

FIRST FINANCIAL CORP /IN/

Form 10-Q

August 01, 2008

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**  
**FORM 10-Q**  
**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**  
**For The Quarterly Period Ended June 30, 2008**  
**Commission File Number 0-16759**  
**FIRST FINANCIAL CORPORATION**  
 (Exact name of registrant as specified in its charter)

INDIANA	35-1546989
(State or other jurisdiction incorporation or organization)	(I.R.S. Employer Identification No.)
One First Financial Plaza, Terre Haute, IN	47807
(Address of principal executive office)	(Zip Code)
(812)238-6000	
(Registrant's telephone number, including area code)	

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer  Non-accelerated filer  Smaller reporting company   
 (Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

As of July 30, 2008, the registrant had outstanding 13,098,615 shares of common stock, without par value.

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## Part I Financial Information

## Item 1. Financial Statements

**FIRST FINANCIAL CORPORATION**  
**CONSOLIDATED BALANCE SHEETS**  
(Dollar amounts in thousands, except per share data)

	June 30, 2008 (Unaudited)	December 31, 2007
<b>ASSETS</b>		
Cash and due from banks	\$ 80,809	\$ 70,082
Federal funds sold and short-term investments	4,345	4,201
Securities available-for-sale	606,543	558,020
Loans:		
Commercial, financial and agricultural	491,604	461,086
Real estate construction	25,649	29,637
Real estate mortgage	646,846	673,355
Installment	280,285	262,858
Lease financing	2,080	2,275
	1,446,464	1,429,211
Less:		
Unearned Income	(197)	(212)
Allowance for loan losses	(15,553)	(15,351)
	1,430,714	1,413,648
Credit card loans held-for-sale	13,315	14,068
Restricted Stock	26,227	28,613
Accrued interest receivable	11,866	13,698
Premises and equipment, net	32,541	32,632
Bank-owned life insurance	61,054	59,950
Goodwill	7,102	7,102
Other intangible assets	1,724	1,937
Other real estate owned	2,269	1,472
Other assets	24,916	26,139
<b>TOTAL ASSETS</b>	<b>\$ 2,303,425</b>	<b>\$ 2,231,562</b>
<b>LIABILITIES AND SHAREHOLDERS EQUITY</b>		
Deposits:		
Noninterest-bearing	\$ 254,621	\$ 225,549
Interest-bearing:		
Certificates of deposit of \$100 or more	240,578	193,901
Other interest-bearing deposits	1,115,636	1,110,271
	1,610,835	1,529,721

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Short-term borrowings	28,861	27,331
Other borrowings	335,833	341,285
Other liabilities	46,179	51,533
<b>TOTAL LIABILITIES</b>	<b>2,021,708</b>	<b>1,949,870</b>
Shareholders' equity		
Common stock, \$.125 stated value per share;		
Authorized shares-40,000,000		
Issued shares-14,450,966		
Outstanding shares-13,098,615 in 2008 and 13,136,359 in 2007	1,806	1,806
Additional paid-in capital	68,212	68,212
Retained earnings	258,341	250,011
Accumulated other comprehensive income (loss)	(12,452)	(5,181)
Treasury shares at cost-1,352,351 in 2008 and 1,314,607 in 2007	(34,190)	(33,156)
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>281,717</b>	<b>281,692</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>\$ 2,303,425</b>	<b>\$ 2,231,562</b>

See accompanying notes.

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FIRST FINANCIAL CORPORATION  
CONSOLIDATED STATEMENTS OF INCOME  
(Dollar amounts in thousands, except per share data)

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2008	2007	2008	2007
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
<b>INTEREST INCOME:</b>				
Loans, including related fees	\$ 24,681	\$ 25,950	\$ 50,457	\$ 51,602
Securities:				
Taxable	6,385	5,836	12,382	11,448
Tax-exempt	1,581	1,606	3,178	3,182
Other	624	812	1,541	1,594
<b>TOTAL INTEREST INCOME</b>	<b>33,271</b>	<b>34,204</b>	<b>67,558</b>	<b>67,826</b>
<b>INTEREST EXPENSE:</b>				
Deposits	8,376	10,384	18,593	20,589
Short-term borrowings	200	449	567	681
Other borrowings	4,735	4,806	9,482	9,534
<b>TOTAL INTEREST EXPENSE</b>	<b>13,311</b>	<b>15,639</b>	<b>28,642</b>	<b>30,804</b>
<b>NET INTEREST INCOME</b>	<b>19,960</b>	<b>18,565</b>	<b>38,916</b>	<b>37,022</b>
Provision for loan losses	1,735	1,240	3,660	2,930
<b>NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES</b>	<b>18,225</b>	<b>17,325</b>	<b>35,256</b>	<b>34,092</b>
<b>NON-INTEREST INCOME:</b>				
Trust and financial services	990	942	2,109	1,920
Service charges and fees on deposit accounts	2,988	3,020	5,780	5,741
Other service charges and fees	1,477	1,462	2,871	2,767
Securities gains/(losses), net	1	0	355	20
Insurance commissions	1,637	1,546	3,196	2,944
Gain on sales of mortgage loans	185	220	410	404
Other	363	339	1,569	1,880
<b>TOTAL NON-INTEREST INCOME</b>	<b>7,641</b>	<b>7,529</b>	<b>16,290</b>	<b>15,676</b>
<b>NON-INTEREST EXPENSE:</b>				
Salaries and employee benefits	10,125	9,615	20,458	19,567
Occupancy expense	988	1,031	2,037	2,071
Equipment expense	1,126	1,069	2,239	2,167

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Other	3,991	4,393	7,920	8,361
TOTAL NON-INTEREST EXPENSE	16,230	16,108	32,654	32,166
INCOME BEFORE INCOME TAXES	9,636	8,746	18,892	17,602
Provision for income taxes	2,493	2,333	4,799	4,766
NET INCOME	\$ 7,143	\$ 6,413	\$ 14,093	\$ 12,836
PER SHARE DATA				
Basic and Diluted	\$ 0.55	\$ 0.49	\$ 1.07	\$ 0.97
Dividends Per Share	\$ 0.44	\$ 0.43	\$ 0.44	\$ 0.43
Weighted average number of shares outstanding (in thousands)	13,102	13,200	13,112	13,225

See accompanying notes.



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FIRST FINANCIAL CORPORATION  
CONSOLIDATED STATEMENTS OF SHAREHOLDERS EQUITY  
Three Months Ended June 30, 2008, and 2007  
(Dollar amounts in thousands, except per share data)  
(Unaudited)

	Common Stock	Additional Capital	Retained Earnings	Accumulated Other Comprehensive Income/(Loss)	Treasury Stock	Total
Balance, April 1, 2007	\$ 1,806	\$ 68,003	\$ 242,304	\$ (4,754)	\$ (30,430)	\$ 276,929
Comprehensive income:						
Net income			6,413			6,413
Change in net unrealized gains/(losses) on securities available for-sale				(6,080)		(6,080)
Change in net unrealized gains/ (losses) on retirement plans				111		111
Total comprehensive income/(loss)						444
Cash Dividends, \$.43 per share			(5,665)			(5,665)
Treasury stock purchase					(1,913)	(1,913)
Balance, June 30, 2007	\$ 1,806	\$ 68,003	\$ 243,052	\$ (10,723)	\$ (32,343)	\$ 269,795
Balance, April 1, 2008	\$ 1,806	\$ 68,212	\$ 256,961	\$ 292	\$ (34,043)	\$ 293,228
Comprehensive income:						
Net income			7,143			7,143
Change in net unrealized gains/(losses) on securities available for-sale				(12,872)		(12,872)
Change in net unrealized gains/ (losses) on retirement plans				128		128
Total comprehensive income/(loss)						(5,601)
Cash Dividends, \$.44 per share			(5,763)			(5,763)

Treasury stock purchase					(147)	(147)
Balance, June 30, 2008	\$ 1,806	\$ 68,212	\$ 258,341	\$ (12,452)	\$ (34,190)	\$ 281,717

See accompanying notes.

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FIRST FINANCIAL CORPORATION  
CONSOLIDATED STATEMENTS OF SHAREHOLDERS EQUITY  
Six Months Ended June 30, 2008, and 2007  
(Dollar amounts in thousands, except per share data)  
(Unaudited)

	Common Stock	Additional Capital	Retained Earnings	Accumulated Other Comprehensive Income/(Loss)	Treasury Stock	Total
Balance, January 1, 2007	\$ 1,806	\$ 68,003	\$ 235,967	\$ (5,494)	\$ (29,022)	\$ 271,260
Comprehensive income:						
Net income			12,836			12,836
Change in net unrealized gains/(losses) on securities available for-sale				(5,659)		(5,659)
Change in net unrealized gains/ (losses) on retirement plans				430		430
Total comprehensive income/(loss)						7,607
Adoption of FIN48			(86)			(86)
Cash Dividends, \$.43 per share			(5,665)			(5,665)
Treasury stock purchase					(3,321)	(3,321)
Balance, June 30, 2007	\$ 1,806	\$ 68,003	\$ 243,052	\$ (10,723)	\$ (32,343)	\$ 269,795
Balance, January 1, 2008	\$ 1,806	\$ 68,212	\$ 250,011	\$ (5,181)	\$ (33,156)	\$ 281,692
Comprehensive income:						
Net income			14,093			14,093
Change in net unrealized gains/(losses) on securities available for-sale				(7,527)		(7,527)
Change in net unrealized gains/ (losses) on retirement plans				256		256
Total comprehensive income/(loss)						6,822

Cash Dividends, \$.44 per share	(5,763)		(5,763)
Treasury stock purchase		(1,034)	(1,034)

18,415,261

**Automotive 0.2%**

1,500

Ford Motor Co., 9.98%, 2/15/47

Ba3/B+

1,876,091

**Banking 8.8%**

		4,000
ABN Amro North American Holding Preferred Capital Repackage Trust I, 6.523%, 11/8/12 (a) (d) (g)		
	Ba3/BB+	
		3,840,000
		2,400
AgFirst Farm Credit Bank, 7.30%, 5/31/11 (a) (b) (d) (g) (j) (acquisition cost-\$1,904,000; purchased 2/26/10-3/2/10)		
	NR/A	
		2,149,284
		1,150
BankAmerica Capital II, 8.00%, 12/15/26		
	Baa3/BB+	
		1,185,937

Barclays Bank PLC,

4,600

7.434%, 12/15/17 (a) (d) (g)

Baa2/A-

4,809,300

7,760

10.179%, 6/12/21 (a) (d) (i)

Baa1/A

10,133,861

£200

14.00%, 6/15/19 (g)

Baa2/A-

		438,467
		\$5,000
BPCE S.A., 12.50%, 9/30/19 (a) (b) (d) (g) (i) (j) (acquisition cost-\$5,600,000; purchased 1/11/11)		
	Baa3/NR	
		5,839,315
		25,290
Cooperatieve Centrale Raiffeisen-Boerenleenbank BA, 11.00%, 6/30/19 (a) (d) (g) (i)		
	A2/AA-	
		33,101,525
		2,000
HBOS PLC, 6.75%, 5/21/18 (a) (d)		
	Baa3/BBB	
		2,019,620
		1,000
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HSBC Capital Funding L.P., 10.176%, 6/30/30 (g)

A3/A-

1,360,000

4,100

Intesa Sanpaolo SpA, 8.375%, 10/14/19 (g)

Baa1/BBB+

6,239,715

Regions Financial Corp.,

\$1,900

7.375%, 12/10/37

B1/BB



1,881,000

3,400

7.75%, 11/10/14

Ba3/BB+

3,717,370

£1,200

Santander Finance Preferred S.A. Unipersonal, 11.30%, 7/27/14 (g)

Baa2/A-

2,197,245

78,912,639

**Building & Construction 0.3%**

		\$1,000
Desarrolladora Homex SAB De C.V., 9.50%, 12/11/19 (a) (d)		
	Ba3/BB-	
		1,122,500
		1,700
Macmillan Bloedel Pembroke L.P., 7.70%, 2/15/26		
	Ba1/BBB-	
		1,889,424
		3,011,924

**Energy 0.5%**

4,300

Dynergy Roseton/Danskammer Pass Through Trust, 7.67%, 11/8/16, Ser. B

Caa3/CC

3,999,000

**Financial Services 33.3%**

2,300

AGFC Capital Trust I, 6.00%, 1/15/67, (converts to FRN on 1/15/17) (a) (d)

Caa2/CCC-

1,529,500

PIMCO Corporate Income Fund	
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**PIMCO Corporate Income Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>Financial Services</b> (continued)			
	Ally Financial, Inc.,		
\$240	5.35%, 1/15/14	B1/B	\$234,087
70	5.75%, 1/15/14	B1/B	68,959
372	5.85%, 6/15/13	B1/B	369,075
225	6.00%, 7/15/13	B1/B	223,828
34	6.00%, 3/15/19	B1/B	31,134
494	6.00%, 9/15/19	B1/B	450,791
492	6.05%, 8/15/19	B1/B	449,982
659	6.125%, 10/15/19	B1/B	602,624
343	6.15%, 9/15/19	B1/B	316,144
5	6.15%, 10/15/19	B1/B	4,612
10	6.20%, 4/15/19	B1/B	9,237
517	6.25%, 12/15/18	B1/B	481,712
10	6.25%, 4/15/19	B1/B	9,259
182	6.25%, 5/15/19	B1/NR	168,252
10	6.25%, 7/15/19	B1/B	9,264
620	6.30%, 8/15/19	B1/B	576,674
210	6.35%, 5/15/13	B1/B	209,804
5	6.35%, 7/15/19	B1/B	4,662
158	6.40%, 12/15/18	B1/B	148,566
133	6.50%, 2/15/16	B1/B	128,336
771	6.50%, 6/15/18	B1/B	734,996
666	6.50%, 11/15/18	B1/B	631,995
879	6.50%, 12/15/18	B1/B	831,433
11	6.50%, 5/15/19	B1/B	10,340
55	6.50%, 1/15/20	B1/B	51,684
78	6.60%, 5/15/18	B1/B	75,053
476	6.65%, 6/15/18	B1/B	457,805
770	6.65%, 10/15/18	B1/B	740,136
682	6.70%, 6/15/18	B1/B	657,725
250	6.70%, 11/15/18	B1/B	240,136
499	6.70%, 12/15/19	B1/B	474,612
896	6.75%, 7/15/12	WR/NR	892,756
2,000	6.75%, 12/1/14	B1/B	2,132,252
195	6.75%, 8/15/16	B1/B	189,851
10	6.75%, 6/15/17	B1/B	9,745
26	6.75%, 3/15/18	B1/B	25,256
554	6.75%, 7/15/18	B1/B	533,922
113	6.75%, 9/15/18	B1/B	108,156
432	6.75%, 10/15/18	B1/B	417,398
125	6.75%, 11/15/18	B1/B	120,379
293	6.75%, 5/15/19	B1/B	279,538
182	6.75%, 6/15/19	B1/B	173,875
682	6.80%, 9/15/18	B1/B	654,601
135	6.80%, 10/15/18	B1/B	130,860
30	6.85%, 5/15/18	B1/B	29,263
80	6.875%, 7/15/18	B1/B	77,607

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133	6.90%, 6/15/17	B1/B	130,558
535	6.90%, 7/15/18	B1/B	519,832
320	6.90%, 8/15/18	B1/B	309,913
133	7.00%, 2/15/18	B1/B	130,902
509	7.00%, 5/15/18	B1/B	500,380
60	7.00%, 8/15/18	B1/B	58,426

PIMCO Corporate Income Fund

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## PIMCO Corporate Income Fund Schedule of Investments

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody's/S&P)	Value
<b>Financial Services</b> (continued)			
\$975	7.00%, 9/15/18	B1/B	\$945,956
560	7.00%, 11/15/23	B1/B	531,892
107	7.05%, 3/15/18	B1/B	105,544
33	7.05%, 4/15/18	B1/B	32,549
105	7.125%, 10/15/17	B1/B	104,045
148	7.15%, 6/15/16	B1/B	146,208
143	7.15%, 9/15/18	B1/B	139,910
210	7.15%, 1/15/25	B1/B	201,004
270	7.25%, 9/15/17	B1/B	269,168
17	7.25%, 4/15/18	B1/B	16,930
1,215	7.25%, 8/15/18	B1/B	1,199,149
385	7.25%, 9/15/18	B1/B	378,699
50	7.25%, 3/15/25	B1/B	48,197
227	7.30%, 12/15/17	B1/B	226,746
61	7.30%, 1/15/18	B1/B	60,924
12,781	7.375%, 11/15/16	B1/B	12,743,999
80	7.375%, 4/15/18	B1/B	80,087
20	7.40%, 12/15/17	B1/B	20,047
16	7.50%, 11/15/16	B1/B	16,009
45	7.50%, 11/15/17	B1/B	45,115
23	7.50%, 12/15/17	B1/B	23,060
27	7.625%, 11/15/12	B1/B	27,167
6,000	8.30%, 2/12/15	B1/B	6,765,000
266	9.00%, 7/15/20	B1/B	268,039
2,000	American Express Co., 6.80%, 9/1/66, (converts to FRN on 9/1/16)	Baa2/BB	2,105,000
	American General Finance Corp.,		
1,500	4.125%, 11/29/13	B3/B	2,043,934
\$5,000	5.375%, 10/1/12	B3/B	5,025,000
5,000	BAC Capital Trust XIV, 5.63%, 3/15/12 (g)	Ba3/BB+	3,912,500
	BNP Paribas,		
6,700	7.195%, 6/25/37 (a) (d) (g) (i)	Baa1/A	6,700,000
350	7.781%, 7/2/18 (g)	Baa1/A	554,691
\$3,300	C10 Capital SPV Ltd., 6.722%, 12/31/16 (g)	NR/B-	2,621,876
1,790	Capital One Bank USA N.A., 8.80%, 7/15/19 (i)	Baa1/BBB	2,297,379
1,500	Capital One Capital V, 10.25%, 8/15/39	Baa3/BB	1,629,375
3,300	Capital One Capital VI, 8.875%, 5/15/40	Baa3/BB	3,510,375
1,558	Cedar Brakes II LLC, 9.875%, 9/1/13 (a) (d)	Baa3/BBB-	1,647,189
2,000	Cemex Finance LLC, 9.50%, 12/14/16 (a) (d)	NR/B	2,140,000
	CIT Group, Inc.,		
255	7.00%, 5/1/13	B3/B+	260,438
980	7.00%, 5/1/14	B3/B+	1,000,737
280	7.00%, 5/1/15	B3/B+	284,463
467	7.00%, 5/1/16	B3/B+	471,189
653	7.00%, 5/1/17	B3/B+	660,074
19,700	Citigroup Capital XXI, 8.30%, 12/21/77, (converts to FRN on 12/21/37)	Ba1/BB+	20,566,800

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1,600	Citigroup, Inc., 6.125%, 8/25/36 (i)	Baa1/A-	1,587,624
	Credit Agricole S.A., (g)		
2,800	6.637%, 5/31/17 (a) (d) (i)	A3/A-	2,603,440
2,000	7.875%, 10/26/19	A3/A-	3,080,792
\$6,000	8.375%, 10/13/19 (a) (d) (i)	A3/A-	6,585,000
8,000	FCE Bank PLC, 7.125%, 1/15/13	Ba2/BB	12,548,304

PIMCO Corporate Income Fund  
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## PIMCO Corporate Income Fund Schedule of Investments

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>Financial Services</b> (continued)			
\$3,500	8.00%, 12/15/16	Ba2/BB-	\$4,074,956
£500	General Electric Capital Corp., 6.50%, 9/15/67, (converts to FRN on 9/15/17) (a) (d)	Aa3/A+	822,647
	Goldman Sachs Group, Inc., (i)		
\$4,000	6.45%, 5/1/36	A2/A-	4,037,180
7,000	6.75%, 10/1/37	A2/A-	7,286,874
	International Lease Finance Corp.,		
1,500	5.65%, 6/1/14	B1/BB+	1,535,625
2,900	6.75%, 9/1/16 (a) (d)	Ba3/BBB-	3,103,000
1,000	8.625%, 9/15/15 (a) (d)	B1/BB+	1,102,500
11,000	JPMorgan Chase & Co., 7.90%, 4/30/18 (g)	Baa1/BBB+	12,128,105
4,100	JPMorgan Chase Capital XX, 6.55%, 9/15/66, (converts to FRN on 9/15/36) (i)	A2/BBB+	4,238,600
	LBG Capital No.1 PLC,		
300	7.375%, 3/12/20	Ba3/BB	417,684
£100	7.588%, 5/12/20	Ba3/BB	160,354
£200	7.867%, 12/17/19	Ba3/BB	319,438
£400	7.869%, 8/25/20	Ba3/BB	651,430
\$12,700	7.875%, 11/1/20 (a) (b) (d) (j)		
	(acquisition cost-\$10,447,750; purchased 12/7/09-4/16/10)	Ba3/BB	12,712,700
17,500	8.00%, 6/15/20 (a) (d) (g)	NR/BB-	17,150,000
8,500	8.50%, 12/17/21 (a) (d) (f) (g)	NR/BB-	8,346,652
£300	11.04%, 3/19/20	Ba3/BB	554,974
	LBG Capital No.2 PLC,		
400	8.875%, 2/7/20	Ba2/BB+	616,158
£3,100	9.125%, 7/15/20	Ba2/BB+	5,281,646
£500	9.334%, 2/7/20	Ba2/BB+	868,582
\$13,000	Lehman Brothers Holdings, Inc., 6.875%, 5/2/18 (e)	WR/NR	3,445,000
4,100	Royal Bank of Scotland Group PLC, 7.648%, 9/30/31 (g)	Ba2/BB	3,920,625
	SLM Corp.,		
1,150	1.503%, 6/17/13, FRN	Ba1/BBB-	1,582,124
\$800	5.375%, 5/15/14	Ba1/BBB-	835,784
5,900	8.00%, 3/25/20	Ba1/BBB-	6,547,596
13,500	8.45%, 6/15/18	Ba1/BBB-	15,343,357
4,000	Societe Generale, 7.756%, 5/22/13 (g)	Baa2/BBB+	5,998,658
	Springleaf Finance Corp.,		
\$2,200	5.40%, 12/1/15	B3/B	2,079,000
3,000	6.90%, 12/15/17	B3/B	2,827,500
4,000	UBS Preferred Funding Trust II, 7.247%, 6/26/11 (g) (i)	Baa3/BBB-	4,017,672
5,700	USB Capital IX, 3.50%, 5/31/11 (g) (i)	A3/BBB+	4,831,548
12,100	Wachovia Capital Trust III, 5.570%, 5/31/11 (g) (i)	Baa3/A-	11,223,355
14,000	Wells Fargo & Co., 7.98%, 3/15/18 (g)	Baa3/A-	15,470,000
7,200	Wells Fargo Capital X, 5.95%, 12/1/86, (converts to FRN on 12/15/36)	Baa1/A-	7,230,010

<b>Healthcare &amp; Hospitals</b>				297,350,845
	2.1%			
		HCA, Inc.,		
10,000		7.875%, 2/15/20	Ba3/BB	10,937,500
3,600		8.50%, 4/15/19	Ba3/BB	4,014,000
3,500		9.625%, 11/15/16, PIK	B2/BB-	3,766,875
				18,718,375

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## PIMCO Corporate Income Fund Schedule of Investments

