

WESTERN ASSET MANAGED MUNICIPALS FUND INC.  
Form N-Q  
October 26, 2009

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

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811-6629

Western Asset Managed Municipals Fund Inc.  
(Exact name of registrant as specified in charter)

55 Water Street, New York, NY  
(Address of principal executive offices)

10041  
(Zip code)

Robert I. Frenkel, Esq.

Legg Mason & Co., LLC

100 First Stamford Place

Stamford, CT 06902  
(Name and address of agent for service)

Registrant's telephone number, including area code: 1-888-777-0102

Date of fiscal year end: May 31

Date of reporting period: August 31, 2009

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ITEM 1.

SCHEDULE OF INVESTMENTS

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**WESTERN ASSET  
MANAGED MUNICIPALS FUND INC.**

**FORM N-Q**

AUGUST 31, 2009

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## Western Asset Managed Municipals Fund Inc.

## Schedule of Investments (unaudited)

August 31, 2009

| Face Amount                   | Security  | Value             |
|-------------------------------|---|-------------------|
| <b>MUNICIPAL BONDS 100.0%</b> |   |                   |
| <b>Arizona 3.6%</b>           |   |                   |
| \$ 3,705,000                  | Greater Arizona Development Authority, Development Authority Infrastructure Revenue, Pinal County Road Project, NATL, 5.000% due 8/1/19 | \$ 3,938,155      |
| 3,000,000                     | Phoenix, AZ: Civic Improvement Corp. Airport Revenue, Senior Lien, FGIC, 5.250% due 7/1/22 (a)  | 3,007,590         |
| 1,000,000                     | GO, 5.000% due 7/1/27 (b)   | 1,054,910         |
| 10,000,000                    | Salt Verde, AZ Financial Corp.: Gas Revenue: 5.000% due 12/1/32   | 8,532,800         |
| 10,040,000                    | 5.000% due 12/1/37  | 8,357,999         |
| 2,000,000                     | Senior Gas Revenue, 5.250% due 12/1/28  | 1,810,820         |
|                               | <b>Total Arizona</b>  | <b>26,702,274</b> |
| <b>California 12.3%</b>       |   |                   |
| 22,700,000                    | Bay Area Toll Authority, CA, Toll Bridge Revenue, San Francisco Bay Area, 5.125% due 4/1/39   | 23,242,757        |
| 1,170,000                     | California EFA Revenue, 5.625% due 7/1/23   | 923,376           |
| 3,100,000                     | California Housing Finance Agency Revenue, Home Mortgage: 4.700% due 8/1/24 (a)   | 2,658,498         |
| 10,000,000                    | 4.800% due 8/1/37 (a)   | 7,750,700         |
| 5,000,000                     | California State Department of Veterans Affairs, Home Purchase Revenue, AMBAC, 5.350% due 12/1/27                                       | 5,031,550         |
| 5,885,000                     | California Statewide CDA Revenue: Methodist Hospital Project, FHA, 6.625% due 8/1/29  | 6,465,555         |
| 3,000,000                     | St. Joseph Health System, FGIC, 5.750% due 7/1/47   | 2,991,090         |
| 7,375,000                     | Garden Grove, CA, Agency for Community Development, Tax Allocation, Refunding, AMBAC, 5.000% due 10/1/29                                | 6,050,893         |
| 6,000,000                     | Golden State Tobacco Securitization Corp., CA, Tobacco Settlement Revenue, 6.750% due 6/1/39 (b)  | 7,056,240         |
| 7,250,000                     | Los Angeles, CA, Convention & Exhibition Center Authority Lease Revenue, 5.125% due 8/15/22   | 7,377,382         |
| 6,500,000                     | Modesto, CA, Irrigation District, COP, Capital Improvements, 6.000% due 10/1/39   | 6,783,400         |
| 3,340,000                     | Rancho Cucamonga, CA, RDA, Tax Allocation, Rancho Redevelopment Projects, NATL, 5.125% due 9/1/30                                       | 2,856,001         |
| 1,145,000                     | Sacramento County, CA, COP, Unrefunded Balance, Public Facilities Project, NATL, 5.375% due 2/1/19                                      | 1,148,538         |
| 5,000,000                     | San Diego, CA, USD GO, FSA, 5.000% due 7/1/28   | 5,528,550         |
| 3,000,000                     | San Mateo County Community College District, COP, NATL, 5.000% due 10/1/25 (b)  | 3,454,380         |
| 2,500,000                     | Santa Clara, CA, RDA, Tax Allocation, Bayshore North Project, NATL, 5.000% due 6/1/23   | 2,305,325         |

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|                      |   |            |
|----------------------|---|------------|
| <b>Colorado 8.1%</b> | <b>Total California</b>   | 91,624,235 |
| 10,945,000           | Denver, CO, City & County Airport Revenue:                                  |            |
| 13,630,000           | 6.125% due 11/15/25 (a)(c)  | 13,274,753 |
| 1,700,000            | Unrefunded Balance, 6.125% due 11/15/25 (a)                                 | 13,630,818 |
|                      | El Paso County, CO, COP, Detention Facility Project, AMBAC,                 |            |
|                      | 5.000% due 12/1/23  | 1,738,148  |
|                      | Garfield County, CO, GO, School District No. 2, FSA, State Aid Withholding: |            |
| 2,300,000            | 5.000% due 12/1/23  | 2,412,033  |
| 1,000,000            | 5.000% due 12/1/25  | 1,043,390  |
| 20,000,000           | Public Authority for Colorado Energy, Natural Gas                           |            |
|                      | Purchase Revenue, 6.500% due 11/15/38                                       | 20,287,000 |

