

EATON VANCE SENIOR INCOME TRUST  
Form N-Q  
May 27, 2011

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**Form N-Q**  
**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANIES**  
**811-09013**  
**Investment Company Act File Number**  
**Eaton Vance Senior Income Trust**  
(Exact Name of Registrant as Specified in Charter)  
Two International Place, Boston, Massachusetts 02110  
(Address of Principal Executive Offices)  
Maureen A. Gemma  
Two International Place, Boston, Massachusetts 02110  
(Name and Address of Agent for Services)  
(617) 482-8260  
(Registrant's Telephone Number, Including Area Code)  
June 30  
Date of Fiscal Year End  
March 31, 2011  
Date of Reporting Period

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**Item 1. Schedule of Investments**

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**Eaton Vance  
Senior Income Trust  
March 31, 2011**

**PORTFOLIO OF INVESTMENTS (Unaudited)**

**Senior Floating-Rate Interests 135.7%**

**Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Aerospace and Defense 3.0%</b>		
	<b>Booz Allen Hamilton, Inc.</b>	
250	Term Loan, 4.00%, Maturing August 3, 2017	\$ 252,366
	<b>DAE Aviation Holdings, Inc.</b>	
704	Term Loan, 5.31%, Maturing July 31, 2014	703,423
731	Term Loan, 5.31%, Maturing July 31, 2014	730,196
	<b>Doncasters (Dunde HoldCo 4 Ltd.)</b>	
207	Term Loan, 4.25%, Maturing July 13, 2015	200,329
207	Term Loan, 4.75%, Maturing July 13, 2015	200,330
EUR 417	Term Loan - Second Lien, 6.95%, Maturing January 13, 2016	558,237
	<b>DynCorp International, LLC</b>	
409	Term Loan, 6.25%, Maturing July 5, 2016	412,881
	<b>Evergreen International Aviation</b>	
396	Term Loan, 10.50%, Maturing October 31, 2011 <sup>(2)</sup>	392,549
	<b>IAP Worldwide Services, Inc.</b>	
405	Term Loan, 8.25%, Maturing December 30, 2012	404,993
	<b>International Lease Finance Co.</b>	
1,000	Term Loan, 6.75%, Maturing March 17, 2015	1,007,321
	<b>Spirit AeroSystems, Inc.</b>	
606	Term Loan, 3.55%, Maturing September 30, 2016	608,938
	<b>TransDigm, Inc.</b>	
1,097	Term Loan, 4.00%, Maturing February 14, 2017	1,107,022
	<b>Triumph Group, Inc.</b>	
274	Term Loan, 4.50%, Maturing June 16, 2016	275,107
	<b>Wesco Aircraft Hardware Corp.</b>	
863	Term Loan, 2.50%, Maturing September 30, 2013	864,080
	<b>Wyle Laboratories, Inc.</b>	
423	Term Loan, 7.75%, Maturing March 25, 2016	425,781
		<b>\$ 8,143,553</b>
<b>Air Transport 0.2%</b>		
	<b>Delta Air Lines, Inc.</b>	
478	Term Loan - Second Lien, 3.51%, Maturing April 30, 2014	\$ 474,061
		<b>\$ 474,061</b>

**Automotive 4.8%**

	<b>Adesa, Inc.</b>	
1,802	Term Loan, 3.00%, Maturing October 18, 2013	\$ 1,799,973
	<b>Allison Transmission, Inc.</b>	
2,487	Term Loan, 3.01%, Maturing August 7, 2014	2,471,226
	<b>Autotrader.com, Inc.</b>	
549	Term Loan, 4.75%, Maturing December 15, 2016	552,825
	<b>Federal-Mogul Corp.</b>	
2,226	Term Loan, 2.20%, Maturing December 29, 2014	2,175,800
582	Term Loan, 2.19%, Maturing December 28, 2015	568,758
	<b>Ford Motor Co.</b>	
827	Term Loan, 3.01%, Maturing December 16, 2013	827,063
1,079	Term Loan, 3.01%, Maturing December 16, 2013	1,080,057
	<b>Goodyear Tire &amp; Rubber Co.</b>	
2,300	Term Loan - Second Lien, 1.96%, Maturing April 30, 2014	2,258,791
	<b>HHI Holdings, LLC</b>	
250	Term Loan, 7.75%, Maturing March 21, 2017	250,000

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Metaldyne, LLC</b>	
448	Term Loan, 7.75%, Maturing October 28, 2016	\$ 458,944
	<b>TriMas Corp.</b>	
42	Term Loan, 6.00%, Maturing August 2, 2011	42,504
524	Term Loan, 6.02%, Maturing December 15, 2015	527,686
		<b>\$ 13,013,627</b>
 <b>Beverage and Tobacco 0.2%</b>		
	<b>Green Mountain Coffee Roasters</b>	
549	Term Loan, 5.50%, Maturing December 16, 2016	\$ 552,283
	<b>Maine Beverage Co., LLC</b>	
135	Term Loan, 2.05%, Maturing March 31, 2013	130,318
		<b>\$ 682,601</b>
 <b>Building and Development 1.6%</b>		
	<b>Armstrong World Industries, Inc.</b>	
325	Term Loan, 4.00%, Maturing March 9, 2018	\$ 327,031
	<b>Beacon Sales Acquisition, Inc.</b>	
336	Term Loan, 2.29%, Maturing September 30, 2013	329,350
	<b>Brickman Group Holdings, Inc.</b>	
574	Term Loan, 7.25%, Maturing October 14, 2016	585,631
	<b>Building Materials Corp. of America</b>	
527	Term Loan, 3.00%, Maturing February 24, 2014	528,627
	<b>CB Richard Ellis Services, Inc.</b>	
347	Term Loan, 1.625%, Maturing March 5, 2018 <sup>(3)</sup>	346,998
328	Term Loan, 1.75%, Maturing September 4, 2019 <sup>(3)</sup>	327,789
	<b>November 2005 Land Investors, LLC</b>	
152	Term Loan, 0.00%, Maturing March 31, 2011 <sup>(4)(5)</sup>	34,295
	<b>Panolam Industries Holdings, Inc.</b>	
500	Term Loan, 8.25%, Maturing December 31, 2013	463,035
	<b>RE/MAX International, Inc.</b>	
877	Term Loan, 5.50%, Maturing April 15, 2016	879,348
	<b>South Edge, LLC</b>	
422	Term Loan, 0.00%, Maturing October 31, 2009 <sup>(6)</sup>	357,539
		<b>\$ 4,179,643</b>
 <b>Business Equipment and Services 10.7%</b>		
	<b>Activant Solutions, Inc.</b>	
109	Term Loan, 2.31%, Maturing May 2, 2013	\$ 108,371
654	Term Loan, 4.81%, Maturing February 2, 2016	658,576
	<b>Axiom Corp.</b>	
567	Term Loan, 3.30%, Maturing March 15, 2015	564,528

	<b>Advantage Sales &amp; Marketing, Inc.</b>	
923	Term Loan, 5.25%, Maturing December 18, 2017	928,162
	<b>Affinion Group, Inc.</b>	
2,305	Term Loan, 5.00%, Maturing October 10, 2016	2,311,077
	<b>Allied Security Holdings, LLC</b>	
500	Term Loan, 5.00%, Maturing February 4, 2017	503,437
	<b>Dealer Computer Services, Inc.</b>	
780	Term Loan, 5.25%, Maturing April 21, 2017	783,759
	<b>Education Management, LLC</b>	
1,965	Term Loan, 2.06%, Maturing June 3, 2013	1,922,616
	<b>Fifth Third Processing Solution</b>	
449	Term Loan, 5.50%, Maturing November 3, 2016	453,364
	<b>First American Corp.</b>	
447	Term Loan, 4.75%, Maturing April 12, 2016	449,137
	<b>Infogroup, Inc.</b>	
347	Term Loan, 6.25%, Maturing July 1, 2016	350,849
	<b>iPayment, Inc.</b>	
403	Term Loan, 2.27%, Maturing May 10, 2013	396,188

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Kronos, Inc.</b>	
549	Term Loan, 2.06%, Maturing June 11, 2014	\$ 544,229
	<b>Language Line, LLC</b>	
1,097	Term Loan, 6.25%, Maturing June 20, 2016	1,107,765
	<b>Mitchell International, Inc.</b>	
500	Term Loan - Second Lien, 5.56%, Maturing March 30, 2015	461,250
	<b>NE Customer Service</b>	
819	Term Loan, 6.00%, Maturing March 23, 2016	818,545
	<b>Protection One Alarm Monitor, Inc.</b>	
793	Term Loan, 6.00%, Maturing May 16, 2016	798,787
	<b>Quantum Corp.</b>	
65	Term Loan, 3.81%, Maturing July 14, 2014	64,883
	<b>Quintiles Transnational Corp.</b>	
900	Term Loan - Second Lien, 4.31%, Maturing March 31, 2014	900,000
	<b>Sabre, Inc.</b>	
2,590	Term Loan, 2.27%, Maturing September 30, 2014	2,444,606
	<b>Serena Software, Inc.</b>	
715	Term Loan, 4.31%, Maturing March 10, 2016	711,594
	<b>Sitel (Client Logic)</b>	
303	Term Loan, 5.80%, Maturing January 30, 2014	302,349
EUR 586	Term Loan, 6.45%, Maturing January 30, 2014	827,783
	<b>Softlayer Tech, Inc.</b>	
324	Term Loan, 7.25%, Maturing November 5, 2016	327,683
	<b>Solera Holdings, LLC</b>	
EUR 408	Term Loan, 2.94%, Maturing May 16, 2014	571,897
	<b>SunGard Data Systems, Inc.</b>	
2,530	Term Loan, 2.01%, Maturing February 28, 2014	2,516,170
1,860	Term Loan, 3.93%, Maturing February 26, 2016	1,867,448
	<b>TransUnion, LLC</b>	
950	Term Loan, 4.75%, Maturing February 12, 2018	954,869
	<b>Travelport, LLC</b>	
299	Term Loan, 4.81%, Maturing August 21, 2015	295,816
1,569	Term Loan, 4.96%, Maturing August 21, 2015	1,553,948
EUR 527	Term Loan, 5.50%, Maturing August 21, 2015	723,681
	<b>West Corp.</b>	
148	Term Loan, 2.74%, Maturing October 24, 2013	147,478
1,023	Term Loan, 4.60%, Maturing July 15, 2016	1,026,553
360	Term Loan, 4.62%, Maturing July 15, 2016	361,049
		<b>\$ 28,758,447</b>
<b>Cable and Satellite Television 9.3%</b>		
	<b>Atlantic Broadband Finance, LLC</b>	
705	Term Loan, 4.00%, Maturing March 8, 2016	\$ 708,315
	<b>Bragg Communications, Inc.</b>	