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody's/S&P)	Value
<b>Hotels/Gaming 0.5%</b>			
\$700	MGM Resorts International, 10.375%, 5/15/14	Ba3/B	\$812,875
1,050	11.125%, 11/15/17	Ba3/B	1,225,875
2,272	Times Square Hotel Trust, 8.528%, 8/1/26 (a) (d)	Baa3/BB+	2,512,180
			4,550,930
<b>Insurance 15.1%</b>			
15,700	American General Capital II, 8.50%, 7/1/30	Baa2/BBB-	17,898,000
9,000	American General Institutional Capital B, 8.125%, 3/15/46 (a) (d)	Baa2/BBB-	9,945,000
	American International Group, Inc., 6.25%, 5/1/36 (i)	Baa1/A-	5,267,999
5,100	6.25%, 3/15/87	Baa2/BBB	13,335,000
14,000	7.98%, 6/15/17	Baa1/A-	1,226,679
MXN16,000	8.175%, 5/15/68, (converts to FRN on 5/15/38)	Baa2/BBB	36,925,625
\$32,750	8.25%, 8/15/18 (i)	Baa1/A-	22,270,466
18,700	8.625%, 5/22/68, (converts to FRN on 5/22/18)	Baa2/BBB	7,015,469
£4,000	Dai-ichi Life Insurance Co., Ltd., 7.25%, 7/25/21 (a) (b) (d) (g) (j)		
\$5,100	(acquisition cost-\$4,985,000; purchased 3/8/11-3/15/11)	A3/BBB+	5,134,955
	Genworth Financial, Inc., 8.625%, 12/15/16 (i)	Baa3/BBB	2,900,321
2,600	Metlife Capital Trust IV, 7.875%, 12/15/67 (a) (d) (i)	Baa2/BBB	5,643,990
5,000	Pacific Life Insurance Co., 7.90%, 12/30/23 (a) (d) (i)	A3/A-	7,635,040
6,800			135,198,544
<b>Metals &amp; Mining 0.5%</b>			
200	Freeport-McMoRan Copper & Gold, Inc., 8.375%, 4/1/17	Baa3/BBB-	220,759
4,000	Gerdau Holdings, Inc., 7.00%, 1/20/20 (a) (d)	NR/BBB-	4,420,000
			4,640,759
<b>Oil &amp; Gas 0.5%</b>			
4,300	El Paso Corp., 7.42%, 2/15/37	Ba3/BB-	4,558,452
<b>Paper/Paper Products 0.1%</b>			
850	Norske Skogindustrier ASA, 6.125%, 10/15/15 (a) (d)	B2/B-	762,875
<b>Telecommunications 1.8%</b>			
8,200	Mountain States Telephone & Telegraph Co., 7.375%, 5/1/30	Baa3/BBB-	8,343,500
5,360	Qwest Corp., 7.20%, 11/10/26 (i)	Baa3/BBB-	5,427,000
1,300	Wind Acquisition Finance S.A., 11.75%, 7/15/17	B2/BB-	2,252,829
			16,023,329
<b>Transportation 0.1%</b>			
\$666	Federal Express Corp. Pass Through Trust, 7.65%, 1/15/14	Baa2/BBB	692,900
<b>Utilities 0.8%</b>			
3,900	AES Andres Dominicana, 9.50%, 11/12/20 (a) (d)	NR/B-	4,173,000
2,180	FPL Energy Wind Funding LLC, 6.876%, 6/27/17 (a) (d)	Ba2/B+	2,062,825
1,100	PPL Capital Funding, Inc., 6.70%, 3/30/67, (converts to FRN on 3/30/17)	Ba1/BB+	1,094,440
			7,330,265
Total Corporate Bonds & Notes (cost-\$493,600,450)			596,042,189

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**PIMCO Corporate Income Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody's/S&P)	Value
<b>MORTGAGE-BACKED SECURITIES 13.9%</b>			
\$1,511	American Home Mortgage Assets, 0.443%, 9/25/46, CMO, FRN	C/D	\$213,831
387	Banc of America Alternative Loan Trust, 6.00%, 1/25/36, CMO	Caa2/NR	295,315
7,600	Banc of America Funding Corp., 6.00%, 3/25/37, CMO	Caa2/CCC	5,369,062
2,877	Bear Stearns Alt-A Trust, 5.068%, 11/25/36, CMO, VRN	Caa3/CCC	1,769,026
2,407	Chase Commercial Mortgage Securities Corp., 6.887%, 10/15/32, CMO (a) (d)	NR/BB+	2,406,022
	Chase Mortgage Finance Corp., CMO		
126	2.944%, 12/25/35, FRN	NR/CCC	122,486
4,087	3.157%, 3/25/37, FRN	Caa2/NR	3,339,609
3,087	6.00%, 7/25/37	NR/CCC	2,591,256
3,800	Citicorp Mortgage Securities, Inc., 6.00%, 6/25/36, CMO	Caa1/NR	3,603,926
	Countrywide Alternative Loan Trust, CMO,		
431	5.50%, 3/25/36	Caa3/NR	312,208
2,185	5.75%, 3/25/37	Caa3/CCC	1,715,147
1,357	6.50%, 8/25/36	Ca/CC	848,168
	Countrywide Home Loan Mortgage Pass Through Trust, CMO,		
858	5.362%, 9/20/36, VRN	Ca/CC	519,969
3,541	5.50%, 10/25/35	Caa1/NR	3,441,041
3,589	5.75%, 3/25/37	NR/CCC	3,170,476
1,800	6.00%, 2/25/37	NR/CCC	1,552,856
1,600	6.00%, 3/25/37	NR/CCC	1,405,422
816	6.00%, 4/25/37	NR/CCC	758,728
15,000	6.00%, 5/25/37	Caa3/NR	12,052,402
	Credit Suisse Mortgage Capital Certificates, CMO,		
1,742	6.00%, 2/25/37	NR/CCC	1,568,493
4,473	6.00%, 6/25/37	NR/D	3,952,287
	GSR Mortgage Loan Trust, CMO,		
874	5.50%, 5/25/36	NR/CCC	768,105
9,572	6.00%, 2/25/36	NR/CCC	9,048,496
	JPMorgan Mortgage Trust, CMO,		
5,078	5.00%, 3/25/37	NR/CCC	4,143,254
2,409	5.639%, 1/25/37, VRN	Caa2/NR	1,949,718
871	6.00%, 8/25/37	NR/CCC	791,746
6,211	Morgan Stanley Mortgage Loan Trust, 6.00%, 2/25/36, CMO	Caa2/CCC	5,436,858
1,472	Residential Accredited Loans, Inc., 0.443%, 5/25/37, CMO, FRN	C/CCC	409,610
3,474	Residential Asset Mortgage Products, Inc., 6.50%, 12/25/31, CMO	NR/BB-	3,474,634
1,083	Residential Asset Securitization Trust, 6.00%, 9/25/36, CMO	Ca/D	647,421
	Residential Funding Mortgage Securities I, CMO,		
2,800	6.00%, 1/25/37	Caa2/NR	2,448,159
3,832	6.25%, 8/25/36	Caa1/CCC	3,459,421
1,185	Sequoia Mortgage Trust, 5.065%, 2/20/47, CMO, VRN	NR/CCC	1,011,295
1,387		NR/CCC	1,046,672

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	Suntrust Adjustable Rate Mortgage Loan Trust, 5.825%, 2/25/37, CMO, FRN		
	WaMu Mortgage Pass Through Certificates, CMO, 5.569%, 7/25/37, VRN	NR/CC	974,170
1,372	5.673%, 7/25/37, FRN	NR/CCC	13,991,418
15,860	5.707%, 2/25/37, FRN	NR/CCC	1,741,440
2,000	5.848%, 9/25/36, VRN	NR/CCC	649,565
827			

PIMCO Corporate Income Fund

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**PIMCO Corporate Income Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
	Washington Mutual Alternative Mortgage Pass Through Certificates, CMO, FRN,		
\$1,526	1.066%, 4/25/47	C/CCC	\$322,164
1,461	1.146%, 5/25/47	C/CCC	415,205
	Wells Fargo Mortgage-Backed Securities Trust, CMO,		
1,498	2.739%, 7/25/36, FRN	NR/CCC	1,230,100
761	2.772%, 4/25/36, VRN	NR/BB+	651,355
280	3.329%, 5/25/36, FRN	Caa2/NR	225,246
8,397	4.776%, 7/25/36, FRN	NR/CCC	6,993,212
4,679	4.958%, 10/25/36, FRN	NR/CCC	3,875,447
1,800	6.00%, 7/25/37	B3/BB	1,710,849
5,700	6.00%, 8/25/37	Caa1/NR	5,431,202
	Total Mortgage-Backed Securities (cost-\$114,044,817)		123,854,492
<b>MUNICIPAL BONDS 10.2%</b>			
<b>California 5.5%</b>			
9,000	Alameda Cnty. JT Powers Auth. Rev., 7.046%, 12/1/44	A1/AA	9,256,860
7,700	Los Angeles Cnty. Public Works Financing Auth. Rev., 7.618%, 8/1/40	A1/A+	8,327,550
2,400	Oakland Unified School Dist., Alameda Cnty., GO, 9.50%, 8/1/34	A2/NR	2,641,056
20,000	State Public Works Board Rev., 8.361%, 10/1/34, Ser. G-2	A2/BBB+	21,313,600
7,400	Stockton Public Financing Auth. Rev., 7.942%, 10/1/38, Ser. B	NR/A	7,628,364
			49,167,430
<b>Colorado 0.6%</b>			
5,000	Public Schools, CP, 7.017%, 12/15/37, Ser. B	Aa3/A+	5,346,200
<b>Louisiana 0.2%</b>			
800	New Orleans, Public Improvements, GO, Ser. A, 8.30%, 12/1/29	A3/BBB	849,728
820	8.55%, 12/1/34	A3/BBB	854,219
300	8.80%, 12/1/39	A3/BBB	315,606
			2,019,553
<b>Ohio 1.9%</b>			
14,000	American Municipal Power-Ohio, Inc. Rev., 8.084%, 2/15/50, Ser. B	A3/A	16,397,360
<b>Texas 2.0%</b>			
17,200	North Texas Tollway Auth. Rev., 8.91%, 2/1/30	Baa3/NR	17,980,364
	Total Municipal Bonds (cost-\$86,613,886)		90,910,907
<b>SENIOR LOANS (a) (c) 2.4%</b>			
<b>Financial Services 2.4%</b>			
20,000	American General Finance Corp., 7.25%, 4/21/15		20,065,280
1,078	CIT Group, Inc., 6.25%, 8/11/15, Term 3		1,095,358
	Total Senior Loans (cost-\$20,862,126)		21,160,638

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**PIMCO Corporate Income Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Shares	Credit Rating (Moody's/S&P)	Value
<b>PREFERRED STOCK 2.3%</b>		
<b>Banking 0.2%</b>		
30,200	CoBank Acb, 11.00%, 7/1/13, Ser. C (a) (b) (d) (g) (j) (acquisition cost-\$1,678,450; purchased 2/26/10-2/1/11)	NR/A \$1,590,267
<b>Financial Services 2.1%</b>		
100,000	Citigroup Capital XIII, 7.875%, 10/30/15 (k)	NR/BB+ 2,776,000
100,000	Ally Financial, Inc., 8.50%, 5/15/16, Ser. A (g)	Caa1/CC 2,612,000
512,000	GMAC Capital Trust I, 8.125%, 2/15/16 (k)	B3/CC 13,376,000
Total Preferred Stock (cost-\$19,478,450)		18,764,000 20,354,267
<b>CONVERTIBLE PREFERRED STOCK 2.2%</b>		
<b>Financial Services 1.0%</b>		
8,050	Wells Fargo & Co., 7.50%, 3/15/13, Ser. L (g)	Baa3/A- 8,689,814
<b>Insurance 0.1%</b>		
195,785	American International Group, Inc., 8.50%, 8/1/11	Baa2/NR 587,355
<b>Utilities 1.1%</b>		
103,400	PPL Corp., 8.75%, 5/1/14	NR/NR 5,552,580
90,000	9.50%, 7/1/13	NR/NR 5,101,200
Total Convertible Preferred Stock (cost-\$16,680,080)		10,653,780 19,930,949
Principal Amount (000s)		
<b>SOVEREIGN DEBT OBLIGATIONS 0.7%</b>		
<b>Brazil 0.7%</b>		
BRL8,400	Brazil Government International Bond, 12.50%, 1/5/22 (cost-\$4,883,650)	Baa3/BBB- 6,492,753
<b>ASSET-BACKED SECURITIES 0.3%</b>		
\$2,382	GSAA Trust, 6.295%, 6/25/36	Caa3/CCC 1,453,024
1,581	Morgan Stanley Mortgage Loan Trust, 6.25%, 7/25/47, VRN	Caa2/CCC 1,111,435
Total Asset-Backed Securities (cost-\$2,377,568)		2,564,459
<b>SHORT-TERM INVESTMENTS 1.3%</b>		
<b>U.S. Treasury Obligations (h) (l) 0.3%</b>		
2,908	U.S. Treasury Bills, 0.127%-0.173%, 8/4/11-9/15/11 (cost-\$2,906,689)	2,907,443

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**PIMCO Corporate Income Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>Corporate Notes 0.3%</b>			
<b>Financial Services 0.1%</b>			
	Ally Financial, Inc., FRN,		
\$265	1.992%, 6/15/11	B1/B	\$265,339
90	2.042%, 9/15/11	B1/B	90,098
130	2.142%, 12/15/11	B1/B	129,134
50	2.151%, 1/16/12	B1/B	49,631
115	2.251%, 1/17/12	B1/B	114,229
149	2.342%, 12/15/11	B1/B	148,188
100	2.382%, 2/15/12	B1/B	99,275
76	2.532%, 2/15/12	B1/B	75,536
40	2.592%, 3/15/12	B1/B	39,759
			1,011,189
<b>Utilities 0.2%</b>			
849	East Coast Power LLC, 7.066%, 3/31/12 (i)	Baa3/BBB	860,536
Total Corporate Notes (cost-\$1,835,033)			1,871,725
<b>Repurchase Agreements 0.7%</b>			
5,500	Barclays Capital, Inc., dated 4/29/11, 0.05%, due 5/2/11, proceeds \$5,500,023; collateralized by Ginnie Mae, 4.50%, due 9/20/40, valued at \$5,643,668 including accrued interest		5,500,000
1,098	State Street Bank & Trust Co., dated 4/29/11, 0.01%, due 5/2/11, proceeds \$1,098,001; collateralized by U.S. Treasury Bills, 0.025%, due 7/21/11, valued at \$1,124,935		1,098,000
Total Repurchase Agreements (cost-\$6,598,000)			6,598,000
Total Short-Term Investments (cost-\$11,339,722)			11,377,168
<b>Total Investments (cost-\$769,880,749) 100.0%</b>			<b>\$892,687,822</b>

## PIMCO Income Opportunity Fund Schedule of Investments

April 30, 2011 (unaudited)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>MORTGAGE-BACKED SECURITIES 92.8%</b>			
\$421	Adjustable Rate Mortgage Trust, 2.956%, 1/25/36, CMO, VRN	Caa3/CCC	\$302,799
£400	Auburn Securities PLC, 1.021%, 10/1/41, CMO, FRN	Aaa/AAA	597,222
\$688	Banc of America Alternative Loan Trust, 6.25%, 1/25/37, CMO	C/NR	93,110
	Banc of America Commercial Mortgage, Inc., CMO,		
2,600	5.802%, 6/10/49, VRN (i)	Aa3/A-	2,802,519
3,000	5.889%, 7/10/44, VRN (i)	NR/A+	3,320,014
863	5.918%, 4/11/36, (a) (d)	NR/AA-	733,584
	Banc of America Funding Corp., CMO,		
467	2.627%, 12/20/36, VRN	Ba3/AAA	448,533
3,343	2.874%, 3/20/36, FRN	Caa2/B-	2,472,689
2,480	2.949%, 12/20/34, VRN	NR/A-	1,724,707
625	3.085%, 12/20/34, VRN	NR/BB+	424,151
2,204	5.948%, 10/20/46, FRN	NR/CCC	1,479,164
	Banc of America Large Loan, Inc., CMO, FRN (a) (d),		
5,000	0.969%, 8/15/29 (i)	Aaa/AA	4,684,976
2,944	1.969%, 11/15/15	NR/NR	2,814,902
	Banc of America Mortgage Securities, Inc., CMO,		
130	2.866%, 6/25/35	Caa1/NR	103,468
1,385	2.866%, 6/25/35, FRN	B2/NR	1,293,885
535	3.166%, 9/25/34, FRN	Ba2/NR	498,612
440	3.202%, 10/20/46, FRN	NR/CCC	245,034
2,588	5.079%, 6/25/35, FRN	B3/NR	2,356,968
1,115	5.50%, 4/25/34	NR/AAA	1,115,702
1,420	5.75%, 8/25/34 (i)	NR/AAA	1,481,745
1,831	Bancaja Fondo de Titulizacion de Activos, 1.198%, 5/22/50, CMO, FRN	Aa3/AA	2,200,947
	BCAP LLC Trust, CMO (a) (d),		
\$2,532	5.00%, 11/26/37, VRN (i)	NR/BBB	2,483,435
550	5.059%, 3/26/36, FRN	NR/NR	510,699
	Bear Stearns Adjustable Rate Mortgage Trust, CMO,		
1,623	2.75%, 5/25/34, FRN (i)	A2/A+	1,593,752
2,058	2.845%, 10/25/36, VRN	NR/CCC	1,409,405
224	2.950%, 9/25/34, VRN	Baa2/AA	170,732
947	2.973%, 1/25/35, FRN	Aa2/AA+	880,338
2,226	5.260%, 3/25/35, VRN	Caa1/BB-	1,998,288
342	5.442%, 9/25/34, VRN	A2/AA-	338,141
976	5.609%, 8/25/47, VRN	NR/CCC	704,519
742	5.789%, 6/25/47, VRN	NR/CCC	625,420
	Bear Stearns Alt-A Trust, CMO,		
3,804	0.373%, 6/25/46, FRN	Ca/D	1,732,919
2,182	0.563%, 1/25/35, FRN (i)	Baa2/AAA	1,828,071
1,278	0.813%, 6/25/34, FRN (i)	Baa3/AAA	1,011,617
648	2.658%, 4/25/35, VRN	Ca/CCC	472,621
1,075	2.835%, 5/25/35, VRN	Caa2/B-	660,131
1,893	2.987%, 5/25/36, VRN	Ca/CC	1,164,346

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2,043	3.003%, 9/25/34, FRN (i)	B1/AAA	1,614,021
1,154	3.389%, 9/25/34, VRN (i)	A2/AAA	970,691
7,400	4.260%, 8/25/36, VRN	Ca/D	4,604,115
673	5.029%, 7/25/35, FRN	Caa3/CCC	480,759
1,410	5.238%, 11/25/36, VRN	Caa3/CCC	933,643
133	5.518%, 11/25/35, VRN	Caa3/CCC	100,283
1,245	5.969%, 8/25/36, VRN	Caa3/CCC	841,668

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## PIMCO Income Opportunity Fund Schedule of Investments

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
	Bear Stearns Commercial Mortgage Securities, CMO (i),		
\$2,256	0.329%, 3/15/19, FRN (a) (d)	Aaa/AA	\$2,224,454
1,000	5.694%, 6/11/50, VRN	NR/A+	1,102,925
2,500	5.810%, 3/13/40, VRN (a) (d)	NR/BBB+	2,175,052
4,200	5.906%, 6/11/40, VRN	Aaa/NR	4,651,517
1,518	7.00%, 5/20/30, VRN	Aaa/AAA	1,678,396
£681	Bluestone Securities PLC, 1.028%, 6/9/43, CMO, FRN	NR/AAA	1,014,628
\$4,784	CBA Commercial Small Balance Commercial Mortgage, 5.54%, 1/25/39, CMO (a) (d)	C/CCC+	2,534,920
	Chase Mortgage Finance Corp., CMO,		
2,919	5.50%, 11/25/21	Caa1/CCC	2,761,955
2,600	6.00%, 3/25/37	Caa3/CCC	2,203,119
	Citigroup Mortgage Loan Trust, Inc., CMO,		
1,191	2.828%, 3/25/37, VRN	NR/CCC	826,877
1,075	5.50%, 11/25/35	NR/CCC	881,819
5,500	Citigroup/Deutsche Bank Commercial Mortgage Trust, 5.322%, 12/11/49, CMO (i)	Aaa/A-	5,914,164
2,030	Commercial Mortgage Pass Through Certificates, 5.306%, 12/10/46, CMO (i)	Aaa/NR	2,198,809
	Countrywide Alternative Loan Trust, CMO,		
1,791	0.408%, 12/20/46, FRN	Ca/CCC	1,016,859
1,999	0.463%, 6/25/37, FRN	Ca/NR	942,867
4,367	0.563%, 5/25/36, FRN	Caa3/CCC	2,464,877
4,357	0.584%, 11/20/35, FRN	Caa3/CCC	2,699,930
685	5.50%, 10/25/35	Caa2/CCC	613,060
722	6.00%, 11/25/35	Caa3/CCC	475,290
842	6.00%, 4/25/36	Caa3/CCC	618,354
1,743	6.00%, 4/25/37	NR/CC	1,164,269
3,318	6.00%, 5/25/37	Caa3/CC	2,321,805
906	6.25%, 8/25/37	Caa3/D	601,196
1,378	6.50%, 9/25/32	Caa1/CCC	1,329,502
2,453	6.50%, 7/25/35	Ca/CCC	1,533,775
1,268	6.50%, 6/25/36	Ca/NR	779,218
	Countrywide Home Loan Mortgage Pass Through Trust, CMO,		
1,743	0.533%, 3/25/35, FRN	Caa2/AAA	1,161,017
96	0.633%, 11/25/34, FRN (a) (d)	Ba1/A	84,353
734	2.849%, 6/20/35, VRN	Caa3/B-	534,949
281	2.856%, 8/20/35, VRN	Caa3/CCC	215,586
66	2.975%, 10/20/35, VRN	Caa3/CCC	45,829
174	2.984%, 8/25/34, VRN	Caa1/B+	137,790
6,563	3.084%, 11/25/35, FRN	NR/CCC	4,732,174
2,469	3.449%, 3/25/37, VRN	Ca/CC	1,306,548
661	5.50%, 8/25/35	NR/CCC	607,466
2,133	5.743%, 9/25/47, VRN	NR/CCC	1,623,710
	Credit Suisse First Boston Mortgage Securities Corp., CMO,		
788	1.363%, 3/25/34, FRN	Aa2/AA+	660,127
3,068	7.50%, 5/25/32 (i)	A2/AAA	3,237,642
	Credit Suisse Mortgage Capital Certificates, CMO,		
1,868	0.389%, 10/15/21, FRN (a) (d) (i)	Aa2/AAA	1,807,619

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1,240	0.813%, 7/25/36, FRN	Caa3/D	636,906
1,500	5.467%, 7/18/16, VRN (a) (d) (i)	NR/NR	1,475,429
875	5.896%, 4/25/36	Caa3/CCC	647,013
2,000	6.417%, 2/15/41, VRN (i)	NR/AA	2,200,039

