

Invesco California Value Municipal Income Trust  
Form N-CSR  
May 09, 2014

OMB APPROVAL  
OMB Number: 3235-0570

Expires: January 31, 2017

Estimated average burden

hours per response: 20.6

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

**FORM N-CSR**

**CERTIFIED SHAREHOLDER REPORT OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANIES**  
**Investment Company Act file number 811-07404**

**Invesco California Value Municipal Income Trust**  
**(Exact name of registrant as specified in charter)**

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**1555 Peachtree Street, N.E., Atlanta, Georgia 30309**

**(Address of principal executive offices) (Zip code)**

**Colin Meadows 1555 Peachtree Street, N.E., Atlanta, Georgia 30309**

**(Name and address of agent for service)**

**Registrant's telephone number, including area code: (713) 626-1919**

**Date of fiscal year end: 2/28**

**Date of reporting period: 2/28/14**

Item 1. Report to Stockholders.



## Management's Discussion of Trust Performance

### Performance summary

This is the annual report for Invesco California Value Municipal Income Trust (the Trust) for the fiscal year ended February 28, 2014. The Trust's return can be calculated based on either the market price or the net asset value (NAV) of its shares. NAV per share is determined by dividing the value of the Trust's portfolio securities, cash and other assets, less all liabilities and preferred shares, by the total number of common shares outstanding. Market price reflects the supply and demand for Trust shares. As a result, the two returns can differ, as they did during the reporting period. The main driver of the Trust's return on an NAV basis was its exposure to the long end of the yield curve.

### Performance

*Total returns, 2/28/13 to 2/28/14*

Trust at NAV	-0.35%
Trust at Market Value	-9.04
Barclays California Municipal Index*	0.87
Market Price Discount to NAV as of 2/28/14	-8.46
Source(s): Barclays via FactSet Research Systems Inc.	

\* Effective February 28, 2014, after the close of the fiscal year, the Trust will adopt a three-tier benchmark structure to compare its performance to broad market, style-specific and peer group market measures. The S&P Municipal Bond Index will represent the Trust's broad market benchmark instead of the Barclays California Municipal Index as the S&P Municipal Bond Index more closely reflects the performance of the broad US municipal bond market. The S&P Municipal Bond California 5+ Year Investment Grade Index and Lipper Closed End California Municipal Debt Funds Index will become the Trust's style-specific and peer group benchmarks, respectively.

*The performance data quoted represent past performance and cannot guarantee comparable future results; current performance may be lower or higher. Investment return, NAV and common share market price will fluctuate so that you may have a gain or loss when you sell shares. Please visit [invesco.com/us](http://invesco.com/us) for the most recent month-end performance. Performance figures reflect Trust expenses, the reinvestment of distributions (if any) and changes in NAV for performance based on NAV and changes in market price for performance based on market price.*

*Since the Trust is a closed-end management investment company, shares of the Trust may trade at a discount or premium from the NAV. This characteristic is separate and distinct from the risk that NAV could decrease as a result of investment activities and may be a greater risk to investors expecting to sell their shares after a short time. The Trust cannot predict whether shares will trade at, above or below NAV. The Trust should not be viewed as a vehicle*

*for trading purposes. It is designed primarily for risk-tolerant long-term investors.*

## **How we invest**

The Trust seeks to provide investors with a high level of current income exempt from federal and California income taxes, consistent with preservation of capital.

We seek to achieve the Trust's investment objective by investing primarily in California municipal securities that are rated investment grade at the time of investment. Municipal securities include municipal bonds, municipal notes, municipal commercial paper and lease obligations. The Trust may also invest up to 20%

of its net assets in non-investment-grade and unrated securities that we determine to be of comparable quality. From time to time, we may invest in California municipal securities that pay interest subject to the federal alternative minimum tax.

We employ a bottom-up, research-driven approach to identify securities that have attractive risk-reward characteristics for the sectors in which we invest. We also integrate macroeconomic analysis and forecasting into our evaluation and ranking of various sectors and individual securities. Finally, we employ leverage in

an effort to enhance the Trust's income and total return.

Sell decisions generally are based on:

- n A deterioration or likely deterioration of an individual issuer's capacity to meet its debt obligations on a timely basis.
- n A deterioration or likely deterioration of the broader fundamentals of a particular industry or sector.
- n Opportunities in the secondary or primary market to purchase a security with better relative value.

## **Market conditions and your Trust**

California benefits from a large, diverse economy, high wealth levels and moderate debt burden. As the most populous state in the union, California's economy represents 13% of US gross domestic product (GDP). California's financial performance is volatile relative to most states. Its revenue is sensitive to both GDP and equity market valuations, stemming from the high percentage of personal income taxes collected from a small population of California's top income earners. Passage of temporary tax increases in November 2012 improved the state's short-term financial standing, but also increased the sensitivity of tax revenues to the economic cycle. California's economy is improving, with a declining unemployment rate and an improving housing market.

For the fiscal year ended February 28, 2014, the municipal bond market returned -0.21%<sup>2</sup>, as measured by the Barclays Municipal Bond Index. Record outflows from municipal bond funds, driven by concerns over rising interest rates and high-profile credit events, resulted in a challenging year for municipal bond investors. The \$67 billion<sup>3</sup> in municipal bond fund redemptions between March and December 2013 was in stark contrast to inflows of \$65 billion<sup>3</sup> and strong performance for the asset class over the prior two years.

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Shortly after the fiscal year began, investors became apprehensive that the US Federal Reserve (the Fed) would reduce its asset purchase program, known as quantitative easing (QE), as the US economy improved. Concerned that Fed action would cause interest rates to rise and bond prices to fall, investors began trimming their allocations to fixed income investments, including municipal bonds. The rate of outflows increased dramatically in June following comments made by then-Fed Chairman Ben Bernanke on the timing for tapering QE.

Over the summer of 2013, several high-profile credit events had an adverse impact on the municipal bond market.

### Portfolio Composition

*By credit sector, based on total investments*

Revenue Bonds	77.4%
General Obligation Bonds	19.9
Pre-Refunded Bonds	2.2
Other	0.5

Total Net Assets

Applicable to Common Shares \$616.4 million

Total Number of Holdings 340

### Top Five Fixed Income Holdings

1. Yosemite Community College District (Election of 2004); Series 2008 C	2.9%
2. Foothill-De Anza Community College District; Series 2011 C	2.3
3. Long Beach Unified School District; Series 2012	2.1
4. California (State of) Health Facilities Financing Authority (Lucile Packard Children's Hospital); Series 2012	2.0
5. California (State of); Series 2013	1.9

The Trust's holdings are subject to change, and there is no assurance that the Trust will continue to hold any particular security.

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These included downgrades to the credit ratings of Chicago debt on pension concerns, Detroit filing the largest municipal bankruptcy in US history<sup>4</sup> and increased uncertainty about the financial condition of Puerto Rico.

The market received a two-month reprieve in September when the Fed decided not to reduce QE, although it reversed that decision in December when it announced that it would decrease its asset purchases by \$10 billion per month, beginning in January 2014.<sup>5</sup> A final headwind for the municipal bond market was significant tax-loss selling of municipal bonds in December to offset gains from strong equity returns during 2013.

In the first two months of 2014, the municipal bond market turned positive. Softer economic data reduced expectations for hawkish Fed action. Relatively high yields on municipal bonds, coupled with higher personal income tax rates and improving municipal fundamentals, drew investors back to the asset class. Net positive fund flows in January and February, combined with limited supply of new issuance, produced strong returns in the final two months of the fiscal year.

During the fiscal year, the largest driver of Trust performance relative to its benchmark, the Barclays California Municipal Index, was an overweight position in longer-maturity bonds. This position had a negative impact on relative performance as investors sold longer-dated bonds on concerns over rising interest rates. Security selection in the short-to-intermediate portion of the yield curve was positive and helped offset the impact of rising rates.

At a sector level, the primary detractors from relative performance were electric and transportation bonds. Underperformance in those sectors was significantly driven by bonds issued by Puerto Rico. State-specific trusts purchase bonds issued by US territories, such as Puerto Rico, because interest income from those bonds is exempt from state taxes.

One important factor affecting the Trust's relative performance was the use of structural leverage. The Trust uses leverage because we believe that, over time, leveraging can provide opportunities for additional income and total return for common shareholders. However, the use of leverage also can expose common shareholders to additional volatility. For example, if the prices of securities held by a trust decline, the negative effect of these valuation changes on common share NAV and total return is magnified by the use of leverage. Conversely, leverage may enhance common share returns during periods when the prices of securities held by a trust generally are rising.

During the reporting period, the Trust achieved a leveraged position through the use of inverse floating rate securities and Variable Rate Muni Term Preferred (VMTP) shares. Inverse floating rate securities or Tender Option Bonds (TOBs) are instruments that have an inverse relationship to a referenced interest rate. VMTPs are a variable rate form of preferred stock with a mandatory redemption date. Inverse floating rate securities and VMTPs can be efficient means to manage duration, yield curve exposure and credit exposure, and potentially can enhance yield. At the close of the reporting period, leverage accounted for 37% of the Trust's total assets and it detracted from returns. For more information about the Trust's use of leverage, see the Notes to Financial Statements later in this report.

As stated earlier, the Trust trades at a market price that may be at a premium or discount to NAV. Throughout most of the fiscal year and at the end of the reporting period, the Trust traded at a discount to its underlying NAV.

We wish to remind you that the Trust is subject to interest rate risk, meaning when interest rates rise, the value of fixed income securities generally will fall. This risk may be greater in the current market environment because interest rates are at or near historic lows. We are monitoring interest rates and market and economic factors that may impact interest rates, including the potential impact of the Fed's tapering of QE. If interest rates rise, markets may experience increased volatility, which may affect the value and/or liquidity of certain of the Trust's investments or the market price of the Trust's common shares.



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Recently published rules implementing section 619 of the Dodd-Frank Wall Street Reform and Consumer Protection Act may preclude banking entities from sponsoring and/or providing services for TOB trust programs. As a result, the Trust's ability to utilize TOBs for leverage purposes may be adversely affected.

Thank you for investing in Invesco California Value Municipal Income Trust and for sharing our long-term investment horizon.

1 Source: California Legislative Analyst's Office

2 Source: Barclays

3 Source: Morningstar

4 Source: Moody's

5 Source: US Federal Reserve

*The views and opinions expressed in management's discussion of Trust performance are those of Invesco Advisers, Inc. These views and opinions are subject to change at any time based on factors such as market and economic conditions. These views and opinions may not be relied upon as investment advice or recommendations, or as an offer for a particular security. The information is not a complete analysis of every aspect of any market, country, industry, security or the Trust. Statements of fact are from*

*sources considered reliable, but Invesco Advisers, Inc. makes no representation or warranty as to their completeness or accuracy. Although historical performance is no guarantee of future results, these insights may help you understand our investment management philosophy.*

See important Trust and, if applicable, index disclosures later in this report.

### **Robert Wimmel**

Portfolio manager, is manager of Invesco California Value Municipal Income Trust and is head of

Investment Grade Municipals. He joined Invesco in 2010. Mr. Wimmel was associated with the Trust's previous investment adviser or its investment advisory affiliates in an investment management capacity from 1996 to 2010 and began managing the Trust in 2001. He earned a BA in anthropology from the University of Cincinnati and an MA in economics from the University of Illinois at Chicago.

### **Thomas Byron**

Portfolio manager, is manager of Invesco California Value Municipal Income Trust. He joined Invesco

in 2010. Mr. Byron was associated with the Trust's previous investment adviser or its investment advisory affiliates in an investment management capacity from 1981 to 2010 and began managing the Trust in 2009. He earned a BS in finance from Marquette University and an MBA in finance from DePaul University.

### **Robert Stryker**

Chartered Financial Analyst, portfolio manager, is manager of Invesco California Value Municipal Income Trust.

He joined Invesco in 2010. Mr. Stryker was associated with the Trust's previous investment adviser or its investment advisory affiliates in an investment management capacity from 1994 to 2010 and began managing the Trust in 2009. He earned a BS in finance from the University of Illinois at Chicago.

**Julius Williams**

Portfolio manager, is manager of Invesco California Value Municipal Income Trust. He joined Invesco

in 2010. Mr. Williams was associated with the Trust's previous investment adviser or its investment advisory affiliates in an investment management capacity from 2000 to 2010 and began managing the Trust in 2011. He earned a BA in economics and sociology and a Master of Education degree in educational psychology from the University of Virginia.

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## Supplemental Information

**Invesco California Value Municipal Income Trust's investment objective is to seek to provide common shareholders with a high level of current income exempt from federal and California income taxes, consistent with preservation of capital.**

- n Unless otherwise stated, information presented in this report is as of February 28, 2014, and is based on total net assets applicable to common shares.
- n Unless otherwise noted, all data provided by Invesco.
- n To access your Trust's reports, visit [invesco.com/fundreports](http://invesco.com/fundreports).

## About indexes used in this report

- n The **Barclays California Municipal Index** is an unmanaged index considered representative of California investment-grade municipal bonds.
- n The **S&P Municipal Bond Index** is a broad, market value-weighted index that seeks to measure the performance of the US municipal bond market.
- n The **S&P Municipal Bond California 5+ Year Investment Grade Index** is a subset of the broad S&P Municipal Bond Index. This index of market value-weighted investment-grade US municipal bonds seeks to measure the performance of California-issued US municipals whose maturities are greater than or equal to 5 years.
- n The **Lipper Closed End California Municipal Debt Funds Index** is an unmanaged index considered representative of closed end California municipal debt funds tracked by Lipper. These funds invest primarily in municipal debt issues that are exempt from taxation in California (double tax-exempt) or a city in California (triple tax-exempt).
- n The **Barclays Municipal Bond Index** is an unmanaged index considered representative of the tax-exempt bond market.
- n The Trust is not managed to track the performance of any particular index, including the index(es) described here, and consequently, the performance of the Trust may deviate significantly from the performance of the index(es).
- n A direct investment cannot be made in an index. Unless otherwise indicated, index results include reinvested dividends, and they do not reflect sales charges. Performance of the peer group, if applicable, reflects trust expenses; performance of a market index does not.

## Other information

- n The returns shown in management's discussion of Trust performance are based on net asset values (NAVs) calculated for shareholder transactions. Generally accepted accounting principles require adjustments to be made to the net assets of the Trust at period end for financial reporting purposes, and as such, the NAVs for shareholder transactions and the returns based on those NAVs may differ from the NAVs and returns reported in the Financial Highlights.

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## **Dividend Reinvestment Plan**

The dividend reinvestment plan (the Plan) offers you a prompt and simple way to reinvest your dividends and capital gains distributions (Distributions) into additional shares of your Invesco closed-end Trust (the Trust). Under the Plan, the money you earn from Distributions will be reinvested automatically in more shares of the Trust, allowing you to potentially increase your investment over time. All shareholders in the Trust are automatically enrolled in the Plan when shares are purchased.

### **Plan benefits**

**n Add to your account:**

You may increase your shares in your Trust easily and automatically with the Plan.

**n Low transaction costs:**

Shareholders who participate in the Plan may be able to buy shares at below-market prices when the Trust is trading at a premium to its net asset value (NAV). In addition, transaction costs are low because when new shares are issued by the Trust, there is no brokerage fee, and when shares are bought in blocks on the open market, the per share fee is shared among all participants.

**n Convenience:**

You will receive a detailed account statement from Computershare Trust Company, N.A. (the Agent), which administers the Plan. The statement shows your total Distributions, date of investment, shares acquired, and price per share, as well as the total number of shares in your reinvestment account. You can also access your account at [invesco.com/us](http://invesco.com/us).

**n Safekeeping:**

The Agent will hold the shares it has acquired for you in safekeeping.

### **Who can participate in the Plan**

If you own shares in your own name, your purchase will automatically enroll you in the Plan. If your shares are held in street name in the name of your brokerage firm, bank, or other financial institution you must instruct that entity to participate on your behalf. If they are unable to participate on your behalf, you may request that they reregister your shares in your own name so that you may enroll in the Plan.

### **How to enroll**

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If you haven't participated in the Plan in the past or chose to opt out, you are still eligible to participate. Enroll by visiting [invesco.com/us](http://invesco.com/us), by calling toll-free 800 341 2929 or by notifying us in writing at Invesco Closed-End Funds, Computershare Trust Company, N.A., P.O. Box 30170, College Station, TX 77842-3170. If you are writing to us, please include the Trust name and account number and ensure that all shareholders listed on the account sign these written instructions. Your participation in the Plan will begin with the next Distribution payable after the Agent receives your authorization, as long as they receive it before the record date, which is generally 10 business days before the Distribution is paid. If your authorization arrives after such record date, your participation in the Plan will begin with the following Distribution.

### **How the Plan works**

If you choose to participate in the Plan, your Distributions will be promptly reinvested for you, automatically increasing your shares. If the Trust is trading at a share price that is equal to its NAV, you'll pay that amount for your reinvested shares. However, if the Trust is trading above or below NAV, the price is determined by one of two ways:

1. **Premium:** If the Trust is trading at a premium—a market price that is higher than its NAV—you'll pay either the NAV or 95 percent of the market price, whichever is greater. When the Trust trades at a premium, you may pay less for your reinvested shares than an investor purchasing shares on the stock exchange. Keep in mind, a portion of your price reduction may be taxable because you are receiving shares at less than market price.
2. **Discount:** If the Trust is trading at a discount—a market price that is lower than its NAV—you'll pay the market price for your reinvested shares.

### **Costs of the Plan**

There is no direct charge to you for reinvesting Distributions because the Plan's fees are paid by the Trust. If the Trust is trading at or above its NAV, your new shares are issued directly by the Trust and there are no brokerage charges or fees. However, if the Trust is trading at a discount, the shares are purchased on the open market, and you will pay your portion of any per share fees. These per share fees are typically less than the standard brokerage charges for individual transactions because shares are purchased for all participants in blocks, resulting in lower fees for each individual participant. Any service or per share fees are added to the purchase price. Per share fees include any applicable brokerage commissions the Agent is required to pay.

### **Tax implications**

The automatic reinvestment of Distributions does not relieve you of any income tax that may be due on Distributions. You will receive tax information annually to help you prepare your federal income tax return.

*Invesco does not offer tax advice. The tax information contained herein is general and is not exhaustive by nature. It was not intended or written to be used, and it cannot be used, by any taxpayer for avoiding penalties that may be imposed on the taxpayer under US federal tax laws. Federal and state tax laws are complex and constantly changing. Shareholders should always consult a legal or tax adviser for information concerning their individual situation.*

### **How to withdraw from the Plan**

You may withdraw from the Plan at any time by calling 800 341 2929, by visiting [invesco.com/us](http://invesco.com/us) or by writing to Invesco Closed-End Funds, Computershare Trust Company, N.A., P.O. Box 30170, College Station, TX 77842-3170. Simply indicate that you would like to withdraw from the Plan, and be sure to include your Trust name and account number. Also, ensure that all shareholders listed on the account sign these written instructions. If you withdraw, you have three options with regard to the shares held in the Plan:

1. If you opt to continue to hold your non-certificated whole shares (Investment Plan Book Shares), they will be held by the Agent electronically as Direct Registration Book-Shares (Book-Entry Shares) and fractional shares will be sold at the then-current market price. Proceeds will be sent via check to your address of record after deducting applicable fees, including per share fees such as any applicable brokerage commissions the Agent is required to pay.
2. If you opt to sell your shares through the Agent, we will sell all full and fractional shares and send the proceeds via check to your address of record after deducting a \$2.50 service fee and per share fees. Per share fees include any applicable brokerage commissions the Agent is required to pay.
3. You may sell your shares through your financial adviser through the Direct Registration System (DRS). DRS is a service within the securities industry that allows Trust shares to be held in your name in electronic format. You retain full ownership of your shares, without having to hold a share certificate. You should contact your financial adviser to learn more about any restrictions or fees that may apply.

The Trust and Computershare Trust Company, N.A. may amend or terminate the Plan at any time. Participants will receive at least 30 days written notice before the effective date of any amendment. In the case of termination, Participants will receive at least 30 days written notice before the record date for the payment of any such Distributions by the Trust. In the case of amendment or termination necessary or appropriate to comply with applicable law or the rules and policies of the Securities and Exchange Commission or any other regulatory authority, such written notice will not be required.

