

MFS CHARTER INCOME TRUST  
Form N-Q  
October 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**

Investment Company Act file number 811-5822

**MFS CHARTER INCOME TRUST**

(Exact name of registrant as specified in charter)

**500 Boylston Street, Boston, Massachusetts 02116**

(Address of principal executive offices) (Zip code)

**Susan S. Newton**

**Massachusetts Financial Services Company**

**500 Boylston Street**

**Boston, Massachusetts 02116**

(Name and address of agents for service)

Registrant's telephone number, including area code: (617) 954-5000

Date of fiscal year end: November 30

Date of reporting period: August 31, 2012

**ITEM 1. SCHEDULE OF INVESTMENTS.**

**QUARTERLY REPORT**

August 31, 2012

**MFS® CHARTER  
INCOME TRUST**

## PORTFOLIO OF INVESTMENTS

8/31/12 (unaudited)

The Portfolio of Investments is a complete list of all securities owned by your fund. It is categorized by broad-based asset classes.

| Issuer  | Shares/Par   | Value (\$)    |
|---|--------------|---------------|
| <b>Bonds - 111.0%</b>   |              |               |
| <b>Aerospace - 1.4%</b>   |              |               |
| Bombardier, Inc., 7.5%, 2018 (n)  | \$ 2,115,000 | \$ 2,352,938  |
| Bombardier, Inc., 7.75%, 2020 (n)   | 375,000      | 421,875       |
| CPI International, Inc., 8%, 2018   | 840,000      | 789,600       |
| Heckler & Koch GmbH, 9.5%, 2018 (z)   | EUR 505,000  | 504,975       |
| Huntington Ingalls Industries, Inc., 7.125%, 2021                           | \$ 1,865,000 | 2,018,863     |
| Kratos Defense & Security Solutions, Inc., 10%, 2017                        | 1,495,000    | 1,592,175     |
|   |              | \$ 7,680,426  |
| <b>Agricultural Products - 0.0%</b>   |              |               |
| Corporacion Azucarera del Peru S.A., 6.375%, 2022 (n)                       | \$ 100,000   | \$ 103,500    |
| <b>Airlines - 0.0%</b>  |              |               |
| Continental Airlines, Inc., 7.25%, 2021                                     | \$ 198,384   | \$ 226,158    |
| <b>Apparel Manufacturers - 0.6%</b>   |              |               |
| Hanesbrands, Inc., 8%, 2016   | \$ 660,000   | \$ 735,900    |
| Hanesbrands, Inc., 6.375%, 2020   | 390,000      | 423,150       |
| Jones Group, Inc., 6.875%, 2019   | 455,000      | 450,450       |
| Levi Strauss & Co., 6.875%, 2022  | 175,000      | 181,563       |
| Phillips-Van Heusen Corp., 7.375%, 2020                                     | 1,305,000    | 1,461,600     |
|   |              | \$ 3,252,663  |
| <b>Asset-Backed &amp; Securitized - 6.3%</b>                                |              |               |
| Anthracite Ltd., A , CDO, FRN, 0.6%, 2019 (z)                               | \$ 1,025,780 | \$ 892,429    |
| Anthracite Ltd., BFL , CDO, FRN, 1.24%, 2037 (z)                            | 3,000,000    | 2,985,000     |
| Banc of America Commercial Mortgage, Inc., FRN, 5.92%, 2051                 | 1,500,000    | 1,761,875     |
| Bayview Financial Acquisition Trust, FRN, 5.483%, 2041                      | 180,612      | 180,769       |
| Bayview Financial Revolving Mortgage Loan Trust, FRN, 1.84%, 2040 (z)       | 772,558      | 499,147       |
| Citigroup/Deutsche Bank Commercial Mortgage Trust, FRN, 5.366%, 2049        | 1,605,000    | 1,606,258     |
| Commercial Mortgage Pass-Through Certificates, FRN, 5.97%, 2046             | 230,000      | 243,390       |
| Countrywide Asset-Backed Certificates, FRN, 5.147%, 2035                    | 797,779      | 751,768       |
| Credit Suisse Mortgage Capital Certificate, FRN, 5.866%, 2039               | 1,400,000    | 1,396,791     |
| Crest Ltd., CDO, 7%, 2040 (a)(p)  | 2,337,974    | 116,899       |
| First Union-Lehman Brothers Bank of America, FRN, 0.602%, 2035 (i)          | 13,919,055   | 230,861       |
| JPMorgan Chase Commercial Mortgage Securities Corp., A3 , FRN, 6.002%, 2049 | 1,000,000    | 1,070,120     |
| JPMorgan Chase Commercial Mortgage Securities Corp., A3 , FRN, 6.174%, 2051 | 6,000,000    | 6,379,584     |
| JPMorgan Chase Commercial Mortgage Securities Corp., A4 , FRN, 6.002%, 2049 | 5,000,000    | 5,688,260     |
| JPMorgan Chase Commercial Mortgage Securities Corp., C , FRN, 6.246%, 2051  | 185,000      | 39,110        |
| Merrill Lynch Mortgage Trust, FRN, 6.041%, 2050                             | 1,350,000    | 1,523,305     |
| Multi Security Asset Trust, A3 , CDO, 5%, 2035 (z)                          | 746,410      | 752,008       |
| Spirit Master Funding LLC, 5.05%, 2023 (z)                                  | 1,265,049    | 1,194,535     |
| Wachovia Bank Commercial Mortgage Trust, A4 , FRN, 6.097%, 2051             | 7,250,000    | 8,437,797     |
|   |              | \$ 35,749,906 |
| <b>Automotive - 2.9%</b>  |              |               |
| Accuride Corp., 9.5%, 2018  | \$ 1,935,000 | \$ 1,959,188  |
| Allison Transmission, Inc., 7.125%, 2019 (n)                                | 945,000      | 999,338       |
| Automotores Gildemeister S.A., 8.25%, 2021 (n)                              | 137,000      | 147,960       |
| Chrysler Group LLC/CG Co-Issuer, Inc., 8.25%, 2021                          | 235,000      | 247,925       |
| Ford Motor Co., 7.45%, 2031   | 800,000      | 988,000       |
| Ford Motor Credit Co. LLC, 8%, 2014   | 485,000      | 537,442       |
| Ford Motor Credit Co. LLC, 12%, 2015  | 4,290,000    | 5,341,050     |



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Portfolio of Investments (unaudited) continued

| Issuer  | Shares/Par | Value (\$)    |
|---|------------|---------------|
| <b>Bonds - continued</b>                                |            |               |
| <b>Automotive - continued</b>                           |            |               |
| Ford Motor Credit Co. LLC, 8.125%, 2020                 | \$ 345,000 | \$ 427,164    |
| General Motors Financial Co., Inc., 4.75%, 2017 (z)     | 380,000    | 382,578       |
| General Motors Financial Co., Inc., 6.75%, 2018         | 795,000    | 881,451       |
| Goodyear Tire & Rubber Co., 8.25%, 2020                 | 185,000    | 202,575       |
| Goodyear Tire & Rubber Co., 7%, 2022                    | 350,000    | 364,000       |
| Jaguar Land Rover PLC, 7.75%, 2018 (n)                  | 430,000    | 453,650       |
| Jaguar Land Rover PLC, 8.125%, 2021 (n)                 | 2,065,000  | 2,194,063     |
| Lear Corp., 8.125%, 2020                                | 1,071,000  | 1,204,875     |
|   |            | \$ 16,331,259 |
| <b>Basic Industry - 0.1%</b>                            |            |               |
| Trimas Corp., 9.75%, 2017                               | \$ 636,000 | \$ 709,140    |
| <b>Broadcasting - 3.5%</b>                              |            |               |
| Allbritton Communications Co., 8%, 2018                 | \$ 900,000 | \$ 969,750    |
| AMC Networks, Inc., 7.75%, 2021                         | 548,000    | 620,610       |
| Clear Channel Communications, Inc., 9%, 2021            | 1,068,000  | 915,810       |
| Clear Channel Worldwide Holdings, Inc., 7.625%, 2020    | 1,115,000  | 1,081,550     |
| Clear Channel Worldwide Holdings, Inc., A, 7.625%, 2020 | 50,000     | 47,750        |
| Hughes Network Systems LLC, 7.625%, 2021                | 765,000    | 845,325       |
| Inmarsat Finance PLC, 7.375%, 2017 (n)                  | 790,000    | 859,125       |
| Intelsat Bermuda Ltd., 11.25%, 2017                     | 1,435,000  | 1,506,750     |
| Intelsat Bermuda Ltd., 11.5%, 2017 (p)                  | 1,870,000  | 1,963,500     |
| Intelsat Jackson Holdings Ltd., 11.25%, 2016            | 320,000    | 336,800       |
| Liberty Media Corp., 8.5%, 2029                         | 675,000    | 715,500       |
| Liberty Media Corp., 8.25%, 2030                        | 355,000    | 374,969       |
| Local TV Finance LLC, 9.25%, 2015 (p)(z)                | 915,374    | 933,681       |
| Newport Television LLC, 13%, 2017 (n)(p)                | 1,086,949  | 1,176,622     |
| News America, Inc., 6.2%, 2034                          | 325,000    | 391,487       |
| Nexstar Broadcasting Group, Inc., 8.875%, 2017          | 320,000    | 344,000       |
| Sinclair Broadcast Group, Inc., 9.25%, 2017 (n)         | 1,425,000  | 1,585,313     |
| Sinclair Broadcast Group, Inc., 8.375%, 2018            | 185,000    | 202,344       |
| SIRIUS XM Radio, Inc., 13%, 2013 (n)                    | 195,000    | 216,694       |
| SIRIUS XM Radio, Inc., 8.75%, 2015 (n)                  | 725,000    | 826,500       |
| SIRIUS XM Radio, Inc., 7.625%, 2018 (n)                 | 975,000    | 1,077,375     |
| SIRIUS XM Radio, Inc., 5.25%, 2022 (z)                  | 150,000    | 150,000       |
| Townsquare Radio LLC, 9%, 2019 (z)                      | 380,000    | 401,850       |
| Univision Communications, Inc., 6.875%, 2019 (n)        | 730,000    | 753,725       |
| Univision Communications, Inc., 7.875%, 2020 (n)        | 535,000    | 573,788       |
| Univision Communications, Inc., 8.5%, 2021 (n)          | 710,000    | 718,875       |
|   |            | \$ 19,589,693 |
| <b>Brokerage &amp; Asset Managers - 0.5%</b>            |            |               |
| E*TRADE Financial Corp., 7.875%, 2015                   | \$ 785,000 | \$ 798,738    |
| E*TRADE Financial Corp., 12.5%, 2017                    | 1,815,000  | 2,071,369     |
|   |            | \$ 2,870,107  |
| <b>Building - 1.9%</b>                                  |            |               |
| Building Materials Holding Corp., 6.875%, 2018 (n)      | \$ 985,000 | \$ 1,056,413  |
| Building Materials Holding Corp., 7%, 2020 (n)          | 600,000    | 649,500       |
| Building Materials Holding Corp., 6.75%, 2021 (n)       | 440,000    | 480,700       |
| CEMEX Finance LLC, 9.5%, 2016 (n)                       | 1,275,000  | 1,300,500     |
| CEMEX S.A., 9.25%, 2020                                 | 525,000    | 511,875       |
| HD Supply, Inc., 8.125%, 2019 (n)                       | 495,000    | 537,075       |
| Masonite International Corp., 8.25%, 2021 (n)           | 1,195,000  | 1,251,763     |

