

Eaton Vance Floating-Rate Income Trust  
Form N-Q  
October 29, 2013

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form N-Q**

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

**811-21574**

**Investment Company Act File Number**

**Eaton Vance Floating-Rate 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)

May 31

Date of Fiscal Year End

August 31, 2013

Date of Reporting Period

**Item 1. Schedule of Investments**

## Eaton Vance

## Floating-Rate Income Trust

August 31, 2013

## PORTFOLIO OF INVESTMENTS (Unaudited)

Senior Floating-Rate Interests 142.1%

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Aerospace and Defense 2.5%</b>		
<b>Atlantic Aviation FBO Inc.</b>		
Term Loan, 3.25%, Maturing June 1, 2020	500	\$ 498,907
<b>Beechcraft Holdings, LLC</b>		
Term Loan, 5.75%, Maturing February 14, 2020	900	907,500
<b>Booz Allen Hamilton Inc.</b>		
Term Loan, 3.75%, Maturing July 31, 2019	918	919,631
<b>DAE Aviation Holdings, Inc.</b>		
Term Loan, 6.25%, Maturing October 29, 2018	768	777,880
Term Loan, 6.25%, Maturing November 2, 2018	348	352,639
<b>Ducommun Incorporated</b>		
Term Loan, 4.75%, Maturing June 28, 2017	1,245	1,265,338
<b>IAP Worldwide Services, Inc.</b>		
Term Loan, 10.00%, Maturing December 31, 2015 <sup>(2)</sup>	1,725	948,530
<b>Sequa Corporation</b>		
Term Loan, 5.25%, Maturing June 19, 2017	1,741	1,752,133
<b>Silver II US Holdings, LLC</b>		
Term Loan, 4.00%, Maturing December 13, 2019	2,214	2,205,400
<b>TASC, Inc.</b>		
Term Loan, 4.50%, Maturing December 18, 2015	864	860,626
<b>Transdigm, Inc.</b>		
Term Loan, 3.75%, Maturing February 28, 2020	5,380	5,386,012
		<b>\$ 15,874,596</b>
<b>Air Transport 0.0%</b>		
<b>Evergreen International Aviation, Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2015 <sup>(2)</sup>	121	\$ 96,711
		<b>\$ 96,711</b>
<b>Automotive 5.5%</b>		
<b>Affinia Group Intermediate Holdings Inc.</b>		
Term Loan, 4.75%, Maturing April 27, 2020	1,600	\$ 1,606,000
<b>Allison Transmission, Inc.</b>		
Term Loan, 3.75%, Maturing August 23, 2019	2,973	2,984,926
<b>Autoparts Holdings Limited</b>		
Term Loan, 6.50%, Maturing July 28, 2017	458	450,112
<b>Chrysler Group LLC</b>		
Term Loan, 4.25%, Maturing May 24, 2017	5,511	5,587,990
<b>Federal-Mogul Corporation</b>		
Term Loan, 2.13%, Maturing December 29, 2014	3,507	3,435,945

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Term Loan, 2.13%, Maturing December 28, 2015	2,177	2,132,906
<b>Goodyear Tire &amp; Rubber Company (The)</b>		
Term Loan - Second Lien, 4.75%, Maturing April 30, 2019	7,450	7,505,830
<b>HHI Holdings LLC</b>		
Term Loan, 5.00%, Maturing October 5, 2018	2,089	2,113,362
<b>Metaldyne Company LLC</b>		
Term Loan, 5.00%, Maturing December 18, 2018	1,468	1,482,301
<b>Schaeffler AG</b>		
Term Loan, 4.25%, Maturing January 27, 2017	875	879,808
<b>SRAM, LLC</b>		
Term Loan, 4.02%, Maturing April 10, 2020	2,142	2,136,811
<b>Tower Automotive Holdings USA, LLC</b>		
Term Loan, 4.75%, Maturing April 23, 2020	898	902,239

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>TriMas Corporation</b>		
Term Loan, 3.75%, Maturing October 10, 2019	968	\$ 972,526
<b>Veyance Technologies, Inc.</b>		
Term Loan, 5.25%, Maturing September 8, 2017	3,217	3,209,902
		<b>\$ 35,400,658</b>
<b>Beverage and Tobacco 0.6%</b>		
<b>D.E Master Blenders 1753 N.V.</b>		
Term Loan, Maturing June 25, 2018 <sup>(4)</sup>	EUR 2,775	\$ 3,688,781
		<b>\$ 3,688,781</b>
<b>Building and Development 1.5%</b>		
<b>ABC Supply Co., Inc.</b>		
Term Loan, 3.50%, Maturing April 16, 2020	1,400	\$ 1,395,188
<b>Armstrong World Industries, Inc.</b>		
Term Loan, 3.50%, Maturing March 16, 2020	648	648,375
<b>Four Seasons Holdings Inc.</b>		
Term Loan - Second Lien, 6.25%, Maturing December 28, 2020	2,950	3,020,063
<b>Preferred Proppants, LLC</b>		
Term Loan, 9.00%, Maturing December 15, 2016	788	484,620
<b>RE/MAX International, Inc.</b>		
Term Loan, 5.25%, Maturing July 31, 2020	1,950	1,957,313
<b>Realogy Corporation</b>		
Term Loan, 3.20%, Maturing October 10, 2013	96	96,073
Term Loan, 4.50%, Maturing March 5, 2020	998	1,006,540
<b>Summit Materials Companies I, LLC</b>		
Term Loan, 5.00%, Maturing January 30, 2019	545	546,779
<b>WireCo WorldGroup, Inc.</b>		
Term Loan, 6.00%, Maturing February 15, 2017	695	698,224
		<b>\$ 9,853,175</b>
<b>Business Equipment and Services 13.9%</b>		
<b>Acosta, Inc.</b>		
Term Loan, 5.00%, Maturing March 2, 2018	4,129	\$ 4,164,018
<b>Axiom Corporation</b>		
Term Loan, 3.25%, Maturing March 15, 2015	714	716,987
<b>Advantage Sales &amp; Marketing, Inc.</b>		
Term Loan, 4.25%, Maturing December 18, 2017	2,839	2,857,801
<b>Affinion Group, Inc.</b>		
Term Loan, 6.50%, Maturing October 10, 2016	852	821,469
<b>Allied Security Holdings, LLC</b>		
Term Loan, 5.25%, Maturing February 3, 2017	635	640,155
<b>Altegrity, Inc.</b>		
Term Loan, 7.75%, Maturing February 20, 2015	776	769,331
Term Loan, 5.00%, Maturing February 21, 2015	2,207	2,146,646
<b>Altisource Solutions S.a.r.l.</b>		
Term Loan, 5.75%, Maturing November 27, 2019	1,394	1,403,832
<b>Audio Visual Services Group, Inc.</b>		
Term Loan, 6.75%, Maturing November 9, 2018	1,216	1,234,050
<b>BakerCorp International, Inc.</b>		
Term Loan, 4.25%, Maturing February 14, 2020	1,915	1,916,174
<b>BAR/BRI Review Courses, Inc.</b>		

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Term Loan, 5.25%, Maturing June 16, 2017	697	702,228
<b>Brand Energy &amp; Infrastructure Services, Inc.</b>		
Term Loan, 6.25%, Maturing October 23, 2018	178	180,105
Term Loan, 6.25%, Maturing October 23, 2018	740	750,438
<b>Brickman Group Holdings Inc.</b>		
Term Loan, 3.26%, Maturing October 14, 2016	703	707,334
Term Loan, 4.00%, Maturing September 28, 2018	887	892,126
<b>Brock Holdings III, Inc.</b>		
Term Loan, 6.01%, Maturing March 16, 2017	1,212	1,224,244

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>CCC Information Services, Inc.</b>		
Term Loan, 4.00%, Maturing December 20, 2019	498	\$ 500,040
<b>Ceridian Corp.</b>		
Term Loan, 4.43%, Maturing May 9, 2017	1,375	1,376,074
<b>ClientLogic Corporation</b>		
Term Loan, 7.02%, Maturing January 30, 2017	1,790	1,763,191
<b>CPM Acquisition Corp.</b>		
Term Loan, 6.25%, Maturing August 29, 2017	546	549,116
Term Loan - Second Lien, 10.25%, Maturing March 1, 2018	1,000	1,007,500
<b>Crossmark Holdings, Inc.</b>		
Term Loan, 4.50%, Maturing December 20, 2019	1,025	1,021,797
<b>Education Management LLC</b>		
Term Loan, 8.25%, Maturing March 29, 2018	2,294	2,184,584
<b>EIG Investors Corp.</b>		
Term Loan, 6.25%, Maturing November 11, 2019	2,239	2,266,734
Term Loan - Second Lien, 10.25%, Maturing May 8, 2020	575	580,750
<b>Expert Global Solutions, Inc.</b>		
Term Loan, 8.50%, Maturing April 3, 2018	2,108	2,155,195
<b>Genesys Telecom Holdings, U.S., Inc.</b>		
Term Loan, 4.00%, Maturing February 7, 2020	651	652,221
<b>Genpact International, Inc.</b>		
Term Loan, 3.50%, Maturing August 30, 2019	1,791	1,796,224
<b>IMS Health Incorporated</b>		
Term Loan, 3.75%, Maturing September 1, 2017	2,188	2,197,011
<b>ION Trading Technologies S.a.r.l.</b>		
Term Loan, 4.50%, Maturing May 22, 2020	725	726,963
Term Loan - Second Lien, 8.25%, Maturing May 21, 2021	1,000	1,001,875
<b>ISS Holdings A/S</b>		
Term Loan, 3.75%, Maturing April 30, 2018	525	526,313
Term Loan, 4.21%, Maturing April 30, 2018	EUR 246	326,963
Term Loan, 4.21%, Maturing April 30, 2018	EUR 1,754	2,335,453
<b>Ista International GmbH</b>		
Term Loan, 4.18%, Maturing April 30, 2020	EUR 19	25,558
Term Loan, 4.18%, Maturing April 30, 2020	EUR 147	195,324
Term Loan, 4.18%, Maturing June 1, 2020	EUR 309	411,375
<b>Jason Incorporated</b>		
Term Loan, 5.00%, Maturing February 28, 2019	587	588,133
<b>KAR Auction Services, Inc.</b>		
Term Loan, 3.75%, Maturing May 19, 2017	3,115	3,136,316
<b>Kronos Incorporated</b>		
Term Loan, 4.50%, Maturing October 30, 2019	1,766	1,778,267
Term Loan - Second Lien, 9.75%, Maturing April 30, 2020	1,025	1,064,078
<b>Language Line, LLC</b>		
Term Loan, 6.25%, Maturing June 20, 2016	2,237	2,219,849
<b>Mitchell International, Inc.</b>		
Term Loan, 3.81%, Maturing March 28, 2016	909	909,941
Term Loan - Second Lien, 5.56%, Maturing March 30, 2015	1,000	986,900
<b>Monitronics International Inc.</b>		
Term Loan, 4.25%, Maturing March 23, 2018	1,338	1,344,839
<b>National CineMedia, LLC</b>		
Term Loan, 2.94%, Maturing November 26, 2019	575	572,844
<b>Polarpak Inc.</b>		
Term Loan, 4.50%, Maturing June 5, 2020	275	275,913
<b>Quintiles Transnational Corp.</b>		
Term Loan, 4.00%, Maturing June 8, 2018	5,702	5,726,887
Term Loan, 4.50%, Maturing June 8, 2018	296	297,980
<b>Sensus USA Inc.</b>		

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Term Loan, 4.75%, Maturing May 9, 2017