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	1,158	Term Loan, 2.81%, Maturing August 31, 2014 <b>Bresnan Communications, LLC</b>	1,144,973
	623	Term Loan, 4.50%, Maturing December 14, 2017 <b>Casema NV</b>	628,308
EUR	1,000	Term Loan - Second Lien, 5.70%, Maturing March 14, 2016 <b>Charter Communications Operating, LLC</b>	1,421,306
	1,830	Term Loan, 2.25%, Maturing March 6, 2014 <b>CSC Holdings, Inc.</b>	1,829,216
	1,960	Term Loan, 2.06%, Maturing March 29, 2016 <b>Foxco Acquisition Sub, LLC</b>	1,962,337
	301	Term Loan, 4.75%, Maturing July 14, 2015 <b>Insight Midwest Holdings, LLC</b>	302,055
	1,784	Term Loan, 2.02%, Maturing April 7, 2014 <b>Kabel Deutschland GmbH</b>	1,767,361
EUR	1,957	Term Loan, 3.20%, Maturing March 31, 2014	2,778,227



<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>MCC Iowa, LLC</b>	
800	Term Loan, 1.98%, Maturing January 31, 2015	\$ 788,198
	<b>Mediacom Broadband, LLC</b>	
744	Term Loan, 4.50%, Maturing October 23, 2017	742,204
	<b>Mediacom Illinois, LLC</b>	
1,891	Term Loan, 1.98%, Maturing January 31, 2015	1,817,784
985	Term Loan, 5.50%, Maturing March 31, 2017	986,026
	<b>Mediacom, LLC</b>	
397	Term Loan, 4.50%, Maturing October 23, 2017	391,045
	<b>NDS Finance, Ltd.</b>	
700	Term Loan, 3.00%, Maturing March 12, 2018	698,907
	<b>ProSiebenSat.1 Media AG</b>	
EUR 521	Term Loan, 3.68%, Maturing March 6, 2015	680,505
EUR 273	Term Loan, 2.92%, Maturing June 26, 2015	373,589
EUR 11	Term Loan, 2.96%, Maturing July 3, 2015	15,161
EUR 521	Term Loan, 3.93%, Maturing March 4, 2016	680,505
EUR 205	Term Loan, 8.30%, Maturing March 6, 2017 <sup>(2)</sup>	252,304
EUR 271	Term Loan - Second Lien, 5.05%, Maturing September 2, 2016	338,872
	<b>UPC Broadband Holding B.V.</b>	
379	Term Loan, 3.76%, Maturing December 30, 2016	380,547
EUR 726	Term Loan, 4.62%, Maturing December 31, 2016	1,024,865
1,037	Term Loan, 3.76%, Maturing December 29, 2017	1,039,421
EUR 314	Term Loan, 4.87%, Maturing December 31, 2017	444,973
	<b>Virgin Media Investment Holding</b>	
GBP 475	Term Loan, 4.03%, Maturing June 30, 2015	764,614
GBP 570	Term Loan, 4.53%, Maturing December 31, 2015	917,666
		<b>\$ 24,879,284</b>

**Chemicals and Plastics 6.4%**

	<b>Arizona Chemical, Inc.</b>	
244	Term Loan, 4.75%, Maturing November 21, 2016	\$ 245,667
	<b>Brenntag Holding GmbH and Co. KG</b>	
116	Term Loan, 3.76%, Maturing January 20, 2014	116,212
786	Term Loan, 3.77%, Maturing January 20, 2014	788,404
600	Term Loan - Second Lien, 6.45%, Maturing July 17, 2015	604,250
	<b>Celanese Holdings, LLC</b>	
849	Term Loan, 3.30%, Maturing October 31, 2016	854,123
	<b>General Chemical Corp.</b>	
299	Term Loan, 5.00%, Maturing March 3, 2017	300,117
	<b>Hexion Specialty Chemicals, Inc.</b>	
326	Term Loan, 4.06%, Maturing May 5, 2015	323,265
481	Term Loan, 4.06%, Maturing May 5, 2015	476,437
733	Term Loan, 4.06%, Maturing May 5, 2015	726,329
	<b>Houghton International, Inc.</b>	

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	423	Term Loan, 6.75%, Maturing January 29, 2016	427,145
		<b>Huntsman International, LLC</b>	
	231	Term Loan, 1.79%, Maturing April 21, 2014	228,894
	855	Term Loan, 2.52%, Maturing June 30, 2016	849,706
	623	Term Loan, 2.79%, Maturing April 19, 2017	619,526
		<b>INEOS Group</b>	
	1,175	Term Loan, 7.50%, Maturing December 16, 2013	1,211,834
	1,176	Term Loan, 8.00%, Maturing December 16, 2014	1,212,578
EUR	1,000	Term Loan, 9.00%, Maturing December 16, 2015	1,484,222
		<b>ISP Chemco, Inc.</b>	
	855	Term Loan, 1.78%, Maturing June 4, 2014	843,948
		<b>MacDermid, Inc.</b>	
EUR	322	Term Loan, 3.15%, Maturing April 11, 2014	443,701
		<b>Millenium Inorganic Chemicals</b>	
	1,171	Term Loan, 2.56%, Maturing May 15, 2014	1,156,490

Principal Amount* (000 s omitted)	Borrower/Tranche Description	Value
	<b>Nalco Co.</b>	
697	Term Loan, 4.50%, Maturing October 5, 2017	\$ 703,537
	<b>Rockwood Specialties Group, Inc.</b>	
1,175	Term Loan, 3.75%, Maturing February 9, 2018	1,185,649
	<b>Styron S.A.R.L.</b>	
1,696	Term Loan, 6.00%, Maturing August 2, 2017	1,707,585
	<b>Univar, Inc.</b>	
773	Term Loan, 5.00%, Maturing June 30, 2017	777,066
		<b>\$ 17,286,685</b>
<b>Conglomerates</b>	<b>3.5%</b>	
	<b>Goodman Global Holdings, Inc.</b>	
896	Term Loan, 5.75%, Maturing October 28, 2016	\$ 902,144
	<b>Jarden Corp.</b>	
613	Term Loan, 5.25%, Maturing January 31, 2017	619,467
	<b>Manitowoc Company, Inc. (The)</b>	
394	Term Loan, 8.00%, Maturing November 6, 2014	397,046
	<b>RBS Global, Inc.</b>	
718	Term Loan, 2.50%, Maturing July 19, 2013	713,936
1,683	Term Loan, 2.81%, Maturing July 19, 2013	1,676,767
	<b>RGIS Holdings, LLC</b>	
93	Term Loan, 2.80%, Maturing April 30, 2014	91,958
1,870	Term Loan, 2.81%, Maturing April 30, 2014	1,839,152
	<b>Service Master Co.</b>	
45	Term Loan, 2.75%, Maturing July 24, 2014	44,273
452	Term Loan, 2.77%, Maturing July 24, 2014	444,572
	<b>US Investigations Services, Inc.</b>	
985	Term Loan, 3.06%, Maturing February 21, 2015	978,501
397	Term Loan, 7.75%, Maturing February 21, 2015	401,466
	<b>Walter Industries, Inc.</b>	
1,175	Term Loan, Maturing April 2, 2018 <sup>(7)</sup>	1,184,106
		<b>\$ 9,293,388</b>
<b>Containers and Glass Products</b>	<b>3.4%</b>	
	<b>Berry Plastics Corp.</b>	
960	Term Loan, 2.31%, Maturing April 3, 2015	\$ 922,000
	<b>BWAY Corp.</b>	
846	Term Loan, 4.50%, Maturing February 23, 2018	849,377
75	Term Loan, 4.50%, Maturing February 23, 2018	75,348
	<b>Graham Packaging Holdings Co.</b>	
568	Term Loan, 6.75%, Maturing April 5, 2014	572,653
970	Term Loan, 6.00%, Maturing September 23, 2016	979,220
	<b>Graphic Packaging International, Inc.</b>	

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348	Term Loan, 2.30%, Maturing May 16, 2014	346,236
1,250	Term Loan, 3.05%, Maturing May 16, 2014	1,250,345
	<b>Hilex Poly Co.</b>	
488	Term Loan, 11.25%, Maturing November 16, 2015	496,031
	<b>JSG Acquisitions</b>	
638	Term Loan, 3.68%, Maturing December 31, 2014	639,211
	<b>Pelican Products, Inc.</b>	
399	Term Loan, 5.00%, Maturing March 7, 2017	400,746
	<b>Reynolds Group Holdings, Inc.</b>	
910	Term Loan, 4.25%, Maturing February 9, 2018	915,283
	<b>Smurfit Kappa Acquisitions</b>	
638	Term Loan, 3.43%, Maturing December 31, 2014	639,211
	<b>Smurfit-Stone Container Corp.</b>	
1,144	Term Loan, 6.75%, Maturing July 15, 2016	1,149,304
		<b>\$ 9,234,965</b>

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Cosmetics/Toiletries 1.8%</b>		
	<b>Alliance Boots Holdings, Ltd.</b>	
GBP 1,775	Term Loan, 3.59%, Maturing July 5, 2015	\$ 2,754,199
	<b>Bausch &amp; Lomb, Inc.</b>	
194	Term Loan, 3.50%, Maturing April 24, 2015	194,103
798	Term Loan, 3.54%, Maturing April 24, 2015	798,418
	<b>KIK Custom Products, Inc.</b>	
525	Term Loan - Second Lien, 5.25%, Maturing November 30, 2014	353,500
	<b>Prestige Brands, Inc.</b>	
801	Term Loan, 4.75%, Maturing March 24, 2016	810,142
		<b>\$ 4,910,362</b>
<b>Drugs 1.1%</b>		
	<b>Axcan Pharma, Inc.</b>	
798	Term Loan, 5.50%, Maturing February 10, 2017	\$ 797,377
	<b>Graceway Pharmaceuticals, LLC</b>	
299	Term Loan, 5.00%, Maturing May 3, 2012	170,927
166	Term Loan, 10.00%, Maturing November 3, 2013 <sup>(2)(5)</sup>	1,660
500	Term Loan - Second Lien, 0.00%, Maturing May 3, 2013 <sup>(4)</sup>	27,500
	<b>Pharmaceutical Holdings Corp.</b>	
37	Term Loan, 4.50%, Maturing January 30, 2012	36,474
	<b>Warner Chilcott Corp.</b>	
411	Term Loan, 4.25%, Maturing March 15, 2018	413,828
823	Term Loan, 4.25%, Maturing March 15, 2018	827,657
	<b>WC Luxco S.A.R.L.</b>	
566	Term Loan, 4.25%, Maturing March 15, 2018	569,014
		<b>\$ 2,844,437</b>
<b>Ecological Services and Equipment 1.6%</b>		
	<b>Kemble Water Structure, Ltd.</b>	
GBP 2,250	Term Loan - Second Lien, 4.59%, Maturing October 13, 2013	\$ 3,570,347
	<b>Sensus Metering Systems, Inc.</b>	
617	Term Loan, 7.00%, Maturing June 3, 2013	619,914
		<b>\$ 4,190,261</b>
<b>Electronics/Electrical 5.6%</b>		
	<b>Aspect Software, Inc.</b>	
767	Term Loan, 6.25%, Maturing April 19, 2016	\$ 773,963
	<b>Attachmate Corp.</b>	
475	Term Loan, Maturing February 24, 2017 <sup>(7)</sup>	473,219
	<b>Christie/Aix, Inc.</b>	
324	Term Loan, 5.25%, Maturing April 29, 2016	322,022