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Portfolio of Investments (unaudited) continued

| Issuer   | Shares/Par   | Value (\$)    |
|--|--------------|---------------|
| Bonds - continued  |              |               |
| Building - continued   |              |               |
| Nortek, Inc., 8.5%, 2021   | \$ 1,375,000 | \$ 1,460,938  |
| Odebrecht Finance Ltd., 5.125%, 2022 (n)                             | 200,000      | 207,000       |
| Odebrecht Finance Ltd., 7.125%, 2042 (n)                             | 200,000      | 219,000       |
| Owens Corning, 9%, 2019  | 1,880,000    | 2,367,606     |
| Roofing Supply Group LLC/Roofing Supply Finance, Inc., 10%, 2020 (n) | 355,000      | 379,850       |
| USG Corp., 7.875%, 2020 (n)  | 480,000      | 510,600       |
|  |              | \$ 10,932,820 |
| Business Services - 1.3%   |              |               |
| Ceridian Corp., 12.25%, 2015 (p)                                     | \$ 365,000   | \$ 361,350    |
| Ceridian Corp., 8.875%, 2019 (z)                                     | 350,000      | 375,375       |
| Fidelity National Information Services, Inc., 7.625%, 2017           | 320,000      | 352,000       |
| Fidelity National Information Services, Inc., 5%, 2022               | 455,000      | 473,200       |
| iGate Corp., 9%, 2016  | 1,448,000    | 1,567,460     |
| Iron Mountain, Inc., 8.375%, 2021                                    | 1,360,000    | 1,502,800     |
| Legend Acquisition Sub, Inc., 10.75%, 2020 (z)                       | 440,000      | 434,500       |
| SunGard Data Systems, Inc., 10.25%, 2015                             | 915,000      | 936,731       |
| SunGard Data Systems, Inc., 7.375%, 2018                             | 1,065,000    | 1,131,563     |
| Tencent Holdings Ltd., 3.375%, 2018 (z)                              | 449,000      | 450,097       |
|  |              | \$ 7,585,076  |
| Cable TV - 3.3%  |              |               |
| Bresnan Broadband Holdings LLC, 8%, 2018 (n)                         | \$ 270,000   | \$ 286,200    |
| CCH II LLC, 13.5%, 2016  | 1,350,000    | 1,478,250     |
| CCO Holdings LLC, 7.875%, 2018                                       | 1,995,000    | 2,164,575     |
| CCO Holdings LLC, 8.125%, 2020                                       | 1,085,000    | 1,220,625     |
| CCO Holdings LLC, 7.375%, 2020                                       | 250,000      | 277,500       |
| Cequel Communications Holdings, 8.625%, 2017 (n)                     | 990,000      | 1,063,013     |
| CSC Holdings LLC, 8.5%, 2014   | 845,000      | 928,444       |
| DIRECTV Holdings LLC, 5.2%, 2020                                     | 1,240,000    | 1,400,078     |
| DISH DBS Corp., 6.75%, 2021  | 1,000,000    | 1,065,000     |
| EchoStar Corp., 7.125%, 2016   | 450,000      | 495,000       |
| Myriad International Holdings B.V., 6.375%, 2017 (n)                 | 485,000      | 548,656       |
| Nara Cable Funding Ltd., 8.875%, 2018 (z)                            | 475,000      | 431,063       |
| ONO Finance II PLC, 10.875%, 2019 (n)                                | 300,000      | 240,000       |
| Telenet Finance Luxembourg, 6.375%, 2020 (n)                         | EUR 250,000  | 327,028       |
| Time Warner Cable, Inc., 5%, 2020                                    | \$ 1,150,000 | 1,330,382     |
| UPC Holding B.V., 9.875%, 2018 (n)                                   | 925,000      | 1,038,313     |
| UPCB Finance III Ltd., 6.625%, 2020 (n)                              | 1,104,000    | 1,167,480     |
| Videotron Ltee, 5%, 2022   | 485,000      | 514,100       |
| Virgin Media Finance PLC, 9.5%, 2016                                 | 164,000      | 183,270       |
| Virgin Media Finance PLC, 8.375%, 2019                               | 475,000      | 536,750       |
| Virgin Media Finance PLC, 5.25%, 2022                                | 820,000      | 858,950       |
| Ziggo Bond Co. B.V., 8%, 2018 (n)                                    | EUR 635,000  | 876,576       |
|  |              | \$ 18,431,253 |
| Chemicals - 1.9%   |              |               |
| Celanese U.S. Holdings LLC, 6.625%, 2018                             | \$ 1,335,000 | \$ 1,471,838  |
| Hexion U.S. Finance Corp./Hexion Nova Scotia Finance, 8.875%, 2018   | 1,105,000    | 1,113,288     |
| Hexion U.S. Finance Corp./Hexion Nova Scotia Finance, 9%, 2020       | 270,000      | 230,850       |
| Huntsman International LLC, 8.625%, 2021                             | 1,275,000    | 1,459,875     |
| INEOS Finance PLC, 8.375%, 2019 (n)                                  | 800,000      | 842,000       |
| INEOS Group Holdings PLC, 8.5%, 2016 (n)                             | 940,000      | 885,950       |
| LyondellBasell Industries N.V., 5%, 2019                             | 270,000      | 286,200       |
| LyondellBasell Industries N.V., 6%, 2021                             | 1,185,000    | 1,350,900     |

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Portfolio of Investments (unaudited) continued

| Issuer   | Shares/Par   | Value (\$)    |
|--|--------------|---------------|
| Bonds - continued  |              |               |
| Chemicals - continued  |              |               |
| Momentive Performance Materials, Inc., 12.5%, 2014                                     | \$ 1,206,000 | \$ 1,243,688  |
| Momentive Performance Materials, Inc., 11.5%, 2016                                     | 978,000      | 596,580       |
| Polypore International, Inc., 7.5%, 2017   | 920,000      | 989,000       |
| Sociedad Quimica y Minera de Chile S.A., 5.5%, 2020 (n)                                | 414,000      | 470,102       |
|  |              | \$ 10,940,271 |
| Computer Software - 0.8%   |              |               |
| Lawson Software, Inc., 11.5%, 2018 (n)   | \$ 1,235,000 | \$ 1,407,900  |
| Lawson Software, Inc., 9.375%, 2019 (n)  | 145,000      | 156,963       |
| Nuance Communications, Inc., 5.375%, 2020 (z)  | 430,000      | 439,675       |
| Syniverse Holdings, Inc., 9.125%, 2019   | 1,290,000    | 1,393,200     |
| TransUnion Holding Co., Inc., 9.625%, 2018 (n)(p)                                      | 355,000      | 385,175       |
| TransUnion LLC/TransUnion Financing Corp., 11.375%, 2018                               | 580,000      | 684,400       |
|  |              | \$ 4,467,313  |
| Computer Software - Systems - 1.0%   |              |               |
| Audatex North America, Inc., 6.75%, 2018 (n)   | \$ 485,000   | \$ 520,163    |
| CDW LLC/CDW Finance Corp., 12.535%, 2017   | 475,000      | 509,438       |
| CDW LLC/CDW Finance Corp., 8.5%, 2019  | 1,300,000    | 1,423,500     |
| DuPont Fabros Technology, Inc., REIT, 8.5%, 2017                                       | 1,380,000    | 1,524,900     |
| IBM Corp., 4%, 2042  | 1,694,000    | 1,870,869     |
|  |              | \$ 5,848,870  |
| Conglomerates - 0.8%   |              |               |
| Amsted Industries, Inc., 8.125%, 2018 (n)  | \$ 1,655,000 | \$ 1,787,400  |
| Dynacast International LLC, 9.25%, 2019  | 890,000      | 934,500       |
| Griffon Corp., 7.125%, 2018  | 1,635,000    | 1,714,706     |
|  |              | \$ 4,436,606  |
| Construction - 0.0%  |              |               |
| Corporacion GEO S.A.B. de C.V., 8.875%, 2022 (n)                                       | \$ 200,000   | \$ 199,000    |
| Consumer Products - 0.7%   |              |               |
| Easton-Bell Sports, Inc., 9.75%, 2016  | \$ 560,000   | \$ 611,100    |
| Elizabeth Arden, Inc., 7.375%, 2021  | 1,215,000    | 1,348,650     |
| FGI Operating Co./FGI Finance, Inc., 7.875%, 2020 (z)                                  | 85,000       | 89,675        |
| Jarden Corp., 7.5%, 2020   | 1,355,000    | 1,497,275     |
| Libbey Glass, Inc., 6.875%, 2020 (n)   | 355,000      | 378,519       |
|  |              | \$ 3,925,219  |
| Consumer Services - 0.9%   |              |               |
| Service Corp. International, 6.75%, 2015   | \$ 265,000   | \$ 289,513    |
| Service Corp. International, 7%, 2017  | 4,030,000    | 4,594,200     |
|  |              | \$ 4,883,713  |
| Containers - 1.5%  |              |               |
| Ardagh Packaging Finance PLC, 7.375%, 2017 (z)   | \$ 990,000   | \$ 1,060,538  |
| Ardagh Packaging Finance PLC, 9.125%, 2020 (n)   | 1,645,000    | 1,710,800     |
| Ball Corp., 5%, 2022   | 93,000       | 97,650        |
| Consolidated Container Co. LLC/Consolidated Container Finance, Inc., 10.125%, 2020 (z) | 390,000      | 407,550       |
| Greif, Inc., 6.75%, 2017   | 855,000      | 929,813       |
| Greif, Inc., 7.75%, 2019   | 1,000,000    | 1,145,000     |
| Reynolds Group, 7.75%, 2016  | 495,000      | 517,275       |
| Reynolds Group, 7.125%, 2019   | 1,135,000    | 1,222,963     |
| Reynolds Group, 9.875%, 2019   | 410,000      | 433,575       |





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Portfolio of Investments (unaudited) continued

| Issuer   | Shares/Par   | Value (\$)   |
|--|--------------|--------------|
| Bonds - continued  |              |              |
| Containers - continued                                     |              |              |
| Reynolds Group, 8.25%, 2021                                | \$ 880,000   | \$ 864,600   |
|  |              | \$ 8,389,764 |
| Defense Electronics - 0.4%                                 |              |              |
| BAE Systems Holdings, Inc., 5.2%, 2015 (n)                 | \$ 450,000   | \$ 491,703   |
| Ducommun, Inc., 9.75%, 2018                                | 644,000      | 673,785      |
| ManTech International Corp., 7.25%, 2018                   | 575,000      | 603,750      |
| MOOG, Inc., 7.25%, 2018                                    | 575,000      | 610,938      |
|  |              | \$ 2,380,176 |
| Electrical Equipment - 0.1%                                |              |              |
| Avaya, Inc., 9.75%, 2015                                   | \$ 600,000   | \$ 520,500   |
| Avaya, Inc., 7%, 2019 (n)                                  | 190,000      | 173,850      |
|  |              | \$ 694,350   |
| Electronics - 0.7%   |              |              |
| Freescall Semiconductor, Inc., 9.25%, 2018 (n)             | \$ 1,480,000 | \$ 1,602,100 |
| Nokia Corp., 5.375%, 2019                                  | 500,000      | 423,033      |
| NXP B.V., 9.75%, 2018 (n)                                  | 418,000      | 477,565      |
| Sensata Technologies B.V., 6.5%, 2019 (n)                  | 1,130,000    | 1,192,150    |
|  |              | \$ 3,694,848 |
| Emerging Market Quasi-Sovereign - 4.0%                     |              |              |
| Banco do Estado Rio Grande do Sul S.A., 7.375%, 2022 (n)   | \$ 213,000   | \$ 232,170   |
| Banco do Nordeste do Brasil (BNB), 4.375%, 2019 (n)        | 658,000      | 662,113      |
| Bank of Ceylon, 6.875%, 2017 (n)                           | 200,000      | 208,000      |
| Centrais Eletricas Brasileiras S.A., 5.75%, 2021 (n)       | 509,000      | 571,353      |
| CEZ A.S., 4.25%, 2022 (n)                                  | 814,000      | 865,022      |
| CNOOC Finance (2012) Ltd., 3.875%, 2022 (n)                | 454,000      | 487,385      |
| CNOOC Finance (2012) Ltd., 5%, 2042 (n)                    | 201,000      | 233,511      |
| CNPC (HK) Overseas Capital Ltd., 4.5%, 2021 (n)            | 897,000      | 997,881      |
| Comision Federal de Electricidad, 5.75%, 2042 (n)          | 1,184,000    | 1,329,040    |
| Corporacion Financiera de Desarrollo S.A., 4.75%, 2022 (n) | 221,000      | 243,100      |
| Development Bank of Kazakhstan, 5.5%, 2015 (n)             | 205,000      | 221,400      |
| Dolphin Energy Ltd., 5.5%, 2021 (n)                        | 400,000      | 454,600      |
| Ecopetrol S.A., 7.625%, 2019                               | 594,000      | 766,260      |
| Gaz Capital S.A., 9.25%, 2019                              | 583,000      | 757,171      |
| Gaz Capital S.A., 5.999%, 2021 (n)                         | 1,344,000    | 1,523,841    |
| Gaz Capital S.A., 4.95%, 2022 (n)                          | 255,000      | 267,444      |
| Georgian Oil & Gas Corp., 6.875%, 2017 (n)                 | 200,000      | 202,000      |
| JSC Georgian Railway, 7.75%, 2022 (n)                      | 200,000      | 220,027      |
| Kazakhstan Temir Zholy Co., 6.95%, 2042 (n)                | 200,000      | 235,500      |
| Majapahit Holding B.V., 7.25%, 2017 (n)                    | 591,000      | 687,038      |
| Majapahit Holding B.V., 8%, 2019 (n)                       | 380,000      | 468,350      |
| OJSC Russian Agricultural Bank, FRN, 5.298%, 2017 (n)      | 200,000      | 210,000      |
| OJSC Russian Agricultural Bank, FRN, 6%, 2021 (n)          | 558,000      | 566,370      |
| Pemex Project Funding Master Trust, 5.75%, 2018            | 642,000      | 741,510      |
| Pertamina PT, 5.25%, 2021 (n)                              | 256,000      | 278,400      |
| Pertamina PT, 4.875%, 2022 (n)                             | 272,000      | 290,360      |
| Pertamina PT, 6%, 2042 (n)                                 | 318,000      | 343,440      |
| Petrobras International Finance Co., 7.875%, 2019          | 1,361,000    | 1,687,535    |
| Petrobras International Finance Co., 6.75%, 2041           | 481,000      | 597,899      |
| Petroleos de Venezuela S.A., 5.25%, 2017                   | 950,000      | 729,125      |
| Petroleos Mexicanos, 8%, 2019                              | 1,101,000    | 1,434,053    |
| Petroleos Mexicanos, 4.875%, 2022 (n)                      | 774,000      | 866,880      |