758

750,460



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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>ServiceMaster Company</b>		
Term Loan, 4.25%, Maturing January 31, 2017	1,617	\$ 1,576,789
Term Loan, 4.44%, Maturing January 31, 2017	2,915	2,843,244
<b>SunGard Data Systems, Inc.</b>		
Term Loan, 3.94%, Maturing February 28, 2017	952	956,684
Term Loan, 4.00%, Maturing March 9, 2020	8,878	8,964,601
<b>SymphonyIRI Group, Inc.</b>		
Term Loan, 4.50%, Maturing December 1, 2017	931	938,570
<b>TNS, Inc.</b>		
Term Loan, 5.00%, Maturing February 14, 2020	972	982,552
<b>TransUnion, LLC</b>		
Term Loan, 4.25%, Maturing February 10, 2019	3,150	3,177,534
<b>U.S. Security Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing July 28, 2017	133	134,039
Term Loan, 6.00%, Maturing July 28, 2017	678	684,804
<b>WASH Multifamily Laundry Systems, LLC</b>		
Term Loan, 5.25%, Maturing February 21, 2019	349	350,871
<b>West Corporation</b>		
Term Loan, 3.75%, Maturing June 29, 2018	4,097	4,106,650
		<b>\$ 89,095,944</b>
<b>Cable and Satellite Television 6.6%</b>		
<b>Atlantic Broadband Finance, LLC</b>		
Term Loan, 3.25%, Maturing December 2, 2019	943	\$ 935,803
<b>Bragg Communications Incorporated</b>		
Term Loan, 3.50%, Maturing February 28, 2018	443	445,374
<b>Cequel Communications, LLC</b>		
Term Loan, 3.50%, Maturing February 14, 2019	4,888	4,901,558
<b>Charter Communications Operating, LLC</b>		
Term Loan, 3.00%, Maturing July 1, 2020	1,500	1,487,696
Term Loan, 3.00%, Maturing January 4, 2021	1,225	1,216,504
<b>Crown Media Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing July 14, 2018	1,577	1,573,177
<b>CSC Holdings, Inc.</b>		
Term Loan, 2.68%, Maturing April 17, 2020	3,675	3,640,547
<b>Kabel Deutschland GmbH</b>		
Term Loan, 3.25%, Maturing February 1, 2019	1,200	1,200,965
Term Loan, 2.88%, Maturing April 17, 2020	EUR 775	1,026,108
<b>Lavena Holding 3 GmbH</b>		
Term Loan, 4.09%, Maturing March 6, 2017	EUR 789	1,032,931
Term Loan, 4.09%, Maturing March 6, 2017	EUR 790	1,034,229
Term Loan, 4.09%, Maturing March 6, 2017	EUR 903	1,182,164
Term Loan, Maturing March 6, 2017 <sup>(4)</sup>	EUR 308	402,828
<b>MCC Iowa LLC</b>		
Term Loan, 3.25%, Maturing January 29, 2021	1,100	1,095,353
<b>Media Holdco, LP</b>		
Term Loan, 7.25%, Maturing July 24, 2018	920	924,977
<b>Mediacom Illinois, LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	897	900,335
<b>P7S1 Broadcasting Holding II B.V.</b>		
Term Loan, 2.97%, Maturing July 3, 2018	EUR 1,722	2,251,863
<b>Sterling Entertainment Enterprises, LLC</b>		
Term Loan, 3.19%, Maturing December 28, 2017	825	810,645
<b>UPC Financing Partnership</b>		
Term Loan, 4.00%, Maturing January 29, 2021	875	879,922

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Term Loan, 3.88%, Maturing March 26, 2021	EUR	4,346	5,758,857
<b>Virgin Media Investment Holdings Limited</b>			
Term Loan, 4.50%, Maturing June 5, 2020	GBP	1,650	2,572,529
Term Loan, 3.50%, Maturing June 8, 2020		5,525	5,506,287

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>WaveDivision Holdings, LLC</b>		
Term Loan, 4.00%, Maturing October 15, 2019	348	\$ 349,193
<b>YPSO Holding SA</b>		
Term Loan, Maturing June 6, 2016 <sup>(4)</sup>	EUR 203	270,333
Term Loan, Maturing June 6, 2016 <sup>(4)</sup>	EUR 323	429,213
Term Loan, Maturing June 6, 2016 <sup>(4)</sup>	EUR 474	630,501
		<b>\$ 42,459,892</b>
<b>Chemicals and Plastics 4.8%</b>		
<b>Allnex (Luxembourg) &amp; Cy S.C.A.</b>		
Term Loan, 4.50%, Maturing October 3, 2019	162	\$ 163,278
Term Loan, 4.50%, Maturing October 3, 2019	313	314,691
<b>Arysta LifeScience Corporation</b>		
Term Loan, 4.50%, Maturing May 29, 2020	2,575	2,584,656
<b>Axalta Coating Systems US Holdings Inc.</b>		
Term Loan, 4.75%, Maturing February 3, 2020	4,115	4,147,864
<b>AZ Chem US Inc.</b>		
Term Loan, 5.25%, Maturing December 22, 2017	1,106	1,117,672
<b>Chemtura Corporation</b>		
Term Loan, 5.50%, Maturing August 27, 2016	208	209,908
<b>Emerald Performance Materials, LLC</b>		
Term Loan, 6.75%, Maturing May 18, 2018	792	799,921
<b>General Chemical Corporation</b>		
Term Loan, 5.00%, Maturing October 6, 2015	491	493,786
<b>Ineos US Finance LLC</b>		
Term Loan, 4.00%, Maturing May 4, 2018	4,705	4,676,009
<b>MacDermid, Inc.</b>		
Term Loan, 4.00%, Maturing June 8, 2020	850	851,062
Term Loan - Second Lien, 7.75%, Maturing December 7, 2020	500	507,500
<b>OEP Pearl Dutch Acquisition B.V.</b>		
Term Loan, 6.50%, Maturing March 30, 2018	107	108,434
<b>Omnova Solutions Inc.</b>		
Term Loan, 4.25%, Maturing May 31, 2018	973	980,402
<b>OXEA Finance LLC</b>		
Term Loan, 4.25%, Maturing January 15, 2020	775	775,717
Term Loan - Second Lien, 8.25%, Maturing July 15, 2020	1,000	1,000,000
<b>PQ Corporation</b>		
Term Loan, 4.50%, Maturing August 7, 2017	1,318	1,327,644
<b>Schoeller Arca Systems Holding B.V.</b>		
Term Loan, 4.70%, Maturing December 18, 2014	EUR 72	67,808
Term Loan, 4.70%, Maturing December 18, 2014	EUR 206	193,333
Term Loan, 4.70%, Maturing December 18, 2014	EUR 222	208,045
<b>Sonneborn LLC</b>		
Term Loan, 6.50%, Maturing March 30, 2018	608	614,458
<b>Taminco NV</b>		
Term Loan, 4.25%, Maturing February 15, 2019	420	423,507
<b>Tronox Pigments (Netherlands) B.V.</b>		
Term Loan, 4.50%, Maturing March 19, 2020	3,250	3,287,918
<b>Univar Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	5,678	5,566,806
<b>WNA Holdings Inc.</b>		
Term Loan, 4.50%, Maturing June 5, 2020	149	149,879
		<b>\$ 30,570,298</b>

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<b>Clothing/Textiles</b>	<b>0.1%</b>			
<b>Wolverine Worldwide, Inc.</b>				
Term Loan, 4.16%, Maturing July 31, 2019		468	\$	469,909
			\$	<b>469,909</b>

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Conglomerates 1.2%</b>		
<b>American Greetings Corporation</b>		
Term Loan, 4.00%, Maturing August 9, 2019	1,225	\$ 1,225,000
<b>RGIS Services, LLC</b>		
Term Loan, 4.53%, Maturing October 18, 2016	2,613	2,586,907
Term Loan, 5.50%, Maturing October 18, 2017	555	552,536
<b>Spectrum Brands, Inc.</b>		
Term Loan, 4.58%, Maturing December 17, 2019	3,222	3,250,393
		<b>\$ 7,614,836</b>
<b>Containers and Glass Products 2.0%</b>		
<b>Berry Plastics Holding Corporation</b>		
Term Loan, 3.50%, Maturing February 7, 2020	2,394	\$ 2,379,679
<b>BWAY Corporation</b>		
Term Loan, 4.50%, Maturing August 7, 2017	2,935	2,964,603
<b>Pact Group (USA), Inc.</b>		
Term Loan, 3.75%, Maturing May 29, 2020	1,725	1,717,432
<b>Pelican Products, Inc.</b>		
Term Loan, 7.00%, Maturing July 11, 2018	545	546,542
<b>Reynolds Group Holdings Inc.</b>		
Term Loan, 4.75%, Maturing September 28, 2018	3,697	3,727,763
<b>Sealed Air Corporation</b>		
Term Loan, 4.00%, Maturing October 3, 2018	590	596,721
<b>TricorBraun, Inc.</b>		
Term Loan, 4.00%, Maturing May 3, 2018	693	696,176
		<b>\$ 12,628,916</b>
<b>Cosmetics/Toiletries 0.6%</b>		
<b>Prestige Brands, Inc.</b>		
Term Loan, 3.75%, Maturing January 31, 2019	365	\$ 367,682
<b>Revlon Consumer Products Corporation</b>		
Term Loan, Maturing August 19, 2019 <sup>(4)</sup>	1,350	1,351,688
<b>Sun Products Corporation (The)</b>		
Term Loan, 5.50%, Maturing March 23, 2020	2,419	2,346,369
		<b>\$ 4,065,739</b>
<b>Drugs 3.0%</b>		
<b>Aptalis Pharma, Inc.</b>		
Term Loan, 5.50%, Maturing February 10, 2017	494	\$ 495,602
Term Loan, 5.50%, Maturing February 10, 2017	2,077	2,087,183
<b>Auxilium Pharmaceuticals, Inc.</b>		
Term Loan, 6.25%, Maturing April 26, 2017	642	656,317
<b>Ikaria Acquisition Inc.</b>		
Term Loan, 7.25%, Maturing July 3, 2018	750	760,312
Term Loan - Second Lien, 11.00%, Maturing July 3, 2019	500	502,500
<b>Par Pharmaceutical Companies, Inc.</b>		
Term Loan, 4.25%, Maturing September 30, 2019	1,315	1,312,750
<b>Valeant Pharmaceuticals International, Inc.</b>		
Term Loan, 4.38%, Maturing February 13, 2019	2,071	2,081,614
Term Loan, 4.38%, Maturing December 11, 2019	3,220	3,237,073
Term Loan, 4.50%, Maturing August 5, 2020	4,428	4,473,874
<b>Warner Chilcott Company, LLC</b>		

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Term Loan, 3.75%, Maturing March 17, 2016	270	270,675
<b>Warner Chilcott Corporation</b>		
Term Loan, 4.25%, Maturing March 15, 2018	619	620,305
Term Loan, 4.25%, Maturing March 15, 2018	1,421	1,424,925
<b>WC Luxco S.a.r.l.</b>		
Term Loan, 4.25%, Maturing March 15, 2018	1,120	1,122,866
		<b>\$ 19,045,996</b>

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Ecological Services and Equipment 0.5%</b>		
<b>ADS Waste Holdings, Inc.</b>		
Term Loan, 4.25%, Maturing October 9, 2019	2,189	\$ 2,198,918
<b>Progressive Waste Solutions Ltd.</b>		
Term Loan, 3.50%, Maturing October 24, 2019	572	579,277
<b>Viking Consortium Borrower Limited</b>		
Term Loan - Second Lien, 6.59%, Maturing March 31, 2016 <sup>(5)</sup>	GBP 542	224,541
		\$ 3,002,736
<b>Electronics/Electrical 11.2%</b>		
<b>Aeroflex Incorporated</b>		
Term Loan, 4.50%, Maturing November 11, 2019	1,828	\$ 1,845,189
<b>Allflex Holdings III, Inc.</b>		
Term Loan, 4.25%, Maturing July 17, 2020	725	727,493
<b>Aspect Software, Inc.</b>		
Term Loan, 7.00%, Maturing May 6, 2016	1,259	1,265,114
<b>Attachmate Corporation</b>		
Term Loan, 7.25%, Maturing November 22, 2017	3,511	3,543,997
<b>Blue Coat Systems, Inc.</b>		
Term Loan - Second Lien, 9.50%, Maturing June 26, 2020	925	931,938
<b>Cinedigm Digital Funding I, LLC</b>		
Term Loan, 3.75%, Maturing April 29, 2016	565	567,032
<b>CommScope, Inc.</b>		
Term Loan, 3.75%, Maturing January 12, 2018	2,248	2,257,018
<b>CompuCom Systems, Inc.</b>		
Term Loan, 4.25%, Maturing May 11, 2020	1,350	1,350,844
<b>Dealer Computer Services, Inc.</b>		
Term Loan, Maturing April 21, 2016 <sup>(4)</sup>	2,725	2,745,680
Term Loan - Second Lien, Maturing February 15, 2021 <sup>(4)</sup>	600	614,625
<b>DG FastChannel, Inc.</b>		
Term Loan, 7.25%, Maturing July 26, 2018	2,894	2,901,431
<b>Eagle Parent, Inc.</b>		
Term Loan, 4.50%, Maturing May 16, 2018	3,889	3,916,667
<b>Edwards (Cayman Islands II) Limited</b>		
Term Loan, 4.75%, Maturing March 26, 2020	1,377	1,381,591
<b>Excelitas Technologies Corp.</b>		
Term Loan, 5.00%, Maturing November 23, 2016	970	974,437
<b>Freescale Semiconductor, Inc.</b>		
Term Loan, 5.00%, Maturing February 28, 2020	3,217	3,240,061
<b>Go Daddy Operating Company, LLC</b>		
Term Loan, 4.25%, Maturing December 17, 2018	3,316	3,320,451
<b>Hyland Software, Inc.</b>		
Term Loan, 5.50%, Maturing October 25, 2019	373	375,131
<b>Infor (US), Inc.</b>		
Term Loan, 5.25%, Maturing April 5, 2018	5,054	5,088,709
<b>Internet Brands, Inc.</b>		
Term Loan, 6.25%, Maturing March 15, 2019	1,047	1,049,557
<b>Magic Newco LLC</b>		
Term Loan, 5.00%, Maturing December 12, 2018	1,559	1,577,211
<b>MEI Conlux Holdings (US), Inc.</b>		
Term Loan, 5.00%, Maturing August 21, 2020	525	525,984
<b>Microsemi Corporation</b>		
Term Loan, 3.75%, Maturing February 19, 2020	1,478	1,485,659
<b>NXP B.V.</b>		
Term Loan, 4.50%, Maturing March 3, 2017	2,511	2,555,602