	<b>Edwards (Cayman Island II), Ltd.</b>	
623	Term Loan, 5.50%, Maturing May 31, 2016	622,658
	<b>FCI International S.A.S.</b>	
83	Term Loan, 3.68%, Maturing November 1, 2013	82,312
86	Term Loan, 3.68%, Maturing November 1, 2013	85,499
83	Term Loan, 3.68%, Maturing October 31, 2014	82,312
86	Term Loan, 3.68%, Maturing October 31, 2014	85,499
	<b>Freescale Semiconductor, Inc.</b>	
1,286	Term Loan, 4.51%, Maturing December 1, 2016	1,280,906
	<b>Infor Enterprise Solutions Holdings</b>	
250	Term Loan, 5.75%, Maturing March 2, 2014	225,313
485	Term Loan, 5.00%, Maturing July 28, 2015	467,916
375	Term Loan, 6.00%, Maturing July 28, 2015	371,715
720	Term Loan, 6.00%, Maturing July 28, 2015	712,229
92	Term Loan - Second Lien, 6.50%, Maturing March 2, 2014	85,250
158	Term Loan - Second Lien, 6.50%, Maturing March 2, 2014	147,250
	<b>Network Solutions, LLC</b>	
998	Term Loan, 2.50%, Maturing March 7, 2014	989,248

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>NXP B.V.</b>	
1,375	Term Loan, Maturing March 7, 2017 <sup>(7)</sup>	\$ 1,391,328
	<b>Open Solutions, Inc.</b>	
1,152	Term Loan, 2.43%, Maturing January 23, 2014	1,055,713
	<b>Sensata Technologies B.V.</b>	
EUR 499	Term Loan, 3.06%, Maturing April 26, 2013	699,127
	<b>Sensata Technologies Finance Co.</b>	
1,808	Term Loan, 2.05%, Maturing April 26, 2013	1,795,373
	<b>Shield Finance Co. S.A.R.L.</b>	
415	Term Loan, 7.75%, Maturing June 15, 2016	420,111
	<b>Spectrum Brands, Inc.</b>	
1,446	Term Loan, 5.01%, Maturing June 17, 2016	1,461,226
	<b>SS&amp;C Technologies, Inc.</b>	
596	Term Loan, 2.30%, Maturing November 23, 2012	592,864
	<b>VeriFone, Inc.</b>	
361	Term Loan, 3.00%, Maturing October 31, 2013	356,426
	<b>Vertafore, Inc.</b>	
499	Term Loan, 5.25%, Maturing July 29, 2016	499,997
		<b>\$ 15,079,476</b>
<b>Equipment Leasing</b>	<b>0.7%</b>	
	<b>Hertz Corp.</b>	
1,800	Term Loan, 3.75%, Maturing March 9, 2018	\$ 1,803,746
		<b>\$ 1,803,746</b>
<b>Farming/Agriculture</b>	<b>0.3%</b>	
	<b>Earthbound Farm Holdings III, LLC</b>	
374	Term Loan, 6.25%, Maturing December 21, 2016	\$ 380,141
	<b>WM. Bolthouse Farms, Inc.</b>	
332	Term Loan, 5.50%, Maturing February 11, 2016	334,130
		<b>\$ 714,271</b>
<b>Financial Intermediaries</b>	<b>5.5%</b>	
	<b>Citco III, Ltd.</b>	
937	Term Loan, 4.46%, Maturing June 30, 2014	\$ 929,665
	<b>Fidelity National Information Services, Inc.</b>	
1,194	Term Loan, 5.25%, Maturing July 18, 2016	1,202,582
	<b>First Data Corp.</b>	
475	Term Loan, 3.00%, Maturing September 24, 2014	455,960
1,929	Term Loan, 3.00%, Maturing September 24, 2014	1,850,900
	<b>Grosvenor Capital Management</b>	
1,135	Term Loan, 4.31%, Maturing December 5, 2016	1,120,777

	<b>HarbourVest Partners, LLC</b>	
626	Term Loan, 6.25%, Maturing December 14, 2016	630,522
	<b>Interactive Data Corp.</b>	
1,146	Term Loan, 4.75%, Maturing February 12, 2018	1,152,922
	<b>Jupiter Asset Management Group</b>	
114	Term Loan, 4.57%, Maturing March 17, 2015	182,235
	<b>LPL Holdings, Inc.</b>	
434	Term Loan, 2.04%, Maturing June 28, 2013	435,127
1,366	Term Loan, 4.25%, Maturing June 25, 2015	1,374,778
1,033	Term Loan, 5.25%, Maturing June 28, 2017	1,043,807
	<b>MSCI, Inc.</b>	
1,447	Term Loan, 3.75%, Maturing March 14, 2017	1,455,991
	<b>Nuveen Investments, Inc.</b>	
1,209	Term Loan, 3.31%, Maturing November 13, 2014	1,163,749
1,412	Term Loan, 5.81%, Maturing May 12, 2017	1,416,196
	<b>Oxford Acquisition III, Ltd.</b>	
187	Term Loan, 2.05%, Maturing May 12, 2014	185,350



<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>RJO Holdings Corp. (RJO Brien)</b>	
4	Term Loan, 6.26%, Maturing December 10, 2015 <sup>(5)</sup>	\$ 3,053
118	Term Loan, 6.26%, Maturing December 10, 2015 <sup>(5)</sup>	94,194
		<b>\$ 14,697,808</b>
<b>Food Products 3.2%</b>		
	<b>Acosta, Inc.</b>	
650	Term Loan, 4.75%, Maturing March 1, 2018	\$ 652,166
	<b>Dean Foods Co.</b>	
1,299	Term Loan, 1.81%, Maturing April 2, 2014	1,264,372
	<b>Dole Food Company, Inc.</b>	
486	Term Loan, 5.04%, Maturing March 2, 2017	489,146
196	Term Loan, 5.50%, Maturing March 2, 2017	196,939
	<b>Michael Foods Holdings, Inc.</b>	
338	Term Loan, 4.25%, Maturing February 23, 2018	340,103
	<b>Pierre Foods, Inc.</b>	
622	Term Loan, 7.00%, Maturing September 30, 2016	625,891
	<b>Pinnacle Foods Finance, LLC</b>	
2,928	Term Loan, 2.76%, Maturing April 2, 2014	2,921,111
	<b>Provimi Group SA</b>	
120	Term Loan, 2.50%, Maturing June 28, 2015	118,776
147	Term Loan, 2.50%, Maturing June 28, 2015	146,168
EUR 155	Term Loan, 3.20%, Maturing June 28, 2015	217,721
EUR 250	Term Loan, 3.20%, Maturing June 28, 2015	351,294
EUR 267	Term Loan, 3.20%, Maturing June 28, 2015	375,215
EUR 344	Term Loan, 3.20%, Maturing June 28, 2015	483,858
119	Term Loan - Second Lien, 4.50%, Maturing December 28, 2016	110,783
EUR 19	Term Loan - Second Lien, 5.20%, Maturing December 28, 2016	25,612
EUR 265	Term Loan - Second Lien, 5.20%, Maturing December 28, 2016	350,775
		<b>\$ 8,669,930</b>
<b>Food Service 6.2%</b>		
	<b>Aramark Corp.</b>	
88	Term Loan, 2.12%, Maturing January 27, 2014	\$ 87,561
1,081	Term Loan, 2.18%, Maturing January 27, 2014	1,073,892
GBP 479	Term Loan, 2.82%, Maturing January 27, 2014	746,890
157	Term Loan, 3.49%, Maturing July 26, 2016	157,168
2,386	Term Loan, 3.56%, Maturing July 26, 2016	2,389,850
	<b>Buffets, Inc.</b>	
619	Term Loan, 12.00%, Maturing April 21, 2015 <sup>(2)</sup>	547,373
64	Term Loan, 7.56%, Maturing April 22, 2015 <sup>(2)</sup>	51,533
	<b>Burger King Corp.</b>	
2,394	Term Loan, 4.50%, Maturing October 19, 2016	2,393,777

	<b>CBRL Group, Inc.</b>	
310	Term Loan, 2.82%, Maturing April 27, 2016	310,440
	<b>Del Monte Corp.</b>	
2,350	Term Loan, 4.50%, Maturing March 8, 2018	2,354,589
	<b>DineEquity, Inc.</b>	
791	Term Loan, 4.25%, Maturing October 19, 2017	797,804
	<b>Dunkin Brands, Inc.</b>	
1,197	Term Loan, 4.25%, Maturing November 23, 2017	1,204,375
	<b>NPC International, Inc.</b>	
141	Term Loan, 2.03%, Maturing May 3, 2013	139,800
	<b>OSI Restaurant Partners, LLC</b>	
236	Term Loan, 3.54%, Maturing June 14, 2013	229,438
2,390	Term Loan, 2.56%, Maturing June 14, 2014	2,324,532
	<b>QCE Finance, LLC</b>	
448	Term Loan, 5.00%, Maturing May 5, 2013	414,864
	<b>U.S. Foodservice, Inc.</b>	
1,008	Term Loan, 2.75%, Maturing July 3, 2014	979,605

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Wendy's/Arby's Restaurants, LLC</b>	
401	Term Loan, 5.00%, Maturing May 24, 2017	\$ 403,726
		<b>\$ 16,607,217</b>
<b>Food/Drug Retailers</b>	<b>4.5%</b>	
	<b>General Nutrition Centers, Inc.</b>	
2,800	Term Loan, 4.25%, Maturing March 2, 2018	\$ 2,803,920
	<b>NBTY, Inc.</b>	
1,022	Term Loan, 4.25%, Maturing October 2, 2017	1,025,953
	<b>Pantry, Inc. (The)</b>	
116	Term Loan, 2.00%, Maturing May 15, 2014	114,783
404	Term Loan, 2.00%, Maturing May 15, 2014	398,633
	<b>Rite Aid Corp.</b>	
3,907	Term Loan, 2.01%, Maturing June 4, 2014	3,764,951
1,069	Term Loan, 4.50%, Maturing February 28, 2018	1,060,199
	<b>Roundy's Supermarkets, Inc.</b>	
2,959	Term Loan, 7.00%, Maturing November 3, 2013	2,971,404
		<b>\$ 12,139,843</b>
<b>Forest Products</b>	<b>0.2%</b>	
	<b>Georgia-Pacific Corp.</b>	
503	Term Loan, 3.56%, Maturing December 23, 2014	\$ 504,905
		<b>\$ 504,905</b>
<b>Health Care</b>	<b>17.1%</b>	
	<b>1-800-Contacts, Inc.</b>	
453	Term Loan, 7.70%, Maturing March 4, 2015	\$ 456,311
	<b>Alliance Healthcare Services</b>	
568	Term Loan, 5.50%, Maturing June 1, 2016	569,942
	<b>Ascend Learning</b>	
549	Term Loan, 7.75%, Maturing December 6, 2016	548,625
	<b>Aveta Holdings, LLC</b>	
266	Term Loan, 8.50%, Maturing April 14, 2015	267,948
266	Term Loan, 8.50%, Maturing April 14, 2015	267,948
	<b>Biomet, Inc.</b>	
2,949	Term Loan, 3.29%, Maturing March 25, 2015	2,948,251
	<b>Bright Horizons Family Solutions, Inc.</b>	
457	Term Loan, 7.50%, Maturing May 28, 2015	460,041
	<b>Cardinal Health 409, Inc.</b>	
1,279	Term Loan, 2.50%, Maturing April 10, 2014	1,242,713
	<b>Carestream Health, Inc.</b>	
775	Term Loan, 5.00%, Maturing February 25, 2017	759,621