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Portfolio of Investments (unaudited) continued

| Issuer  | Shares/Par | Value (\$)    |
|---|------------|---------------|
| <b>Bonds - continued</b>  |            |               |
| <b>Emerging Market Quasi-Sovereign - continued</b>                          |            |               |
| Petroleos Mexicanos, 6.5%, 2041 (n)   | \$ 315,000 | \$ 389,025    |
| PTTEP Canada International Finance Ltd., 6.35%, 2042 (n)                    | 200,000    | 222,621       |
| Ras Laffan Liquefied Natural Gas Co. Ltd., 6.75%, 2019 (n)                  | 721,000    | 894,040       |
| Sberbank of Russia, 6.125%, 2022 (n)  | 703,000    | 768,941       |
| Sinopec Group Overseas Development (2012) Ltd., 3.9%, 2022 (n)              | 279,000    | 299,691       |
| Turkiye Halk Bankasi A.S., 4.875%, 2017 (n)                                 | 200,000    | 205,000       |
| Turkiye Ihracat Kredi Bankasi A.S., 5.375%, 2016 (n)                        | 200,000    | 212,500       |
| Vnesheconombank, 6.025%, 2022 (n)   | 200,000    | 220,260       |
|   |            | \$ 22,590,856 |
| <b>Emerging Market Sovereign - 3.8%</b>                                     |            |               |
| Dominican Republic, 7.5%, 2021 (n)  | \$ 548,000 | \$ 623,350    |
| Government of Ukraine, 6.875%, 2015   | 500,000    | 475,625       |
| Government of Ukraine, 9.25%, 2017 (n)                                      | 200,000    | 202,500       |
| Republic of Argentina, 2.5%, to 2019, 3.75% to 2029, 5.25% to 2038          | 1,848,000  | 609,840       |
| Republic of Colombia, 8.125%, 2024  | 664,000    | 996,000       |
| Republic of Colombia, 6.125%, 2041  | 437,000    | 595,413       |
| Republic of Guatemala, 5.75%, 2022 (n)                                      | 201,000    | 225,321       |
| Republic of Indonesia, 11.625%, 2019 (n)                                    | 1,423,000  | 2,145,173     |
| Republic of Indonesia, 4.875%, 2021 (n)                                     | 348,000    | 388,455       |
| Republic of Indonesia, 7.75%, 2038 (n)                                      | 593,000    | 862,815       |
| Republic of Latvia, 5.25%, 2017 (n)   | 200,000    | 215,760       |
| Republic of Lithuania, 6.625%, 2022 (n)                                     | 752,000    | 893,000       |
| Republic of Panama, 9.375%, 2029  | 1,062,000  | 1,826,640     |
| Republic of Peru, 7.35%, 2025   | 355,000    | 518,300       |
| Republic of Philippines, 5.5%, 2026   | 421,000    | 517,830       |
| Republic of Philippines, 6.375%, 2034                                       | 848,000    | 1,150,100     |
| Republic of Poland, 5%, 2022  | 181,000    | 208,150       |
| Republic of Romania, 6.75%, 2022 (n)  | 1,030,000  | 1,117,550     |
| Republic of Slovakia, 4.375%, 2022 (n)                                      | 1,375,000  | 1,425,270     |
| Republic of South Africa, 5.5%, 2020  | 751,000    | 889,935       |
| Republic of South Africa, 4.665%, 2024                                      | 783,000    | 879,896       |
| Republic of South Africa, 6.25%, 2041                                       | 437,000    | 587,765       |
| Republic of Sri Lanka, 6.25%, 2021 (n)                                      | 208,000    | 217,345       |
| Republic of Turkey, 5.625%, 2021  | 362,000    | 419,920       |
| Republic of Turkey, 6.25%, 2022   | 390,000    | 471,900       |
| Republic of Turkey, 6%, 2041  | 200,000    | 235,500       |
| Russian Federation, 4.5%, 2022 (n)  | 400,000    | 443,500       |
| Russian Federation, 5.625%, 2042 (n)  | 200,000    | 236,250       |
| United Mexican States, 3.625%, 2022   | 1,970,000  | 2,141,390     |
|   |            | \$ 21,520,493 |
| <b>Energy - Independent - 5.3%</b>  |            |               |
| ATP Oil & Gas Corp., 11.875%, 2015 (a)                                      | \$ 520,000 | \$ 135,200    |
| BreitBurn Energy Partners LP, 8.625%, 2020                                  | 330,000    | 354,750       |
| BreitBurn Energy Partners LP, 7.875%, 2022 (n)                              | 410,000    | 418,200       |
| Carrizo Oil & Gas, Inc., 8.625%, 2018                                       | 435,000    | 464,363       |
| Chaparral Energy, Inc., 7.625%, 2022 (n)                                    | 535,000    | 565,763       |
| Chesapeake Energy Corp., 6.875%, 2020                                       | 625,000    | 648,438       |
| Concho Resources, Inc., 8.625%, 2017  | 420,000    | 463,050       |
| Concho Resources, Inc., 6.5%, 2022  | 875,000    | 945,000       |
| Continental Resources, Inc., 8.25%, 2019                                    | 1,170,000  | 1,322,100     |
| Denbury Resources, Inc., 8.25%, 2020  | 1,545,000  | 1,753,575     |
| Energy XXI Gulf Coast, Inc., 9.25%, 2017                                    | 1,585,000  | 1,767,275     |
| Everest Acquisition LLC/Everest Acquisition Finance, Inc., 9.375%, 2020 (n) | 1,720,000  | 1,870,500     |

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Portfolio of Investments (unaudited) continued

| Issuer  | Shares/Par   | Value (\$)    |
|---|--------------|---------------|
| <b>Bonds - continued</b>                              |              |               |
| <b>Energy - Independent - continued</b>               |              |               |
| EXCO Resources, Inc., 7.5%, 2018                      | \$ 1,020,000 | \$ 928,200    |
| Harvest Operations Corp., 6.875%, 2017                | 1,380,000    | 1,476,600     |
| Hess Corp., 8.125%, 2019                              | 100,000      | 130,484       |
| Hilcorp Energy I/Hilcorp Finance Co., 8%, 2020 (n)    | 265,000      | 293,488       |
| Laredo Petroleum, Inc., 9.5%, 2019                    | 635,000      | 720,725       |
| LINN Energy LLC, 6.5%, 2019 (n)                       | 440,000      | 437,800       |
| LINN Energy LLC, 8.625%, 2020                         | 605,000      | 653,400       |
| LINN Energy LLC, 7.75%, 2021                          | 788,000      | 821,490       |
| Newfield Exploration Co., 6.875%, 2020                | 1,615,000    | 1,764,388     |
| OGX Austria GmbH, 8.375%, 2022 (n)                    | 200,000      | 170,000       |
| OGX Petroleo e Gas Participacoes S.A., 8.5%, 2018 (n) | 786,000      | 697,575       |
| Pioneer Natural Resources Co., 6.875%, 2018           | 1,175,000    | 1,422,571     |
| Pioneer Natural Resources Co., 7.5%, 2020             | 1,015,000    | 1,269,430     |
| Plains Exploration & Production Co., 8.625%, 2019     | 1,180,000    | 1,336,350     |
| QEP Resources, Inc., 6.875%, 2021                     | 1,690,000    | 1,909,700     |
| Range Resources Corp., 8%, 2019                       | 1,045,000    | 1,154,725     |
| Range Resources Corp., 5%, 2022                       | 240,000      | 249,900       |
| Samson Investment Co., 9.75%, 2020 (z)                | 195,000      | 200,850       |
| SandRidge Energy, Inc., 8%, 2018 (n)                  | 1,655,000    | 1,725,338     |
| SM Energy Co., 6.5%, 2021                             | 700,000      | 731,500       |
| Talisman Energy, Inc., 7.75%, 2019                    | 280,000      | 353,489       |
| Whiting Petroleum Corp., 6.5%, 2018                   | 820,000      | 882,525       |
|   |              | \$ 30,038,742 |
| <b>Energy - Integrated - 0.5%</b>                     |              |               |
| Husky Energy, Inc., 5.9%, 2014                        | \$ 306,000   | \$ 332,434    |
| Husky Energy, Inc., 7.25%, 2019                       | 324,000      | 413,086       |
| Listrindo Capital B.V., 6.95%, 2019 (n)               | 200,000      | 214,124       |
| LUKOIL International Finance B.V., 6.656%, 2022       | 306,000      | 357,041       |
| Pacific Rubiales Energy Corp., 7.25%, 2021 (n)        | 1,395,000    | 1,618,200     |
|   |              | \$ 2,934,885  |
| <b>Engineering - Construction - 0.1%</b>              |              |               |
| B-Corp. Merger Sub, Inc., 8.25%, 2019 (n)             | \$ 650,000   | \$ 646,750    |
| <b>Entertainment - 0.9%</b>                           |              |               |
| AMC Entertainment, Inc., 8.75%, 2019                  | \$ 1,460,000 | \$ 1,598,700  |
| AMC Entertainment, Inc., 9.75%, 2020                  | 1,095,000    | 1,209,975     |
| Cedar Fair LP, 9.125%, 2018                           | 450,000      | 510,750       |
| Cinemark USA, Inc., 8.625%, 2019                      | 1,460,000    | 1,635,200     |
| NAI Entertainment Holdings LLC, 8.25%, 2017 (n)       | 333,000      | 371,295       |
|   |              | \$ 5,325,920  |
| <b>Financial Institutions - 3.7%</b>                  |              |               |
| Ally Financial, Inc., 5.5%, 2017                      | \$ 2,775,000 | \$ 2,886,300  |
| CIT Group, Inc., 5.25%, 2014 (n)                      | 1,795,000    | 1,864,556     |
| CIT Group, Inc., 7%, 2017 (n)                         | 591,223      | 591,814       |
| CIT Group, Inc., 5.25%, 2018                          | 70,000       | 72,975        |
| CIT Group, Inc., 6.625%, 2018 (n)                     | 1,355,000    | 1,471,869     |
| CIT Group, Inc., 5.5%, 2019 (n)                       | 1,315,000    | 1,370,888     |
| Credit Acceptance Corp., 9.125%, 2017                 | 875,000      | 962,500       |
| GMAC, Inc., 8%, 2031                                  | 135,000      | 159,638       |
| Icahn Enterprises LP, 8%, 2018 (z)                    | 177,000      | 188,505       |
| Icahn Enterprises LP, 8%, 2018                        | 1,844,000    | 1,963,860     |
| International Lease Finance Corp., 4.875%, 2015       | 440,000      | 451,550       |

