Term Loan, 2.74%, Maturing May 5, 2014	910		863,575

		\$ 8,236,470
<b>Leisure Goods/Activities/Movies 7.6%</b>		
<b>AMC Entertainment, Inc.</b>		
Term Loan, 3.50%, Maturing December 16, 2016	1,917	\$ 1,831,608
<b>AMC Networks, Inc.</b>		
Term Loan, 4.00%, Maturing December 31, 2018	675	654,188
<b>Bombardier Recreational Products</b>		
Term Loan, 2.75%, Maturing June 28, 2013	975	932,766
<b>Bright Horizons Family Solutions, Inc.</b>		
Term Loan, 4.24%, Maturing May 28, 2015	457	441,106
<b>Carmike Cinemas, Inc.</b>		
Term Loan, 5.50%, Maturing January 27, 2016	994	976,779
<b>Cedar Fair, L.P.</b>		
Term Loan, 4.00%, Maturing December 15, 2017	1,447	1,427,738
<b>Cinemark USA, Inc.</b>		
Term Loan, 3.51%, Maturing April 29, 2016	1,901	1,865,966



<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Clubcorp Operations, Inc.</b>			
Term Loan, 6.00%, Maturing November 9, 2016	823	\$	795,829
<b>Dave &amp; Buster s, Inc.</b>			
Term Loan, 5.50%, Maturing May 12, 2016	494		482,641
<b>Deluxe Entertainment Services Group, Inc.</b>			
Term Loan, 6.25%, Maturing May 11, 2013	35		34,902
Term Loan, 6.25%, Maturing May 11, 2013	503		495,602
<b>HIT Entertainment, Inc.</b>			
Term Loan, 5.51%, Maturing June 1, 2012	576		560,599
<b>Live Nation Entertainment, Inc.</b>			
Term Loan, 4.50%, Maturing November 7, 2016	1,133		1,101,599
<b>National CineMedia, LLC</b>			
Term Loan, 1.84%, Maturing February 13, 2015	1,441		1,387,929
<b>Regal Cinemas Corp.</b>			
Term Loan, 3.37%, Maturing August 23, 2017	2,035		1,982,488
<b>Revolution Studios Distribution Co., LLC</b>			
Term Loan, 3.99%, Maturing December 21, 2014	504		373,038
Term Loan - Second Lien, 7.24%, Maturing June 21, 2015 <sup>(3)</sup>	450		138,600
<b>SeaWorld Parks &amp; Entertainment, Inc.</b>			
Term Loan, 4.00%, Maturing August 17, 2017	838		815,837
<b>Six Flags Theme Parks, Inc.</b>			
Term Loan, 5.25%, Maturing June 30, 2016	1,607		1,591,915
<b>Town Sports International, Inc.</b>			
Term Loan, 7.00%, Maturing May 4, 2018	517		500,318
<b>Zuffa, LLC</b>			
Term Loan, 2.25%, Maturing June 19, 2015	481		453,489
		<b>\$</b>	<b>18,844,937</b>
<b>Lodging and Casinos 3.3%</b>			
<b>Ameristar Casinos, Inc.</b>			
Term Loan, 4.00%, Maturing April 13, 2018	522	\$	506,051
<b>Caesars Entertainment Operating Co.</b>			
Term Loan, 3.25%, Maturing January 28, 2015	2,055		1,730,320
Term Loan, 9.50%, Maturing October 31, 2016	983		974,640
<b>Gala Group, Ltd.</b>			
Term Loan, 5.69%, Maturing May 30, 2018	GBP 825		1,042,529
<b>Herbst Gaming, Inc.</b>			
Term Loan, 10.00%, Maturing December 31, 2015	409		411,387
<b>Isle of Capri Casinos, Inc.</b>			
Term Loan, 4.75%, Maturing November 1, 2013	473		464,945
<b>Las Vegas Sands, LLC</b>			
Term Loan, 2.74%, Maturing November 23, 2016	292		273,532
Term Loan, 2.74%, Maturing November 23, 2016	1,157		1,083,585
<b>LodgeNet Entertainment Corp.</b>			

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Term Loan, 6.50%, Maturing April 4, 2014	591	510,882
<b>Penn National Gaming, Inc.</b>		
Term Loan, 3.75%, Maturing July 16, 2018	574	569,022
<b>Tropicana Entertainment, Inc.</b>		
Term Loan, 15.00%, Maturing March 8, 2013	130	142,736
<b>VML US Finance, LLC</b>		
Term Loan, 4.74%, Maturing May 25, 2012	195	194,520
Term Loan, 4.74%, Maturing May 27, 2013	390	389,040
		<b>\$ 8,293,189</b>
<b>Nonferrous Metals/Minerals 1.5%</b>		
<b>Fairmount Minerals, Ltd.</b>		
Term Loan, 5.25%, Maturing March 15, 2017	1,883	\$ 1,857,356
<b>Noranda Aluminum Acquisition</b>		
Term Loan, 1.99%, Maturing May 16, 2014	44	42,989
<b>Novelis, Inc.</b>		
Term Loan, 3.75%, Maturing March 10, 2017	1,365	1,337,394