	<b>Carl Zeiss Vision Holding GmbH</b>	
567	Term Loan, 1.78%, Maturing October 24, 2014	508,410
63	Term Loan, 4.00%, Maturing September 30, 2019	50,479
	<b>Community Health Systems, Inc.</b>	
164	Term Loan, 2.56%, Maturing July 25, 2014	162,129
3,181	Term Loan, 2.56%, Maturing July 25, 2014	3,151,240
1,598	Term Loan, 3.81%, Maturing January 25, 2017	1,597,353
	<b>ConMed Corp.</b>	
243	Term Loan, 1.75%, Maturing April 12, 2013	237,813
	<b>ConvaTec, Inc.</b>	
349	Term Loan, 5.75%, Maturing December 22, 2016	350,541
	<b>CRC Health Corp.</b>	
498	Term Loan, 4.81%, Maturing November 16, 2015	490,713
	<b>DaVita, Inc.</b>	
1,496	Term Loan, 4.50%, Maturing October 20, 2016	1,505,061
	<b>DJO Finance, LLC</b>	
359	Term Loan, 3.25%, Maturing May 20, 2014	357,346
	<b>Grifols SA</b>	
1,050	Term Loan, Maturing November 23, 2016 <sup>(7)</sup>	1,058,965

Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	<b>Hanger Orthopedic Group, Inc.</b>	
324	Term Loan, 4.00%, Maturing December 1, 2016	\$ 325,876
	<b>HCA, Inc.</b>	
925	Term Loan, 2.56%, Maturing November 18, 2013	921,859
2,218	Term Loan, 3.56%, Maturing March 31, 2017	2,216,211
	<b>Health Management Associates, Inc.</b>	
2,379	Term Loan, 2.06%, Maturing February 28, 2014	2,348,674
	<b>Iasis Healthcare, LLC</b>	
151	Term Loan, 2.25%, Maturing March 14, 2014	149,780
436	Term Loan, 2.25%, Maturing March 14, 2014	432,720
41	Term Loan, 2.25%, Maturing March 14, 2014	41,071
	<b>Ikaria Acquisition, Inc.</b>	
448	Term Loan, 7.00%, Maturing May 16, 2016	435,753
	<b>IM U.S. Holdings, LLC</b>	
2,350	Term Loan - Second Lien, 4.50%, Maturing June 26, 2015	2,338,250
	<b>IMS Health, Inc.</b>	
868	Term Loan, 4.50%, Maturing August 25, 2017	873,249
	<b>inVentiv Health, Inc.</b>	
367	Term Loan, 1.63%, Maturing August 4, 2016 <sup>(3)</sup>	368,042
183	Term Loan, 4.75%, Maturing August 4, 2016	183,561
372	Term Loan, 4.75%, Maturing August 14, 2016	373,820
	<b>Kindred Healthcare, Inc.</b>	
925	Term Loan, Maturing April 9, 2018 <sup>(7)</sup>	922,399
	<b>Lifepoint Hospitals, Inc.</b>	
1,086	Term Loan, 3.07%, Maturing April 15, 2015	1,089,087
	<b>MedAssets, Inc.</b>	
474	Term Loan, 5.25%, Maturing November 16, 2016	477,564
	<b>MPT Operating Partnership, L.P.</b>	
498	Term Loan, 5.00%, Maturing May 17, 2016	500,804
	<b>MultiPlan, Inc.</b>	
1,274	Term Loan, 4.75%, Maturing August 26, 2017	1,280,249
	<b>Mylan, Inc.</b>	
467	Term Loan, 3.56%, Maturing October 2, 2014	469,212
	<b>Nyco Holdings</b>	
1,416	Term Loan, 4.24%, Maturing December 29, 2014	1,410,338
1,416	Term Loan - Second Lien, 4.74%, Maturing December 29, 2015	1,409,909
	<b>Physiotherapy Associates, Inc.</b>	
343	Term Loan, 7.50%, Maturing June 27, 2013	343,780
	<b>Prime Healthcare Services, Inc.</b>	
1,163	Term Loan, 7.25%, Maturing April 22, 2015	1,142,893
	<b>RadNet Management, Inc.</b>	
545	Term Loan, 5.75%, Maturing April 1, 2016	545,181
	<b>ReAble Therapeutics Finance, LLC</b>	
852	Term Loan, 2.25%, Maturing November 18, 2013	850,147
	<b>RehabCare Group, Inc.</b>	

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	349	Term Loan, 6.00%, Maturing November 24, 2015 <b>Renal Advantage Holdings, Inc.</b>	350,926
	374	Term Loan, 5.75%, Maturing December 16, 2016 <b>Res-Care, Inc.</b>	378,271
	424	Term Loan, 7.25%, Maturing December 22, 2016 <b>Select Medical Holdings Corp.</b>	426,057
	887	Term Loan, 4.06%, Maturing August 22, 2014 <b>Skillsoft Corp.</b>	889,916
	496	Term Loan, 6.50%, Maturing May 26, 2017 <b>Sunquest Information Systems, Inc.</b>	503,384
	375	Term Loan, 6.25%, Maturing December 16, 2016 <b>Sunrise Medical Holdings, Inc.</b>	377,109
EUR	133	Term Loan, 6.75%, Maturing May 13, 2014 <b>TZ Merger Sub., Inc.</b>	174,768
	995	Term Loan, 5.75%, Maturing August 4, 2015	1,004,950

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Universal Health Services, Inc.</b>	
1,034	Term Loan, 4.00%, Maturing November 15, 2016	\$ 1,039,630
	<b>Vanguard Health Holding Co., LLC</b>	
744	Term Loan, 5.00%, Maturing January 29, 2016	747,484
	<b>VWR Funding, Inc.</b>	
1,480	Term Loan, 2.75%, Maturing June 30, 2014	1,455,738
		<b>\$ 45,790,112</b>
<b>Home Furnishings</b>	<b>0.8%</b>	
	<b>Hunter Fan Co.</b>	
191	Term Loan, 2.76%, Maturing April 16, 2014	\$ 182,947
	<b>National Bedding Co., LLC</b>	
960	Term Loan, 3.82%, Maturing November 28, 2013	958,529
350	Term Loan - Second Lien, 5.31%, Maturing February 28, 2014	344,860
	<b>Oreck Corp.</b>	
128	Term Loan - Second Lien, 3.81%, Maturing March 19, 2016 <sup>(5)</sup>	114,986
	<b>Sanitec Europe OY</b>	
EUR 387	Term Loan, 2.50%, Maturing June 24, 2016	476,456
		<b>\$ 2,077,778</b>
<b>Industrial Equipment</b>	<b>3.5%</b>	
	<b>Alliance Laundry Systems, LLC</b>	
481	Term Loan, 6.25%, Maturing September 30, 2016	\$ 486,110
	<b>Brand Energy and Infrastructure Services, Inc.</b>	
459	Term Loan, 2.56%, Maturing February 7, 2014	447,057
392	Term Loan, 3.56%, Maturing February 7, 2014	382,772
	<b>Brock Holdings III, Inc.</b>	
600	Term Loan, 6.00%, Maturing March 16, 2017	597,750
	<b>Bucyrus International, Inc.</b>	
670	Term Loan, 4.25%, Maturing February 19, 2016	674,210
	<b>Butterfly Wendel US, Inc.</b>	
423	Term Loan, 3.46%, Maturing June 23, 2014	407,954
577	Term Loan, 4.21%, Maturing June 22, 2015	556,629
	<b>EPD Holdings, (Goodyear Engineering Products)</b>	
102	Term Loan, 2.75%, Maturing July 31, 2014	94,277
710	Term Loan, 2.75%, Maturing July 31, 2014	658,233
425	Term Loan - Second Lien, 6.00%, Maturing July 13, 2015	365,367
	<b>Generac Acquisition Corp.</b>	
490	Term Loan, 2.80%, Maturing November 11, 2013	486,937
	<b>Gleason Corp.</b>	
350	Term Loan, 2.04%, Maturing June 30, 2013	348,076
	<b>Jason, Inc.</b>	
46	Term Loan, 8.25%, Maturing September 21, 2014	46,049

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116	Term Loan, 8.25%, Maturing September 21, 2014 <b>JMC Steel Group, Inc.</b>	116,709
350	Term Loan, 4.75%, Maturing April 3, 2017 <b>KION Group GmbH</b>	350,726
252	Term Loan, 3.76%, Maturing December 23, 2014 <sup>(2)</sup>	243,345
252	Term Loan, 4.01%, Maturing December 23, 2015 <sup>(2)</sup> <b>Pinafore, LLC</b>	243,345
1,058	Term Loan, 4.25%, Maturing September 29, 2016 <b>Polypore, Inc.</b>	1,063,521
1,528	Term Loan, 2.25%, Maturing July 3, 2014 <b>Sequa Corp.</b>	1,510,033
397	Term Loan, 3.56%, Maturing December 3, 2014	391,312
		<b>\$ 9,470,412</b>
<b>Insurance</b>	<b>2.0%</b>	
	<b>AmWINS Group, Inc.</b>	
500	Term Loan - Second Lien, 5.81%, Maturing June 8, 2014	\$ 460,625



Principal Amount* (000 s omitted)	Borrower/Tranche Description	Value
	<b>Applied Systems, Inc.</b>	
698	Term Loan, 5.50%, Maturing December 8, 2016	\$ 702,614
	<b>CCC Information Services Group, Inc.</b>	
725	Term Loan, 5.50%, Maturing November 11, 2015	729,758
	<b>Conseco, Inc.</b>	
628	Term Loan, 7.50%, Maturing September 30, 2016	634,617
	<b>Crawford &amp; Company</b>	
615	Term Loan, 5.00%, Maturing October 30, 2013	616,980
	<b>HUB International Holdings, Inc.</b>	
180	Term Loan, 2.81%, Maturing June 13, 2014	178,401
800	Term Loan, 2.81%, Maturing June 13, 2014	793,658
271	Term Loan, 6.75%, Maturing June 13, 2014	270,401
	<b>U.S.I. Holdings Corp.</b>	
914	Term Loan, 2.75%, Maturing May 5, 2014	883,515
		<b>\$ 5,270,569</b>
<b>Leisure Goods/Activities/Movies 6.7%</b>		
	<b>AMC Entertainment, Inc.</b>	
1,927	Term Loan, 3.50%, Maturing December 16, 2016	\$ 1,930,741
	<b>Bombardier Recreational Products</b>	
980	Term Loan, 2.81%, Maturing June 28, 2013	968,235
	<b>Carmike Cinemas, Inc.</b>	
1,047	Term Loan, 5.50%, Maturing January 27, 2016	1,053,938
	<b>Cedar Fair, L.P.</b>	
1,473	Term Loan, 4.00%, Maturing December 15, 2017	1,482,476
	<b>Cinemark, Inc.</b>	
1,911	Term Loan, 3.53%, Maturing April 29, 2016	1,922,925
	<b>ClubCorp Club Operations, Inc.</b>	
324	Term Loan, 6.00%, Maturing November 9, 2016	327,227
	<b>Dave &amp; Buster s, Inc.</b>	
496	Term Loan, 6.00%, Maturing June 1, 2016	499,662
	<b>Deluxe Entertainment Services Group, Inc.</b>	
35	Term Loan, 6.25%, Maturing May 11, 2013	35,344
546	Term Loan, 6.25%, Maturing May 11, 2013	544,305
	<b>Miramax Film NY, LLC</b>	
473	Term Loan, 7.75%, Maturing May 20, 2016	480,173
	<b>National CineMedia, LLC</b>	
1,900	Term Loan, 1.81%, Maturing February 13, 2015	1,876,590
	<b>Regal Cinemas Corp.</b>	
2,045	Term Loan, 3.56%, Maturing August 23, 2017	2,050,832
	<b>Revolution Studios Distribution Co., LLC</b>	
517	Term Loan, 4.00%, Maturing December 21, 2014	405,488
450	Term Loan - Second Lien, 7.25%, Maturing June 21, 2015 <sup>(5)</sup>	148,500
	<b>SeaWorld Parks &amp; Entertainment, Inc.</b>	