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Term Loan, 4.75%, Maturing January 11, 2020	1,020	1,037,723
<b>Renaissance Learning, Inc.</b>		
Term Loan, 5.75%, Maturing November 13, 2018	620	628,066
<b>Rocket Software, Inc.</b>		
Term Loan, 5.75%, Maturing February 8, 2018	1,478	1,479,972
Term Loan - Second Lien, 10.25%, Maturing February 8, 2019	750	750,000



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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Rovi Solutions Corporation</b>		
Term Loan, 3.50%, Maturing March 29, 2019	848	\$ 847,875
<b>RP Crown Parent, LLC</b>		
Term Loan, 6.75%, Maturing December 21, 2018	5,454	5,519,758
Term Loan - Second Lien, 11.25%, Maturing December 20, 2019	650	665,302
<b>Sensata Technologies Finance Company, LLC</b>		
Term Loan, 3.75%, Maturing May 11, 2018	1,366	1,377,907
<b>Serena Software, Inc.</b>		
Term Loan, 4.18%, Maturing March 10, 2016	991	971,397
Term Loan, 5.00%, Maturing March 10, 2016	375	371,719
<b>Shield Finance Co. S.a.r.l.</b>		
Term Loan, 6.50%, Maturing May 10, 2019	1,114	1,115,142
<b>Sirius Computer Solutions, Inc.</b>		
Term Loan, 7.00%, Maturing November 30, 2018	606	615,613
<b>SkillSoft Corporation</b>		
Term Loan, 5.00%, Maturing May 26, 2017	1,262	1,276,463
<b>Smart Technologies ULC</b>		
Term Loan, 10.50%, Maturing January 31, 2018	700	672,000
<b>Sophia, L.P.</b>		
Term Loan, 4.50%, Maturing July 19, 2018	1,519	1,529,559
<b>SS&amp;C Technologies Inc.</b>		
Term Loan, 3.50%, Maturing June 7, 2019	124	124,221
Term Loan, 3.50%, Maturing June 7, 2019	1,200	1,202,043
<b>SumTotal Systems LLC</b>		
Term Loan, 6.25%, Maturing November 16, 2018	1,364	1,368,635
<b>SurveyMonkey.com, LLC</b>		
Term Loan, 5.50%, Maturing February 5, 2019	623	628,487
<b>VeriFone Inc.</b>		
Term Loan, 4.25%, Maturing December 28, 2018	121	121,215
<b>Vertafore, Inc.</b>		
Term Loan, 4.25%, Maturing October 3, 2019	1,097	1,104,108
<b>Wall Street Systems, Inc.</b>		
Term Loan, 5.75%, Maturing October 25, 2019	1,817	1,827,916
Term Loan - Second Lien, 9.25%, Maturing October 26, 2020	500	505,300
<b>Web.com Group, Inc.</b>		
Term Loan, 4.50%, Maturing October 27, 2017	1,751	1,769,972
		<b>\$ 71,751,814</b>
<b>Equipment Leasing 0.5%</b>		
<b>Flying Fortress Inc.</b>		
Term Loan, 3.50%, Maturing June 30, 2017	3,167	\$ 3,174,583
		<b>\$ 3,174,583</b>
<b>Financial Intermediaries 5.6%</b>		
<b>American Capital Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing August 22, 2016	694	\$ 696,126
<b>American Stock Transfer &amp; Trust Company, LLC</b>		
Term Loan - Second Lien, 10.25%, Maturing December 11, 2020	1,000	998,750
<b>Cetera Financial Group, Inc.</b>		
Term Loan, 6.50%, Maturing August 2, 2019	825	822,937
<b>Citco Funding LLC</b>		
Term Loan, 4.25%, Maturing May 23, 2018	2,310	2,314,445
<b>Clipper Acquisitions Corp.</b>		
Term Loan, 4.00%, Maturing February 6, 2020	597	599,045

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<b>First Data Corporation</b>		
Term Loan, 4.18%, Maturing March 23, 2018	4,136	4,107,020
Term Loan, 4.18%, Maturing September 24, 2018	2,100	2,079,000
<b>Grosvenor Capital Management Holdings, LLP</b>		
Term Loan, 4.19%, Maturing December 5, 2016	1,294	1,291,679
<b>Guggenheim Partners, LLC</b>		
Term Loan, 4.25%, Maturing July 17, 2020	950	960,391

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Hamilton Lane Advisors, LLC</b>		
Term Loan, 5.25%, Maturing February 23, 2018	731	\$ 731,402
<b>Harbourvest Partners, LLC</b>		
Term Loan, 4.75%, Maturing November 21, 2017	898	904,694
<b>Home Loan Servicing Solutions, Ltd.</b>		
Term Loan, 4.50%, Maturing June 19, 2020	1,200	1,212,720
<b>iPayment, Inc.</b>		
Term Loan, 6.75%, Maturing May 8, 2017	1,019	991,302
<b>LPL Holdings, Inc.</b>		
Term Loan, 3.25%, Maturing March 29, 2019	4,255	4,238,881
<b>Mercury Payment Systems Canada, LLC</b>		
Term Loan, 5.50%, Maturing July 3, 2017	1,107	1,118,573
<b>MIP Delaware, LLC</b>		
Term Loan, 4.00%, Maturing March 9, 2020	932	938,650
<b>Moneygram International, Inc.</b>		
Term Loan, 4.25%, Maturing March 27, 2020	474	477,168
<b>Nuveen Investments, Inc.</b>		
Term Loan, 4.18%, Maturing May 15, 2017	6,728	6,723,590
<b>Ocwen Financial Corporation</b>		
Term Loan, 5.00%, Maturing February 15, 2018	1,372	1,389,994
<b>Oz Management LP</b>		
Term Loan, 1.78%, Maturing November 15, 2016	1,481	1,384,851
<b>Starwood Property Trust, Inc.</b>		
Term Loan, 3.50%, Maturing April 17, 2020	299	299,624
<b>Walter Investment Management Corp.</b>		
Term Loan, 5.75%, Maturing November 28, 2017	1,633	1,648,013
		<b>\$ 35,928,855</b>
<b>Food Products 6.2%</b>		
<b>AdvancePierre Foods, Inc.</b>		
Term Loan, 5.75%, Maturing July 10, 2017	1,443	\$ 1,460,183
<b>American Seafoods Group LLC</b>		
Term Loan, 4.25%, Maturing March 16, 2018	727	725,470
<b>Blue Buffalo Company, Ltd.</b>		
Term Loan, 4.75%, Maturing August 8, 2019	1,464	1,479,206
<b>Clearwater Seafoods Limited Partnership</b>		
Term Loan, 5.75%, Maturing June 24, 2019	1,100	1,107,334
<b>CSM Bakery Supplies LLC</b>		
Term Loan, 4.75%, Maturing July 3, 2020	1,150	1,142,813
<b>Del Monte Foods Company</b>		
Term Loan, 4.00%, Maturing March 8, 2018	5,553	5,564,987
<b>Dole Food Company Inc.</b>		
Term Loan, 3.75%, Maturing April 1, 2020	1,796	1,797,103
<b>H.J. Heinz Company</b>		
Term Loan, 3.50%, Maturing June 5, 2020	11,625	11,713,094
<b>Hearthside Food Solutions, LLC</b>		
Term Loan, 6.50%, Maturing June 7, 2018	1,312	1,318,328
<b>High Liner Foods Incorporated</b>		
Term Loan, 4.75%, Maturing December 31, 2017	675	679,948
<b>JBS USA Holdings Inc.</b>		
Term Loan, 3.75%, Maturing May 25, 2018	1,103	1,110,854
<b>Michael Foods Group, Inc.</b>		
Term Loan, 4.25%, Maturing February 23, 2018	715	722,560
<b>NBTY, Inc.</b>		
Term Loan, 3.50%, Maturing October 1, 2017	6,809	6,861,573

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**Pinnacle Foods Finance LLC**

Term Loan, 3.25%, Maturing April 29, 2020	4,165	4,129,859
		<b>\$ 39,813,312</b>

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Food Service 6.2%</b>		
<b>Aramark Corporation</b>		
Term Loan, 3.69%, Maturing July 26, 2016	194	\$ 194,478
Term Loan, 3.69%, Maturing July 26, 2016	348	349,630
Term Loan, 3.78%, Maturing July 26, 2016	2,401	2,411,288
Term Loan, 3.78%, Maturing July 26, 2016	5,298	5,316,361
Term Loan, 4.01%, Maturing July 26, 2016	GBP 1,188	1,831,068
<b>Buffets, Inc.</b>		
Term Loan, 0.15%, Maturing April 22, 2015 <sup>(2)</sup>	103	103,347
<b>Burger King Corporation</b>		
Term Loan, 3.75%, Maturing September 27, 2019	2,878	2,898,026
<b>Centerplate, Inc.</b>		
Term Loan, 5.75%, Maturing October 15, 2018	397	399,481
<b>DineEquity, Inc.</b>		
Term Loan, 3.75%, Maturing October 19, 2017	1,155	1,163,469
<b>Dunkin Brands, Inc.</b>		
Term Loan, 3.75%, Maturing February 14, 2020	3,376	3,380,151
<b>Landry s, Inc.</b>		
Term Loan, 4.75%, Maturing April 24, 2018	2,839	2,862,108
<b>NPC International, Inc.</b>		
Term Loan, 4.50%, Maturing December 28, 2018	736	741,772
<b>OSI Restaurant Partners, LLC</b>		
Term Loan, 3.50%, Maturing October 25, 2019	2,901	2,901,835
<b>P.F. Chang s China Bistro Inc.</b>		
Term Loan, 5.25%, Maturing July 2, 2019	471	478,214
<b>Sagittarius Restaurants, LLC</b>		
Term Loan, 6.25%, Maturing October 1, 2018	673	676,679
<b>Seminole Hard Rock Entertainment, Inc.</b>		
Term Loan, 3.50%, Maturing May 14, 2020	300	300,188
<b>US Foods, Inc.</b>		
Term Loan, 4.50%, Maturing March 29, 2019	4,550	4,537,205
<b>Weight Watchers International, Inc.</b>		
Term Loan, 3.75%, Maturing April 2, 2020	7,606	7,506,110
<b>Wendy s International, Inc.</b>		
Term Loan, 3.25%, Maturing May 15, 2019	1,505	1,505,967
		<b>\$ 39,557,377</b>
<b>Food/Drug Retailers 4.1%</b>		
<b>Albertson s, LLC</b>		
Term Loan, 4.25%, Maturing March 21, 2016	1,237	\$ 1,246,244
Term Loan, 4.75%, Maturing March 21, 2019	807	809,818
<b>Alliance Boots Holdings Limited</b>		
Term Loan, 3.61%, Maturing July 10, 2017	EUR 1,000	1,313,115
Term Loan, 3.98%, Maturing July 10, 2017	GBP 7,000	10,753,949
<b>General Nutrition Centers, Inc.</b>		
Term Loan, 3.75%, Maturing March 2, 2018	5,777	5,814,892
<b>Pantry, Inc. (The)</b>		
Term Loan, 4.75%, Maturing August 2, 2019	496	503,280
<b>Rite Aid Corporation</b>		
Term Loan, 4.00%, Maturing February 21, 2020	2,569	2,578,179
Term Loan - Second Lien, 5.75%, Maturing August 21, 2020	500	514,375
<b>Supervalu Inc.</b>		
Term Loan, 5.00%, Maturing March 21, 2019	3,065	3,079,578
		<b>\$ 26,613,430</b>