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Portfolio of Investments (unaudited) continued

| Issuer  | Shares/Par   | Value (\$)    |
|---|--------------|---------------|
| Bonds - continued   |              |               |
| Financial Institutions - continued  |              |               |
| International Lease Finance Corp., 8.625%, 2015                               | \$ 320,000   | \$ 358,800    |
| International Lease Finance Corp., 7.125%, 2018 (n)                           | 1,075,000    | 1,236,250     |
| Nationstar Mortgage LLC/Capital Corp., 10.875%, 2015                          | 1,505,000    | 1,644,213     |
| Nationstar Mortgage LLC/Capital Corp., 9.625%, 2019 (n)                       | 25,000       | 27,500        |
| PHH Corp., 9.25%, 2016  | 1,275,000    | 1,405,688     |
| PHH Corp., 7.375%, 2019   | 535,000      | 552,388       |
| SLM Corp., 8.45%, 2018  | 1,575,000    | 1,819,125     |
| SLM Corp., 8%, 2020   | 1,385,000    | 1,568,513     |
| SLM Corp., 7.25%, 2022  | 255,000      | 275,400       |
|   |              | \$ 20,872,332 |
| Food & Beverages - 1.6%   |              |               |
| Anheuser-Busch InBev S.A., 6.875%, 2019                                       | \$ 1,300,000 | \$ 1,717,180  |
| ARAMARK Corp., 8.5%, 2015   | 1,154,000    | 1,182,862     |
| B&G Foods, Inc., 7.625%, 2018   | 1,305,000    | 1,415,109     |
| Constellation Brands, Inc., 7.25%, 2016                                       | 1,020,000    | 1,162,800     |
| Grupo Bimbo S.A.B. de C.V., 4.5%, 2022 (n)                                    | 218,000      | 235,450       |
| JBS USA LLC/JBS USA Finance, 8.25%, 2020 (n)                                  | 320,000      | 305,600       |
| Pinnacle Foods Finance LLC, 9.25%, 2015                                       | 749,000      | 768,661       |
| Pinnacle Foods Finance LLC, 8.25%, 2017                                       | 190,000      | 201,400       |
| TreeHouse Foods, Inc., 7.75%, 2018  | 1,045,000    | 1,139,050     |
| Tyson Foods, Inc., 6.85%, 2016  | 912,000      | 1,039,680     |
|   |              | \$ 9,167,792  |
| Forest & Paper Products - 0.7%  |              |               |
| Boise, Inc., 8%, 2020   | \$ 820,000   | \$ 906,100    |
| Georgia-Pacific Corp., 8%, 2024   | 41,000       | 56,022        |
| Graphic Packaging Holding Co., 7.875%, 2018                                   | 510,000      | 568,650       |
| Millar Western Forest Products Ltd., 8.5%, 2021                               | 120,000      | 87,600        |
| Sappi Papier Holding GmbH, 7.75%, 2017 (n)                                    | 300,000      | 313,500       |
| Smurfit Kappa Group PLC, 7.75%, 2019 (n)                                      | EUR 560,000  | 771,283       |
| Tembec Industries, Inc., 11.25%, 2018   | \$ 75,000    | 78,000        |
| Tembec Industries, Inc., 11.25%, 2018 (n)                                     | 300,000      | 312,000       |
| Xerium Technologies, Inc., 8.875%, 2018                                       | 815,000      | 707,013       |
|   |              | \$ 3,800,168  |
| Gaming & Lodging - 2.8%   |              |               |
| Caesars Operating Escrow LLC, 8.5%, 2020 (n)                                  | \$ 265,000   | \$ 261,356    |
| Choice Hotels International, Inc., 5.75%, 2022                                | 175,000      | 187,688       |
| Fontainebleau Las Vegas Holdings LLC, 10.25%, 2015 (a)(d)(n)                  | 460,000      | 288           |
| GWR Operating Partnership LLP, 10.875%, 2017                                  | 680,000      | 766,700       |
| Harrah s Operating Co., Inc., 11.25%, 2017                                    | 1,570,000    | 1,691,675     |
| Host Hotels & Resorts, Inc., 9%, 2017   | 425,000      | 463,250       |
| Host Hotels & Resorts, Inc., 5.25%, 2022 (n)                                  | 185,000      | 197,719       |
| Isle of Capri Casinos, Inc., 8.875%, 2020 (z)                                 | 1,080,000    | 1,109,700     |
| MGM Mirage, 10.375%, 2014   | 30,000       | 34,050        |
| MGM Mirage, 6.625%, 2015  | 265,000      | 276,263       |
| MGM Mirage, 7.5%, 2016  | 105,000      | 109,594       |
| MGM Resorts International, 11.375%, 2018                                      | 2,620,000    | 3,019,550     |
| MGM Resorts International, 9%, 2020   | 655,000      | 731,144       |
| Penn National Gaming, Inc., 8.75%, 2019                                       | 1,640,000    | 1,830,650     |
| Pinnacle Entertainment, Inc., 8.75%, 2020                                     | 345,000      | 378,638       |
| Rivers Pittsburgh Borrower LP/Rivers Pittsburgh Finance Corp., 9.5%, 2019 (n) | 175,000      | 185,500       |
| Seven Seas Cruises S. DE R.L., 9.125%, 2019                                   | 900,000      | 936,000       |
| Starwood Hotels & Resorts Worldwide, Inc., 6.75%, 2018                        | 1,485,000    | 1,754,186     |

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Portfolio of Investments (unaudited) continued

| Issuer  | Shares/Par      | Value (\$)    |
|---|-----------------|---------------|
| <b>Bonds - continued</b>  |                 |               |
| <b>Gaming &amp; Lodging - continued</b>                         |                 |               |
| Wyndham Worldwide Corp., 6%, 2016                               | \$ 8,000        | \$ 8,929      |
| Wyndham Worldwide Corp., 7.375%, 2020                           | 405,000         | 486,230       |
| Wynn Las Vegas LLC, 7.75%, 2020                                 | 1,165,000       | 1,301,888     |
|   |                 | \$ 15,730,998 |
| <b>Industrial - 0.7%</b>  |                 |               |
| Altra Holdings, Inc., 8.125%, 2016                              | \$ 313,000      | \$ 335,693    |
| Dematic S.A., 8.75%, 2016 (z)                                   | 1,120,000       | 1,192,800     |
| Hyva Global B.V., 8.625%, 2016 (n)                              | 1,124,000       | 966,640       |
| Mueller Water Products, Inc., 8.75%, 2020                       | 516,000         | 575,340       |
| Rexel S.A., 6.125%, 2019 (n)                                    | 520,000         | 533,000       |
| SPL Logistics Escrow, LLC, 8.875%, 2020 (z)                     | 525,000         | 540,750       |
|   |                 | \$ 4,144,223  |
| <b>Insurance - 1.8%</b>   |                 |               |
| American International Group, Inc., 4.875%, 2016                | \$ 1,480,000    | \$ 1,622,354  |
| American International Group, Inc., 8.25%, 2018                 | 665,000         | 838,974       |
| American International Group, Inc., 8.175% to 2038, FRN to 2068 | 3,435,000       | 4,100,531     |
| MetLife, Inc., 9.25% to 2038, FRN to 2068 (n)                   | 1,100,000       | 1,402,500     |
| Metropolitan Life Global Funding I, 5.125%, 2014 (n)            | 860,000         | 924,465       |
| Unum Group, 7.125%, 2016  | 1,171,000       | 1,363,573     |
|   |                 | \$ 10,252,397 |
| <b>Insurance - Health - 0.1%</b>                                |                 |               |
| AMERIGROUP Corp., 7.5%, 2019                                    | \$ 420,000      | \$ 489,300    |
| <b>Insurance - Property &amp; Casualty - 1.4%</b>               |                 |               |
| Allstate Corp., 7.45%, 2019                                     | \$ 850,000      | \$ 1,111,996  |
| AXIS Capital Holdings Ltd., 5.75%, 2014                         | 1,013,000       | 1,089,904     |
| Liberty Mutual Group, Inc., 10.75% to 2038, FRN to 2088 (n)     | 1,635,000       | 2,284,913     |
| XL Group PLC, 6.5% to 2017, FRN to 2049                         | 1,695,000       | 1,544,569     |
| ZFS Finance USA Trust II, 6.45% to 2016, FRN to 2065 (n)        | 1,190,000       | 1,252,475     |
| ZFS Finance USA Trust V, 6.5% to 2017, FRN to 2067 (n)          | 627,000         | 659,134       |
|   |                 | \$ 7,942,991  |
| <b>International Market Quasi-Sovereign - 1.4%</b>              |                 |               |
| Commonwealth Bank of Australia, 2.9%, 2014 (n)                  | \$ 1,780,000    | \$ 1,862,699  |
| ING Bank N.V., 3.9%, 2014 (n)                                   | 1,390,000       | 1,457,027     |
| Irish Life & Permanent PLC, 3.6%, 2013 (e)(n)                   | 1,900,000       | 1,885,625     |
| Israel Electric Corp. Ltd., 6.7%, 2017 (n)                      | 588,000         | 629,895       |
| KFW International Finance, Inc., 4.875%, 2019                   | 1,000,000       | 1,219,600     |
| Societe Financement de l Economie Francaise, 3.375%, 2014 (n)   | 1,000,000       | 1,045,926     |
|   |                 | \$ 8,100,772  |
| <b>International Market Sovereign - 10.0%</b>                   |                 |               |
| Bonos y Obligaciones del Estado, 4%, 2015                       | EUR 526,000     | \$ 650,318    |
| Commonwealth of Australia, 5.75%, 2021                          | AUD 1,028,000   | 1,290,499     |
| Federal Republic of Germany, 3.75%, 2015                        | EUR 3,425,000   | 4,689,177     |
| Federal Republic of Germany, 4.25%, 2018                        | EUR 392,000     | 596,649       |
| Federal Republic of Germany, 6.25%, 2030                        | EUR 847,000     | 1,734,411     |
| Government of Canada, 4.5%, 2015                                | CAD 747,000     | 825,053       |
| Government of Canada, 4.25%, 2018                               | CAD 447,000     | 523,739       |
| Government of Canada, 3.25%, 2021                               | CAD 338,000     | 386,268       |
| Government of Canada, 5.75%, 2033                               | CAD 136,000     | 216,098       |
| Government of Japan, 1.7%, 2017                                 | JPY 383,600,000 | 5,234,471     |





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Portfolio of Investments (unaudited) continued

| Issuer   | Shares/Par      | Value (\$)    |
|--|-----------------|---------------|
| <b>Bonds - continued</b>   |                 |               |
| <b>International Market Sovereign - continued</b>                      |                 |               |
| Government of Japan, 1.1%, 2020  | JPY 351,000,000 | \$ 4,672,485  |
| Government of Japan, 2.1%, 2024  | JPY 233,000,000 | 3,331,500     |
| Government of Japan, 2.2%, 2027  | JPY 375,000,000 | 5,343,986     |
| Government of New Zealand, 6%, 2021                                    | NZD 483,000     | 465,445       |
| Government of Norway, 3.75%, 2021                                      | NOK 2,065,000   | 411,372       |
| Kingdom of Belgium, 5.5%, 2017   | EUR 1,360,000   | 2,052,729     |
| Kingdom of Denmark, 3%, 2021   | DKK 2,538,000   | 499,327       |
| Kingdom of Spain, 5.5%, 2017   | EUR 240,000     | 297,495       |
| Kingdom of Spain, 4.6%, 2019   | EUR 390,000     | 441,474       |
| Kingdom of Sweden, 5%, 2020  | SEK 6,870,000   | 1,334,703     |
| Kingdom of the Netherlands, 5.5%, 2028                                 | EUR 454,000     | 822,600       |
| Republic of Austria, 4.65%, 2018                                       | EUR 823,000     | 1,229,999     |
| Republic of Finland, 3.875%, 2017                                      | EUR 264,000     | 385,986       |
| Republic of France, 6%, 2025   | EUR 388,000     | 673,672       |
| Republic of France, 4.75%, 2035  | EUR 1,370,000   | 2,211,778     |
| Republic of Iceland, 4.875%, 2016 (n)                                  | \$ 1,646,000    | 1,715,955     |
| Republic of Italy, 4.25%, 2015   | EUR 1,702,000   | 2,191,640     |
| Republic of Italy, 5.25%, 2017   | EUR 3,255,000   | 4,192,644     |
| Republic of Italy, 3.75%, 2021   | EUR 650,000     | 723,844       |
| United Kingdom Treasury, 8%, 2015                                      | GBP 1,681,000   | 3,351,446     |
| United Kingdom Treasury, 8%, 2021                                      | GBP 953,000     | 2,354,120     |
| United Kingdom Treasury, 4.25%, 2036                                   | GBP 739,000     | 1,477,526     |
|  |                 | \$ 56,328,409 |
| <b>Machinery &amp; Tools - 1.5%</b>                                    |                 |               |
| Ashtead Capital, Inc., 6.5%, 2022 (z)                                  | \$ 235,000      | \$ 244,400    |
| Case Corp., 7.25%, 2016  | 710,000         | 798,750       |
| Case New Holland, Inc., 7.875%, 2017                                   | 2,235,000       | 2,626,125     |
| CNH Capital LLC, 6.25%, 2016 (n)                                       | 280,000         | 303,800       |
| H&E Equipment Services LLC, 7%, 2022 (z)                               | 330,000         | 342,375       |
| NESCO LLC/NESCO Holdings Corp., 11.75%, 2017 (z)                       | 770,000         | 808,500       |
| RSC Equipment Rental, Inc., 8.25%, 2021                                | 940,000         | 1,029,300     |
| UR Financing Escrow Corp., 5.75%, 2018 (n)                             | 1,000,000       | 1,057,500     |
| UR Financing Escrow Corp., 7.625%, 2022 (n)                            | 1,000,000       | 1,080,000     |
|  |                 | \$ 8,290,750  |
| <b>Major Banks - 2.3%</b>  |                 |               |
| Bank of America Corp., 7.375%, 2014                                    | \$ 1,000,000    | \$ 1,091,244  |
| Bank of America Corp., 5.65%, 2018                                     | 545,000         | 608,861       |
| Bank of America Corp., 7.625%, 2019                                    | 370,000         | 451,857       |
| BNP Paribas, FRN, 3.217%, 2014   | 1,216,000       | 1,237,709     |
| Credit Suisse New York, 5.5%, 2014                                     | 1,000,000       | 1,067,109     |
| DBS Bank Ltd., 3.625% to 2017, FRN to 2022 (n)                         | 738,000         | 757,883       |
| HSBC USA, Inc., 4.875%, 2020   | 460,000         | 488,446       |
| JPMorgan Chase & Co., 6.3%, 2019                                       | 1,000,000       | 1,220,436     |
| Morgan Stanley, 5.75%, 2016  | 397,000         | 422,552       |
| Morgan Stanley, 6.625%, 2018   | 391,000         | 431,798       |
| Morgan Stanley, 7.3%, 2019   | 830,000         | 936,176       |
| Morgan Stanley, 5.625%, 2019   | 1,500,000       | 1,552,185     |
| RBS Capital Trust II, 6.425% to 2034, FRN to 2049 (a)(d)               | 530,000         | 416,050       |
| Royal Bank of Scotland Group PLC, 6.99% to 2017, FRN to 2049 (a)(d)(n) | 350,000         | 294,000       |
| Royal Bank of Scotland Group PLC, 7.648% to 2031, FRN to 2049          | 2,085,000       | 1,959,900     |
|  |                 | \$ 12,936,206 |