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April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
\$726	6.50%, 5/25/36	Ca/D	\$425,890
986	6.50%, 7/26/36	NR/D	575,248
5,412	DECO Series, 1.516%, 10/27/20, CMO, FRN	Aaa/A	7,067,931
	Deutsche ALT-A Securities, Inc. Alternate Loan Trust, CMO,		
\$1,270	0.363%, 2/25/47, FRN	Ca/CCC	721,441
321	6.25%, 7/25/36, VRN	Caa2/CC	224,919
1,423	Deutsche Mortgage Securities, Inc., 5.50%, 9/25/33, CMO (i)	Aa1/AAA	1,481,280
1,822	Downey Savings & Loan Assoc. Mortgage Loan Trust, 0.394%, 4/19/48, CMO, FRN	C/CCC	662,624
	EMF-NL, CMO, FRN,		
1,000	2.132%, 4/17/41	Aa1/AA+	1,192,326
800	2.332%, 7/17/41	NR/AA	870,979
1,000	2.582%, 10/17/41	NR/AA+	1,259,084
\$1,552	Falcon Franchise Loan LLC, 4.856%, 1/5/25, CMO (a) (d)	B1/NR	1,480,289
	First Horizon Alternative Mortgage Securities, CMO,		
465	2.343%, 2/25/36, FRN	Caa2/CCC	323,940
644	2.369%, 8/25/35, FRN	C/CCC	154,841
1,338	2.375%, 2/25/35, FRN (i)	NR/BBB-	1,119,452
913	2.462%, 5/25/36, FRN	Ca/NR	518,036
3,463	5.348%, 11/25/36, FRN	NR/D	1,893,507
313	6.25%, 11/25/36	NR/CCC	234,282
	First Horizon Asset Securities, Inc., CMO,		
2,534	5.389%, 1/25/37, FRN	NR/CCC	2,025,696
391	5.50%, 8/25/35	C/NR	155,313
539	5.849%, 7/25/37, FRN	NR/CC	476,098
53,684	FREMF Mortgage Trust, 0.10%, 5/25/20, CMO, IO, VRN (b) (f)	NR/NR	320,514
	GMAC Mortgage Corp. Loan Trust, CMO, FRN,		
444	3.001%, 6/25/34	NR/AAA	389,247
453	3.125%, 6/25/34	NR/AAA	397,946
247	3.302%, 7/19/35	Caa2/CCC	219,145
2,271	Greenpoint Mortgage Funding Trust, 0.393%, 1/25/37, CMO, FRN	Caa3/A-	1,428,964
	Greenwich Capital Commercial Funding Corp., CMO (i),		
801	0.383%, 11/5/21, FRN (a) (d)	NR/BBB-	783,473
3,000	5.224%, 4/10/37, VRN	Aaa/A+	3,238,589
3,000	5.444%, 3/10/39	Aaa/A	3,266,870
	GS Mortgage Securities Corp. II, CMO (a) (d),		
10,390	1.714%, 8/10/43, IO, VRN	Aaa/NR	986,998
140	5.329%, 3/6/20, FRN	NR/BB	139,457
	GSR Mortgage Loan Trust, CMO,		
1,324	0.663%, 7/25/37, FRN	NR/CCC	1,013,054
3,795	2.809%, 1/25/36, VRN (i)	NR/B+	3,167,840
76	3.147%, 12/25/34, VRN	B3/BBB-	57,279
2,742	5.50%, 7/25/35	Caa1/BBB-	2,592,223
138	6.00%, 9/25/34	NR/AAA	140,318
	Harborview Mortgage Loan Trust, CMO,		
3,836	0.404%, 2/19/46, FRN	Caa2/AAA	2,231,970
7,073	0.424%, 11/19/36, FRN (i)	Caa3/B-	4,739,584
284	0.534%, 1/19/35, FRN	Caa2/AAA	185,115



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730	0.774%, 6/19/34, FRN	A2/AAA	557,246
3,257	5.598%, 6/19/36, VRN	Ca/D	2,018,107
712	5.75%, 8/19/36, VRN	NR/CCC	489,992
840	Homebanc Mortgage Trust, 0.463%, 3/25/35, CMO, FRN	Caa1/AA-	620,834
1,272	IM Pastor FTH, 1.312%, 3/22/44, CMO, FRN	Aa2/AA	1,432,675

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Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
\$690	Impac CMB Trust, 0.473%, 11/25/35, CMO, FRN	Caa2/CC	\$417,724
3,020	Indymac INDA Mortgage Loan Trust, CMO, VRN,	Caa2/CCC	2,075,877
12,858	4.826%, 12/25/36	Caa2/CCC	10,501,254
	5.519%, 6/25/37		
	Indymac Index Mortgage Loan Trust, CMO,		
463	1.013%, 8/25/34	Caa1/AA+	322,323
957	1.073%, 9/25/34, FRN	Caa1/BBB+	686,492
800	4.803%, 6/25/37, VRN	Ca/D	451,092
2,388	5.013%, 5/25/37, VRN	Ca/D	1,423,671
3,000	5.514%, 11/25/36, VRN	Ca/CCC	2,351,255
511	5.555%, 5/25/37, FRN	C/D	90,504
	JLOC Ltd., CMO, FRN,		
¥17,563	0.418%, 1/15/15 (b)	Aa3/A+	201,493
¥84,626	0.449%, 2/16/16	Aaa/AAA	949,389
	JPMorgan Alternative Loan Trust, CMO, VRN,		
\$1,040	3.369%, 5/25/36	NR/CCC	696,731
1,205	5.50%, 11/25/36	B3/CCC	1,183,644
	JPMorgan Chase Commercial Mortgage Securities Corp., CMO,		
5,000	0.669%, 7/15/19, FRN (a) (d) (i)	Baa1/NR	4,545,492
3,000	5.42%, 1/15/49 (i)	Aaa/NR	3,256,537
4,000	5.717%, 3/18/51, VRN (a) (d) (i)	A1/NR	4,160,806
100	5.794%, 2/12/51, VRN	Aaa/A+	110,532
	JPMorgan Mortgage Trust, CMO,		
3,000	2.987%, 11/25/35, VRN	Caa1/B+	2,390,112
583	4.785%, 7/25/35, VRN	B3/B+	547,792
130	5.097%, 10/25/36, VRN	Caa2/NR	95,192
994	5.189%, 6/25/37, VRN	NR/CCC	791,521
2,831	5.50%, 11/25/34 (i)	Aaa/NR	2,852,948
2,347	5.714%, 5/25/36, VRN	Caa2/NR	1,966,743
448	6.00%, 8/25/37	NR/CC	407,180
	Landmark Mortgage Securities PLC, CMO, FRN,		
£2,070	1.026%, 6/17/38	NR/AAA	3,029,735
789	1.387%, 6/17/38	NR/AAA	1,046,320
\$500	LB Commercial Conduit Mortgage Trust, 6.141%, 7/15/44, CMO, VRN	Aaa/A	555,121
	LB-UBS Commercial Mortgage Trust, CMO (i),		
1,277	5.347%, 11/15/38	NR/AAA	1,391,691
2,000	5.43%, 2/15/40	NR/A+	2,171,498
	Lehman Mortgage Trust, CMO,		
6,033	6.00%, 5/25/37	NR/D	4,990,297
1,367	6.463%, 4/25/36, VRN	Caa1/CCC	1,312,125
	MASTR Adjustable Rate Mortgage Trust, CMO,		
1,859	0.423%, 4/25/46, FRN	Caa2/A	1,038,041
1,125	1.046%, 1/25/47, FRN	Caa3/CCC	528,837
1,563	3.124%, 10/25/34, VRN	NR/A	1,217,844
3,050	Merrill Lynch Mortgage Investors, Inc., 2.665%, 12/25/35, CMO, VRN	NR/B+	2,202,815
900	Merrill Lynch/Countrywide Commercial Mortgage Trust, 5.70%, 9/12/49,		
	CMO (i)	NR/A+	982,631
535	MLCC Mortgage Investors, Inc., 5.671%, 5/25/36, CMO, FRN	B3/AAA	514,424

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	Morgan Stanley Capital I, CMO,		
645	5.569%, 12/15/44	NR/A+	691,542
2,880	5.594%, 3/12/44, VRN (i)	Aaa/AAA	3,155,868
3,000	5.692%, 4/15/49, VRN (i)	Aa2/A-	3,255,053

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April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
	Morgan Stanley Mortgage Loan Trust, CMO,		
\$1,489	2.600%, 7/25/35, VRN	NR/B-	\$1,104,575
767	3.200%, 1/25/35, VRN	NR/CCC	96,734
1,257	5.75%, 12/25/35	Caa3/CCC	998,873
1,000	6.00%, 8/25/37	NR/CCC	885,378
	Morgan Stanley Reremic Trust, CMO (a) (d),		
6,200	zero coupon, 7/17/56, PO (f)	Baa2/NR	5,044,820
1,400	6.002%, 8/12/45, VRN (i)	A3/NR	1,471,336
5,600	6.002%, 8/12/45, VRN (i)	Aaa/NR	6,212,717
	Prime Mortgage Trust,		
7,756	0.563%, 6/25/36, FRN	NR/D	3,751,749
527	7.00%, 7/25/34	Caa2/B-	513,890
2,000	Prudential Securities Secured Financing Corp., 6.755%, 6/16/31, CMO, VRN (a) (d)	NR/NR	1,987,810
	RBSCF Trust, CMO, VRN (a) (d),		
2,000	5.223%, 8/16/48 (i)	NR/NR	2,023,372
937	5.331%, 2/16/44	NR/NR	956,435
£1,596	Real Estate Capital PLC, 1.019%, 7/15/16, CMO, FRN	NR/AAA	2,479,477
\$79	Regal Trust IV, 3.008%, 9/29/31, CMO, FRN (a) (d)	NR/NR	74,781
	Residential Accredit Loans, Inc., CMO,		
610	0.393%, 6/25/46, FRN	Caa2/CCC	245,985
1,667	0.613%, 10/25/45, FRN	Caa3/B-	1,003,314
339	5.50%, 4/25/37	Caa3/D	214,362
1,458	6.00%, 8/25/35	NR/CCC	1,227,409
1,459	6.00%, 1/25/37	Caa3/D	1,002,014
1,100	Residential Asset Securitization Trust, 6.00%, 3/25/37, CMO	NR/D	791,436
	Residential Funding Mortgage Securities I, CMO,		
863	5.768%, 7/27/37, VRN	NR/D	647,257
1,748	6.00%, 6/25/37	NR/D	1,434,439
	RMAC Securities PLC, CMO, FRN,		
£1,166	0.957%, 6/12/44	Aa1/AAA	1,744,582
1,052	1.325%, 6/12/44	Aa1/AAA	1,401,806
\$1,142	Salomon Brothers Mortgage Securities VII, Inc., 6.50%, 2/25/29, CMO	NR/BB	1,195,113
	Sequoia Mortgage Trust, CMO,		
2,333	0.413%, 7/20/36, FRN	B1/BBB+	1,913,460
3,688	0.433%, 3/20/35, FRN (i)	Baa2/AAA	3,079,285
958	5.340%, 1/20/38, VRN	NR/D	610,288
	Structured Adjustable Rate Mortgage Loan Trust, CMO, VRN,		
61	2.614%, 8/25/34	Ba3/AA	53,738
4,231	5.579%, 11/25/36	NR/CC	3,241,816
5,434	5.606%, 4/25/36	NR/CC	4,226,142
2,838	5.759%, 1/25/36	NR/CCC	2,177,307
	Structured Asset Mortgage Investments, Inc., CMO, FRN,		
39	0.413%, 9/25/47	Aa3/BBB	37,919
4,465	0.423%, 8/25/36	Caa3/CCC	2,927,635
369	0.443%, 5/25/45	Caa3/AAA	249,002
1,279	0.544%, 10/19/34 (i)	Aa3/AAA	1,172,425
1,127	Structured Asset Securities Corp., 2.519%, 1/25/34, CMO, VRN (i)	Ba3/A-	1,020,398

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1,037	Suntrust Adjustable Rate Mortgage Loan Trust, 5.823%, 10/25/37, CMO, FRN	Caa1/CCC	919,589
227	Talisman Finance PLC, 1.527%, 4/22/17, CMO, FRN	A3/A+	297,655
\$756	TBW Mortgage-Backed Pass Through Certificates, 6.00%, 7/25/36, CMO	NR/D	578,383

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Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
\$1,000	UBS Commercial Mortgage Trust, 0.794%, 7/15/24, CMO, FRN (a) (d)	Baa2/B+	\$907,890
510	Wachovia Bank Commercial Mortgage Trust, CMO, 0.309%, 9/15/21, FRN (a) (d)	Aaa/AA+	505,645
5,000	0.339%, 9/15/21, FRN (a) (d) (i)	Baa2/A+	4,770,638
3,490	5.924%, 5/15/43, VRN (i)	Aaa/NR	3,889,673
80	WaMu Mortgage Pass Through Certificates, CMO, 0.503%, 10/25/45, FRN	B2/AAA	67,358
306	0.67%, 5/25/44, FRN	Ba3/AAA	247,938
240	2.255%, 3/25/33, FRN	A2/AAA	229,218
730	2.719%, 7/25/42, FRN	Ba3/AAA	649,973
3,045	2.979%, 2/25/37, VRN	NR/CCC	2,417,766
4,451	2.984%, 7/25/46, FRN (i)	B2/B-	3,398,306
4,675	3.418%, 7/25/37, FRN	NR/CC	2,828,274
3,739	4.547%, 12/25/36, VRN	NR/CCC	2,992,087
4,254	5.333%, 6/25/37, FRN	NR/CCC	3,124,424
1,575	5.362%, 3/25/37, VRN	NR/CCC	1,145,481
9,265	5.424%, 2/25/37, VRN (i)	NR/CC	6,563,501
940	5.601%, 11/25/36, FRN	NR/CCC	697,697
3,388	5.619%, 7/25/37, FRN	NR/CCC	2,725,368
2,576	5.687%, 2/25/37, FRN	NR/CCC	1,961,003
	Washington Mutual Alternative Mortgage Pass Through Certificates, CMO,		
1,350	1.156%, 10/25/46, FRN	Ca/CC	661,455
5,509	5.50%, 7/25/35	Caa2/B+	4,148,523
76	Washington Mutual MSC Mortgage Pass Through Certificates, 2.475%, 6/25/33, CMO, FRN	Aa2/AAA	47,023
1,320	Wells Fargo Mortgage-Backed Securities Trust, CMO, 0.713%, 7/25/37, FRN	B3/NR	1,087,067
5,086	2.739%, 7/25/36, FRN (i)	NR/CCC	4,177,507
781	2.767%, 3/25/36, VRN	NR/A	689,266
59	2.901%, 4/25/36, VRN	NR/CCC	51,342
168	2.901%, 4/25/36, VRN	NR/BB	152,428
88	5.388%, 9/25/36, FRN	NR/CCC	74,016
250	5.430%, 10/25/36, FRN	Caa2/NR	202,640
131	5.50%, 1/25/36	Ca/NR	87,597
2,700	5.705%, 10/25/36, VRN	Caa1/NR	2,294,908
90	5.818%, 10/25/36, FRN	Caa2/NR	72,254
2,622	5.821%, 9/25/36, FRN	Caa2/NR	2,150,154
	Total Mortgage-Backed Securities (cost-\$321,992,988)		366,042,067

**CORPORATE BONDS & NOTES 49.4%****Airlines 6.5%**

2,500	American Airlines, Inc., 10.50%, 10/15/12 (i)	B2/B	2,693,750
10,957	American Airlines Pass Through Trust, 6.817%, 11/23/12 (i)	B2/B+	10,984,393
	Continental Airlines Pass Through Trust (i),		

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1,117	7.707%, 10/2/22	Baa2/BBB	1,203,395
1,107	8.048%, 5/1/22	Baa2/BBB	1,204,004
1,952	Delta Air Lines, Inc., 7.75%, 6/17/21	Baa2/A-	2,128,130
859	Northwest Airlines, Inc., 1.063%, 11/20/15, FRN (MBIA) (i)	Baa2/A-	811,388

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Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>Airlines (continued)</b>			
\$2,769	United Air Lines Pass Through Trust (i), 9.75%, 1/15/17	Baa2/BBB+	\$3,149,231
2,833	10.40%, 5/1/18	Baa2/BBB+	3,243,693
			25,417,984
<b>Banking 11.8%</b>			
3,000	Barclays Bank PLC (i), 6.05%, 12/4/17 (a) (d)	Baa1/A	3,195,924
£2,100	14.00%, 6/15/19 (g)	Baa2/A-	4,603,902
670	BPCE S.A. (g), 4.625%, 7/30/15	Baa3/BBB+	873,286
965	5.25%, 7/30/14	Baa3/BBB+	1,318,538
750	9.00%, 3/17/15	Baa3/BBB+	1,171,960
350	9.25%, 4/22/15	Baa3/BBB+	545,619
3,000	Cooperatieve Centrale Raiffeisen-Boerenleenbank BA (i), 6.875%, 3/19/20	NR/NR	4,547,143
\$6,875	11.00%, 6/30/19 (a) (d) (g)	A2/AA-	8,998,536
7,300	Discover Bank, 7.00%, 4/15/20 (i)	Ba1/BBB-	8,228,538
£1,200	DnB NOR Bank ASA, 6.012%, 3/29/17 (g)	Baa3/BBB+	2,019,453
\$5,000	Lloyds TSB Bank PLC, 6.375%, 1/21/21 (i)	Aa3/A+	5,370,895
5,000	Regions Financial Corp., 7.75%, 11/10/14 (i)	Ba3/BB+	5,466,720
			46,340,514
<b>Financial Services 12.6%</b>			
1,850	Ally Financial, Inc. (i), 6.75%, 12/1/14	B1/B	1,972,333
5,000	8.30%, 2/12/15	B1/B	5,637,500
300	AngloGold Ashanti Holdings PLC (i), 5.375%, 4/15/20	Baa3/BBB-	309,271
800	6.50%, 4/15/40	Baa3/BBB-	823,200
2,000	Cantor Fitzgerald L.P., 7.875%, 10/15/19 (a) (d) (i)	Baa3/BBB	2,129,240
3,700	CIT Group, Inc. (i), 5.25%, 4/1/14 (a) (d)	B3/B+	3,792,049
1,207	7.00%, 5/1/13	B3/B+	1,230,658
449	7.00%, 5/1/14	B3/B+	458,626
449	7.00%, 5/1/15	B3/B+	456,380
748	7.00%, 5/1/16	B3/B+	755,955
1,048	7.00%, 5/1/17	B3/B+	1,058,993
£650	Credit Agricole S.A. (g), 5.136%, 2/24/16	A3/A-	952,726
£500	7.589%, 1/30/20	A3/A-	820,559
£1,400	8.125%, 10/26/19	A3/A-	2,408,644
\$4,600	Ford Motor Credit Co. LLC, 7.80%, 6/1/12 (i)	Ba2/BB-	4,871,386
5,000	HSBC Finance Corp., 6.676%, 1/15/21 (a) (d) (i)	Baa1/BBB+	5,320,080
£200	LBG Capital No.2 PLC, 15.00%, 12/21/19	Ba2/BB+	461,017
\$2,500	Morgan Stanley, 0.758%, 10/15/15, FRN (i)	A2/A	2,411,715
150	SLM Corp., 0.574%, 1/27/14, FRN	Ba1/BBB-	146,253
1,250	1.503%, 6/17/13, FRN (i)	Ba1/BBB-	1,719,700



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\$220	4.082%, 6/15/13, FRN	Ba1/BBB-	216,572
200	4.082%, 12/15/13, FRN	Ba1/BBB-	197,640
975	5.00%, 10/1/13 (i)	Ba1/BBB-	1,016,998
500	5.125%, 8/27/12 (i)	Ba1/BBB-	518,042

PIMCO Corporate Income Fund

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**PIMCO Income Opportunity Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>Financial Services (continued)</b>			
\$100	5.375%, 1/15/13	Ba1/BBB-	\$104,918
1,000	5.375%, 5/15/14 (i)	Ba1/BBB-	1,044,730
1,000	8.00%, 3/25/20 (i)	Ba1/BBB-	1,109,762
4,700	8.45%, 6/15/18 (i)	Ba1/BBB-	5,341,762
2,500	UBS Preferred Funding Trust V, 6.243%, 5/15/16 (g) (i)	Baa3/BBB-	2,525,000
			49,811,709
<b>Healthcare &amp; Hospitals 0.8%</b>			
3,000	HCA, Inc., 8.50%, 4/15/19 (i)	Ba3/BB	3,345,000
<b>Hotels/Gaming 2.1%</b>			
1,600	MGM Resorts International, 9.00%, 3/15/20 (i)	Ba3/B	1,792,000
5,948	Times Square Hotel Trust, 8.528%, 8/1/26 (a) (d) (i)	Baa3/BB+	6,577,343
			8,369,343
<b>Insurance 3.9%</b>			
	American International Group, Inc. (i),		
1,650	6.25%, 5/1/36	Baa1/A-	1,704,353
3,700	6.40%, 12/15/20	Baa1/A-	4,057,868
6,400	8.25%, 8/15/18	Baa1/A-	7,621,977
£1,150	8.625%, 5/22/68, (converts to FRN on 5/22/18)	Baa2/BBB	2,016,947
			15,401,145
<b>Oil &amp; Gas 6.4%</b>			
	Anadarko Petroleum Corp. (i),		
\$600	6.20%, 3/15/40	Ba1/BBB-	601,148
3,300	6.375%, 9/15/17	Ba1/BBB-	3,734,138
4,200	6.45%, 9/15/36	Ba1/BBB-	4,346,639
6,900	BP Capital Markets PLC, 4.75%, 3/10/19 (i)	A2/A	7,241,019
958	Global Geophysical Services, Inc., 10.50%, 5/1/17 (i)	B3/B	1,041,825
2,500	Kinder Morgan Energy Partners L.P., 6.50%, 9/1/39 (i)	Baa2/BBB	2,667,240
	Odebrecht Drilling Norbe VIII/IX Ltd., 6.35%, 6/30/21		
5,000	(a) (d) (i)	Baa3/NR	5,292,500
	Pride International, Inc. (i),		
200	6.875%, 8/15/20	Ba1/BBB-	231,787
200	7.875%, 8/15/40	Ba1/BBB-	251,365
			25,407,661
<b>Paper &amp; Forest Products 0.6%</b>			
2,000	Weyerhaeuser Co., 7.375%, 3/15/32 (i)	Ba1/BBB-	2,165,966
<b>Real Estate Investment Trust 1.6%</b>			
1,000	Kilroy Realty L.P., 5.00%, 11/3/15 (i)	Baa3/BBB-	1,040,996
4,750	Reckson Operating Partnership L.P., 7.75%, 3/15/20 (i)	Ba1/BBB-	5,432,936
			6,473,932
<b>Retail 0.9%</b>			
2,933	CVS Pass Through Trust, 7.507%, 1/10/32 (a) (d) (i)	Baa2/BBB+	3,443,650
<b>Telecommunications 1.2%</b>			
2,000	Frontier Communications Corp., 9.00%, 8/15/31 (i)	Ba2/BB	2,070,000
	Qwest Communications International, Inc., 7.50%,		
2,000	2/15/14 (i)	Baa3/BB-	2,050,000
500	Telecom Italia Capital S.A., 7.20%, 7/18/36 (i)	Baa2/BBB	515,848
			4,635,848



**PIMCO Income Opportunity Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>Utilities 1.0%</b>			
\$1,600	AES Andres Dominicana, 9.50%, 11/12/20 (a) (d) (i)	NR/B-	\$1,712,000
2,000	Energy Future Holdings Corp., 10.00%, 1/15/20 (i)	Caa3/B-	2,151,192
			3,863,192
	Total Corporate Bonds & Notes (cost-\$168,646,038)		194,675,944
<b>ASSET-BACKED SECURITIES 13.3%</b>			
736	Access Financial Manufactured Housing Contract Trust, 7.65%, 5/15/21	Caa2/NR	616,974
1,999	Accredited Mortgage Loan Trust, 0.393%, 4/25/36, FRN	Caa2/B+	1,665,817
1,179	ACE Securities Corp., 0.613%, 8/25/45, FRN (i)	NR/AAA	1,110,082
	Advanta Business Card Master Trust, FRN, 0.463%, 6/20/14	Ca/CCC-	630,616
773	0.463%, 12/22/14	Ca/CCC-	630,631
870	American Express Credit Account Master Trust, 0.499%, 3/17/14, FRN (a) (d)	Baa2/BBB+	868,715
	Asset-Backed Funding Certificates, FRN, 0.773%, 10/25/33	Aaa/AAA	12,945
16	1.038%, 8/25/33 (i)	Ba3/AA	1,854,235
2,220	Bear Stearns Asset-Backed Securities Trust, 0.713%, 9/25/34, FRN	NR/BBB	377,912
513	0.713%, 9/25/34, FRN	NR/A	1,181,498
1,501	3.392%, 7/25/36, VRN	NR/CC	805,081
1,684	Bear Stearns Second Lien Trust, 0.433%, 12/25/36, FRN (a) (d)	B3/B	729,472
	Conseco Finance Securitizations Corp., 7.27%, 9/1/31	Caa1/CCC-	1,841,342
1,726	7.96%, 2/1/32	Ca/CCC-	582,209
654	7.97%, 5/1/32	Ca/CCC-	248,490
330	8.06%, 5/1/31	Ca/NR	2,966,607
3,812	Conseco Financial Corp., 6.22%, 3/1/30	NR/BBB-	344,440
323	6.33%, 11/1/29, VRN	Baa2/NR	379,032
373	6.53%, 2/1/31, VRN	NR/CCC-	261,169
272	6.86%, 3/15/28	A2/NR	243,493
232	7.05%, 1/15/27	B3/B	419,967
461	7.14%, 3/15/28 (i)	Baa1/NR	1,372,262
1,267	7.24%, 6/15/28, VRN	Baa1/NR	970,092
907	7.40%, 6/15/27 (i)	A2/AA	1,060,556
992	7.65%, 10/15/27, VRN	Aa1/AAA	128,183
123	Countrywide Asset-Backed Certificates, 0.363%, 3/25/47, FRN	Caa3/B-	20,408
30	0.553%, 12/25/36, FRN (a) (d)	NR/CCC	637,148
1,415	0.603%, 11/25/34, FRN (i)	Aa3/AAA	1,478,193
1,595	0.773%, 8/25/32, FRN	Caa3/CCC	343,870
543	4.693%, 10/25/35, VRN	B1/BB-	236,547
259	Countrywide Home Equity Loan Trust, 0.569%, 3/15/29, FRN	Ba3/BBB-	1,167,100
1,220	Credit-Based Asset Servicing and Securitization LLC, 0.303%, 7/25/36, FRN	Baa2/AAA	3,471