*See Notes to Schedule of Investments.*

## Western Asset Managed Municipals Fund Inc.

## Schedule of Investments (unaudited) (continued)

August 31, 2009

| Face Amount                      | Security   | Value        |
|----------------------------------|--|--------------|
| <b>Colorado 8.1% (continued)</b> |  |              |
| \$ 7,320,000                     | University of Colorado, COP, Master Lease Purchase Agreement, AMBAC, 5.000% due 6/1/28 (b)                                 | \$ 8,169,925 |
|                                  | <b>Total Colorado</b>  | 60,556,067   |
| <b>Connecticut 0.1%</b>          |  |              |
| 970,000                          | Connecticut State, HEFA Revenue, Child Care Facilities Project, AMBAC, 5.625% due 7/1/29                                   | 970,834      |
| <b>Delaware 1.4%</b>             |  |              |
| 10,000,000                       | Delaware State, EDA Revenue, PCR, Refunding, Delmarva Project, AMBAC, 5.200% due 2/1/19                                    | 10,203,700   |
| <b>District of Columbia 2.0%</b> |  |              |
| 14,800,000                       | District of Columbia, Hospital Revenue, Childrens Hospital Obligation, FSA, 5.450% due 7/15/35                             | 14,877,404   |
| <b>Florida 7.1%</b>              |  |              |
| 5,000,000                        | Florida State Board of Education, Capital Outlay, GO, Public Education, Refunding, FSA, 5.000% due 6/1/24                  | 5,153,750    |
| 1,465,000                        | Florida State Department of Transportation, GO, Right of Way Project, FGIC, 5.000% due 7/1/25                              | 1,509,624    |
|                                  | Jacksonville, FL:  |              |
| 3,305,000                        | Electric Authority, Electric System Revenue, 5.000% due 10/1/28  | 3,324,235    |
| 5,620,000                        | Health Facilities Authority Revenue, Brooks Health System, 5.250% due 11/1/38  | 5,123,585    |
| 6,500,000                        | Martin County, FL, IDA Revenue, Indiantown Cogeneration Project, 7.875% due 12/15/25 (a)                                   | 6,567,275    |
| 1,290,000                        | Miami Beach, FL, Stormwater Revenue, FGIC, 5.375% due 9/1/30   | 1,313,272    |
| 10,000,000                       | Miami-Dade County, FL, Aviation Revenue, 5.500% due 10/1/41  | 9,925,000    |
|                                  | Orange County, FL:   |              |
| 4,545,000                        | Health Facilities Authority Revenue, Hospital-Orlando Regional Healthcare, 5.000% due 11/1/35                              | 4,213,624    |
| 8,000,000                        | School Board, COP, 5.500% due 8/1/34   | 8,341,040    |
| 5,000,000                        | Orlando, FL, State Sales Tax Payments Revenue, 5.000% due 8/1/32   | 5,085,650    |
| 2,500,000                        | South Brevard, FL, Recreational Facilities Improvement, Special District, AMBAC, 5.000% due 7/1/20                         | 2,506,450    |
|                                  | <b>Total Florida</b>   | 53,063,505   |
| <b>Georgia 4.5%</b>              |  |              |
|                                  | Atlanta, GA:   |              |
| 3,275,000                        | Development Authority Educational Facilities Revenue, Science Park LLC Project, 5.000% due 7/1/39                          | 3,125,627    |
| 13,000,000                       | Water & Wastewater Revenue, 6.250% due 11/1/39   | 13,514,020   |
| 6,220,000                        | DeKalb, Newton & Gwinnett Counties, GA, Joint Development Authority Revenue, GGC Foundation LLC Project, 6.125% due 7/1/40 | 6,535,665    |
| 4,000,000                        | Main Street Natural Gas Inc., GA, Gas Project Revenue, 5.000% due 3/15/22  | 3,558,160    |
|                                  | Private Colleges & Universities Authority Revenue, Mercer University Project:  |              |
| 2,180,000                        | 5.750% due 10/1/21 (b)   | 2,437,022    |
|                                  | Refunding:   |              |
| 2,000,000                        | 5.250% due 10/1/25   | 1,796,980    |

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|                 |             |  |            |
|-----------------|-------------|--|------------|
|                 | 1,000,000   | 5.375% due 10/1/29   | 873,770    |
|                 | 2,000,000   | Savannah, GA, EDA, Revenue, College of Arts & Design Inc. Project, 6.900% due 10/1/29 (b)              | 2,050,240  |
|                 |             | <b>Total Georgia</b>   | 33,891,484 |
| <b>Illinois</b> | <b>2.6%</b> |  |            |
|                 | 4,095,000   | Chicago, IL, Refunding GO, FGIC, 5.500% due 1/1/35   | 4,107,121  |
|                 | 2,445,000   | Illinois Finance Authority Revenue, Advocate Health Care & Hospitals Corp. Network, 6.250% due 11/1/28 | 2,606,150  |