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>	<b>Value</b>
	<b>(000 s omitted)</b>	
<b>Oxbow Carbon and Mineral Holdings</b>		
Term Loan, 3.86%, Maturing May 8, 2016	519	\$ 500,353
		<b>\$ 3,738,092</b>
<b>Oil and Gas 2.8%</b>		
<b>Big West Oil, LLC</b>		
Term Loan, 7.00%, Maturing March 31, 2016	237	\$ 236,250
<b>CITGO Petroleum Corp.</b>		
Term Loan, 8.00%, Maturing June 24, 2015	101	101,613
Term Loan, 9.00%, Maturing June 23, 2017	1,259	1,292,113
<b>Frac Tech International, LLC</b>		
Term Loan, 6.25%, Maturing May 6, 2016	1,058	1,041,619
<b>Gibson Energy</b>		
Term Loan, 5.75%, Maturing June 14, 2018	1,047	1,022,500
<b>MEG Energy Corp.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	625	613,438
<b>Obsidian Natural Gas Trust</b>		
Term Loan, 7.00%, Maturing November 2, 2015	1,940	1,949,507
<b>Sheridan Production Partners I, LLC</b>		
Term Loan, 6.50%, Maturing April 20, 2017	52	51,410
Term Loan, 6.50%, Maturing April 20, 2017	86	84,168
Term Loan, 6.50%, Maturing April 20, 2017	648	635,193
		<b>\$ 7,027,811</b>
<b>Publishing 5.7%</b>		
<b>Ascend Learning</b>		
Term Loan, 7.01%, Maturing December 6, 2016	546	\$ 527,225
<b>Aster Zweite Beteiligungs GmbH</b>		
Term Loan, 4.80%, Maturing December 31, 2014	618	547,522
Term Loan, 4.80%, Maturing December 30, 2016	500	442,916
Term Loan, 4.80%, Maturing December 30, 2016	605	536,039
Term Loan, 6.00%, Maturing December 30, 2016	EUR 236	281,283
Term Loan, 6.00%, Maturing December 30, 2016	EUR 264	314,236
<b>GateHouse Media Operating, Inc.</b>		
Term Loan, 2.24%, Maturing August 28, 2014 <sup>(3)</sup>	321	85,133
Term Loan, 2.24%, Maturing August 28, 2014 <sup>(3)</sup>	717	189,912
Term Loan, 2.49%, Maturing August 28, 2014 <sup>(3)</sup>	346	91,682
<b>Getty Images, Inc.</b>		
Term Loan, 5.25%, Maturing November 7, 2016	1,471	1,465,517
<b>Instant Web, Inc.</b>		
Term Loan, 3.61%, Maturing August 7, 2014	84	76,715
Term Loan, 3.61%, Maturing August 7, 2014	809	735,937
<b>Interactive Data Corp.</b>		

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Term Loan, 4.50%, Maturing February 12, 2018 <b>Laureate Education, Inc.</b>	1,141	1,100,721
Term Loan, 5.25%, Maturing August 15, 2018 <b>MediaNews Group, Inc.</b>	2,339	2,121,050
Term Loan, 8.50%, Maturing March 19, 2014 <b>Merrill Communications, LLC</b>	60	59,155
Term Loan, 7.50%, Maturing December 24, 2012 <b>Nelson Education, Ltd.</b>	645	612,654
Term Loan, 2.91%, Maturing July 3, 2014 <b>Nielsen Finance, LLC</b>	231	181,993
Term Loan, 2.23%, Maturing August 9, 2013	2,062	2,006,591
Term Loan, 3.48%, Maturing May 2, 2016	995	965,113
Term Loan, 3.98%, Maturing May 2, 2016 <b>SGS International, Inc.</b>	978	948,272
Term Loan, 3.74%, Maturing September 30, 2013	261	258,545