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1,000	Greenpoint Manufactured Housing, 8.30%, 10/15/26, VRN	Ca/NR	1,071,171
1,058	GSAMP Trust, 0.513%, 5/25/36, FRN (a) (d)	NR/A	888,849

PIMCO Corporate Income Fund

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**PIMCO Income Opportunity Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
\$8	Home Equity Asset Trust, FRN, 0.263%, 3/25/37	Aa2/AAA	\$8,337
130	2.613%, 10/25/33	Caa2/B-	95,941
6,500	Indymac Residential Asset-Backed Trust, 0.533%, 4/25/47, FRN	Ca/CCC	2,912,887
134	JPMorgan Mortgage Acquisition Corp., FRN, 0.263%, 10/25/36	Ba1/B-	131,047
14	0.293%, 8/25/36	Ca/CCC	4,398
119	Lehman XS Trust, 0.313%, 12/25/36, FRN	Caa1/D	115,468
1,395	Long Beach Mortgage Loan Trust, FRN, 0.373%, 10/25/36	Ca/CCC	527,666
702	2.688%, 3/25/32	Ca/NR	418,119
2,955	Loomis Sayles CBO, 0.504%, 10/26/20, FRN (a) (d)	Aa1/A+	2,735,667
713	MASTR Asset-Backed Securities Trust, 5.233%, 11/25/35	A1/BBB	632,169
7,355	Merrill Lynch First Franklin Mortgage Loan Trust, 0.453%, 5/25/37, FRN (i)	Ca/CCC	3,491,084
2,111	Merrill Lynch Mortgage Investors, Inc., 0.713%, 6/25/36, FRN	Caa1/BB-	1,287,474
2,334	Morgan Stanley Dean Witter Capital I, 1.638%, 2/25/33, FRN	B1/AA	1,699,418
43	Oakwood Mortgage Investors, Inc., 0.449%, 5/15/13, FRN	Caa1/B-	33,918
1,275	8.00%, 10/15/26 (i)	NR/AAA	1,295,856
11	Option One Mortgage Loan Trust, 0.333%, 2/25/38, FRN	Aa3/A	10,596
78	5.662%, 1/25/37	Caa2/CC	49,036
5,000	Origen Manufactured Housing, 7.65%, 3/15/32 (i)	B2/NR	5,073,724
54	Quest Trust, 1.113%, 6/25/34, FRN (a) (d)	Aa2/AA	54,308
47	Residential Asset Mortgage Products, Inc., 4.02%, 4/25/33, VRN	B2/CC	40,247
1,441	5.22%, 7/25/34, VRN	Caa1/CC	1,315,024
1,733	5.86%, 11/25/33	A2/AAA	1,453,392
51	Residential Asset Securities Corp., 0.403%, 3/25/36, FRN	Ba1/AAA	49,377
31	4.47%, 3/25/32, VRN	A2/AAA	31,000
559	Securitized Asset-Backed Receivables LLC Trust, 0.443%, 2/25/37, FRN	Ca/CCC	219,272
270	Specialty Underwriting & Residential Finance, 0.463%, 9/25/36, FRN	Ba3/A	263,454
1,059	Structured Asset Securities Corp., 0.513%, 6/25/35, FRN	Caa2/AA+	735,327
741	UCFC Home Equity Loan, 7.75%, 4/15/30, VRN	Ca/B-	536,439
	<b>Total Asset-Backed Securities (cost-\$45,323,069)</b>		<b>52,369,222</b>

**SENIOR LOANS (a) (c) 6.2%****Computer Services 0.4%**

1,749 First Data Corp., 3.002%, 9/24/14, Term B1 1,664,383

**Financial Services 4.1%**

6,000 American General Finance Corp., 7.25%, 4/21/15 6,019,584

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1,829	CIT Group, Inc., 6.25%, 8/11/15, Term 3 International Lease Finance Corp.,	1,859,067
2,900	6.75%, 3/17/15, Term B1	2,922,008
2,100	7.00%, 3/17/16, Term B2 iStar Financial, Inc.,	2,115,750
3,265	5.00%, 6/28/13, Term A1 (b) (j) (acquisition cost-\$2,955,339; purchased 3/11/11)	3,246,173
		16,162,582

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**PIMCO Income Opportunity Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>Healthcare &amp; Hospitals 0.2%</b>			
\$1,000	HCA, Inc., 2.557%, 11/17/13, Term B1		\$999,719
<b>Oil &amp; Gas 1.0%</b>			
3,895	Petroleum Export, 3.309%, 12/7/12, Term B		3,885,263
<b>Printing/Publishing 0.1%</b>			
515	Tribune Co., 5.00%, 6/4/09, Term X (b) (e) (j) (acquisition cost-\$499,096; purchased 11/30/07-2/27/09)		353,162
<b>Utilities 0.4%</b>			
1,913	Texas Competitive Electric Holdings Co. LLC, 5.00%, 10/10/17		1,536,293
Total Senior Loans (cost-\$24,499,020)			24,601,402

Shares

**CONVERTIBLE PREFERRED STOCK 4.3%**

<b>Financial Services 3.9%</b>			
14,500	Wells Fargo & Co., 7.50%, 3/15/13, Ser. L (g)	Baa3/A-	15,652,460
<b>Utilities 0.4%</b>			
25,500	PPL Corp., 9.50%, 7/1/13	NR/NR	1,445,340
Total Convertible Preferred Stock (cost-\$10,478,225)			17,097,800

Principal  
Amount  
(000s)

**U.S. GOVERNMENT AGENCY SECURITIES 3.9%**

\$11	Ginnie Mae, MBS, 6.00%, 11/15/34	Aaa/AAA	12,697
228	6.00%, 12/15/36 (i)	Aaa/AAA	253,086
7	6.00%, 2/15/37	Aaa/AAA	7,330
1,683	6.00%, 2/15/37 (i)	Aaa/AAA	1,863,686
636	6.00%, 6/15/37 (i)	Aaa/AAA	703,948
813	6.00%, 8/15/37 (i)	Aaa/AAA	899,650
426	6.00%, 10/15/37 (i)	Aaa/AAA	471,847
11	6.00%, 12/15/37	Aaa/AAA	12,213
1,986	6.00%, 12/15/37 (i)	Aaa/AAA	2,198,408
163	6.00%, 3/15/38 (i)	Aaa/AAA	180,843
213	6.00%, 5/15/38 (i)	Aaa/AAA	235,811
209	6.00%, 6/15/38 (i)	Aaa/AAA	231,715
85	6.00%, 7/15/38 (i)	Aaa/AAA	93,746
251	6.00%, 9/15/38 (i)	Aaa/AAA	278,143
1,320	6.00%, 12/15/38 (i)	Aaa/AAA	1,460,619
5,663	6.00%, 10/15/39 (i)	Aaa/AAA	6,267,607

Total U.S. Government Agency Securities (cost-\$14,814,608)

15,171,349

**SOVEREIGN DEBT OBLIGATIONS 1.5%**

<b>Philippines 1.5%</b>			
5,000		Ba3/BB	5,762,265



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Power Sector Assets & Liabilities Management Corp.,  
7.25%, 5/27/19 (cost-\$5,585,957)

PIMCO Corporate Income Fund

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**PIMCO Income Opportunity Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>CONVERTIBLE BONDS 1.1%</b>			
<b>Real Estate Investment Trust 1.1%</b>			
\$3,800	SL Green Operating Partnership L.P., 3.00%, 10/15/17 (a) (d) (cost-\$3,773,539)	NR/NR	\$4,436,500
<b>MUNICIPAL BONDS 0.7%</b>			
<b>California 0.2%</b>			
775	Statewide Communities Dev. Auth. Rev., Lancer Student Housing Project, 9.50%, 6/1/14, Ser. B	NR/NR	793,197
<b>West Virginia 0.5%</b>			
3,030	Tobacco Settlement Finance Auth. Rev., 7.467%, 6/1/47, Ser. A	Baa3/BB+	2,117,515
Total Municipal Bonds (cost-\$3,680,266)			2,910,712
Shares			
<b>PREFERRED STOCK 0.2%</b>			
<b>Financial Services 0.2%</b>			
32,400	SLM Corp., CPI-Linked MTN, Ser. A (m), 4.70%, 3/15/17	Ba1/BBB-	738,396
8,500	4.75%, 1/16/18	Ba1/NR	193,800
Total Preferred Stock (cost-\$460,125)			932,196
Principal Amount (000s)			
<b>U.S. TREASURY OBLIGATIONS 0.1%</b>			
	U.S. Treasury Notes,		
\$270	0.375%, 10/31/12		269,958
100	2.375%, 8/31/14		103,883
Total U.S. Treasury Notes (cost-\$374,030)			373,841
<b>SHORT-TERM INVESTMENTS 8.6%</b>			
<b>Corporate Notes 7.5%</b>			
<b>Financial Services 7.0%</b>			
3,000	Ford Motor Credit Co. LLC (i), 3.033%, 1/13/12, FRN	Ba2/BB-	3,029,790
6,500	7.25%, 10/25/11	Ba2/BB-	6,669,065
2,525	9.875%, 8/10/11	Ba2/BB-	2,577,692
8,150	International Lease Finance Corp., 4.75%, 1/13/12 (i)	B1/BB+	8,292,625
940	SLM Corp., 0.504%, 10/25/11, FRN (i)	Ba1/BBB-	935,929
3,000	Springleaf Finance Corp., 0.560%, 12/15/11, FRN (i)	B3/B	2,959,575
2,000	4.625%, 6/22/11	B3/NR	2,962,644
			27,427,320

PIMCO Corporate Income Fund	
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**PIMCO Income Opportunity Fund Schedule of Investments**

April 30, 2011 (unaudited) (continued)

Principal Amount (000s)		Credit Rating (Moody s/S&P)	Value
<b>Insurance 0.5%</b>			
\$2,000	American International Group, Inc., 0.386%, 10/18/11, FRN (i)	Baa1/A-	\$1,991,830
Total Corporate Notes (cost-\$27,558,236)			29,419,150
<b>Sovereign Debt Obligations 0.5%</b>			
<b>Brazil 0.5%</b>			
BRL2,880	Brazil Notas do Tesouro Nacional, 10.00%, 1/1/12, Ser. F (cost-\$1,617,688)	Baa3/NR	1,800,056
<b>U.S. Treasury Obligations (h) (l) 0.2%</b>			
980	U.S. Treasury Bills, 0.053%-0.150%, 7/7/11-9/15/11 (cost-\$979,770)		979,845
<b>U.S. Government Agency Securities 0.0%</b>			
23	Freddie Mac, 0.221%, 5/4/11, FRN (cost-\$23,000)	Aaa/AAA	23,000
<b>Repurchase Agreements 0.4%</b>			
1,500	Barclays Capital, Inc., dated 4/29/11, 0.03%, due 5/2/11, proceeds \$1,500,004; collateralized by U.S. Treasury Notes, 4.50%, due 8/15/39, valued at \$1,533,832 including accrued interest		1,500,000
304	State Street Bank & Trust Co., dated 4/29/11, 0.01%, due 5/2/11, proceeds \$304,000; collateralized by U.S. Treasury Bills, 0.015%, due 5/12/11, valued at \$314,998		304,000
Total Repurchase Agreements (cost-\$1,804,000)			1,804,000
Total Short-Term Investments (cost-\$31,982,694)			34,026,051
<b>Total Investments, before securities sold short (cost-\$631,610,559) 182.1%</b>			<b>718,399,349</b>
<b>SECURITIES SOLD SHORT (1.2)%</b>			
<b>U.S. Treasury Obligations (1.2)%</b>			
5,000	U.S. Treasury Notes, 2.625%, 11/15/20 (proceeds received-\$4,719,355)		(4,734,765)
<b>Total Investments, net of securities sold short (cost-\$626,891,204) 180.9%</b>			<b>713,664,584</b>
Other liabilities in excess of other assets (80.9)%			(319,264,627)
<b>Net Assets 100%</b>			<b>\$394,399,957</b>



**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**  
**Notes to Schedules of Investments**

April 30, 2011 (unaudited) (continued)

- (a) Private Placement Restricted as to resale and may not have a readily available market. Securities with an aggregate value of \$196,217,084 and \$132,994,765, representing 22.0% of total investments for Corporate Income and 33.7% of net assets for Income Opportunity, respectively.
- (b) Illiquid.
- (c) These securities generally pay interest at rates which are periodically pre-determined by reference to a base lending rate plus a premium. These base lending rates are generally either the lending rate offered by one or more major European banks, such as the LIBOR or the prime rate offered by one or more major United States banks, or the certificate of deposit rate. These securities are generally considered to be restricted as the Funds are ordinarily contractually obligated to receive approval from the Agent bank and/or borrower prior to disposition. Remaining maturities of senior loans may be less than the stated maturities shown as a result of contractual or optional payments by the borrower. Such prepayments cannot be predicted with certainty. The interest rate disclosed reflects the rate in effect on April 30, 2011.
- (d) 144A Exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration, typically only to qualified institutional buyers. Unless otherwise indicated, these securities are not considered to be illiquid.
- (e) In default.
- (f) Fair-Valued Securities with an aggregate value of \$8,346,652 and \$5,365,334, representing 0.9% of total investments for Corporate Income and 1.4% of net assets for Income Opportunity, respectively. See Note 1(a) and Note 1(b) in the Notes to Financial Statements.
- (g) Perpetual maturity. Maturity date shown is the first call date. On Corporate Bonds & Notes, the interest rate is fixed until the first call date and variable thereafter.
- (h) All or partial amount segregated for the benefit of the counterparty as collateral for derivatives.
- (i) All or partial amount segregated for the benefit of the counterparty as collateral for reverse repurchase agreements.
- (j) Restricted. The aggregate acquisition cost of such securities is \$26,011,220 and \$3,454,435 for Corporate Income and Income Opportunity, respectively. The aggregate market value is \$28,738,780 and \$3,599,335, representing 3.2% of total investments and 0.9% of net assets for Corporate Income and Income Opportunity, respectively.
- (k) Dividend rate is fixed until the first call date and variable thereafter.
- (l) Rates reflect the effective yields at purchase date.
- (m) Floating rate. The rate disclosed reflects the rate in effect on April 30, 2011.

**Glossary:**

AGC	-	insured by Assured Guaranty Corp.
BRL	-	Brazilian Real
£	-	British Pound
CBO	-	Collateralized Bond Obligation
CMO	-	Collateralized Mortgage Obligation
CP	-	Certificates of Participation
	-	Euro
FRN	-	Floating Rate Note. The interest rate disclosed reflects the rate in effect on April 30, 2011.
GO	-	General Obligation Bond
IO	-	Interest Only
¥	-	Japanese Yen
LIBOR	-	London Inter-Bank Offered Rate
MBIA	-	insured by Municipal Bond Investors Assurance
MBS	-	Mortgage-Backed Securities
MXN	-	Mexican Peso
NR	-	Not Rated
PIK	-	Payment-in-Kind

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PO	-	Principal Only
VRN	-	Variable Rate Note. Instruments whose interest rates change on specified date (such as a coupon date or interest payment date) and/or whose interest rates vary with changes in a designated base rate (such as the prime interest rate). The interest rate disclosed reflects the rate in effect on April 30, 2011.
WR	-	Withdrawn Rating

<b>See accompanying Notes to Financial Statements.</b>	14.30.11	PIMCO Corporate Income Fund PIMCO Income Opportunity Fund Semi-Annual Report	<b>31</b>
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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund****Statements of Assets and Liabilities**

April 30, 2011 (unaudited)

	Corporate Income	Income Opportunity
<b>Assets:</b>		
Investments, at value (cost-\$769,880,749 and \$631,610,559, respectively)	\$892,687,822	\$718,399,349
Cash (including foreign currency, at value, of \$1,593,776 and \$6,610,124 with a cost of \$1,594,989 and \$6,391,376, respectively)	2,915,462	6,689,673
Interest and dividends receivable	16,752,064	6,185,156
Unrealized appreciation of swaps	5,178,035	2,113,320
Swap premiums paid	5,111,135	358,732
Receivable for investments sold	3,676,652	6,271,717
Unrealized appreciation of forward foreign currency contracts	243,165	583,116
Tax reclaims receivable	17,917	
Receivable from broker	13,824	
Receivable for principal paydown	11,787	
Deposits with brokers for futures contracts collateral	1,000	
Prepaid expenses	73,920	18,392
<b>Total Assets</b>	<b>926,682,783</b>	<b>740,619,455</b>
<b>Liabilities:</b>		
Payable for reverse repurchase agreements	145,101,277	332,894,784
Unrealized depreciation of swaps	6,910,314	17,541
Payable for investments purchased	5,905,532	496,128
Dividends payable to common and preferred shareholders	3,992,608	2,765,046
Swap premiums received	2,894,750	1,051,004
Unrealized depreciation of forward foreign currency contracts	2,230,007	2,063,803
Payable to brokers for cash collateral received	970,000	1,300,000
Investment management fees payable	463,727	593,368
Interest payable for reverse repurchase agreements	15,539	110,308
Payable for variation margin on futures contracts	9,375	
Securities sold short, at value (proceeds received-\$4,719,355 for Income Opportunity)		4,734,765
Interest payable		62,389
Accrued expenses	164,521	130,362
<b>Total Liabilities</b>	<b>168,657,650</b>	<b>346,219,498</b>
<b>Preferred Shares (Corporate Income \$0.00001 par value and \$25,000 liquidation preference per share applicable to an aggregate of 6,760 shares issued and outstanding)</b>	<b>169,000,000</b>	
<b>Net Assets Applicable to Common Shareholders</b>	<b>\$589,025,133</b>	<b>\$394,399,957</b>
<b>Composition of Net Assets Applicable to Common Shareholders:</b>		
Common Shares:		
Par value (\$0.00001 per share)	\$376	\$146
Paid-in-capital in excess of par	532,193,916	332,128,746
Undistributed net investment income	5,035,234	7,399,226
Accumulated net realized loss	(67,586,503)	(32,894,848)
Net unrealized appreciation of investments, futures contracts, swaps, securities sold short and foreign currency transactions	119,382,110	87,766,687
<b>Net Assets Applicable to Common Shareholders</b>	<b>\$589,025,133</b>	<b>\$394,399,957</b>
Common Shares Issued and Outstanding	37,555,578	14,552,874
<b>Net Asset Value Per Common Share</b>	<b>\$15.68</b>	<b>\$27.10</b>



PIMCO Corporate Income Fund

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund****Statements of Operations**

Six Months ended April 30, 2011 (unaudited)

	Corporate Income	Income Opportunity
<b>Investment Income:</b>		
Interest (net of foreign withholding tax of \$16,584 for Corporate Income)	\$35,530,686	\$29,716,359
Dividends	1,201,825	620,807
Facility and other fee income	18,544	76,886
Total Investment Income	36,751,055	30,414,052
<b>Expenses:</b>		
Investment management fees	2,758,347	3,510,781
Interest expense	385,786	1,107,155
Auction agent fees and commissions	89,819	
Custodian and accounting agent fees	85,042	74,391
Legal fees	65,852	9,910
Shareholder communications	63,718	39,096
Audit and tax services	44,565	34,752
Trustees' fees and expenses	31,903	18,299
Transfer agent fees	15,989	14,842
New York Stock Exchange listing fees	13,201	9,452
Insurance expense	9,287	5,198
Miscellaneous	14,953	5,834
Total Expenses	3,578,462	4,829,710
<b>Net Investment Income</b>	<b>33,172,593</b>	<b>25,584,342</b>
<b>Realized and Change in Unrealized Gain (Loss):</b>		
Net realized gain (loss) on:		
Investments	12,636,920	2,730,214
Futures contracts	92,955	
Swaps	972,975	204,149
Foreign currency transactions	(603,579)	(1,934,716)
Net change in unrealized appreciation/depreciation of:		
Investments	7,804,232	8,024,271
Futures contracts	196,875	
Swaps	(5,881,191)	698,649
Securities sold short		(15,410)
Foreign currency transactions	(2,838,607)	(805,437)
Net realized and change in unrealized gain on investments, futures contracts, swaps, securities sold short and foreign currency transactions	12,380,580	8,901,720
<b>Net Increase in Net Assets Resulting from Investment Operations</b>	<b>45,553,173</b>	<b>34,486,062</b>
<b>Dividends on Preferred Shares from Net Investment Income</b>	<b>(205,441)</b>	
<b>Net Increase in Net Assets Applicable to Common Shareholders Resulting from Investment Operations</b>	<b>\$45,347,732</b>	<b>\$34,486,062</b>

PIMCO Corporate Income Fund

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**PIMCO Corporate Income Fund****Statements of Changes in Net Assets Applicable to Common Shareholders**

	Six Months ended April 30, 2011 (unaudited)	Year ended October 31, 2010
<b>Investment Operations:</b>		
Net investment income	\$33,172,593	\$59,710,293
Net realized gain on investments, futures contracts, swaps and foreign currency transactions	13,099,271	51,206,041
Net change in unrealized appreciation/depreciation of investments, futures contracts, swaps and foreign currency transactions	(718,691)	57,131,798
Net increase in net assets resulting from investment operations	45,553,173	168,048,132
<b>Dividends on Preferred Shares from Net Investment Income</b>		
Net increase in net assets applicable to common shareholders resulting from investment operations	(205,441)	(407,257)
	45,347,732	167,640,875
<b>Dividends to Common Shareholders from Net Investment Income</b>		
	(38,875,774)	(69,398,067)
<b>Common Share Transactions:</b>		
Reinvestment of dividends	2,590,083	4,525,159
Total increase in net assets applicable to common shareholders	9,062,041	102,767,967
<b>Net Assets Applicable to Common Shareholders:</b>		
Beginning of period	579,963,092	477,195,125
End of period (including undistributed net investment income of \$5,035,234 and \$10,943,856, respectively)	\$589,025,133	\$579,963,092
<b>Common Shares Issued in Reinvestment of Dividends</b>	168,988	326,002

PIMCO Corporate Income Fund

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**PIMCO Income Opportunity Fund****Statements of Changes in Net Assets**

	Six Months ended April 30, 2011 (unaudited)	Year ended October 31, 2010
<b>Investment Operations:</b>		
Net investment income	\$25,584,342	\$45,039,802
Net realized gain on investments, swaps and foreign currency transactions	999,647	5,236,958
Net change in unrealized appreciation/depreciation of investments, swaps, securities sold short and foreign currency transactions	7,902,073	61,033,229
Net increase in net assets resulting from investment operations	34,486,062	111,309,989
<b>Dividends to Shareholders from Net Investment Income</b>	(32,633,069)	(30,717,420)
<b>Common Share Transactions:</b>		
Reinvestment of dividends	816,986	3,458,040
Total increase in net assets	2,669,979	84,050,609
<b>Net Assets:</b>		
Beginning of period	391,729,978	307,679,369
End of period (including undistributed net investment income of \$7,399,226 and \$14,447,953, respectively)	\$394,399,957	\$391,729,978
<b>Common Shares Issued in Reinvestment of Dividends</b>	30,376	148,129

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund****Statements of Cash Flows**

Six Months ended April 30, 2011 (unaudited)

	Corporate Income	Income Opportunity
<b>Increase in Cash from:</b>		
<b>Cash Flows provided by Operating Activities:</b>		
Net increase in net assets resulting from investment operations	\$45,553,173	\$34,486,062
<b>Adjustments to Reconcile Net Increase in Net Assets Resulting from Investment Operations to Net Cash provided by Operating Activities:</b>		
Purchases of long-term investments	(148,279,787)	(254,911,255)
Proceeds from sales of long-term investments	160,040,796	233,949,720
Proceeds from sales of short-term portfolio investments, net	8,844,718	15,232,498
Net change in unrealized appreciation/depreciation of investments, futures contracts, swaps, securities sold short and foreign currency transactions	718,691	(7,902,073)
Net realized gain on investments, futures contracts, swaps and foreign currency transactions	(13,099,271)	(999,647)
Net amortization on investments	(1,532,433)	(4,529,099)
Proceeds from securities sold short		4,719,355
Increase in receivable for investments sold	(3,676,652)	(4,246,659)
Increase in tax reclaims receivable	(17,917)	
(Increase) decrease in interest and dividends receivable	270,593	(598,324)
Increase in receivable for principal paydown	(11,787)	
Proceeds from futures contracts transactions	299,205	
Increase in deposits with brokers for futures contracts collateral	(1,000)	
Increase in prepaid expenses	(38,718)	(7,026)
Increase (decrease) in payable for investments purchased	5,905,532	(3,039,366)
Decrease in payable to brokers for cash collateral received	(1,878,000)	(1,280,000)
Increase in interest payable		62,389
Periodic and termination payments of swaps, net	(4,337,660)	(1,349,387)
Net cash used for foreign currency transactions	(615,052)	(1,453,490)
Decrease in investment management fees payable	(10,216)	(6,612)
Increase (decrease) in interest payable for reverse repurchase agreements	(6,677)	21,104
Decrease in accrued expenses	(99,216)	(49,082)
<b>Net cash provided by operating activities*</b>	<b>48,028,322</b>	<b>8,099,108</b>
<b>Cash Flows used for Financing Activities:</b>		
Increase (decrease) in payable for reverse repurchase agreements	(8,636,531)	23,870,802
Cash dividends paid (excluding reinvestment of dividends of \$2,590,083 and \$816,986, respectively)	(36,477,513)	(31,621,519)
<b>Net cash used for financing activities</b>	<b>(45,114,044)</b>	<b>(7,750,717)</b>
<b>Net increase in cash</b>	<b>2,914,278</b>	<b>348,391</b>
<b>Cash at beginning of period</b>	<b>1,184</b>	<b>6,341,282</b>
<b>Cash at end of period</b>	<b>\$2,915,462</b>	<b>\$6,689,673</b>

\* Included in operating expenses is cash paid by Corporate Income and Income Opportunity for interest primarily related to participation in reverse repurchase agreement transactions of \$392,687 and \$1,023,840, respectively.