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Portfolio of Investments (unaudited) continued

| Issuer   | Shares/Par | Value (\$)    |
|--|------------|---------------|
| <b>Bonds - continued</b>                                     |            |               |
| <b>Medical &amp; Health Technology &amp; Services - 4.0%</b> |            |               |
| Biomet, Inc., 10%, 2017                                      | \$ 545,000 | \$ 576,678    |
| Biomet, Inc., 11.625%, 2017                                  | 2,440,000  | 2,607,750     |
| Biomet, Inc., 6.5%, 2020 (z)                                 | 260,000    | 269,750       |
| Davita, Inc., 6.375%, 2018                                   | 2,180,000  | 2,327,150     |
| Davita, Inc., 6.625%, 2020                                   | 575,000    | 613,813       |
| Fresenius Medical Care AG & Co. KGaA, 9%, 2015 (n)           | 665,000    | 765,581       |
| Fresenius Medical Care Capital Trust III, 5.625%, 2019 (n)   | 495,000    | 529,031       |
| HCA, Inc., 8.5%, 2019  | 3,095,000  | 3,489,613     |
| HCA, Inc., 7.5%, 2022  | 1,190,000  | 1,323,875     |
| HCA, Inc., 5.875%, 2022                                      | 330,000    | 351,038       |
| HealthSouth Corp., 8.125%, 2020                              | 1,825,000  | 2,005,219     |
| Hologic, Inc., 6.25%, 2020 (z)                               | 170,000    | 179,988       |
| Hospira, Inc., 6.05%, 2017                                   | 655,000    | 755,176       |
| IASIS Healthcare LLC/IASIS Capital Corp., 8.375%, 2019       | 635,000    | 605,631       |
| McKesson Corp., 7.5%, 2019                                   | 110,000    | 142,443       |
| Owens & Minor, Inc., 6.35%, 2016                             | 970,000    | 1,061,727     |
| Physio-Control International, Inc., 9.875%, 2019 (z)         | 555,000    | 599,400       |
| Select Medical Corp., 7.625%, 2015                           | 105,000    | 106,378       |
| Teleflex, Inc., 6.875%, 2019                                 | 595,000    | 636,650       |
| Tenet Healthcare Corp., 9.25%, 2015                          | 605,000    | 676,088       |
| Truven Health Analytics, Inc., 10.625%, 2020 (z)             | 250,000    | 266,875       |
| Universal Health Services, Inc., 7%, 2018                    | 1,055,000  | 1,139,400     |
| Universal Hospital Services, Inc., 7.625%, 2020 (z)          | 585,000    | 615,713       |
| Vanguard Health Systems, Inc., 0%, 2016                      | 5,000      | 3,538         |
| Vanguard Health Systems, Inc., 8%, 2018                      | 405,000    | 425,250       |
| WP Rocket Merger Sub, Inc., 10.125%, 2019 (n)                | 515,000    | 513,713       |
|  |            | \$ 22,587,468 |
| <b>Metals &amp; Mining - 2.1%</b>                            |            |               |
| AngloGold Ashanti Holdings Finance PLC, 5.375%, 2020         | \$ 535,000 | \$ 566,194    |
| AngloGold Ashanti Holdings PLC, 5.125%, 2022                 | 1,079,000  | 1,102,743     |
| ArcelorMittal, 6.5%, 2014                                    | 520,000    | 541,860       |
| Arch Coal, Inc., 7.25%, 2020                                 | 645,000    | 583,725       |
| Cloud Peak Energy, Inc., 8.25%, 2017                         | 2,255,000  | 2,446,675     |
| Cloud Peak Energy, Inc., 8.5%, 2019                          | 375,000    | 416,250       |
| Consol Energy, Inc., 8%, 2017                                | 1,425,000  | 1,535,438     |
| Consol Energy, Inc., 8.25%, 2020                             | 480,000    | 517,200       |
| Fortescue Metals Group Ltd., 8.25%, 2019 (n)                 | 295,000    | 293,525       |
| Peabody Energy Corp., 7.375%, 2016                           | 1,070,000  | 1,195,725     |
| Peabody Energy Corp., 6%, 2018 (n)                           | 445,000    | 455,013       |
| Peabody Energy Corp., 6.25%, 2021 (n)                        | 445,000    | 452,788       |
| Southern Copper Corp., 6.75%, 2040                           | 553,000    | 642,929       |
| Vale Overseas Ltd., 4.625%, 2020                             | 490,000    | 513,859       |
| Vale Overseas Ltd., 4.375%, 2022                             | 500,000    | 512,440       |
|  |            | \$ 11,776,364 |
| <b>Mortgage-Backed - 5.6%</b>                                |            |               |
| Fannie Mae, 4.1%, 2013                                       | \$ 468,182 | \$ 474,633    |
| Fannie Mae, 4.19%, 2013                                      | 392,606    | 400,304       |
| Fannie Mae, 4.845%, 2013                                     | 132,839    | 134,544       |
| Fannie Mae, 4.561%, 2014                                     | 224,442    | 234,807       |
| Fannie Mae, 4.6%, 2014                                       | 405,785    | 422,022       |
| Fannie Mae, 4.607%, 2014                                     | 440,064    | 457,837       |
| Fannie Mae, 4.77%, 2014                                      | 315,189    | 332,149       |
| Fannie Mae, 4.56%, 2015                                      | 170,809    | 182,656       |

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Portfolio of Investments (unaudited) continued

| Issuer   | Shares/Par   | Value (\$)    |
|--|--------------|---------------|
| <b>Bonds - continued</b>                                     |              |               |
| <b>Mortgage-Backed - continued</b>                           |              |               |
| Fannie Mae, 4.665%, 2015                                     | \$ 138,611   | \$ 148,830    |
| Fannie Mae, 4.7%, 2015                                       | 132,344      | 142,186       |
| Fannie Mae, 4.74%, 2015                                      | 328,796      | 354,670       |
| Fannie Mae, 4.78%, 2015                                      | 382,321      | 414,901       |
| Fannie Mae, 4.815%, 2015                                     | 348,883      | 377,151       |
| Fannie Mae, 4.87%, 2015                                      | 280,167      | 303,092       |
| Fannie Mae, 4.89%, 2015                                      | 93,568       | 100,792       |
| Fannie Mae, 4.907%, 2015                                     | 448,843      | 489,896       |
| Fannie Mae, 6%, 2016 - 2037                                  | 2,061,824    | 2,278,122     |
| Fannie Mae, 5.5%, 2019 - 2037                                | 7,525,984    | 8,275,007     |
| Fannie Mae, 4.88%, 2020                                      | 218,925      | 246,647       |
| Fannie Mae, 3%, 2027   | 1,524,610    | 1,611,149     |
| Fannie Mae, 6.5%, 2032 - 2033                                | 487,641      | 564,317       |
| Fannie Mae, 5%, 2035   | 1,429,834    | 1,566,930     |
| Fannie Mae, TBA, 3.5%, 2042                                  | 2,200,000    | 2,332,344     |
| Freddie Mac, 6%, 2034  | 229,867      | 257,533       |
| Ginnie Mae, 5.5%, 2039                                       | 1,324,186    | 1,482,962     |
| Ginnie Mae, 4.5%, 2041                                       | 1,624,500    | 1,808,951     |
| Ginnie Mae, TBA, 3%, 2042                                    | 6,000,000    | 6,275,625     |
|  |              | \$ 31,670,057 |
| <b>Natural Gas - Distribution - 0.4%</b>                     |              |               |
| AmeriGas Finance LLC, 6.75%, 2020                            | \$ 1,060,000 | \$ 1,128,900  |
| Ferrellgas LP/Ferrellgas Finance Corp., 6.5%, 2021           | 1,065,000    | 1,043,700     |
|  |              | \$ 2,172,600  |
| <b>Natural Gas - Pipeline - 2.0%</b>                         |              |               |
| Atlas Pipeline Partners LP, 8.75%, 2018                      | \$ 1,095,000 | \$ 1,174,388  |
| Crosstex Energy, Inc., 8.875%, 2018                          | 1,705,000    | 1,820,088     |
| El Paso Corp., 7%, 2017                                      | 1,395,000    | 1,595,618     |
| El Paso Corp., 7.75%, 2032                                   | 1,481,000    | 1,743,673     |
| Energy Transfer Equity LP, 7.5%, 2020                        | 1,380,000    | 1,587,000     |
| Enterprise Products Partners LP, 8.375% to 2016, FRN to 2066 | 1,426,000    | 1,597,120     |
| Enterprise Products Partners LP, 7.034% to 2018, FRN to 2068 | 256,000      | 286,720       |
| Rockies Express Pipeline LLC, 5.625%, 2020 (n)               | 347,000      | 331,385       |
| Spectra Energy Capital LLC, 8%, 2019                         | 810,000      | 1,051,122     |
|  |              | \$ 11,187,114 |
| <b>Network &amp; Telecom - 1.7%</b>                          |              |               |
| AT&T, Inc., 6.55%, 2039                                      | \$ 170,000   | \$ 228,186    |
| AT&T, Inc., 5.35%, 2040                                      | 1,108,000    | 1,329,583     |
| Centurylink, Inc., 7.65%, 2042                               | 325,000      | 338,817       |
| Cincinnati Bell, Inc., 8.25%, 2017                           | 1,020,000    | 1,091,400     |
| Citizens Communications Co., 9%, 2031                        | 840,000      | 882,000       |
| Eileme 2 AB, 11.625%, 2020 (n)                               | 765,000      | 837,675       |
| Frontier Communications Corp., 8.125%, 2018                  | 1,065,000    | 1,184,813     |
| Qwest Communications International, Inc., 7.125%, 2018 (n)   | 1,075,000    | 1,143,263     |
| Telefonica Emisiones S.A.U., 2.582%, 2013                    | 995,000      | 995,995       |
| Windstream Corp., 8.125%, 2018                               | 380,000      | 404,700       |
| Windstream Corp., 7.75%, 2020                                | 1,090,000    | 1,144,500     |
|  |              | \$ 9,580,932  |
| <b>Oil Services - 0.7%</b>                                   |              |               |
| Afren PLC, 11.5%, 2016 (n)                                   | \$ 200,000   | \$ 224,000    |
| Afren PLC, 10.25%, 2019 (n)                                  | 212,000      | 233,200       |