*See Notes to Schedule of Investments.*



## Western Asset Managed Municipals Fund Inc.

## Schedule of Investments (unaudited) (continued)

August 31, 2009

| Face Amount                      | Security   | Value         |
|----------------------------------|--|---------------|
| <b>Illinois 2.6% (continued)</b> |  |               |
| \$ 12,530,000                    | Illinois Finance Authority, Revenue, Alexian, FSA, 5.500% due 1/1/28   | \$ 12,726,721 |
|                                  | <b>Total Illinois</b>  | 19,439,992    |
| <b>Indiana 1.4%</b>              |  |               |
| 5,000,000                        | Indianapolis, IN, Thermal Energy System, 5.000% due 10/1/25 (d)  | 5,256,750     |
| 5,000,000                        | Richmond, IN, Hospital Authority Revenue, Reid Hospital & Health Care Services Inc. Project, 6.625% due 1/1/39                             | 5,141,150     |
|                                  | <b>Total Indiana</b>   | 10,397,900    |
| <b>Iowa 0.3%</b>                 |  |               |
| 2,405,000                        | Iowa Finance Authority Single Family Mortgage Revenue, GNMA/FNMA, 4.900% due 7/1/31 (a)  | 2,249,204     |
| <b>Kentucky 2.3%</b>             |  |               |
| 5,000,000                        | Louisville & Jefferson County, KY:<br>Metro Government Health Facilities Revenue, Jewish Hospital St. Mary's Healthcare, 6.125% due 2/1/37 | 5,115,800     |
| 13,000,000                       | Metro Government Health System Revenue, Norton Healthcare Inc., 5.250% due 10/1/36   | 11,654,500    |
|                                  | <b>Total Kentucky</b>  | 16,770,300    |
| <b>Maine 0.2%</b>                |  |               |
| 1,770,000                        | Maine State Housing Authority Mortgage Revenue, 5.300% due 11/15/23  | 1,791,081     |
| <b>Maryland 1.1%</b>             |  |               |
| 2,500,000                        | Baltimore, MD, Project Revenue, Refunding, Wastewater Projects, FGIC:<br>5.125% due 7/1/32   | 2,540,225     |
| 2,000,000                        | 5.200% due 7/1/32  | 2,036,120     |
| 3,075,000                        | Maryland State Health & Higher EFA Revenue, Johns Hopkins Hospital Issue, 5.000% due 11/15/26 (b)  | 3,476,564     |
|                                  | <b>Total Maryland</b>  | 8,052,909     |
| <b>Massachusetts 3.2%</b>        |  |               |
| 2,430,000                        | Massachusetts Bay Transportation Authority, Sales Tax Revenue, 5.500% due 7/1/30 (b)   | 2,533,348     |
| 1,125,000                        | Massachusetts DFA Revenue, Merrimack College Issue, NATL, 5.200% due 7/1/32  | 933,367       |
| 6,000,000                        | Massachusetts Educational Financing Authority Education Loan Revenue, 6.125% due 1/1/22 (a)  | 6,202,380     |
| 3,500,000                        | Massachusetts State DFA Revenue, Boston University, AMBAC, 5.000% due 10/1/39  | 3,327,695     |
| 1,500,000                        | Massachusetts State:<br>HEFA Revenue, Berklee College of Music, 5.000% due 10/1/32   | 1,461,855     |
| 5,000,000                        | Housing Finance Agency, Revenue, 7.000% due 12/1/38  | 5,472,400     |
| 4,000,000                        | Special Obligation Dedicated Tax Revenue, FGIC, 5.500% due 1/1/34  | 4,147,360     |
|                                  | <b>Total Massachusetts</b>   | 24,078,405    |
| <b>Michigan 2.0%</b>             |  |               |
| 2,345,000                        | Michigan State:<br>COP, AMBAC:<br>5.500% due 6/1/19 (b)  | 2,432,000     |

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|           |  |                   |
|-----------|--|-------------------|
| 6,000,000 | 5.500% due 6/1/27 (b)  | 6,222,600         |
| 1,500,000 | Hospital Finance Authority Revenue, Refunding, Trinity Health<br>Credit, 5.375% due 12/1/23        | 1,512,060         |
| 4,000,000 | Royal Oak, MI, Hospital Finance Authority Revenue, William<br>Beaumont Hospital, 8.250% due 9/1/39 | 4,606,560         |
|           | <b>Total Michigan</b>  | <b>14,773,220</b> |

*See Notes to Schedule of Investments.*

## Western Asset Managed Municipals Fund Inc.

Schedule of Investments (unaudited) (continued)