**To obtain a complete copy of the current Dividend Reinvestment Plan, please call our Client Services department at 800 341 2929 or visit [invesco.com/us](http://invesco.com/us).**

## Schedule of Investments

February 28, 2014

	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>Municipal Obligations 159.20%</b>				
<b>California 152.23%</b>				
ABAG Finance Authority for Non-profit Corps. (Sharp Healthcare); Series 2012 A, RB	5.00%	08/01/27	\$ 1,000	\$ 1,089,880
ABAG Finance Authority For Nonprofit Corps. (Sharp HealthCare); Series 2014 A, RB	5.00%	08/01/43	2,000	2,079,180
Adelanto (City of) Public Utility Authority (Utility System); Series 2009 A, Ref. RB	6.75%	07/01/39	4,600	4,874,574
Alameda (County of) Joint Powers Authority (Juvenile Justice Refunding); Series 2008 A, Lease RB (INS AGM <sup>b</sup> )	5.00%	12/01/24	235	265,632
Series 2008 A, Lease RB (INS AGM <sup>b</sup> )	5.00%	12/01/25	750	844,830
Alhambra (City of) (Atherton Baptist Homes); Series 2010 A, RB	7.50%	01/01/30	1,670	1,744,131
Series 2010 A, RB	7.63%	01/01/40	750	778,043
Alhambra Unified School District (Election of 2004); Series 2009 B, Unlimited Tax CAB GO Bonds (INS AGC <sup>b</sup> ) <sup>(c)</sup>	0.00%	08/01/35	1,120	364,403
Series 2009 B, Unlimited Tax CAB GO Bonds (INS AGC <sup>b</sup> ) <sup>(c)</sup>	0.00%	08/01/36	1,805	554,857
Anaheim (City of) Redevelopment Agency (Anaheim Merged Redevelopment Area); Series 2007 A, Ref. Tax Allocation RB (INS AGM <sup>b</sup> ) <sup>(d)</sup>	5.00%	02/01/31	4,250	4,309,500
Anaheim City School District (Election of 2002); Series 2007, Unlimited Tax CAB GO Bonds (INS NATL <sup>b</sup> ) <sup>(c)</sup>	0.00%	08/01/24	4,970	3,196,654
Arcadia Unified School District (Election of 2006); Series 2007 A, Unlimited Tax GO Bonds (INS AGM <sup>b</sup> )	5.00%	08/01/37	1,000	1,082,600
Bakersfield (City of); Series 2007 A, Wastewater RB (INS AGM <sup>b</sup> )	5.00%	09/15/32	2,500	2,704,225
Bay Area Toll Authority (San Francisco Bay Area); Series 2007 F, Toll Bridge RB <sup>(d)(e)(f)</sup>	5.00%	04/01/17	6,000	6,831,300
Series 2009 F-1, Toll Bridge RB <sup>(d)</sup>	5.25%	04/01/26	4,315	4,976,015
Series 2009 F-1, Toll Bridge RB <sup>(d)</sup>	5.25%	04/01/29	4,795	5,495,789
Series 2009 F-1, Toll Bridge RB <sup>(d)</sup>	5.13%	04/01/39	4,500	4,918,500
Bay Area Water Supply & Conservation Agency; Series 2013 A, RB	5.00%	10/01/34	3,500	3,855,565
Beverly Hills Unified School District (Election of 2008); Series 2009, Unlimited Tax CAB GO Bonds <sup>(c)</sup>	0.00%	08/01/26	1,245	788,434
Series 2009, Unlimited Tax CAB GO Bonds <sup>(c)</sup>	0.00%	08/01/28	3,000	1,723,380
Series 2009, Unlimited Tax CAB GO Bonds <sup>(c)</sup>	0.00%	08/01/31	2,010	943,132
Series 2009, Unlimited Tax CAB GO Bonds <sup>(c)</sup>	0.00%	08/01/32	430	188,379



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Brea Olinda Unified School District; Series 2002 A, Ref. COP (INS AGM <sup>b</sup> )	5.50%	08/01/20	1,510	1,516,961
California (State of) Department of Veterans Affairs; Series 2007 A, Home Purchase RB <sup>(d)(g)</sup>	4.95%	12/01/37	9,000	9,113,850
California (State of) Department of Water Resources (Central Valley);				
Series 2008 AE, Water System RB	5.00%	12/01/29	2,000	2,252,640
Series 2012 AN, Water System RB	5.00%	12/01/32	1,600	1,794,352
California (State of) Department of Water Resources; Subseries 2005 F-5, Power Supply RB	5.00%	05/01/22	2,000	2,319,340
California (State of) Educational Facilities Authority (California College of Arts); Series 2012, RB	5.25%	06/01/30	1,125	1,163,374
California (State of) Educational Facilities Authority (Claremont McKenna College); Series 2007, RB <sup>(d)</sup>	5.00%	01/01/38	7,480	7,856,319
California (State of) Educational Facilities Authority (OTIS College of Art and Design Goldsmith Campus); Series 1999 B, RB	5.25%	04/01/24	580	580,342
California (State of) Educational Facilities Authority (Pitzer College);				
Series 2009, RB	5.38%	04/01/34	2,000	2,144,500
Series 2009, RB	6.00%	04/01/40	1,000	1,123,510
California (State of) Educational Facilities Authority (University of Southern California); Series 2009 B, RB <sup>(d)</sup>	5.25%	10/01/39	10,200	11,447,052
California (State of) Health Facilities Financing Authority (Adventist Health System West); Series 2009 A, RB	5.75%	09/01/39	2,500	2,791,250
California (State of) Health Facilities Financing Authority (Catholic Healthcare West);				
Series 2004 G, RB	5.25%	07/01/23	2,555	2,587,014
Series 2009 A, RB	6.00%	07/01/39	2,500	2,748,900

See accompanying Notes to Financial Statements which are an integral part of the financial statements.

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	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>California (continued)</b>				
California (State of) Health Facilities Financing Authority (Cedars Sinai Medical Center); Series 2009, RB	5.00%	08/15/39	\$ 6,000	\$ 6,146,700
California (State of) Health Facilities Financing Authority (Children s Hospital Los Angeles); Series 2010, RB (INS AGM <sup>h</sup> )	5.25%	07/01/38	5,050	5,206,045
California (State of) Health Facilities Financing Authority (Kaiser Permanente); Series 2006 A, RB	5.25%	04/01/39	1,000	1,015,970
California (State of) Health Facilities Financing Authority (Lucile Packard Children s Hospital); Series 2012, RB <sup>l</sup>	5.00%	08/15/51	12,000	12,337,440
California (State of) Health Facilities Financing Authority (Providence Health & Services); Series 2008 C, RB	6.50%	10/01/33	3,000	3,491,940
California (State of) Health Facilities Financing Authority (Scripps Health); Series 2010 A, RB <sup>d</sup>	5.00%	11/15/36	6,250	6,589,563
California (State of) Health Facilities Financing Authority (St. Joseph Health System); Series 2011 D, VRD RB (LOC Wells Fargo Bank, N.A.) <sup>h(i)</sup>	0.02%	07/01/41	2,000	2,000,000
Series 2013 A, RB	5.00%	07/01/37	5,000	5,264,700
California (State of) Health Facilities Financing Authority (Stanford Hospital); Series 2008 A-2, Ref. RB	5.25%	11/15/40	4,000	4,349,560
California (State of) Health Facilities Financing Authority (Sutter Health); Series 2011 B, RB	5.50%	08/15/26	3,500	4,008,970
Series 2011 D, Ref. RB <sup>d</sup>	5.25%	08/15/31	10,000	10,917,500
California (State of) Housing Finance Agency; Series 1997 A, MFH RB (INS NATL <sup>h(g)</sup> )	5.85%	08/01/17	2,005	2,011,416
California (State of) Municipal Finance Authority (Albert Einstein Academies); Series 2013, Charter School RB	6.75%	08/01/33	1,555	1,599,069
California (State of) Municipal Finance Authority (American Heritage Education Foundation); Series 2006 A, Education RB	5.25%	06/01/26	500	443,045
California (State of) Municipal Finance Authority (Community Hospitals of Central California Obligated Group); Series 2007, COP	5.00%	02/01/19	1,215	1,305,943
Series 2007, COP	5.25%	02/01/37	6,500	6,524,180
California (State of) Municipal Finance Authority (Eisenhower Medical Center); Series 2010 A, RB	5.75%	07/01/40	3,850	3,997,570
California (State of) Municipal Finance Authority (High Tech High Chula Vista); Series 2008 B, Educational Facility RB <sup>l</sup>	6.00%	07/01/28	1,000	1,006,350
California (State of) Pollution Control Finance Authority; Series 2012, Water Furnishing RB <sup>g(j)</sup>	5.00%	07/01/27	2,500	2,594,800
Series 2012, Water Furnishing RB <sup>g(j)</sup>	5.00%	07/01/37	6,000	5,958,720
California (State of) Pollution Control Financing Authority (San Diego Gas & Electric); Series 1996 A, Ref. PCR (INS NATL <sup>h</sup> )	5.90%	06/01/14	110	111,618
California (State of) Pollution Control Financing Authority (San Jose Water Co.); Series 2010 A, RB	5.10%	06/01/40	5,000	5,165,850

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California (State of) Pollution Control Financing Authority (Waste Management Inc.); Series 2005 C, Solid Waste Disposal RB <sup>(g)</sup>	5.13%	11/01/23	2,000	2,099,300
California (State of) Public Works Board (Department of Mental Health Coalinga State Hospital); Series 2004 A, Lease RB <sup>(e)(f)</sup>	5.00%	06/01/14	2,000	2,025,140
California (State of) Public Works Board (Judicial Council); Series 2013 A, Lease RB	5.00%	03/01/38	5,450	5,726,206
California (State of) Public Works Board (Various Capital); Series 2012 G, Lease RB	5.00%	11/01/32	1,500	1,610,655
California (State of) Public Works Board (Various State Universities); Series 2013 H, Lease RB	5.00%	09/01/33	8,345	8,955,270
California (State of) Public Works Board (Various State Universities); Series 2013 H, Lease RB	5.00%	09/01/38	2,000	2,115,520
California (State of) Rural Home Mortgage Finance Authority (Mortgage-Backed Securities Program); Series 1998 A, Single Family Mortgage RB (CEP GNMA <sup>(h)</sup> )	6.35%	12/01/29	5	5,031
California (State of) School Finance Authority (Alliance for College Ready Public Schools); Series 2013 A, School Facility RB	6.30%	07/01/43	2,000	2,058,940
California (State of) Statewide Communities Development Authority (Adventist Health System/West); Series 2005 A, Health Facility RB	5.00%	03/01/19	1,825	1,898,821
California (State of) Statewide Communities Development Authority (Alliance for College Ready Public Schools); Series 2012 A, School Facility RB	6.38%	07/01/47	2,060	2,102,065
California (State of) Statewide Communities Development Authority (American Baptist Homes of the West); Series 2010, RB	6.25%	10/01/39	4,000	4,221,120

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	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>California (continued)</b>				
California (State of) Statewide Communities Development Authority (California Baptist University); Series 2007 A, RB	5.50%	11/01/38	\$ 1,250	\$ 1,156,338
California (State of) Statewide Communities Development Authority (Collegiate Housing Foundation Irvine, L.L.C. University of California-Irvine East Campus Apartments, Phase II); Series 2008, Student Housing RB	6.38%	11/01/43	4,035	4,078,053
California (State of) Statewide Communities Development Authority (Cottage Health System Obligated Group); Series 2010, RB	5.75%	05/15/32	2,500	2,594,250
California (State of) Statewide Communities Development Authority (Enloe Medical Center); Series 2008, RB (INS Cal Mortgage) <sup>(b)</sup>	5.25%	11/01/30	4,325	4,602,232
California (State of) Statewide Communities Development Authority (Front Porch Communities & Services); Series 2007 A, RB <sup>(i)</sup>	6.25%	08/15/28	2,750	3,195,170
California (State of) Statewide Communities Development Authority (John Muir Health); Series 2006 A, RB	5.13%	04/01/37	1,500	1,500,570
California (State of) Statewide Communities Development Authority (Kaiser Permanente); Series 2012 A, RB	5.00%	08/15/28	3,000	3,202,890
California (State of) Statewide Communities Development Authority (Methodist Hospital); Series 2009, RB (CEP FHA)	5.00%	04/01/42	5,000	5,178,100
California (State of) Statewide Communities Development Authority (Southern California Presbyterian Homes); Series 2009, Senior Living RB	6.75%	02/01/38	1,785	2,106,121
California (State of) Statewide Communities Development Authority (St. Joseph Health System); Series 2000, RB (INS NATL) <sup>(h)</sup>	7.25%	11/15/41	2,000	2,207,480
California (State of) Statewide Communities Development Authority (Trinity Health Credit Group); Series 2011, Ref. RB <sup>(d)</sup>	5.13%	07/01/24	1,950	2,200,809
California (State of) Statewide Communities Development Authority; Series 2011, School Facilities RB	5.00%	12/01/41	10,090	10,453,442
California (State of) Statewide Communities Development Finance Authority (Henry Mayo Newhall Memorial Hospital); Series 2014 A, RB (INS AGM) <sup>(h)</sup>	6.75%	07/01/31	1,425	1,520,204
California (State of); Series 2002, Unlimited Tax GO Bonds	5.25%	10/01/43	1,500	1,555,470
California (State of); Series 2004 A1, VRD Kindergarten-University Public Education Facilities Unlimited Tax GO Bonds (LOC Citibank, N.A.) <sup>(h)(i)</sup>	6.00%	04/01/19	2,500	3,107,100
California (State of); Series 2004 B2, VRD Kindergarten-University Public Education Facilities Unlimited Tax GO Bonds (LOC Citibank, N.A.) <sup>(h)(i)</sup>	0.02%	05/01/34	2,000	2,000,000
California (State of); Series 2009, Various Purpose Unlimited Tax GO Bonds	0.02%	05/01/34	1,000	1,000,000
California (State of); Series 2009, Various Purpose Unlimited Tax GO Bonds	5.75%	04/01/31	1,150	1,327,319
California (State of); Series 2009, Various Purpose Unlimited Tax GO Bonds	6.00%	11/01/35	2,750	3,249,015

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Series 2009, Various Purpose Unlimited Tax GO Bonds	6.00%	04/01/38	2,215	2,579,390
Series 2009 A, Ref. Economic Recovery Unlimited Tax GO Bonds	5.25%	07/01/21	3,000	3,593,310
Series 2010, Unlimited Tax GO Bonds	5.25%	11/01/40	4,340	4,711,721
Series 2010, Various Purpose Unlimited Tax GO Bonds	5.50%	03/01/40	5,955	6,655,129
Series 2011, Various Purpose Unlimited Tax GO Bonds	5.00%	09/01/32	3,050	3,344,508
Series 2011, Various Purpose Unlimited Tax GO Bonds	5.00%	10/01/41	3,500	3,693,060
Series 2012, Ref. Unlimited Tax GO Bonds	5.25%	02/01/30	2,210	2,494,339
Series 2012, Various Purpose Unlimited Tax GO Bonds	5.00%	04/01/42	4,000	4,224,480
Series 2013, Ref. Various Purpose Unlimited Tax GO Bonds	5.25%	09/01/30	5,000	5,752,700
Series 2013, Various Purpose Unlimited Tax GO Bonds	5.00%	04/01/37	11,080	11,912,773
California Infrastructure & Economic Development Bank (Independent System Operator Corp.); Series 2013, Ref. RB	5.00%	02/01/39	3,000	3,146,250
California Infrastructure & Economic Development Bank (The Scripps Research Institute); Series 2005 A, RB	5.00%	07/01/29	2,000	2,095,760
California Infrastructure & Economic Development Bank; Series 2003 A, First Lien Bay Area Toll Bridges Seismic Retrofit RB <sup>(e)(f)</sup>	5.00%	01/01/28	1,500	1,832,955
California State University; Series 2005 A, Systemwide RB (INS AMBAC <sup>(h)</sup> )	5.00%	11/01/35	2,000	2,083,660
Series 2009 A, Systemwide RB	5.25%	11/01/38	5,000	5,603,750
Camarillo (City of) Public Finance Authority; Series 2005, Wastewater RB (INS AMBAC <sup>(h)</sup> )	5.00%	06/01/36	1,000	1,055,860

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	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>California (continued)</b>				
Campbell Union High School District;				
Series 2008, Unlimited Tax GO Bonds (INS AG <sup>(b)</sup> )	5.00%	08/01/35	\$ 1,090	\$ 1,165,308
Series 2008, Unlimited Tax GO Bonds (INS AG <sup>(b)</sup> )	5.00%	08/01/38	1,620	1,705,957
Capistrano Unified School District (Community Facilities District); Series 2005, Ref. Special Tax RB (INS NATL <sup>(b)</sup> )				
	5.00%	09/01/29	1,000	1,012,810
Carson (City of) Redevelopment Agency; Series 2003 A, Ref. Tax Allocation RB (INS NATL <sup>(b)</sup> )				
	5.00%	10/01/23	2,000	2,026,200
Chino Basin Regional Financing Authority (Inland Empire Utilities Agency); Series 2008 A, RB (INS AMBAC <sup>(b)</sup> )				
	5.00%	11/01/33	1,250	1,354,275
Chula Vista (City of) (San Diego Gas); Series 1996 A, IDR				
	5.30%	07/01/21	2,000	2,063,520
Clovis Unified School District (Election of 2004); Series 2004 A, Unlimited Tax CAB GO Bonds (INS NATL <sup>(b)(c)</sup> )				
	0.00%	08/01/29	625	307,569
Colton (City of) Redevelopment Agency (Mount Vernon Corridor); Series 1999, Tax Allocation RB				
	6.30%	09/01/36	2,000	1,999,740
Compton (City of); Series 2009, Water RB				
	6.00%	08/01/39	1,750	1,768,760
Corona-Norco Unified School District (Community Facilities District No. 98-1);				
Series 2013, Ref. Special Tax RB				
	5.00%	09/01/27	1,000	1,088,210
Series 2013, Ref. Special Tax RB				
	5.00%	09/01/29	1,720	1,838,783
Series 2013, Ref. Special Tax RB				
	5.00%	09/01/32	1,000	1,048,980
Culver City (City of) Redevelopment Agency; Series 2005 A, Ref. Tax Allocation RB (INS AMBAC <sup>(b)</sup> )				
	5.00%	11/01/25	2,000	2,045,600
Daly City (City of) Housing Development Finance Agency (Franciscan Mobile Home Park Acquisition); Series 2007 C, Ref. Third Tier Mobile Home Park RB				
	6.50%	12/15/47	1,920	1,888,800
Desert Community College District (Election of 2004); Series 2007 C, Unlimited Tax GO Bonds (INS AGM <sup>(b)</sup> )				
	5.00%	08/01/37	2,045	2,215,553
Dry Creek Joint Elementary School District (Election of 2008-Measure E);				
Series 2009, Unlimited Tax CAB GO Bonds <sup>(c)</sup>				
	0.00%	08/01/39	4,420	1,156,051
Series 2009, Unlimited Tax CAB GO Bonds <sup>(c)</sup>				
	0.00%	08/01/48	2,860	397,712
East Bay Municipal Utility District;				
Series 2005 A, Sub. Water System RB (INS NATL <sup>(b)</sup> )				
	5.00%	06/01/35	3,205	3,354,577
Series 2010 A, Ref. Sub. Water System RB <sup>(d)</sup>				
	5.00%	06/01/36	2,745	3,022,437
Eastern Municipal Water District; Series 2006 A, Water & Sewer Revenue COP (INS NATL <sup>(b)</sup> )				
	5.00%	07/01/32	1,000	1,065,790
Eden (Township of) Healthcare District;				
Series 2010, COP				
	6.00%	06/01/30	1,500	1,572,240
Series 2010, COP				
	6.13%	06/01/34	500	523,305
El Cerrito (City of) Redevelopment Agency; Series 1998 B, Ref. Tax Allocation RB (INS NATL <sup>(b)(g)</sup> )				
	5.25%	07/01/15	415	423,893
El Segundo Unified School District (Election of 2008);				
Series 2009 A, Unlimited Tax CAB GO Bonds <sup>(c)</sup>				
	0.00%	08/01/31	2,735	1,164,618
Series 2009 A, Unlimited Tax CAB GO Bonds <sup>(c)</sup>				
	0.00%	08/01/33	615	229,475
Emeryville (City of) Public Financing Authority (Shellmound Park Redevelopment & Housing); Series 1998 B, RB				
	5.00%	09/01/19	880	882,147

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<b>(INS NATL<sup>(b)</sup>)</b>				
Florin Resource Conservation District (Elk Grove Water Service); Series 2003 A, Capital Improvement COP				
(INS NATL <sup>(b)</sup> )	5.00%	09/01/33	4,580	4,577,160
Folsom (City of) Public Financing Authority; Series 2007 A, Special Tax RB (INS AMBAC <sup>(b)</sup> )				
(INS NATL <sup>(b)</sup> )	5.00%	09/01/28	3,000	3,033,930
Foothill-De Anza Community College District; Series 2011 C, Unlimited Tax GO Bonds <sup>(d)</sup>				
(INS NATL <sup>(b)</sup> )	5.00%	08/01/40	13,500	14,462,415
Foothill-Eastern Transportation Corridor Agency; Series 1995 A, Sr. Lien Toll Road CAB RB <sup>(c)(e)</sup>				
(INS NATL <sup>(b)</sup> )	0.00%	01/01/27	2,950	1,972,252
Subseries 2014 B-1, Ref. Toll Road RB <sup>(f)</sup>				
(INS NATL <sup>(b)</sup> )	5.00%	01/15/18	3,000	3,285,210
Garden Grove (City of) Agency for Community Development; Series 2008, Sub. RN (Acquired 05/27/08; Cost \$1,463,364) <sup>(j)</sup>				
(INS NATL <sup>(b)</sup> )	6.00%	10/01/27	1,680	1,656,598
Gilroy Unified School District (Election of 2008); Series 2009 A, Unlimited Tax CAB GO Bonds <sup>(c)(e)</sup>				
(INS NATL <sup>(b)</sup> )	0.00%	08/01/29	85	50,379
Series 2009 A, Unlimited Tax CAB GO Bonds (INS AGC <sup>(b)</sup> ) <sup>(c)</sup>				
(INS NATL <sup>(b)</sup> )	0.00%	08/01/29	665	318,495
Golden State Tobacco Securitization Corp.; Series 2005 A, Enhanced Tobacco Settlement Asset-Backed RB (INS FGI <sup>(b)</sup> )				
(INS NATL <sup>(b)</sup> )	5.00%	06/01/35	965	967,789
Series 2007 A-1, Sr. Tobacco Settlement Asset-Backed RB				
(INS NATL <sup>(b)</sup> )	5.00%	06/01/33	3,000	2,394,570
Series 2013 A, Enhanced Tobacco Settlement Asset-Backed RB				
(INS NATL <sup>(b)</sup> )	5.00%	06/01/30	3,000	3,190,620