PIMCO Corporate Income Fund

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund  
Notes to Financial Statements**

April 30, 2011 (unaudited)

**1. Organization and Significant Accounting Policies**

PIMCO Corporate Income Fund ( Corporate Income ) and PIMCO Income Opportunity Fund ( Income Opportunity ), each the Fund and collectively the Funds , were organized as Massachusetts business trusts on October 17, 2001 and September 12, 2007, respectively. Prior to commencing operations on December 21, 2001 and November 30, 2007, respectively, the Funds had no operations other than matters relating to their organization and registration as diversified, and non-diversified, respectively, closed-end management investment companies registered under the Investment Company Act of 1940 and the rules and regulations thereunder, as amended. Allianz Global Investors Fund Management LLC (the Investment Manager ) serves as the Funds Investment Manager and is an indirect, wholly-owned subsidiary of Allianz Global Investors of America L.P. ( Allianz Global ). Allianz Global is an indirect, wholly-owned subsidiary of Allianz SE, a publicly traded European insurance and financial services company. The Funds have an unlimited amount of \$0.00001 par value per share of common shares authorized.

Corporate Income s primary investment objective is to seek high current income with capital preservation and capital appreciation as secondary objectives by investing at least 80% of its total assets in a diversified portfolio of U.S. dollar denominated corporate debt obligations and of other income-producing securities.

Income Opportunity s primary investment objective is to seek current income as a primary focus and also capital appreciation. Under normal market conditions, Income Opportunity will seek to achieve its objective and produce total return for shareholders by investing in a global portfolio of corporate debt, government and sovereign debt, mortgage-backed and other asset-backed securities, bank loans and related instruments, convertible securities and income-producing securities of U.S. and foreign issuers, including emerging market issuers.

There is no guarantee that the Funds will meet their stated objectives.

The preparation of the financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts and disclosures in each Fund s financial statements. Actual results could differ from those estimates.

In the normal course of business, the Funds enter into contracts that contain a variety of representations that provide general indemnifications. The Funds maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Funds that have not yet occurred.

The following is a summary of significant accounting policies consistently followed by the Funds:



**(a) Valuation of Investments**

Portfolio securities and other financial instruments for which market quotations are readily available are stated at market value. Market value is generally determined on the basis of last reported sales prices, or if no sales are reported, on the basis of quotes obtained from a quotation reporting system, established market makers, or independent pricing services.

Portfolio securities and other financial instruments for which market quotations are not readily available, or for which a development/event occurs that may significantly impact the value of a security, are fair-valued, in good faith, pursuant to procedures established by the Board of Trustees, or persons acting at their discretion pursuant to procedures established by the Board of Trustees, including certain fixed income securities which may be valued with reference to securities whose prices are more readily available. The Funds' investments are valued daily using prices supplied by an independent pricing service or dealer quotations, or by using the last sale price on the exchange that is the primary market for such securities, or the mean between the last quoted bid and ask price. Independent pricing services use information provided by market makers or estimates of market values obtained from yield data relating to investments or securities with similar characteristics. Exchange-traded futures and options on futures are valued at the settlement price determined by the relevant exchange. Short-term securities maturing in 60 days or less are valued at amortized cost, if their original term to maturity was 60 days or less, or by amortizing their value on the 61st day prior to maturity, if the original term to maturity exceeded 60 days. Investments initially valued in currencies other than the U.S. dollar are converted to the U.S. dollar using exchange rates obtained from pricing services. As a result, the net asset value ( NAV ) of each Fund's shares may be affected by changes in the value of currencies in relation to the U.S. dollar. The value of securities traded in markets outside the United States or denominated in currencies other than the U.S. dollar may be affected significantly on a day that the New York Stock Exchange ( NYSE ) is closed.

The prices used by the Funds to value securities may differ from the value that would be realized if the securities were sold, and these differences could be material to the Funds' financial statements. Each Fund's NAV is normally determined as of the close of regular trading (normally, 4:00 p.m. Eastern time) on the NYSE on each day the NYSE is open for business.

**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund  
Notes to Financial Statements**

April 30, 2011 (unaudited)

**1. Organization and Significant Accounting Policies** (continued)

**(b) Fair Value Measurements**

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e. the exit price) in an orderly transaction between market participants. The three levels of the fair value hierarchy are described below:

- Level 1 quoted prices in active markets for identical investments that the Funds have the ability to access
- Level 2 valuations based on other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.) or quotes from inactive exchanges
- Level 3 valuations based on significant unobservable inputs (including the Funds' own assumptions in determining the fair value of investments)

An investment asset's or liability's level within the fair value hierarchy is based on the lowest level input, individually or in aggregate, that is significant to fair value measurement. The objective of fair value measurement remains the same even when there is a significant decrease in the volume and level of activity for an asset or liability and regardless of the valuation techniques used.

The valuation techniques used by the Funds to measure fair value during the six months ended April 30, 2011 maximized the use of observable inputs and minimized the use of unobservable inputs. When fair-valuing securities, the Funds utilized option adjusted spread pricing techniques.

The inputs or methodology used for valuing securities is not necessarily an indication of the risk associated with investing in those securities. The following are certain inputs and techniques that the Funds generally use to evaluate how to classify each major category of assets and liabilities for Level 2 and Level 3, in accordance with Generally Accepted Accounting Principles (GAAP).

**Equity Securities (Common and Preferred Stock)** Equity securities traded in inactive markets and certain foreign equity securities are valued using inputs which include broker-dealer quotes, recently executed transactions adjusted for changes in the benchmark index, or evaluated price quotes received from independent pricing services that take into account the integrity of the market sector and issuer, the individual characteristics of the security, and information received from broker-dealers and other market sources pertaining to the issuer or security. To the extent that these inputs are observable, the values of equity securities are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

**U.S. Treasury Obligations** U.S. Treasury obligations are valued by independent pricing services based on pricing models that evaluate the mean between the most recently quoted bid and ask price. The models also take into consideration data received from active market makers and broker-dealers, yield curves, and the spread over comparable U.S. Treasury issues. The spreads change daily in response to market conditions and are generally obtained from the new issue market and broker-dealer sources. To the extent that these inputs are observable, the values of

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U.S. Treasury obligations are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Government Sponsored Enterprise and Mortgage-Backed Securities Government sponsored enterprise and mortgage-backed securities are valued by independent pricing services using pricing models based on inputs that include issuer type, coupon, cash flows, mortgage prepayment projection tables and Adjustable Rate Mortgage evaluations that incorporate index data, periodic and life caps, the next coupon reset date, and the convertibility of the bond. To the extent that these inputs are observable, the values of Government sponsored enterprise and mortgage-backed securities are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Municipal Bonds Municipal bonds are valued by independent pricing services based on pricing models that take into account, among other factors, information received from market makers and broker-dealers, current trades, bid-want lists, offerings, market movements, the callability of the bond, state of issuance, benchmark yield curves, and bond insurance. To the extent that these inputs are observable, the values of municipal bonds are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Sovereign Debt Obligations Sovereign debt obligations are valued by independent pricing services based on discounted cash flow models that incorporate option adjusted spreads along with benchmark curves and credit spreads. In addition, international bond markets are monitored regularly for information pertaining to the issuer and/or the specific issue. To the extent that these inputs are observable, the values of sovereign debt obligations are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

PIMCO Corporate Income Fund

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund  
Notes to Financial Statements**

April 30, 2011 (unaudited)

**1. Organization and Significant Accounting Policies** (continued)

Corporate Bonds & Notes Corporate bonds and notes are generally comprised of two main categories: investment grade bonds and high yield bonds. Investment grade bonds are valued by independent pricing services using various inputs and techniques, which include broker-dealer quotations, live trading levels, recently executed transactions in securities of the issuer or comparable issuers, and option adjusted spread models that include base curve and spread curve inputs. Adjustments to individual bonds can be applied to recognize trading differences compared to other bonds issued by the same issuer. High yield bonds are valued by independent pricing services based primarily on broker-dealer quotations from relevant market makers and recently executed transactions in securities of the issuer or comparable issuers. The broker-dealer quotations received are supported by credit analysis of the issuer that takes into consideration credit quality assessments, daily trading activity, and the activity of the underlying equities, listed bonds and sector-specific trends. To the extent that these inputs are observable, the values of corporate bonds and notes are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Convertible Bonds Convertible bonds are valued by independent pricing services based on various inputs and techniques, which include broker-dealer quotations from relevant market makers and recently executed transactions in securities of the issuer or comparable issuers. The broker-dealer quotations received are supported by credit analysis of the issuer that takes into consideration credit quality assessments, daily trading activity, and the activity of the underlying equities, listed bonds and sector-specific trends. To the extent that these inputs are observable, the values of convertible bonds are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Asset-Backed Securities and Collateralized Mortgage Obligations Asset-backed securities and collateralized mortgage obligations are valued by independent pricing services using pricing models based on a security's average life volatility. The models also take into account tranche characteristics such as coupon average life, collateral types, ratings, the issuer and tranche type, underlying collateral and performance of the collateral, and discount margin for certain floating rate issues. To the extent that these inputs are observable, the values of asset-backed securities and collateralized mortgage obligations are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Forward Foreign Currency Contracts Forward foreign currency contracts are valued by independent pricing services using various inputs and techniques, which include broker-dealer quotations, actual trading information and foreign currency exchange rates gathered from leading market makers and foreign currency exchange trading centers throughout the world. To the extent that these inputs are observable, the values of forward foreign currency contracts are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Interest Rate Swaps Interest rate swaps are valued by independent pricing services using pricing models that are based on real-time intraday snapshots of relevant interest rate curves that are built using the most actively traded securities for a given maturity. The pricing models also incorporate cash and money market rates. In addition, market data pertaining to interest rate swaps is monitored regularly to ensure that interest rates are properly depicting the current market rate. To the extent that these inputs are observable, the values of interest rate swaps are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Credit Default Swaps Credit default swaps are valued by independent pricing services using pricing models that take into account, among other factors, information received from market makers and broker-dealers, default probabilities from index specific credit spread curves, recovery rates, and cash flows. To the extent that these inputs are observable, the values of credit default swaps are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Senior Loans Senior Loans are valued by independent pricing services based on the average of quoted prices received from multiple dealers or valued relative to other benchmark securities when broker-dealer quotes are unavailable. To the extent that these inputs are observable, the values of Senior Loans are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

The Funds policy is to recognize transfers between levels at the end of the reporting period.

**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**  
**Notes to Financial Statements**

April 30, 2011 (unaudited)

**1. Organization and Significant Accounting Policies** (continued)

A summary of the inputs used at April 30, 2011 in valuing Corporate Income s assets and liabilities is listed below:

	Level 1 Quoted Prices	Level 2 Other Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Value at 4/30/11
<b>Investments in Securities</b> Assets				
Corporate Bonds & Notes:				
Airlines		\$8,506,929	\$9,908,332	\$18,415,261
Energy			3,999,000	3,999,000
Financial Services		289,004,193	8,346,652	297,350,845
Transportation			692,900	692,900
All Other		275,584,183		275,584,183
Mortgage-Backed Securities		123,854,492		123,854,492
Municipal Bonds		90,910,907		90,910,907
Senior Loans		21,160,638		21,160,638
Preferred Stock:				
Banking		1,590,267		1,590,267
Financial Services	\$5,388,000	13,376,000		18,764,000
Convertible Preferred Stock	19,930,949			19,930,949
Sovereign Debt Obligations		6,492,753		6,492,753
Asset-Backed Securities		2,564,459		2,564,459
Short-Term Investments		11,377,168		11,377,168
<b>Total Investments in Securities</b>				
<b>Assets</b>	\$25,318,949	\$844,421,989	\$22,946,884	\$892,687,822
<b>Other Financial Instruments*</b> Assets				
Credit Contracts		\$5,178,035		\$5,178,035
Foreign Exchange Contracts		243,165		243,165
Interest Rate Contracts	\$196,875			196,875
<b>Total Other Financial Instruments*</b>				
<b>Assets</b>	\$196,875	\$5,421,200		\$5,618,075
<b>Other Financial Instruments*</b>				
<b>Liabilities</b>				
Foreign Exchange Contracts		\$(2,230,007)		\$(2,230,007)
Interest Rate Contracts		(6,910,314)		(6,910,314)
<b>Total Other Financial Instruments*</b>				
<b>Liabilities</b>		\$(9,140,321)		\$(9,140,321)
<b>Total Investments</b>	\$25,515,824	\$840,702,868	\$22,946,884	\$889,165,576

There were no significant transfers between Levels 1 and 2 during the six months ended April 30, 2011.

PIMCO Corporate Income Fund

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**  
**Notes to Financial Statements**

April 30, 2011 (unaudited)

**1. Organization and Significant Accounting Policies** (continued)

A roll forward of fair value measurements using significant unobservable inputs (Level 3) for Corporate Income for the six months ended April 30, 2011, was as follows:

	Beginning Balance 10/31/10	Net Purchases (Sales) and Settlements	Accrued Discounts (Premiums)	Net Realized Gain (Loss)	Net Change in Unrealized Appreciation/ Depreciation	Transfers into Level 3	Transfers out of Level 3**	Ending Balance 4/30/11
<b>Investments in Securities</b>								
<b>Assets</b>								
Corporate Bonds & Notes:								
Airlines	\$10,370,772	\$(483,417)	\$(4,843)	\$(1,136)	\$26,956			\$9,908,332
Energy	3,999,000		30,276		(30,276)			3,999,000
Financial Services	24,307,835		4,205		1,184,612		\$(17,150,000)	8,346,652
Transportation	690,252	(22,281)	(1,032)	(221)	26,182			692,900
<b>Total Investments</b>	<b>\$39,367,859</b>	<b>\$(505,698)</b>	<b>\$28,606</b>	<b>\$(1,357)</b>	<b>\$1,207,474</b>		<b>\$(17,150,000)</b>	<b>\$22,946,884</b>

A summary of the inputs used at April 30, 2011 in valuing Income Opportunity's assets and liabilities is listed below:

	Level 1 Quoted Prices	Level 2 Other Significant Observable Inputs	Level 3 Significant Unobservable Inputs	Value at 4/30/11
<b>Investments in Securities</b>				
<b>Assets</b>				
Mortgage-Backed Securities		\$360,676,733	\$5,365,334	\$366,042,067
Corporate Bonds & Notes:				
Airlines		2,693,750	22,724,234	25,417,984
All Other		169,257,960		169,257,960
Asset-Backed Securities		52,369,222		52,369,222
Senior Loans		24,601,402		24,601,402
Convertible Preferred Stock	\$17,097,800			17,097,800
U.S. Government Agency Securities		15,171,349		15,171,349
Sovereign Debt Obligations		5,762,265		5,762,265
Convertible Bonds		4,436,500		4,436,500
Municipal Bonds		2,910,712		2,910,712
Preferred Stock	932,196			932,196
U.S. Treasury Obligations		373,841		373,841
Short-Term Investments		34,026,051		34,026,051
<b>Total Investments in Securities</b>	<b>\$18,029,996</b>	<b>\$672,279,785</b>	<b>\$28,089,568</b>	<b>\$718,399,349</b>
<b>Investments in Securities</b>				
<b>Liabilities</b>				



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Securities Sold Short, at value				\$(4,734,765)			\$(4,734,765)
<b>Other Financial Instruments*</b>	<b>Assets</b>						
Credit Contracts				\$2,075,229	\$38,091		\$2,113,320
Foreign Exchange Contracts				583,116			583,116
<b>Total Other Financial Instruments*</b>	<b>Assets</b>			\$2,658,345	\$38,091		\$2,696,436
<b>Other Financial Instruments*</b>	<b>Liabilities</b>						
Credit Contracts				\$(17,541)			\$(17,541)
Foreign Exchange Contracts				(2,063,803)			(2,063,803)
<b>Total Other Financial Instruments*</b>	<b>Liabilities</b>			\$(2,081,344)			\$(2,081,344)
<b>Total Investments</b>		\$18,029,996		\$668,122,021	\$28,127,659		\$714,279,676

There were no significant transfers between Levels 1 and 2 during the six months ended April 30, 2011.

**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**  
**Notes to Financial Statements**

April 30, 2011 (unaudited)

**1. Organization and Significant Accounting Policies** (continued)

A roll forward of fair value measurements using significant unobservable inputs (Level 3) for Income Opportunity for the six months ended April 30, 2011, was as follows:

	Beginning Balance 10/31/10	Net Purchases (Sales) and Settlements	Accrued Discounts (Premiums)	Net Realized Gain (Loss)	Net Change in Unrealized Appreciation/ Depreciation	Transfers into Level 3	Transfers out of Level 3**	Ending Balance 4/30/11
<b>Investments in Securities</b>	<b>Assets</b>							
Mortgage-Backed Securities	\$2,395,460	\$5,301,869	\$1,874		\$97,995		\$(2,431,864)	\$5,365,334
Corporate Bonds & Notes:								
Airlines	24,819,086	(1,754,451)	431,968	\$201,356	(973,725)			22,724,234
Hotels/Gaming	6,188,599	(92,231)	(915)	(861)	482,751		(6,577,343)	
Asset-Backed Securities	2,647,003		29,985		58,679		(2,735,667)	
<b>Investments in Securities</b>	<b>\$36,050,148</b>	<b>\$3,455,188</b>	<b>\$462,912</b>	<b>\$200,495</b>	<b>\$(334,300)</b>		<b>\$(11,744,874)</b>	<b>\$28,089,568</b>
<b>Other Financial Instruments*</b>	<b>Assets</b>							
Credit Contracts	\$40,334				\$(2,243)			\$38,091
<b>Total Investments</b>	<b>\$36,090,482</b>	<b>\$3,455,188</b>	<b>\$462,912</b>	<b>\$200,495</b>	<b>\$(336,543)</b>		<b>\$(11,744,874)</b>	<b>\$28,127,659</b>

\* Other financial instruments are derivatives not reflected in the Schedules of Investments, such as futures contracts, swap agreements and forward foreign currency contracts, which are valued at the unrealized appreciation (depreciation) of the instrument.

\*\* Transferred out of Level 3 into Level 2 because sufficient observable inputs were available.

The net change in unrealized appreciation/depreciation of Level 3 investments, which Corporate Income held at April 30, 2011 was \$441,275. The net change in unrealized appreciation/depreciation of Level 3 investments and other financial instruments, which Income Opportunity held at April 30, 2011 was \$(612,466) and \$(2,243), respectively. Net realized gain (loss) and net change in unrealized appreciation/depreciation are reflected on the Statements of Operations.

**(c) Investment Transactions and Investment Income**

Investment transactions are accounted for on the trade date. Securities purchased and sold on a when-issued or delayed-delivery basis may be settled a month or more after the trade date. Realized gains and losses on investments are determined on an identified cost basis. Interest income adjusted for the accretion of discount and amortization of premium is recorded on an accrual basis. Discounts or premiums on debt securities purchased are accreted or amortized, respectively, to interest income over the lives of the respective securities. Dividend income is recorded on the ex-dividend date. Facility fees and other fees (such as origination fees) received on settlement date are amortized as income over the expected term of the senior loan. Facility fees and other fees received after settlement date relating to senior loans, consent fees relating to

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corporate actions and commitment fees received relating to unfunded purchase commitments are recorded as other fee income upon receipt. Paydown gains and losses are netted and recorded as interest income on the Statements of Operations.

### **(d) Federal Income Taxes**

The Funds intend to distribute all of their taxable income and to comply with the other requirements of Subchapter M of the U.S. Internal Revenue Code of 1986, as amended, applicable to regulated investment companies. Accordingly, no provision for U.S. federal income taxes is required.

Accounting for uncertainty in income taxes establishes for all entities, including pass-through entities such as the Funds, a minimum threshold for financial statement recognition of the benefit of positions taken in filing tax returns (including whether an entity is taxable in a particular jurisdiction), and requires certain expanded tax disclosures. The Funds' management has

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**Notes to Financial Statements**

April 30, 2011 (unaudited)

**1. Organization and Significant Accounting Policies** (continued)

determined that its evaluation has resulted in no material impact to the Funds' financial statements at April 30, 2011. The Funds' federal tax returns for the prior three years remain subject to examination by the Internal Revenue Service.

**(e) Dividends and Distributions – Common Shares**

Corporate Income declares dividends from net investment income to common shareholders monthly. Distributions of net realized capital gains, if any, are paid at least annually. Income Opportunity declares dividends from net investment income and net short-term capital gains, if any, from the sale of portfolio securities and other sources to common shareholders monthly. Distributions of net long-term realized capital gains, if any, are paid at least annually. The Funds record dividends and distributions to their respective shareholders on the ex-dividend date. The amount of dividends and distributions from net investment income and net realized capital gains are determined in accordance with federal income tax regulations, which may differ from GAAP. These book-tax differences are considered either temporary or permanent in nature. To the extent these differences are permanent in nature, such amounts are reclassified within the capital accounts based on their federal income tax treatment. Temporary differences do not require reclassification. To the extent dividends and/or distributions exceed current and accumulated earnings and profits for federal income tax purposes, they are reported as dividends and/or distributions to shareholders from return of capital.