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**Forest Products 0.1%**

**Expera Specialty Solutions, LLC**

Term Loan, 7.50%, Maturing December 21, 2018	600	\$	601,500
		\$	<b>601,500</b>

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Health Care 15.2%</b>		
<b>Alere, Inc.</b>		
Term Loan, 4.25%, Maturing June 30, 2017	518	\$ 522,002
Term Loan, 4.25%, Maturing June 30, 2017	640	644,652
Term Loan, 4.25%, Maturing June 30, 2017	2,604	2,622,340
<b>Alkermes, Inc.</b>		
Term Loan, 3.50%, Maturing September 18, 2019	423	424,456
<b>Alliance Healthcare Services, Inc.</b>		
Term Loan, 4.25%, Maturing June 3, 2019	1,375	1,378,438
<b>Apria Healthcare Group I</b>		
Term Loan, 6.75%, Maturing April 5, 2020	623	629,376
<b>Ardent Medical Services, Inc.</b>		
Term Loan, 6.75%, Maturing July 2, 2018	3,075	3,088,563
<b>ATI Holdings, Inc.</b>		
Term Loan, 5.75%, Maturing December 20, 2019	498	503,408
<b>Biomet Inc.</b>		
Term Loan, 3.96%, Maturing July 25, 2017	6,198	6,227,786
<b>BSN Medical Inc.</b>		
Term Loan, 4.25%, Maturing August 28, 2019	650	653,656
<b>Catalent Pharma Solutions Inc.</b>		
Term Loan, 3.68%, Maturing September 15, 2016	2,303	2,314,515
Term Loan, 4.25%, Maturing September 15, 2017	1,257	1,265,634
<b>CHG Buyer Corporation</b>		
Term Loan, 5.00%, Maturing November 19, 2019	941	949,080
<b>Community Health Systems, Inc.</b>		
Term Loan, 3.76%, Maturing January 25, 2017	6,791	6,836,419
<b>Convatec Inc.</b>		
Term Loan, 5.00%, Maturing December 22, 2016	1,474	1,485,862
<b>CRC Health Corporation</b>		
Term Loan, 4.68%, Maturing November 16, 2015	1,974	1,988,009
<b>DaVita, Inc.</b>		
Term Loan, 4.50%, Maturing October 20, 2016	3,315	3,347,431
Term Loan, 4.00%, Maturing November 1, 2019	3,483	3,503,642
<b>DJO Finance LLC</b>		
Term Loan, 4.75%, Maturing September 15, 2017	1,574	1,589,963
<b>Drumm Investors LLC</b>		
Term Loan, 5.00%, Maturing May 4, 2018	1,458	1,400,675
<b>Emdeon Business Services, LLC</b>		
Term Loan, 3.75%, Maturing November 2, 2018	1,637	1,642,786
<b>Envision Healthcare Corporation</b>		
Term Loan, 4.00%, Maturing May 25, 2018	2,024	2,030,911
<b>Grifols Inc.</b>		
Term Loan, 4.25%, Maturing June 1, 2017	3,249	3,277,333
<b>HCA, Inc.</b>		
Term Loan, 3.03%, Maturing March 31, 2017	3,602	3,606,516
Term Loan, 2.93%, Maturing May 1, 2018	1,540	1,541,438
<b>Health Management Associates, Inc.</b>		
Term Loan, 3.50%, Maturing November 16, 2018	2,622	2,629,974
<b>Hologic Inc.</b>		
Term Loan, 3.75%, Maturing August 1, 2019	1,833	1,845,867
<b>Iasis Healthcare LLC</b>		
Term Loan, 4.50%, Maturing May 3, 2018	1,857	1,870,767
<b>inVentiv Health, Inc.</b>		
Term Loan, 7.50%, Maturing August 4, 2016	1,139	1,115,850
Term Loan, 7.75%, Maturing May 15, 2018	2,476	2,413,970
<b>Kindred Healthcare, Inc.</b>		
Term Loan, 4.25%, Maturing June 1, 2018	1,860	1,857,588

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**Kinetic Concepts, Inc.**

Term Loan, 4.50%, Maturing May 4, 2018

5,157

5,197,428



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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>LHP Hospital Group, Inc.</b>		
Term Loan, 9.00%, Maturing July 3, 2018	619	\$ 615,656
<b>MedAssets, Inc.</b>		
Term Loan, 4.00%, Maturing December 13, 2019	568	570,560
<b>Medpace, Inc.</b>		
Term Loan, 5.25%, Maturing June 16, 2017	707	708,839
<b>MMM Holdings, Inc.</b>		
Term Loan, 9.75%, Maturing December 12, 2017	751	755,707
<b>MSO of Puerto Rico, Inc.</b>		
Term Loan, 9.75%, Maturing December 12, 2017	546	546,191
<b>Multiplan, Inc.</b>		
Term Loan, 4.00%, Maturing August 25, 2017	4,068	4,098,478
<b>One Call Medical, Inc.</b>		
Term Loan, 5.50%, Maturing August 16, 2019	1,343	1,352,009
<b>Onex Carestream Finance LP</b>		
Term Loan, 5.00%, Maturing June 7, 2019	3,275	3,301,609
<b>Pharmaceutical Product Development, Inc.</b>		
Term Loan, 4.25%, Maturing December 5, 2018	2,164	2,178,497
<b>Radnet Management, Inc.</b>		
Term Loan, 4.25%, Maturing October 10, 2018	1,887	1,891,592
<b>Sage Products, Inc.</b>		
Term Loan, 4.25%, Maturing December 13, 2019	597	600,915
<b>Select Medical Corporation</b>		
Term Loan, 4.00%, Maturing June 1, 2018	1,567	1,573,447
<b>Sheridan Holdings, Inc.</b>		
Term Loan, 4.50%, Maturing June 29, 2018	718	721,193
<b>Steward Health Care System LLC</b>		
Term Loan, 6.75%, Maturing April 15, 2020	375	366,563
<b>TriZetto Group, Inc. (The)</b>		
Term Loan, 4.75%, Maturing May 2, 2018	1,642	1,548,481
<b>Truven Health Analytics Inc.</b>		
Term Loan, 4.50%, Maturing June 1, 2019	1,836	1,843,561
<b>U.S. Renal Care, Inc.</b>		
Term Loan, 5.25%, Maturing July 3, 2019	250	250,625
<b>Vanguard Health Holding Company II, LLC</b>		
Term Loan, 3.75%, Maturing January 29, 2016	2,243	2,247,201
<b>VWR Funding, Inc.</b>		
Term Loan, 4.18%, Maturing April 3, 2017	746	749,515
Term Loan, 4.43%, Maturing April 3, 2017	1,052	1,056,632
		<b>\$ 97,383,606</b>
<b>Home Furnishings 0.6%</b>		
<b>CeramTec Acquisition Corporation</b>		
Term Loan, Maturing August 31, 2020 <sup>(4)</sup>	525	\$ 525,656
<b>Serta/Simmons Holdings, LLC</b>		
Term Loan, 5.00%, Maturing October 1, 2019	1,841	1,849,954
<b>Tempur-Pedic International Inc.</b>		
Term Loan, 3.50%, Maturing March 18, 2020	1,725	1,710,869
		<b>\$ 4,086,479</b>
<b>Industrial Equipment 3.1%</b>		
<b>Apex Tool Group, LLC</b>		
Term Loan, 4.50%, Maturing January 31, 2020	798	\$ 802,177
<b>Colfax Corporation</b>		

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Term Loan, 3.25%, Maturing January 11, 2019		796	797,327
<b>Gardner Denver, Inc.</b>			
Term Loan, 4.25%, Maturing July 30, 2020		2,050	2,043,711
Term Loan, 4.75%, Maturing July 30, 2020	EUR	450	594,990
<b>Generac Power Systems, Inc.</b>			
Term Loan, 3.50%, Maturing May 29, 2020		1,900	1,888,102

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Grede LLC</b>		
Term Loan, 4.50%, Maturing May 2, 2018	1,090	\$ 1,092,174
<b>Husky Injection Molding Systems Ltd.</b>		
Term Loan, 4.25%, Maturing June 29, 2018	3,195	3,204,439
<b>International Equipment Solutions, LLC</b>		
Term Loan, 6.75%, Maturing August 13, 2019	825	816,234
<b>Manitowoc Company, Inc. (The)</b>		
Term Loan, 4.25%, Maturing November 13, 2017	146	146,704
<b>Milacron LLC</b>		
Term Loan, 4.25%, Maturing March 30, 2020	449	452,144
<b>Rexnord LLC</b>		
Term Loan, 4.00%, Maturing August 20, 2020	5,125	5,076,953
<b>Spansion LLC</b>		
Term Loan, 5.25%, Maturing December 11, 2018	843	849,787
<b>Tank Holding Corp.</b>		
Term Loan, 4.25%, Maturing July 9, 2019	1,051	1,052,159
<b>Terex Corporation</b>		
Term Loan, 4.50%, Maturing April 28, 2017	597	604,685
<b>Unifrax Corporation</b>		
Term Loan, 4.25%, Maturing November 28, 2018	380	382,262
		<b>\$ 19,803,848</b>
<b>Insurance 4.3%</b>		
<b>Alliant Holdings I, Inc.</b>		
Term Loan, 5.00%, Maturing December 20, 2019	2,214	\$ 2,226,311
<b>AmWINS Group, Inc.</b>		
Term Loan, 5.00%, Maturing September 6, 2019	4,502	4,530,515
<b>Applied Systems, Inc.</b>		
Term Loan, 4.25%, Maturing December 8, 2016	2,596	2,615,789
<b>Asurion LLC</b>		
Term Loan, 4.50%, Maturing May 24, 2019	9,676	9,576,592
Term Loan, 3.50%, Maturing July 8, 2020	1,075	1,032,000
<b>Compass Investors Inc.</b>		
Term Loan, 5.00%, Maturing December 27, 2019	2,363	2,379,076
<b>Cooper Gay Swett &amp; Crawford Ltd.</b>		
Term Loan, 5.00%, Maturing April 16, 2020	550	551,719
<b>Cunningham Lindsey U.S. Inc.</b>		
Term Loan, 5.00%, Maturing December 10, 2019	1,020	1,015,396
<b>Hub International Limited</b>		
Term Loan, 3.68%, Maturing June 13, 2017	3,282	3,293,022
<b>Sedgwick CMS Holdings, Inc.</b>		
Term Loan, 4.25%, Maturing June 12, 2018	725	728,172
		<b>\$ 27,948,592</b>
<b>Leisure Goods/Activities/Movies 5.7%</b>		
<b>Alpha D2 Limited</b>		
Term Loan, 4.50%, Maturing April 30, 2019	2,222	\$ 2,242,818
<b>Bombardier Recreational Products, Inc.</b>		
Term Loan, 4.00%, Maturing January 30, 2019	3,583	3,585,655
<b>Bright Horizons Family Solutions, Inc.</b>		
Term Loan, 4.00%, Maturing January 30, 2020	1,020	1,024,719
<b>ClubCorp Club Operations, Inc.</b>		
Term Loan, 4.25%, Maturing July 24, 2020	2,573	2,587,582
<b>Dave &amp; Buster's, Inc.</b>		

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Term Loan, 4.50%, Maturing June 1, 2016	968	974,756
<b>Emerald Expositions Holding, Inc.</b>		
Term Loan, 5.50%, Maturing June 17, 2020	850	855,844
<b>Equinox Holdings, Inc.</b>		
Term Loan, 4.51%, Maturing January 31, 2020	1,347	1,355,041
<b>Fender Musical Instruments Corporation</b>		
Term Loan, 5.75%, Maturing April 3, 2019	524	525,311

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Kasima, LLC</b>		
Term Loan, 3.25%, Maturing May 17, 2021	1,075	\$ 1,072,313
<b>Live Nation Entertainment, Inc.</b>		
Term Loan, 3.50%, Maturing August 16, 2020	2,936	2,944,847
<b>LodgeNet Interactive Corp.</b>		
Term Loan, 6.75%, Maturing March 31, 2018	1,327	772,693
<b>Revolution Studios Distribution Company, LLC</b>		
Term Loan, 3.94%, Maturing December 21, 2014 <sup>(2)</sup>	786	657,746
Term Loan - Second Lien, 7.19%, Maturing June 21, 2015 <sup>(2)</sup>	900	652,680
<b>Sabre, Inc.</b>		
Term Loan, 5.25%, Maturing February 19, 2019	1,318	1,333,207
<b>Scientific Games International, Inc.</b>		
Term Loan, Maturing May 22, 2020 <sup>(4)</sup>	4,050	4,020,467
<b>SeaWorld Parks &amp; Entertainment, Inc.</b>		
Term Loan, 3.00%, Maturing May 14, 2020	3,154	3,135,584
<b>Six Flags Theme Parks, Inc.</b>		
Term Loan, 4.00%, Maturing December 20, 2018	1,617	1,636,216
<b>Town Sports International Inc.</b>		
Term Loan, 5.75%, Maturing May 11, 2018	1,846	1,864,265
<b>US Finco LLC</b>		
Term Loan, 4.00%, Maturing May 29, 2020	525	526,094
Term Loan - Second Lien, 8.25%, Maturing November 30, 2020	1,000	1,006,250
<b>WMG Acquisition Corp.</b>		
Term Loan, 3.75%, Maturing July 1, 2020	600	601,125
<b>Zuffa LLC</b>		
Term Loan, 4.50%, Maturing February 25, 2020	3,209	3,222,914
		<b>\$ 36,598,127</b>
<b>Lodging and Casinos 2.7%</b>		
<b>Affinity Gaming, LLC</b>		
Term Loan, 5.50%, Maturing November 9, 2017	481	\$ 487,155
<b>Bally Technologies, Inc.</b>		
Term Loan, Maturing August 31, 2020 <sup>(4)</sup>	1,475	1,476,106
<b>Boyd Gaming Corporation</b>		
Term Loan, 4.00%, Maturing August 14, 2020	550	552,578
<b>Caesars Entertainment Operating Company</b>		
Term Loan, 9.50%, Maturing October 31, 2016	2,895	2,886,555
Term Loan, 5.43%, Maturing January 26, 2018	3,024	2,719,832
<b>Gala Group LTD</b>		
Term Loan, 5.49%, Maturing May 25, 2018	GBP 2,850	4,425,272
<b>Great Wolf Resorts, Inc.</b>		
Term Loan, 4.50%, Maturing August 6, 2020	275	273,625
<b>MGM Resorts International</b>		
Term Loan, 3.50%, Maturing December 20, 2019	2,736	2,733,971
<b>Pinnacle Entertainment, Inc.</b>		
Term Loan, 3.75%, Maturing August 13, 2020	1,100	1,106,174
<b>Playa Resorts Holding B.V.</b>		
Term Loan, 4.75%, Maturing August 6, 2019	550	553,438
<b>Tropicana Entertainment Inc.</b>		
Term Loan, 7.50%, Maturing March 16, 2018	346	349,658
		<b>\$ 17,564,364</b>
<b>Nonferrous Metals/Minerals 2.7%</b>		
<b>Alpha Natural Resources, LLC</b>		