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Portfolio of Investments (unaudited) continued

| Issuer  | Shares/Par  | Value (\$)    |
|---|-------------|---------------|
| <b>Bonds - continued</b>                                    |             |               |
| <b>Oil Services - continued</b>                             |             |               |
| Chesapeake Energy Corp., 6.625%, 2019 (n)                   | \$ 370,000  | \$ 355,200    |
| Dresser-Rand Group, Inc., 6.5%, 2021                        | 305,000     | 320,250       |
| Edgen Murray Corp., 12.25%, 2015                            | 1,195,000   | 1,269,688     |
| Pioneer Energy Services Corp., 9.875%, 2018                 | 630,000     | 681,975       |
| Unit Corp., 6.625%, 2021                                    | 545,000     | 553,175       |
| Unit Corp., 6.625%, 2021 (z)                                | 340,000     | 345,100       |
|   |             | \$ 3,982,588  |
| <b>Other Banks &amp; Diversified Financials - 2.5%</b>      |             |               |
| Banco de Credito del Peru, 6.125% to 2022, FRN to 2027 (n)  | \$ 301,000  | \$ 323,575    |
| Banco Santander U.S. Debt S.A.U., 3.781%, 2015 (n)          | 1,400,000   | 1,361,710     |
| Bancolombia S.A., 5.95%, 2021                               | 819,000     | 902,948       |
| BBVA Banco Continental S.A., 5%, 2022 (z)                   | 146,000     | 150,015       |
| BBVA Bancomer S.A. Texas, 6.5%, 2021 (n)                    | 900,000     | 951,750       |
| BBVA Bancomer S.A. Texas, 6.75%, 2022 (n)                   | 155,000     | 166,625       |
| Capital One Financial Corp., 8.8%, 2019                     | 320,000     | 415,508       |
| Capital One Financial Corp., 10.25%, 2039                   | 3,025,000   | 3,115,750     |
| Groupe BPCE S.A., 12.5% to 2019, FRN to 2049 (n)            | 2,137,000   | 2,299,968     |
| Grupo Aval Ltd., 5.25%, 2017 (n)                            | 205,000     | 218,325       |
| Itau Unibanco Holding S.A., 5.5%, 2022 (n)                  | 1,183,000   | 1,204,886     |
| LBG Capital No. 1 PLC, 7.875%, 2020 (n)                     | 1,440,000   | 1,393,108     |
| Santander UK PLC, 8.963% to 2030, FRN to 2049               | 1,485,000   | 1,522,125     |
|   |             | \$ 14,026,293 |
| <b>Pharmaceuticals - 0.7%</b>                               |             |               |
| Capsugel FinanceCo. SCA, 9.875%, 2019 (n)                   | EUR 651,000 | \$ 915,040    |
| Endo Health Solutions, Inc., 7%, 2019                       | \$ 60,000   | 64,800        |
| Roche Holdings, Inc., 6%, 2019 (n)                          | 1,000,000   | 1,264,280     |
| Valeant Pharmaceuticals International, Inc., 6.5%, 2016 (n) | 810,000     | 854,550       |
| Valeant Pharmaceuticals International, Inc., 7%, 2020 (n)   | 540,000     | 558,900       |
|   |             | \$ 3,657,570  |
| <b>Pollution Control - 0.1%</b>                             |             |               |
| Heckmann Corp., 9.875%, 2018                                | \$ 440,000  | \$ 415,800    |
| <b>Printing &amp; Publishing - 0.2%</b>                     |             |               |
| American Media, Inc., 13.5%, 2018 (z)                       | \$ 11,911   | \$ 11,286     |
| Nielsen Finance LLC, 11.5%, 2016                            | 354,000     | 396,480       |
| Nielsen Finance LLC, 7.75%, 2018                            | 645,000     | 725,625       |
|   |             | \$ 1,133,391  |
| <b>Railroad &amp; Shipping - 0.1%</b>                       |             |               |
| Kansas City Southern de Mexico S.A. de C.V., 6.125%, 2021   | \$ 360,000  | \$ 403,200    |
| <b>Real Estate - 1.2%</b>                                   |             |               |
| CB Richard Ellis Group, Inc., 11.625%, 2017                 | \$ 400,000  | \$ 450,000    |
| CNL Lifestyle Properties, Inc., REIT, 7.25%, 2019           | 320,000     | 298,000       |
| Entertainment Properties Trust, REIT, 7.75%, 2020           | 665,000     | 740,873       |
| Entertainment Properties Trust, REIT, 5.75%, 2022           | 750,000     | 757,091       |
| HRPT Properties Trust, REIT, 6.25%, 2016                    | 1,053,000   | 1,139,492     |
| Kennedy Wilson, Inc., 8.75%, 2019                           | 300,000     | 318,750       |
| MPT Operating Partnership LP, REIT, 6.875%, 2021            | 680,000     | 739,500       |
| MPT Operating Partnership LP, REIT, 6.375%, 2022            | 495,000     | 522,225       |
| Simon Property Group, Inc., REIT, 5.875%, 2017              | 756,000     | 890,484       |

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Portfolio of Investments (unaudited) continued

| Issuer  | Shares/Par   | Value (\$)    |
|---|--------------|---------------|
| Bonds - continued                                       |              |               |
| Real Estate - continued                                 |              |               |
| Simon Property Group, Inc., REIT, 10.35%, 2019          | \$ 660,000   | \$ 944,251    |
|   |              | \$ 6,800,666  |
| Retailers - 2.5%  |              |               |
| Academy Ltd., 9.25%, 2019 (n)                           | \$ 295,000   | \$ 323,025    |
| Burlington Coat Factory Warehouse Corp., 10%, 2019      | 810,000      | 872,775       |
| Dollar General Corp., 4.125%, 2017                      | 827,000      | 860,080       |
| Home Depot, Inc., 5.875%, 2036                          | 509,000      | 677,712       |
| J. Crew Group, Inc., 8.125%, 2019                       | 455,000      | 476,044       |
| Limited Brands, Inc., 6.9%, 2017                        | 480,000      | 546,000       |
| Limited Brands, Inc., 6.95%, 2033                       | 670,000      | 666,650       |
| Neiman Marcus Group, Inc., 10.375%, 2015                | 855,000      | 877,432       |
| Pantry, Inc., 8.375%, 2020 (z)                          | 385,000      | 397,994       |
| QVC, Inc., 7.375%, 2020 (n)                             | 485,000      | 540,421       |
| Rite Aid Corp., 9.25%, 2020                             | 780,000      | 801,450       |
| Sally Beauty Holdings, Inc., 6.875%, 2019               | 465,000      | 519,638       |
| Toys R Us Property Co. II LLC, 8.5%, 2017               | 1,725,000    | 1,867,313     |
| Toys R Us, Inc., 10.75%, 2017                           | 1,040,000    | 1,146,600     |
| Wal-Mart Stores, Inc., 5.625%, 2041                     | 2,500,000    | 3,379,105     |
| Yankee Acquisition Corp., 8.5%, 2015                    | 5,000        | 5,081         |
| YCC Holdings LLC/Yankee Finance, Inc., 10.25%, 2016 (p) | 285,000      | 296,756       |
|   |              | \$ 14,254,096 |
| Specialty Chemicals - 0.1%                              |              |               |
| Koppers, Inc., 7.875%, 2019                             | \$ 265,000   | \$ 289,513    |
| Specialty Stores - 0.3%                                 |              |               |
| Gymboree Corp., 9.125%, 2018                            | \$ 125,000   | \$ 118,750    |
| Michaels Stores, Inc., 11.375%, 2016                    | 635,000      | 667,550       |
| Michaels Stores, Inc., 7.75%, 2018                      | 1,080,000    | 1,150,200     |
|   |              | \$ 1,936,500  |
| Steel - 0.0%  |              |               |
| Evrz Group S.A., 7.4%, 2017 (n)                         | \$ 200,000   | \$ 202,250    |
| Supermarkets - 0.2%                                     |              |               |
| Delhaize Group, 5.7%, 2040                              | \$ 834,000   | \$ 682,606    |
| SUPERVALU, Inc., 7.5%, 2014                             | 275,000      | 264,000       |
|   |              | \$ 946,606    |
| Supranational - 0.6%                                    |              |               |
| European Investment Bank, 5.125%, 2017                  | \$ 2,593,000 | \$ 3,088,185  |
| Telecommunications - Wireless - 2.5%                    |              |               |
| America Movil S.A.B. de C.V., 3.125%, 2022              | \$ 1,369,000 | \$ 1,403,272  |
| Clearwire Corp., 12%, 2015 (n)                          | 995,000      | 985,050       |
| Cricket Communications, Inc., 7.75%, 2016               | 560,000      | 590,800       |
| Cricket Communications, Inc., 7.75%, 2020               | 720,000      | 698,400       |
| Crown Castle International Corp., 9%, 2015              | 1,475,000    | 1,594,844     |
| Crown Castle International Corp., 7.75%, 2017 (n)       | 430,000      | 462,250       |
| Crown Castle International Corp., 7.125%, 2019          | 1,005,000    | 1,092,938     |
| Digicel Group Ltd., 8.25%, 2017 (n)                     | 710,000      | 752,600       |
| Digicel Group Ltd., 10.5%, 2018 (n)                     | 350,000      | 378,000       |
| MetroPCS Wireless, Inc., 7.875%, 2018                   | 355,000      | 381,625       |
| Sprint Capital Corp., 6.875%, 2028                      | 1,315,000    | 1,190,075     |

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Portfolio of Investments (unaudited) continued

| Issuer   | Shares/Par   | Value (\$)    |
|--|--------------|---------------|
| <b>Bonds - continued</b>                                       |              |               |
| <b>Telecommunications - Wireless - continued</b>               |              |               |
| Sprint Nextel Corp., 6%, 2016                                  | \$ 1,005,000 | \$ 1,025,100  |
| Sprint Nextel Corp., 8.375%, 2017                              | 315,000      | 346,500       |
| Sprint Nextel Corp., 9%, 2018 (n)                              | 415,000      | 489,700       |
| Wind Acquisition Finance S.A., 11.75%, 2017 (n)                | 1,940,000    | 1,775,100     |
| Wind Acquisition Finance S.A., 7.25%, 2018 (n)                 | 1,170,000    | 1,076,400     |
|  |              | \$ 14,242,654 |
| <b>Telephone Services - 0.5%</b>                               |              |               |
| Cogent Communications Group, Inc., 8.375%, 2018 (n)            | \$ 445,000   | \$ 483,938    |
| Level 3 Financing, Inc., 9.375%, 2019                          | 475,000      | 520,125       |
| Level 3 Financing, Inc., 8.625%, 2020                          | 1,200,000    | 1,284,000     |
| Sable International Finance Ltd., 8.75%, 2020 (n)              | 200,000      | 220,500       |
|  |              | \$ 2,508,563  |
| <b>Tobacco - 0.2%</b>  |              |               |
| Reynolds American, Inc., 6.75%, 2017                           | \$ 1,040,000 | \$ 1,259,849  |
| <b>Transportation - 0.1%</b>                                   |              |               |
| Navios South American Logistics, Inc., 9.25%, 2019             | \$ 748,000   | \$ 691,900    |
| <b>Transportation - Services - 2.1%</b>                        |              |               |
| ACL I Corp., 10.625%, 2016 (p)                                 | \$ 886,222   | \$ 842,677    |
| Aguila American Resources Ltd., 7.875%, 2018 (n)               | 1,155,000    | 1,217,081     |
| Atlas Airlines, Inc. Pass-Through Certificates, B, 7.68%, 2014 | 239,767      | 228,977       |
| Avis Budget Car Rental LLC, 8.25%, 2019                        | 315,000      | 340,200       |
| Avis Budget Car Rental LLC, 8.25%, 2019 (n)                    | 220,000      | 237,555       |
| CEVA Group PLC, 8.375%, 2017 (n)                               | 1,920,000    | 1,867,200     |
| Commercial Barge Line Co., 12.5%, 2017                         | 1,525,000    | 1,708,000     |
| ERAC USA Finance Co., 6.375%, 2017 (n)                         | 1,000,000    | 1,196,060     |
| Navios Maritime Acquisition Corp., 8.625%, 2017                | 1,460,000    | 1,368,750     |
| Navios Maritime Holdings, Inc., 8.875%, 2017                   | 480,000      | 489,000       |
| Swift Services Holdings, Inc., 10%, 2018                       | 1,795,000    | 1,970,013     |
| Westinghouse Air Brake Technologies Corp., 6.875%, 2013        | 370,000      | 382,950       |
|  |              | \$ 11,848,463 |
| <b>U.S. Government Agencies and Equivalents - 0.7%</b>         |              |               |
| Freddie Mac, 5.5%, 2017  | \$ 3,060,000 | \$ 3,761,894  |
| <b>U.S. Treasury Obligations - 3.0%</b>                        |              |               |
| U.S. Treasury Bonds, 6.25%, 2023 (f)                           | \$ 1,800,000 | \$ 2,633,344  |
| U.S. Treasury Bonds, 5.375%, 2031                              | 286,200      | 421,608       |
| U.S. Treasury Bonds, 4.5%, 2036                                | 95,000       | 129,630       |
| U.S. Treasury Bonds, 4.75%, 2037                               | 2,986,200    | 4,231,072     |
| U.S. Treasury Notes, 3.125%, 2019                              | 8,087,000    | 9,244,452     |
|  |              | \$ 16,660,106 |
| <b>Utilities - Electric Power - 3.7%</b>                       |              |               |
| AES Corp., 8%, 2017  | \$ 1,965,000 | \$ 2,294,138  |
| Atlantic Power Corp., 9%, 2018                                 | 620,000      | 647,900       |
| Bruce Mansfield Unit, 6.85%, 2034                              | 1,442,997    | 1,519,331     |
| Calpine Corp., 8%, 2016 (n)                                    | 1,800,000    | 1,946,250     |
| Calpine Corp., 7.875%, 2020 (n)                                | 560,000      | 630,000       |
| CenterPoint Energy, Inc., 6.5%, 2018                           | 400,000      | 481,827       |
| Covanta Holding Corp., 7.25%, 2020                             | 905,000      | 1,010,068     |
| Dolphin Subsidiary II, Inc., 7.25%, 2021 (n)                   | 515,000      | 587,100       |