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	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>California (continued)</b>				
Grossmont Union High School District (Election of 2004); Series 2006, Unlimited Tax CAB GO Bonds (INS NATL <sup>(b)(c)</sup> )	0.00%	08/01/24	\$ 3,000	\$ 2,070,600
Huntington Beach Union High School District (Election of 2004); Series 2004, Unlimited Tax GO Bonds <sup>(e)(f)</sup>	5.00%	08/01/14	1,280	1,306,534
Series 2004, Unlimited Tax GO Bonds <sup>(e)(f)</sup>	5.00%	08/01/14	1,250	1,275,913
Independent Cities Lease Finance Authority (San Juan Mobile Estates); Series 2006 A, Mobile Home Park RB	5.00%	05/15/31	1,000	1,010,460
Independent Cities Lease Finance Authority (Westlake Mobilehome Park); Series 2007 A, Ref. Mobile Home Park RB	5.00%	04/15/47	1,500	1,511,235
Irvine (City of) (Reassessment District No. 12-1); Series 2012, Limited Obligation Improvement Bonds	5.00%	09/02/24	1,145	1,275,610
Series 2012, Limited Obligation Improvement Bonds	5.00%	09/02/25	500	550,845
Irvine (City of) (Reassessment District No. 13-1); Series 2013, Limited Obligation Special Assessment RB	5.00%	09/02/25	355	388,129
Series 2013, Limited Obligation Special Assessment RB	5.00%	09/02/26	400	432,468
Series 2013, Limited Obligation Special Assessment RB	5.00%	09/02/27	325	344,507
Series 2013, Limited Obligation Special Assessment RB	5.00%	09/02/28	350	367,644
Series 2013, Limited Obligation Special Assessment RB	5.00%	09/02/29	705	737,578
Kern (County of) Board of Education; Series 2006 A, Ref. COP (INS NATL <sup>(b)</sup> )	5.00%	06/01/31	3,110	3,133,854
Kern (County of) Water Agency Improvement District No. 4; Series 2008 A, COP (INS AGC <sup>(b)</sup> )	5.00%	05/01/28	1,015	1,077,463
La Quinta (City of) Financing Authority; Series 2004 A, Local Agency Tax Allocation RB (INS AMBA <sup>(b)</sup> )	5.25%	09/01/24	4,100	4,176,096
La Quinta (City of) Successor Agency to the Redevelopment Agency (Areas No. 1 & 2); Series 2013 A, Ref. Sub. Tax Allocation RB	5.00%	09/01/27	1,000	1,088,210
Series 2013 A, Ref. Sub. Tax Allocation RB	5.00%	09/01/28	4,000	4,322,000
Lancaster (City of) Redevelopment Agency (Combined Redevelopment Areas); Series 2009, Tax Allocation RB <sup>(e)(f)</sup>	6.88%	08/01/19	575	746,218
Series 2009, Tax Allocation RB	6.88%	08/01/39	425	462,855
Lathrop (City of) (Mossdale Village Assessment District No. 03-1); Series 2005, Special Assessment Improvement RB	5.00%	09/02/25	1,000	1,001,240
Long Beach (City of) (Long Beach Towne Center); Series 2008, Special Tax RB	5.75%	10/01/25	2,000	2,108,520
Long Beach (City of); Series 2005 A, Ref. Harbor RB (INS NATL <sup>(b)(g)</sup> )	5.00%	05/15/24	2,750	2,887,335
Series 2010 A, Sr. Airport RB	5.00%	06/01/40	1,590	1,624,567
Long Beach Unified School District; Series 2012, Ref. Unlimited Tax GO Bonds <sup>(d)</sup>	5.00%	08/01/31	11,625	12,892,009
Los Angeles (City of) (Sonnenblick Del Rio); Series 2000, Sr. COP (INS AMBA <sup>(b)</sup> )	6.00%	11/01/19	3,000	3,015,240
	4.75%	12/01/26	2,215	2,062,010



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Los Angeles (City of) Community Redevelopment Agency (Grand Central Square-Los Angeles County Metropolitan Transportation Authority); Series 2007 B, Ref. MFH RB (INS AMBAC <sup>(b)</sup> )(g)				
Los Angeles (City of) Department of Airports (Los Angeles International Airport);				
Series 2008 C, Sub. RB	5.13%	05/15/33	1,230	1,326,063
Series 2010 A, Sr. RB <sup>(d)</sup>	5.00%	05/15/35	6,000	6,396,540
Series 2010 D, Sr. RB <sup>(d)</sup>	5.25%	05/15/33	10,000	10,985,600
Los Angeles (City of) Department of Water & Power;				
Series 2009 A, Water System RB	5.38%	07/01/38	2,000	2,237,840
Series 2011 A, Power System RB <sup>(d)</sup>	5.00%	07/01/22	9,200	11,010,008
Series 2011 A, Water System RB	5.25%	07/01/39	2,000	2,175,060
Series 2012 A, Water System RB <sup>(d)</sup>	5.00%	07/01/43	5,250	5,640,180
Series 2013 B, Waterworks RB	5.00%	07/01/27	3,000	3,486,900
Subseries 2006 A-1, Water System RB (INS AMBAC <sup>(b)</sup> )	5.00%	07/01/36	1,000	1,073,160
Subseries 2007 A-1, Power System RB (INS AMBAC <sup>(b)</sup> )	5.00%	07/01/39	1,500	1,618,605
Subseries 2008 A-1, Power System RB <sup>(d)</sup>	5.25%	07/01/38	8,200	9,159,728
Los Angeles (City of);				
Series 2004 A, Unlimited Tax GO Bonds <sup>(e)(f)</sup>	5.00%	09/01/14	1,030	1,055,523
Series 2012 B, Ref. Sub. Wastewater System RB <sup>(d)</sup>	5.00%	06/01/32	10,000	11,071,000

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	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>California (continued)</b>				
Los Angeles (County of) Metropolitan Transportation Authority; Series 2005 A, Proposition A First Tier Sr. Sales Tax RB (INS AMBAC <sup>h</sup> )	5.00%	07/01/35	\$ 2,450	\$ 2,567,477
Los Angeles Community College District (Election of 2003); Series 2008 F-1, Unlimited Tax GO Bonds <sup>(d)</sup>	5.00%	08/01/33	8,000	8,785,600
Los Angeles County Schools Regionalized Business Services Corp. (Los Angeles County Schools Pooled Financing Program); Series 1999 A, CAB COP (INS AMBAC <sup>h</sup> ) <sup>(c)</sup>	0.00%	08/01/26	1,200	605,868
Los Angeles Unified School District (Election of 2002); Series 2009 D, Unlimited Tax GO Bonds	5.00%	01/01/34	2,000	2,182,480
Los Angeles Unified School District (Election of 2004); Series 2005 E, Unlimited Tax GO Bonds (INS AMBAC <sup>h</sup> )	5.00%	07/01/30	620	649,648
Series 2006 F, Unlimited Tax GO Bonds (INS FGIC <sup>h</sup> )	5.00%	07/01/30	2,000	2,146,320
Series 2009 I, Unlimited Tax GO Bonds (INS AGC <sup>h</sup> )	5.00%	01/01/34	5,950	6,509,419
Marin (County of) Water District Financing Authority; Series 2012 A, Sub. Lien RB	5.00%	07/01/44	4,495	4,815,853
Menifee Union School District (Election of 2008); Series 2009 C, Unlimited Tax CAB GO Bonds (INS AGC <sup>h</sup> ) <sup>(c)</sup>	0.00%	08/01/34	850	290,564
Milpitas (City of) Redevelopment Agency (Redevelopment Area No. 1); Series 2003, Tax Allocation RB (INS NATL <sup>h</sup> )	5.00%	09/01/22	5,000	5,017,500
Modesto (City of) (Community Center Refinancing); Series 1993 A, COP (INS AMBAC <sup>h</sup> )	5.00%	11/01/23	5,000	5,044,700
Montebello Unified School District (Election of 2004); Series 2009 A-1, Unlimited Tax GO Bonds (INS AGC <sup>h</sup> )	5.25%	08/01/34	1,000	1,063,140
Moorpark Unified School District (Election of 2008); Series 2009 A, Unlimited Tax CAB GO Bonds (INS AGC <sup>h</sup> ) <sup>(c)</sup>	0.00%	08/01/31	2,000	865,520
Moreland School District (Crossover); Series 2006 C, Ref. Unlimited Tax CAB GO Bonds (INS AMBAC <sup>h</sup> ) <sup>(c)</sup>	0.00%	08/01/29	1,250	598,675
Morongo Band of Mission Indians (The) (Enterprise Casino); Series 2008 B, RB <sup>(i)</sup>	5.50%	03/01/18	1,180	1,252,806
Series 2008 B, RB <sup>(i)</sup>	6.50%	03/01/28	2,175	2,372,425
Murrieta (City of) Public Financing Authority; Series 2012, Ref. Special Tax RB	5.00%	09/01/25	975	1,045,814
Series 2012, Ref. Special Tax RB	5.00%	09/01/26	1,000	1,061,750
Murrieta Valley Unified School District Public Financing Authority (Election of 2006); Series 2008, Unlimited Tax CAB GO Bonds (INS AGM <sup>h</sup> ) <sup>(c)</sup>	0.00%	09/01/31	6,670	2,747,706
Series 2008, Unlimited Tax CAB GO Bonds (INS AGM <sup>h</sup> ) <sup>(c)</sup>	0.00%	09/01/33	820	297,799
National City (City of) Community Development Commission (National City Redevelopment); Series 2004 A, Tax Allocation RB (INS AMBAC <sup>h</sup> )	5.50%	08/01/32	1,730	1,741,193
Series 2011, Tax Allocation RB	7.00%	08/01/32	750	897,270
Needles (City of) Public Utility Authority (Utility System Acquisition); Series 1997 A, RB	6.50%	02/01/22	1,695	1,682,084

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Northern California Power Agency (Hydroelectric No. 1); Series 2012, Ref. RB	5.00%	07/01/32	1,700	1,855,380
Norwalk-La Mirada Unified School District; Series 2005 B, Unlimited Tax CAB GO Bonds (INS AGM <sup>h</sup> )(c)	0.00%	08/01/29	6,000	2,899,740
Oak Grove School District (Election of 2008); Series 2009 A, Unlimited Tax CAB GO Bonds <sup>(c)</sup>	0.00%	08/01/28	670	352,105
Oakland (City of); Series 2004 A, Sewer RB <sup>(e)(f)</sup>	5.00%	06/15/14	2,355	2,389,053
Oakland (Port of); Series 2012 P, Ref. Sr. Lien RB <sup>(g)</sup>	5.00%	05/01/28	3,000	3,236,580
Series 2012 P, Ref. Sr. Lien RB <sup>(g)</sup>	5.00%	05/01/31	3,000	3,174,030
Orange (County of) Community Facilities District (No. 2004-1 Ladera Ranch); Series 2014 A, Ref. Special Tax RB	5.00%	08/15/33	1,000	1,051,950
Series 2014 A, Ref. Special Tax RB	5.00%	08/15/34	1,000	1,048,780
Orange (County of) Sanitation District; Series 2007 B, COP (INS AGM <sup>h</sup> )	5.00%	02/01/31	1,000	1,082,600
Orange (County); Series 2009 A, Airport RB	5.00%	07/01/31	1,000	1,108,200
Oxnard (City of) Finance Authority (Redwood Trunk Sewer & Headworks); Series 2004 A, Wastewater RB (INS NATL <sup>h</sup> )	5.00%	06/01/29	1,000	1,001,820
Oxnard Union High School District; Series 2001 A, Ref. Unlimited Tax GO Bonds (INS NATL <sup>h</sup> )	6.20%	08/01/30	1,000	1,086,240
Palm Springs (City of) (Palm Springs International Airport); Series 2006, Ref. Sub. Airport Passenger Facility Charge RB <sup>(g)</sup>	5.45%	07/01/20	250	251,125
Series 2006, Ref. Sub. Airport Passenger Facility Charge RB <sup>(g)</sup>	5.55%	07/01/28	440	432,287
Series 2008, Ref. Sub. Airport Passenger Facility Charge RB <sup>(g)</sup>	6.00%	07/01/18	250	255,768
Series 2008, Ref. Sub. Airport Passenger Facility Charge RB <sup>(g)</sup>	6.40%	07/01/23	250	255,738
Series 2008, Ref. Sub. Airport Passenger Facility Charge RB <sup>(g)</sup>	6.50%	07/01/27	465	474,635

See accompanying Notes to Financial Statements which are an integral part of the financial statements.

	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>California (continued)</b>				
Palomar Pomerado Health; Series 2009, COP	6.75%	11/01/39	\$ 3,000	\$ 3,092,010
Perris (City of) Public Financing Authority (Perris Valley Vistas IA 3); Series 2008 B, Local Agency Special Tax RB	6.63%	09/01/38	1,925	1,968,389
Perris (City of) Public Financing Authority; Series 2002 A, Tax Allocation RB (INS NATL <sup>(b)</sup> )	5.00%	10/01/31	1,000	1,013,300
Series 2006, Tax Allocation RB	5.35%	10/01/36	4,350	4,352,827
Pico Rivera (City of) Water Authority (Water System); Series 1999 A, RB (INS NATL <sup>(b)</sup> )	5.50%	05/01/19	1,000	1,088,290
Planada Elementary School District (Election of 2008); Series 2009 B, Unlimited Tax CAB GO Bonds (INS AGC <sup>(b)(c)</sup> )	0.00%	07/01/49	8,440	1,108,341
Poway (City of) Redevelopment Agency (Paguay Redevelopment); Series 2003 A, Tax Allocation RB (INS NATL <sup>(b)</sup> )	5.25%	06/15/23	7,390	7,414,609
Rancho Cordova (City of) Community Facilities District No. 2003-1 (Sunridge Anatolia); Series 2012, Ref. Special Tax RB	5.00%	09/01/32	1,425	1,456,364
Series 2012, Ref. Special Tax RB	5.00%	09/01/37	1,500	1,516,215
Rancho Cucamonga (City of) Redevelopment Agency (Rancho Redevelopment); Series 1999, Ref. Tax Allocation RB (INS AGM <sup>(b)</sup> )	5.25%	09/01/20	1,000	1,002,860
Redding (City of); Series 2008 A, Electric System Revenue COP (INS AGM <sup>(b)</sup> )	5.00%	06/01/27	725	802,147
Redlands (City of) Redevelopment Agency; Series 1998 A, Ref. Tax Allocation RB (INS NATL <sup>(b)</sup> )	4.75%	08/01/21	3,800	3,802,736
Regents of the University of California; Series 2007 J, General RB (INS AGM <sup>(b)</sup> )	4.50%	05/15/35	2,835	2,906,102
Series 2009 E, Medical Center Pooled RB	5.50%	05/15/27	2,500	2,812,875
Series 2009 O, General RB	5.25%	05/15/39	1,500	1,682,055
Series 2009 O, General RB <sup>(d)</sup>	5.25%	05/15/39	7,500	8,410,275
Series 2009 Q, General RB <sup>(d)(k)</sup>	5.00%	05/15/34	9,080	9,995,082
Series 2013 AI, General RB <sup>(d)</sup>	5.00%	05/15/38	6,000	6,533,040
Richmond (City of) Joint Powers Financing Authority (Point Potrero); Series 2009 A, Lease RB	6.25%	07/01/24	2,000	2,257,960
Riverside (City of); Series 2008 B, Water RB (INS AGM <sup>(b)</sup> )	5.00%	10/01/33	1,000	1,061,560
Series 2008 D, Electric RB (INS AGM <sup>(b)</sup> )	5.00%	10/01/28	2,085	2,242,647
Riverside (County of) Transportation Commission; Series 2010 A, Limited Sales Tax RB	5.00%	06/01/32	2,000	2,171,300
Series 2013 A, Limited Sales Tax RB	5.25%	06/01/24	4,000	4,915,440
Riverside Community College District (Election 2004); Series 2007 C, Unlimited Tax GO Bonds (INS AGM <sup>(b)(d)</sup> )	5.00%	08/01/32	5,000	5,471,650
RNR School Financing Authority (Community Facilities District No. 92-1); Series 2006 A, Special Tax RB (INS AMBAC <sup>(b)</sup> )	5.00%	09/01/36	2,000	2,019,440
	0.00%	06/01/20	1,650	1,391,528

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Roseville Joint Union High School District; Series 1995 B, Unlimited Tax CAB GO Bonds (INS NATL <sup>(b)(c)</sup> )				
Sacramento (City of) Financing Authority (Solid Waste & Redevelopment); Series 1999, Capital Improvement RB (INS AMBAC <sup>(b)</sup> )	5.75%	12/01/22	180	180,182
Sacramento (City of) Municipal Utility District; Series 2008 U, Electric RB (INS AGM <sup>(b)(d)</sup> )	5.00%	08/15/24	4,960	5,639,421
Series 2008 U, Electric RB (INS AGM <sup>(b)</sup> )	5.00%	08/15/24	1,000	1,136,980
Series 2008 U, Electric RB (INS AGM <sup>(b)(d)</sup> )	5.00%	08/15/26	10,000	11,334,500
Series 2011 X, Ref. Electric RB	5.00%	08/15/27	2,850	3,188,209
Sacramento (County of) Sanitation Districts Financing Authority (Sacramento Regional County Sanitation District); Series 2011 A, Ref. RB	5.00%	12/01/26	1,500	1,718,670
Sacramento (County of); Series 2008 A, Sr. Airport System RB (INS AGM <sup>(b)</sup> )	5.00%	07/01/32	1,000	1,062,950
Series 2010, Sr. Airport System RB	5.00%	07/01/40	5,000	5,140,450
San Bernardino Community College District (Election of 2002); Series 2006 C, Unlimited Tax GO Bonds (INS AGM <sup>(b)</sup> )	5.00%	08/01/31	2,225	2,383,754
San Diego (City of) Public Facilities Financing Authority (Capital Improvement); Series 2012 A, Lease RB	5.00%	04/15/37	3,000	3,106,200

See accompanying Notes to Financial Statements which are an integral part of the financial statements.

	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>California (continued)</b>				
San Diego (City of) Public Facilities Financing Authority;				
Series 2009 B, Water RB	5.38%	08/01/34	\$ 5,000	\$ 5,654,750
Subseries 2012 A, Ref. Water RB	5.00%	08/01/32	5,000	5,533,400
San Diego (City of) Redevelopment Agency (Centre City Redevelopment); Series 1999 A, RB	6.40%	09/01/25	2,500	2,502,800
San Diego (County of) Regional Airport Authority;				
Series 2010 A, Sub. RB	5.00%	07/01/34	4,880	5,082,715
Series 2010 A, Sub. RB	5.00%	07/01/40	2,500	2,577,200
Series 2013 B, Sr. RB <sup>(g)</sup>	5.00%	07/01/38	3,000	3,102,780
San Diego (County of) Water Authority; Series 2008 A, COP (INS AGM <sup>h</sup> )	5.00%	05/01/28	2,080	2,325,606
San Diego Community College District (Election of 2002); Series 2009, Unlimited Tax GO Bonds <sup>(d)</sup>	5.25%	08/01/33	5,000	5,655,750
San Dimas (City of) Redevelopment Agency (Creative Growth); Series 1998 A, Tax Allocation RB (INS AGM <sup>h</sup> )	5.00%	09/01/16	350	351,460
San Francisco (City & County of) Airport Commission (San Francisco International Airport);				
Series 2010 F, Second Series RB	5.00%	05/01/40	4,000	4,144,720
Series 2011 C, Ref. Second Series RB <sup>(g)</sup>	5.00%	05/01/23	3,000	3,394,020
Series 2011 F, Ref. Second Series RB <sup>(g)</sup>	5.00%	05/01/25	5,000	5,537,300
Series 2011 G, Second Series RB	5.25%	05/01/28	3,000	3,329,430
San Francisco (City & County of) Airport Commission (San Francisco International Airport-SFO Fuel Co. LLC); Series 2000 A, Special Facilities Lease RB (INS AGM <sup>h</sup> ) <sup>(g)</sup>	6.13%	01/01/27	1,660	1,667,520
San Francisco (City & County of) Public Utilities Commission (Water System Improvement Program);				
Subseries 2011 A, Water RB <sup>(d)</sup>	5.00%	11/01/36	6,300	6,796,692
San Francisco (City & County of) Redevelopment Financing Authority (Mission Bay North Redevelopment);				
Series 2011 C, Tax Allocation RB	6.50%	08/01/27	400	465,512
Series 2011 C, Tax Allocation RB	6.75%	08/01/33	500	585,895
San Francisco (City & County of) Successor Agency to the Redevelopment Agency (Mission Bay South Redevelopment);				
Series 2014 A, Tax Allocation RB	5.00%	08/01/26	220	239,857
Series 2014 A, Tax Allocation RB	5.00%	08/01/28	370	397,195
Series 2014 A, Tax Allocation RB	5.00%	08/01/29	450	478,755
Series 2014 A, Tax Allocation RB	5.00%	08/01/32	785	817,680
Series 2014 A, Tax Allocation RB	5.00%	08/01/33	375	388,714
Series 2014 A, Tax Allocation RB	5.00%	08/01/43	1,000	1,014,990
San Francisco (City & County of) Successor Agency to the Redevelopment Agency Community Facilities District No. 6 (Mission Bay South Public Improvements); Series 2013 A, Ref. Special Tax RB	5.00%	08/01/33	1,635	1,689,723
San Francisco (City of) Bay Area Rapid Transit District (Election of 2004); Series 2013 C, Unlimited Tax GO	5.00%	08/01/37	5,000	5,582,700

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Bonds <sup>(d)</sup>				
San Francisco (City of) Bay Area Rapid Transit District; Series 2010, Ref. RB	5.00%	07/01/28	1,000	1,111,020
San Francisco (City of) Utilities Commission; Series 2012, Water RB	5.00%	07/01/36	8,530	9,284,137
San Jose (City of) Financing Authority (Civic Center); Series 2013 A, Ref. RB	5.00%	11/01/36	5,000	5,419,800
San Jose Evergreen Community College District (Election of 2004); Series 2008 B, Unlimited Tax CAB GO Bonds (INS AGM <sup>(b)(c)</sup> )	5.00%	06/01/39	5,000	5,286,200
San Luis Obispo (County of) Financing Authority (Lopez Dam Improvement); Series 2011 A, Ref. RB (INS AGM <sup>(b)</sup> )	0.00%	09/01/32	1,000	417,910
Sanger Unified School District; Series 1999, Ref. Unlimited Tax GO Bonds (INS NATL <sup>(b)</sup> )	5.00%	08/01/30	2,500	2,671,575
Santa Ana Unified School District (Financing Project); Series 1999, CAB COP (INS AGM <sup>(b)(c)</sup> )	5.60%	08/01/23	2,000	2,327,500
Santa Clara (County of) Financing Authority (Multiple Facilities); Series 2008 L, Ref. Lease RB <sup>(d)</sup>	0.00%	04/01/36	1,000	292,670
Santa Clara Valley Transportation Authority (2000-Measure A); Series 2007 A, Ref. Sales Tax RB (INS AMBAC <sup>(b)</sup> )	5.25%	05/15/36	10,000	11,083,800
Santa Margarita Water District (Community Facilities District No. 2013-1); Series 2013, Special Tax RB	5.00%	04/01/32	1,680	1,825,488
Series 2013, Special Tax RB	5.63%	09/01/36	2,000	2,091,100
Series 2013, Special Tax RB	5.63%	09/01/43	3,000	3,112,920

See accompanying Notes to Financial Statements which are an integral part of the financial statements.