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Term Loan, 3.50%, Maturing May 22, 2020	898	\$	864,566
<b>Arch Coal Inc.</b>			
Term Loan, 5.75%, Maturing May 16, 2018	3,992		3,882,083
<b>Constellium Holdco B.V.</b>			
Term Loan, 6.00%, Maturing March 25, 2020	574		592,203
<b>Fairmount Minerals LTD</b>			
Term Loan, 5.25%, Maturing March 15, 2017	2,924		2,928,624

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Murray Energy Corporation</b>		
Term Loan, 4.75%, Maturing May 24, 2019	425	\$ 425,531
<b>Noranda Aluminum Acquisition Corporation</b>		
Term Loan, 5.75%, Maturing February 28, 2019	1,136	1,081,683
<b>Novelis, Inc.</b>		
Term Loan, 3.75%, Maturing March 10, 2017	3,004	3,007,508
<b>Oxbow Carbon LLC</b>		
Term Loan, 4.25%, Maturing July 19, 2019	525	528,938
Term Loan - Second Lien, 8.00%, Maturing January 17, 2020	875	888,125
<b>United Central Industrial Supply Company, LLC</b>		
Term Loan, 7.50%, Maturing October 9, 2018	1,314	1,189,532
Term Loan - Second Lien, 12.50%, Maturing April 9, 2019	500	455,000
<b>Walter Energy, Inc.</b>		
Term Loan, 6.75%, Maturing April 2, 2018	1,834	1,745,983
		<b>\$ 17,589,776</b>
<b>Oil and Gas 4.7%</b>		
<b>Ameriforge Group, Inc.</b>		
Term Loan, 5.00%, Maturing December 19, 2019	597	\$ 599,239
Term Loan - Second Lien, 8.75%, Maturing December 18, 2020	800	812,000
<b>Bronco Midstream Funding LLC</b>		
Term Loan, 5.00%, Maturing August 17, 2020	2,000	2,000,000
<b>Citgo Petroleum Corporation</b>		
Term Loan, 8.00%, Maturing June 24, 2015	181	183,108
Term Loan, 9.00%, Maturing June 23, 2017	2,440	2,497,584
<b>Crestwood Holdings LLC</b>		
Term Loan, 7.00%, Maturing June 19, 2019	1,144	1,165,779
<b>Energy Transfer Equity, L.P.</b>		
Term Loan, 3.75%, Maturing March 24, 2017	1,316	1,326,671
<b>Frac Tech International LLC</b>		
Term Loan, 8.50%, Maturing May 6, 2016	1,080	1,060,987
<b>MEG Energy Corp.</b>		
Term Loan, 3.75%, Maturing March 31, 2020	8,291	8,327,016
<b>Obsidian Natural Gas Trust</b>		
Term Loan, 7.00%, Maturing November 2, 2015	2,133	2,140,599
<b>Ruby Western Pipeline Holdings, LLC</b>		
Term Loan, 3.50%, Maturing March 27, 2020	511	509,930
<b>Samson Investment Company</b>		
Term Loan - Second Lien, 6.00%, Maturing September 25, 2018	1,950	1,969,013
<b>Sheridan Production Partners I, LLC</b>		
Term Loan, 5.00%, Maturing September 14, 2019	2,238	2,244,475
Term Loan, 5.00%, Maturing September 25, 2019	181	181,661
Term Loan, 5.00%, Maturing September 25, 2019	297	297,411
<b>Tallgrass Operations, LLC</b>		
Term Loan, 5.25%, Maturing November 13, 2018	1,291	1,308,122
<b>Tervita Corporation</b>		
Term Loan, 6.25%, Maturing May 15, 2018	3,312	3,288,311
		<b>\$ 29,911,906</b>
<b>Publishing 5.0%</b>		
<b>Advanstar Communications Inc.</b>		
Term Loan, 5.50%, Maturing June 6, 2019	848	\$ 839,926
<b>Ascend Learning, Inc.</b>		
Term Loan, 7.00%, Maturing May 23, 2017	2,135	2,131,874

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**Flint Group SA**

Term Loan, 6.65%, Maturing December 30, 2016	93	91,695
Term Loan, 6.65%, Maturing December 30, 2016	1,665	1,635,970
Term Loan, 6.65%, Maturing December 30, 2016	1,683	1,660,630

**Getty Images, Inc.**

Term Loan, 4.75%, Maturing October 18, 2019	5,373	5,191,661
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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Interactive Data Corporation</b>		
Term Loan, 3.75%, Maturing February 11, 2018	3,966	\$ 3,964,030
<b>Lamar Media Corporation</b>		
Term Loan, 4.00%, Maturing December 30, 2016	39	38,706
<b>Laureate Education, Inc.</b>		
Term Loan, 5.25%, Maturing June 18, 2018	8,763	8,801,272
<b>McGraw-Hill Global Education Holdings, LLC</b>		
Term Loan, 9.00%, Maturing March 22, 2019	923	934,221
<b>Media General Inc.</b>		
Term Loan, 0.00%, Maturing July 31, 2020 <sup>(6)</sup>	1,250	1,252,494
<b>MediaNews Group Inc.</b>		
Term Loan, 8.50%, Maturing March 19, 2014	59	59,210
<b>Merrill Communications, LLC</b>		
Term Loan, 7.31%, Maturing March 8, 2018	771	779,800
<b>Multi Packaging Solutions, Inc.</b>		
Term Loan, 4.25%, Maturing August 21, 2020	400	401,833
<b>Nelson Education Ltd.</b>		
Term Loan, 2.78%, Maturing July 3, 2014	462	396,630
<b>Rentpath, Inc.</b>		
Term Loan, 6.25%, Maturing May 29, 2020	1,150	1,134,159
<b>Springer Science+Business Media Deutschland GmbH</b>		
Term Loan, 5.00%, Maturing July 31, 2020	1,250	1,243,229
<b>Tribune Company</b>		
Term Loan, 4.00%, Maturing December 31, 2019	1,891	1,902,316
		<b>\$ 32,459,656</b>
<b>Radio and Television 4.1%</b>		
<b>Clear Channel Communications, Inc.</b>		
Term Loan, 3.83%, Maturing January 29, 2016	384	\$ 358,779
Term Loan, 6.93%, Maturing January 30, 2019	1,132	1,045,228
<b>Cumulus Media Holdings Inc.</b>		
Term Loan, 4.50%, Maturing September 17, 2018	7,105	7,168,139
Term Loan - Second Lien, 7.50%, Maturing September 16, 2019	1,000	1,024,063
<b>Entercom Radio, LLC</b>		
Term Loan, 5.01%, Maturing November 23, 2018	521	527,235
<b>Foxco Acquisition Sub, LLC</b>		
Term Loan, 5.50%, Maturing July 14, 2017	1,538	1,549,264
<b>Gray Television, Inc.</b>		
Term Loan, 4.75%, Maturing October 15, 2019	1,554	1,566,908
<b>Hubbard Radio, LLC</b>		
Term Loan, 4.50%, Maturing April 29, 2019	806	810,842
<b>LIN Television Corp.</b>		
Term Loan, 4.00%, Maturing December 21, 2018	665	668,206
<b>Mission Broadcasting, Inc.</b>		
Term Loan, 4.25%, Maturing December 3, 2019	459	464,014
<b>Nexstar Broadcasting, Inc.</b>		
Term Loan, 4.25%, Maturing December 3, 2019	1,087	1,097,572
<b>Nine Entertainment Group Limited</b>		
Term Loan, 3.50%, Maturing February 5, 2020	823	819,337
<b>Raycom TV Broadcasting, Inc.</b>		
Term Loan, 4.25%, Maturing May 31, 2017	980	980,000
<b>Sinclair Television Group Inc.</b>		
Term Loan, 3.00%, Maturing April 9, 2020	574	574,710
<b>TWCC Holding Corp.</b>		
Term Loan, 3.50%, Maturing February 13, 2017	2,220	2,231,047

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**Univision Communications Inc.**

Term Loan, 4.50%, Maturing March 2, 2020	5,510	5,506,623
		<b>\$ 26,391,967</b>

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Retailers (Except Food and Drug) 6.4%</b>		
<b>99 Cents Only Stores</b>		
Term Loan, 5.25%, Maturing January 11, 2019	1,544	\$ 1,555,466
<b>B&amp;M Retail Limited</b>		
Term Loan, 6.01%, Maturing February 18, 2020	GBP 1,925	2,980,688
<b>Bass Pro Group, LLC</b>		
Term Loan, 4.00%, Maturing November 20, 2019	1,539	1,549,146
<b>CDW LLC</b>		
Term Loan, 3.50%, Maturing April 29, 2020	5,213	5,172,400
<b>David s Bridal, Inc.</b>		
Term Loan, 5.00%, Maturing October 11, 2019	746	752,780
<b>Evergreen Acqco 1 LP</b>		
Term Loan, 5.00%, Maturing July 9, 2019	743	750,403
<b>Harbor Freight Tools USA, Inc.</b>		
Term Loan, 4.75%, Maturing July 26, 2019	1,250	1,262,500
<b>J Crew Group, Inc.</b>		
Term Loan, 4.00%, Maturing March 7, 2018	1,784	1,784,894
<b>Jo-Ann Stores, Inc.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	1,919	1,924,978
<b>Michaels Stores, Inc.</b>		
Term Loan, 3.75%, Maturing January 28, 2020	2,843	2,852,350
<b>National Vision, Inc.</b>		
Term Loan, 7.00%, Maturing August 2, 2018	889	895,416
<b>Neiman Marcus Group, Inc. (The)</b>		
Term Loan, 4.00%, Maturing May 16, 2018	4,966	4,972,195
<b>Ollie s Bargain Outlet, Inc.</b>		
Term Loan, 5.25%, Maturing September 27, 2019	546	548,264
<b>Party City Holdings Inc.</b>		
Term Loan, 4.25%, Maturing July 29, 2019	2,515	2,517,218
<b>Pep Boys-Manny, Moe &amp; Jack (The)</b>		
Term Loan, 5.00%, Maturing October 11, 2018	522	526,287
<b>Petco Animal Supplies, Inc.</b>		
Term Loan, 4.00%, Maturing November 24, 2017	2,350	2,364,535
<b>Pilot Travel Centers LLC</b>		
Term Loan, 3.75%, Maturing March 30, 2018	1,976	1,976,371
Term Loan, 4.25%, Maturing August 7, 2019	670	673,845
<b>Spin Holdco Inc.</b>		
Term Loan, 4.25%, Maturing November 14, 2019	2,175	2,186,419
<b>Toys R US Property Company I, LLC</b>		
Term Loan, 6.00%, Maturing August 21, 2019	900	890,775
<b>Visant Holding Corp.</b>		
Term Loan, 5.25%, Maturing December 22, 2016	1,463	1,426,794
<b>Vivarte SA</b>		
Term Loan, 2.33%, Maturing March 9, 2015	EUR 29	34,950
Term Loan, 2.33%, Maturing March 9, 2015	EUR 62	76,417
Term Loan, 2.33%, Maturing March 9, 2015	EUR 347	424,735
Term Loan, 2.83%, Maturing March 8, 2016	EUR 18	22,510
Term Loan, 2.83%, Maturing March 8, 2016	EUR 71	87,080
Term Loan, 2.83%, Maturing March 8, 2016	EUR 440	539,064
<b>Wilton Brands LLC</b>		
Term Loan, 7.50%, Maturing August 30, 2018	698	697,376
		\$ 41,445,856
<b>Steel 2.0%</b>		
<b>Essar Steel Algoma, Inc.</b>		