August 31, 2009

| Face Amount             | Security  | Value             |
|-------------------------|---|-------------------|
| <b>Minnesota 1.3%</b>   |   |                   |
| \$ 1,500,000            | Dakota County, MN, CDA, MFH Revenue, Southfork Apartments, FNMA-Collateralized, 5.625% due 2/1/26                           | \$ 1,508,685      |
| 7,000,000               | Minneapolis, MN, Healthcare System Revenue, Allina Health System, 6.000% due 11/15/23 (b)                                   | 8,042,020         |
| 240,000                 | Minnesota State Housing Financing Agency, Single-Family Mortgage, 5.500% due 1/1/17   | 240,679           |
|                         | <b>Total Minnesota</b>  | <b>9,791,384</b>  |
| <b>Mississippi 0.1%</b> |   |                   |
| 1,000,000               | Mississippi Development Bank, Special Obligation, Capital Projects & Equipment Program, AMBAC, 5.625% due 7/1/31            | 966,400           |
| <b>Missouri 1.1%</b>    |   |                   |
| 1,500,000               | Greene County, MO, Reorganized School District No. 8, GO, Missouri State Aid Direct Deposit Program, FSA, 5.100% due 3/1/22 | 1,619,070         |
| 1,000,000               | Kansas City, MO, Water Revenue, 5.250% due 12/1/32  | 1,046,890         |
| 5,000,000               | Platte County, MO, IDA Revenue, Refunding & Improvement Zona Rosa Retail Project, 5.000% due 12/1/32                        | 5,111,500         |
|                         | <b>Total Missouri</b>   | <b>7,777,460</b>  |
| <b>Montana 1.1%</b>     |   |                   |
| 9,400,000               | Montana State Board of Investment, Resource Recovery Revenue, Yellowstone Energy LP Project, 7.000% due 12/31/19 (a)        | 7,900,888         |
| <b>Nebraska 0.4%</b>    |   |                   |
| 3,000,000               | Nebraska Public Power Generation Agency Revenue, Whelan Energy Center Unit 2-A, AMBAC, 5.000% due 1/1/25                    | 3,069,990         |
| <b>Nevada 1.7%</b>      |   |                   |
| 12,750,000              | Reno, NV, Hospital Revenue, Washoe Medical Centre, FSA, 5.500% due 6/1/33   | 12,484,163        |
| <b>New Jersey 8.8%</b>  |   |                   |
| 8,000,000               | New Jersey Health Care Facilities Financing Authority Revenue, Robert Wood Johnson University Hospital, 5.700% due 7/1/20   | 8,052,640         |
|                         | New Jersey State:   |                   |
|                         | Higher Education Assistance Authority, Student Loan Revenue:  |                   |
| 12,320,000              | 5.625% due 6/1/30   | 12,784,710        |
| 10,000,000              | Student Loan, 6.125% due 6/1/30 (a)   | 10,346,900        |
| 2,395,000               | Highway Authority, Garden State Parkway General Revenue, 5.625% due 1/1/30 (b)  | 2,460,264         |
| 7,000,000               | Housing & Mortgage Finance Agency Revenue, 6.375% due 10/1/28   | 7,578,270         |
|                         | Transportation Trust Fund Authority, Transportation System:   |                   |
| 46,825,000              | Zero coupon bond to yield 6.400% due 12/15/38   | 7,592,674         |
| 100,000,000             | Zero coupon bond to yield 6.400% due 12/15/39   | 15,194,000        |
| 1,350,000               | South Jersey Port Corp., New Jersey Revenue, Refunding, 5.000% due 1/1/26   | 1,379,349         |
|                         | <b>Total New Jersey</b>   | <b>65,388,807</b> |
| <b>New Mexico 0.7%</b>  |   |                   |
| 5,000,000               | New Mexico State Hospital Equipment Loan Council Hospital Revenue, Presbyterian Healthcare Services, 6.125% due 8/1/28      | 5,352,000         |
| <b>New York 10.6%</b>   |   |                   |
|                         | Liberty, NY, Development Corporation Revenue, Goldman Sachs Headquarters:   |                   |

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|            |  |            |
|------------|--|------------|
| 13,000,000 | 5.250% due 10/1/35   | 12,710,490 |
| 8,985,000  | 5.500% due 10/1/37   | 9,048,794  |
| 24,570,000 | Long Island Power Authority, NY, Electric System Revenue,<br>6.000% due 5/1/33<br>New York City, NY: | 26,845,919 |

*See Notes to Schedule of Investments.*

## Western Asset Managed Municipals Fund Inc.

Schedule of Investments (unaudited) (continued)

August 31, 2009

| Face<br>Amount                    | Security   | Value             |
|-----------------------------------|--|-------------------|
| <b>New York 10.6% (continued)</b> |  |                   |
| \$ 4,000,000                      | TFA, Building Aid Revenue, 5.000% due 1/15/32  | \$ 4,056,560      |
| 5,100,000                         | Housing Development Corp. Revenue, Capital Fund Package, New York City Housing Authority, FGIC, 5.000% due 7/1/25  | 5,171,706         |
| 6,000,000                         | Municipal Water Finance Authority, Water & Sewer System Revenue, 5.250% due 6/15/25  | 6,210,720         |
| 5,000,000                         | New York State Dormitory Authority Revenue: State University Educational Facility, FSA, 5.500% due 5/15/30 (b)   | 5,229,700         |
| 1,000,000                         | Willow Towers Inc. Project, GNMA-Collateralized, 5.250% due 2/1/22   | 1,034,250         |
| 3,000,000                         | New York State Thruway Authority, Highway & Bridge, Transportation Fund, FGIC, 5.400% due 4/1/17 (b)   | 3,117,300         |
| 5,720,000                         | Rensselaer County, NY, IDA, Civic Facility Revenue, Rensselaer Polytechnic Institute, 5.000% due 3/1/26  | 5,882,734         |
|                                   | <b>Total New York</b>  | <b>79,308,173</b> |
| <b>North Carolina 0.5%</b>        |  |                   |
| 1,615,000                         | Harnett County, NC, GO, Refunded Custody Receipts, AMBAC, 5.250% due 6/1/24  | 1,711,383         |
| 1,000,000                         | North Carolina Capital Facilities Finance Agency, Educational Facilities Revenue, Elizabeth City State University Housing Foundation LLC Project, AMBAC: 5.000% due 6/1/23 | 1,038,630         |
| 1,250,000                         | 5.000% due 6/1/33  | 1,266,500         |
|                                   | <b>Total North Carolina</b>  | <b>4,016,513</b>  |
| <b>North Dakota 1.9%</b>          |  |                   |
| 13,885,000                        | North Dakota State Housing Finance Agency Revenue, Housing Finance Program, Home Mortgage Finance, 5.625% due 1/1/39   | 14,297,523        |
| <b>Ohio 4.3%</b>                  |  |                   |
| 1,000,000                         | Garfield Heights, OH, City School District, School Improvement, FSA, 5.000% due 12/15/22   | 1,050,200         |
| 2,000,000                         | Hamilton County, OH: Hospital Facilities Revenue, Cincinnati Childrens Hospital, FGIC, 5.250% due 5/15/23  | 1,803,880         |
| 5,075,000                         | Sales Tax Revenue, AMBAC, 5.250% due 12/1/32   | 5,083,628         |
| 7,500,000                         | Lorain County, OH, Hospital Revenue, Catholic Healthcare Partners, 5.375% due 10/1/30  | 7,155,900         |
| 5,990,000                         | Lucas County, OH, Hospital Revenue, Promedica Healthcare Obligation Group, AMBAC, 5.375% due 11/15/29  | 5,300,850         |
| 3,025,000                         | Muskingum County, OH, GO, Refunding & County Facilities Improvement, NATL, 5.125% due 12/1/19 (b)  | 3,120,681         |
| 1,805,000                         | Ohio State Revenue, Revitalization Project, AMBAC, 5.000% due 4/1/21   | 1,914,870         |
| 1,500,000                         | Steubenville, OH, Hospital Revenue, 6.375% due 10/1/20 (b)   | 1,594,605         |