**(f) Foreign Currency Translation**

The Funds' accounting records are maintained in U.S. dollars as follows: (1) the foreign currency market value of investments and other assets and liabilities denominated in foreign currencies are translated at the prevailing exchange rate at the end of the period; and (2) purchases and sales, income and expenses are translated at the prevailing exchange rate on the respective dates of such transactions. The resulting net foreign currency gain (loss) is included in the Funds' Statements of Operations.

The Funds do not generally isolate that portion of the results of operations arising as a result of changes in the foreign currency exchange rates from the fluctuations arising from changes in the market prices of securities. Accordingly, such foreign currency gain (loss) is included in net realized and unrealized gain (loss) on investments. However, the Funds do isolate the effect of fluctuations in foreign currency exchange rates when determining the gain (loss) upon the sale or maturity of foreign currency denominated debt obligations pursuant to U.S. federal income tax regulations; such amount is categorized as foreign currency gain (loss) for both financial reporting and income tax reporting purposes.

**(g) Senior Loans**

The Funds purchase assignments of, and participations in, Senior Loans originated, negotiated and structured by a U.S. or foreign commercial bank, insurance company, finance company or other financial institution (the Agent) for a lending syndicate of financial institutions (the Lender). When purchasing an assignment, the Funds succeed to all the rights and obligations under the loan agreement with the same rights and obligations as the assigning Lender. Assignments may, however, be arranged through private negotiations between potential assignees and potential assignors, and the rights and obligations acquired by the purchaser of an assignment may differ from, and be more limited than, those

held by the assigning Lender.

**(h) Repurchase Agreements**

The Funds enter into transactions with their custodian bank or securities brokerage firms whereby they purchase securities under agreements to resell such securities at an agreed upon price and date ( repurchase agreements ). The Funds, through their custodian, take possession of securities collateralizing the repurchase agreement. Such agreements are carried at the contract amount in the financial statements, which is considered to represent fair-value. Collateral pledged (the securities received), which consists primarily of U.S. government obligations and asset-backed securities, is held by the custodian bank for the benefit of the Funds until maturity of the repurchase agreement. Provisions of the repurchase agreements and the procedures adopted by the Funds require that the market value of the collateral, including accrued interest thereon, be sufficient in the event of default by the counterparty. If the counterparty defaults and the value of the collateral declines or if the counterparty enters an insolvency proceeding, realization of the collateral by the Funds may be delayed or limited.

**(i) Reverse Repurchase Agreements**

In a reverse repurchase agreement, the Funds sell securities to a bank or broker-dealer and agree to repurchase the securities at a mutually agreed upon date and price. Generally, the effect of such a transaction is that the Funds can recover and reinvest all or most of the cash invested in portfolio securities involved during the term of the reverse repurchase agreement and still be entitled to the returns associated with those portfolio securities. Such transactions

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**Notes to Financial Statements**

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**1. Organization and Significant Accounting Policies** (continued)

are advantageous if the interest cost to the Funds of the reverse repurchase transaction is less than the returns it obtains on investments purchased with the cash. To the extent the Funds do not cover their positions in reverse repurchase agreements (by segregating liquid assets at least equal in amount to the forward purchase commitment), the Funds' uncovered obligations under the agreements will be subject to the Funds' limitations on borrowings. Reverse repurchase agreements involve leverage risk and also the risk that the market value of the securities that the Funds are obligated to repurchase under the agreements may decline below the repurchase price. In the event the buyer of securities under a reverse repurchase agreement files for bankruptcy or becomes insolvent, the Funds' use of the proceeds of the agreement may be restricted pending determination by the other party, or their trustee or receiver, whether to enforce the Funds' obligation to repurchase the securities.

**(j) Mortgage-Related and Other Asset-Backed Securities**

Investments in mortgage-related or other asset-backed securities include mortgage pass-through securities, collateralized mortgage obligations (CMOs), commercial mortgage-backed securities, mortgage dollar rolls, CMO residuals, stripped mortgage-backed securities (SMBSs) and other securities that directly or indirectly represent a participation in, or are secured by and payable from, mortgage loans on real property. The value of some mortgage-related or asset-backed securities may be particularly sensitive to changes in prevailing interest rates. Early repayment of principal on some mortgage-related securities may expose the Funds to a lower rate of return upon reinvestment of principal. The value of these securities may fluctuate in response to the market's perception of the creditworthiness of the issuers. The decline in liquidity and prices of these types of securities may make it more difficult to determine fair market value. Additionally, although mortgages and mortgage-related securities are generally supported by some form of government or private guarantee and/or insurance, there is no assurance that private guarantors or insurers will meet their obligations.

**(k) U.S. Government Agencies or Government-Sponsored Enterprises**

Securities issued by U.S. Government agencies or government-sponsored enterprises may not be guaranteed by the U.S. Treasury. The Government National Mortgage Association (GNMA or Ginnie Mae), a wholly-owned U.S. Government corporation, is authorized to guarantee, with the full faith and credit of the U.S. Government, the timely payment of principal and interest on securities issued by institutions approved by GNMA and backed by pools of mortgages insured by the Federal Housing Administration or guaranteed by the Department of Veterans Affairs. Government-related guarantors not backed by the full faith and credit of the U.S. Government include the Federal National Mortgage Association (FNMA or Fannie Mae) and the Federal Home Loan Mortgage Corporation (FHLMC or Freddie Mac). Pass-through securities issued by FNMA are guaranteed as to timely payment of principal and interest by FNMA, but are not backed by the full faith and credit of the U.S. Government. FHLMC guarantees the timely payment of interest and ultimate collection of principal, but its participation certificates are not backed by the full faith and credit of the U.S. Government.

**(l) Short Sales**

Short sale transactions involve the Funds selling securities they do not own in anticipation of a decline in the market price of the securities. The Funds are obligated to deliver securities at the market price at the time the short position is closed. Possible losses from short sales may be unlimited, whereas losses from purchases cannot exceed the total amount invested.

**(m) Restricted Securities**

The Funds are permitted to invest in securities that are subject to legal or contractual restrictions on resale. These securities generally may be resold in transactions exempt from registration or to the public if the securities are registered. Disposal of these securities may involve time consuming negotiations and expenses, and prompt sale at an acceptable price may be difficult.

**(n) Interest Expense**

Interest expense primarily relates to the Funds' participation in reverse repurchase agreement transactions. Interest expense is recorded as it is incurred.

**(o) Custody Credits on Cash Balances**

The Funds benefit from an expense offset arrangement with their custodian bank, whereby uninvested cash balances earn credits that reduce monthly custodian and accounting agent expenses. Had these cash balances been invested in income-producing securities, they would have generated income for the Funds. Cash overdraft charges, if any, are included in custodian and accounting agent fees.

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund  
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**2. Principal Risks**

In the normal course of business, the Funds trade financial instruments and enter into financial transactions where risk of potential loss exists due to, among other things, changes in the market (market risk) or failure of the other party to a transaction to perform (counterparty risk). The Funds are also exposed to other risks such as, but not limited to, interest rate, foreign currency and credit risks.

Interest rate risk is the risk that fixed income securities will decline in value because of changes in interest rates. As nominal interest rates rise, the value of certain fixed income securities held by the Funds are likely to decrease. A nominal interest rate can be described as the sum of a real interest rate and an expected inflation rate. Fixed income securities with longer durations tend to be more sensitive to changes in interest rates, usually making them more volatile than securities with shorter durations. Duration is used primarily as a measure of the sensitivity of a fixed income security's market price to interest rate (i.e. yield) movements.

Variable and floating rate securities generally are less sensitive to interest rate changes but may decline in value if their interest rates do not rise as much, or as quickly, as interest rates in general. Conversely, floating rate securities will not generally increase in value if interest rates decline. Inverse floating rate securities may decrease in value if interest rates increase. Inverse floating rate securities may also exhibit greater price volatility than a fixed rate obligation with similar credit quality. When the Funds hold variable or floating rate securities, a decrease (or, in the case of inverse floating rate securities, an increase) in market interest rates will adversely affect the income received from such securities and the NAV of the Funds' shares.

Mortgage-related and other asset-backed securities often involve risks that are different from or more acute than risks associated with other types of debt instruments. Generally, rising interest rates tend to extend the duration of fixed rate mortgage-related securities, making them more sensitive to changes in interest rates. As a result, in a period of rising interest rates, if the Funds hold mortgage-related securities, they may exhibit additional volatility. This is known as extension risk. In addition, adjustable and fixed rate mortgage-related securities are subject to prepayment risk. When interest rates decline, borrowers may pay off their mortgages sooner than expected. This can reduce the returns of the Funds because the Funds may have to reinvest that money at the lower prevailing interest rates. The Funds' investments in other asset-backed securities are subject to risks similar to those associated with mortgage-related securities, as well as additional risks associated with the nature of the assets and the servicing of those assets.

The Funds are exposed to credit risk, which is the risk of losing money if the issuer or guarantor of a fixed income security is unable or unwilling, or is perceived (whether by market participants, rating agencies, pricing services or otherwise) as unable or unwilling, to make timely principal and/or interest payments, or to otherwise honor its obligations. Securities are subject to varying degrees of credit risk, which are often reflected in credit ratings.

To the extent the Funds directly invest in foreign currencies or in securities that trade in, and receive revenues in, foreign currencies, or in derivatives that provide exposure to foreign currencies, it will be subject to the risk that those currencies will decline in value relative to the U.S. dollar, or, in the case of hedging positions, that the U.S. dollar will decline in value relative to the currency being hedged. Currency rates in



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foreign countries may fluctuate significantly over short periods of time for a number of reasons, including economic growth, inflation, changes in interest rates, intervention (or the failure to intervene) by U.S. or foreign governments, central banks or supranational entities such as the International Monetary Fund, or the imposition of currency controls or other political developments in the United States or abroad. As a result, the Funds' investments in foreign currency-denominated securities may reduce the returns of the Funds.

The Funds are subjected to elements of risk not typically associated with investments in the U.S., due to concentrated investments in foreign issuers located in a specific country or region. Such concentrations will subject the Funds to additional risks resulting from future political or economic conditions in such country or region and the possible imposition of adverse governmental laws of currency exchange restrictions affecting such country or region, which could cause the securities and their markets to be less liquid and prices more volatile than those of comparable U.S. companies.

The market values of equity securities, such as common and preferred stock, or equity-related investments, such as futures and options, may decline due to general market conditions which are not specifically related to a particular company, such as real or perceived adverse economic conditions, changes in the general outlook for corporate earnings, changes in interest or currency rates or adverse investor sentiment. They may also decline due to factors that affect a

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Notes to Financial Statements**

April 30, 2011 (unaudited)

**2. Principal Risks** (continued)

particular industry or industries, such as labor shortages or increased production costs and competitive conditions within an industry. Equity securities and equity related investments generally have greater market price volatility than fixed income securities.

The Funds are exposed to counterparty risk, or the risk that an institution or other entity with which the Funds have unsettled or open transactions will default. The potential loss to the Funds could exceed the value of the financial assets recorded in the Funds' financial statements. Financial assets, which potentially expose the Funds to counterparty risk, consist principally of cash due from counterparties and investments. The Funds' Sub-Adviser, Pacific Investment Management Company LLC (the Sub-Adviser), an affiliate of the Investment Manager, seeks to minimize the Funds' counterparty risk by performing reviews of each counterparty and by minimizing concentration of counterparty risk by undertaking transactions with multiple customers and counterparties on recognized and reputable exchanges. Delivery of securities sold is only made once the Funds have received payment. Payment is made on a purchase once the securities have been delivered by the counterparty. The trade will fail if either party fails to meet its obligation.

Leverage will cause the value of the Funds' shares to be more volatile than if the Funds did not use leverage. This is because leverage tends to exaggerate the effect of any increase or decrease in the value of the Funds' portfolio securities. The Funds may engage in transactions (such as reverse repurchase agreements) or purchase instruments that give rise to forms of leverage. In addition, to the extent the Funds employ leverage, interest costs may not be recovered by any appreciation of the securities purchased with the leverage proceeds and could exceed the Funds' investment returns, resulting in greater losses.

The Funds are party to International Swaps and Derivatives Association, Inc. Master Agreements ( ISDA Master Agreements ) with select counterparties that govern transactions, over-the-counter derivatives and foreign exchange contracts entered into by the Funds and those counterparties. The ISDA Master Agreements contain provisions for general obligations, representations, agreements, collateral and events of default or termination. Events of termination include conditions that may entitle counterparties to elect to terminate early and cause settlement of all outstanding transactions under the applicable ISDA Master Agreement. Any election to terminate early could be material to the financial statements of the Funds.

The considerations and factors surrounding the settlement of certain purchases and sales made on a delayed-delivery basis are governed by Master Securities Forward Transaction Agreements ( Master Forward Agreements ) between the Funds and select counterparties. The Master Forward Agreements maintain provisions for, among other things, initiation and confirmation, payment and transfer, events of default, termination, and maintenance of collateral.

The Funds are also party to Master Repurchase Agreements ( Master Repo Agreements ) with select counterparties. The Master Repo Agreements maintain provisions for initiation, income payments, events of default, and maintenance of collateral.

The counterparty risk associated with certain contracts may be reduced by master netting arrangements to the extent that if an event of default occurs, all amounts with the counterparty are terminated and settled on a net basis. The Funds' overall exposure to counterparty risk with respect to transactions subject to master netting arrangements can change substantially within a short period, as it is affected by each transaction subject to the arrangement.

Corporate Income had security transactions outstanding with Lehman Brothers entities as the counterparty at the time the relevant Lehman Brothers entity filed for protection or was placed in administration. The security transactions, associated with Lehman Brothers Inc., ( SLH ) as counterparty were written down to their estimated recoverable values. Anticipated losses for securities transactions associated with SLH have been incorporated as net realized gain (loss) on the Fund's Statement of Operations. The remaining balances due from SLH are included in receivable from broker on the Fund's Statement of Assets and Liabilities. The estimated recoverable value of receivables is determined by independent broker quotes.

### **3. Financial Derivative Instruments**

Disclosure about derivatives and hedging activities requires qualitative disclosure regarding objectives and strategies for using derivatives, quantitative disclosure about fair value amounts of gains and losses on derivatives, and disclosure about credit-risk-related contingent features in derivative agreements. The disclosure requirements distinguish between derivatives which are accounted for as hedges and those that do not qualify for such accounting. Although

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**3. Financial Derivative Instruments (continued)**

the Funds sometimes use derivatives for hedging purposes, the Funds reflect derivatives at fair value and recognize changes in fair value through the Funds' Statements of Operations, and such derivatives do not qualify for hedge accounting treatment.

**(a) Futures Contracts**

The Funds use futures contracts to manage their exposure to the securities markets or the movements in interest rates and currency values. A futures contract is an agreement between two parties to buy and sell a financial instrument at a set price on a future date. Upon entering into such a contract, the Funds are required to pledge to the broker an amount of cash or securities equal to the minimum initial margin requirements of the exchange. Pursuant to the contracts, the Funds agree to receive from or pay to the broker an amount of cash or securities equal to the daily fluctuation in the value of the contracts. Such receipts or payments are known as variation margin and are recorded by the Funds as unrealized appreciation or depreciation. When the contracts are closed, the Funds record a realized gain or loss equal to the difference between the value of the contracts at the time they were opened and the value at the time they were closed. Any unrealized appreciation or depreciation recorded is simultaneously reversed. The use of futures transactions involves various risks, including the risk of an imperfect correlation in the movements in the price of futures contracts, interest rates and underlying hedging assets, and possible inability or unwillingness of counterparties to meet the terms of their contracts. There were no open futures transactions for Income Opportunity at April 30, 2011.

**(b) Swap Agreements**

Swap agreements are privately negotiated agreements between the Funds and a counterparty to exchange or swap investment cash flows, assets, foreign currencies or market-linked returns at specified, future intervals. The Funds enter into credit default, cross-currency, interest rate, total return, variance and other forms of swap agreements in order to manage their exposure to credit, currency and interest rate risk. In connection with these agreements, securities may be identified as collateral in accordance with the terms of the respective swap agreements to provide assets of value and recourse in the event of default or bankruptcy/insolvency.

Payments received or made at the beginning of the measurement period are reflected as such on the Funds' Statements of Assets and Liabilities and represent payments made or received upon entering into the swap agreement to compensate for differences between the stated terms of the swap agreement and prevailing market conditions (credit spreads, currency exchange rates, interest rates, and other relevant factors). These upfront payments are recorded as realized gains or losses on the Funds' Statements of Operations upon termination or maturity of the swap. A liquidation payment received or made at the termination of the swap is recorded as realized gain or loss on the Funds' Statements of Operations. Net periodic payments received or paid by the Funds are included as part of realized gains or losses on the Funds' Statements of Operations.

Entering into these agreements involves, to varying degrees, elements of credit, legal, market and documentation risk in excess of the amounts recognized on the Funds' Statements of Assets and Liabilities. Such risks include the possibility that there will be no liquid market for these agreements, that the counterparties to the agreements may default on their obligation to perform or disagree as to the meaning of contractual terms in the agreements and that there may be unfavorable changes in interest rates.

Credit Default Swap Agreements Credit default swap agreements involve one party (referred to as the buyer of protection) making a stream of payments to another party (the seller of protection) in exchange for the right to receive a specified return in the event of a default or other credit event for the referenced entity, obligation or index. As sellers of protection on credit default swap agreements, the Funds will generally receive from the buyer of protection a fixed rate of income throughout the term of the swap provided that there is no credit event. As sellers, the Funds would effectively add leverage to their investment portfolios because, in addition to their total net assets, the Funds would be subject to investment exposure on the notional amount of the swap.

If the Funds are sellers of protection and a credit event occurs, as defined under the terms of that particular swap agreement, a Fund will either (i) pay to the buyer of protection an amount equal to the notional amount of the swap and take delivery of the referenced obligation, other deliverable obligations or underlying securities comprising the referenced index or (ii) pay a net settlement amount in the form of cash or securities equal to the notional amount of the swap less the recovery value of the referenced obligation or underlying securities comprising the referenced index. If the Funds are buyers of protection and a credit event occurs, as defined under the terms of that particular swap agreement, a Fund will either (i) receive from the seller of protection an amount equal to the notional amount of the

**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund  
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**3. Financial Derivative Instruments (continued)**

swap and deliver the referenced obligation, other deliverable obligations or underlying securities comprising the referenced index or (ii) receive a net settlement amount in the form of cash or securities equal to the notional amount of the swap less the recovery value of the referenced obligation or underlying securities comprising the referenced index. Recovery values are assumed by market makers considering either industry standard recovery rates or entity specific factors and considerations until a credit event occurs. If a credit event has occurred, the recovery value is determined by a facilitated auction whereby a minimum number of allowable broker bids, together with a specified valuation method, are used to calculate the settlement value.

Credit default swap agreements on corporate issues or sovereign issues of an emerging market country involve one party making a stream of payments to another party in exchange for the right to receive a specified return in the event of a default or other credit event. If a credit event occurs and cash settlement is not elected, a variety of other deliverable obligations may be delivered in lieu of the specific referenced obligation. The ability to deliver other obligations may result in a cheapest-to-deliver option (the buyer of protection's right to choose the deliverable obligation with the lowest value following a credit event). The Funds use credit default swaps on corporate issues or sovereign issues of an emerging country to provide a measure of protection against defaults of the issuers (i.e., to reduce risk where the Funds own or have exposure to the referenced obligation) or to take an active long or short position with respect to the likelihood of a particular issuer's default.

Credit default swap agreements on asset-backed securities involve one party making a stream of payments to another party in exchange for the right to receive a specified return in the event of a default or other credit events. Unlike credit default swaps on corporate issues or sovereign issues of an emerging country, deliverable obligations in most instances would be limited to the specific referenced obligation as performance for asset-backed securities can vary across deals. Prepayments, principal paydowns, and other writedown or loss events on the underlying mortgage loans will reduce the outstanding principal balance of the referenced obligation. These reductions may be temporary or permanent as defined under the terms of the swap agreement and the notional amount for the swap agreement will be adjusted by corresponding amounts. The Funds use credit default swaps on asset-backed securities to provide a measure of protection against defaults of the referenced obligation or to take an active long or short position with respect to the likelihood of a particular referenced obligation's default.

Credit default swap agreements on credit indices involve one party making a stream of payments to another party in exchange for the right to receive a specified return in the event of a write-down, principal shortfall, interest shortfall or default of all or part of the referenced entities comprising the credit index. A credit index is a basket of credit instruments or exposures designed to be representative of some part of the credit market as a whole. These indices are made up of reference credits that are judged by a poll of dealers to be the most liquid entities in the credit default swap market based on the sector of the index. Components of the indices may include, but are not limited to, investment grade securities, high yield securities, asset backed securities, emerging markets, and/or various credit ratings within each sector. Credit indices are traded using credit default swaps with standardized terms including a fixed spread and standard maturity dates. An index credit default swap references all the names in the index, and if there is a default, the credit event is settled based on that name's weight in the index, or in the case of a tranching index credit default swap, the credit event is settled based on the name's weight in the index that falls within the tranche for which the Funds bear exposure. The composition of the indices changes periodically, usually every six months, and for most indices, each name has an equal weight in the index. The Funds use credit default swaps on credit indices to hedge a portfolio of credit default swaps or bonds with a credit default swap on indices which is less expensive than it would be to buy many credit default swaps to achieve a similar effect. Credit-default swaps on indices are benchmarks for protecting investors owning bonds against default, and traders use them to speculate on changes in credit quality.

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Implied credit spreads, represented in absolute terms, utilized in determining the market value of credit default swap agreements on corporate issues or sovereign issues of an emerging market country as of period end are disclosed later in the Notes to Financial Statements (see 5(b)) and serve as an indicator of the current status of the payment/performance risk and represent the likelihood or risk of default for the credit derivative. The implied credit spread of a particular referenced entity reflects the cost of buying/selling protection and may include upfront payments required to be made to enter into the agreement. For credit default swap agreements on asset-backed securities and credit indices, the quoted market prices and resulting values serve as the indicator of the current status of the payment/performance risk. Wider credit spreads and increasing market values, in absolute terms when compared to

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April 30, 2011 (unaudited)

**3. Financial Derivative Instruments (continued)**

the notional amount of the swap, represent a deterioration of the referenced entity's credit soundness and a greater likelihood or risk of default or other credit event occurring as defined under the terms of the agreement.

The maximum potential amount of future payments (undiscounted) that the Funds as sellers of protection could be required to make under a credit default swap agreement would be an amount equal to the notional amount of the agreement. Notional amounts of all credit default swap agreements outstanding as of April 30, 2011 for which the Funds are sellers of protection are disclosed later in the Notes to Financial Statements (see 5(b)). These potential amounts would be partially offset by any recovery values of the respective referenced obligations, upfront payments received upon entering into the agreement, or net amounts received from the settlement of buy protection credit default swap agreements entered into by the Funds for the same referenced entity or entities.

Interest Rate Swap Agreements Interest rate swap agreements involve the exchange by the Funds with a counterparty of their respective commitments to pay or receive interest, e.g., an exchange of floating rate payments for fixed rate payments, with respect to the notional amount of principal. Certain forms of interest rate swap agreements may include: (i) interest rate caps, under which, in return for a premium, one party agrees to make payments to the other to the extent that interest rates exceed a specified rate, or cap, (ii) interest rate floors, under which, in return for a premium, one party agrees to make payments to the other to the extent that interest rates fall below a specified rate, or floor, (iii) interest rate collars, under which a party sells a cap and purchases a floor or vice versa in an attempt to protect itself against interest rate movements exceeding given minimum or maximum levels, (iv) callable interest rate swaps, under which the counterparty may terminate the swap transaction in whole at zero cost by a predetermined date and time prior to the maturity date, (v) spreadlocks, which allow the interest rate swap users to lock in the forward differential (or spread) between the interest rate swap rate and a specified benchmark, or (vi) basis swaps, under which two parties can exchange variable interest rates based on different money markets.