	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>California (continued)</b>				
Santa Margarita/Dana Point Authority (Santa Margarita Water District Improvement Districts No. 2, 3 & 4); Series 2009 A, RB	5.13%	08/01/38	\$ 1,500	\$ 1,639,650
Semitropic Improvement District; Series 2012 A, Ref. Water Storage District RB	5.00%	12/01/35	2,000	2,115,360
Sierra View Local Health Care District; Series 2007, RB	5.25%	07/01/32	2,000	2,040,340
Simi Valley (City of) (Capital Improvement); Series 2004, COP (INS AMBAC <sup>h</sup> )	5.00%	09/01/30	3,000	3,010,650
Simi Valley Unified School District (Election of 2004); Series 2007 C, Unlimited Tax CAB GO Bonds (INS AGM <sup>h</sup> ) <sup>(c)</sup>	0.00%	08/01/28	1,520	798,806
Series 2007 C, Unlimited Tax CAB GO Bonds (INS AGM <sup>h</sup> ) <sup>(c)</sup>	0.00%	08/01/29	5,000	2,438,400
Series 2007 C, Unlimited Tax CAB GO Bonds (INS AGM <sup>h</sup> ) <sup>(c)</sup>	0.00%	08/01/30	1,210	548,977
South Orange (County of) Public Financing Authority (Ladera Ranch); Series 2014 A, Ref. Sr. Lien Special Tax RB	5.00%	08/15/28	750	816,510
Series 2014 A, Ref. Sr. Lien Special Tax RB	5.00%	08/15/29	900	972,162
Series 2014 A, Ref. Sr. Lien Special Tax RB	5.00%	08/15/30	1,000	1,072,830
Series 2014 A, Ref. Sr. Lien Special Tax RB	5.00%	08/15/32	1,680	1,782,026
Series 2014 A, Ref. Sr. Lien Special Tax RB	5.00%	08/15/33	1,000	1,051,950
South Orange (County of) Public Financing Authority; Series 1999, Reassessment RB (INS AGM <sup>h</sup> )	5.80%	09/02/18	3,305	3,392,021
South Tahoe Joint Powers Financing Authority (South Tahoe Redevelopment Project Area No. 1); Series 2004 A, Ref. RB (INS AGM <sup>h</sup> )	5.00%	10/01/29	1,640	1,649,676
Series 2005 A, Ref. RB (INS AMBAC <sup>h</sup> )	5.00%	10/01/28	2,250	2,253,127
Southern California Metropolitan Water District; Series 2009 B, Ref. RB <sup>(d)</sup>	5.00%	07/01/27	7,825	9,017,061
Southern California Public Power Authority (Milford Wind Corridor Phase II); Series 2011 1, RB <sup>(d)</sup>	5.25%	07/01/31	2,850	3,175,185
Series 2011-1, RB <sup>(d)</sup>	5.25%	07/01/29	2,850	3,206,621
Tejon Ranch Public Facilities Financing Authority Community Facilities District No. 2008-1 (Tejon Industrial Complex Public Improvements East); Series 2012 B, Special Tax RB	5.25%	09/01/42	1,500	1,503,555
Turlock (City of) (Emanuel Medical Center, Inc.); Series 2007 A, Health Facility Revenue COP	5.13%	10/15/31	1,000	1,069,590
Series 2007 B, Health Facility Revenue COP	5.13%	10/15/37	1,000	1,068,880
Tustin (City of) Public Financing Authority; Series 2011 A, Water RB	5.00%	04/01/36	3,500	3,730,825
Twin Rivers Unified School District (Election of 2006); Series 2008, Unlimited Tax GO Bonds (INS AGM <sup>h</sup> )	5.00%	08/01/23	1,000	1,136,080
Twin Rivers Unified School District; Series 2009, Unlimited Tax CAB GO BAN <sup>(c)</sup>	0.00%	04/01/14	3,000	2,999,460
Vernon (City of); Series 2009 A, Electric System RB	5.13%	08/01/21	3,000	3,312,450
	5.00%	08/01/28	2,185	2,302,509



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Vista Unified School District (Election of 2002); Series 2007 C, Unlimited Tax GO Bonds (INS AGM <sup>(b)</sup> ) <sup>(d)</sup>				
West Basin Municipal Water District; Series 2008 B, Ref. COP (INS AGC <sup>(b)</sup> )	5.00%	08/01/27	1,640	1,816,218
West Contra Costa Unified School District; Series 2005, Unlimited Tax CAB GO Bonds (INS NATL <sup>(b)</sup> ) <sup>(c)</sup>	0.00%	08/01/25	5,000	2,978,250
William S. Hart Union High School District (Election of 2008); Series 2009 A, Unlimited Tax CAB GO Bonds <sup>(c)</sup>	0.00%	08/01/32	9,370	3,606,326
Yosemite Community College District (Election of 2004); Series 2008 C, Unlimited Tax CAB GO Bonds (INS AGM <sup>(b)</sup> ) <sup>(c)</sup>	0.00%	08/01/22	2,655	2,039,385
Series 2008 C, Unlimited Tax GO Bonds (INS AGM <sup>(b)</sup> ) <sup>(d)</sup>	5.00%	08/01/32	16,000	17,647,840
Yucaipa Valley Water District; Series 2004 A, COP (INS NATL <sup>(b)</sup> )	5.25%	09/01/24	1,000	1,018,560
				938,325,896
<b>Guam 3.06%</b>				
Guam (Territory of) (Section 30); Series 2009 A, Limited Obligation RB	5.38%	12/01/24	3,150	3,346,843
Series 2009 A, Limited Obligation RB	5.63%	12/01/29	595	631,521
Guam (Territory of) International Airport Authority; Series 2013 C, General RB <sup>(g)</sup>	6.38%	10/01/43	3,000	3,164,850
Guam (Territory of) Power Authority; Series 2012 A, Ref. RB (INS AGM <sup>(b)</sup> )	5.00%	10/01/26	2,500	2,747,400
Series 2012 A, Ref. RB (INS AGM <sup>(b)</sup> )	5.00%	10/01/27	1,500	1,638,315
Series 2012 A, Ref. RB (INS AGM <sup>(b)</sup> )	5.00%	10/01/30	4,000	4,239,000
Guam (Territory of); Series 2011 A, Business Privilege Tax RB	5.25%	01/01/36	3,000	3,082,230
				18,850,159

See accompanying Notes to Financial Statements which are an integral part of the financial statements.

	Interest Rate	Maturity Date	Principal Amount (000)	Value
<b>Puerto Rico 2.38%</b>				
Puerto Rico (Commonwealth of) Public Buildings Authority; Series 2002 D, RB <sup>(e)(f)</sup>	5.45%	07/01/17	\$ 2,200	\$ 2,550,482
Puerto Rico Sales Tax Financing Corp.;				
First Subseries 2010 C, RB	5.00%	08/01/35	2,000	1,500,120
First Subseries 2010 C, RB	5.25%	08/01/41	2,500	1,884,225
Series 2011 C, RB	5.00%	08/01/40	3,930	3,219,928
Series 2011 C, RB <sup>(d)</sup>	5.25%	08/01/40	6,555	5,504,955
				14,659,710
<b>Virgin Islands 1.53%</b>				
Virgin Islands (Government of) Public Finance Authority (Matching Fund Loan Note Diageo); Series 2009 A, Sub. RB	6.63%	10/01/29	2,965	3,274,813
Virgin Islands (Government of) Public Finance Authority (Matching Fund Loan Note);				
Series 2010 A, Sr. Lien RB	5.00%	10/01/25	1,000	1,070,410
Series 2010 A, Sr. Lien RB	5.00%	10/01/29	3,000	3,078,600
Series 2012 A, RB <sup>(i)</sup>	4.00%	10/01/22	1,935	2,007,233
				9,431,056
TOTAL INVESTMENTS <sup>(l)</sup>	159.20%	(Cost \$929,794,683)		981,266,821
<b>FLOATING RATE NOTE OBLIGATIONS (28.61)%</b>				
Notes with interest and fee rates ranging from 0.55% to 0.81% at 02/28/14 and contractual maturities of collateral ranging from 07/01/22 to 08/15/51 (See Note 1J) <sup>(m)</sup>				(176,335,000)
<b>VARIABLE RATE MUNI TERM PREFERRED SHARES (30.53)%</b>				(188,166,850)
<b>OTHER ASSETS LESS LIABILITIES (0.06)%</b>				(393,102)
<b>NET ASSETS APPLICABLE TO COMMON SHARES 100.00%</b>				\$ 616,371,869

Investment Abbreviations:

AGC	Assured Guaranty Corp.
AGM	Assured Guaranty Municipal Corp.
AMBAC	American Municipal Bond Assurance Corp.
BAN	Bond Anticipation Notes
CAB	Capital Appreciation Bonds
CEP	Credit Enhancement Provider
COP	Certificates of Participation
FGIC	Financial Guaranty Insurance Co.
FHA	Federal Housing Administration
GNMA	Government National Mortgage Association
GO	General Obligation
IDR	Industrial Development Revenue Bonds
INS	Insurer
LOC	Letter of Credit
MFH	Multi-Family Housing
NATL	National Public Finance Guarantee Corp.

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PCR	Pollution Control Revenue Bonds
RB	Revenue Bonds
Ref.	Refunding
RN	Revenue Notes
Sr.	Senior
Sub.	Subordinated
VRD	Variable Rate Demand

Notes to Schedule of Investments:

- (a) Calculated as a percentage of net assets. Amounts in excess of 100% are due to the Trust's use of leverage.
- (b) Principal and/or interest payments are secured by the bond insurance company listed.
- (c) Zero coupon bonds issued at a discount.
- (d) Underlying security related to Dealer Trusts entered into by the Trust. See Note 1J.
- (e) Advance refunded; secured by an escrow fund of U.S. Government obligations or other highly rated collateral.
- (f) Security has an irrevocable call by the issuer or mandatory put by the holder. Maturity date reflects such call or put.
- (g) Security subject to the alternative minimum tax.
- (h) Principal and interest payments are fully enhanced by a letter of credit from the bank listed or a predecessor bank, branch or subsidiary.
- (i) Demand security payable upon demand by the Trust at specified time intervals no greater than thirteen months. Interest rate is redetermined periodically. Rate shown is the rate in effect on February 28, 2014.
- (j) Security purchased or received in a transaction exempt from registration under the Securities Act of 1933, as amended (the "1933 Act"). The security may be resold pursuant to an exemption from registration under the 1933 Act, typically to qualified institutional buyers. The aggregate value of these securities at February 28, 2014 was \$18,349,502, which represented 2.98% of the Trust's Net Assets.
- (k) Security is subject to a shortfall agreement which may require the Trust to pay amounts to a counterparty in the event of a significant decline in the market value of the security underlying the Dealer Trusts. In case of a shortfall, the maximum potential amount of payments the Trust could ultimately be required to make under the agreement is \$6,050,000. However, such shortfall payment would be reduced by the proceeds from the sale of the security underlying the Dealer Trusts.
- (l) This table provides a listing of those entities that have either issued, guaranteed, backed or otherwise enhanced the credit quality of more than 5% of the securities held in the portfolio. In instances where the entity has guaranteed, backed or otherwise enhanced the credit quality of a security, it is not primarily responsible for the issuer's obligations but may be called upon to satisfy the issuer's obligations.

Entities	Percentage
Assured Guaranty Municipal Corp.	11.2%
National Public Finance Guarantee Corp.	5.9

- (m) Floating rate note obligations related to securities held. The interest rates shown reflect the rates in effect at February 28, 2014. At February 28, 2014, the Trust's investments with a value of \$306,028,868 are held by Dealer Trusts and serve as collateral for the \$176,335,000 in floating rate note obligations outstanding at that date.

See accompanying Notes to Financial Statements which are an integral part of the financial statements.

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**Invesco California Value Municipal Income Trust**

**Statement of Assets and Liabilities**

February 28, 2014

**Assets:**

Investments, at value (Cost \$929,794,683)	\$ 981,266,821
Receivable for:	
Investments sold	575,082
Interest	11,115,198
Investment for trustee deferred compensation and retirement plans	36,282
Deferred offering costs	101,836
Total assets	993,095,219

**Liabilities:**

Floating rate note obligations	176,335,000
Variable rate muni term preferred shares, at liquidation preference (\$0.01 par value, 1,883 shares issued with liquidation preference of \$100,000 per share)	188,166,850
Payable for:	
Investments purchased	9,752,696
Amount due custodian	2,058,267
Accrued fees to affiliates	30,715
Accrued interest expenses	145,378
Accrued trustees and officers fees and benefits	5,000
Accrued other operating expenses	75,550
Trustee deferred compensation and retirement plans	153,894
Total liabilities	376,723,350
Net assets applicable to common shares	\$ 616,371,869
<b>Net assets applicable to common shares consist of:</b>	
Shares of beneficial interest common shares	\$ 657,784,338
Undistributed net investment income	2,231,516
Undistributed net realized gain (loss)	(95,116,123)
Net unrealized appreciation	51,472,138
	\$ 616,371,869

**Shares outstanding, no par value,  
with an unlimited number of common shares authorized:**

Common shares outstanding	47,856,921
Net asset value per common share	\$ 12.88
Market value per common share	\$ 11.80

See accompanying Notes to Financial Statements which are an integral part of the financial statements.

**Statement of Operations***For the year ended February 28, 2014*

<b>Investment income:</b>	
Interest	\$ 44,722,954
<b>Expenses:</b>	
Advisory fees	5,392,882
Administrative services fees	144,444
Custodian fees	19,626
Interest, facilities and maintenance fees	3,252,581
Transfer agent fees	51,586
Trustees and officers fees and benefits	55,703
Other	507,454
Total expenses	9,424,276
Less: Fees waived	(2,899,308)
Net expenses	6,524,968
Net investment income	38,197,986
<b>Realized and unrealized gain (loss) from:</b>	
Net realized gain (loss) from investment securities	(5,954,115)
Change in net unrealized appreciation (depreciation) of investment securities	(40,365,990)
Net realized and unrealized gain (loss)	(46,320,105)
Net increase (decrease) in net assets resulting from operations applicable to common shares	\$ (8,122,119)

See accompanying Notes to Financial Statements which are an integral part of the financial statements.

**Statement of Changes in Net Assets***For the years ended February 28, 2014 and 2013*

	<b>2014</b>	<b>2013</b>
<b>Operations:</b>		
Net investment income	\$ 38,197,986	\$ 28,280,397
Net realized gain (loss)	(5,954,115)	(2,053,645)
Change in net unrealized appreciation (depreciation)	(40,365,990)	23,276,943
Net increase (decrease) in net assets resulting from operations	(8,122,119)	49,503,695
Distributions to auction rate preferred shareholders from net investment income		(77,315)
Net increase (decrease) in net assets resulting from operations applicable to common shares	(8,122,119)	49,426,380
Distributions to shareholders from net investment income	(37,902,723)	(29,526,928)
Increase from transactions in common shares of beneficial interest		349,485,233
Net increase (decrease) in net assets applicable to common shares	(46,024,842)	369,384,685
<b>Net assets applicable to common shares:</b>		
Beginning of year	662,396,711	293,012,026
End of year (includes undistributed net investment income of \$2,231,516 and \$1,744,227, respectively)	\$ 616,371,869	\$ 662,396,711

See accompanying Notes to Financial Statements which are an integral part of the financial statements.

**Statement of Cash Flows***For the year ended February 28, 2014***Cash provided by operating activities:**

Net increase (decrease) in net assets resulting from operations applicable to common shares	\$ (8,122,119)
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**Adjustments to reconcile the change in net assets applicable to common shares from operations to net cash provided by operating activities:**

Purchases of investments	(167,174,563)
Purchases of short-term investments, net	(5,000,000)
Proceeds from sales of investments	183,125,631
Amortization of premium and deferred offering costs	3,039,143
Accretion of discount	(2,375,544)
Decrease in receivables and other assets	403,649
Decrease in accrued expenses and other payables	(7,983)
Net realized loss from investment securities	5,954,115
Net change in unrealized depreciation on investment securities	40,365,990
Net cash provided by operating activities	50,208,319

**Cash provided by (used in) financing activities:**

Dividends paid to common shareholders from net investment income	(37,902,723)
Increase in payable for amount due custodian	624,404
Net payments for floating rate note obligations	(12,930,000)
Net cash provided by (used in) financing activities	(50,208,319)
Cash at beginning of period	
Cash at end of period	\$

**Supplemental disclosure of cash flow information:**

Cash paid during the period for interest, facilities and maintenance fees	\$ 3,200,732
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**Notes to Financial Statements***February 28, 2014***NOTE 1 Significant Accounting Policies**

Invesco California Value Municipal Income Trust (the "Trust") is a Delaware statutory trust registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as a diversified, closed-end management investment company.

The Trust's investment objective is to seek to provide common shareholders with a high level of current income exempt from federal and California income taxes, consistent with preservation of capital. The Trust will invest substantially all of its assets in California municipal securities rated investment grade at the time of investment.

The following is a summary of the significant accounting policies followed by the Trust in the preparation of its financial statements.

**A. Security Valuations** Securities, including restricted securities, are valued according to the following policy. Securities are fair valued using an evaluated quote provided by an independent pricing service approved by the Board



of Trustees. Evaluated quotes provided by the pricing service may be determined without exclusive reliance on quoted prices, and may reflect appropriate factors such as institution-size trading in similar groups of securities, developments related to specific securities, dividend rate (for unlisted equities), yield (for debt obligations), quality, type of issue, coupon rate (for debt obligations), maturity (for debt obligations), individual trading characteristics and other market data. Debt obligations are subject to interest rate and credit risks. In addition, all debt obligations involve some risk of default with respect to interest and/or principal payments.

Securities for which market quotations either are not readily available or became unreliable are valued at fair value as determined in good faith by or under the supervision of the Trust's officers following procedures approved by the Board of Trustees. Some of the factors which may be considered in determining fair value are fundamental analytical data relating to the investment; the nature and duration of any restrictions on transferability or disposition; trading in similar securities by the same issuer or comparable companies; relevant political, economic or issuer specific news; and other relevant factors under the circumstances.

The Trust invests in securities that are subject to interest rate risk, meaning the risk that the prices will generally fall as interest rates rise and, conversely, the prices will generally rise as interest rates fall. Specific securities differ in their sensitivity to changes in interest rates depending on their individual characteristics. Changes in interest rates may result in increased market volatility, which may affect the value and/or liquidity of certain of the Trust's investments.

Valuations change in response to many factors including the historical and prospective earnings of the issuer, the value of the issuer's assets, general economic conditions, interest rates, investor perceptions and market liquidity. Because of the inherent uncertainties of valuation, the values reflected in the financial statements may materially differ from the value received upon actual sale of those investments.

**B. Securities Transactions and Investment Income** Securities transactions are accounted for on a trade date basis. Realized gains or losses on sales are computed on the basis of specific identification of the securities sold. Interest income is recorded on the accrual basis from settlement date. Dividend income (net of withholding tax, if any) is recorded on the ex-dividend date. Bond premiums and discounts are amortized and/or accreted for financial reporting purposes.

The Trust may periodically participate in litigation related to Trust investments. As such, the Trust may receive proceeds from litigation settlements. Any proceeds received are included in the Statement of Operations as realized gain (loss) for investments no longer held and as unrealized gain (loss) for investments still held.

Brokerage commissions and mark ups are considered transaction costs and are recorded as an increase to the cost basis of securities purchased and/or a reduction of proceeds on a sale of securities. Such transaction costs are included in the determination of net realized and unrealized gain (loss) from investment securities reported in the Statement of Operations and the Statement of Changes in Net Assets and the net realized and unrealized gains (losses) on securities per share in the Financial Highlights. Transaction costs are included in the calculation of the Trust's net asset value and, accordingly, they reduce the Trust's total returns. These transaction costs are not considered operating expenses and are not reflected in net investment income reported in the Statement of Operations and Statement of Changes in Net Assets, or the net investment income per share and ratios of expenses and net investment income reported in the Financial Highlights, nor are they limited by any expense limitation arrangements between the Trust and the investment adviser.

**C. Country Determination** For the purposes of making investment selection decisions and presentation in the Schedule of Investments, the investment adviser may determine the country in which an issuer is located and/or credit risk exposure based on various factors. These factors include the laws of the country under which the issuer is organized, where the issuer maintains a principal office, the country in which the issuer derives 50% or more of its total revenues and the country that has the primary market for the issuer's securities, as well as other criteria. Among the other criteria that may be evaluated for making this determination are the country in which the issuer maintains 50% or more of its assets, the type of security, financial guarantees and enhancements, the nature of the collateral and the sponsor organization. Country of issuer and/or credit risk exposure has been determined to be the United States of America, unless otherwise noted.

**D. Distributions** The Trust declares and pays monthly dividends from net investment income to common shareholders. Distributions from net realized capital gain, if any, are generally declared and paid annually and are distributed on a pro rata basis to common and preferred shareholders.

**E. Federal Income Taxes** The Trust intends to comply with the requirements of Subchapter M of the Internal Revenue Code of 1986, as amended (the Internal Revenue Code), necessary to qualify as a regulated investment company and to distribute substantially all of the Trust's taxable earnings to shareholders. As such, the Trust will not be subject to federal income taxes on otherwise taxable income (including net realized capital gain) that is distributed to shareholders. Therefore, no provision for federal income taxes is recorded in the financial statements.

The Trust recognizes the tax benefits of uncertain tax positions only when the position is more likely than not to be sustained. Management has analyzed the Trust's uncertain tax positions and concluded that no liability for unrecognized tax benefits should be recorded related to uncertain tax positions. Management is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will change materially in the next 12 months.

In addition, the Trust intends to invest in such municipal securities to allow it to qualify to pay shareholders' exempt dividends, as defined in the Internal Revenue Code.

The Trust files tax returns in the U.S. Federal jurisdiction and certain other jurisdictions. Generally, the Trust is subject to examinations by such taxing authorities for up to three years after the filing of the return for the tax period.