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|                    |   |                   |
|--------------------|---|-------------------|
|                    | Summit County, OH, GO, FGIC:  |                   |
| 1,000,000          | 5.000% due 12/1/21  | 1,051,990         |
| 500,000            | 5.000% due 12/1/22  | 524,110           |
| 1,500,000          | Trumbull County, OH, GO, NATL, 5.200% due 12/1/20   | 1,579,905         |
| 1,500,000          | Warrensville Heights, OH, GO, City School District,<br>School Improvements, FGIC, 5.625% due 12/1/20 (b)                            | 1,601,355         |
|                    | <b>Total Ohio</b>   | <b>31,781,974</b> |
| <b>Oregon 0.8%</b> |   |                   |
| 3,210,000          | Clackamas County, OR, Hospital Facilities Authority<br>Revenue, Legacy Health System, 5.750% due 5/1/16                             | 3,326,652         |
| 1,680,000          | Oregon State Housing & Community Services<br>Department, Mortgage Revenue, Single-Family Mortgage<br>Program, 5.050% due 7/1/26 (a) | 1,655,539         |

*See Notes to Schedule of Investments.*

## Western Asset Managed Municipals Fund Inc.

Schedule of Investments (unaudited) (continued)

August 31, 2009

| Face Amount                    | Security   | Value        |
|--------------------------------|--|--------------|
| <b>Oregon 0.8% (continued)</b> |  |              |
| \$ 1,000,000                   | Umatilla County, OR, Hospital Facility Authority Revenue, Catholic Health Initiatives, 5.000% due 5/1/32   | \$ 1,002,820 |
|                                | <b>Total Oregon</b>  | 5,985,011    |
| <b>Puerto Rico 1.8%</b>        |  |              |
| 8,000,000                      | Puerto Rico Sales Tax Financing Corp., Sales Tax Revenue:  |              |
| 5,000,000                      | 5.750% due 8/1/37  | 8,218,480    |
|                                | 6.000% due 8/1/42  | 5,231,550    |
|                                | <b>Total Puerto Rico</b>   | 13,450,030   |
| <b>Rhode Island 0.7%</b>       |  |              |
| 5,000,000                      | Rhode Island State Health & Educational Building Corp., Revenue, Hospital Financing, 7.000% due 5/15/39  | 5,166,250    |
| <b>South Carolina 2.1%</b>     |  |              |
| 10,000,000                     | Berkeley County, SC:<br>PCR, Refunding, SC Generating Co. Project, 4.875% due 10/1/14  | 10,361,000   |
| 2,025,000                      | Water & Sewer Revenue, FSA, 5.000% due 6/1/23  | 2,147,087    |
| 3,000,000                      | South Carolina Transportation Infrastructure Bank Revenue, Refunding, AMBAC, 5.000% due 10/1/23  | 3,090,150    |
|                                | <b>Total South Carolina</b>  | 15,598,237   |
| <b>Tennessee 1.5%</b>          |  |              |
| 880,000                        | Hardeman County, TN, Correctional Facilities Corp., Correctional Facilities Revenue, 7.750% due 8/1/17   | 879,393      |
| 5,420,000                      | Memphis-Shelby County, TN, Sports Authority Income Revenue, Memphis Arena Project, AMBAC, 5.125% due 11/1/21 (b)   | 6,061,728    |
| 4,590,000                      | Tennessee Energy Acquisition Corp., Gas Revenue, 5.250% due 9/1/22   | 4,451,290    |
|                                | <b>Total Tennessee</b>   | 11,392,411   |
| <b>Texas 4.5%</b>              |  |              |
| 1,250,000                      | Brazos River Authority Texas PCR, TXU Co., 8.250% due 5/1/33 (a)(e)  | 632,462      |
| 5,000,000                      | Brazos River, TX, Harbor Navigation District, Brazoria County Environmental, Dow Chemical Co. Project, 5.950% due 5/15/33 (a)(d)                         | 4,507,950    |
| 5,000,000                      | Dallas-Fort Worth, TX:<br>International Airport Facilities Improvement Corp. Revenue, American Airlines Inc., Guarantee Agreement, 6.375% due 5/1/35 (a) | 2,264,800    |
| 5,000,000                      | International Airport Revenue, NATL, 6.000% due 11/1/23 (a)  | 5,009,450    |
| 1,000,000                      | Harris County, TX, Health Facilities Development Corp., School Health Care System, Revenue, 5.750% due 7/1/27 (c)  | 1,187,850    |
| 5,000,000                      | North Texas Tollway Authority Revenue:<br>5.750% due 1/1/33  | 5,032,400    |
| 15,000,000                     | 5.750% due 1/1/40  | 14,913,300   |