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Term Loan, 8.75%, Maturing September 19, 2014	1,166	\$	1,189,998
<b>FMG Resources (August 2006) Pty Ltd.</b>			
Term Loan, 5.25%, Maturing October 18, 2017	6,526		6,558,766
<b>JFB Firth Rixson Inc.</b>			
Term Loan, 5.00%, Maturing June 30, 2017	GBP	746	1,155,259

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>JMC Steel Group, Inc.</b>		
Term Loan, 4.75%, Maturing April 3, 2017	758	\$ 759,474
<b>Neenah Foundry Company</b>		
Term Loan, 6.75%, Maturing April 26, 2017	518	521,030
<b>Patriot Coal Corporation</b>		
DIP Loan, 9.25%, Maturing October 4, 2013	925	920,375
<b>SunCoke Energy, Inc.</b>		
Term Loan, 4.00%, Maturing July 26, 2018	174	173,984
<b>Waupaca Foundry, Inc.</b>		
Term Loan, 4.50%, Maturing June 29, 2017	1,620	1,619,540
		<b>\$ 12,898,426</b>
<b>Surface Transport 0.5%</b>		
<b>Hertz Corporation, (The)</b>		
Term Loan, 3.75%, Maturing March 12, 2018	2,040	\$ 2,047,399
<b>Swift Transportation Co. Inc.</b>		
Term Loan, 4.00%, Maturing December 21, 2017	1,353	1,364,991
		<b>\$ 3,412,390</b>
<b>Telecommunications 5.6%</b>		
<b>Arris Group, Inc.</b>		
Term Loan, 3.50%, Maturing April 17, 2020	1,172	\$ 1,161,807
<b>Cellular South, Inc.</b>		
Term Loan, 3.25%, Maturing May 22, 2020	424	424,202
<b>Cricket Communications, Inc.</b>		
Term Loan, 4.75%, Maturing October 10, 2019	547	549,416
Term Loan, 4.75%, Maturing March 9, 2020	3,325	3,343,012
<b>Crown Castle International Corporation</b>		
Term Loan, 3.25%, Maturing January 31, 2019	3,344	3,319,980
<b>Intelsat Jackson Holdings S.A.</b>		
Term Loan, 4.25%, Maturing April 2, 2018	11,541	11,634,371
<b>Mitel Networks Corporation</b>		
Term Loan, 7.00%, Maturing February 27, 2019	821	824,466
<b>Oberthur Technologies Holding SAS</b>		
Term Loan, 6.25%, Maturing March 30, 2019	619	619,523
<b>SBA Finance</b>		
Term Loan, 3.75%, Maturing June 29, 2018	379	380,295
Term Loan, 3.75%, Maturing September 27, 2019	174	174,629
<b>Syniverse Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing April 23, 2019	1,375	1,381,302
Term Loan, 5.00%, Maturing April 23, 2019	2,079	2,093,293
<b>Telesat LLC</b>		
Term Loan, 3.50%, Maturing March 28, 2019	7,722	7,745,313
<b>Windstream Corporation</b>		
Term Loan, 4.00%, Maturing August 8, 2019	2,037	2,050,222
		<b>\$ 35,701,831</b>
<b>Utilities 2.8%</b>		
<b>AES Corporation</b>		
Term Loan, 3.75%, Maturing June 1, 2018	3,007	\$ 3,036,048
<b>Calpine Construction Finance Company, L.P.</b>		
Term Loan, 3.00%, Maturing May 4, 2020	1,150	1,138,660

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Term Loan, 3.25%, Maturing January 31, 2022	425	421,458
<b>Calpine Corporation</b>		
Term Loan, 4.00%, Maturing April 2, 2018	1,054	1,058,603
Term Loan, 4.00%, Maturing April 2, 2018	3,104	3,118,720
Term Loan, 4.00%, Maturing October 9, 2019	943	947,221
<b>Dynegy Holdings Inc.</b>		
Term Loan, 4.00%, Maturing April 23, 2020	1,077	1,072,481
<b>Equipower Resources Holdings LLC</b>		
Term Loan, 4.25%, Maturing December 31, 2019	650	653,656

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>La Frontera Generation, LLC</b>		
Term Loan, 4.50%, Maturing September 30, 2020	725	\$ 729,305
<b>LSP Madison Funding, LLC</b>		
Term Loan, 5.50%, Maturing June 28, 2019	612	616,973
<b>Power Team Services, LLC</b>		
Term Loan, 0.00%, Maturing May 6, 2020 <sup>(6)</sup>	39	38,403
Term Loan, 4.25%, Maturing May 6, 2020	311	308,194
<b>Raven Power Finance, LLC</b>		
Term Loan, 8.25%, Maturing November 15, 2018	572	580,707
<b>Texas Competitive Electric Holdings Company, LLC</b>		
Term Loan, 4.71%, Maturing October 10, 2017	6,000	4,078,367
		\$ 17,798,796
<b>Total Senior Floating-Rate Interests (identified cost \$912,285,705)</b>		\$ 912,304,678

**Corporate Bonds & Notes 11.5%**

Security	Principal Amount* (000 s omitted)	Value
<b>Aerospace and Defense 0.0%<sup>(8)</sup></b>		
<b>GenCorp, Inc.</b>		
7.125%, 3/15/21 <sup>(7)</sup>	50	\$ 52,625
		\$ 52,625
<b>Automotive 0.1%</b>		
<b>American Axle &amp; Manufacturing, Inc.</b>		
9.25%, 1/15/17 <sup>(7)</sup>	120	\$ 128,700
<b>General Motors Financial Co., Inc.</b>		
2.75%, 5/15/16 <sup>(7)</sup>	5	4,997
4.75%, 8/15/17 <sup>(7)</sup>	75	77,719
3.25%, 5/15/18 <sup>(7)</sup>	10	9,625
4.25%, 5/15/23 <sup>(7)</sup>	40	36,100
<b>Navistar International Corp.</b>		
8.25%, 11/1/21	105	104,868
		\$ 362,009
<b>Beverage and Tobacco 0.0%<sup>(8)</sup></b>		
<b>Constellation Brands, Inc.</b>		
6.00%, 5/1/22	70	\$ 74,375
4.25%, 5/1/23	105	96,600
		\$ 170,975
<b>Brokers, Dealers and Investment Houses 0.0%<sup>(8)</sup></b>		
<b>Alliance Data Systems Corp.</b>		
6.375%, 4/1/20 <sup>(7)</sup>	55	\$ 57,888
<b>E*TRADE Financial Corp.</b>		
6.00%, 11/15/17	15	15,600

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6.375%, 11/15/19	45		47,475
		\$	<b>120,963</b>
<b>Building and Development 0.1%</b>			
<b>American Builders &amp; Contractors Supply Co., Inc.</b>			
5.625%, 4/15/21 <sup>(7)</sup>	35	\$	34,038
<b>Brookfield Residential Properties, Inc.</b>			
6.50%, 12/15/20 <sup>(7)</sup>	55		56,512
<b>Builders FirstSource, Inc.</b>			
7.625%, 6/1/21 <sup>(7)</sup>	70		70,175



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Security	Principal Amount* (000 s omitted)	Value
<b>Security</b>		
<b>HD Supply, Inc.</b>		
8.125%, 4/15/19	40	\$ 44,700
7.50%, 7/15/20 <sup>(7)</sup>	30	31,425
11.50%, 7/15/20	35	41,562
<b>Interline Brands, Inc.</b>		
10.00%, 11/15/18 <sup>(5)</sup>	140	151,550
<b>Nortek, Inc.</b>		
10.00%, 12/1/18	90	99,000
8.50%, 4/15/21	50	54,375
		<b>\$ 583,337</b>
<b>Business Equipment and Services 0.1%</b>		
<b>Education Management, LLC/Education Management Finance Corp.</b>		
15.00%, 7/1/18 <sup>(7)</sup>	56	\$ 59,753
<b>FTI Consulting, Inc.</b>		
6.00%, 11/15/22	40	39,700
<b>IMS Health, Incorporated</b>		
6.00%, 11/1/20 <sup>(7)</sup>	80	82,300
<b>Iron Mountain, Inc.</b>		
6.00%, 8/15/23	95	94,763
<b>TransUnion Holding Co., Inc.</b>		
8.125%, 6/15/18 <sup>(5)</sup>	110	116,462
<b>United Rentals North America, Inc.</b>		
8.375%, 9/15/20	20	22,000
7.625%, 4/15/22	30	32,400
		<b>\$ 447,378</b>
<b>Cable and Satellite Television 0.2%</b>		
<b>AMC Networks, Inc.</b>		
4.75%, 12/15/22	35	\$ 32,987
<b>CCO Holdings, LLC/CCO Capital Corp.</b>		
5.25%, 9/30/22	160	146,800
5.75%, 1/15/24	70	65,100
<b>DISH DBS Corp.</b>		
6.75%, 6/1/21	210	219,975
5.875%, 7/15/22	70	68,950
<b>Unitymedia Hessen GmbH &amp; Co. KG/Unitymedia NRW GmbH</b>		
5.50%, 1/15/23 <sup>(7)</sup>	1,000	915,000
		<b>\$ 1,448,812</b>
<b>Chemicals and Plastics 1.6%</b>		
<b>Ashland, Inc.</b>		
3.00%, 3/15/16 <sup>(7)</sup>	15	\$ 15,263
<b>Chemtura Corp.</b>		
5.75%, 7/15/21	25	24,813
<b>Hexion US Finance Corp.</b>		
6.625%, 4/15/20 <sup>(7)</sup>	1,075	1,066,937
6.625%, 4/15/20	2,000	1,985,000
<b>Ineos Finance PLC</b>		
7.25%, 2/15/19 <sup>(7)(8)</sup>	EUR 1,000	1,406,896
8.375%, 2/15/19 <sup>(7)</sup>	1,950	2,142,562

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7.50%, 5/1/20 <sup>(7)</sup>	900	967,500
<b>Milacron, LLC/Mcron Finance Corp.</b>		
7.75%, 2/15/21 <sup>(7)</sup>	20	20,400
<b>Rockwood Specialties Group, Inc.</b>		
4.625%, 10/15/20	130	128,375
<b>Trinseo Materials Operating S.C.A.</b>		
8.75%, 2/1/19 <sup>(7)</sup>	2,150	2,112,375

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Security	Principal Amount* (000 s omitted)	Value
<b>Security</b>		
<b>Tronox Finance, LLC</b>		
6.375%, 8/15/20 <sup>(7)</sup>	160	\$ 153,600
		<b>\$ 10,023,721</b>
<b>Clothing/Textiles 0.0%</b>		
<b>Levi Strauss &amp; Co.</b>		
6.875%, 5/1/22	40	\$ 42,700
<b>Quiksilver, Inc./QS Wholesale, Inc.</b>		
7.875%, 8/1/18 <sup>(7)</sup>	10	10,362
10.00%, 8/1/20 <sup>(7)</sup>	5	5,088
<b>SIWF Merger Sub, Inc.</b>		
6.25%, 6/1/21 <sup>(7)</sup>	55	54,450
		<b>\$ 112,600</b>
<b>Commercial Services 0.0%</b>		
<b>RR Donnelley &amp; Sons Co.</b>		
7.00%, 2/15/22	20	\$ 20,150
		<b>\$ 20,150</b>
<b>Conglomerates 0.0%</b>		
<b>Belden, Inc.</b>		
5.50%, 9/1/22 <sup>(7)</sup>	20	\$ 19,500
<b>Harbinger Group, Inc.</b>		
7.875%, 7/15/19 <sup>(7)</sup>	35	36,313
<b>Spectrum Brands Escrow Corp.</b>		
6.375%, 11/15/20 <sup>(7)</sup>	50	51,875
6.625%, 11/15/22 <sup>(7)</sup>	75	77,062
		<b>\$ 184,750</b>
<b>Containers and Glass Products 0.7%</b>		
<b>BOE Merger Corp.</b>		
9.50%, 11/1/17 <sup>(5)(7)</sup>	85	\$ 90,525
<b>Crown Americas, LLC/Crown Americas Capital Corp. IV</b>		
4.50%, 1/15/23 <sup>(7)</sup>	50	46,375
<b>Reynolds Group Holdings, Inc.</b>		
5.75%, 10/15/20	4,350	4,333,687
<b>Sealed Air Corp.</b>		
8.375%, 9/15/21 <sup>(7)</sup>	10	11,363
		<b>\$ 4,481,950</b>
<b>Cosmetics/Toiletries 0.1%</b>		
<b>Alphabet Holding Co., Inc.</b>		
7.75%, 11/1/17 <sup>(5)</sup>	135	\$ 140,062
<b>Party City Holdings, Inc.</b>		
8.875%, 8/1/20 <sup>(7)</sup>	130	139,913
<b>Sun Products Corp. (The)</b>		
7.75%, 3/15/21 <sup>(7)</sup>	70	68,950