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Trader Media Corp., Ltd.</b>			
Term Loan, 5.68%, Maturing December 1, 2017	GBP	500	\$ 676,390
			<b>\$ 14,224,601</b>
<b>Radio and Television 3.6%</b>			
<b>Block Communications, Inc.</b>			
Term Loan, 2.24%, Maturing December 21, 2012		424	\$ 419,884
<b>Clear Channel Communication</b>			
Term Loan, Maturing January 28, 2016 <sup>(8)</sup>		1,000	714,625
<b>Cumulus Media, Inc.</b>			
Term Loan, 5.75%, Maturing September 17, 2018		2,625	2,483,906
<b>Foxco Acquisition Sub, LLC</b>			
Term Loan, 4.75%, Maturing July 14, 2015		296	282,059
<b>Gray Television, Inc.</b>			
Term Loan, 3.73%, Maturing December 31, 2014		348	332,685
<b>Miramax Film NY, LLC</b>			
Term Loan, 7.75%, Maturing May 20, 2016		419	419,493
<b>Mission Broadcasting, Inc.</b>			
Term Loan, 5.00%, Maturing September 30, 2016		260	255,410
<b>Nexstar Broadcasting, Inc.</b>			
Term Loan, 5.00%, Maturing September 30, 2016		407	399,494
<b>Raycom TV Broadcasting, LLC</b>			
Term Loan, 4.50%, Maturing May 31, 2017		449	426,431
<b>Tyrol Acquisition 2 SAS</b>			
Term Loan, 5.36%, Maturing January 29, 2016	EUR	500	532,550
Term Loan, 5.36%, Maturing January 29, 2016	EUR	500	532,551
<b>Univision Communications, Inc.</b>			
Term Loan, 2.24%, Maturing September 29, 2014		743	671,509
Term Loan, 4.49%, Maturing March 31, 2017		1,743	1,485,202
			<b>\$ 8,955,799</b>
<b>Retailers (Except Food and Drug) 5.4%</b>			
<b>Amscan Holdings, Inc.</b>			
Term Loan, 6.75%, Maturing December 4, 2017		1,767	\$ 1,733,563
<b>BJ's Wholesale Club, Inc.</b>			
Term Loan, Maturing September 27, 2018 <sup>(8)</sup>		975	944,009
<b>FTD, Inc.</b>			
Term Loan, 4.75%, Maturing June 6, 2018		648	635,408
<b>Harbor Freight Tools USA, Inc.</b>			
Term Loan, 6.50%, Maturing December 22, 2017		911	901,213
<b>J. Crew Operating Corp.</b>			
Term Loan, 4.75%, Maturing March 7, 2018		873	781,167
<b>Jo-Ann Stores, Inc.</b>			

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Term Loan, 4.75%, Maturing March 16, 2018 <b>Michaels Stores, Inc.</b>	1,423	1,326,656
Term Loan, 2.55%, Maturing October 31, 2013 <b>Neiman Marcus Group, Inc.</b>	1,574	1,509,099
Term Loan, 4.75%, Maturing May 16, 2018 <b>PETCO Animal Supplies, Inc.</b>	1,550	1,440,854
Term Loan, 4.50%, Maturing November 24, 2017 <b>Pilot Travel Centers, LLC</b>	619	587,168
Term Loan, 4.25%, Maturing March 30, 2018 <b>Savers, Inc.</b>	902	893,232
Term Loan, 4.25%, Maturing March 3, 2017 <b>Service Master Co.</b>	622	614,102
Term Loan, 2.74%, Maturing July 24, 2014	45	42,081
Term Loan, 2.74%, Maturing July 24, 2014 <b>Visant Holding Corp.</b>	450	422,566
Term Loan, 5.25%, Maturing December 22, 2016	695	639,170

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Vivarte</b>			
Term Loan - Second Lien, 4.84%, Maturing September 8, 2016	EUR 13	\$	11,555
Term Loan - Second Lien, 4.84%, Maturing September 8, 2016	EUR 88		80,887
Term Loan - Second Lien, 4.84%, Maturing September 8, 2016	EUR 900		831,985
			<b>\$ 13,394,715</b>
<b>Steel 0.5%</b>			
<b>JMC Steel Group, Inc.</b>			
Term Loan, 4.75%, Maturing April 3, 2017	348	\$	337,585
<b>Niagara Corp.</b>			
Term Loan, 10.50%, Maturing June 29, 2014 <sup>(3)(7)</sup>	368		345,222
<b>SunCoke Energy, Inc.</b>			
Term Loan, 4.00%, Maturing July 26, 2018	499		495,009
			<b>\$ 1,177,816</b>
<b>Surface Transport 1.1%</b>			
<b>Hertz Corp.</b>			
Term Loan, 3.75%, Maturing March 9, 2018	1,791	\$	1,703,316
<b>Swift Transportation Co., Inc.</b>			
Term Loan, 6.00%, Maturing December 21, 2016	1,048		1,021,715
			<b>\$ 2,725,031</b>
<b>Telecommunications 6.0%</b>			
<b>Alaska Communications Systems Holdings, Inc.</b>			
Term Loan, 5.50%, Maturing October 21, 2016	918	\$	883,061
<b>Cellular South, Inc.</b>			
Term Loan, 4.50%, Maturing July 27, 2017	424		413,339
<b>Intelsat Jackson Holdings SA</b>			
Term Loan, 5.25%, Maturing April 2, 2018	5,187		5,006,534
<b>Macquarie UK Broadcast, Ltd.</b>			
Term Loan, 2.94%, Maturing December 1, 2014	GBP 414		529,352
<b>MetroPCS Wireless</b>			
Term Loan, 4.00%, Maturing March 16, 2018	3,057		2,944,969
<b>NTelos, Inc.</b>			
Term Loan, 4.00%, Maturing August 7, 2015	1,474		1,438,111
<b>SBA Finance</b>			
Term Loan, 3.75%, Maturing June 29, 2018	474		464,928
<b>Syniverse Technologies, Inc.</b>			
Term Loan, 5.25%, Maturing December 21, 2017	744		735,381
<b>Telesat Canada, Inc.</b>			
Term Loan, 3.24%, Maturing October 31, 2014	151		146,605
Term Loan, 3.24%, Maturing October 31, 2014	1,754		1,706,737