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|                           |           |   |            |
|---------------------------|-----------|---|------------|
|                           |           | <b>Total Texas</b>  | 33,548,212 |
| <b>Virginia 0.4%</b>      | 3,000,000 | Chesterfield County, VA, IDA, PCR, Virginia Electric & Power Co., Remarketed 11/8/02, 5.875% due 6/1/17 | 3,119,160  |
| <b>West Virginia 0.3%</b> | 2,045,000 | West Virginia State Housing Development Fund, Housing Finance Revenue, 5.300% due 5/1/24                | 2,067,515  |
| <b>Wisconsin 1.4%</b>     | 7,500,000 | Wisconsin State General Revenue, Appropriation Revenue, 6.000% due 5/1/36                               | 8,249,625  |
|                           | 1,100,000 | Wisconsin State HEFA Revenue: Kenosha Hospital & Medical Center Project, 5.700% due 5/15/20             | 1,105,368  |

*See Notes to Schedule of Investments.*



Western Asset Managed Municipals Fund Inc.

Schedule of Investments (unaudited) (continued)

August 31, 2009

| Face<br>Amount                    | Security   | Value                 |
|-----------------------------------|--|-----------------------|
| <b>Wisconsin 1.4% (continued)</b> |  |                       |
| \$ 1,250,000                      | Medical College of Wisconsin Inc. Project, NATL,<br>5.400% due 12/1/16 | \$ 1,250,138          |
|                                   | <b>Total Wisconsin</b>   | <b>10,605,131</b>     |
| <b>Wyoming 1.8%</b>               |  |                       |
| 13,890,000                        | Wyoming CDA, Housing Revenue, 5.600% due 6/1/35<br>(a)                 | 13,665,399            |
|                                   | <b>TOTAL INVESTMENTS 100.0% (Cost<br/>\$717,991,907#)</b>              | <b>\$ 746,175,145</b> |

- (a) Income from this issue is considered a preference item for purposes of calculating the alternative minimum tax ( AMT ).
- (b) Pre-refunded bonds are escrowed with U.S. government obligations and/or U.S. government agency securities and are considered by the manager to be triple-A rated even if issuer has not applied for new ratings.
- (c) Bonds are escrowed to maturity by government securities and/or U.S. government agency securities and are considered by the manager to be triple-A rated even if issuer has not applied for new ratings.
- (d) Variable rate security. Interest rate disclosed is that which is in effect at August 31, 2009.
- (e) Security is exempt from registration under Rule 144A of the Securities Act of 1933. This security may be resold in transactions that are exempt from registration, normally to qualified institutional buyers. This security has been deemed liquid pursuant to guidelines approved by the Board of Directors, unless otherwise noted.
- # Aggregate cost for federal income tax purposes is substantially the same.

Abbreviations used in this schedule:

|       |   |   |
|-------|---|---|
| AMBAC | - | American Municipal Bond Assurance Corporation - Insured Bonds |
| CDA   | - | Community Development Authority                               |
| COP   | - | Certificate of Participation                                  |
| DFA   | - | Development Finance Agency                                    |
| EDA   | - | Economic Development Authority                                |
| EFA   | - | Educational Facilities Authority                              |
| FGIC  | - | Financial Guaranty Insurance Company - Insured Bonds          |
| FHA   | - | Federal Housing Administration                                |
| FNMA  | - | Federal National Mortgage Association                         |
| FSA   | - | Financial Security Assurance - Insured Bonds                  |
| GNMA  | - | Government National Mortgage Association                      |
| GO    | - | General Obligation  |
| HEFA  | - | Health & Educational Facilities Authority                     |
| IDA   | - | Industrial Development Authority                              |
| MFH   | - | Multi-Family Housing  |
| NATL  | - | National Public Finance Guarantee Corporation - Insured Bonds |
| PCR   | - | Pollution Control Revenue                                     |
| RDA   | - | Redevelopment Agency  |
| TFA   | - | Transitional Finance Authority                                |
| USD   | - | Unified School District                                       |

*See Notes to Schedule of Investments.*



**Western Asset Managed Municipals Fund Inc.**

**Schedule of Investments** (unaudited) (continued)

**August 31, 2009**

**Summary of Investments by Industry \***

|                                   |        |
|-----------------------------------|--------|
| Health care                       | 17.4%  |
| Transportation                    | 13.1   |
| Pre-refunded/escrowed to maturity | 13.0   |
| Industrial revenue                | 10.4   |
| Housing                           | 9.5    |
| Power                             | 9.0    |
| Education                         | 7.7    |
| Special tax obligation            | 5.9    |
| Water & sewer                     | 3.9    |
| Leasing                           | 3.4    |
| Local general obligation          | 3.2    |
| Other                             | 1.7    |
| Solid waste/resource recovery     | 1.1    |
| State general obligation          | 0.7    |
|                                   | 100.0% |

\* As a percentage of total investments. Please note that Fund holdings are as of August 31, 2009 and are subject to change.