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889	Term Loan, 4.00%, Maturing August 17, 2017 <b>Six Flags Theme Parks, Inc.</b>	895,438
1,607	Term Loan, 5.25%, Maturing June 30, 2016 <b>Universal City Development Partners, Ltd.</b>	1,622,649
1,113	Term Loan, 5.50%, Maturing November 6, 2014 <b>Zuffa, LLC</b>	1,123,394
484	Term Loan, 2.31%, Maturing June 19, 2015	475,809
		<b>\$ 17,843,726</b>

**Lodging and Casinos 3.8%**

	<b>Ameristar Casinos, Inc.</b>	
569	Term Loan, 3.55%, Maturing November 10, 2012 <b>Gala Electric Casinos, Ltd.</b>	\$ 569,744
GBP 999	Term Loan, 4.90%, Maturing October 25, 2013	1,532,344
GBP 999	Term Loan, 5.40%, Maturing October 27, 2014	1,532,340

<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Harrah's Operating Co.</b>	
1,564	Term Loan, 3.30%, Maturing January 28, 2015	\$ 1,451,707
988	Term Loan, 9.50%, Maturing October 31, 2016	1,038,233
	<b>Herbst Gaming, Inc.</b>	
411	Term Loan, 10.00%, Maturing December 31, 2015	429,211
	<b>Isle of Capri Casinos, Inc.</b>	
475	Term Loan, Maturing November 1, 2013 <sup>(7)</sup>	477,767
	<b>Las Vegas Sands, LLC</b>	
294	Term Loan, 3.00%, Maturing November 23, 2016	286,785
1,163	Term Loan, 3.00%, Maturing November 23, 2016	1,135,097
	<b>LodgeNet Entertainment Corp.</b>	
599	Term Loan, 6.50%, Maturing April 4, 2014	575,885
	<b>Penn National Gaming, Inc.</b>	
388	Term Loan, 2.03%, Maturing October 3, 2012	387,391
	<b>Tropicana Entertainment, Inc.</b>	
130	Term Loan, 15.00%, Maturing December 29, 2012	146,428
	<b>VML US Finance, LLC</b>	
199	Term Loan, 4.79%, Maturing May 25, 2012	198,870
397	Term Loan, 4.79%, Maturing May 27, 2013	397,740
		<b>\$ 10,159,542</b>
<b>Nonferrous Metals/Minerals 1.3%</b>		
	<b>Fairmount Minerals, Ltd.</b>	
1,525	Term Loan, 5.25%, Maturing March 1, 2017	\$ 1,528,575
	<b>Noranda Aluminum Acquisition</b>	
44	Term Loan, 2.00%, Maturing May 18, 2014	43,612
	<b>Novelis, Inc.</b>	
1,372	Term Loan, 4.00%, Maturing March 10, 2017	1,376,828
	<b>Oxbow Carbon and Mineral Holdings</b>	
522	Term Loan, 3.80%, Maturing May 8, 2016	525,316
		<b>\$ 3,474,331</b>
<b>Oil and Gas 3.2%</b>		
	<b>Big West Oil, LLC</b>	
342	Term Loan, 7.00%, Maturing March 31, 2016	\$ 347,023
	<b>CITGO Petroleum Corp.</b>	
108	Term Loan, 8.00%, Maturing June 24, 2015	112,169
1,265	Term Loan, 9.00%, Maturing June 23, 2017	1,326,901
	<b>Dynegy Holdings, Inc.</b>	
221	Term Loan, 4.00%, Maturing April 2, 2013	219,343
3,276	Term Loan, 4.00%, Maturing April 2, 2013	3,257,121
	<b>MEG Energy Corp.</b>	
625	Term Loan, Maturing March 16, 2018 <sup>(7)</sup>	629,531

		<b>Obsidian Natural Gas Trust</b>	
1,563		Term Loan, 7.00%, Maturing November 2, 2015	1,598,517
		<b>SemGroup Corp.</b>	
205		Term Loan, 7.08%, Maturing November 30, 2012	206,308
		<b>Sheridan Production Partners I, LLC</b>	
52		Term Loan, 6.50%, Maturing April 20, 2017	52,836
86		Term Loan, 6.50%, Maturing April 20, 2017	86,502
648		Term Loan, 6.50%, Maturing April 20, 2017	652,803
			<b>\$ 8,489,054</b>
<b>Publishing</b>	<b>4.8%</b>		
		<b>Aster Zweite Beteiligungs GmbH</b>	
	500	Term Loan, 4.71%, Maturing September 27, 2013	\$ 498,333
EUR	236	Term Loan, 5.78%, Maturing December 31, 2014	335,532
EUR	264	Term Loan, 5.78%, Maturing December 31, 2014	374,840

Principal Amount* (000 \$ omitted)	Borrower/Tranche Description	Value
	<b>GateHouse Media Operating, Inc.</b>	
321	Term Loan, 2.25%, Maturing August 28, 2014	\$ 145,851
717	Term Loan, 2.25%, Maturing August 28, 2014	325,359
346	Term Loan, 2.50%, Maturing August 28, 2014	157,070
	<b>Getty Images, Inc.</b>	
1,493	Term Loan, 5.25%, Maturing November 7, 2016	1,507,658
	<b>IWCO Direct, Inc.</b>	
85	Term Loan, 3.63%, Maturing August 5, 2014	72,665
813	Term Loan, 3.63%, Maturing August 7, 2014	697,091
	<b>Laureate Education, Inc.</b>	
242	Term Loan, 3.55%, Maturing August 17, 2014	240,157
1,617	Term Loan, 3.55%, Maturing August 17, 2014	1,603,971
493	Term Loan, 7.00%, Maturing August 31, 2014	495,168
	<b>MediaNews Group, Inc.</b>	
61	Term Loan, 8.50%, Maturing March 19, 2014	61,540
	<b>Merrill Communications, LLC</b>	
645	Term Loan, 7.50%, Maturing December 24, 2012	644,899
	<b>Nelson Education, Ltd.</b>	
236	Term Loan, 2.81%, Maturing July 5, 2014	215,123
	<b>Nielsen Finance, LLC</b>	
2,203	Term Loan, 2.26%, Maturing August 9, 2013	2,193,579
983	Term Loan, 4.01%, Maturing May 2, 2016	985,314
	<b>SGS International, Inc.</b>	
269	Term Loan, 3.96%, Maturing September 30, 2013	268,633
	<b>Springer Science+Business Media S.A.</b>	
EUR 500	Term Loan, 6.75%, Maturing June 30, 2015	720,410
	<b>Xsys, Inc.</b>	
618	Term Loan, 2.71%, Maturing December 31, 2014	616,027
605	Term Loan, 4.71%, Maturing December 31, 2014	603,107
		<b>\$ 12,762,327</b>
<b>Radio and Television 2.8%</b>		
	<b>Block Communications, Inc.</b>	
426	Term Loan, 2.25%, Maturing December 22, 2011	\$ 422,111
	<b>CMP KC, LLC</b>	
533	Term Loan, 6.46%, Maturing May 3, 2011 <sup>(2)(5)</sup>	153,012
	<b>CMP Susquehanna Corp.</b>	
860	Term Loan, 2.25%, Maturing May 5, 2013	847,388
	<b>Gray Television, Inc.</b>	
350	Term Loan, 3.76%, Maturing December 31, 2014	347,102
	<b>HIT Entertainment, Inc.</b>	
580	Term Loan, 5.56%, Maturing June 1, 2012	571,323
	<b>Live Nation Worldwide, Inc.</b>	
1,139	Term Loan, 4.50%, Maturing November 7, 2016	1,143,481

		<b>Mission Broadcasting, Inc.</b>	
	261	Term Loan, 5.00%, Maturing September 30, 2016	261,929
		<b>Nexstar Broadcasting, Inc.</b>	
	409	Term Loan, 5.00%, Maturing September 30, 2016	409,683
		<b>Raycom TV Broadcasting, LLC</b>	
	769	Term Loan, 1.81%, Maturing June 25, 2014	755,727
		<b>Tyrol Acquisition 2 SAS</b>	
EUR	500	Term Loan, 2.95%, Maturing January 30, 2015	643,408
EUR	500	Term Loan, 3.20%, Maturing January 29, 2016	643,409
		<b>Univision Communications, Inc.</b>	
	743	Term Loan, 2.25%, Maturing September 29, 2014	724,649
	743	Term Loan, 4.50%, Maturing March 31, 2017	725,246
			<b>\$ 7,648,468</b>

<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Rail Industries 0.4%</b>		
	<b>Kansas City Southern Railway Co.</b>	
974	Term Loan, 2.04%, Maturing April 26, 2013	\$ 973,895
		<b>\$ 973,895</b>
<b>Retailers (Except Food and Drug) 5.3%</b>		
	<b>Amscan Holdings, Inc.</b>	
771	Term Loan, 6.75%, Maturing December 4, 2017	\$ 777,294
	<b>Harbor Freight Tools USA, Inc.</b>	
923	Term Loan, 6.50%, Maturing December 22, 2017	932,924
	<b>J Crew Operating Corp.</b>	
875	Term Loan, 4.75%, Maturing March 7, 2018	873,200
	<b>Jo-Ann Stores, Inc.</b>	
925	Term Loan, 4.75%, Maturing March 22, 2018	918,872
	<b>Michaels Stores, Inc.</b>	
1,574	Term Loan, 2.58%, Maturing October 31, 2013	1,561,121
	<b>Neiman Marcus Group, Inc.</b>	
1,714	Term Loan, 4.31%, Maturing April 6, 2016	1,715,713
	<b>Orbitz Worldwide, Inc.</b>	
1,473	Term Loan, 3.28%, Maturing July 25, 2014	1,389,946
	<b>PETCO Animal Supplies, Inc.</b>	
619	Term Loan, 4.50%, Maturing November 24, 2017	621,234
	<b>Phillips-Van Heusen Corp.</b>	
275	Term Loan, 3.50%, Maturing May 6, 2016	277,794
	<b>Pilot Travel Centers, LLC</b>	
925	Term Loan, 4.25%, Maturing March 30, 2018	929,625
	<b>Rent-A-Center, Inc.</b>	
2	Term Loan, 2.00%, Maturing June 30, 2012	1,648
395	Term Loan, 3.31%, Maturing March 31, 2015	395,966
	<b>Savers, Inc.</b>	
625	Term Loan, 4.25%, Maturing March 3, 2017	629,688
	<b>Visant Holding Corp.</b>	
698	Term Loan, 5.25%, Maturing December 31, 2016	698,512
	<b>Vivarte</b>	
EUR 13	Term Loan - Second Lien, 4.41%, Maturing September 8, 2016	17,161
EUR 88	Term Loan - Second Lien, 4.41%, Maturing September 8, 2016	111,914
EUR 900	Term Loan - Second Lien, 4.41%, Maturing September 8, 2016	1,151,120
	<b>Yankee Candle Company, Inc. (The)</b>	
1,184	Term Loan, 2.25%, Maturing February 6, 2014	1,181,759
		<b>\$ 14,185,491</b>
<b>Steel 0.1%</b>		
	<b>Niagara Corp.</b>	