**Windstream Corp.**

Term Loan, 3.00%, Maturing December 17, 2015	624	618,560
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		<b>\$ 14,887,577</b>
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**Utilities 3.6%****AES Corp.**

Term Loan, 4.25%, Maturing June 1, 2018	1,294	\$ 1,267,227
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**Calpine Corp.**

Term Loan, 4.50%, Maturing April 2, 2018	474	449,648
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Term Loan, 4.50%, Maturing April 2, 2018	2,413	2,288,009
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**Dynegy Holdings, Inc.**

Term Loan, 9.25%, Maturing August 4, 2016	250	243,958
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Term Loan, 9.25%, Maturing August 4, 2016	475	468,988
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**EquiPower Resources Holdings, LLC**

Term Loan, 5.75%, Maturing January 26, 2018	265	259,374
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**NRG Energy, Inc.**

Term Loan, 4.00%, Maturing July 2, 2018	2,244	2,195,279
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Texas Competitive Electric Holdings Co., LLC</b>			
Term Loan, 4.75%, Maturing October 10, 2017	2,601	\$	1,751,578
		\$	<b>8,924,061</b>
<b>Total Senior Floating-Rate Interests (identified cost \$359,419,540)</b>			<b>\$ 343,675,071</b>

**Corporate Bonds & Notes 8.2%**

<b>Security</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Automotive 0.0%</b>			
<b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b>			
9.25%, 1/15/17 <sup>(9)</sup>	77	\$	80,465
		\$	<b>80,465</b>
<b>Broadcast Radio and Television 0.6%</b>			
<b>Entravision Communications Corp., Sr. Notes</b>			
8.75%, 8/1/17 <sup>(9)</sup>	1,000	\$	942,500
<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>(9)</sup>	485		545,625
		\$	<b>1,501,550</b>
<b>Building and Development 0.3%</b>			
<b>AMO Escrow Corp., Sr. Notes</b>			
11.50%, 12/15/17 <sup>(9)</sup>	925	\$	841,750
		\$	<b>841,750</b>
<b>Business Equipment and Services 0.4%</b>			
<b>SunGard Data Systems, Inc., Sr. Notes</b>			
10.625%, 5/15/15	900	\$	942,750
<b>Ticketmaster Entertainment, Inc.</b>			
10.75%, 8/1/16	20		21,100
		\$	<b>963,850</b>

<b>Chemicals and Plastics 0.1%</b>			
<b>INEOS Group Holdings PLC, Sr. Sub. Notes</b>			
8.50%, 2/15/16 <sup>(9)</sup>	180	\$	134,100
		\$	<b>134,100</b>
<b>Conglomerates 0.1%</b>			
<b>Education Management, LLC, Sr. Notes</b>			
8.75%, 6/1/14	210	\$	205,800
<b>RBS Global &amp; Rexnord Corp.</b>			
11.75%, 8/1/16	90		92,250
		\$	<b>298,050</b>
<b>Containers and Glass Products 0.2%</b>			
<b>Berry Plastics Corp., Sr. Notes, Variable Rate</b>			
4.999%, 2/15/15	500	\$	465,000
		\$	<b>465,000</b>
<b>Cosmetics/Toiletries 0.1%</b>			
<b>Revlon Consumer Products Corp.</b>			
9.75%, 11/15/15 <sup>(9)</sup>	165	\$	173,663
		\$	<b>173,663</b>

	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Security</b>			
<b>Electronics/Electrical 0.1%</b>			
<b>NXP BV/NXP Funding, LLC, Variable Rate</b>			
2.999%, 10/15/13	370	\$	359,362
		\$	<b>359,362</b>
<b>Equipment Leasing 0.5%</b>			
<b>International Lease Finance Corp., Sr. Notes, MTN</b>			
5.65%, 6/1/14	1,000	\$	932,500
6.75%, 9/1/16 <sup>(9)</sup>	175		176,313
7.125%, 9/1/18 <sup>(9)</sup>	175		176,531
		\$	<b>1,285,344</b>
<b>Financial Intermediaries 0.7%</b>			
<b>First Data Corp., Sr. Notes</b>			
7.375%, 6/15/19 <sup>(9)</sup>	500	\$	446,250
<b>Ford Motor Credit Co., LLC, Sr. Notes</b>			
8.00%, 12/15/16	125		136,801
<b>UPCB Finance II, Ltd., Sr. Notes</b>			
6.375%, 7/1/20 <sup>(9)</sup>	EUR 500		579,442
<b>UPCB Finance III, Ltd., Sr. Notes</b>			
6.625%, 7/1/20 <sup>(9)</sup>	600		567,000
		\$	<b>1,729,493</b>
<b>Food Service 0.1%</b>			
<b>NPC International, Inc., Sr. Sub. Notes</b>			
9.50%, 5/1/14	135	\$	133,313
		\$	<b>133,313</b>
<b>Forest Products 0.0%</b>			
<b>Verso Paper Holdings, LLC/Verso Paper, Inc.</b>			
11.375%, 8/1/16	80	\$	58,400
		\$	<b>58,400</b>
<b>Health Care 0.1%</b>			
<b>Biomet, Inc.</b>			
10.375%, 10/15/17 <sup>(7)</sup>	55	\$	56,650
11.625%, 10/15/17	280		291,900
<b>DJO Finance, LLC/DJO Finance Corp.</b>			
10.875%, 11/15/14	7		7,000