**Ratings Table**

**S&P/Moody s/Fitch**

|         |        |
|---------|--------|
| AAA/Aaa | 15.1%  |
| AA/Aa   | 35.9   |
| A       | 39.4   |
| BBB/Baa | 3.6    |
| BB/Ba   | 0.9    |
| CCC/Caa | 0.4    |
| NR      | 4.7    |
|         | 100.0% |

As a percentage of total investments.

In the event that a security is rated by multiple nationally recognized statistical rating organizations ( NRSROs ) and receives different ratings, the fund will treat the security as being rated in the highest rating category received from an NRSRO.

See pages 9 and 10 for definitions of ratings.

*See Notes to Schedule of Investments.*



**Bond Ratings** (*unaudited*)

The definitions of the applicable rating symbols are set forth below:

*Standard & Poor's Ratings Service* (*Standard & Poor's*) Ratings from AA to CCC may be modified by the addition of a plus (+) or minus ( ) sign to show relative standings within the major rating categories.

- AAA Bonds rated AAA have the highest rating assigned by Standard & Poor's. Capacity to pay interest and repay principal is extremely strong.
- AA Bonds rated AA have a very strong capacity to pay interest and repay principal and differ from the highest rated issues only in a small degree.
- A Bonds rated A have a strong capacity to pay interest and repay principal although they are somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than debt in higher rated categories.
- BBB Bonds rated BBB are regarded as having an adequate capacity to pay interest and repay principal. Whereas they normally exhibit adequate protection parameters, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity to pay interest and repay principal for bonds in this category than in higher rated categories.
- BB, B, CCC, CC and C Bonds rated BB, B, CCC, CC and C are regarded, on balance, as predominantly speculative with respect to capacity to pay interest and repay principal in accordance with the terms of the obligation. BB represents the lowest degree of speculation and C the highest degree of speculation. While such bonds will likely have some quality and protective characteristics, these are outweighed by large uncertainties or major risk exposures to adverse conditions.
- D Bonds rated D are in default and payment of interest and/or repayment of principal is in arrears.

*Moody's Investors Service* (*Moody's*) Numerical modifiers 1, 2 and 3 may be applied to each generic rating from Aa to Caa, where 1 is the highest and 3 the lowest ranking within its generic category.

- Aaa Bonds rated Aaa are judged to be of the best quality. They carry the smallest degree of investment risk and are generally referred to as *gilt edge*. Interest payments are protected by a large or by an exceptionally stable margin and principal is secure. While the various protective elements are likely to change, such changes can be visualized as most unlikely to impair the fundamentally strong position of such issues.
- Aa Bonds rated Aa are judged to be of high quality by all standards. Together with the Aaa group they comprise what are generally known as high grade bonds. They are rated lower than the best bonds because margins of protection may not be as large as in Aaa securities or fluctuation of protective elements may be of greater amplitude or there may be other elements present which make the long-term risks appear somewhat larger than in Aaa securities.
- A Bonds rated A possess many favorable investment attributes and are to be considered as upper medium grade obligations. Factors giving security to principal and interest are considered adequate but elements may be present which suggest a susceptibility to impairment some time in the future.
- Baa Bonds rated Baa are considered as medium grade obligations, i.e., they are neither highly protected nor poorly secured. Interest payments and principal security appear adequate for the present but certain protective elements may be lacking or may be characteristically unreliable over any great length of time. Such bonds lack outstanding investment characteristics and in fact have speculative characteristics as well.
- Ba Bonds rated Ba are judged to have speculative elements; their future cannot be considered as well assured. Often the protection of interest and principal payments may be very moderate and therefore

**Bond Ratings (unaudited)(continued)**

- not well safeguarded during both good and bad times over the future. Uncertainty of position characterizes bonds in this class.
- B** Bonds rated **B** generally lack characteristics of desirable investments. Assurance of interest and principal payments or of maintenance of other terms of the contract over any long period of time may be small.
- Caa** Bonds rated **Caa** are of poor standing. These may be in default, or present elements of danger may exist with respect to principal or interest.
- Ca** Bonds rated **Ca** represent obligations which are speculative in a high degree. Such issues are often in default or have other marked short-comings.
- C** Bonds rated **C** are the lowest class of bonds and issues so rated can be regarded as having extremely poor prospects of ever attaining any real investment standing.

*Fitch Ratings Service ( Fitch )* Ratings from **AA** to **CCC** may be modified by the addition of a plus (+) or minus ( ) sign to show relative standings within the major rating categories.