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366	Term Loan, 10.50%, Maturing June 29, 2014 <sup>(2)(5)</sup>	\$	346,797
		\$	<b>346,797</b>
<b>Surface Transport 0.4%</b>			
	<b>Swift Transportation Co., Inc.</b>		
1,132	Term Loan, 6.00%, Maturing December 21, 2016	\$	1,138,958
		\$	<b>1,138,958</b>
<b>Telecommunications 7.0%</b>			
	<b>Alaska Communications Systems Holdings, Inc.</b>		
923	Term Loan, 5.50%, Maturing October 21, 2016	\$	924,759
	<b>Asurion Corp.</b>		
763	Term Loan, 3.27%, Maturing July 3, 2014		759,286
998	Term Loan, 6.75%, Maturing March 31, 2015		1,011,928
	<b>CommScope, Inc.</b>		
1,075	Term Loan, 5.00%, Maturing January 14, 2018		1,083,734
	<b>Intelsat Jackson Holdings SA</b>		
5,200	Term Loan, 5.25%, Maturing April 2, 2018		5,241,018



<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
GBP	414 <b>Macquarie UK Broadcast Ventures, Ltd.</b> Term Loan, 2.62%, Maturing December 1, 2014	\$ 615,950
	1,022 <b>MetroPCS Wireless</b> Term Loan, 4.06%, Maturing March 15, 2018	1,025,792
	1,481 <b>Ntelos, Inc.</b> Term Loan, 4.00%, Maturing August 7, 2015	1,485,864
	748 <b>Syniverse Technologies, Inc.</b> Term Loan, 5.25%, Maturing December 21, 2017	754,905
EUR	500 <b>Telenet BidCo N.V.</b> Term Loan, 4.70%, Maturing July 31, 2017	711,877
	151 <b>Telesat Canada, Inc.</b> Term Loan, 3.25%, Maturing October 31, 2014	151,355
	1,764 Term Loan, 3.25%, Maturing October 31, 2014	1,762,080
EUR	1,800 <b>Wind Telecomunicazioni SpA</b> Term Loan, Maturing December 15, 2017 <sup>(7)</sup>	2,556,540
	627 <b>Windstream Corp.</b> Term Loan, 3.06%, Maturing December 17, 2015	629,570
		<b>\$ 18,714,658</b>
<b>Utilities 2.7%</b>		
	1,425 <b>Calpine Corp.</b> Term Loan, 4.50%, Maturing April 2, 2018	\$ 1,433,214
	275 <b>EquiPower Resources Holdings, LLC</b> Term Loan, 5.75%, Maturing January 26, 2018	278,438
	1 <b>NRG Energy, Inc.</b> Term Loan, 2.06%, Maturing February 1, 2013	698
	148 Term Loan, 2.06%, Maturing February 1, 2013	147,686
	984 Term Loan, 3.50%, Maturing August 31, 2015	990,088
	1,830 Term Loan, 3.56%, Maturing August 31, 2015	1,839,636
	63 <b>Pike Electric, Inc.</b> Term Loan, 2.06%, Maturing July 2, 2012	62,615
	108 Term Loan, 2.06%, Maturing December 10, 2012	106,927
	1,777 <b>TXU Texas Competitive Electric Holdings Co., LLC</b> Term Loan, 3.76%, Maturing October 10, 2014	1,497,255
	922 Term Loan, 3.78%, Maturing October 10, 2014	778,012
		<b>\$ 7,134,569</b>
<b>Total Senior Floating-Rate Interests</b> (identified cost \$360,910,586)		<b>\$ 363,589,197</b>
<b>Corporate Bonds &amp; Notes 11.5%</b>		

<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
<b>Aerospace and Defense 0.2%</b>		
	<b>International Lease Finance Corp., Sr. Notes</b>	
175	6.50%, 9/1/14 <sup>(8)</sup>	\$ 187,688
175	6.75%, 9/1/16 <sup>(8)</sup>	188,125
175	7.125%, 9/1/18 <sup>(8)</sup>	188,912
		<b>\$ 564,725</b>
<b>Air Transport 0.0%</b>		
	<b>Continental Airlines</b>	
47	7.033%, 12/15/12	\$ 47,194
		<b>\$ 47,194</b>
<b>Automotive 0.3%</b>		
	<b>Allison Transmission, Inc.</b>	
10	11.00%, 11/1/15 <sup>(8)</sup>	\$ 10,900
665	11.25%, 11/1/15 <sup>(2)(8)</sup>	725,681

<b>Principal Amount*</b> (000 \$ omitted)		<b>Value</b>
	<b>Security</b>	
	<b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b>	
85	9.25%, 1/15/17 <sup>(8)</sup>	\$ 94,775
	<b>Commercial Vehicle Group, Inc., Sr. Notes</b>	
55	8.00%, 7/1/13	55,688
		<b>\$ 887,044</b>
	<b>Broadcast Radio and Television 0.7%</b>	
	<b>Entravision Communications, Sr. Notes</b>	
1,000	8.75%, 8/1/17 <sup>(8)</sup>	\$ 1,070,000
	<b>LBI Media, Inc., Sr. Disc. Notes</b>	
15	11.00%, 10/15/13	14,400
	<b>Rainbow National Services, LLC, Sr. Sub. Notes</b>	
80	10.375%, 9/1/14 <sup>(8)</sup>	83,200
	<b>XM Satellite Radio Holdings, Inc.</b>	
485	13.00%, 8/1/14 <sup>(8)</sup>	578,362
		<b>\$ 1,745,962</b>
	<b>Building and Development 0.9%</b>	
	<b>AMO Escrow Corp., Sr. Notes</b>	
950	11.50%, 12/15/17 <sup>(8)</sup>	\$ 1,018,875
	<b>Grohe Holding GmbH, Variable Rate</b>	
EUR 1,000	3.873%, 1/15/14 <sup>(10)</sup>	1,418,971
		<b>\$ 2,437,846</b>
	<b>Business Equipment and Services 0.6%</b>	
	<b>Education Management, LLC, Sr. Notes</b>	
210	8.75%, 6/1/14	\$ 216,037
	<b>Education Management, LLC, Sr. Sub. Notes</b>	
46	10.25%, 6/1/16	48,300
	<b>MediMedia USA, Inc., Sr. Sub. Notes</b>	
90	11.375%, 11/15/14 <sup>(8)</sup>	80,550
	<b>Muzak, LLC/Muzak Finance, Sr. Notes</b>	
13	15.00%, 7/31/14 <sup>(2)</sup>	12,548
	<b>SunGard Data Systems, Inc., Sr. Notes</b>	
900	10.625%, 5/15/15	991,125
	<b>Ticketmaster Entertainment, Inc.</b>	
105	10.75%, 8/1/16	115,238
		<b>\$ 1,463,798</b>
	<b>Cable and Satellite Television 0.4%</b>	
	<b>Virgin Media Finance PLC, Sr. Notes</b>	

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1,000	6.50%, 1/15/18	\$	1,097,500
		\$	<b>1,097,500</b>

**Chemicals and Plastics 0.1%**

	<b>INEOS Group Holdings PLC, Sr. Sub. Notes</b>		
180	8.50%, 2/15/16 <sup>(8)</sup>	\$	182,475
	<b>Wellman Holdings, Inc., Sr. Sub. Notes</b>		
194	5.00%, 1/29/19 <sup>(2)(5)</sup>		0
		\$	<b>182,475</b>

**Conglomerates 0.0%**

	<b>RBS Global &amp; Rexnord Corp.</b>		
90	11.75%, 8/1/16	\$	96,975
		\$	<b>96,975</b>

**Containers and Glass Products 0.2%**

	<b>Berry Plastics Corp., Sr. Notes, Variable Rate</b>		
500	5.053%, 2/15/15	\$	498,125

<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	
175	8.50%, 8/1/14	\$ 157,500
		<b>\$ 655,625</b>
<b>Cosmetics/Toiletries</b>	<b>0.1%</b>	
	<b>Revlon Consumer Products Corp.</b>	
165	9.75%, 11/15/15 <sup>(8)</sup>	\$ 179,438
		<b>\$ 179,438</b>
<b>Electronics/Electrical</b>	<b>0.1%</b>	
	<b>NXP BV/NXP Funding, LLC, Variable Rate</b>	
370	3.053%, 10/15/13	\$ 368,150
		<b>\$ 368,150</b>
<b>Equipment Leasing</b>	<b>0.0%</b>	
	<b>Hertz Corp.</b>	
9	8.875%, 1/1/14	\$ 9,270
		<b>\$ 9,270</b>
<b>Financial Intermediaries</b>	<b>0.7%</b>	
	<b>First Data Corp.</b>	
500	7.375%, 6/15/19	\$ 509,375
	<b>Ford Motor Credit Co., Sr. Notes</b>	
125	8.00%, 12/15/16	141,892
	<b>UPCB Finance II, Ltd., Sr. Notes</b>	
EUR 500	6.375%, 7/1/20 <sup>(8)</sup>	682,474
	<b>UPCB Finance III, Ltd., Sr. Notes</b>	
600	6.625%, 7/1/20 <sup>(8)</sup>	591,000
		<b>\$ 1,924,741</b>
<b>Food Products</b>	<b>0.4%</b>	
	<b>Smithfield Foods, Inc., Sr. Notes</b>	
1,000	10.00%, 7/15/14 <sup>(8)</sup>	\$ 1,182,500
		<b>\$ 1,182,500</b>
<b>Food Service</b>	<b>0.1%</b>	
	<b>NPC International, Inc., Sr. Sub. Notes</b>	
135	9.50%, 5/1/14	\$ 138,713

			<b>\$ 138,713</b>
<b>Food/Drug Retailers</b>	<b>0.1%</b>		
		<b>General Nutrition Center, Sr. Notes, Variable Rate</b>	
115	5.75%, 3/15/14 <sup>(2)</sup>		\$ 115,000
		<b>General Nutrition Center, Sr. Sub. Notes</b>	
210	10.75%, 3/15/15		210,000
			<b>\$ 325,000</b>
<b>Forest Products</b>	<b>0.1%</b>		
		<b>Verso Paper Holdings, LLC/Verso Paper, Inc.</b>	
120	11.375%, 8/1/16		\$ 127,800
			<b>\$ 127,800</b>
<b>Health Care</b>	<b>0.2%</b>		
		<b>Biomet, Inc.</b>	
55	10.375%, 10/15/17		\$ 60,706
280	11.625%, 10/15/17		313,600
		<b>DJO Finance, LLC/DJO Finance Corp.</b>	
95	10.875%, 11/15/14		104,025
		<b>HCA, Inc.</b>	
65	9.25%, 11/15/16		70,281
			<b>\$ 548,612</b>