		\$	<b>355,550</b>
<b>Industrial Equipment 0.5%</b>			
<b>Chart Industries, Inc., Sr. Sub. Notes</b>			
9.125%, 10/15/15	105	\$	108,194
<b>Terex Corp., Sr. Notes</b>			
10.875%, 6/1/16	1,000		1,065,000
		\$	<b>1,173,194</b>
<b>Insurance 0.1%</b>			
<b>Alliant Holdings I, Inc.</b>			
11.00%, 5/1/15 <sup>(9)</sup>	25	\$	25,563
<b>HUB International Holdings, Inc., Sr. Notes</b>			
9.00%, 12/15/14 <sup>(9)</sup>	70		67,550
<b>USI Holdings Corp., Sr. Notes, Variable Rate</b>			
4.161%, 11/15/14 <sup>(9)</sup>	35		30,625
		\$	<b>123,738</b>

	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Security</b>			
<b>Leisure Goods/Activities/Movies 0.1%</b>			
<b>AMC Entertainment, Inc., Sr. Notes</b>			
8.75%, 6/1/19	60	\$	59,250
<b>Royal Caribbean Cruises, Sr. Notes</b>			
7.00%, 6/15/13	50		51,125
6.875%, 12/1/13	20		20,250
7.25%, 6/15/16	10		10,175
7.25%, 3/15/18	20		20,300
		<b>\$</b>	<b>161,100</b>
<b>Lodging and Casinos 0.7%</b>			
<b>Buffalo Thunder Development Authority</b>			
9.375%, 12/15/49 <sup>(4)(9)</sup>	265	\$	97,388
<b>CCM Merger, Inc.</b>			
8.00%, 8/1/13 <sup>(9)</sup>	30		28,500
<b>Inn of the Mountain Gods Resort &amp; Casino, Sr. Notes</b>			
1.25%, 11/30/20 <sup>(7)(9)</sup>	173		95,952
8.75%, 11/30/20 <sup>(9)</sup>	74		71,410
<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>			
8.00%, 4/1/12	85		56,525
7.125%, 8/15/14	120		60,600
6.875%, 2/15/15	115		55,775
<b>Peninsula Gaming, LLC</b>			
10.75%, 8/15/17	1,000		970,000
<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>			
9.00%, 11/15/15 <sup>(9)</sup>	165		165,928
<b>Waterford Gaming, LLC, Sr. Notes</b>			
8.625%, 9/15/14 <sup>(3)(9)</sup>	112		72,128
		<b>\$</b>	<b>1,674,206</b>
<b>Nonferrous Metals/Minerals 0.1%</b>			
<b>Cloud Peak Energy Resources, LLC/Cloud Peak Energy Finance Corp.</b>			
8.50%, 12/15/19	330	\$	344,850
		<b>\$</b>	<b>344,850</b>
<b>Oil and Gas 0.1%</b>			
<b>Petroleum Development Corp., Sr. Notes</b>			
12.00%, 2/15/18	65	\$	69,875
<b>Petroplus Finance, Ltd.</b>			
7.00%, 5/1/17 <sup>(9)</sup>	85		69,275
<b>Quicksilver Resources, Inc., Sr. Notes</b>			
11.75%, 1/1/16	65		70,525