- AAA** Bonds rated **AAA** have the highest rating assigned by Fitch. Capacity to pay interest and repay principal is extremely strong.
- AA** Bonds rated **AA** have a very strong capacity to pay interest and repay principal and differ from the highest rated issues only in a small degree.
- A** Bonds rated **A** have a strong capacity to pay interest and repay principal although they are somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than debt in higher rated categories.
- BBB** Bonds rated **BBB** are regarded as having an adequate capacity to pay interest and repay principal. Whereas they normally exhibit adequate protection parameters, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity to pay interest and repay principal for bonds in this category than in higher rated categories.
- BB, B, CCC and CC** Bonds rated **BB** , **B** , **CCC** and **CC** are regarded, on balance, as predominantly speculative with respect to capacity to pay interest and repay principal in accordance with the terms of the obligation. **BB** represents a lower degree of speculation than **B** , and **CC** the highest degree of speculation. While such bonds will likely have some quality and protective characteristics, these are outweighed by large uncertainties or major risk exposures to adverse conditions.
- NR** Indicates that the bond is not rated by Standard & Poor s, Moody s or Fitch.

**Short-Term Security Ratings (unaudited)**

- SP-1** Standard & Poor s highest rating indicating very strong or strong capacity to pay principal and interest; those issues determined to possess overwhelming safety characteristics are denoted with a plus (+) sign.
- A-1** Standard & Poor s highest commercial paper and variable-rate demand obligation (VRDO) rating indicating that the degree of safety regarding timely payment is either overwhelming or very strong; those issues determined to possess overwhelming safety characteristics are denoted with a plus (+) sign.
- VMIG 1** Moody s highest rating for issues having a demand feature VRDO.
- MIG1** Moody s highest rating for short-term municipal obligations.
- P-1** Moody s highest rating for commercial paper and for VRDO prior to the advent of the VMIG 1 rating.
- F1** Fitch s highest rating indicating the strongest capacity for timely payment of financial commitments; those issues determined to possess overwhelming strong credit feature are denoted with a plus (+) sign.

**Notes to Schedule of Investments (unaudited)**

**1. Organization and Significant Accounting Policies**

Western Asset Managed Municipals Fund Inc. (the Fund) was incorporated in Maryland and is registered as a non-diversified, closed-end management investment company under the Investment Company Act of 1940, as amended (the 1940 Act). The Fund seeks to maximize current income exempt from federal tax as is consistent with preservation of principal.

The following are significant accounting policies consistently followed by the Fund and are in conformity with U.S. generally accepted accounting principles (GAAP).

**(a) Investment valuation.** Securities are valued at the mean between the last quoted bid and asked prices provided by an independent pricing service that are based on transactions in municipal obligations, quotations from municipal bond dealers, market transactions in comparable securities and various other relationships between securities. When prices are not readily available, or are determined not to reflect fair value, the Fund may value these securities at fair value as determined in accordance with the procedures approved by the Fund's Board of Directors. Short-term obligations with maturities of 60 days or less are valued at amortized cost, which approximates fair value.

The Fund has adopted Statement of Financial Accounting Standards No. 157 (FAS 157). FAS 157 establishes a single definition of fair value, creates a three-tier hierarchy as a framework for measuring fair value based on inputs used to value the Fund's investments, and requires additional disclosure about fair value. The hierarchy of inputs is summarized 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 the Fund's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

The Fund uses valuation techniques to measure fair value that are consistent with the market approach, income approach and/or cost approach, depending on the type of the security and the particular circumstance.

The following is a summary of the inputs used in valuing the Fund's assets carried at fair value:

| Description     | Quoted<br>Prices<br>(Level 1) | Other Significant<br>Observable Inputs<br>(Level 2) | Significant<br>Unobservable<br>Inputs<br>(Level 3) | Total          |
|-----------------|-------------------------------|---|--|----------------|
| Municipal bonds |                               | \$ 746,175,145                                      |  | \$ 746,175,145 |

See Schedule of Investments for additional detailed categorizations.

**(b) Security transactions.** Security transactions are accounted for on a trade date basis.

## 2. Investments

At August 31, 2009, the aggregate gross unrealized appreciation and depreciation of investments for federal income tax purposes were substantially as follows:

|                               |               |
|-------------------------------|---------------|
| Gross unrealized appreciation | \$ 40,784,399 |
| Gross unrealized depreciation | (12,601,161)  |
| Net unrealized appreciation   | \$ 28,183,238 |



**3. Derivative Instruments and Hedging Activities**

Financial Accounting Standards Board Statement of Financial Accounting Standards No. 161, *Disclosures about Derivative Instruments and Hedging Activities*, requires enhanced disclosure about an entity's derivative and hedging activities.

At August 31, 2009, the Fund did not hold any derivative instruments.

ITEM 2. CONTROLS AND PROCEDURES.

(a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the disclosure controls and procedures required by Rule 30a-3(b) under the 1940 Act and 15d-15(b) under the Securities Exchange Act of 1934.

(b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's last fiscal quarter that have materially affected, or are likely to materially affect the registrant's internal control over financial reporting.

ITEM 3. EXHIBITS.

Certifications pursuant to Rule 30a-2(a) under the Investment Company Act of 1940, as amended, are attached hereto.

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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.

**Western Asset Managed Municipals Fund Inc.**

By /s/ R. Jay Gerken  
R. Jay Gerken  
Chief Executive Officer

Date: October 26, 2009

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/ R. Jay Gerken  
R. Jay Gerken  
Chief Executive Officer

Date: October 26, 2009

By /s/ Kaprel Ozsolak  
Kaprel Ozsolak  
Chief Financial Officer

Date: October 26, 2009

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