**(c) Forward Foreign Currency Contracts**

A forward foreign currency contract is an agreement between two parties to buy and sell a currency at a set exchange rate on a future date. The Funds enter into forward foreign currency contracts for the purpose of hedging against foreign currency risk arising from the investment or anticipated investment in securities denominated in foreign currencies. The Funds also enter into these contracts for purposes of increasing exposure to a foreign currency or shifting exposure to foreign currency fluctuations from one country to another. The market value of a forward foreign currency contract fluctuates with changes in foreign currency exchange rates. All commitments are marked to market daily at the applicable exchange rates and any resulting unrealized appreciation or depreciation is recorded. Realized gains or losses are recorded at the time the forward contract matures or by delivery of the currency. Risks may arise upon entering these contracts from the potential inability of counterparties to meet the terms of their contracts and from unanticipated movements in the value of a foreign currency relative to the U.S. dollar. In addition, these contracts may involve market price risk in excess of the unrealized appreciation (depreciation) reflected in the Funds Statements of Assets and Liabilities.

The following is a summary of the fair valuation of the Funds' derivatives categorized by risk exposure.



The effect of derivatives on the Statements of Assets and Liabilities at April 30, 2011:

Corporate Income:

Location	Interest Rate Contracts	Credit Contracts	Foreign Exchange Contracts	Total
<b>Asset derivatives:</b>				
Unrealized appreciation on swaps		\$5,178,035		\$5,178,035
Unrealized appreciation of forward foreign currency contracts			\$243,165	243,165
<b>Total asset derivatives</b>		\$5,178,035	\$243,165	\$5,421,200
<b>Liability derivatives:</b>				
Unrealized depreciation on swaps	\$(6,910,314)			\$(6,910,314)
Payable for variation margin on futures contracts*	(9,375)			(9,375)
Unrealized depreciation of forward foreign currency contracts			\$(2,230,007)	(2,230,007)
<b>Total liability derivatives</b>	\$(6,919,689)		\$(2,230,007)	\$(9,149,696)

**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**  
**Notes to Financial Statements**

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**3. Financial Derivative Instruments** (continued)

Income Opportunity:

Location	Credit Contracts	Foreign Exchange Contracts	Total
<b>Asset derivatives:</b>			
Unrealized appreciation on swaps	\$2,113,320		\$2,113,320
Unrealized appreciation of forward foreign currency contracts		\$583,116	583,116
<b>Total asset derivatives</b>	\$2,113,320	\$583,116	\$2,696,436
<b>Liability derivatives:</b>			
Unrealized depreciation on swaps	\$(17,541)		\$(17,541)
Unrealized depreciation of forward foreign currency contracts		\$(2,063,803)	(2,063,803)
<b>Total liability derivatives</b>	\$(17,541)	\$(2,063,803)	\$(2,081,344)

\* Included in unrealized appreciation of \$196,875 on futures contracts for Corporate Income as reported in section 5(a) of the Notes to Financial Statements.

The effect of derivatives on the Statements of Operations for the six months ended April 30, 2011:

Corporate Income:

Location	Interest Rate Contracts	Credit Contracts	Foreign Exchange Contracts	Total
<b>Net realized gain (loss) on:</b>				
Futures contracts	\$92,955			\$92,955
Swaps		\$972,975		972,975
Foreign net currency transactions (forward foreign currency contracts)			\$(550,689)	(550,689)
<b>Total net realized gain (loss)</b>	\$92,955	\$972,975	\$(550,689)	\$515,241

**Net change in unrealized appreciation/depreciation of:**

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Futures contracts	\$196,875			\$196,875
Swaps	(6,910,314)	\$1,029,123		(5,881,191)
Foreign currency transactions (forward foreign currency contracts)			\$(2,827,134)	(2,827,134)
<b>Total net change in unrealized appreciation/depreciation</b>	<b>\$(6,713,439)</b>	<b>\$1,029,123</b>	<b>\$(2,827,134)</b>	<b>\$(8,511,450)</b>

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund  
Notes to Financial Statements**

April 30, 2011 (unaudited)

**3. Financial Derivative Instruments (continued)**

Income Opportunity:

Location	Credit Contracts	Foreign Exchange Contracts	Total
<b>Net realized gain (loss) on:</b>			
Swaps	\$204,149		\$204,149
Foreign currency transactions (forward foreign currency contracts)		\$(1,644,566)	(1,644,566)
<b>Total net realized gain (loss)</b>	<b>\$204,149</b>	<b>\$(1,644,566)</b>	<b>\$(1,440,417)</b>
<b>Net change in unrealized appreciation/depreciation of:</b>			
Swaps	\$698,649		\$698,649
Foreign currency transactions (forward foreign currency contracts)		\$(1,286,663)	(1,286,663)
<b>Total net change in unrealized appreciation/depreciation</b>	<b>\$698,649</b>	<b>\$(1,286,663)</b>	<b>\$(588,014)</b>

The average volume of derivative activity during the six months ended April 30, 2011:

	Futures Contracts (1)	Forward Foreign Currency Contracts (2)		Credit Default Swap Agreements (3)		Interest Rate Swap Agreements (3)
	Long	Purchased	Sold	Buy	Sell	
Corporate Income	250	\$16,807,440	\$68,212,934		\$40,033	\$52,333
Income Opportunity		6,400,012	54,811,399	\$10,800	40,594	

(1) Number of contracts

(2) U.S. \$ value on origination date

(3) Notional amount (in thousands)

**4. Investment Manager/Sub-Adviser**

Each Fund has an Investment Management Agreement (each an Agreement) with the Investment Manager. Subject to the supervision of the Funds' Board of Trustees, the Investment Manager is responsible for managing, either directly or through others selected by it, each Fund's investment activities, business affairs and administrative matters. Pursuant to each Agreement, the Investment Manager receives an annual fee, payable monthly, at an annual rate of 0.75% of Corporate Income's average daily net assets, inclusive of net assets attributable to any Preferred

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Shares that may be outstanding, and 1.00% of Income Opportunity's average daily total managed assets. For Income Opportunity, total managed assets refers to the total assets (including any assets attributable to any reverse repurchase agreements and borrowings that may be outstanding) minus accrued liabilities (other than liabilities representing reverse repurchase agreements and borrowings).

The Investment Manager has retained the Sub-Adviser to manage each Fund's investments. Subject to the supervision of the Investment Manager, the Sub-Adviser is responsible for making all of the Funds' investment decisions. The Investment Manager, and not the Funds, pays a portion of the fees it receives as Investment Manager to the Sub-Adviser in return for its services.

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Notes to Financial Statements**

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**5. Investments in Securities**

Purchases and sales of investments, other than short-term securities, for the six months ended April 30, 2011:

	U.S. Government Obligations		All Other	
	Purchases	Sales	Purchases	Sales
Corporate Income	\$1,900,913	\$1,899,406	\$146,378,874	\$160,858,170
Income Opportunity	163,108,925	168,206,687	91,802,319	73,792,313

(a) Futures contracts outstanding at April 30, 2011:

Corporate Income:

Type	Contracts	Market Value (000s)	Expiration Date	Unrealized Appreciation
Long: Financial Futures Euro-90 day	375	\$93,173	3/19/12	\$196,875

At April 30, 2011, Corporate Income pledged cash collateral of \$1,000 for futures contracts.

(b) Credit default swap agreements:

Sell protection swap agreements outstanding at April 30, 2011 (1):

Corporate Income:

Swap Counterparty/Referenced	Notional Amount (000s) (3)	Credit Spread (2)	Termination Date	Payments Received	Market Value (4)	Upfront Premiums Received	Unrealized Appreciation
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Debt Issuer							
Bank of America:							
Brazilian Government							
International Bond	\$2,600	0.99%	12/20/15	1.00%	\$3,816	\$(19,925)	\$23,741
Barclays Bank:							
Brazilian Government							
International Bond	10,400	0.99%	12/20/15	1.00%	15,263	(77,143)	92,406
SLM	2,000	1.38%	12/20/13	5.00%	199,633	(250,000)	449,633
Citigroup:							
SLM	10,000	1.38%	12/20/13	5.00%	998,164	(1,096,500)	2,094,664
Deutsche Bank:							
SLM	10,500	1.38%	12/20/13	5.00%	1,048,072	(1,400,000)	2,448,072
HSBC Bank:							
Mexico Government							
International Bond	4,000	0.92%	12/20/15	1.00%	18,337	(51,182)	69,519
					\$2,283,285	\$(2,894,750)	\$5,178,035

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**  
**Notes to Financial Statements**

April 30, 2011 (unaudited)

**5. Investments in Securities** (continued)

Income Opportunity:

Swap Counterparty/ Referenced Debt Issuer	Notional Amount (000s) (3)	Credit Spread (2)	Termination Date	Payments Received	Market Value (4)	Upfront Premiums Paid (Received)	Unrealized Appreciation (Depreciation)
Bank of America:							
MetLife	\$6,200	1.16%	9/20/15	1.00%	\$(34,668)	\$(416,629)	\$381,961
Barclays Bank:							
Gazprom	1,250	1.90%	12/20/17	1.90%	9,055		9,055
VTB Capital	1,250	2.74%	12/20/17	2.34%	(17,541)		(17,541)
Citigroup:							
Majapahit Holding	3,000	2.48%	12/20/17	2.65%	38,091		38,091
Republic of Indonesia	3,000	1.51%	12/20/17	2.14%	120,221		120,221
SLM	4,150	1.38%	12/20/13	5.00%	414,239	358,732	55,507
Credit Suisse First Boston:							
TNK	1,500	1.98%	12/20/17	3.15%	120,434		120,434
Deutsche Bank:							
ING Bank	5,000	0.94%	6/20/11	1.40%	16,990		16,990
SLM	\$900	1.38%	12/20/13	5.00%	89,835	(126,000)	215,835
Merrill Lynch:							
Dow Jones CDX HY-9 5-Year Index 35-100%	9,627	0.08%	12/20/12	1.44%	232,613		232,613
SLM	4,150	1.38%	12/20/13	5.00%	414,238	(508,375)	922,613
					\$1,403,507	\$(692,272)	\$2,095,779

**Euro**

(1) If the Funds are sellers of protection and a credit event occurs, as defined under the terms of that particular swap agreement, the Funds will either (i) pay to the buyer of protection an amount equal to the notional amount of the swap and take delivery of the referenced obligation or underlying securities comprising the referenced index or (ii) pay a net settlement amount in the form of cash or securities equal to the notional amount of the swap less the recovery value of the referenced obligation or underlying securities comprising the referenced index.

(2) Implied credit spreads, represented in absolute terms, utilized in determining the market value of credit default swap agreements as of year end serve as an indicator of the current status of the payment/performance risk and represent the likelihood or risk of default for the credit derivative. The implied credit spread of a particular referenced entity reflects the cost of buying/selling protection and may include upfront payments required to be made to enter into the agreement. Wider credit spreads represent a deterioration of the referenced entity's credit soundness and a greater likelihood or risk of default or other credit event occurring as defined under the terms of the agreement.

(3) This represents the maximum potential amount the Funds could be required to make available as sellers of credit protection or receive as buyers of credit protection if a credit event occurs as defined under the terms of that particular swap agreement.



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(4) *The quoted market prices and resulting values for credit default swap agreements serve as an indicator of the status at April 30, 2011 of the payment/performance risk and represent the likelihood of an expected liability (or profit) for the credit derivative should the notional amount of the swap agreement been closed/sold as of the period end. Increasing market values, in absolute terms when compared to the notional amount of the swap, represent a deterioration of the referenced entity's credit soundness and a greater likelihood or risk of default or other credit event occurring as defined under the terms of the agreement.*

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**  
**Notes to Financial Statements**

April 30, 2011 (unaudited)

**5. Investments in Securities** (continued)

(c) Interest rate swap agreements outstanding at April 30, 2011:

Corporate Income:	Notional Amount (000s)	Termination Date	Payments Made	Rate Type	Market Value	Upfront Premiums Paid	Unrealized Depreciation
Swap Counterparty							
Bank of America	\$47,100	6/15/41	4.25%	3-Month USD LIBOR	\$(539,754)	\$1,516,620	\$(2,056,374)
Credit Suisse First Boston	47,100	6/15/41	4.25%	3-Month USD LIBOR	(539,753)	1,483,650	(2,023,403)
Goldman Sachs	31,400	6/15/41	4.25%	3-Month USD LIBOR	(359,836)	1,027,565	(1,387,401)
Royal Bank of Scotland	31,400	6/15/41	4.25%	3-Month USD LIBOR	(359,836)	1,083,300	(1,443,136)
					\$(1,799,179)	\$5,111,135	\$(6,910,314)

LIBOR London Inter-Bank Offered Rate

(d) Forward foreign currency contracts outstanding at April 30, 2011:

Corporate Income:

	Counterparty	U.S.\$ Value on Origination Date	U.S.\$ Value April 30, 2011	Unrealized Appreciation (Depreciation)
<u>Purchased:</u>				
186,100 Brazilian Real settling 9/2/11	Bank of America	\$100,000	\$116,384	\$16,384
185,950 Brazilian Real settling 9/2/11	Morgan Stanley	100,000	116,290	16,290
10,967,964 Brazilian Real settling 6/2/11	UBS	6,872,158	6,961,049	88,891
3,000,000 Canadian Dollar settling 6/20/11	Barclays Bank	3,143,761	3,167,148	23,387

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3,100,000 Canadian Dollar settling 6/20/11	Citigroup	3,234,129	3,272,719	38,590
800,000 Chinese Yuan Renminbi settling 11/15/11	Barclays Bank	124,514	125,046	532
4,809,971 Chinese Yuan Renminbi settling 11/15/11	Citigroup	740,394	751,832	11,438
3,124,846 Chinese Yuan Renminbi settling 11/15/11	JPMorgan Chase	486,200	488,436	2,236
4,058,000 Indian Rupee settling 8/12/11	Barclays Bank	86,488	89,932	3,444
600,000 Indian Rupee settling 8/12/11	Deutsche Bank	12,834	13,297	463
130,000 Mexican Peso settling 7/7/11	HSBC Bank	10,471	11,226	755
1,520,300 South African Rand settling 9/13/11	Barclays Bank	200,000	227,195	27,195
759,900 South African Rand settling 9/13/11	Morgan Stanley	100,000	113,560	13,560

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund****Notes to Financial Statements**

April 30, 2011 (unaudited)

**5. Investments in Securities (continued)**

	Counterparty	U.S.\$ Value on Origination Date	U.S.\$ Value April 30, 2011	Unrealized Appreciation (Depreciation)
<u>Sold:</u>				
10,967,964 Brazilian Real settling 6/2/11	Citigroup	\$6,474,595	\$6,961,049	\$(486,454)
10,967,964 Brazilian Real settling 8/2/11	UBS	6,784,588	6,898,248	(113,660)
2,753,000 British Pound settling 6/13/11	Bank of America	4,419,749	4,596,142	(176,393)
4,120,000 British Pound settling 6/13/11	Citigroup	6,607,866	6,878,352	(270,486)
4,120,000 British Pound settling 6/13/11	Credit Suisse First Boston	6,609,963	6,878,352	(268,389)
3,073,000 Canadian Dollar settling 6/20/11	BNP Paribas	3,144,239	3,244,215	(99,976)
2,841,000 Canadian Dollar settling 6/20/11	Royal Bank of Canada	2,970,729	2,999,289	(28,560)
8,573,600 Chinese Yuan Renminbi settling 9/14/11	JPMorgan Chase	1,322,066	1,334,887	(12,821)
2,571,000 Euro settling 7/18/11	Barclays Bank	3,737,085	3,799,996	(62,911)
3,977,000 Euro settling 7/18/11	Citigroup	5,811,303	5,878,096	(66,793)
7,064,000 Euro settling 7/18/11	Credit Suisse First Boston	10,188,054	10,440,752	(252,698)
5,828,000 Euro settling 7/18/11	JPMorgan Chase	8,409,280	8,613,916	(204,636)
4,742,000 Euro settling 7/18/11	Royal Bank of Scotland	6,831,894	7,008,783	(176,889)
36,202 Malaysian Ringgit settling 8/11/11	Citigroup	11,701	12,135	(434)
2,063,338 South African Rand settling 7/28/11	JPMorgan Chase	301,613	310,520	(8,907)
				\$(1,986,842)

Income Opportunity:

	Counterparty	U.S.\$ Value on Origination Date	U.S.\$ Value April 30, 2011	Unrealized Appreciation (Depreciation)
<u>Purchased:</u>				
3,990,000 British Pound settling 5/26/11	Citigroup	\$6,573,620	\$6,662,860	\$89,240
4,032,000 British Pound settling 6/13/11	Citigroup	6,469,989	6,731,436	261,447
4,000,000 Euro settling 5/9/11	Deutsche Bank	5,714,240	5,923,624	209,384
5,037,000 Mexican Peso settling 7/7/11	Citigroup	412,213	434,961	22,748
68,899 South African Rand settling 7/28/11	JPMorgan Chase	10,072	10,369	297



**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**

**Notes to Financial Statements**

April 30, 2011 (unaudited)

**5. Investments in Securities (continued)**

	Counterparty	U.S.\$ Value on Origination Date	U.S.\$ Value April 30, 2011	Unrealized Appreciation (Depreciation)
<u>Sold:</u>				
3,363,000 British Pound settling 6/13/11	Bank of America	\$5,399,115	\$5,614,538	\$(215,423)
5,018,000 British Pound settling 6/13/11	Citigroup	8,048,124	8,377,565	(329,441)
5,018,000 British Pound settling 6/13/11	Credit Suisse First Boston	8,050,679	8,377,566	(326,887)
3,934,000 British Pound settling 6/13/11	Royal Bank of Canada	6,445,478	6,567,824	(122,346)
8,049,000 Euro settling 7/18/11	Credit Suisse First Boston	11,608,670	11,896,604	(287,934)
6,641,000 Euro settling 7/18/11	JPMorgan Chase	9,582,365	9,815,548	(233,183)
5,396,000 Euro settling 7/18/11	Royal Bank of Scotland	7,774,125	7,975,410	(201,285)
87,217,000 Japanese Yen settling 7/14/11	JPMorgan Chase	1,041,204	1,075,594	(34,390)
5,100,000 Mexican Peso settling 7/7/11	Citigroup	418,816	440,401	(21,585)
223,567,350 Russian Ruble settling 7/1/11	Barclays Bank	7,825,249	8,116,578	(291,329) \$(1,480,687)

At April 30, 2011, Corporate Income held \$460,000 in principal value of U.S. Treasury Obligations and \$910,000 in cash as collateral for derivatives. At April 30, 2011, Income Opportunity held \$480,000, in principal value of U.S. Treasury Obligations and \$790,000 in cash as collateral for derivatives. Cash collateral held may be invested in accordance with the Funds' investment strategies. Securities held as collateral will not be pledged and are not reflected in the Schedules of Investments.

(e) Open reverse repurchase agreements at April 30, 2011:

Corporate Income:

Counterparty	Rate	Trade Date	Maturity Date	Principal & Interest	Principal
Bank of America	0.45%	4/29/11	5/31/11	\$34,257,134	\$34,256,277
Barclays Bank	0.45%	4/18/11	5/18/11	6,403,040	6,402,000
	0.45%	4/19/11	5/18/11	4,983,747	4,983,000
	0.45%	4/29/11	5/31/11	30,873,772	30,873,000
	0.50%	4/12/11	5/13/11	1,476,390	1,476,000
	0.50%	4/15/11	5/17/11	6,213,380	6,212,000
	0.50%	4/18/11	5/18/11	14,698,653	14,696,000

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	0.60%	4/20/11	5/20/11	3,199,586	3,199,000
Credit Suisse First Boston	0.50%	4/14/11	5/16/11	14,767,486	14,764,000
	0.50%	4/27/11	5/27/11	10,458,581	10,458,000
Deutsche Bank	0.38%	4/14/11	5/16/11	2,235,401	2,235,000
	0.38%	4/18/11	5/18/11	7,599,043	7,598,000
	0.43%	4/18/11	5/18/11	2,786,433	2,786,000
	0.48%	4/14/11	5/16/11	5,164,170	5,163,000
					\$145,101,277

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## PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund

## Notes to Financial Statements

April 30, 2011 (unaudited)

## 5. Investments in Securities (continued)

Income Opportunity:

Counterparty	Rate	Trade Date	Maturity Date	Principal & Interest	Principal
Bank of America	0.45%	4/1/11	5/4/11	\$3,184,007	\$3,182,813
	0.45%	4/12/11	5/13/11	3,114,440	3,113,700
	0.65%	4/1/11	5/4/11	1,888,773	1,887,750
	0.81%	4/19/11	5/18/11	9,205,485	9,203,000
	0.81%	4/27/11	5/27/11	6,961,626	6,961,000
	0.82%	4/14/11	5/16/11	4,954,918	4,953,000
	0.82%	4/15/11	5/16/11	4,254,550	4,253,000
	0.96%	4/25/11	10/24/11	4,323,692	4,323,000
	1.10%	4/19/11	5/18/11	1,437,527	1,437,000
	Barclays Bank	0.45%	4/25/11	5/25/11	7,662,575
0.45%		4/26/11	5/26/11	553,035	553,000
0.45%		4/28/11	5/24/11	4,883,183	4,883,000
0.50%		3/30/11	5/4/11	3,281,458	3,280,000
0.50%		4/7/11	5/10/11	4,357,452	4,356,000
0.50%		4/14/11	5/16/11	970,229	970,000
0.50%		4/15/11	5/17/11	12,913,869	12,911,000
0.60%		4/26/11	5/24/11	1,105,092	1,105,000
0.60%		4/27/11	5/27/11	177,012	177,000
0.60%		4/28/11	5/24/11	1,986,099	1,986,000
0.65%		4/26/11	5/26/11	3,324,300	3,324,000
0.65%		4/28/11	5/24/11	2,293,124	2,293,000
0.70%		4/1/11	5/4/11	1,653,964	1,653,000
0.70%		4/4/11	5/5/11	5,014,631	5,012,000
0.70%		4/6/11	5/9/11	6,279,051	6,276,000
0.70%		4/12/11	5/13/11	1,103,407	1,103,000
0.70%		4/14/11	5/16/11	2,489,823	2,489,000
0.70%		4/15/11	5/17/11	1,850,576	1,850,000
0.81%		4/27/11	5/27/11	2,510,226	2,510,000
0.816%		4/15/11	5/17/11	11,397,132	11,393,000
0.91%	4/27/11	5/27/11	1,220,123	1,220,000	
1.063%	4/19/11	5/18/11	2,120,751	2,120,000	
1.216%	4/15/11	5/17/11	2,803,513	2,801,999	
BNP Paribas	0.17%	4/20/11	5/18/11	14,662,761	14,662,000
	0.50%	3/31/11	5/2/11	25,667,045	25,656,000
Credit Suisse First Boston	0.50%	4/6/11	5/9/11	297,103	297,000
	0.50%	4/11/11	5/11/11	10,179,827	10,177,000
	0.50%	4/14/11	5/16/11	3,867,913	3,867,000
	0.60%	3/31/11	5/2/11	6,020,109	6,017,000
	0.60%	4/6/11	5/9/11	4,253,772	4,252,000
	0.60%	4/14/11	5/16/11	2,898,821	2,898,000



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0.60%	4/15/11	5/16/11	3,445,919	3,445,000
0.65%	3/31/11	5/2/11	1,593,892	1,593,000
0.65%	4/11/11	5/11/11	3,358,212	3,357,000
0.65%	4/14/11	5/16/11	3,622,111	3,621,000
0.65%	4/19/11	5/2/11	1,112,241	1,112,000

PIMCO Corporate Income Fund  
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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund****Notes to Financial Statements**

April 30, 2011 (unaudited)

**5. Investments in Securities (continued)**

Counterparty	Rate	Trade Date	Maturity Date	Principal & Interest	Principal
	0.65%	4/21/11	5/23/11	\$690,125	\$690,000
	0.65%	4/25/11	5/25/11	1,076,117	1,076,000
	1.20%	4/15/11	5/16/11	8,057,295	8,053,000
Greenwich Capital Markets	0.50%	4/1/11	5/4/11	2,990,245	2,989,000
	0.50%	4/19/11	5/18/11	5,638,940	5,638,000
	0.50%	4/25/11	5/25/11	793,066	793,000
	0.50%	4/27/11	5/27/11	1,650,092	1,650,000
	0.713%	4/26/11	5/26/11	5,702,565	5,702,000
	0.81%	4/28/11	5/31/11	936,063	936,000
	0.813%	4/19/11	5/18/11	3,408,924	3,408,000
	0.813%	4/26/11	5/26/11	6,577,743	6,577,000
	0.824%	4/12/11	5/13/11	6,273,727	6,271,000
	0.936%	4/6/11	5/9/11	2,917,894	2,916,000
	0.963%	4/19/11	5/18/11	6,457,072	6,455,000
	0.963%	4/26/11	5/26/11	2,245,300	2,245,000
	1.11%	4/28/11	5/31/11	844,078	844,000
	1.113%	4/19/11	5/18/11	1,849,686	1,849,000
	1.216%	4/14/11	5/16/11	15,106,669	15,098,000
JPMorgan Chase	0.60%	3/31/11	5/3/11	12,107,252	12,101,000
	0.60%	4/7/11	5/10/11	3,060,224	3,059,000
	0.60%	4/15/11	5/16/11	15,833,220	15,829,000
Morgan Stanley	0.80%	4/8/11	5/11/11	5,616,869	5,614,000
	0.85%	4/5/11	5/5/11	1,952,198	1,951,000
	0.90%	4/5/11	5/5/11	3,566,317	3,564,000
	0.95%	4/5/11	5/5/11	1,583,085	1,582,000
	1.35%	4/5/11	5/5/11	1,500,462	1,499,000
UBS	0.73%	4/26/11	5/26/11	4,645,051	4,644,573
	0.74%	4/26/11	5/26/11	1,916,542	1,916,342
	1.11%	4/8/11	5/9/11	4,171,956	4,168,887
	1.17%	4/8/11	5/9/11	1,580,946	1,579,720
					\$332,894,784

The weighted average daily balance of reverse repurchase agreements outstanding during the six months ended April 30, 2011 for Corporate Income and Income Opportunity was \$157,490,178 and \$320,382,087, respectively, at a weighted average interest rate of 0.49% and 0.69%, respectively. The total market value of underlying collateral (refer to the Schedules of Investments for positions segregated for the benefit of the counterparty as collateral for reverse repurchase agreements) for open reverse repurchase agreements at April 30, 2011 for Corporate Income and Income Opportunity was \$150,627,313 and \$369,652,934, respectively.