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				\$ 348,925
<b>Diversified Financial Services 0.3%</b>				
<b>KION Finance SA</b>				
4.725%, 2/15/20 <sup>(7)(8)</sup>	EUR	1,450	\$	1,941,785
<b>MPH Intermediate Holding Co. 2</b>				
8.375%, 8/1/18 <sup>(5)(7)</sup>		180		184,275
				\$ 2,126,060
<b>Drugs 0.1%</b>				
<b>Valeant Pharmaceuticals International, Inc.</b>				
6.375%, 10/15/20 <sup>(7)</sup>		245	\$	250,206

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Security	Principal Amount* (000 s omitted)	Value
<b>Security</b>		
<b>VPI Escrow Corp.</b>		
7.50%, 7/15/21 <sup>(7)</sup>	70	\$ 75,250
		<b>\$ 325,456</b>
<b>Ecological Services and Equipment 0.0%</b>		
<b>ADS Waste Holdings, Inc.</b>		
8.25%, 10/1/20 <sup>(7)</sup>	55	\$ 58,300
<b>Clean Harbors, Inc.</b>		
5.25%, 8/1/20	50	49,625
5.125%, 6/1/21	25	24,438
		<b>\$ 132,363</b>
<b>Electronics/Electrical 0.0%</b>		
<b>CommScope Holding Co., Inc.</b>		
6.625%, 6/1/20 <sup>(5)(7)</sup>	55	\$ 54,725
<b>Infor US, Inc.</b>		
9.375%, 4/1/19	65	72,638
<b>NCR Corp.</b>		
5.00%, 7/15/22	65	62,075
<b>Nuance Communications, Inc.</b>		
5.375%, 8/15/20 <sup>(7)</sup>	120	114,900
		<b>\$ 304,338</b>
<b>Equipment Leasing 0.4%</b>		
<b>Air Lease Corp.</b>		
4.50%, 1/15/16	265	\$ 276,925
<b>International Lease Finance Corp.</b>		
8.625%, 9/15/15	1,000	1,101,250
6.75%, 9/1/16 <sup>(7)</sup>	400	439,000
7.125%, 9/1/18 <sup>(7)</sup>	400	446,000
		<b>\$ 2,263,175</b>
<b>Financial Intermediaries 1.2%</b>		
<b>Ally Financial, Inc.</b>		
2.46%, 12/1/14 <sup>(8)</sup>	35	\$ 35,028
0.00%, 6/15/15	80	74,700
3.50%, 7/18/16	535	539,681
<b>CIT Group, Inc.</b>		
5.50%, 2/15/19 <sup>(7)</sup>	45	46,350
5.375%, 5/15/20	10	10,100
5.00%, 8/15/22	20	18,983
<b>First Data Corp.</b>		
7.375%, 6/15/19 <sup>(7)</sup>	1,000	1,042,500
6.75%, 11/1/20 <sup>(7)</sup>	1,640	1,685,100
11.25%, 1/15/21 <sup>(7)</sup>	65	66,950
10.625%, 6/15/21 <sup>(7)</sup>	65	64,919
<b>Ford Motor Credit Co., LLC</b>		
12.00%, 5/15/15	2,250	2,640,665
<b>Lender Processing Services, Inc.</b>		
5.75%, 4/15/23	80	83,600

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<b>MISA Investments, Ltd.</b>			
8.625%, 8/15/18 <sup>(5)(7)</sup>		55	55,206
<b>UPCB Finance II, Ltd.</b>			
6.375%, 7/1/20 <sup>(7)</sup>	EUR	1,000	1,392,821
			<b>\$ 7,756,603</b>
<b>Food Products 0.0%</b>			
<b>B&amp;G Foods, Inc.</b>			
4.625%, 6/1/21		25	\$ 23,281

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Security	Principal Amount* (000 s omitted)	Value
<b>Michael Foods Holding, Inc.</b>		
8.50%, 7/15/18 <sup>(5)(7)</sup>	50	\$ 51,750
<b>Post Holdings, Inc.</b>		
7.375%, 2/15/22 <sup>(7)</sup>	15	15,900
<b>Sun Merger Sub, Inc.</b>		
5.25%, 8/1/18 <sup>(7)</sup>	25	25,157
5.875%, 8/1/21 <sup>(7)</sup>	20	20,000
		<b>\$ 136,088</b>
<b>Food Service 0.0%</b>		
<b>Aramark Corp.</b>		
5.75%, 3/15/20 <sup>(7)</sup>	35	\$ 35,875
		<b>\$ 35,875</b>
<b>Food/Drug Retailers 0.0%</b>		
<b>Pantry, Inc.</b>		
8.375%, 8/1/20	75	\$ 79,875
		<b>\$ 79,875</b>
<b>Health Care 0.9%</b>		
<b>Accellent, Inc.</b>		
8.375%, 2/1/17	180	\$ 185,850
<b>Air Medical Group Holdings, Inc.</b>		
9.25%, 11/1/18	4	4,350
<b>Alere, Inc.</b>		
8.625%, 10/1/18	45	48,656
6.50%, 6/15/20 <sup>(7)</sup>	35	35,088
<b>Amsurg Corp.</b>		
5.625%, 11/30/20	20	20,300
<b>Biomet, Inc.</b>		
6.50%, 8/1/20	175	180,250
<b>Community Health Systems, Inc.</b>		
5.125%, 8/15/18	2,445	2,506,125
7.125%, 7/15/20	130	131,462
<b>ConvaTec Finance International SA</b>		
8.25%, 1/15/19 <sup>(5)(7)</sup>	200	197,500
<b>DaVita, Inc.</b>		
5.75%, 8/15/22	225	223,875
<b>DJO Finance, LLC/DJO Finance Corp.</b>		
8.75%, 3/15/18	20	21,750
<b>HCA Holdings, Inc.</b>		
6.25%, 2/15/21	90	90,450
<b>HCA, Inc.</b>		
6.50%, 2/15/20	20	21,525
4.75%, 5/1/23	1,200	1,123,500
<b>Hologic, Inc.</b>		
6.25%, 8/1/20	265	277,587
<b>INC Research, LLC</b>		
11.50%, 7/15/19 <sup>(7)</sup>	55	58,850
<b>Kinetic Concepts, Inc./KCI USA, Inc.</b>		
10.50%, 11/1/18	50	55,375

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<b>Tenet Healthcare Corp.</b>		
4.375%, 10/1/21 <sup>(7)</sup>	675	613,406
<b>United Surgical Partners International, Inc.</b>		
9.00%, 4/1/20	65	71,988
<b>VWR Funding, Inc.</b>		
7.25%, 9/15/17	95	99,275
		<b>\$ 5,967,162</b>



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Security	Principal Amount* (000 s omitted)	Value
<b>Home Furnishings 0.2%</b>		
<b>Libbey Glass, Inc.</b> 6.875%, 5/15/20	752	\$ 807,460
<b>Sanitec Corp.</b> 4.976%, 5/15/18 <sup>(7)(8)</sup>	EUR 300	402,938
<b>Tempur Sealy International, Inc.</b> 6.875%, 12/15/20	40	41,950
		<b>\$ 1,252,348</b>
<b>Homebuilders/Real Estate 0.0%</b>		
<b>BC Mountain, LLC/BC Mountain Finance, Inc.</b> 7.00%, 2/1/21 <sup>(7)</sup>	65	\$ 66,950
		<b>\$ 66,950</b>
<b>Industrial Equipment 0.0%</b>		
<b>Erikson Air-Crane, Inc., Promissory Note</b> 6.00%, 11/2/20 <sup>(2)(7)(9)</sup>	87	\$ 62,579
<b>Manitowoc Co., Inc. (The)</b> 5.875%, 10/15/22	40	39,700
		<b>\$ 102,279</b>
<b>Insurance 0.4%</b>		
<b>A-S Co-Issuer Subsidiary, Inc./A-S Merger Sub, LLC</b> 7.875%, 12/15/20 <sup>(7)</sup>	50	\$ 51,375
<b>CNO Financial Group, Inc.</b> 6.375%, 10/1/20 <sup>(7)</sup>	1,175	1,233,750
<b>Hub International, Ltd.</b> 8.125%, 10/15/18 <sup>(7)</sup>	70	77,350
<b>Onex USI Acquisition Corp.</b> 7.75%, 1/15/21 <sup>(7)</sup>	115	115,863
<b>Towergate Finance PLC</b> 6.009%, 2/15/18 <sup>(7)(8)</sup>	GBP 700	1,079,583
		<b>\$ 2,557,921</b>
<b>Leisure Goods/Activities/Movies 0.2%</b>		
<b>AMC Entertainment, Inc.</b> 8.75%, 6/1/19	85	\$ 91,800
<b>Bombardier, Inc.</b> 4.25%, 1/15/16 <sup>(7)</sup>	50	51,938
	25	24,750
<b>National CineMedia, LLC</b> 6.00%, 4/15/22	835	855,875
<b>NCL Corp., Ltd.</b> 5.00%, 2/15/18 <sup>(7)</sup>	30	29,775
<b>Regal Entertainment Group</b> 5.75%, 2/1/25	30	27,750
<b>Royal Caribbean Cruises</b> 6.875%, 12/1/13	40	40,650
	25	28,125
	50	57,000

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<b>Seven Seas Cruises, S. de R.L.</b>		
9.125%, 5/15/19	75	81,750
<b>Viking Cruises, Ltd.</b>		
8.50%, 10/15/22 <sup>(7)</sup>	65	71,337
<b>WMG Acquisition Corp.</b>		
6.00%, 1/15/21 <sup>(7)</sup>	50	51,500
		<b>\$ 1,412,250</b>

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Security	Principal Amount* (000 s omitted)	Value
<b>Lodging and Casinos 1.0%</b>		
<b>Buffalo Thunder Development Authority</b> 9.375%, 12/15/14 <sup>(7)(10)</sup>	535	\$ 184,575
<b>Caesars Entertainment Operating Co., Inc.</b> 11.25%, 6/1/17	1,000	1,032,500
8.50%, 2/15/20	2,375	2,275,547
9.00%, 2/15/20	630	607,950
9.00%, 2/15/20	1,300	1,254,500
<b>Inn of the Mountain Gods Resort &amp; Casino</b> 8.75%, 11/30/20 <sup>(7)</sup>	66	66,495
<b>MGM Resorts International</b> 6.625%, 12/15/21	120	121,950
7.75%, 3/15/22	30	32,025
<b>Mohegan Tribal Gaming Authority</b> 11.00%, 9/15/18 <sup>(7)</sup>	50	49,375
<b>Station Casinos, LLC</b> 7.50%, 3/1/21	85	87,975
<b>SugarHouse HSP Gaming Prop Mezz, LP/SugarHouse HSP Gaming Finance Corp.</b> 6.375%, 6/1/21 <sup>(7)</sup>	20	19,100
<b>Tunica-Biloxi Gaming Authority</b> 9.00%, 11/15/15 <sup>(7)</sup>	345	315,675
<b>Waterford Gaming, LLC</b> 8.625%, 9/15/14 <sup>(2)(7)</sup>	162	80,318
		<b>\$ 6,127,985</b>
<b>Mining, Steel, Iron and Nonprecious Metals 0.1%</b>		
<b>ArcelorMittal</b> 6.75%, 2/25/22	25	\$ 25,562
<b>Eldorado Gold Corp.</b> 6.125%, 12/15/20 <sup>(7)</sup>	120	115,200
<b>IAMGOLD Corp.</b> 6.75%, 10/1/20 <sup>(7)</sup>	100	87,000
<b>Inmet Mining Corp.</b> 8.75%, 6/1/20 <sup>(7)</sup>	30	31,500
7.50%, 6/1/21 <sup>(7)</sup>	50	50,500
		<b>\$ 309,762</b>
<b>Nonferrous Metals/Minerals 0.0%</b>		
<b>New Gold, Inc.</b> 7.00%, 4/15/20 <sup>(7)</sup>	45	\$ 46,013
6.25%, 11/15/22 <sup>(7)</sup>	70	67,375
		<b>\$ 113,388</b>
<b>Oil and Gas 0.5%</b>		
<b>Atlas Energy Holdings Operating Co., LLC</b> 7.75%, 1/15/21 <sup>(7)</sup>	30	\$ 27,975
<b>Atlas Pipeline Partners, LP</b> 4.75%, 11/15/21 <sup>(7)</sup>	30	26,850
<b>Berry Petroleum Co.</b> 6.375%, 9/15/22	20	19,975
<b>Bonanza Creek Energy, Inc.</b>		

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6.75%, 4/15/21	55	56,238
<b>Bristow Group, Inc.</b>		
6.25%, 10/15/22	85	87,444
<b>Chesapeake Energy Corp.</b>		
6.125%, 2/15/21	120	125,400
5.75%, 3/15/23	125	125,000
<b>Concho Resources, Inc.</b>		
5.50%, 4/1/23	170	165,750