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Portfolio of Investments (unaudited) continued

| Issuer   | Shares/Par | Value (\$)            |
|--|------------|-----------------------|
| <b>Bonds - continued</b>                                     |            |                       |
| Utilities - Electric Power - continued                       |            |                       |
| Edison Mission Energy, 7%, 2017                              | \$ 610,000 | \$ 320,250            |
| EDP Finance B.V., 6%, 2018 (n)                               | 2,548,000  | 2,419,581             |
| Energy Future Holdings Corp., 10%, 2020                      | 1,125,000  | 1,240,313             |
| Energy Future Holdings Corp., 10%, 2020                      | 2,610,000  | 2,929,725             |
| Energy Future Holdings Corp., 11.75%, 2022 (n)               | 550,000    | 585,750               |
| GenOn Energy, Inc., 9.5%, 2018                               | 15,000     | 16,538                |
| GenOn Energy, Inc., 9.875%, 2020                             | 1,515,000  | 1,660,819             |
| NRG Energy, Inc., 7.375%, 2017                               | 390,000    | 405,600               |
| NRG Energy, Inc., 8.25%, 2020                                | 750,000    | 808,125               |
| System Energy Resources, Inc., 5.129%, 2014 (z)              | 684,519    | 676,517               |
| Texas Competitive Electric Holdings Co. LLC, 11.5%, 2020 (n) | 630,000    | 507,150               |
| Viridian Group FundCo II, 11.125%, 2017 (z)                  | 410,000    | 392,575               |
|  |            | \$ 21,079,557         |
| <b>Total Bonds</b>   |            | <b>\$ 626,600,294</b> |
| Preferred Stocks - 0.1%                                      |            |                       |
| Other Banks & Diversified Financials - 0.1%                  |            |                       |
| Ally Financial, Inc., 7% (z)                                 | 380        | \$ 346,026            |
| GMAC Capital Trust I, 8.125%                                 | 22,000     | 546,040               |
| <b>Total Preferred Stocks</b>                                |            | <b>\$ 892,066</b>     |
| Convertible Bonds - 0.2%                                     |            |                       |
| Network & Telecom - 0.2%                                     |            |                       |
| Nortel Networks Corp., 2.125%, 2014 (a)(d)                   | \$ 965,000 | \$ 948,113            |
| Convertible Preferred Stocks - 0.1%                          |            |                       |
| Automotive - 0.1%  |            |                       |
| General Motors Co., 4.75%                                    | 11,310     | \$ 403,767            |
| Floating Rate Loans (g)(r) - 0.1%                            |            |                       |
| Broadcasting - 0.0%  |            |                       |
| Gray Television, Inc., Term Loan B, 3.75%, 2014              | \$ 52,111  | \$ 51,824             |
| Financial Institutions - 0.0%                                |            |                       |
| Springleaf Finance Corp., Term Loan, 5.5%, 2017              | \$ 63,660  | \$ 61,329             |
| Utilities - Electric Power - 0.1%                            |            |                       |
| Dynegy Midwest Generation LLC, Term Loan, 9.25%, 2016        | \$ 70,200  | \$ 72,632             |
| Dynegy Power LLC, Term Loan, 9.25%, 2016                     | 105,299    | 110,038               |
|  |            | \$ 182,670            |
| <b>Total Floating Rate Loans</b>                             |            | <b>\$ 295,823</b>     |
| Common Stocks - 0.0%   |            |                       |
| Automotive - 0.0%  |            |                       |
| Accuride Corp. (a)   | 12,648     | \$ 63,493             |
| Printing & Publishing - 0.0%                                 |            |                       |
| American Media Operations, Inc. (a)                          | 3,053      | \$ 16,150             |
| <b>Total Common Stocks</b>                                   |            | <b>\$ 79,643</b>      |



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Portfolio of Investments (unaudited) continued

| Issuer  | Shares/Par | Value (\$)            |
|---|------------|-----------------------|
| Money Market Funds - 6.3%   |            |                       |
| MFS Institutional Money Market Portfolio, 0.16%, at Net Asset Value (v) | 35,828,044 | \$ 35,828,044         |
| <b>Total Investments</b>  |            | <b>\$ 665,047,750</b> |
| Other Assets, Less Liabilities - (17.8)%                                |            | (100,630,494)         |
| <b>Net Assets - 100.0%</b>  |            | <b>\$ 564,417,256</b> |

- (a) Non-income producing security.
- (d) In default. Interest and/or scheduled principal payment(s) have been missed.
- (e) Guaranteed by Minister for Finance of Ireland.
- (f) All or a portion of the security has been segregated as collateral for open futures contracts.
- (g) The rate shown represents a weighted average coupon rate on settled positions at period end, unless otherwise indicated.
- (i) Interest only security for which the fund receives interest on notional principal (Par amount). Par amount shown is the notional principal and does not reflect the cost of the security.
- (n) Securities exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in the ordinary course of business in transactions exempt from registration, normally to qualified institutional buyers. At period end, the aggregate value of these securities was \$138,974,080, representing 24.6% of net assets.
- (p) Payment-in-kind security.
- (r) Remaining maturities of floating rate loans may be less than stated maturities shown as a result of contractual or optional prepayments by the borrower. Such prepayments cannot be predicted with certainty. These loans may be subject to restrictions on resale. Floating rate loans generally have rates of interest which are determined periodically by reference to a base lending rate plus a premium.
- (v) Underlying affiliated fund that is available only to investment companies managed by MFS. The rate quoted for the MFS Institutional Money Market Portfolio is the annualized seven-day yield of the fund at period end.
- (z) Restricted securities are not registered under the Securities Act of 1933 and are subject to legal restrictions on resale. These securities generally may be resold in transactions exempt from registration or to the public if the securities are subsequently registered. Disposal of these securities may involve time-consuming negotiations and prompt sale at an acceptable price may be difficult. The fund holds the following restricted securities:

| Restricted Securities  | Acquisition Date | Cost      | Value     |
|--|------------------|-----------|-----------|
| Ally Financial, Inc., 7% (Preferred Stock)   | 4/13/11-4/14/11  | \$356,250 | \$346,026 |
| American Media, Inc., 13.5%, 2018  | 12/22/10         | 12,073    | 11,286    |
| Anthracite Ltd., A , CDO, FRN, 0.6%, 2019  | 1/15/10          | 780,981   | 892,429   |
| Anthracite Ltd., BFL , CDO, FRN, 1.24%, 2037                                       | 12/09/10         | 2,744,961 | 2,985,000 |
| Ardagh Packaging Finance PLC, 7.375%, 2017   | 7/20/12-7/23/12  | 1,048,675 | 1,060,538 |
| Ashtead Capital, Inc., 6.5%, 2022  | 6/29/12          | 235,000   | 244,400   |
| BBVA Banco Continental S.A., 5%, 2022  | 5/24/11          | 146,000   | 150,015   |
| Bayview Financial Revolving Mortgage Loan Trust, FRN, 1.84%, 2040                  | 3/01/06          | 772,558   | 499,147   |
| Biomet, Inc., 6.5%, 2020   | 1/07/08-8/04/08  | 260,000   | 269,750   |
| Ceridian Corp., 8.875%, 2019   | 2/16/12-7/26/11  | 350,000   | 375,375   |
| Consolidated Container Co. LLC/Consolidated Container Finance, Inc., 10.125%, 2020 | 6/28/12-7/17/12  | 394,097   | 407,550   |
| Dematic S.A., 8.75%, 2016  | 4/19/11-10/21/11 | 1,117,523 | 1,192,800 |
| FGI Operating Co./FGI Finance, Inc., 7.875%, 2020                                  | 4/12/12          | 85,000    | 89,675    |
| General Motors Financial Co., Inc., 4.75%, 2017                                    | 11/18/10         | 380,000   | 382,578   |
| H&E Equipment Services LLC, 7%, 2022   | 8/10/12          | 331,871   | 342,375   |
| Heckler & Koch GmbH, 9.5%, 2018  | 5/06/11-7/11/11  | 702,247   | 504,975   |
| Hologic, Inc., 6.25%, 2020   | 7/19/12          | 170,000   | 179,988   |
| Icahn Enterprises LP, 8%, 2018   | 3/12/12-5/24/12  | 186,529   | 188,505   |
| Isle of Capri Casinos, Inc., 8.875%, 2020  | 7/26/12-8/30/12  | 1,110,822 | 1,109,700 |
| Legend Acquisition Sub, Inc., 10.75%, 2020   | 8/17/12          | 434,273   | 434,500   |
| Local TV Finance LLC, 9.25%, 2015  | 11/09/07-2/16/11 | 903,005   | 933,681   |
| Multi Security Asset Trust, A3 , CDO, 5%, 2035                                     | 10/12/10         | 730,570   | 752,008   |
| NESCO LLC/NESCO Holdings Corp., 11.75%, 2017                                       | 4/05/12          | 773,603   | 808,500   |
| Nara Cable Funding Ltd., 8.875%, 2018  | 1/26/12          | 461,354   | 431,063   |



Portfolio of Investments (unaudited) continued

| Restricted Securities continued                  | Acquisition Date | Cost      | Value               |
|--|------------------|-----------|---------------------|
| Nuance Communications, Inc., 5.375%, 2020        | 8/14/12          | \$430,000 | \$439,675           |
| Pantry, Inc., 8.375%, 2020                       | 7/25/12          | 385,000   | 397,994             |
| Physio-Control International, Inc., 9.875%, 2019 | 1/13/12-1/30/12  | 561,859   | 599,400             |
| SIRIUS XM Radio, Inc., 5.25%, 2022               | 3/12/12-4/20/12  | 150,000   | 150,000             |
| SPL Logistics Escrow, LLC, 8.875%, 2020          | 7/24/12          | 525,000   | 540,750             |
| Samson Investment Co., 9.75%, 2020               | 8/20/12          | 201,323   | 200,850             |
| Spirit Master Funding LLC, 5.05%, 2023           | 7/15/05          | 1,264,808 | 1,194,535           |
| System Energy Resources, Inc., 5.129%, 2014      | 4/16/04          | 684,519   | 676,517             |
| Tencent Holdings Ltd., 3.375%, 2018              | 3/30/12          | 447,972   | 450,097             |
| Townsquare Radio LLC, 9%, 2019                   | 3/30/12          | 376,364   | 401,850             |
| Truven Health Analytics, Inc., 10.625%, 2020     | 5/24/12-5/25/12  | 253,421   | 266,875             |
| Unit Corp., 6.625%, 2021                         | 5/11/11-3/05/12  | 335,788   | 345,100             |
| Universal Hospital Services, Inc., 7.625%, 2020  | 5/04/11-3/21/12  | 585,000   | 615,713             |
| Viridian Group FundCo II, 11.125%, 2017          | 3/01/12          | 397,549   | 392,575             |
| <b>Total Restricted Securities</b>               |                  |           | <b>\$21,263,795</b> |
| % of Net assets                                  |                  |           | 3.8%                |

The following abbreviations are used in this report and are defined:

CDO Collateralized Debt Obligation

FRN Floating Rate Note. Interest rate resets periodically and may not be the rate reported at period end.

PLC Public Limited Company

REIT Real Estate Investment Trust

TBA To Be Announced

Abbreviations indicate amounts shown in currencies other than the U.S. dollar. All amounts are stated in U.S. dollars unless otherwise indicated. A list of abbreviations is shown below:

AUD Australian Dollar

CAD Canadian Dollar

DKK Danish Krone

EUR Euro

GBP British Pound

JPY Japanese Yen

MXN Mexican Peso

NOK Norwegian Krone

NZD New Zealand Dollar

SEK Swedish Krona

**Derivative Contracts at 8/31/12**

**Forward Foreign Currency Exchange Contracts at 8/31/12**

| Type                     | Currency | Counterparty      | Contracts to Deliver/Receive | Settlement Date Range | In Exchange For | Contracts at Value | Net Unrealized Appreciation (Depreciation) |
|--------------------------|----------|-------------------|------------------------------|-----------------------|-----------------|--------------------|--|
| <b>Asset Derivatives</b> |          |                   |                              |                       |                 |                    |  |
| SELL                     | MXN      | Citibank N.A.     | 18,550,000                   | 10/12/12              | \$ 1,403,157    | \$ 1,399,860       | \$ 3,297                                   |
| BUY                      | NOK      | Barclays Bank PLC | 8,412                        | 10/12/12              | 1,377           | 1,450              | 73   |
|                          |          |                   |                              |                       |                 |                    | \$ 3,370                                   |