**SESI, LLC, Sr. Notes**

6.875%, 6/1/14 30 30,225

**\$ 239,900**

**Publishing 0.7%**

**Laureate Education, Inc.**

10.00%, 8/15/15<sup>(9)</sup> 1,045 \$ 1,029,325

10.25%, 8/15/15<sup>(7)(9)</sup> 626 619,626

11.75%, 8/15/17<sup>(9)</sup> 45 46,350

**\$ 1,695,301**

**Rail Industries 0.0%**

**American Railcar Industry, Sr. Notes**

7.50%, 3/1/14 100 \$ 98,500

**\$ 98,500**

	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Security</b>			
<b>Retailers (Except Food and Drug) 0.9%</b>			
<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>			
8.75%, 5/1/14	220	\$	217,250
<b>Sally Holdings, LLC, Sr. Notes</b>			
9.25%, 11/15/14	665		681,625
10.50%, 11/15/16	235		243,812
<b>Toys R Us</b>			
10.75%, 7/15/17	1,000		1,062,500
		<b>\$</b>	<b>2,205,187</b>
<b>Steel 0.0%</b>			
<b>RathGibson, Inc., Sr. Notes</b>			
11.25%, 2/15/14 <sup>(3)(4)</sup>	240	\$	24
		<b>\$</b>	<b>24</b>
<b>Surface Transport 0.0%</b>			
<b>CEVA Group PLC, Sr. Notes</b>			
11.50%, 4/1/18 <sup>(9)</sup>	95	\$	87,875
<b>Hertz Corp.</b>			
8.875%, 1/1/14	2		2,010
		<b>\$</b>	<b>89,885</b>
<b>Telecommunications 0.1%</b>			
<b>Intelsat Bermuda, Ltd.</b>			
11.25%, 6/15/16	205	\$	209,612
		<b>\$</b>	<b>209,612</b>
<b>Utilities 1.6%</b>			
<b>Calpine Corp., Sr. Notes</b>			
7.50%, 2/15/21 <sup>(9)</sup>	2,375	\$	2,280,000
7.875%, 1/15/23 <sup>(9)</sup>	1,700		1,649,000
<b>NGC Corp.</b>			
7.625%, 10/15/26	205		115,825
<b>Reliant Energy, Inc., Sr. Notes</b>			
7.625%, 6/15/14	10		9,825
		<b>\$</b>	<b>4,054,650</b>
<b>Total Corporate Bonds &amp; Notes</b>			
<b>(identified cost \$21,367,689)</b>		<b>\$</b>	<b>20,450,037</b>

**Asset-Backed Securities 1.3%**

<b>Security</b>	<b>Principal Amount (000 s omitted)</b>	<b>Value</b>
Alzette European CLO SA, Series 2004-1A, Class E2, 6.847%, 12/15/20 <sup>(10)</sup>	\$ 266	\$ 211,931
Avalon Capital Ltd. 3, Series 1A, Class D, 2.258%, 2/24/19 <sup>(9)(10)</sup>	295	200,112
Babson Ltd., Series 2005-1A, Class C1, 2.199%, 4/15/19 <sup>(9)(10)</sup>	376	226,732
Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.299%, 1/15/19 <sup>(9)(10)</sup>	500	392,500
Carlyle High Yield Partners, Series 2004-6A, Class C, 2.728%, 8/11/16 <sup>(9)(10)</sup>	500	351,961
Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.836%, 3/8/17 <sup>(10)</sup>	492	323,587
Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.00%, 7/17/19 <sup>(10)</sup>	500	314,243
Madison Park Funding Ltd., Series 2006-2A, Class D, 5.108%, 3/25/20 <sup>(9)(10)</sup>	1,000	685,599
Schiller Park CLO Ltd., Series 2007-1A, Class D, 2.503%, 4/25/21 <sup>(9)(10)</sup>	1,000	616,658
<b>Total Asset-Backed Securities (identified cost \$4,900,279)</b>		<b>\$ 3,323,323</b>



**Common Stocks 1.9%**

<b>Security</b>	<b>Shares</b>	<b>Value</b>
<b>Automotive 0.3%</b>		
Dayco Products, LLC <sup>(11)(12)</sup>	10,159	\$ 429,218
Hayes Lemmerz International, Inc. <sup>(3)(11)(12)</sup>	8,949	456,399
		<b>\$ 885,617</b>
<b>Building and Development 0.1%</b>		
Panolam Holdings Co. <sup>(3)(11)(13)</sup>	131	\$ 111,879
United Subcontractors, Inc. <sup>(3)(11)(12)</sup>	277	21,257
		<b>\$ 133,136</b>
<b>Diversified Manufacturing 0.0%</b>		
MEGA Brands, Inc. <sup>(11)</sup>	8,320	\$ 68,527
		<b>\$ 68,527</b>
<b>Financial Intermediaries 0.0%</b>		
RTS Investor Corp. <sup>(3)(11)(12)</sup>	41	\$ 9,042
		<b>\$ 9,042</b>
<b>Food Service 0.0%</b>		
Buffets, Inc. <sup>(3)(11)</sup>	12,234	\$ 0
		<b>\$ 0</b>
<b>Home Furnishings 0.1%</b>		
Oreck Corp. <sup>(3)(11)(12)</sup>	2,275	\$ 155,997
Sanitec Europe Oy B Units <sup>(11)(12)</sup>	26,249	140,668
Sanitec Europe Oy E Units <sup>(3)(11)(12)</sup>	25,787	0
		<b>\$ 296,665</b>
<b>Leisure Goods/Activities/Movies 0.2%</b>		
Metro-Goldwyn-Mayer Holdings, Inc. <sup>(11)(12)</sup>	22,424	\$ 409,238
		<b>\$ 409,238</b>
<b>Lodging and Casinos 0.2%</b>		
Greektown Superholdings, Inc. <sup>(11)</sup>	45	\$ 3,105
Herbst Gaming, Inc. <sup>(3)(11)(12)</sup>	23,498	119,606
Shreveport Gaming Holdings, Inc. <sup>(3)(11)</sup>	289	84
Tropicana Entertainment, Inc. <sup>(11)(12)</sup>	25,430	356,020