- F. Interest, Facilities and Maintenance Fees** Interest, Facilities and Maintenance Fees include interest and related borrowing costs such as commitment fees, rating and bank agent fees and other expenses associated with lines of credit and Variable Rate Muni Term Preferred Shares ( VMTP Shares ), and interest and administrative expenses related to establishing and maintaining floating rate note obligations, if any.
- G. Accounting Estimates** The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ( GAAP ) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period including estimates and assumptions related to taxation. Actual results could differ from those estimates by a significant amount. In addition, the Trust monitors for material events or transactions that may occur or become known after the period-end date and before the date the financial statements are released to print.
- H. Indemnifications** Under the Trust s organizational documents, each Trustee, officer, employee or other agent of the Trust is indemnified against certain liabilities that may arise out of the performance of their duties to the Trust. Additionally, in the normal course of business, the Trust enters into contracts, including the Trust s servicing agreements, that contain a variety of indemnification clauses. The Trust s maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Trust that have not yet occurred. The risk of material loss as a result of such indemnification claims is considered remote.
- I. Cash and Cash Equivalents** For the purposes of the Statement of Cash Flows the Trust defines Cash and Cash Equivalents as cash (including foreign currency), money market funds and other investments held in lieu of cash and excludes investments made with cash collateral received.
- J. Floating Rate Note Obligations** The Trust invests in inverse floating rate securities, such as Residual Interest Bonds ( RIBs ) or Tender Option Bonds ( TOBs ) for investment purposes and to enhance the yield of the Trust. Inverse floating rate investments tend to underperform the market for fixed rate bonds in a rising interest rate environment, but tend to outperform the market for fixed rate bonds when interest rates decline or remain relatively stable. Such transactions may be purchased in the secondary market without first owning the underlying bond or by the sale of fixed rate bonds by the Trust to special purpose trusts established by a broker dealer ( Dealer Trusts ) in exchange for cash and residual interests in the Dealer Trusts assets and cash flows, which are in the form of inverse floating rate securities. The Dealer Trusts finance the purchases of the fixed rate bonds by issuing floating rate notes to third parties and allowing the Trust to retain residual interests in the bonds. The floating rate notes issued by the Dealer Trusts have interest rates that reset weekly and the floating rate note holders have the option to tender their notes to the Dealer Trusts for redemption at par at each reset date. The residual interests held by the Trust (inverse floating rate investments) include the right of the Trust (1) to cause the holders of the floating rate notes to tender their notes at par at the next interest rate reset date, and (2) to transfer the municipal bond from the Dealer Trusts to the Trust, thereby collapsing the Dealer Trusts.

Recently published final rules implementing section 619 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the Volcker Rule ) prohibit banking entities from engaging in proprietary trading of certain instruments and limit such entities' investments in, and relationships with, covered funds. These rules may preclude banking entities from sponsoring and/or providing services for existing TOB trust programs. There can be no assurances that TOB trusts can be restructured substantially similar to their present form, that new sponsors of TOB trusts would begin providing these services, or that alternative forms of leverage will be available to the Trust in order to maintain current levels of leverage. Any alternative forms of leverage may be less advantageous to the Trust, and may adversely affect the Trust's net asset value, distribution rate and ability to achieve its investment objective. The ultimate impact of these rules on the TOBs market and the municipal market generally is not yet certain.

TOBs are presently classified as private placement securities. Private placement securities are subject to restrictions on resale because they have not been registered under the Securities Act of 1933, as amended (the 1933 Act ), or are otherwise not readily marketable. As a result of the absence of a public trading market for these securities, they may be less liquid than publicly traded securities. Although these securities may be resold in privately negotiated transactions, the prices realized from these sales could be less than those originally paid by the Trust or less than what may be considered the fair value of such securities.

The Trust accounts for the transfer of bonds to the Dealer Trusts as secured borrowings, with the securities transferred remaining in the Trust's investment assets, and the related floating rate notes reflected as Trust liabilities under the caption *Floating rate note obligations* on the Statement of Assets and Liabilities. The Trust records the interest income from the fixed rate bonds under the caption *Interest* and records the expenses related to floating rate obligations and any administrative expenses of the Dealer Trusts as a component of *Interest, facilities and maintenance fees* on the Statement of Operations.

The Trust generally invests in inverse floating rate securities that include embedded leverage, thus exposing the Trust to greater risks and increased costs. The primary risks associated with inverse floating rate securities are varying degrees of liquidity and the changes in the value of such securities in response to changes in market rates of interest to a greater extent than the value of an equal principal amount of a fixed rate security having similar credit quality, redemption provisions and maturity which may cause the Trust's net asset value to be more volatile than if it had not invested in inverse floating rate securities. In certain instances, the short-term floating rate interests created by the special purpose trust may not be able to be sold to third parties or, in the case of holders tendering (or putting) such interests for repayment of principal, may not be able to be remarketed to third parties. In such cases, the special purpose trust holding the long-term fixed rate bonds may be collapsed. In the case of RIBs or TOBs created by the contribution of long-term fixed income bonds by the Trust, the Trust will then be required to repay the principal amount of the tendered securities. During times of market volatility, illiquidity or uncertainty, the Trust could be required to sell other portfolio holdings at a disadvantageous time to raise cash to meet that obligation.

**K. Other Risks** The value of, payment of interest on, repayment of principal for and the ability to sell a municipal security may be affected by constitutional amendments, legislative enactments, executive orders, administrative regulations, voter initiatives and the economics of the regions in which the issuers are located.

Since many municipal securities are issued to finance similar projects, especially those relating to education, health care, transportation and utilities, conditions in those sectors can affect the overall municipal securities market and a Trust's investments in municipal securities.

There is some risk that a portion or all of the interest received from certain tax-free municipal securities could become taxable as a result of determinations by the Internal Revenue Service.

## **NOTE 2 Advisory Fees and Other Fees Paid to Affiliates**

## Edgar Filing: Invesco California Value Municipal Income Trust - Form N-CSR

The Trust has entered into a master investment advisory agreement with Invesco Advisers, Inc. (the Adviser or Invesco ). Under the terms of the investment advisory agreement, the Trust pays an advisory fee to the Adviser based on the annual rate of 0.55% of the Trust's average daily managed assets. Managed assets for this purpose means the Trust's net assets, plus assets attributable to outstanding preferred shares and the amount of any borrowings incurred for the purpose of leverage (whether or not such borrowed amounts are reflected in the Trust's financial statements for purposes of GAAP).

Under the terms of a master sub-advisory agreement between the Adviser and each of Invesco Asset Management Deutschland GmbH, Invesco Asset Management Limited, Invesco Asset Management (Japan) Limited, Invesco Australia Limited, Invesco Hong Kong Limited, Invesco Senior Secured Management, Inc. and Invesco Canada Ltd. (collectively, the Affiliated Sub-Advisers ) the Adviser, not the Trust, may pay 40% of the fees paid to the Adviser to any such Affiliated Sub-Adviser(s) that provide(s) discretionary investment management services to the Trust based on the percentage of assets allocated to such Sub-Adviser(s).

The Adviser has contractually agreed, through at least August 31, 2014, to waive advisory fees and/or reimburse expenses to the extent necessary to limit the Trust's expenses (excluding certain items discussed below) to 0.52%. In determining the Adviser's obligation to waive advisory fees and/or reimburse expenses, the following expenses are not taken into account, and could cause the Trust's expenses to exceed the limit reflected above: (1) interest, facilities and maintenance fees; (2) taxes; (3) dividend expense on short sales; (4) extraordinary or non-routine items, including litigation expenses; and (5) expenses that the Trust has incurred but did not actually pay because of an expense offset arrangement. Unless Invesco continues the fee waiver agreement, it will terminate on August 31, 2014. The fee waiver agreement cannot be terminated during its term.

For the year ended February 28, 2014, the Adviser waived advisory fees of \$2,899,308.

The Trust has entered into a master administrative services agreement with Invesco pursuant to which the Trust has agreed to pay Invesco for certain administrative costs incurred in providing accounting services to the Trust. For the year ended February 28, 2014, expenses incurred under this agreement are shown in the Statement of Operations as *Administrative services fees*.

Certain officers and trustees of the Trust are officers and directors of Invesco.

### **NOTE 3 Additional Valuation Information**

GAAP defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, under current market conditions. GAAP establishes a hierarchy that prioritizes the inputs to valuation methods, giving the highest priority to readily available unadjusted quoted prices in an active market for identical assets (Level 1) and the lowest priority to

significant unobservable inputs (Level 3), generally when market prices are not readily available or are unreliable. Based on the valuation inputs, the securities or other investments are tiered into one of three levels. Changes in valuation methods may result in transfers in or out of an investment's assigned level:

- Level 1 Prices are determined using quoted prices in an active market for identical assets.
- Level 2 Prices are determined using other significant observable inputs. Observable inputs are inputs that other market participants may use in pricing a security. These may include quoted prices for similar securities, interest rates, prepayment speeds, credit risk, yield curves, loss severities, default rates, discount rates, volatilities and others.
- Level 3 Prices are determined using significant unobservable inputs. In situations where quoted prices or observable inputs are unavailable (for example, when there is little or no market activity for an investment at the end of the period), unobservable inputs may be used. Unobservable inputs reflect the Trust's own assumptions about the factors market participants would use in determining fair value of the securities or instruments and would be based on the best available information.

As of February 28, 2014, all of the securities in this Trust were valued based on Level 2 inputs (see the Schedule of Investments for security categories). The level assigned to the securities valuations may not be an indication of the risk or liquidity associated with investing in those securities. Because of the inherent uncertainties of valuation, the values reflected in the financial statements may materially differ from the value received upon actual sale of those investments.

#### **NOTE 4 Security Transactions with Affiliated Funds**

The Trust is permitted to purchase or sell securities from or to certain other Invesco Funds under specified conditions outlined in procedures adopted by the Board of Trustees of the Trust. The procedures have been designed to ensure that any purchase or sale of securities by the Trust from or to another fund or portfolio that is or could be considered an affiliate by virtue of having a common investment adviser (or affiliated investment advisers), common Trustees and/or common officers complies with Rule 17a-7 of the 1940 Act. Further, as defined under the procedures, each transaction is effected at the current market price. Pursuant to these procedures, for the year ended February 28, 2014, the Trust engaged in securities purchases of \$969,409.

#### **NOTE 5 Trustees and Officers Fees and Benefits**

*Trustees and Officers Fees and Benefits* include amounts accrued by the Trust to pay remuneration to certain Trustees and Officers of the Trust.

During the year ended February 28, 2014, the Trust paid legal fees of \$59,322 for services rendered by Skadden, Arps, Slate, Meagher & Flom LLP as counsel to the Trust. A trustee of the Trust is Of Counsel of Skadden, Arps, Slate, Meagher & Flom LLP.

#### **NOTE 6 Cash Balances and Borrowings**

The Trust is permitted to temporarily carry a negative or overdrawn balance in its account with State Street Bank and Trust Company, the custodian bank. Such balances, if any at period end, are shown in the Statement of Assets and Liabilities under the payable caption *Amount due custodian*. To compensate the custodian bank for such overdrafts, the overdrawn Trust may either (1) leave funds as a compensating balance in the account so the custodian bank can be compensated by earning the additional interest; or (2) compensate by paying the custodian bank at a rate agreed upon by the custodian bank and Invesco, not to exceed the contractually agreed upon rate.

Inverse floating rate obligations resulting from the transfer of bonds to Dealer Trusts are accounted for as secured borrowings. The average floating rate notes outstanding and average annual interest and fee rate related to inverse

floating rate note obligations during the year ended February 28, 2014 were \$186,147,692 and 0.55%, respectively.

**NOTE 7 Distributions to Shareholders and Tax Components of Net Assets**

**Tax Character of Distributions to Shareholders Paid During the Years Ended February 28, 2014 and 2013:**

	<b>2014</b>	<b>2013</b>
Ordinary income tax-exempt	\$ 37,902,723	\$ 29,604,243
Ordinary income tax-exempt VMTP Shares	2,131,814	1,547,578
<b>Total distributions</b>	<b>\$ 40,034,537</b>	<b>\$ 31,151,821</b>

**Tax Components of Net Assets at Period-End:**

	<b>2014</b>
Undistributed ordinary income	\$ 1,139,031
Net unrealized appreciation investments	48,768,524
Temporary book/tax differences	(149,742)
Post October loss deferral	(604,967)
Capital loss carryforward	(90,565,315)
Shares of beneficial interest	657,784,338
<b>Total net assets</b>	<b>\$ 616,371,869</b>

The difference between book-basis and tax-basis unrealized appreciation (depreciation) is due to differences in the timing of recognition of gains and losses on investments for tax and book purposes. The Trust's net unrealized appreciation difference is attributable primarily to TOBs and book to tax accretion differences.

The temporary book/tax differences are a result of timing differences between book and tax recognition of income and/or expenses. The Trust's temporary book/tax differences are the result of the trustee deferral of compensation and retirement plan benefits.

Capital loss carryforward is calculated and reported as of a specific date. Results of transactions and other activity after that date may affect the amount of capital loss carryforward actually available for the Trust to utilize. Capital losses generated in years beginning after December 22, 2010 can be carried forward for an unlimited period, whereas previous losses expire in 8 tax years. Capital losses with an expiration period may not be used to offset capital gains until all net capital losses without an expiration date have been utilized. Capital loss carryforwards with no expiration date will retain their character as either short-term or long-term capital losses instead of as short-term capital losses as under prior law. The ability to utilize capital loss carryforward in the future may be limited under the Internal Revenue Code and related regulations based on the results of future transactions.

The Trust has a capital loss carryforward as of February 28, 2014, which expires as follows:

Expiration	Capital Loss Carryforward*		
	Short-Term	Long-Term	Total
February 28, 2015	\$ 3,180,940	\$	\$ 3,180,940
February 29, 2016	28,598,088		28,598,088
February 28, 2017	33,297,240		33,297,240
February 28, 2018	6,860,536		6,860,536
February 28, 2019	3,798,339		3,798,339
Not subject to expiration	4,049,526	10,780,646	14,830,172
	\$ 79,784,669	\$ 10,780,646	\$ 90,565,315

\*Capital loss carryforward as of the date listed above is reduced for limitations, if any, to the extent required by the Internal Revenue Code and may be further limited depending upon a variety of factors, including the realization of net unrealized gains or losses as of the date of any reorganization.

#### NOTE 8 Investment Securities

The aggregate amount of investment securities (other than short-term securities, U.S. Treasury obligations and money market funds, if any) purchased and sold by the Trust during the year ended February 28, 2014 was \$176,122,946 and \$181,604,963, respectively. Cost of investments on a tax basis includes the adjustments for financial reporting purposes as of the most recently completed federal income tax reporting period-end.

#### Unrealized Appreciation (Depreciation) of Investment Securities on a Tax Basis

Aggregate unrealized appreciation of investment securities	\$ 54,014,833
Aggregate unrealized (depreciation) of investment securities	(5,246,309)
Net unrealized appreciation of investment securities	\$ 48,768,524

Cost of investments for tax purposes is \$932,498,297.

#### NOTE 9 Reclassification of Permanent Differences

Primarily as a result of differing book/tax treatment of VMTP Shares expenses and expired capital loss carryforward, on February 28, 2014, undistributed net investment income was increased by \$192,026, undistributed net realized gain



(loss) was increased by \$271,914 and shares of beneficial interest was decreased by \$463,940. This reclassification had no effect on the net assets of the Trust.

#### NOTE 10 Common Shares of Beneficial Interest

Transactions in common shares of beneficial interest were as follows:

	February 28, 2014	February 28, 2013
Beginning shares	47,856,921	22,142,812
Shares issued in connection with acquisition <sup>(a)</sup>		25,670,636
Shares issued through dividend reinvestment		43,473
Ending shares	47,856,921	47,856,921

<sup>(a)</sup> As of the opening of business on August 27, 2012, Invesco California Municipal Income Trust, Invesco California Municipal Securities and Invesco California Quality Municipal Securities (the Target Trusts ) merged with and into the Trust pursuant to a plan of reorganization approved by the Trustees of the Trust on November 28, 2011 and by the shareholders of the Target Trusts on August 14, 2012. The reorganization was accomplished by a tax-free exchange of 25,670,636 shares of the Trust for 10,467,280 shares outstanding of Invesco California Municipal Income Trust, 3,399,954 shares outstanding of Invesco California Municipal Securities and 8,787,475 shares outstanding of Invesco California Quality Municipal Securities as of the close of business on August 24, 2012. Common shares of the Target Trusts were exchanged for common shares of the Trust, based on the relative net asset value of the Target Trusts to the net asset value of the Trust as of the close of business on August 24, 2012. Invesco California Municipal Income Trust's net assets as of the close of business on August 24, 2012 of \$166,017,589, including \$18,136,381 of unrealized appreciation, Invesco California Municipal Securities' net assets as of the close of business on August 24, 2012 of \$53,419,190, including \$5,382,534 of unrealized appreciation and Invesco California Quality Municipal Securities' net assets as of the close of business on August 24, 2012 of \$129,453,068, including \$15,180,112 of unrealized appreciation, were combined with those of the Trust. The net assets of the Trust immediately before the reorganization were \$301,173,997 and \$650,063,844 immediately after the reorganization.

The pro forma results of operations for the year ended February 28, 2013 assuming the reorganization had been completed on March 1, 2012, the beginning of the annual reporting period, are as follows:

Net investment income	\$ 37,522,170
Net realized/unrealized gains	27,418,584
Change in net assets resulting from operations	\$ 64,940,754

As the combined investment portfolios have been managed as a single integrated portfolio since the reorganization was completed, it is not practicable to separate the amounts of revenue and earnings of the Target Trusts that have been included in the Trust's Statement of Operations since August 27, 2012.

The Trust may, when appropriate, purchase shares in the open market or in privately negotiated transactions at a price not above market value or net asset value, whichever is lower at the time of purchase.

#### **NOTE 11 Variable Rate Muni Term Preferred Shares**

On May 15, 2012, the Trust issued 1,160 Series 2015/6-VCV VMTP Shares, with a liquidation preference of \$100,000 per share, pursuant to an offering exempt from registration under the 1933 Act. Proceeds from the issuance of VMTP Shares on May 15, 2012 were used to redeem all of the Trust's outstanding Auction Rate Preferred Shares ( ARPS ). In addition, the Trust issued 723 Series 2015/6-VCV VMTP Shares in connection with the reorganization of Invesco California Municipal Income Trust and Invesco California Quality Municipal Securities into the Trust, with a liquidation preference of \$100,000 per share. VMTP Shares are a floating-rate form of preferred shares with a mandatory redemption date. The Trust is required to redeem all outstanding VMTP Shares on June 1, 2015, unless earlier redeemed, repurchased or extended. VMTP Shares are subject to optional and mandatory redemption in certain circumstances. The redemption price per share is equal to the sum of the liquidation value per share plus any accumulated but unpaid dividends and a redemption premium, if any. On or prior to the redemption date, the Trust will be required to segregate assets having a value equal to 110% of the redemption amount.

The Trust incurred costs in connection with the issuance of the VMTP Shares. These costs were recorded as a deferred charge and are being amortized over the 3 year life of the VMTP Shares. Amortization of these costs is included in *Interest, facilities and maintenance fees* on the Statement of Operations and the unamortized balance is included in *Deferred offering costs* on the Statement of Assets and Liabilities.

Dividends paid on the VMTP Shares (which are treated as interest expense for financial reporting purposes) are declared daily and paid monthly. The initial rate for dividends was equal to the sum of 1.10% per annum plus the Securities Industry and Financial Markets Association Municipal Swap Index (the SIFMA Index). Subsequent rates are determined based upon changes in the SIFMA Index and take into account a ratings spread of 1.05% to 4.00%, which is based on the long term preferred share ratings assigned to the VMTP Shares by a ratings agency. The average aggregate liquidation preference outstanding and the average annualized dividend rate of the VMTP Shares during the year ended February 28, 2014 were \$188,300,000 and 1.13%, respectively.

The Trust is subject to certain restrictions relating to the VMTP Shares, such as maintaining certain asset coverage and leverage ratio requirements. Failure to comply with these restrictions could preclude the Trust from declaring any distributions to common shareholders or purchasing common shares and/or could trigger the mandatory redemption of VMTP Shares at liquidation preference.

The liquidation preference of VMTP Shares, which are considered debt of the Trust for financial reporting purposes, is recorded as a liability under the caption *Variable rate muni term preferred shares* on the Statement of Assets and Liabilities. Unpaid dividends on VMTP Shares are recognized as *Accrued interest expense* on the Statement of Assets

and Liabilities. Dividends paid on VMTP Shares are recognized as a component of *Interest, facilities and maintenance fees* on the Statement of Operations.

**NOTE 12 Dividends**

The Trust declared the following dividends to common shareholders from net investment income subsequent to February 28, 2014:

<b>Declaration Date</b>	<b>Amount per Share</b>	<b>Record Date</b>	<b>Payable Date</b>
March 3, 2014	\$ 0.066	March 14, 2014	March 31, 2014
April 1, 2014	\$ 0.066	April 14, 2014	April 30, 2014

**NOTE 13 Financial Highlights**

The following schedule presents financial highlights for a share of the Trust outstanding throughout the periods indicated.