<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
<b>Industrial Equipment 0.5%</b>		
	<b>Chart Industries, Inc., Sr. Sub. Notes</b>	
105	9.125%, 10/15/15	\$ 110,250
	<b>Terex Corp., Sr. Notes</b>	
1,000	10.875%, 6/1/16	1,167,500
		<b>\$ 1,277,750</b>
<b>Insurance 0.1%</b>		
	<b>Alliant Holdings I, Inc.</b>	
55	11.00%, 5/1/15 <sup>(8)</sup>	\$ 58,575
	<b>HUB International Holdings, Inc., Sr. Notes</b>	
70	9.00%, 12/15/14 <sup>(8)</sup>	73,500
	<b>U.S.I. Holdings Corp., Sr. Notes, Variable Rate</b>	
35	4.188%, 11/15/14 <sup>(8)</sup>	34,213
		<b>\$ 166,288</b>
<b>Leisure Goods/Activities/Movies 0.5%</b>		
	<b>AMC Entertainment, Inc., Sr. Notes</b>	
60	8.75%, 6/1/19	\$ 65,400
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.</b>	
105	12.50%, 4/1/13 <sup>(4)(5)(8)</sup>	0
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate</b>	
195	0.00%, 4/1/12 <sup>(4)(5)(8)</sup>	0
	<b>MU Finance PLC, Sr. Notes</b>	
1,000	8.375%, 2/1/17 <sup>(8)</sup>	1,063,750
	<b>Royal Caribbean Cruises, Sr. Notes</b>	
20	6.875%, 12/1/13	21,450
50	7.00%, 6/15/13	53,500
10	7.25%, 6/15/16	10,762
20	7.25%, 3/15/18	21,200
		<b>\$ 1,236,062</b>
<b>Lodging and Casinos 0.8%</b>		
	<b>Buffalo Thunder Development Authority</b>	
265	9.375%, 12/15/49 <sup>(4)(8)</sup>	\$ 98,050
	<b>CCM Merger, Inc.</b>	
50	8.00%, 8/1/13 <sup>(8)</sup>	50,000
	<b>Chukchansi EDA, Sr. Notes, Variable Rate</b>	
150	3.943%, 11/15/12 <sup>(8)</sup>	111,750
	<b>Eldorado Casino Shreveport</b>	
44	10.00%, 8/1/12 <sup>(2)(5)</sup>	42,191

	<b>Fontainebleau Las Vegas Casino, LLC</b>	
255	10.25%, 6/15/15 <sup>(4)(8)</sup>	1,275
	<b>Inn of the Mountain Gods Resort &amp; Casino, Sr. Notes</b>	
182	1.25%, 11/30/20 <sup>(2)(5)(8)</sup>	83,227
81	8.75%, 11/30/20 <sup>(5)(8)</sup>	81,000
	<b>Majestic HoldCo, LLC</b>	
75	12.50%, 10/15/11 <sup>(4)(8)</sup>	8
	<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>	
85	8.00%, 4/1/12	76,288
120	7.125%, 8/15/14	91,200
115	6.875%, 2/15/15	85,100
	<b>Peninsula Gaming, LLC</b>	
1,000	10.75%, 8/15/17	1,102,500
	<b>San Pasqual Casino</b>	
55	8.00%, 9/15/13 <sup>(8)</sup>	55,275
	<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>	
165	9.00%, 11/15/15 <sup>(8)</sup>	164,381



<b>Principal Amount*</b> (000 \$ omitted)	<b>Security</b>	<b>Value</b>
	<b>Waterford Gaming, LLC, Sr. Notes</b>	
121	8.625%, 9/15/14 <sup>(5)(8)</sup>	\$ 78,222
		<b>\$ 2,120,467</b>
<b>Nonferrous Metals/Minerals</b>	<b>0.1%</b>	
	<b>Cloud Peak Energy Resources, LLC/Cloud Peak Energy Finance Corp.</b>	
330	8.50%, 12/15/19	\$ 367,125
		<b>\$ 367,125</b>
<b>Oil and Gas</b>	<b>0.2%</b>	
	<b>Compton Petroleum Finance Corp.</b>	
79	10.00%, 9/15/17	\$ 56,174
	<b>Forbes Energy Services, Sr. Notes</b>	
155	11.00%, 2/15/15	162,168
	<b>Petroleum Development Corp., Sr. Notes</b>	
65	12.00%, 2/15/18	74,019
	<b>Petroplus Finance, Ltd.</b>	
85	7.00%, 5/1/17 <sup>(8)</sup>	81,175
	<b>Quicksilver Resources, Inc., Sr. Notes</b>	
65	11.75%, 1/1/16	76,050
	<b>SESI, LLC, Sr. Notes</b>	
30	6.875%, 6/1/14	30,750
		<b>\$ 480,336</b>
<b>Publishing</b>	<b>0.7%</b>	
	<b>Laureate Education, Inc.</b>	
1,045	10.00%, 8/15/15 <sup>(8)</sup>	\$ 1,105,087
638	10.25%, 8/15/15 <sup>(2)(8)</sup>	666,595
		<b>\$ 1,771,682</b>
<b>Rail Industries</b>	<b>0.1%</b>	
	<b>American Railcar Industry, Sr. Notes</b>	
100	7.50%, 3/1/14	\$ 102,250
	<b>Kansas City Southern Mexico, Sr. Notes</b>	
155	7.625%, 12/1/13	158,100
100	7.375%, 6/1/14	104,500
		<b>\$ 364,850</b>
<b>Retailers (Except Food and Drug)</b>	<b>1.2%</b>	
	<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>	

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220	8.75%, 5/1/14		\$	223,575
	<b>Neiman Marcus Group, Inc.</b>			
765	9.00%, 10/15/15			802,873
	<b>Sally Holdings, LLC, Sr. Notes</b>			
665	9.25%, 11/15/14			700,744
235	10.50%, 11/15/16			256,737
	<b>Toys R Us</b>			
1,000	10.75%, 7/15/17			1,140,000
			\$	<b>3,123,929</b>
<b>Steel</b>	<b>0.0%</b>			
	<b>RathGibson, Inc., Sr. Notes</b>			
240	11.25%, 2/15/14 <sup>(4)</sup>		\$	24
			\$	<b>24</b>
<b>Surface Transport</b>	<b>0.0%</b>			
	<b>CEVA Group PLC, Sr. Notes</b>			
95	11.50%, 4/1/18 <sup>(8)</sup>		\$	103,669
			\$	<b>103,669</b>

<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
<b>Telecommunications 0.5%</b>		
	<b>Intelsat Bermuda, Ltd.</b>	
900	11.25%, 6/15/16	\$ 964,125
	<b>NII Capital Corp.</b>	
330	10.00%, 8/15/16	377,850
		<b>\$ 1,341,975</b>
<b>Utilities 1.6%</b>		
	<b>Calpine Corp., Sr. Notes</b>	
2,375	7.50%, 2/15/21 <sup>(8)</sup>	\$ 2,470,000
1,700	7.875%, 1/15/23 <sup>(8)</sup>	1,765,875
	<b>NGC Corp.</b>	
205	7.625%, 10/15/26	143,500
	<b>Reliant Energy, Inc., Sr. Notes</b>	
10	7.625%, 6/15/14	10,400
		<b>\$ 4,389,775</b>
<b>Total Corporate Bonds &amp; Notes</b> (identified cost \$29,944,693)		<b>\$ 30,727,300</b>

**Asset-Backed Securities 1.5%**

<b>Principal Amount</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
\$ 308	Alzette European CLO SA, Series 2004-1A, Class E2, 6.81%, 12/15/20 <sup>(11)</sup>	\$ 262,253
295	Avalon Capital Ltd. 3, Series 1A, Class D, 2.263%, 2/24/19 <sup>(8)(11)</sup>	230,932
376	Babson Ltd., Series 2005-1A, Class C1, 2.253%, 4/15/19 <sup>(8)(11)</sup>	294,620
500	Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.353%, 1/15/19 <sup>(8)(11)</sup>	326,651
500	Carlyle High Yield Partners, Series 2004-6A, Class C, 2.762%, 8/11/16 <sup>(8)(11)</sup>	413,133
492	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.81%, 3/8/17 <sup>(11)</sup>	415,555
500	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.053%, 7/17/19 <sup>(11)</sup>	390,291
1,000	Madison Park Funding Ltd., Series 2006-2A, Class D, 5.058%, 3/25/20 <sup>(8)(11)</sup>	790,628
1,000	Schiller Park CLO Ltd., Series 2007-1A, Class D, 2.553%, 4/25/21 <sup>(8)(11)</sup>	784,185
<b>Total Asset-Backed Securities</b> (identified cost \$4,965,895)		<b>\$ 3,908,248</b>

**Common Stocks 1.7%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Automotive 0.4%</b>		
10,159	Dayco Products, LLC <sup>(12)(13)</sup>	\$ 592,608
8,949	Hayes Lemmerz International, Inc. <sup>(5)(12)(13)</sup>	496,669
		<b>\$ 1,089,277</b>
<b>Building and Development 0.0%</b>		
131	Panolam Holdings Co. <sup>(5)(12)(14)</sup>	\$ 104,160
277	United Subcontractors, Inc. <sup>(5)(12)(13)</sup>	28,567
		<b>\$ 132,727</b>
<b>Chemicals and Plastics 0.0%</b>		
175	Wellman Holdings, Inc. <sup>(5)(12)(13)</sup>	\$ 0
		<b>\$ 0</b>
<b>Diversified Manufacturing 0.0%</b>		
166,398	MEGA Brands, Inc. <sup>(12)</sup>	\$ 101,471
		<b>\$ 101,471</b>

Shares	Security	Value
<b>Financial Intermediaries 0.0%</b>		
41	RTS Investor Corp. <sup>(5)(12)(13)</sup>	\$ 962
		<b>\$ 962</b>
<b>Food Service 0.0%</b>		
12,234	Buffets, Inc. <sup>(5)(12)</sup>	\$ 48,936
		<b>\$ 48,936</b>
<b>Home Furnishings 0.1%</b>		
2,275	Oreck Corp. <sup>(5)(12)(13)</sup>	\$ 176,950
26,249	Sanitec Europe Oy B Units <sup>(12)(13)</sup>	111,600
25,787	Sanitec Europe Oy E Units <sup>(5)(12)(13)</sup>	0
		<b>\$ 288,550</b>
<b>Leisure Goods/Activities/Movies 0.2%</b>		
22,424	Metro-Goldwyn-Mayer Holdings, Inc. <sup>(12)(13)</sup>	\$ 513,884
		<b>\$ 513,884</b>
<b>Lodging and Casinos 0.2%</b>		
45	Greektown Superholdings, Inc. <sup>(12)</sup>	\$ 3,431
23,498	Herbst Gaming, Inc. <sup>(5)(12)(13)</sup>	104,802
289	Shreveport Gaming Holdings, Inc. <sup>(5)(12)</sup>	5,202
25,430	Tropicana Entertainment, Inc. <sup>(12)(13)</sup>	440,257
		<b>\$ 553,692</b>
<b>Nonferrous Metals/Minerals 0.1%</b>		
468	Euramax International, Inc. <sup>(5)(12)(13)</sup>	\$ 154,275
		<b>\$ 154,275</b>
<b>Oil and Gas 0.0%</b>		
750	SemGroup Corp. <sup>(12)</sup>	\$ 21,120
		<b>\$ 21,120</b>
<b>Publishing 0.6%</b>		
2,155	Ion Media Networks, Inc. <sup>(5)(12)(13)</sup>	\$ 1,303,775
5,771	MediaNews Group, Inc. <sup>(5)(12)(13)</sup>	155,822
3,353	SuperMedia, Inc. <sup>(12)</sup>	20,923
		<b>\$ 1,480,520</b>