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		\$	<b>478,815</b>
<b>Nonferrous Metals/Minerals 0.1%</b>			
Euramax International, Inc. <sup>(11)(12)</sup>	468	\$	137,328
		\$	<b>137,328</b>
<b>Oil and Gas 0.0%</b>			
SemGroup Corp. <sup>(11)</sup>	750	\$	14,970
		\$	<b>14,970</b>
<b>Publishing 0.7%</b>			
Ion Media Networks, Inc. <sup>(3)(11)(12)</sup>	2,155	\$	1,724,000
MediaNews Group, Inc. <sup>(3)(11)(12)</sup>	5,771		109,364
SuperMedia, Inc. <sup>(11)</sup>	3,353		5,197
		\$	<b>1,838,561</b>
<b>Steel 0.2%</b>			
KNIA Holdings, Inc. <sup>(3)(11)(12)</sup>	6,269	\$	84,441
RathGibson Acquisition Co., LLC <sup>(3)(11)(13)</sup>	10,700		317,362
		\$	<b>401,803</b>
<b>Total Common Stocks</b>			
<b>(identified cost \$2,586,803)</b>		\$	<b>4,673,702</b>

**Warrants 0.0%**

	<b>Shares</b>	<b>Value</b>	
<b>Security</b>			
<b>Oil and Gas 0.0%</b>			
SemGroup Corp., Expires 11/30/14 <sup>(11)</sup>	789	\$	3,235
		<b>\$</b>	<b>3,235</b>
<b>Publishing 0.0%</b>			
Reader s Digest Association, Inc. (The), Expires 2/14/19 <sup>(11)(12)</sup>	781	\$	0
		<b>\$</b>	<b>0</b>
<b>Retailers (Except Food and Drug) 0.0%</b>			
Oriental Trading Co., Inc., Expires 2/11/16 <sup>(3)(11)(12)</sup>	3,817	\$	0
Oriental Trading Co., Inc., Expires 2/11/16 <sup>(3)(11)(12)</sup>	4,188		0
		<b>\$</b>	<b>0</b>
<b>Total Warrants</b>			
<b>(identified cost \$8)</b>		<b>\$</b>	<b>3,235</b>

**Miscellaneous 0.0%**

	<b>Shares</b>	<b>Value</b>	
<b>Security</b>			
<b>Business Equipment and Services 0.0%</b>			
NCS Acquisition Corp., Escrow Certificate <sup>(11)</sup>	20,000	\$	1,379
		<b>\$</b>	<b>1,379</b>
<b>Cable and Satellite Television 0.0%</b>			
Adelphia Recovery Trust <sup>(11)</sup>	261,268	\$	1,568
Adelphia, Inc., Escrow Certificate <sup>(11)</sup>	270,000		769
		<b>\$</b>	<b>2,337</b>
<b>Total Miscellaneous</b>			
<b>(identified cost \$251,158)</b>		<b>\$</b>	<b>3,716</b>

**Short-Term Investments 9.1%**

**Interest/**

<b>Description</b>	<b>Principal Amount (000 s omitted)</b>	<b>Value</b>
Eaton Vance Cash Reserves Fund, LLC, 0.08% <sup>(14)</sup>	\$ 16,426	\$ 16,426,445
State Street Bank and Trust Euro Time Deposit, 0.01%, 10/3/11	6,313	6,312,863
<b>Total Short-Term Investments (identified cost \$22,739,308)</b>		<b>\$ 22,739,308</b>
<b>Total Investments 158.5% (identified cost \$411,264,785)</b>		<b>\$ 394,868,392</b>
<b>Less Unfunded Loan Commitments (0.0)%<sup>(2)</sup></b>		<b>\$ (61,125)</b>
<b>Net Investments 158.5% (identified cost \$411,203,660)</b>		<b>\$ 394,807,267</b>
<b>Other Assets, Less Liabilities (14.3)%</b>		<b>\$ (35,697,687)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (44.2)%</b>		<b>\$ (110,000,453)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>		<b>\$ 249,109,127</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) Amount is less than 0.05%.
- (3) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (4) 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.
- (5) Defaulted matured security. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
- (6) 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.
- (7) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (8) This Senior Loan will settle after September 30, 2011, at which time the interest rate will be determined.
- (9) 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 September 30, 2011, the aggregate value of these securities is \$13,573,696 or 5.4% of the Trust s net assets applicable to common shares.
- (10) Variable rate security. The stated interest rate represents the rate in effect at September 30, 2011.
- (11) Non-income producing security.