	Years ended February 28,		Year ended February 29,	Four months ended February 28,	Years ended October 31,	
	2014	2013	2012	2011	2010	2009
Net asset value per common share, beginning of period	\$ 13.84	\$ 13.23	\$ 10.96	\$ 12.72	\$ 11.78	\$ 10.11
Net investment income <sup>(a)</sup>	0.80	0.80	0.91	0.32	0.98	1.04
Net gains (losses) on securities (both realized and unrealized)	(0.97)	0.67	2.28	(1.77)	0.89	1.58
Dividends paid to preferred shareholders from net investment income	N/A	(0.00)	(0.01)	(0.01)	(0.02)	(0.06)
Total from investment operations	(0.17)	1.47	3.18	(1.46)	1.85	2.56
Less: Dividends paid to common shareholders from net investment income	(0.79)	(0.86)	(0.91)	(0.30)	(0.91)	(0.89)
Net asset value per common share, end of period	\$ 12.88	\$ 13.84	\$ 13.23	\$ 10.96	\$ 12.72	\$ 11.78
Market value per common share, end of period	\$ 11.80	\$ 13.88	\$ 14.01	\$ 11.21	\$ 13.02	\$ 12.02
Total return at net asset value <sup>(b)</sup>	(0.42)%	11.43%	30.26%	(11.47)%	16.33%	
Total return at market value <sup>(c)</sup>	(9.04)%	5.53%	34.87%	(11.54)%	16.70%	26.67%
Net assets applicable to common shares, end of period (000 s omitted)	\$ 616,372	\$ 662,397	\$ 293,012	\$ 242,336	\$ 280,950	\$ 259,740
	18%	9%	20%	4%	12%	30%

Portfolio turnover  
rate<sup>(d)</sup>

**Ratios/supplemental data  
based on average net assets  
applicable to common  
shares:**

Ratio of expenses:

With fee waivers and/or expense reimbursements	1.07% <sup>(e)</sup>	1.32%	1.35% <sup>(f)</sup>	1.40% <sup>(f)(g)(h)</sup>	1.36% <sup>(f)</sup>	1.53% <sup>(f)</sup>
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With fee waivers and/or expense reimbursements excluding interest, facilities and maintenance fees <sup>(i)</sup>	0.53% <sup>(e)</sup>	0.70%	1.05% <sup>(f)</sup>	1.05% <sup>(f)(g)(h)</sup>	1.12% <sup>(f)</sup>	1.19% <sup>(f)</sup>
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Without fee waivers and/or expense reimbursements	1.55% <sup>(e)</sup>	1.65%	1.41% <sup>(f)</sup>	1.43% <sup>(f)(g)(h)</sup>	1.46% <sup>(f)</sup>	1.72% <sup>(f)</sup>
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Ratio of net investment income before preferred share dividends	6.31% <sup>(e)</sup>	5.88%	7.60%	8.66% <sup>(g)(h)</sup>	8.03%	9.97%
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Preferred share dividends	N/A	0.02%	0.12%	0.22% <sup>(h)</sup>		
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Ratio of net investment income after preferred share dividends	6.31% <sup>(e)</sup>	5.86%	7.48%	8.44% <sup>(g)(h)</sup>	7.83%	9.37%
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**Senior securities:**

Total amount of preferred shares outstanding (000 s omitted) <sup>(j)</sup>	\$ 188,300	\$ 188,300	\$ 116,000	\$ 130,000	\$ 130,000	\$ 140,000
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Asset coverage per preferred share <sup>(j)(k)</sup>	\$ 427,264	\$ 451,646	\$ 88,149	\$ 71,603	\$ 79,032	\$ 71,385
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Liquidating preference per preferred share <sup>(j)</sup>	\$ 100,000	\$ 100,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000
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(a) Calculated using average shares outstanding.

(b) Includes adjustments in accordance with accounting principles generally accepted in the United States of America and as such, the net asset value for financial reporting purposes and the returns based upon those net asset values may differ from the net asset value and returns for shareholder transactions. Not annualized for periods less than one year, if applicable.

(c) Total return assumes an investment at the common share market price at the beginning of the period indicated, reinvestment of all distributions for the period in accordance with the Trust's dividend reinvestment plan, and sale of all shares at the closing common share market price at the end of the period

indicated. Not annualized for periods less than one year, if applicable.

- (d) Portfolio turnover is calculated at the fund level and is not annualized for periods less than one year, if applicable. For the year ended February 28, 2013, the portfolio turnover calculation excludes the value of securities purchased and sold of \$366,840,986 and \$13,626,947, respectively, in the effort to realign the Trust's portfolio holdings after the reorganization of the Target Trusts into the Trust.
- (e) Ratios are based on average daily net assets applicable to common shares (000's omitted) of \$606,278.
- (f) Ratios do not reflect the effect of dividend payments to preferred shareholders.
- (g) Ratio includes an adjustment for a change in accounting estimate for professional fees during the period. Ratios excluding this adjustment would have been higher by 0.05%.
- (h) Annualized.
- (i) For the years ended October 31, 2010 and prior, ratio does not exclude facilities and maintenance fees.
- (j) For the years ended February 29, 2012 and prior, amounts are based on ARPS outstanding.
- (k) Calculated by subtracting the Trust's total liabilities (not including preferred shares) from the Trust's total assets and dividing this by preferred shares outstanding.

**Report of Independent Registered Public Accounting Firm**

To the Board of Trustees and Shareholders of Invesco California Value Municipal Income Trust:

In our opinion, the accompanying statement of assets and liabilities, including the schedule of investments, and the related statements of operations, of changes in net assets and of cash flows and the financial highlights present fairly, in all material respects, the financial position of Invesco California Value Municipal Income Trust (hereafter referred to as the Trust ) at February 28, 2014, the results of its operations and cash flows for the year then ended, the changes in its net assets for each of the two years in the period then ended and the financial highlights for each of the three years in the period then ended, the four month period ended February 28, 2011 and the year ended October 31, 2010, in conformity with accounting principles generally accepted in the United States of America. These financial statements and financial highlights (hereafter referred to as financial statements ) are the responsibility of the Trust s management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these financial statements in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits, which included confirmation of securities at February 28, 2014 by correspondence with the custodian and brokers, provide a reasonable basis for our opinion. The financial highlights of the Trust for the period ended October 31, 2009 were audited by another independent registered public accounting firm whose report dated December 21, 2009 expressed an unqualified opinion on such financial statement.

PRICEWATERHOUSECOOPERS LLP

April 28, 2014

Houston, Texas

**Tax Information**

Form 1099-DIV, Form 1042-S and other year end tax information provide shareholders with actual calendar year amounts that should be included in their tax returns. Shareholders should consult their tax advisors.

The following distribution information is being provided as required by the Internal Revenue Code or to meet a specific state's requirement.

The Trust designates the following amounts or, if subsequently determined to be different, the maximum amount allowable for its fiscal year ended February 28, 2014:

**Federal and State Income Tax**

Qualified Dividend Income*	0%
Corporate Dividends Received Deduction*	0%
U.S. Treasury Obligations	0%
Tax-Exempt Interest Dividends*	100%

\* The above percentages are based on ordinary income dividends paid to shareholders during the Trust's fiscal year.



## Trustees and Officers

The address of each trustee and officer is 1555 Peachtree Street, N.E., Atlanta, Georgia 30309. Generally, each trustee serves for a three year term or until his or her successor has been duly elected and qualified, and each officer serves for a one year term or until his or her successor has been duly elected and qualified. Column two below includes length of time served with predecessor entities, if any.

<b>Name, Year of Birth and Position(s) Held with the Trust Interested Trustees</b>	<b>Trustee and/ or Officer Since</b>	<b>Principal Occupation(s) During Past 5 Years</b>	<b>Number of Funds in Fund Complex Overseen by Trustee</b>	<b>Other Directorship(s) Held by Trustee During Past 5 Years</b>
Colin Meadows 1971 Trustee, President and Principal Executive Officer	2010	Chief Administrative Officer of Invesco Advisers, Inc. since 2006; Senior Managing Director and Chief Administrative Officer of Invesco, Ltd. since 2006. Prior to 2006, Senior Vice President of business development and mergers and acquisitions at GE Consumer Finance. Prior to 2005, Senior Vice President of strategic planning and technology at Wells Fargo Bank. From 1996 to 2003, associate principal with McKinsey & Company, focusing on the financial services and venture capital industries, with emphasis in banking and asset management sectors.	13	None
Wayne W. Whalen <sup>1</sup> 1939 Trustee and Chair	1993	Of Counsel, and prior to 2010, partner in the law firm of Skadden, Arps, Slate, Meagher & Flom LLP, legal counsel to certain funds in the Fund Complex.	136	Trustee/Managing General Partner of funds in the Fund Complex; Director and Chairman of the Abraham Lincoln Presidential Library Foundation; Director of the Mutual Fund Directors Forum, a nonprofit membership organization for investment directors; Director of the Stevenson Center for Democracy.

**Independent Trustees**

<p>David C. Arch Trustee</p>	<p>1945 1993</p>	<p>Chairman of Blistex Inc., a consumer health care products manufacturer.</p>	<p>136</p>	<p>Trustee/Managing General Partner of funds in the Fund Complex; Board member of the Illinois Manufacturers Association; Member of the Board of Visitors, Institute for the Humanities University of Michigan; Member of the Audit Committee of the, Edward-Elmhurst Hospital.</p>
<p>Jerry D. Choate Trustee</p>	<p>1938 2003</p>	<p>Retired. From 1995 to 1999, Chairman and Chief Executive Officer of the Allstate Corporation ( Allstate ) and Allstate Insurance Company. From 1994 to 1995, President and Chief Executive Officer of Allstate. Prior to 1994, various management positions at Allstate.</p>	<p>13</p>	<p>Trustee/Managing General Partner of funds in the Fund Complex; Director since 1998 and member of the governance and nominating committee, executive committee, compensation and management development committee and equity award committee of Amgen Inc., a biotechnological company; Director since 1999 and member of the nominating and governance committee and compensation and executive committee of Valero Energy Corporation, a crude oil refining and marketing company.</p>
<p>Linda Hutton Heagy Trustee</p>	<p>2003</p>	<p>Retired. Prior to June 2008, Managing Partner of Heidrick &amp; Struggles, the second largest global executive search firm, and from 2001-2004, Regional Managing Director of U.S. operations at</p>	<p>13</p>	<p>Trustee/Managing General Partner of funds in the Fund Complex; Trustee of the Brain Research Foundation. Prior to</p>

	<p>Heidrick &amp; Struggles. Prior to 1997, Managing Partner of Ray &amp; Berndtson, Inc., an executive recruiting firm. Prior to 1995, Executive Vice President of ABN AMRO, N.A., a bank holding company, with oversight for treasury management operations including all non-credit product pricing. Prior to 1990, experience includes Executive Vice President of The Exchange National Bank with oversight of treasury management including capital markets operations, Vice President of Northern Trust Company and a trainee at Price Waterhouse.</p>	<p>2010, Trustee on the University of Chicago Medical Center Board, Vice Chair of the Board of the YMCA of Metropolitan Chicago and a member of the Women's Board of the University of Chicago.</p>
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<sup>1</sup> Mr. Whalen is considered an interested person (within the meaning of Section 2(a)(19) of the 1940 Act) of certain funds in the Fund Complex because his firm currently provides legal services as legal counsel to such Funds.

**Trustees and Officers (continued)**

<b>Name, Year of Birth and Position(s) Held with the Trust</b>	<b>Trustee and/ or Officer Since</b>	<b>Principal Occupation(s) During Past 5 Years</b>	<b>Number of Funds in Fund Complex Overseen by Trustee</b>	<b>Other Directorship(s) Held by Trustee During Past 5 Years</b>
<b>Independent Trustees (continued)</b> R. Craig Kennedy 1952  Trustee	2003	Director and President of the German Marshall Fund of the United States, an independent U.S. foundation created to deepen understanding, promote collaboration and stimulate exchanges of practical experience between Americans and Europeans. Formerly, advisor to the Dennis Trading Group Inc., a managed futures and option company that invests money for individuals and institutions. Prior to 1992, President and Chief Executive Officer, Director and member of the Investment Committee of the Joyce Foundation, a private foundation.	13	Trustee/Managing General Partner of funds in the Fund Complex; Director of First Solar, Inc. and Member of the Advisory Board of True North Ventures.
Hugo F. Sonnenschein 1940  Trustee	1994	President Emeritus and Honorary Trustee of the University of	136	Trustee/Managing General Partner of funds in the Fund Complex; Trustee of the University of

<p>Suzanne H. Woolsey, Ph.D. Trustee</p>	<p>1941 2003</p>	<p>Chicago and the Adam Smith Distinguished Service Professor in the Department of Economics at the University of Chicago. Prior to 2000, President of the University of Chicago. Chief Executive Officer of Woolsey Partners LLC. From 2001 to 2003, Chief Communications Officer, and from 1993-2001, Chief Operating Officer of the National Academy of Sciences and Institute of Medicine/National Research Council, an independent, federally chartered policy institution.</p>	<p>13</p>	<p>Rochester and a member of its investment committee; Member of the National Academy of Sciences and the American Philosophical Society; Fellow of the American Academy of Arts and Sciences.  Trustee/Director/Managing General Partner of funds in the Fund Complex; Chair of the Board of Trustees of the Institute for Defense Analyses, a federally funded research and development center. Trustee of Colorado College. Trustee of California Institute of Technology. Previously, from 2004-2014, Director of Fluor Corp., a global engineering, construction and management company; From 1992-2000 and 2002-2010, Trustee of the German Marshall Fund of the United States, a public foundation; From 2004-2010, Trustee of the Rocky Mountain Institute, a non-profit energy and environmental institute; From 2008-2009, director of Changing World Technologies, Inc., an energy manufacturing company; From 2006-2009, director of Intelligent Medical Devices, Inc., a private company which develops diagnostic medical tools.</p>
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**Trustees and Officers (continued)**

<b>Name, Year of Birth and Position(s) Held with the Trust</b>	<b>Trustee and/or Officer Since</b>	<b>Principal Occupation(s) During Past 5 Years</b>	<b>Number of Funds in Fund Complex Overseen by Trustee</b>	<b>Other Directorship(s) Held by Trustee During Past 5 Years</b>
John M. Zerr 1962 Senior Vice President, Chief Legal Officer and Secretary	2010	Director, Senior Vice President, Secretary and General Counsel, Invesco Management Group, Inc. (formerly known as Invesco Aim Management Group, Inc.) and Van Kampen Exchange Corp.; Senior Vice President, Invesco Advisers, Inc. (formerly known as Invesco Institutional (N.A.), Inc.) (registered investment adviser); Senior Vice President and Secretary, Invesco Distributors, Inc. (formerly known as Invesco Aim Distributors, Inc.); Director, Vice President and Secretary, Invesco Investment Services, Inc. (formerly known as Invesco Aim Investment Services, Inc.) and IVZ Distributors, Inc. (formerly known as INVESCO Distributors, Inc.); Director and Vice President, INVESCO Funds Group, Inc.; Senior Vice President, Chief Legal Officer and Secretary, The Invesco Funds; Manager, Invesco PowerShares Capital Management LLC; Director, Secretary and General Counsel, Invesco Investment Advisers LLC (formerly known as Van Kampen Asset Management); Secretary and General Counsel, Invesco Capital Markets, Inc. (formerly known as Van Kampen Funds Inc.) and Chief Legal Officer, PowerShares Exchange-Traded Fund Trust, PowerShares Exchange-Traded	N/A	N/A

Fund Trust II, PowerShares India Exchange-Traded Fund Trust and PowerShares Actively Managed Exchange-Traded Fund Trust.

Formerly: Director and Vice President, Van Kampen Advisors Inc.; Director, Vice President, Secretary and General Counsel, Van Kampen Investor Services Inc.; Director, Invesco Distributors, Inc. (formerly known as Invesco Aim Distributors, Inc.); Director, Senior Vice President, General Counsel and Secretary, Invesco Aim Advisers, Inc. and Van Kampen Investments Inc.; Director, Vice President and Secretary, Fund Management Company; Director, Senior Vice President, Secretary, General Counsel and Vice President, Invesco Aim Capital Management, Inc.; Chief Operating Officer and General Counsel, Liberty Ridge Capital, Inc. (an investment adviser); Vice President and Secretary, PBHG Funds (an investment company) and PBHG Insurance Series Fund (an investment company); Chief Operating Officer, General Counsel and Secretary, Old Mutual Investment Partners (a broker-dealer); General Counsel and Secretary, Old Mutual Fund Services (an administrator) and Old Mutual Shareholder Services (a shareholder servicing center); Executive Vice President, General Counsel and Secretary, Old Mutual Capital, Inc. (an investment adviser); and Vice President and Secretary, Old Mutual Advisors Funds (an investment company).

Karen Dunn  
Kelley 1960  
Vice President

2010	<p>Senior Managing Director, Investments; Director, Co-President, Co-Chief Executive Officer, and Co-Chairman, Invesco Advisers, Inc. (formerly known as Invesco Institutional (N.A.), Inc.) (registered investment adviser); Chairman, Invesco Senior Secured Management, Inc.; Senior Vice President, Invesco Management Group, Inc. (formerly known as Invesco Aim Management Group, Inc.); Executive Vice President, Invesco Distributors, Inc. (formerly known as Invesco Aim Distributors, Inc.); Director, Invesco Mortgage Capital Inc. and Invesco Management Company Limited; Director and President, INVESCO Asset Management (Bermuda) Ltd., Vice President, The Invesco Funds (other than AIM Treasurer's Series Trust (Invesco Treasurer's Series Trust) and Short-Term Investments Trust); and President and Principal Executive Officer, The Invesco Funds (AIM Treasurer's Series Trust (Invesco Treasurer's Series Trust) and Short-Term Investments Trust only).</p> <p>Formerly: Director, INVESCO Global Asset Management Limited and INVESCO Management S.A.; Senior Vice President, Van Kampen Investments Inc. and Invesco Advisers, Inc. (formerly known as Invesco Institutional (N.A.), Inc.) (registered investment adviser); Vice President, Invesco Advisers, Inc. (formerly known as Invesco Institutional (N.A.), Inc.); Director of Cash</p>	N/A	N/A
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Management and Senior Vice President, Invesco Advisers, Inc. and Invesco Aim Capital Management, Inc.; President and Principal Executive Officer, Tax-Free Investments Trust; Director and President, Fund Management Company; Chief Cash Management Officer, Director of Cash Management, Senior Vice President, and Managing Director, Invesco Aim Capital Management, Inc.; Director of Cash Management, Senior Vice President, and Vice President, Invesco Advisers, Inc. and The Invesco Funds (AIM Treasurer's Series Trust (Invesco Treasurer's Series Trust), Short-Term Investments Trust and Tax-Free Investments Trust only).

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**Invesco California Value Municipal Income Trust**

**Trustees and Officers (continued)**

Name, Year of Birth and Position(s) Held with the Trust	Trustee and/or Officer Since	Principal Occupation(s) During Past 5 Years	Number of Funds in Fund Complex Overseen by Trustee	Other Directorship(s) Held by Trustee During Past 5 Years
<p><b>Other Officers (continued)</b>                      Sheri Morris 1964                       Vice President, Principal Financial Officer and Treasurer</p>	2010	<p>Vice President, Treasurer and Principal Financial Officer, The Invesco Funds; Vice President, Invesco Advisers, Inc. (formerly known as Invesco Institutional (N.A.), Inc.) (registered investment adviser); and Vice President, PowerShares Exchange-Traded Fund Trust, PowerShares Exchange-Traded Fund Trust II, PowerShares India Exchange-Traded Fund Trust and PowerShares Actively Managed Exchange-Traded Fund Trust.</p> <p>Formerly: Vice President, Invesco Aim Advisers, Inc., Invesco Aim Capital Management, Inc. and Invesco Aim Private Asset Management, Inc.; Assistant Vice President and Assistant Treasurer, The Invesco Funds and Assistant Vice President, Invesco Advisers, Inc., Invesco Aim Capital Management, Inc. and Invesco Aim Private Asset Management, Inc.;</p>	N/A	N/A

			<p>and Treasurer, PowerShares Exchange-Traded Fund Trust, PowerShares Exchange-Traded Fund Trust II, PowerShares India Exchange-Traded Fund Trust and PowerShares Actively Managed Exchange-Traded Fund Trust.</p>		
<p>Crissie M. Wisdom 1969  Anti-Money Laundering Compliance Officer</p>		<p>2013</p>	<p>Anti-Money Laundering Compliance Officer, Invesco Advisers, Inc. (formerly known as Invesco Institutional (N.A.), Inc.) (registered investment adviser), Invesco Capital Markets, Inc. (formerly known as Van Kampen Funds Inc.), Invesco Distributors, Inc., Invesco Investment Services, Inc., Invesco Management Group, Inc., Van Kampen Exchange Corp., The Invesco Funds, Invesco Funds (Chicago), and PowerShares Exchange-Traded Fund Trust, PowerShares Exchange-Traded Fund Trust II, PowerShares India Exchange-Traded Fund Trust, and PowerShares Actively Managed Exchange-Traded Fund Trust; and Fraud Prevention Manager and Controls and Risk Analysis Manager for Invesco Investment Services, Inc.</p>	<p>N/A</p>	<p>N/A</p>
<p>Valinda J. Arnett-Patton  Chief Compliance Officer</p>		<p>19592011</p>	<p>Chief Compliance Officer, Invesco (Chicago) Funds.</p>	<p>N/A</p>	<p>N/A</p>

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<b>Trust</b>	<b>Investment Adviser</b>	<b>Auditors</b>	<b>Custodian</b>
tree Street, N.E. A 30309	Invesco Advisers, Inc. 1555 Peachtree Street, N.E. Atlanta, GA 30309	PricewaterhouseCoopers LLP 1201 Louisiana Street, Suite 2900 Houston, TX 77002-5678	State Street Bank and Trust 225 Franklin Street Boston, MA 02110-2801

<b>Trust</b>	<b>Transfer Agent</b>
ps, Slate, Meagher & Flom, LLP Square NY 10036	Computershare Trust Company, N.A. 250 Royall Street Canton, MA 02021

**T-4 Invesco California Value Municipal Income Trust**

### **Correspondence information**

Send general correspondence to Computershare Trust Company, N.A., P.O.Box 30170, College Station, TX 77842-3170.

### **Trust holdings and proxy voting information**

The Trust provides a complete list of its holdings four times in each fiscal year, at the quarter ends. For the second and fourth quarters, the lists appear in the Trust's semiannual and annual reports to shareholders. For the first and third quarters, the Trust files the lists with the Securities and Exchange Commission (SEC) on Form N-Q. The most recent list of portfolio holdings is available at [invesco.com/completeqtrholdings](http://invesco.com/completeqtrholdings). Shareholders can also look up the Trust's Forms N-Q on the SEC website at [sec.gov](http://sec.gov). Copies of the Trust's Forms N-Q may be reviewed and copied at the SEC Public Reference Room in Washington, D.C. You can obtain information on the operation of the Public Reference Room, including information about duplicating fee charges, by calling 202 551 8090 or 800 732 0330, or by electronic request at the following email address: [publicinfo@sec.gov](mailto:publicinfo@sec.gov). The SEC file number for the Trust is shown below.

A description of the policies and procedures that the Trust uses to determine how to vote proxies relating to portfolio securities is available without charge, upon request, from our Client Services department at 800 341 2929 or at [invesco.com/proxyguidelines](http://invesco.com/proxyguidelines). The information is also available on the SEC website, [sec.gov](http://sec.gov).

Information regarding how the Trust voted proxies related to its portfolio securities during the most recent 12-month period ended June 30 is available at [invesco.com/proxysearch](http://invesco.com/proxysearch). In addition, this information is available on the SEC website at [sec.gov](http://sec.gov).

SEC file number: 811-07404

VK-CE-CAVMI-AR-1

ITEM 2. CODE OF ETHICS.