<b>Steel</b>	<b>0.1%</b>		
	6,269	KNIA Holdings, Inc. <sup>(5)(12)(13)</sup>	\$ 72,656
	10,700	RathGibson Acquisition Co., LLC <sup>(5)(12)(14)</sup>	250,808
			<b>\$ 323,464</b>
<b>Total Common Stocks</b>			
<b>(identified cost \$2,639,587)</b>			<b>\$ 4,708,878</b>
<b>Preferred Stocks</b>	<b>0.0%</b>		
<b>Shares/Units</b>		<b>Security</b>	<b>Value</b>
<b>Business Equipment and Services</b>	<b>0.0%</b>		
	773	Muzak Holding, LLC, 10% <sup>(2)(11)(12)(14)</sup>	\$ 7,457
<b>Total Preferred Stocks</b>			
<b>(identified cost \$7,726)</b>			<b>\$ 7,457</b>

**Warrants 0.0%**

Shares	Security	Value
<b>Oil and Gas 0.0%</b>		
789	SemGroup Corp., Expires 11/30/14 <sup>(12)</sup>	\$ 8,284
		<b>\$ 8,284</b>
<b>Publishing 0.0%</b>		
781	Reader s Digest Association, Inc. (The), Expires 2/19/14 <sup>(12)(13)</sup>	\$ 0
		<b>\$ 0</b>
<b>Retailers (Except Food and Drug) 0.0%</b>		
3,817	Oriental Trading Co., Inc., Expires 2/11/16 <sup>(5)(12)(13)</sup>	\$ 0
4,188	Oriental Trading Co., Inc., Expires 2/11/16 <sup>(5)(12)(13)</sup>	0
		<b>\$ 0</b>
<b>Total Warrants (identified cost \$8)</b>		<b>\$ 8,284</b>

**Miscellaneous 0.0%**

Shares	Security	Value
<b>Cable and Satellite Television 0.0%</b>		
261,268	Adelphia Recovery Trust <sup>(12)</sup>	\$ 1,960
270,000	Adelphia, Inc., Escrow Certificate <sup>(12)</sup>	5,400
<b>Total Miscellaneous (identified cost \$250,451)</b>		<b>\$ 7,360</b>

**Short-Term Investments 5.1%**

Interest/ Principal Amount (000 s Omitted)	Description	Value
\$ 10,108	Eaton Vance Cash Reserves Fund, LLC, 0.17% <sup>(15)</sup>	\$ 10,108,051
3,660	State Street Bank and Trust Euro Time Deposit, 0.01%, 4/1/11	3,660,005

<b>Total Short-Term Investments</b> <b>(identified cost \$13,768,056)</b>	<b>\$ 13,768,056</b>
<b>Total Investments 155.5%</b> <b>(identified cost \$412,487,002)</b>	<b>\$ 416,724,780</b>
<b>Less Unfunded Loan Commitments (0.4)%</b>	<b>\$ (1,041,667)</b>
<b>Net Investments 155.1%</b> <b>(identified cost \$411,445,335)</b>	<b>\$ 415,683,113</b>
<b>Other Assets, Less Liabilities (14.1)%</b>	<b>\$ (37,681,466)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (41.0)%</b>	<b>\$ (110,002,328)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>	<b>\$ 267,999,319</b>

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

EUR - Euro

GBP - British Pound Sterling



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

- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate ( LIBOR ) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.
- (2) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (3) Unfunded or partially unfunded loan commitments. The Trust may enter into certain credit agreements all or a portion of which may be unfunded. The Trust is obligated to fund these commitments at the borrower's discretion.
- (4) Currently the issuer is in default with respect to interest payments. For a variable rate security, interest rate has been adjusted to reflect non-accrual status
- (5) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (6) Defaulted matured security. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
- (7) This Senior Loan will settle after March 31, 2011, at which time the interest rate will be determined.
- (8) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions (normally to qualified institutional buyers) and remain exempt from registration. At March 31, 2011, the aggregate value of these securities is \$18,030,731 or 6.7% of the Trust's net assets applicable to common shares.
- (9) Amount is less than 0.05%.
- (10) Security exempt from registration under Regulation S of the Securities Act of 1933, which exempts from registration securities offered and sold outside the United States. Security may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act of 1933.
- (11) Variable rate security. The stated interest rate represents the rate in effect at March 31, 2011.
- (12) Non-income producing security.
- (13)

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Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.

- (14) Restricted security.
- (15) Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of March 31, 2011. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended March 31, 2011 was \$14,817.

A summary of open financial instruments at March 31, 2011 is as follows:

**Forward Foreign Currency Exchange Contracts**

**Sales**

<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Counterparty</b>	<b>Net Unrealized Appreciation (Depreciation)</b>
4/28/11	British Pound Sterling 3,027,553	United States Dollar 4,819,319	JPMorgan Chase Bank	\$ (36,195)
4/29/11	Euro 5,624,944	United States Dollar 7,720,179	JPMorgan Chase Bank	(247,784)
5/31/11	Euro 6,769,258	United States Dollar 9,316,766	Citigroup Global Markets	(266,289)
5/31/11	British Pound Sterling 3,120,398	United States Dollar 5,013,512	JPMorgan Chase Bank	11,418
6/30/11	British Pound Sterling 1,754,373	United States Dollar 2,799,996	Goldman Sachs, Inc.	(11,009)
6/30/11	Euro 5,435,581	United States Dollar 7,636,340	HSBC Bank USA	(53,638)
				<b>\$ (603,497)</b>

At March 31, 2011, the Trust had sufficient cash and/or securities to cover commitments under these contracts.

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

At March 31, 2011, the aggregate fair value of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in an asset position and in a liability position and whose primary underlying risk exposure is foreign exchange risk was \$11,418 and \$614,915, respectively.



The cost and unrealized appreciation (depreciation) of investments of the Trust at March 31, 2011, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 411,602,932</b>
Gross unrealized appreciation	\$ 11,629,819
Gross unrealized depreciation	(7,549,638)
<b>Net unrealized appreciation</b>	<b>\$ 4,080,181</b>

### Restricted Securities

At March 31, 2011, the Trust owned the following securities (representing 0.1% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Trust has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

Description	Date of Acquisition	Shares	Cost	Value
<b>Common Stocks</b>				
Panolam Holdings Co.	12/30/09	131	\$ 71,985	\$ 104,160
RathGibson Acquisition Co., LLC	6/14/10	10,700	56,785	250,808
<b>Total Common Stocks</b>			<b>\$ 128,770</b>	<b>\$ 354,968</b>
<b>Preferred Stock</b>				
Muzak Holding LLC	6/18/10	773	\$ 7,727	\$ 7,457
<b>Total Preferred Stock</b>			<b>\$ 7,727</b>	<b>\$ 7,457</b>
<b>Total Restricted Securities</b>			<b>\$ 136,497</b>	<b>\$ 362,425</b>

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

Level 1 quoted prices in active markets for identical investments

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

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

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

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At March 31, 2011, the hierarchy of inputs used in valuing the Trust's investments, which are carried at value, were as follows:

<b>Asset Description</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Senior Floating-Rate Interests (less Unfunded Loan Commitments)	\$	\$ 361,651,033	\$ 896,497	\$ 362,547,530
Corporate Bonds & Notes		30,442,660	284,640	30,727,300
Asset-Backed Securities		3,908,248		3,908,248
Common Stocks	143,514	1,661,780*	2,903,584	4,708,878
Preferred Stocks		7,457		7,457
Warrants		8,284	0	8,284
Miscellaneous		7,360		7,360
Short-Term Investments		13,768,056		13,768,056
<b>Total Investments</b>	<b>\$ 143,514</b>	<b>\$ 411,454,878</b>	<b>\$ 4,084,721</b>	<b>\$ 415,683,113</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 11,418	\$	\$ 11,418
<b>Total</b>	<b>\$ 143,514</b>	<b>\$ 411,466,296</b>	<b>\$ 4,084,721</b>	<b>\$ 415,694,531</b>
<b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (614,915)	\$	\$ (614,915)
<b>Total</b>	<b>\$</b>	<b>\$ (614,915)</b>	<b>\$</b>	<b>\$ (614,915)</b>

\* Includes foreign equity securities whose values were adjusted to reflect market trading of comparable securities or other correlated instruments that occurred after the close of trading in their applicable foreign markets.

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

**Investments  
in**

	<b>Investments in Senior Floating-Rate Interests</b>	<b>Investments in Corporate Bonds &amp; Notes</b>	<b>Common Stock, Preferred Stock, Warrants and Miscellaneous</b>	<b>Total</b>
<b>Balance as of June 30, 2010</b>	<b>\$ 595,305</b>	<b>\$ 203,639</b>	<b>\$ 1,141,784</b>	<b>\$ 1,940,728</b>
Realized gains (losses)	(300,015)	509	964	(298,542)
Change in net unrealized appreciation (depreciation)*	(24,891)	(70,322)	1,398,453	1,303,240
Cost of purchases	171,440	163,631	103,147	438,218
Proceeds from sales	(14,192)	(17,362)	(964)	(32,518)
Accrued discount (premium)	6,109	4,545		10,654
Transfers to Level 3*	462,741		264,540	727,281
Transfers from Level 3*			(4,340)	(4,340)
<b>Balance as of March 31, 2011</b>	<b>\$ 896,497</b>	<b>\$ 284,640</b>	<b>\$ 2,903,584</b>	<b>\$ 4,084,721</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of March 31, 2011*</b>	<b>\$ (26,728)</b>	<b>\$ (76,922)</b>	<b>\$ 1,398,453</b>	<b>\$ 1,294,803</b>

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

At March 31, 2011, the value of investments transferred between Level 1 and Level 2, if any, during the fiscal year to date then ended was not significant.

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

**Item 2. Controls and Procedures**

- (a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant on this Form N-Q has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant on this Form N-Q has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.
- (b) There have been no changes in the registrant's internal controls over financial reporting during the fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant's internal control over financial reporting.
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**Signatures**

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

Eaton Vance Senior Income Trust

By: /s/ Scott H. Page

Scott H. Page  
President

Date: May 25, 2011

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

By: /s/ Scott H. Page

Scott H. Page  
President

Date: May 25, 2011

By: /s/ Barbara E. Campbell

Barbara E. Campbell  
Treasurer

Date: May 25, 2011