At April 30, 2011, Corporate Income held \$680,000 in principal value of U.S. Government Agency Securities and \$60,000 in cash as collateral for open reverse repurchase agreements. At April 30, 2011, Income Opportunity held \$1,010,000 in principal value of U.S. Treasury Obligations and \$510,000 in cash as collateral for open reverse repurchase agreements. Cash collateral held may be invested in accordance with the Funds

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investment strategies. Securities held as collateral will not be pledged and are not reflected in the Schedules of Investments.

PIMCO Corporate Income Fund

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**

**Notes to Financial Statements**

April 30, 2011 (unaudited)

**6. Income Tax Information**

At April 30, 2011, the aggregate cost basis and net unrealized appreciation of investments for federal income tax purposes were as follows:

	Federal Tax Cost Basis	Unrealized Appreciation	Unrealized Depreciation	Net Unrealized Appreciation
Corporate Income	\$770,368,020	\$136,813,826	\$14,494,024	\$122,319,802
Income Opportunity	631,668,083	92,364,104	5,632,838	86,731,266

The difference between book and tax cost basis is attributable to wash sales.

**7. Auction-Rate Preferred Shares Corporate Income**

Corporate Income has 1,352 shares of Preferred Shares Series M, 1,352 shares of Preferred Shares Series T, 1,352 shares of Preferred Shares Series W, 1,352 shares of Preferred Shares Series TH and 1,352 shares of Preferred Shares Series F outstanding, each with a liquidation preference of \$25,000 per share plus any accumulated, unpaid dividends.

Dividends are accumulated daily at an annual rate (typically re-set every seven days) through auction procedures (or default procedures in the event of auction failure). Distributions of net realized capital gains, if any, are paid annually.

For the six months ended April 30, 2011, the annualized dividend rates ranged from:

Corporate Income:

	High	Low	At April 30, 2011
Series M	0.347%	0.090%	0.120%
Series T	0.377%	0.135%	0.165%
Series W	0.330%	0.105%	0.105%

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Series TH	0.330%	0.105%	0.105%
Series F	0.330%	0.105%	0.120%

The Fund is subject to certain limitations and restrictions while Preferred Shares are outstanding. Failure to comply with these limitations and restrictions could preclude the Fund from declaring or paying any dividends or distributions to common shareholders or repurchasing common shares and/or could trigger the mandatory redemption of Preferred Shares at their liquidation preference plus any accumulated, unpaid dividends.

Preferred shareholders, who are entitled to one vote per share, generally vote together with the common shareholders but vote separately as a class to elect two Trustees and on any matters affecting the rights of the Preferred Shares.

Since mid-February 2008, holders of auction-rate preferred shares ( ARPS ) issued by the Fund have been directly impacted by an unprecedented lack of liquidity, which has similarly affected ARPS holders in many of the nation's closed-end funds. Since then, regularly scheduled auctions for ARPS issued by the Fund have consistently failed because of insufficient demand (bids to buy shares) to meet the supply (shares offered for sale) at each auction. In a failed auction, ARPS holders cannot sell all, and may not be able to sell any, of their shares tendered for sale. While repeated auction failures have affected the liquidity for ARPS, they do not constitute a default or automatically alter the credit quality of the ARPS, and ARPS holders have continued to receive dividends at the defined maximum rate, the 7-day AA Composite Commercial Paper Rate multiplied by a minimum of 150%, depending on the credit rating of the ARPS (which is a function of short-term interest rates and typically higher than the rate that would have otherwise been set through a successful auction). If the Fund's ARPS auctions continue to fail and the maximum rate payable on the ARPS rises as a result of changes in short-term interest rates, returns for the Fund's common shareholders could be adversely affected.

See Note 8 Legal Proceedings, for a discussion of shareholder demand letters received by certain closed-end funds managed by the Investment Manager, including Corporate Income.

**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund**

**Notes to Financial Statements**

April 30, 2011 (unaudited)

**8. Legal Proceedings**

In June and September 2004, the Investment Manager and certain of its affiliates (including PEA Capital LLC ( PEA ), Allianz Global Investors Distributors LLC and Allianz Global Investors of America, L.P.) agreed to settle, without admitting or denying the allegations, claims brought by the Securities and Exchange Commission ( SEC ) and the New Jersey Attorney General alleging violations of federal and state securities laws with respect to certain open-end funds for which the Investment Manager serves as investment adviser. The settlements related to an alleged market timing arrangement in certain open-end funds formerly sub-advised by PEA. The Investment Manager and its affiliates agreed to pay a total of \$68 million to settle the claims. In addition to monetary payments, the settling parties agreed to undertake certain corporate governance, compliance and disclosure reforms related to market timing, and consented to cease and desist orders and censures. Subsequent to these events, PEA deregistered as an investment adviser and dissolved. None of the settlements alleged that any inappropriate activity took place with respect to the Funds.

Since February 2004, the Investment Manager and certain of its affiliates and their employees have been named as defendants in a number of pending lawsuits concerning market timing, which allege the same or similar conduct underlying the regulatory settlements discussed above. The market timing lawsuits have been consolidated in a multi-district litigation proceeding in the U.S. District Court for the District of Maryland (the MDL Court ). After a number of claims in the lawsuits were dismissed by the MDL Court, the parties entered into a stipulation of settlement, which was publicly filed with the MDL Court in April 2010, resolving all remaining claims. In April 2011, the MDL Court granted final approval of the settlement.

In addition, in a lawsuit filed in the Northern District of Illinois Eastern Division, plaintiffs challenged certain trades by the Sub-Adviser in the June 2005 10 year futures contract. The Sub-Adviser s position is that all such trades were properly designed to secure best execution for its clients. The parties resolved this matter through settlement, which resolves all of the claims against the Sub-Adviser. In settling this matter, the Sub-Adviser denies any liability. This settlement is purely private in nature and not a regulatory matter.

Beginning in May 2010, several closed-end funds managed by the Investment Manager, including Corporate Income and certain other funds sub-advised by the Sub-Adviser, each received a demand letter from a law firm on behalf of certain common shareholders. The demand letters allege that the Investment Manager and certain officers and trustees of the funds breached their fiduciary duties in connection with the redemption at par of a portion of the funds ARPS and demand that the boards of trustees take certain action to remedy those alleged breaches. After conducting an investigation in August 2010, the independent trustees of Corporate Income rejected the demands made in the demand letters.

The Investment Manager and the Sub-Adviser believe that these matters are not likely to have a material adverse effect on the Funds or on their ability to perform their respective investment advisory activities relating to the Funds.

**9. Subsequent Events**

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On May 2, 2011, the following dividends were declared to common shareholders payable June 1, 2011 to shareholders of record on May 12, 2011:

Corporate Income	\$0.10625 per common share
Income Opportunity	\$0.19 per common share

On June 1, 2011, the following dividends were declared to common shareholders payable July 1, 2011 to shareholders of record on June 13, 2011:

Corporate Income	\$0.10625 per common share
Income Opportunity	\$0.19 per common share

PIMCO Corporate Income Fund  
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**PIMCO Corporate Income Fund Financial Highlights**

For a common share outstanding throughout each period:

	Six Months ended April 30, 2011	Year ended October 31,					
	(unaudited)	2010	2009	2008	2007	2006	
Net asset value, beginning of period	\$15.51	\$12.88	\$8.47	\$13.76	\$14.76	\$14.63	
<b>Investment Operations:</b>							
Net investment income	0.89	1.61	1.42	1.24	1.31	1.42	
Net realized and unrealized gain (loss) on investments, futures contracts, options written, swaps, unfunded loan commitments and foreign currency transactions	0.33	2.90	4.29	(4.94)	(0.51)	0.43	
Total from investment operations	1.22	4.51	5.71	(3.70)	0.80	1.85	
<b>Dividends on Preferred Shares from Net Investment Income</b>	(0.01)	(0.01)	(0.02)	(0.31)	(0.43)	(0.38)	
Net increase (decrease) in net assets applicable to common shareholders resulting from investment operations	1.21	4.50	5.69	(4.01)	0.37	1.47	
<b>Dividends and Distributions to Common Shareholders from:</b>							
Net investment income	(1.04)	(1.87)	(1.28)	(1.28)	(1.28)	(1.34)	
Net realized gains					(0.09)		
Total dividends and distributions to common shareholders	(1.04)	(1.87)	(1.28)	(1.28)	(1.37)	(1.34)	
Net asset value, end of period	\$15.68	\$15.51	\$12.88	\$8.47	\$13.76	\$14.76	
Market price, end of period	\$17.35	\$16.24	\$13.06	\$10.00	\$14.25	\$15.68	
<b>Total Investment Return (1)</b>	14.22%	41.86%	48.69%	(22.55)%	(0.26)%	15.08%	
<b>RATIOS/SUPPLEMENTAL DATA:</b>							
Net assets applicable to common shareholders, end of period (000s)	\$589,025	\$579,963	\$477,195	\$311,489	\$502,714	\$535,104	
Ratio of expenses to average net assets, including interest expense (2)(4)	1.26% (6)	1.24% (5)	1.52% (5)	1.50% (3)(5)	1.30% (3)(5)	1.16% (3)(5)	
Ratio of expenses to average net assets, excluding interest expense (2)	1.12% (6)	1.17% (5)	1.48% (5)	1.39% (3)(5)	1.21% (3)(5)	1.13% (3)(5)	
Ratio of net investment income to average net assets (2)	11.68% (6)	11.64% (5)	15.34% (5)	10.09% (5)	9.11% (5)	9.83% (5)	
Preferred shares asset coverage per share	\$112,133	\$110,790	\$95,590	\$50,953	\$66,871	\$69,566	
Portfolio turnover	17%	52%	117%	118%	46%	30%	

- (1) Total investment return is calculated assuming a purchase of a common share at the market price on the first day and a sale of a common share at the market price on the last day of each period reported. Income dividends and capital gain distributions, if any, are assumed, for purposes of this calculation, to be reinvested at prices obtained under the Fund's dividend reinvestment plan. Total investment return does not reflect brokerage commissions or sales charges in connection with the purchase or sale of Fund shares. Total investment return for a period of less than one year is not annualized.
- (2) Calculated on the basis of income and expenses applicable to both common and preferred shares relative to the average net assets of common shareholders.
- (3) Inclusive of expenses offset by custody credits earned on cash balances at the custodian bank (See note 1(o) in Notes to Financial Statements).
- (4) Interest expense primarily relates to the liability for floating rate notes issued in connection with inverse floater transactions and/or participation in reverse repurchase agreement transactions.



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- (5) During the years indicated above, the Investment Manager waived a portion of its investment management fee. The effect of such waiver relative to the average net assets of common shareholders was 0.01%, 0.10%, 0.18%, 0.25% and 0.32% for the years ended October 31, 2010, October 31, 2009, October 31, 2008, October 31, 2007 and October 31, 2006, respectively.
- (6) Annualized.

See accompanying Notes to Financial Statements. | 4.30.11 | PIMCO Corporate Income Fund  
PIMCO Income Opportunity Fund Semi-Annual Report

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**PIMCO Income Opportunity Fund Financial Highlights**

For a common share outstanding throughout each period:

	Six Months ended April 30, 2011	Year ended October 31,			November 30, 2007* through October 31, 2008
	(unaudited)	2010	2009		
Net asset value, beginning of period	\$26.97	\$21.40	\$17.90		\$23.88**
<b>Investment Operations:</b>					
Net investment income	1.76	3.11	2.11		1.46
Net realized and unrealized gain (loss) on investments, futures contracts, options written, unfunded loan commitments, swaps, securities sold short and foreign currency transactions	0.62	4.58	3.51		(5.62)
Total from investment operations	2.38	7.69	5.62		(4.16)
<b>Dividends and Distributions to Shareholders from:</b>					
Net investment income	(2.25)	(2.12)	(1.21)		(1.77)
Return of capital			(0.91)		
Total dividends and distributions to shareholders	(2.25)	(2.12)	(2.12)		(1.77)
<b>Common Share Transactions:</b>					
Offering costs charged to paid-in capital in excess of par					(0.05)
Net asset value, end of period	\$27.10	\$26.97	\$21.40		\$17.90
Market price, end of period	\$28.75	\$26.92	\$21.08		\$18.10
<b>Total Investment Return (1)</b>	16.16%	39.51%	31.54%		(21.55)%
<b>RATIOS/SUPPLEMENTAL DATA:</b>					
Net assets, end of period (000s)	\$394,400	\$391,730	\$307,679		\$253,174
Ratio of expenses to average net assets, including interest expense (3)	2.51%(4)	2.36%	1.78%		2.29%(2)(4)
Ratio of expenses to average net assets, excluding interest expense	1.93%(4)	1.86%	1.42%		1.45%(2)(4)
Ratio of net investment income to average net assets	13.29%(4)	13.07%	12.04%		7.10%(4)
Portfolio turnover	35%	77%	292%		221%

\* Commencement of operations.

\*\* Initial public offering price of \$25.00 per share less underwriting discount of \$1.125 per share.

- (1) Total investment return is calculated assuming a purchase of a common share at the market price on the first day and a sale of a common share at the market price on the last day of each period reported. Income dividends, capital gain and return of capital distributions, if any, are assumed, for purposes of this calculation, to be reinvested at prices obtained under the Fund's dividend reinvestment plan. Total investment return does not reflect brokerage commissions or sales charges in connection with the purchase or sale of Fund shares. Total investment return for a period of less than one year is not annualized.
- (2) Inclusive of expenses offset by custody credits earned on cash balances at the custodian bank (See note 1(o) in Notes to Financial Statements).
- (3) Interest expense primarily relates to the participation in reverse repurchase agreement transactions.
- (4) Annualized.

PIMCO Corporate Income Fund

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**PIMCO Corporate Income Fund/PIMCO Income Opportunity Fund  
Annual Shareholder Meeting Results/Changes to Board of Trustees/  
Changes in Investment Policy/Proxy Voting Policies & Procedures (unaudited)**

**Annual Shareholder Meeting Results:**

Corporate Income and Income Opportunity held their annual meeting of shareholders on April 14, 2011.

**Corporate Income:**

Common/Preferred shareholders voted as indicated below:

	Affirmative	Withheld Authority
Election of Bradford K. Gallagher Class III to serve until 2014	32,772,062	484,344
Election of Alan Rappaport Class I to serve until 2012	32,797,890	458,516
Re-election of John C. Maney Class III to serve until 2014	32,693,290	563,116

The other members of the Board of Trustees at the time of the meeting, namely Messrs. Paul Belica, James A. Jacobson\*, Hans W. Kertess\* and William B. Ogden, IV, continued to serve as Trustees.

**Income Opportunity:**

Shareholders voted as indicated below:

	Affirmative	Withheld Authority
Election of Bradford K. Gallagher Class III to serve until 2014	13,263,505	165,393
Election of Alan Rappaport Class III to serve until 2014	13,257,022	171,876

The other members of the Board of Trustees at the time of the meeting, namely Messrs. Paul Belica, James A. Jacobson, Hans W. Kertess, John C. Maney and William B. Ogden, IV, continued to serve as Trustees.

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\* Preferred Shares Trustee

Interested Trustee

**Changes to Board of Trustees:**

Effective June 14, 2011, the Funds' Board of Trustees appointed Deborah A. Zoullas as a Class II Trustee for Corporate Income and a Class I Trustee for Income Opportunity to serve until 2012.

**Changes in Investment Policy – Corporate Income:**

Effective April 20, 2011, Corporate Income's duration guidelines were expanded such that, under normal market conditions, the Fund will maintain an average portfolio duration of between zero and eight years. Corporate Income previously observed intermediate average portfolio duration ranges – normally between three and seven years.

Duration is a measure of the expected life of a debt security that is used to determine the sensitivity of the security's price to changes in interest rates. Generally, the longer a security's duration, the more sensitive it will be to changes in interest rates – i.e., the prices of debt obligations typically fall when market interest rates rise. Please see 2. Principal Risks in the Notes to Financial Statements for additional discussion of interest rate risk.

**Proxy Voting Policies & Procedures:**

A description of the policies and procedures that the Funds have adopted to determine how to vote proxies relating to portfolio securities and information about how the Funds voted proxies relating to portfolio securities held during the most recent twelve month period ended June 30 is available (i) without charge, upon request, by calling the Funds' shareholder servicing agent at (800) 254-5197; (ii) on the Funds' website at [www.allianzinvestors.com/closedendfunds](http://www.allianzinvestors.com/closedendfunds); and (iii) on the Securities and Exchange Commission website at [www.sec.gov](http://www.sec.gov)

**Trustees**

Hans W. Kertess  
Chairman of the Board of Trustees

Paul Belica

Bradford K. Gallagher

James A. Jacobson

John C. Maney

William B. Ogden, IV

Alan Rappaport

Deborah A. Zoullas

**Fund Officers**

Brian S. Shlissel  
President & Chief Executive Officer

Lawrence G. Altadonna  
Treasurer, Principal Financial & Accounting Officer

Thomas J. Fuccillo  
Vice President, Secretary & Chief Legal Officer

Scott Whisten  
Assistant Treasurer

Richard J. Cochran  
Assistant Treasurer

Orhan Dzemaili  
Assistant Treasurer

Youse E. Guia  
Chief Compliance Officer

Lagan Srivastava  
Assistant Secretary

**Investment Manager**

Allianz Global Investors Fund Management LLC  
1345 Avenue of the Americas  
New York, NY 10105

**Sub-Adviser**

Pacific Investment Management Company LLC  
840 Newport Center Drive  
Newport Beach, CA 92660

**Custodian & Accounting Agent**

State Street Bank & Trust Co.  
801 Pennsylvania Avenue  
Kansas City, MO 64105-1307

**Transfer Agent, Dividend Paying Agent and Registrar**

BNY Mellon  
P.O. Box 43027  
Providence, RI 02940-3027

**Independent Registered Public Accounting Firm**

PricewaterhouseCoopers LLP  
300 Madison Avenue  
New York, NY 10017

**Legal Counsel**

Ropes & Gray LLP  
Prudential Tower  
800 Boylston Street  
Boston, MA 02199

*This report, including the financial information herein, is transmitted to the shareholders of PIMCO Corporate Income Fund and PIMCO Income Opportunity Fund for their information. It is not a prospectus, circular or representation intended for use in the purchase of shares of the Funds or any securities mentioned in this report.*

*The financial information included herein is taken from the records of the Funds without examination by an independent registered public accounting firm, who did not express an opinion herein.*

*Notice is hereby given in accordance with Section 23(c) of the Investment Company Act of 1940, as amended, that from time to time the Funds may purchase their common shares in the open market.*

*The Funds file their complete schedules of portfolio holdings with the Securities and Exchange Commission ( SEC ) for the first and third quarters of their fiscal year on Form N-Q. Each Fund s Form N-Q is available on the SEC s website at [www.sec.gov](http://www.sec.gov) and may be reviewed and copied at the SEC s Public Reference Room in Washington, D.C. Information on the operation of the Public Reference Room may be obtained by calling (800) SEC-0330. The information on Form N-Q is also available on the Funds website at [www.allianzinvestors.com/closedendfunds](http://www.allianzinvestors.com/closedendfunds).*

*Information on the Funds is available at [www.allianzinvestors.com/closedendfunds](http://www.allianzinvestors.com/closedendfunds) or by calling the Funds shareholder servicing agent at (800) 254-5197.*

Receive this report electronically and eliminate paper mailings.

To enroll, go to [www.allianzinvestors.com/edelivery](http://www.allianzinvestors.com/edelivery).

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ITEM 2. CODE OF ETHICS

Not required in this filing.

ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT

Not required in this filing.

ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES

Not required in this filing.

ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANT

Not required in this filing.

ITEM 6. SCHEDULE OF INVESTMENTS

- (a) Schedule of Investments is included as part of the report to shareholders filed under Item 1 of this form.
- (b) Not applicable due to no such divestments during the period covered since the previous FORM N-CSR filing.

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

Not required in this filing.

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



Not required in this filing.

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ITEM 9. Purchase of Equity Securities by Closed-End Management Investment Company and Affiliated Companies

None

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

There have been no material changes to the procedures by which shareholders may recommend nominees to the Fund's Board of Trustees since the Fund last provided disclosure in response to this item.

ITEM 11. CONTROLS AND PROCEDURES

(a) The registrant's President and Chief Executive Officer and Principal Financial & Accounting Officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-2(c) under the Act (17 CFR 270.30a-3(c))), as amended are effective based on their evaluation of these controls and procedures as of a date within 90 days of the filing date of this document.

(b) There were no significant changes in the registrant's internal controls over financial reporting (as defined in Rule 30a-3(d) under the Act (17 CFR 270.30a-3(d))) that occurred during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's control over financial reporting.

ITEM 12. EXHIBITS

(a) (1) Not required in this filing.

(a) (2) Exhibit 99.302 Cert. Certification pursuant to section 302 of the Sarbanes-Oxley Act of 2002

(a) (3) Not applicable

(b) Exhibit 99.906 Cert. - Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

Signature

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) PIMCO Corporate Income Fund

By /s/ Brian S. Shlissel  
President and Chief Executive Officer

Date June 28, 2011

By /s/ Lawrence G. Altadonna  
Treasurer, Principal Financial & Accounting Officer

Date June 28, 2011

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

By /s/ Brian S. Shlissel  
President and Chief Executive Officer

Date June 28, 2011

By /s/ Lawrence G. Altadonna  
Treasurer, Principal Financial & Accounting Officer

Date June 28, 2011

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