- (12) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
- (13) Restricted security.
- (14) 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 September 30, 2011. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended September 30, 2011 was \$3,179.

A summary of open financial instruments at September 30, 2011 is as follows:

### Forward Foreign Currency Exchange Contracts

#### Sales

Settlement Date	Deliver	In Exchange For	Counterparty	Net Unrealized Appreciation (Depreciation)
10/31/11	Euro 4,967,245	United States Dollar 7,114,958	Deutsche Bank	\$ 461,433
10/31/11	British Pound Sterling 719,468	United States Dollar 1,174,903	JPMorgan Chase Bank	53,264
11/30/11	Euro 4,661,478	United States Dollar 6,743,434	Citigroup Global Markets	500,173
11/30/11	British Pound Sterling 2,968,552	United States Dollar 4,846,088	JPMorgan Chase Bank	219,470
12/30/11	Euro 799,599	United States Dollar 1,083,345	HSBC Bank USA	12,434
12/30/11	British Pound Sterling 341,502	United States Dollar 531,836	Goldman Sachs, Inc.	(256)
				<b>\$ 1,246,518</b>

At September 30, 2011, 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 September 30, 2011, 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 \$1,246,774 and \$256, respectively.



The cost and unrealized appreciation (depreciation) of investments of the Trust at September 30, 2011, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 411,227,724</b>
Gross unrealized appreciation	\$ 3,663,843
Gross unrealized depreciation	(20,084,300)
<b>Net unrealized depreciation</b>	<b>\$ (16,420,457)</b>

### Restricted Securities

At September 30, 2011, 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	Date of Acquisition	Shares	Cost	Value
<b>Common Stocks</b>				
Panolam Holdings Co.	12/30/09	131	\$ 71,985	\$ 111,879
RathGibson Acquisition Co., LLC	6/14/10	10,700	56,785	317,362
<b>Total Restricted Securities</b>			<b>\$ 128,770</b>	<b>\$ 429,241</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.



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At September 30, 2011, the hierarchy of inputs used in valuing the Trust's investments and open derivative instruments, which are carried at value, were as follows:

<b>Asset Description</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 342,493,240	\$ 1,120,706	\$ 343,613,946
Corporate Bonds & Notes		20,377,885	72,152	20,450,037
Asset-Backed Securities		3,323,323		3,323,323
Common Stocks	88,694	1,046,359	3,538,649	4,673,702
Warrants		3,235	0	3,235
Miscellaneous		3,716		3,716
Short-Term Investments		22,739,308		22,739,308
<b>Total Investments</b>	<b>\$ 88,694</b>	<b>\$ 389,987,066</b>	<b>\$ 4,731,507</b>	<b>\$ 394,807,267</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 1,246,774	\$	\$ 1,246,774
<b>Total</b>	<b>\$ 88,694</b>	<b>\$ 391,233,840</b>	<b>\$ 4,731,507</b>	<b>\$ 396,054,041</b>
<b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (256)	\$	\$ (256)
<b>Total</b>	<b>\$</b>	<b>\$ (256)</b>	<b>\$</b>	<b>\$ (256)</b>

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

	<b>Investments in Senior Floating-Rate Interests</b>	<b>Investments in Corporate Bonds &amp; Notes</b>	<b>Investments in Common Stocks, Warrants and Miscellaneous</b>	<b>Total</b>
<b>Balance as of June 30, 2011</b>	<b>\$ 810,063</b>	<b>\$ 185,452</b>	<b>\$ 3,601,369</b>	<b>\$ 4,596,884</b>
Realized gains (losses)	(406,380)	114,171	(52,007)	(344,216)
Change in net unrealized appreciation (depreciation)	302,101	(24,941)	(147,156)	130,004
Cost of purchases	2,149	4,838		6,987
Proceeds from sales	(135,344)	(207,658)	(778)	(343,780)
Accrued discount (premium)	1,362	290		1,652
Transfers to Level 3*	546,755		575,888	1,122,643
Transfers from Level 3*			(438,667)	(438,667)
<b>Balance as of September 30, 2011</b>	<b>\$ 1,120,706</b>	<b>\$ 72,152</b>	<b>\$ 3,538,649</b>	<b>\$ 4,731,507</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of September 30, 2011</b>	<b>\$ (139,404)</b>	<b>\$ 682</b>	<b>\$ (199,942)</b>	<b>\$ (338,664)</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. Transfers from Level 3 to Level 2 were due to increased market trading activity resulting in the availability of significant observable inputs in determining the fair value of these investments.

At September 30, 2011, the value of investments transferred between Level 1 and Level 2, if any, during the fiscal year to date then ended was not significant.

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.

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**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: November 23, 2011

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: November 23, 2011

By: /s/ Barbara E. Campbell

Barbara E. Campbell  
Treasurer

Date: November 23, 2011