There were no amendments to the Code of Ethics (the Code) that applies to the Registrant's Principal Executive Officer (PEO) and Principal Financial Officer (PFO) during the period covered by the report. The Registrant did not grant any waivers, including implicit waivers, from any provisions of the Code to the PEO or PFO during the period covered by this report.

ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

The Board of Trustees has determined that the Registrant has at least one audit committee financial expert serving on its Audit Committee. The Audit Committee financial experts are Jerry D. Choate, Linda Hutton Heagy and R. Craig Kennedy. Jerry D. Choate, Linda Hutton Heagy and R. Craig Kennedy are independent within the meaning of that term as used in Form N-CSR.

ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

(a) to (d)

**Fees Billed by Principal Accountant Related to the Registrant**

PWC billed the Registrant aggregate fees for services rendered to the Registrant for the last two fiscal years as follows:

	Fees Billed for Services Rendered to the Registrant for fiscal year end 2/28/2014	(e)(2) Percentage of Fees Billed Applicable to Non-Audit Services Provided for fiscal year end 2/28/2014 Pursuant to Waiver of Pre-Approval Requirement <sup>(1)</sup>	Fees Billed for Services Rendered to the Registrant for fiscal year end 2/28/2013	(e)(2) Percentage of Fees Billed Applicable to Non-Audit Services Provided for fiscal year end 2/28/2013 Pursuant to Waiver of Pre-Approval Requirement <sup>(1)</sup>
Audit Fees	\$ 39,100	N/A	\$ 38,000	N/A
Audit-Related Fees <sup>(2)</sup>	\$ 0	0%	\$ 10,545	0%
Tax Fees <sup>(3)</sup>	\$ 8,165	0%	\$ 2,550	0%
All Other Fees <sup>(4)</sup>	\$ 1,923	0%	\$ 0	0%
<b>Total Fees</b>	<b>\$ 49,188</b>	<b>0%</b>	<b>\$ 51,095</b>	<b>0%</b>

(g) PWC billed the Registrant aggregate non-audit fees of \$10,088 for the fiscal year ended 2014, and \$13,095 for the fiscal year ended 2013, for non-audit services rendered to the Registrant.

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- (1) With respect to the provision of non-audit services, the pre-approval requirement is waived pursuant to a de minimis exception if (i) such services were not recognized as non-audit services by the Registrant at the time of engagement, (ii) the aggregate amount of all such services provided is no more than 5% of the aggregate audit and non-audit fees paid by the Registrant to PWC during a fiscal year; and (iii) such services are promptly brought to the attention of the Registrant's Audit Committee and approved by the Registrant's Audit Committee prior to the completion of the audit.
- (2) Audit-Related fees for the fiscal year end February 28, 2013 includes fees billed for agreed upon procedures related to variable municipal term preferred shares.
- (3) Tax fees for the fiscal year end February 28, 2014 includes fees billed for reviewing tax returns and consultation services. Tax fees for the fiscal year end February 28, 2013 includes fees billed for reviewing tax returns.
- (4) All other fees for the fiscal year end February 28, 2014 includes fees billed for completing professional services related to benchmark analysis.

**Fees Billed by PWC Related to Invesco and Invesco Affiliates**

PWC billed Invesco Advisers, Inc. ( Invesco ), the Registrant s adviser, and any entity controlling, controlled by or under common control with Invesco that provides ongoing services to the Registrant ( Invesco Affiliates ) aggregate fees for pre-approved non-audit services rendered to Invesco and Invesco Affiliates for the last two fiscal years as follows:

	Fees Billed for Non-Audit Services Rendered to Invesco and Invesco Affiliates for fiscal year end 2/28/2014 That Were Required to be Pre-Approved by the Registrant s Audit Committee		Fees Billed for Non-Audit Services Rendered to Invesco and Invesco Affiliates for fiscal year end 2/28/2013 That Were Required to be Pre-Approved by the Registrant s Audit Committee	
	(e)(2) Percentage of Fees Billed Applicable to Non-Audit Services Provided for fiscal year end 2/28/2014 Pursuant to Waiver of Pre-Approval Requirement <sup>(1)</sup>		(e)(2) Percentage of Fees Billed Applicable to Non-Audit Services Provided for fiscal year end 2/28/2013 Pursuant to Waiver of Pre-Approval Requirement <sup>(1)</sup>	
Audit-Related Fees	\$ 574,000	0%	\$ 0	0%
Tax Fees	\$ 0	0%	\$ 0	0%
All Other Fees	\$ 0	0%	\$ 0	0%
Total Fees <sup>(2)</sup>	\$ 574,000	0%	\$ 0	0%

(1) With respect to the provision of non-audit services, the pre-approval requirement is waived pursuant to a de minimis exception if (i) such services were not recognized as non-audit services by the Registrant at the time of engagement, (ii) the aggregate amount of all such services provided is no more than 5% of the aggregate audit and non-audit fees paid by the Registrant, Invesco and Invesco Affiliates to PWC during a fiscal year; and (iii) such services are promptly brought to the attention of the Registrant s Audit Committee and approved by the Registrant s Audit Committee prior to the completion of the audit.

(2) Audit-Related fees for the year end 2014 include fees billed related to reviewing controls at a service organization.

(g) Including the fees for services not required to be pre-approved by the registrant s audit committee, PWC billed Invesco and Invesco Affiliates aggregate non-audit fees of \$1,645,309 for the fiscal year ended February 28, 2014, and \$0 for the fiscal year ended February 28, 2013 , for non-audit services rendered to Invesco and Invesco Affiliates.

(h) The Audit Committee also has considered whether the provision of non-audit services that were rendered to Invesco and Invesco Affiliates that were not required to be pre-approved pursuant to SEC regulations, if any, is compatible with maintaining PWC s independence. To the extent that such services were provided, the Audit Committee determined that the provision of such services is compatible with PWC maintaining independence with respect to the Registrant.



(f) Not applicable.

(e)(1)

## PRE-APPROVAL OF AUDIT AND NON-AUDIT SERVICES

### POLICIES AND PROCEDURES

As adopted by the Audit Committees of

the Invesco Funds (the Funds )

Last Amended May 4, 2010

#### Statement of Principles

Under the Sarbanes-Oxley Act of 2002 and rules adopted by the Securities and Exchange Commission ( SEC ) ( Rules ), the Audit Committees of the Funds (the Audit Committees ) Board of Trustees (the Board ) are responsible for the appointment, compensation and oversight of the work of independent accountants (an Auditor ). As part of this responsibility and to assure that the Auditor 's independence is not impaired, the Audit Committees pre-approve the audit and non-audit services provided to the Funds by each Auditor, as well as all non-audit services provided by the Auditor to the Funds ' investment adviser and to affiliates of the adviser that provide ongoing services to the Funds ( Service Affiliates ) if the services directly impact the Funds ' operations or financial reporting. The SEC Rules also specify the types of services that an Auditor may not provide to its audit client. The following policies and procedures comply with the requirements for pre-approval and provide a mechanism by which management of the Funds may request and secure pre-approval of audit and non-audit services in an orderly manner with minimal disruption to normal business operations.

Proposed services either may be pre-approved without consideration of specific case-by-case services by the Audit Committees ( general pre-approval ) or require the specific pre-approval of the Audit Committees ( specific pre-approval ). As set forth in these policies and procedures, unless a type of service has received general pre-approval, it will require specific pre-approval by the Audit Committees. Additionally, any fees exceeding 110% of estimated pre-approved fee levels provided at the time the service was pre-approved will also require specific approval by the Audit Committees before payment is made. The Audit Committees will also consider the impact of additional fees on the Auditor 's independence when determining whether to approve any additional fees for previously pre-approved services.

The Audit Committees will annually review and generally pre-approve the services that may be provided by each Auditor without obtaining specific pre-approval from the Audit Committee generally on an annual basis. The term of any general pre-approval runs from the date of such pre-approval through September 30<sup>th</sup> of the following year, unless the Audit Committees consider a different period and state otherwise. The Audit Committees will add to or subtract from the list of general pre-approved services from time to time, based on subsequent determinations.

The purpose of these policies and procedures is to set forth the guidelines to assist the Audit Committees in fulfilling their responsibilities.

#### Delegation

The Audit Committees may from time to time delegate pre-approval authority to one or more of its members who are Independent Trustees. All decisions to pre-approve a service by a delegated member shall be reported to the Audit Committees at the next quarterly meeting.

**Audit Services**

The annual audit services engagement terms will be subject to specific pre-approval of the Audit Committees. Audit services include the annual financial statement audit and other procedures such as tax provision work that is required to be performed by the independent auditor to be able to form an opinion on the Funds' financial statements. The Audit Committees will obtain, review and consider sufficient information concerning the proposed Auditor to make a reasonable evaluation of the Auditor's qualifications and independence.

In addition to the annual Audit services engagement, the Audit Committees may grant either general or specific pre-approval of other audit services, which are those services that only the independent auditor reasonably can provide. Other Audit services may include services such as issuing consents for the inclusion of audited financial statements with SEC registration statements, periodic reports and other documents filed with the SEC or other documents issued in connection with securities offerings.

### **Non-Audit Services**

The Audit Committees may provide either general or specific pre-approval of any non-audit services to the Funds and its Service Affiliates if the Audit Committees believe that the provision of the service will not impair the independence of the Auditor, is consistent with the SEC's Rules on auditor independence, and otherwise conforms to the Audit Committees' general principles and policies as set forth herein.

### **Audit-Related Services**

Audit-related services are assurance and related services that are reasonably related to the performance of the audit or review of the Fund's financial statements or that are traditionally performed by the independent auditor. Audit-related services include, among others, accounting consultations related to accounting, financial reporting or disclosure matters not classified as Audit services; assistance with understanding and implementing new accounting and financial reporting guidance from rulemaking authorities; and agreed-upon procedures related to mergers, compliance with ratings agency requirements and interfund lending activities.

### **Tax Services**

Tax services include, but are not limited to, the review and signing of the Funds' federal tax returns, the review of required distributions by the Funds and consultations regarding tax matters such as the tax treatment of new investments or the impact of new regulations. The Audit Committees will scrutinize carefully the retention of the Auditor in connection with a transaction initially recommended by the Auditor, the major business purpose of which may be tax avoidance or the tax treatment of which may not be supported in the Internal Revenue Code and related regulations. The Audit Committees will consult with the Funds' Treasurer (or his or her designee) and may consult with outside counsel or advisors as necessary to ensure the consistency of Tax services rendered by the Auditor with the foregoing policy.

No Auditor shall represent any Fund or any Service Affiliate before a tax court, district court or federal court of claims.

Under rules adopted by the Public Company Accounting Oversight Board and approved by the SEC, in connection with seeking Audit Committees' pre-approval of permissible Tax services, the Auditor shall:

1. Describe in writing to the Audit Committees, which writing may be in the form of the proposed engagement letter:
  - a. The scope of the service, the fee structure for the engagement, and any side letter or amendment to the engagement letter, or any other agreement between the Auditor and the Fund, relating to the service; and

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- b. Any compensation arrangement or other agreement, such as a referral agreement, a referral fee or fee-sharing arrangement, between the Auditor and any person (other than the Fund) with respect to the promoting, marketing, or recommending of a transaction covered by the service;
2. Discuss with the Audit Committees the potential effects of the services on the independence of the Auditor;  
and
3. Document the substance of its discussion with the Audit Committees.

## All Other Auditor Services

The Audit Committees may pre-approve non-audit services classified as All other services that are not categorically prohibited by the SEC, as listed in Exhibit 1 to this policy.

## Pre-Approval Fee Levels or Established Amounts

Pre-approval of estimated fees or established amounts for services to be provided by the Auditor under general or specific pre-approval policies will be set periodically by the Audit Committees. Any proposed fees exceeding 110% of the maximum estimated pre-approved fees or established amounts for pre-approved audit and non-audit services will be reported to the Audit Committees at the quarterly Audit Committees meeting and will require specific approval by the Audit Committees before payment is made. The Audit Committees will always factor in the overall relationship of fees for audit and non-audit services in determining whether to pre-approve any such services and in determining whether to approve any additional fees exceeding 110% of the maximum pre-approved fees or established amounts for previously pre-approved services.

## Procedures

Generally on an annual basis, Invesco Advisers, Inc. ( Invesco ) will submit to the Audit Committees for general pre-approval, a list of non-audit services that the Funds or Service Affiliates of the Funds may request from the Auditor. The list will describe the non-audit services in reasonable detail and will include an estimated range of fees and such other information as the Audit Committee may request.

Each request for services to be provided by the Auditor under the general pre-approval of the Audit Committees will be submitted to the Funds' Treasurer (or his or her designee) and must include a detailed description of the services to be rendered. The Treasurer or his or her designee will ensure that such services are included within the list of services that have received the general pre-approval of the Audit Committees. The Audit Committees will be informed at the next quarterly scheduled Audit Committees meeting of any such services for which the Auditor rendered an invoice and whether such services and fees had been pre-approved and if so, by what means.

Each request to provide services that require specific approval by the Audit Committees shall be submitted to the Audit Committees jointly by the Fund's Treasurer or his or her designee and the Auditor, and must include a joint statement that, in their view, such request is consistent with the policies and procedures and the SEC Rules.

Each request to provide tax services under either the general or specific pre-approval of the Audit Committees will describe in writing: (i) the scope of the service, the fee structure for the engagement, and any side letter or amendment to the engagement letter, or any other agreement between the Auditor and the audit client, relating to the service; and (ii) any compensation arrangement or other agreement between the Auditor and any person (other than the audit client) with respect to the promoting, marketing, or recommending of a transaction covered by the service. The Auditor will discuss with the Audit Committees the potential effects of the services on the Auditor's independence and will document the substance of the discussion.

Non-audit services pursuant to the *de minimis* exception provided by the SEC Rules will be promptly brought to the attention of the Audit Committees for approval, including documentation that each of the conditions for this exception, as set forth in the SEC Rules, has been satisfied.

On at least an annual basis, the Auditor will prepare a summary of all the services provided to any entity in the investment company complex as defined in section 2-01(f)(14) of Regulation S-X in sufficient detail as to the nature of the engagement and the fees associated with those services.

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The Audit Committees have designated the Funds' Treasurer to monitor the performance of all services provided by the Auditor and to ensure such services are in compliance with these policies and procedures. The Funds' Treasurer will report to the Audit Committees on a periodic basis as to the results of such monitoring. Both the Funds' Treasurer and management of Invesco will immediately report to the chairman of the Audit Committees any breach of these policies and procedures that comes to the attention of the Funds' Treasurer or senior management of Invesco.

**Exhibit 1 to Pre-Approval of Audit and Non-Audit Services Policies and Procedures**

**Conditionally Prohibited Non-Audit Services (not prohibited if the Fund can reasonably conclude that the results of the service would not be subject to audit procedures in connection with the audit of the Fund's financial statements)**

**Bookkeeping or other services related to the accounting records or financial statements of the audit client**

**Financial information systems design and implementation**

**Appraisal or valuation services, fairness opinions, or contribution-in-kind reports**

**Actuarial services**

**Internal audit outsourcing services**

**Categorically Prohibited Non-Audit Services**

**Management functions**

**Human resources**

**Broker-dealer, investment adviser, or investment banking services**

**Legal services**

**Expert services unrelated to the audit**

**Any service or product provided for a contingent fee or a commission**

**Services related to marketing, planning, or opining in favor of the tax treatment of confidential transactions or aggressive tax position transactions, a significant purpose of which is tax avoidance**

**Tax services for persons in financial reporting oversight roles at the Fund**



**Any other service that the Public Company Oversight Board determines by regulation is impermissible.**

ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.

- (a) The registrant has a separately-designed standing audit committee established in accordance with Section 3(a)(58)(A) of the Securities Exchange Act of 1934, as amended. Members of the audit committee are: Jerry D. Choate, Linda Hutton Heagy and R. Craig Kennedy.
  
- (b) Not applicable.

ITEM 6. SCHEDULE OF INVESTMENTS.

Investments in securities of unaffiliated issuers is included as part of the reports to stockholders filed under Item 1 of this Form.

ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

**I.1. PROXY POLICIES AND PROCEDURES INVESCO ADVISERS**

<b>Applicable to</b>	All Advisory Clients, including the Invesco Funds
<b>Risk Addressed by Policy</b>	breach of fiduciary duty to client under Investment Advisers Act of 1940 by placing Invesco personal interests ahead of client best economic interests in voting proxies
<b>Relevant Law and Other Sources</b>	Investment Advisers Act of 1940
<b>Last Reviewed / Revised</b>	November, 2013

<b>by Compliance for Accuracy</b>	
<b>Policy/Procedure Owner</b>	Advisory Compliance
<b>Policy Approver</b>	Invesco Advisers, Inc. Invesco Funds Board, Invesco Funds (Chicago) Board
<b>Approved/Adopted Date</b>	November, 2013

The following policies and procedures apply to all institutional and retail funds and accounts (collectively, the Accounts) managed by Invesco Advisers, Inc. (Invesco).

**A. GUIDING PRINCIPLES**

Invesco may be authorized by its clients, including the funds it manages (Clients), to vote proxies appurtenant to the securities owned by such Clients. If so authorized, Invesco carries out this responsibility by voting proxies in a manner reasonably designed to maximize the economic interests of its Clients and to minimize any real or perceived conflicts of interest. Invesco may determine not to vote proxies if it determines that the cost or restrictions placed on a Client are outweighed by the benefit to such Client of voting the proxy.

Invesco is guided by the following principles:

Invesco votes for proposals that maximize long-term shareholder value.

Invesco believes in corporate accountability and supports governance structures reinforcing management's accountability to the board of directors and a board of directors' accountability to shareholders.

In addition to the performance driven considerations noted above, Invesco believes that environmental, social and corporate governance proposals can influence long-term shareholder value and should be voted in a manner where such long-term shareholder value is maximized.

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## B. OPERATING PROCEDURES AND RESPONSIBLE PARTIES

### Proxy administration

Guided by its philosophy that proxy voting is an asset that is to be managed by each investment team, consistent with each team's view as to the best economic interest of its shareholders, Invesco has created the Invesco US Proxy Advisory Committee ( IUPAC ). The IUPAC is an investments driven committee comprised solely of representatives from each investment management team at Invesco. The purpose of the IUPAC is to provide a forum for investment teams to monitor proxy voting trends, understand inconsistent votes within the complex, and to vote proxies where Invesco as a firm has a conflict of interest with an issuer or a member of the IUPAC has a personal conflict of interest with an issuer whose proxy he or she is charged with voting. The IUPAC also will consider and express a view on the proxies of the top twenty-five issuers held across all Client accounts, as measured by the total market value of shares held by Invesco Client accounts, and any other proxy brought to the IUPAC by an IUPAC member in an effort to build consensus around a proxy. Absent a conflict of interest, each investment team may deviate from the view formed by the IUPAC on any proxy. In cases where there is a firm-level or personal conflict of interest with a proxy, the IUPAC's vote controls the proxy across all applicable Client accounts. Representatives of the IUPAC will have access to third party proxy advisory analyses provided by each of Glass Lewis and Institutional Shareholder Services, Inc. ( ISS ) as one of many research tools in determining how to vote a proxy and is not required to vote in accordance with the recommendations of either.

### Important principles underlying the Invesco Proxy Voting Guidelines (the Guidelines )

#### I. Corporate Governance

Management teams of companies are accountable to the boards of directors and directors of publicly held companies are accountable to shareholders. Invesco endeavors to vote the proxies of portfolio companies in a manner that will reinforce the notion of a board's accountability. Consequently, Invesco generally votes against any actions that would impair the rights of shareholders or would reduce shareholders' influence over the board or over management.

The following are specific voting issues that illustrate how Invesco applies this principle of accountability.

*Elections of directors.* In uncontested director elections for companies that do not have a controlling shareholder, Invesco generally votes in favor of slates if they are comprised of at least a majority of independent directors and if the board's key committees are fully independent. Key committees include the Audit, Compensation and Governance or Nominating Committees. Invesco's standard of independence excludes directors who, in addition to the directorship, have any material business or family relationships with the companies they serve.

Contested director elections are evaluated on a case-by-case basis.

*Director performance.* Invesco generally withholds votes from directors who exhibit a lack of accountability to shareholders, either through their level of attendance at meetings or by adopting or approving egregious corporate-governance or other policies. In cases of material financial restatements, accounting fraud, habitually late filings, adopting shareholder rights plan ( poison pills ) without shareholder

approval, or other areas of poor performance, Invesco may withhold votes from some or all of a company's directors. In situations where directors' performance is a concern, Invesco may also support shareholder proposals to take corrective actions such as so-called clawback provisions.

*Auditors and Audit Committee members.* Invesco believes a company's Audit Committee has a high degree of responsibility to shareholders in matters of financial disclosure, integrity of the financial statements and effectiveness of a company's internal controls. Independence, experience and financial expertise are critical elements of a well-functioning Audit Committee. When electing directors who are members of a company's Audit Committee, or when ratifying a company's auditors, Invesco considers the past performance of the Committee and holds its members accountable for the quality of the company's financial statements and reports.

*Majority standard in director elections.* The right to elect directors is the single most important mechanism shareholders have to promote accountability. Invesco supports the nascent effort to reform the U.S. convention of electing directors, and generally votes in favor of proposals to elect directors by a majority vote.

*Classified boards.* Invesco generally supports proposals to elect directors annually instead of electing them to staggered multi-year terms because annual elections increase a board's level of accountability to its shareholders.

*Supermajority voting requirements.* Unless required by law in the state of incorporation, Invesco generally votes against actions that would impose any supermajority voting requirement, and generally supports actions to dismantle existing supermajority requirements.

*Responsiveness.* Invesco generally withholds votes from directors who do not adequately respond to shareholder proposals that were approved by a majority of votes cast the prior year.

*Cumulative voting.* The practice of cumulative voting can enable minority shareholders to have representation on a company's board. Invesco generally supports proposals to institute the practice of cumulative voting at companies whose overall corporate-governance standards indicate a particular need to protect the interests of minority shareholders.

*Shareholder access.* On business matters with potential financial consequences, Invesco generally votes in favor of proposals that would increase shareholders' opportunities to express their views to boards of directors, proposals that would lower barriers to shareholder action and proposals to promote the adoption of generally accepted best practices in corporate governance. Furthermore, Invesco generally votes for shareholder proposals that are designed to protect shareholder rights if a company's corporate governance standards indicate that such additional protections are warranted.