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Portfolio of Investments (unaudited) continued

| Type                         | Currency | Counterparty                     | Contracts to Deliver/Receive | Settlement Date Range | In Exchange For | Contracts at Value | Net Unrealized Appreciation (Depreciation) |
|------------------------------|----------|----------------------------------|------------------------------|-----------------------|-----------------|--------------------|--|
| <b>Liability Derivatives</b> |          |                                  |                              |                       |                 |                    |  |
| SELL                         | AUD      | Westpac Banking Corp.            | 1,140,143                    | 10/12/12              | \$ 1,154,190    | \$ 1,173,892       | \$ (19,702)                                |
| SELL                         | CAD      | Merrill Lynch International Bank | 1,953,400                    | 10/12/12              | 1,907,300       | 1,980,066          | (72,766)                                   |
| SELL                         | DKK      | Citibank N.A.                    | 2,818,044                    | 10/12/12              | 465,185         | 476,088            | (10,903)                                   |
| SELL                         | EUR      | Barclays Bank PLC                | 865,120                      | 10/12/12              | 1,069,345       | 1,088,573          | (19,228)                                   |
| SELL                         | EUR      | Credit Suisse Group              | 535,000                      | 10/12/12              | 670,174         | 673,185            | (3,011)                                    |
| SELL                         | EUR      | Deutsche Bank AG                 | 239,270                      | 10/12/12              | 297,449         | 301,071            | (3,622)                                    |
| SELL                         | EUR      | Goldman Sachs International      | 9,828,044                    | 10/12/12              | 12,022,833      | 12,366,535         | (343,702)                                  |
| SELL                         | EUR      | UBS AG                           | 9,828,044                    | 10/12/12              | 12,028,465      | 12,366,535         | (338,070)                                  |
| SELL                         | GBP      | Barclays Bank PLC                | 2,278,977                    | 10/12/12              | 3,536,767       | 3,618,194          | (81,427)                                   |
| SELL                         | GBP      | Deutsche Bank AG                 | 2,278,977                    | 10/12/12              | 3,536,607       | 3,618,193          | (81,586)                                   |
| SELL                         | JPY      | Citibank N.A.                    | 719,953,585                  | 10/12/12              | 9,064,400       | 9,198,081          | (133,681)                                  |
| SELL                         | JPY      | Merrill Lynch International Bank | 719,953,585                  | 10/12/12              | 9,057,080       | 9,198,081          | (141,001)                                  |
| BUY                          | MXN      | Citibank N.A.                    | 18,531,000                   | 10/12/12              | 1,407,300       | 1,398,426          | (8,874)                                    |
| SELL                         | NOK      | Citibank N.A.                    | 2,383,618                    | 10/12/12              | 389,219         | 410,731            | (21,512)                                   |
| SELL                         | NZD      | UBS AG                           | 583,205                      | 10/12/12              | 459,935         | 467,391            | (7,456)                                    |
| SELL                         | SEK      | Credit Suisse Group              | 8,911,999                    | 10/12/12              | 1,272,633       | 1,343,788          | (71,155)                                   |

\$ (1,357,696)

**Futures Contracts Outstanding at 8/31/12**

| Description                      | Currency | Contracts | Value        | Expiration Date | Unrealized Appreciation (Depreciation) |
|----------------------------------|----------|-----------|--------------|-----------------|--|
| <b>Asset Derivatives</b>         |          |           |              |                 |  |
| <b>Interest Rate Futures</b>     |          |           |              |                 |  |
| U.S. Treasury Note 30 yr (Long)  | USD      | 23        | \$3,482,344  | December - 2012 | \$45,934                               |
| <b>Liability Derivatives</b>     |          |           |              |                 |  |
| <b>Interest Rate Futures</b>     |          |           |              |                 |  |
| U.S. Treasury Note 10 yr (Short) | USD      | 250       | \$33,429,688 | December - 2012 | \$(250,875)                            |

At August 31, 2012, the fund had liquid securities with an aggregate value of \$250,168 to cover any commitments for certain derivative contracts.

See attached supplemental information. For more information see notes to financial statements as disclosed in the most recent semiannual or annual report.

## Supplemental Information

8/31/12 (unaudited)

### (1) Investment Valuations

Debt instruments and floating rate loans (other than short-term instruments), including restricted debt instruments, are generally valued at an evaluated or composite bid as provided by a third-party pricing service. Equity securities, including restricted equity securities, are generally valued at the last sale or official closing price as provided by a third-party pricing service on the market or exchange on which they are primarily traded. Equity securities, for which there were no sales reported that day, are generally valued at the last quoted daily bid quotation as provided by a third-party pricing service on the market or exchange on which such securities are primarily traded. Short-term instruments with a maturity at issuance of 60 days or less generally are valued at amortized cost, which approximates market value. Futures contracts are generally valued at last posted settlement price as provided by a third-party pricing service on the market on which they are primarily traded. Futures contracts for which there were no trades that day for a particular position are generally valued at the closing bid quotation as provided by a third-party pricing service on the market on which such futures contracts are primarily traded. Forward foreign currency exchange contracts are generally valued at the mean of bid and asked prices for the time period interpolated from rates provided by a third-party pricing service for proximate time periods. Open-end investment companies are generally valued at net asset value per share. Securities and other assets generally valued on the basis of information from a third-party pricing service may also be valued at a broker/dealer bid quotation. Values obtained from third-party pricing services can utilize both transaction data and market information such as yield, quality, coupon rate, maturity, type of issue, trading characteristics, and other market data. The values of foreign securities and other assets and liabilities expressed in foreign currencies are converted to U.S. dollars using the mean of bid and asked prices for rates provided by a third-party pricing service.

The Board of Trustees has delegated primary responsibility for determining or causing to be determined the value of the fund's investments (including any fair valuation) to the adviser pursuant to valuation policies and procedures approved by the Board. If the adviser determines that reliable market quotations are not readily available, investments are valued at fair value as determined in good faith by the adviser in accordance with such procedures under the oversight of the Board of Trustees. Under the fund's valuation policies and procedures, market quotations are not considered to be readily available for most types of debt instruments and floating rate loans and many types of derivatives. These investments are generally valued at fair value based on information from third-party pricing services. In addition, investments may be valued at fair value if the adviser determines that an investment's value has been materially affected by events occurring after the close of the exchange or market on which the investment is principally traded (such as foreign exchange or market) and prior to the determination of the fund's net asset value, or after the halting of trading of a specific security where trading does not resume prior to the close of the exchange or market on which the security is principally traded. The adviser generally relies on third-party pricing services or other information (such as the correlation with price movements of similar securities in the same or other markets; the type, cost and investment characteristics of the security; the business and financial condition of the issuer; and trading and other market data) to assist in determining whether to fair value and at what value to fair value an investment. The value of an investment for purposes of calculating the fund's net asset value can differ depending on the source and method used to determine value. When fair valuation is used, the value of an investment used to determine the fund's net asset value may differ from quoted or published prices for the same investment. There can be no assurance that the fund could obtain the fair value assigned to an investment if it were to sell the investment at the same time at which the fund determines its net asset value per share.

Various inputs are used in determining the value of the fund's assets or liabilities. These inputs are categorized into three broad levels. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The fund's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the investment. Level 1 includes unadjusted quoted prices in active markets for identical assets or liabilities. Level 2 includes other significant observable market-based inputs (including quoted prices for similar securities, interest rates, prepayment speed, and credit risk). Level 3 includes unobservable inputs, which may include the adviser's own assumptions in determining the fair value of investments. Other financial instruments are derivative instruments not reflected in total investments, such as futures contracts and forward foreign currency exchange contracts. The following is a summary of the levels used as of August 31, 2012 in valuing the fund's assets or liabilities:

| Investments at Value                                       | Level 1     | Level 2     | Level 3  | Total       |
|--|-------------|-------------|----------|-------------|
| Equity Securities  | \$1,013,300 | \$346,026   | \$16,150 | \$1,375,476 |
| U.S. Treasury Bonds & U.S. Government Agency & Equivalents |             | 20,422,000  |          | 20,422,000  |
| Non-U.S. Sovereign Debt                                    |             | 111,628,715 |          | 111,628,715 |
| Corporate Bonds  |             | 348,831,787 |          | 348,831,787 |
| Residential Mortgage-Backed Securities                     |             | 32,602,594  |          | 32,602,594  |
| Commercial Mortgage-Backed Securities                      |             | 29,571,886  |          | 29,571,886  |
| Asset-Backed Securities (including CDOs)                   |             | 5,245,483   |          | 5,245,483   |

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|   |                     |                      |                 |                      |
|---|---------------------|----------------------|-----------------|----------------------|
| Foreign Bonds                               |                     | 79,245,942           |                 | 79,245,942           |
| Floating Rate Loans                         |                     | 295,823              |                 | 295,823              |
| Mutual Funds                                | 35,828,044          |                      |                 | 35,828,044           |
| <b>Total Investments</b>                    | <b>\$36,841,344</b> | <b>\$628,190,256</b> | <b>\$16,150</b> | <b>\$665,047,750</b> |
| <b>Other Financial Instruments</b>          |                     |                      |                 |                      |
| Futures Contracts                           | \$(204,941)         | \$                   | \$              | \$(204,941)          |
| Forward Foreign Currency Exchange Contracts |                     | (1,354,326)          |                 | (1,354,326)          |

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Supplemental Information (unaudited) continued

For further information regarding security characteristics, see the Portfolio of Investments.

The following is a reconciliation of level 3 assets for which significant unobservable inputs were used to determine fair value. The fund's policy is to recognize transfers between the levels as of the end of the period. The table presents the activity of level 3 securities held at the beginning and the end of the period.

|  | Equity Securities |
|--|-------------------|
| Balance as of 11/30/11                           | \$36,300          |
| Change in unrealized appreciation (depreciation) | (20,150)          |
| Balance as of 8/31/12                            | \$16,150          |

The net change in unrealized appreciation (depreciation) from investments still held as level 3 at August 31, 2012 is \$(20,150).

**(2) Portfolio Securities**

The cost and unrealized appreciation and depreciation in the value of the investments owned by the fund, as computed on a federal income tax basis, are as follows:

|  |               |
|--|---------------|
| Aggregate cost                             | \$629,850,923 |
| Gross unrealized appreciation              | \$44,350,081  |
| Gross unrealized depreciation              | (9,153,254)   |
| Net unrealized appreciation (depreciation) | \$35,196,827  |

The aggregate cost above includes prior fiscal year end tax adjustments, if applicable.

**(3) Transactions in Underlying Affiliated Funds Affiliated Issuers**

An affiliated issuer may be considered one in which the fund owns 5% or more of the outstanding voting securities, or a company which is under common control. For the purposes of this report, the fund assumes the following to be an affiliated issuer:

| Underlying Affiliated Funds              | Beginning<br>Shares/Par<br>Amount | Acquisitions<br>Shares/Par<br>Amount | Dispositions<br>Shares/Par<br>Amount | Ending<br>Shares/Par<br>Amount |
|--|-----------------------------------|--------------------------------------|--------------------------------------|--------------------------------|
| MFS Institutional Money Market Portfolio | 22,776,160                        | 124,710,614                          | (111,658,730)                        | 35,828,044                     |

  

| Underlying Affiliated Funds              | Realized<br>Gain (Loss) | Capital Gain<br>Distributions | Dividend<br>Income | Ending<br>Value |
|--|-------------------------|-------------------------------|--------------------|-----------------|
| MFS Institutional Money Market Portfolio | \$                      | \$                            | \$31,271           | \$35,828,044    |

**(4) Issuer Country Weightings**

Issuer country weighting percentages of portfolio holdings based on net assets, as of August 31, 2012, are as follows:

|                |       |
|----------------|-------|
| United States  | 65.5% |
| United Kingdom | 4.0%  |
| Japan          | 3.3%  |
| Mexico         | 2.2%  |
| Canada         | 2.1%  |
| Italy          | 1.8%  |



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|                 |       |
|-----------------|-------|
| Germany         | 1.7%  |
| France          | 1.7%  |
| Brazil          | 1.3%  |
| Other Countries | 16.4% |

The issuer country weighting percentages include both accrued interest amounts and the equivalent exposure from any derivative holdings, if applicable.

**ITEM 2. CONTROLS AND PROCEDURES.**

- (a) Based upon their evaluation of the effectiveness of the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940 (the "Act")) as conducted within 90 days of the filing date of this Form N-Q, the registrant's principal financial officer and principal executive officer have concluded that those disclosure controls and procedures provide reasonable assurance that the material information required to be disclosed by the registrant on this report is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms.
  
- (b) There were no changes in the registrant's internal controls over financial reporting (as defined in Rule 30a-3(d) under the Act) that occurred during the registrant's last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

**ITEM 3. EXHIBITS.**

File as exhibits as part of this Form a separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the Act (17 CFR 270.30a-2): Attached hereto.

**Notice**

A copy of the Amended and Restated Declaration of Trust, as amended, of the Registrant is on file with the Secretary of State of The Commonwealth of Massachusetts and notice is hereby given that this instrument is executed on behalf of the Registrant by an officer of the Registrant as an officer and not individually and the obligations of or arising out of this instrument are not binding upon any of the Trustees or shareholders individually, but are binding only upon the assets and property of the respective constituent series of the Registrant.

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.

Registrant: MFS CHARTER INCOME TRUST

By (Signature and Title)\* JOHN M. CORCORAN  
John M. Corcoran, President

Date: October 17, 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 (Signature and Title)\* JOHN M. CORCORAN  
John M. Corcoran, President

(Principal Executive Officer)

Date: October 17, 2012

By (Signature and Title)\* DAVID L. DILORENZO  
David L. DiLorenzo, Treasurer

(Principal Financial Officer

and Accounting Officer)

Date: October 17, 2012

\* Print name and title of each signing officer under his or her signature.