## **II. Incentives**

Invesco believes properly constructed compensation plans that include equity ownership are effective in creating incentives that induce management and employees of portfolio companies to create greater shareholder wealth. Invesco generally supports equity compensation plans that promote the proper alignment of incentives with shareholders' long-term interests, and generally votes against plans that are overly dilutive to existing shareholders, plans that contain objectionable structural features, and plans that appear likely to reduce the value of the Client's investment.

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Following are specific voting issues that illustrate how Invesco evaluates incentive plans.

*Executive compensation.* Invesco evaluates compensation plans for executives within the context of the company's performance under the executives' tenure. Invesco believes independent compensation committees are best positioned to craft executive-compensation plans that are suitable for their company-specific circumstances. Invesco views the election of independent compensation committee members as the appropriate mechanism for shareholders to express their approval or disapproval of a company's compensation practices. Therefore, Invesco generally does not support shareholder proposals to limit or eliminate certain forms of executive compensation. In the interest of reinforcing the notion of a compensation committee's accountability to shareholders, Invesco generally supports proposals requesting that companies subject each year's compensation record to an advisory shareholder vote, or so-called "say on pay" proposals.

*Equity-based compensation plans.* Invesco generally votes against plans that contain structural features that would impair the alignment of incentives between shareholders and management. Such features include the ability to reprice or reload options without shareholder approval, the ability to issue options below the stock's current market price, or the ability automatically to replenish shares without shareholder approval.

*Employee stock-purchase plans.* Invesco generally supports employee stock-purchase plans that are reasonably designed to provide proper incentives to a broad base of employees, provided that the price at which employees may acquire stock is at most a 15 percent discount from the market price.

*Severance agreements.* Invesco generally votes in favor of proposals requiring advisory shareholder ratification of executives' severance agreements. However, we generally oppose proposals requiring such agreements to be ratified by shareholders in advance of their adoption. Given the vast differences that may occur in these agreements, it is necessary to note that IUPAC can and does evaluate some severance agreements on a case-by-case basis.

### **III. Capitalization**

Examples of management proposals related to a company's capital structure include authorizing or issuing additional equity capital, repurchasing outstanding stock, or enacting a stock split or reverse stock split. On requests for additional capital stock, Invesco analyzes the company's stated reasons for the request. Except where the request could adversely affect the Client's ownership stake or voting rights, Invesco generally supports a board's decisions on its needs for additional capital stock. Some capitalization proposals require a case-by-case analysis. Examples of such proposals include authorizing common or preferred stock with special voting rights, or issuing additional stock in connection with an acquisition.

### **IV. Mergers, Acquisitions and Other Corporate Actions**

Issuers occasionally require shareholder approval to engage in certain corporate actions such as mergers, acquisitions, name changes, dissolutions, reorganizations, divestitures and reincorporations and the votes for these types of corporate actions are generally determined on a case-by-case basis.

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#### **V. Anti-Takeover Measures**

Practices designed to protect a company from unsolicited bids can adversely affect shareholder value and voting rights, and they create conflicts of interests among directors, management and shareholders. Except under special issuer-specific circumstances, Invesco generally votes to reduce or eliminate such measures. These measures include adopting or renewing poison pills, requiring supermajority voting on certain corporate actions, classifying the election of directors instead of electing each director to an annual term, or creating separate classes of common or preferred stock with special voting rights. Invesco generally votes against management proposals to impose these types of measures, and generally votes for shareholder proposals designed to reduce such measures. Invesco generally supports shareholder proposals directing companies to subject their anti-takeover provisions to a shareholder vote.

#### **VI. Environmental and Social Issues**

Invesco will evaluate environmental and social proposals when it believes such proposals may influence long-term shareholder value. If Invesco votes on an environmental or social proposal, it shall do so in a manner it believes will maximize long-term shareholder value.

#### **VII. Routine Business Matters**

Routine business matters rarely have the potential to have a material effect on the economic prospects of Clients' holdings, so Invesco generally supports the board's discretion on these items. However, Invesco generally votes against proposals where there is insufficient information to make a decision about the nature of the proposal. Similarly, Invesco generally votes against proposals to conduct other unidentified business at shareholder meetings.

#### **C. SUMMARY**

These Guidelines provide an important framework for making proxy-voting decisions, and should give our Clients insight into the factors driving Invesco's decisions. The Guidelines cannot address all potential proxy issues, however. Decisions on specific issues must be made within the context of these Guidelines. In addition, at the discretion of the portfolio managers, Invesco may also vote shares held on a Client-by-Client basis.

#### **D. EXCEPTIONS**

##### **Client Maintains Right to Vote Proxies**

In the case of institutional Clients or sub-advised Clients, Invesco will vote the proxies in accordance with these Guidelines unless a Client, ERISA or non-ERISA, retains, in writing, the right to vote or the named fiduciary (e.g., the plan sponsor) of a Client retains in writing the right to direct the plan trustee or a third party to vote proxies.

##### **Proxy Voting for Fixed Income Assets and Stable Value Wrap Agreements**

Some of Invesco's fixed income Clients hold interests in preferred stock of companies and some of Invesco's stable value clients are parties to wrap agreements. From time to time, companies that have issued preferred stock or that are parties to wrap agreements request

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that Invesco's Clients vote proxies on particular matters. Neither ISS nor GL currently provides proxy analysis or vote recommendations with respect to such proxy votes. Therefore, when a particular matter arises in this category, the portfolio managers responsible for the particular mandate will review the matter and make a recommendation as to how to vote the associated proxy.

### **Proxy Constraints**

In certain circumstances, Invesco may refrain from voting where the economic cost of voting a company's proxy exceeds any anticipated benefits of that proxy proposal. In addition, there may be instances in which Invesco is unable to vote a proxy despite using commercially reasonable efforts to vote all of its Clients' proxies. Particular examples of such instances include, but are not limited to, the following:

When securities are participating in the securities lending program, Invesco makes a determination of whether to terminate the loan by weighing the benefit to the Clients of voting a particular proxy versus the revenue lost by terminating the loan and recalling the securities. In some countries the exercise of voting rights requires the Client to submit to share-blocking. Invesco generally refrains from voting proxies in share-blocking countries unless the portfolio manager determines that the benefit to the Client(s) of voting a specific proxy outweighs the Client's temporary inability to sell the security.

An inability to receive proxy materials from our Clients' custodians with enough time and enough information to make a voting decision sometimes precludes Invesco's ability to vote proxies.

A requirement of some non-U.S. companies that in order to vote a proxy a representative in person must attend the proxy meeting. Invesco makes a determination as to whether the costs of sending a representative or signing a power-of-attorney outweigh the benefit of voting a particular proxy.

In the great majority of instances Invesco is able to vote U.S. and non-U.S. proxies successfully. It is important to note that Invesco makes voting decisions for non-U.S. issuers using these Guidelines as its framework, but also takes into account the corporate governance standards, regulatory environment and generally reasonable and governance-minded practices of the local market.

### **E. RESOLVING POTENTIAL CONFLICTS OF INTEREST**

*Firm Level Conflicts of Interest.* A potential conflict of interest arises when Invesco votes a proxy for an issuer with which it also maintains a material business relationship. Examples could include issuers that are distributors of Invesco's products, or issuers that employ Invesco to manage portions of their retirement plans or treasury accounts.

Invesco generally resolves such potential conflicts in one of the following ways: (1) if the proposal that gives rise to the potential conflict is specifically addressed by the Guidelines, Invesco may vote the proxy in accordance with the predetermined Guidelines; (2) Invesco may engage an independent third party to determine how the proxy should be voted; or (3) Invesco may establish an ethical wall or other informational barrier between the persons involved in the potential conflict and the persons making the proxy-voting decision in order to insulate the potential conflict from the decision makers.

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Because the Guidelines are pre-determined and crafted to be in the best economic interest of Clients, applying the Guidelines to vote Client proxies should, in most instances, adequately resolve any potential conflict of interest. As an additional safeguard against potential conflicts, persons from Invesco's marketing, distribution and other customer-facing functions are not members of IUPAC.

*Personal Conflicts of Interest.* If any member of IUPAC has a personal conflict of interest with respect to a company or an issue presented for voting, that IUPAC member will inform IUPAC of such conflict and will abstain from voting on that company or issue. All IUPAC members shall sign an annual conflicts of interest memorandum.

*Funds of Funds.* Some Invesco Funds offering diversified asset allocation within one investment vehicle own shares in other Invesco Funds. A potential conflict of interest could arise if an underlying Invesco Fund has a shareholder meeting with any proxy issues to be voted on, because Invesco's asset-allocation funds or target-maturity funds may be large shareholders of the underlying fund. In order to avoid any potential for a conflict, the asset-allocation funds and target maturity funds vote their shares in the same proportion as the votes of the external shareholders of the underlying fund.

#### **F. RECORDKEEPING**

The Investments Administration team will be responsible for all Proxy Voting record keeping.

#### **Policies and Vote Disclosure**

A copy of these Guidelines and the voting record of each Invesco Retail Fund are available on Invesco's web site, [www.invesco.com](http://www.invesco.com). In accordance with Securities and Exchange Commission regulations, all Invesco Funds file a record of all proxy-voting activity for the prior 12 months ending June 30th. That filing is made on or before August 31st of each year. In the case of institutional and sub-advised Clients, Clients may obtain information about how Invesco voted proxies on their behalf by contacting their client services representative.

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ITEM 8. PORTFOLIO MANAGERS OF CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

The following individuals are jointly and primarily responsible for the day-to-day management of the Trust:

Thomas Byron, Portfolio Manager, who has been responsible for the Trust since 2009 and has been associated with Invesco and/or its affiliates since 2010. From 1981 to 2010, Mr. Byron was associated with Morgan Stanley Investment Advisors Inc. in an investment management capacity.

Robert Stryker, Portfolio Manager, who has been responsible for the Trust since 2009 and has been with Invesco and/or its affiliates since 2010. From 1994 to 2010, Mr. Stryker was associated with Morgan Stanley Investment Advisors Inc. in an investment management capacity.

Julius Williams, Portfolio Manager, who has been responsible for the Trust since 2011 and has been associated with Invesco and/or its affiliates since 2010. From 2000 to 2010, Mr. Williams was associated with Morgan Stanley Investment Advisors Inc. in an investment management capacity.

Robert Wimmel, Portfolio Manager, who has been responsible for the Trust since 2001 and has been associated with Invesco and/or its affiliates since 2010. From 1996 to 2010, Mr. Wimmel was associated with Morgan Stanley Investment Advisors Inc. in an investment management capacity.

***Portfolio Manager Fund Holdings and Information on Other Managed Accounts***

Invesco's portfolio managers develop investment models which are used in connection with the management of certain Invesco Funds as well as other mutual funds for which Invesco or an affiliate acts as sub-adviser, other pooled investment vehicles that are not registered mutual funds, and other accounts managed for organizations and individuals. The Investments chart reflects the portfolio managers' investments in the Funds that they manage. Accounts are grouped into three categories: (i) investments made directly in the Fund, (ii) investments made in an Invesco pooled investment vehicle with the same or similar objectives and strategies as the Fund, and (iii) any investments made in any Invesco Fund or Invesco pooled investment vehicle. The Assets Managed chart reflects information regarding accounts other than the Funds for which each portfolio manager has day-to-day management responsibilities. Accounts are grouped into three categories: (i) other registered investment companies, (ii) other pooled investment vehicles and (iii) other accounts. To the extent that any of these accounts pay advisory fees that are based on account performance (performance-based fees), information on those accounts is specifically broken out. In addition, any assets denominated in foreign currencies have been converted into U.S. Dollars using the exchange rates as of the applicable date.

**Investments**

The following information is as of February 28, 2014:

<b>Portfolio Manager</b>	<b>Dollar Range of Investments in each Fund<sup>1</sup></b>	<b>Dollar Range of Investments in Invesco pooled investment vehicles<sup>2</sup></b>	<b>Dollar Range of all Investments in Funds and Invesco pooled investment vehicles<sup>3</sup></b>
<b>Invesco California Value Municipal Income Trust</b>			
Thomas Byron	None	N/A	\$100,001-\$500,000
Robert Stryker	None	N/A	\$100,001-\$500,000
Julius Williams	None	N/A	\$50,001-\$100,000
Robert Wimmel	None	N/A	\$100,001-\$500,000

**Assets Managed**

The following information is as of February 28, 2014:

<b>Portfolio Manager</b>	<b>Other Registered Investment Companies Managed (assets in millions)</b>		<b>Other Pooled Investment Vehicles Managed (assets in millions)</b>		<b>Other Accounts Managed (assets in millions)<sup>4</sup></b>	
	<b>Number of Accounts</b>	<b>Assets</b>	<b>Number of Accounts</b>	<b>Assets</b>	<b>Number of Accounts</b>	<b>Assets</b>
<b>Invesco California Value Municipal Income Trust</b>						
Thomas Byron	15	\$ 14,295.5	None	None	None	None
Robert Stryker	15	\$ 14,295.5	None	None	None	None
Julius Williams	5	\$ 1,606.7	None	None	None	None
Robert Wimmel	15	\$ 14,295.5	None	None	None	None

**Potential Conflicts of Interest**

Actual or apparent conflicts of interest may arise when a portfolio manager has day-to-day management responsibilities with respect to more than one Fund or other account. More specifically, portfolio managers who manage multiple Funds and/or other accounts may be presented with one or more of the following potential conflicts:

- <sup>1</sup> This column reflects investments in a Fund's shares beneficially owned by a portfolio manager (as determined in accordance with Rule 16a-1(a) (2) under the Securities Exchange Act of 1934, as amended). Beneficial ownership includes ownership by a portfolio manager's immediate family members sharing the same household.
- <sup>2</sup> This column reflects portfolio managers' investments made either directly or through a deferred compensation or a similar plan in Invesco pooled investment vehicles with the same or similar objectives and strategies as the Fund as of the most recent fiscal year end of the Fund.
- <sup>3</sup> This column reflects the combined holdings from both the Dollar Range of all Investments in Funds and Invesco pooled investment vehicles and the Dollar Range of Investments in each Fund columns.

- 4 These are accounts of individual investors for which Invesco provides investment advice. Invesco offers separately managed accounts that are managed according to the investment models developed by its portfolio managers and used in connection with the management of certain Invesco Funds. These accounts may be invested in accordance with one or more of those investment models and investments held in those accounts are traded in accordance with the applicable models.

The management of multiple Funds and/or other accounts may result in a portfolio manager devoting unequal time and attention to the management of each Fund and/or other account. The Adviser and each Sub-Adviser seek to manage such competing interests for the time and attention of portfolio managers by having portfolio managers focus on a particular investment discipline. Most other accounts managed by a portfolio manager are managed using the same investment models that are used in connection with the management of the Funds.

If a portfolio manager identifies a limited investment opportunity which may be suitable for more than one Fund or other account, a Fund may not be able to take full advantage of that opportunity due to an allocation of filled purchase or sale orders across all eligible Funds and other accounts. To deal with these situations, the Adviser, each Sub-Adviser and the Funds have adopted procedures for allocating portfolio transactions across multiple accounts.

The Adviser and each Sub-Adviser determine which broker to use to execute each order for securities transactions for the Funds, consistent with its duty to seek best execution of the transaction. However, for certain other accounts (such as mutual funds for which Invesco or an affiliate acts as sub-adviser, other pooled investment vehicles that are not registered mutual funds, and other accounts managed for organizations and individuals), the Adviser and each Sub-Adviser may be limited by the client with respect to the selection of brokers or may be instructed to direct trades through a particular broker. In these cases, trades for a Fund in a particular security may be placed separately from, rather than aggregated with, such other accounts. Having separate transactions with respect to a security may temporarily affect the market price of the security or the execution of the transaction, or both, to the possible detriment of the Fund or other account(s) involved.

Finally, the appearance of a conflict of interest may arise where the Adviser or Sub-Adviser has an incentive, such as a performance-based management fee, which relates to the management of one Fund or account but not all Funds and accounts for which a portfolio manager has day-to-day management responsibilities.

The Adviser, each Sub-Adviser, and the Funds have adopted certain compliance procedures which are designed to address these types of conflicts. However, there is no guarantee that such procedures will detect each and every situation in which a conflict arises.

### ***Description of Compensation Structure***

#### *For the Adviser and each affiliated Sub-Adviser*

The Adviser and each Sub-Adviser seek to maintain a compensation program that is competitively positioned to attract and retain high-caliber investment professionals. Portfolio managers receive a base salary, an incentive bonus opportunity and an equity compensation opportunity. Portfolio manager compensation is reviewed and may be modified each year as appropriate to reflect changes in the market, as well as to adjust the factors used to determine bonuses to promote competitive Fund performance. The Adviser and each Sub-Adviser evaluate competitive market compensation by reviewing compensation survey results conducted by an independent third party of investment industry compensation. Each portfolio manager's compensation consists of the following three elements:

**Base Salary.** Each portfolio manager is paid a base salary. In setting the base salary, the Adviser and each Sub-Adviser's intention is to be competitive in light of the particular portfolio manager's experience and responsibilities.

**Annual Bonus.** The portfolio managers are eligible, along with other employees of the Adviser and each Sub-Adviser, to participate in a discretionary year-end bonus pool. The Compensation Committee of Invesco Ltd. reviews and

approves the amount of the bonus pool available considering investment performance and financial results in its review. In addition, while having no direct impact on individual bonuses, assets under management are considered when determining the starting bonus funding levels. Each portfolio manager is eligible to receive an annual cash bonus which is based on quantitative (i.e. investment performance) and non-quantitative factors (which may include, but are not limited to, individual performance, risk management and teamwork).

Each portfolio manager's compensation is linked to the pre-tax investment performance of the Funds/accounts managed by the portfolio manager as described in Table 1 below.

Table 1

<b>Sub-Adviser</b>	<b>Performance time period<sup>5</sup></b>
Invesco <sup>6</sup>	One-, Three- and Five-year performance against Fund peer group.
Invesco Australia	
Invesco Deutschland	
Invesco Hong Kong <sup>6</sup>	
Invesco Asset Management.	
Invesco- Invesco Real Estate <sup>6,7</sup>	Not applicable
Invesco Senior Secured <sup>6, 8</sup>	
Invesco Canada <sup>6</sup>	One-year performance against Fund peer group.
Invesco Japan <sup>9</sup>	Three- and Five-year performance against entire universe of Canadian funds.
High investment performance (against applicable peer group and/or benchmarks) would deliver compensation generally associated with top pay in the industry (determined by reference to the third-party provided compensation survey information) and poor investment performance (versus applicable peer group) would result in low bonus compared to the applicable peer group or no bonus at all. These decisions are reviewed and approved collectively by senior leadership which has responsibility for executing the compensation approach across the organization.	

*Deferred / Long Term Compensation.* Portfolio managers may be granted an annual deferral award that allows them to select receipt of shares of certain Invesco Funds with a vesting period as well as common shares and/or restricted shares of Invesco Ltd. stock from pools determined from time to time by the Compensation Committee of Invesco Ltd.'s Board of Directors. Awards of deferred/long term compensation typically vest over time, so as to create incentives to retain key talent.

Portfolio managers also participate in benefit plans and programs available generally to all employees.

<sup>5</sup> Rolling time periods based on calendar year-end.

<sup>6</sup> Portfolio Managers may be granted an annual deferral award that vests on a pro-rata basis over a four year period and final payments are based on the performance of eligible Funds selected by the portfolio manager at the time

the award is granted.

- 7 Portfolio Managers for Invesco Global Real Estate Fund, Invesco Real Estate Fund, Invesco Global Real Estate Income Fund and Invesco V.I. Global Real Estate Fund base their bonus on new operating profits of the U.S. Real Estate Division of Invesco.
- 8 Invesco Senior Secured's bonus is based on annual measures of equity return and standard tests of collateralization performance.
- 9 Portfolio Managers for Invesco Pacific Growth Fund's compensation is based on the one-, three- and five-year performance against the appropriate Micropol benchmark.

ITEM 9. PURCHASES OF EQUITY SECURITIES BY CLOSED-END MANAGEMENT INVESTMENT COMPANY AND AFFILIATED PURCHASERS.

Not applicable

ITEM 10. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

None

ITEM 11. CONTROLS AND PROCEDURES.

- (a) As of February 12, 2014, an evaluation was performed under the supervision and with the participation of the officers of the Registrant, including the PEO and PFO, to assess the effectiveness of the Registrant's disclosure controls and procedures, as that term is defined in Rule 30a-3(c) under the Investment Company Act of 1940 (the Act), as amended. Based on that evaluation, the Registrant's officers, including the PEO and PFO, concluded that, as of February 12, 2014, the Registrant's disclosure controls and procedures were reasonably designed to ensure: (1) that information required to be disclosed by the Registrant on Form N-CSR is recorded, processed, summarized and reported within the time periods specified by the rules and forms of the Securities and Exchange Commission; and (2) that material information relating to the Registrant is made known to the PEO and PFO as appropriate to allow timely decisions regarding required disclosure.
- (b) There have been no changes in the Registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the Act) that occurred during the second fiscal quarter of the period covered by this report that have materially affected, or are reasonably likely to materially affect, the Registrant's internal control over financial reporting.

ITEM 12. EXHIBITS.

12(a) (1) Code of Ethics.

12(a) (2) Certifications of principal executive officer and principal financial officer as required by Rule 30a-2(a) under the Investment Company Act of 1940.

12(a) (3) Not applicable.

12(b) Certifications of principal executive officer and principal financial officer as required by Rule 30a-2(b) under the Investment Company Act of 1940.



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: Invesco California Value Municipal Income Trust

By: /s/ Colin Meadows  
Colin Meadows  
Principal Executive Officer  
Date: May 9, 2014

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

By: /s/ Colin Meadows  
Colin Meadows  
Principal Executive Officer

Date: May 9, 2014

By: /s/ Sheri Morris  
Sheri Morris  
Principal Financial Officer

Date: May 9, 2014

EXHIBIT INDEX

- 12(a) (1) Code of Ethics.
- 12(a) (2) Certifications of principal executive officer and principal financial officer as required by Rule 30a-2(a) under the Investment Company Act of 1940.
- 12(a) (3) Not applicable.
- 12(b) Certifications of principal executive officer and principal financial officer as required by Rule 30a-2(b) under the Investment Company Act of 1940.