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Security	Principal Amount* (000 s omitted)	Value
<b>Continental Resources, Inc.</b>		
5.00%, 9/15/22	165	\$ 167,475
4.50%, 4/15/23	70	69,125
<b>CrownRock, LP/CrownRock Finance, Inc.</b>		
7.125%, 4/15/21 <sup>(7)</sup>	70	69,650
<b>CVR Refining, LLC/Coffeyville Finance, Inc.</b>		
6.50%, 11/1/22 <sup>(7)</sup>	130	125,450
<b>EP Energy, LLC/EP Energy Finance, Inc.</b>		
9.375%, 5/1/20	145	160,225
<b>EP Energy, LLC/Everest Acquisition Finance, Inc.</b>		
6.875%, 5/1/19	190	202,825
7.75%, 9/1/22	40	43,000
<b>EPL Oil &amp; Gas, Inc.</b>		
8.25%, 2/15/18	80	84,600
<b>FTS International Services, LLC/FTS International Bonds, Inc.</b>		
8.125%, 11/15/18 <sup>(7)</sup>	46	49,335
<b>Kodiak Oil &amp; Gas Corp.</b>		
5.50%, 1/15/21 <sup>(7)</sup>	15	14,925
<b>Laredo Petroleum, Inc.</b>		
7.375%, 5/1/22	75	79,500
<b>MEG Energy Corp.</b>		
6.375%, 1/30/23 <sup>(7)</sup>	105	105,262
<b>Murphy Oil USA, Inc.</b>		
6.00%, 8/15/23 <sup>(7)</sup>	140	139,650
<b>Newfield Exploration Co.</b>		
5.625%, 7/1/24	130	126,100
<b>Oasis Petroleum, Inc.</b>		
6.875%, 1/15/23	140	148,050
<b>Pacific Drilling SA</b>		
5.375%, 6/1/20 <sup>(7)</sup>	50	48,375
<b>Plains Exploration &amp; Production Co.</b>		
6.875%, 2/15/23	195	207,478
<b>Rosetta Resources, Inc.</b>		
5.625%, 5/1/21	60	58,200
<b>Sabine Pass Liquefaction, LLC</b>		
5.625%, 2/1/21 <sup>(7)</sup>	170	163,200
<b>Sabine Pass LNG, LP</b>		
6.50%, 11/1/20 <sup>(7)</sup>	105	106,050
<b>SandRidge Energy, Inc.</b>		
7.50%, 3/15/21	30	30,000
8.125%, 10/15/22	5	5,050
<b>Seven Generations Energy, Ltd.</b>		
8.25%, 5/15/20 <sup>(7)</sup>	35	36,050
<b>SM Energy Co.</b>		
6.50%, 1/1/23	85	87,975
<b>Tesoro Corp.</b>		
5.375%, 10/1/22	105	100,800
		<b>\$ 3,062,982</b>
<b>Publishing 0.1%</b>		
<b>Gannett Co., Inc.</b>		
5.125%, 7/15/20 <sup>(7)</sup>	45	\$ 44,775
<b>Laureate Education, Inc.</b>		
9.25%, 9/1/19 <sup>(7)</sup>	645	699,825

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**McGraw-Hill Global Education Holdings, LLC/McGraw-Hill Global Education Finance**  
9.75%, 4/1/21<sup>(7)</sup>

105 111,300

\$ 855,900

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Security	Principal Amount* (000 s omitted)	Value
<b>Radio and Television 0.4%</b>		
<b>Clear Channel Communications, Inc.</b>		
9.00%, 12/15/19	953	\$ 922,028
11.25%, 3/1/21	50	51,500
<b>Clear Channel Worldwide Holdings, Inc., Series A</b>		
6.50%, 11/15/22	50	49,875
<b>Clear Channel Worldwide Holdings, Inc., Series B</b>		
6.50%, 11/15/22	140	140,700
<b>Starz, LLC/Starz Finance Corp.</b>		
5.00%, 9/15/19	70	68,950
<b>Univision Communications, Inc.</b>		
6.75%, 9/15/22 <sup>(7)</sup>	925	964,312
5.125%, 5/15/23 <sup>(7)</sup>	65	61,669
		<b>\$ 2,259,034</b>
<b>Real Estate Investment Trusts (REITs) 0.0%</b>		
<b>RHP Hotel Properties, LP/RHP Finance Corp.</b>		
5.00%, 4/15/21 <sup>(7)</sup>	15	\$ 14,025
		<b>\$ 14,025</b>
<b>Retailers (Except Food and Drug) 0.2%</b>		
<b>Burlington Holdings, LLC/Burlington Holding Finance, Inc.</b>		
9.00%, 2/15/18 <sup>(5)(7)</sup>	75	\$ 77,063
<b>Claire s Stores, Inc.</b>		
9.00%, 3/15/19 <sup>(7)</sup>	140	156,625
6.125%, 3/15/20 <sup>(7)</sup>	80	80,000
<b>Hot Topic, Inc.</b>		
9.25%, 6/15/21 <sup>(7)</sup>	130	132,600
<b>Michaels FinCo Holdings, LLC/Michaels FinCo, Inc.</b>		
7.50%, 8/1/18 <sup>(5)(7)</sup>	215	216,075
<b>Michaels Stores, Inc.</b>		
7.75%, 11/1/18	45	48,656
<b>New Academy Finance Co., LLC/New Academy Finance Corp.</b>		
8.00%, 6/15/18 <sup>(5)(7)</sup>	115	118,737
<b>PETCO Holdings, Inc.</b>		
8.50%, 10/15/17 <sup>(5)(7)</sup>	215	220,375
<b>Radio Systems Corp.</b>		
8.375%, 11/1/19 <sup>(7)</sup>	65	70,525
<b>Sally Holdings, LLC/Sally Capital, Inc.</b>		
5.75%, 6/1/22	185	186,156
		<b>\$ 1,306,812</b>
<b>Software and Services 0.0%</b>		
<b>BMC Software Finance, Inc.</b>		
8.125%, 7/15/21 <sup>(7)</sup>	95	\$ 96,663
<b>Healthcare Technology Intermediate, Inc.</b>		
7.375%, 9/1/18 <sup>(5)(7)</sup>	75	76,500
		<b>\$ 173,163</b>
<b>Steel 0.0%</b>		

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<b>AK Steel Corp.</b>			
8.75%, 12/1/18	35	\$	37,100
		\$	<b>37,100</b>
<b>Surface Transport</b>			
0.0%			
<b>Hertz Corp. (The)</b>			
6.25%, 10/15/22	55	\$	56,237



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Security	Principal Amount* (000 s omitted)	Value
<b>Watco Cos., LLC/Watco Finance Corp.</b> 6.375%, 4/1/23 <sup>(7)</sup>	35	\$ 34,738
		<b>\$ 90,975</b>
<b>Telecommunications 1.2%</b>		
<b>Alcatel-Lucent USA, Inc.</b> 8.875%, 1/1/20 <sup>(7)</sup>	200	\$ 205,000
<b>Avaya, Inc.</b> 9.00%, 4/1/19 <sup>(7)</sup>	50	48,250
10.50%, 3/1/21 <sup>(7)</sup>	489	379,930
<b>Crown Castle International Corp.</b> 5.25%, 1/15/23	105	99,750
<b>Frontier Communications Corp.</b> 7.625%, 4/15/24	55	54,038
<b>Hughes Satellite Systems Corp.</b> 6.50%, 6/15/19	1,000	1,057,500
<b>Intelsat Jackson Holdings SA</b> 7.25%, 10/15/20	110	117,975
<b>Intelsat Luxembourg SA</b> 7.75%, 6/1/21 <sup>(7)</sup>	160	165,400
8.125%, 6/1/23 <sup>(7)</sup>	120	125,850
<b>MetroPCS Wireless, Inc.</b> 6.25%, 4/1/21 <sup>(7)</sup>	60	60,075
6.625%, 4/1/23 <sup>(7)</sup>	105	104,606
<b>NII International Telecom SCA</b> 7.875%, 8/15/19 <sup>(7)</sup>	70	66,325
<b>SBA Communications Corp.</b> 5.625%, 10/1/19	60	59,400
<b>SBA Telecommunications, Inc.</b> 5.75%, 7/15/20	95	95,950
<b>Softbank Corp.</b> 4.50%, 4/15/20 <sup>(7)</sup>	200	189,138
<b>Sprint Nextel Corp.</b> 7.00%, 8/15/20	680	705,500
6.00%, 11/15/22	110	103,400
<b>Virgin Media Secure Finance PLC</b> 5.375%, 4/15/21 <sup>(7)</sup>	1,025	1,004,500
6.00%, 4/15/21 <sup>(7)</sup>	GBP 1,050	1,639,389
<b>Wind Acquisition Finance SA</b> 5.476%, 4/30/19 <sup>(7)(8)</sup>	EUR 550	732,359
6.50%, 4/30/20 <sup>(7)</sup>	525	527,625
<b>Windstream Corp.</b> 7.75%, 10/1/21 <sup>(7)</sup>	90	92,475
6.375%, 8/1/23	40	36,350
		<b>\$ 7,670,785</b>
<b>Utilities 1.4%</b>		
<b>AES Corp. (The)</b> 4.875%, 5/15/23	35	\$ 32,287
<b>Calpine Corp.</b> 7.50%, 2/15/21 <sup>(7)</sup>	4,590	4,888,350
7.875%, 1/15/23 <sup>(7)</sup>	3,442	3,708,755
<b>Energy Future Intermediate Holding Co., LLC/EFIH Finance, Inc.</b>		

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6.875%, 8/15/17 <sup>(7)</sup>	35	35,569
<b>Energy Transfer Equity, LP</b>		
7.50%, 10/15/20	30	32,850
		<b>\$ 8,697,811</b>

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	Value
<b>Total Corporate Bonds &amp; Notes</b> (identified cost \$72,293,171)	<b>\$ 73,596,660</b>

**Asset-Backed Securities 2.4%**

Security	Principal Amount (000 s omitted)	Value
Babson Ltd., Series 2005-1A, Class C1, 2.218%, 4/15/19 <sup>(7)(8)</sup>	\$ 753	\$ 710,901
Babson Ltd., Series 2013-1A, Class C, 2.912%, 4/20/25 <sup>(7)(8)</sup>	500	484,597
Babson Ltd., Series 2013-1A, Class D, 3.712%, 4/20/25 <sup>(7)(8)</sup>	400	386,061
Babson Ltd., Series 2013-1A, Class E, 4.612%, 4/20/25 <sup>(7)(8)</sup>	250	226,243
Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.774%, 3/8/17 <sup>(7)(8)</sup>	985	984,632
Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.018%, 7/17/19 <sup>(7)(8)</sup>	750	720,393
CIFC Funding, Ltd., Series 2013-2A, Class A3L, 2.976%, 4/21/25 <sup>(7)(8)</sup>	2,925	2,802,320
Comstock Funding Ltd., Series 2006-1A, Class D, 4.511%, 5/30/20 <sup>(7)(8)</sup>	692	635,887
Dryden Senior Loan Fund, Series 2013-28A, Class A3L, 2.975%, 8/15/25 <sup>(7)(8)</sup>	1,500	1,470,888
Dryden Senior Loan Fund, Series 2013-28A, Class B1L, 3.475%, 8/15/25 <sup>(7)(8)</sup>	640	600,396
Dryden Senior Loan Fund, Series 2013-28A, Class B2L, 4.175%, 8/15/25 <sup>(7)(8)</sup>	430	366,386
Oak Hill Credit Partners, Series 2013-8A, Class C, 2.975%, 4/20/25 <sup>(7)(8)</sup>	450	432,786
Oak Hill Credit Partners, Series 2013-8A, Class D, 3.775%, 4/20/25 <sup>(7)(8)</sup>	500	477,987
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class C1, 3.022%, 7/17/25 <sup>(7)(8)</sup>	1,025	993,734
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class D, 3.622%, 7/17/25 <sup>(7)(8)</sup>	1,025	973,726
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class E, 4.772%, 7/17/25 <sup>(7)(8)</sup>	1,225	1,110,046
Race Point CLO, Ltd., Series 2012-7A, Class D, 4.516%, 11/8/24 <sup>(7)(8)</sup>	1,750	1,749,351

<b>Total Asset-Backed Securities</b> (identified cost \$15,395,868)	<b>\$ 15,126,334</b>
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**Common Stocks 1.7%**

Security	Shares	Value
<b>Automotive 0.1%</b>		
Dayco Products, LLC <sup>(9)(11)</sup>	20,780	\$ 779,250

**\$ 779,250**

**Building and Development 0.1%**

Panolam Holdings Co. <sup>(2)(11)(12)</sup>	280	\$ 367,553
United Subcontractors, Inc. <sup>(2)(9)(11)</sup>	601	27,460

**\$ 395,013**

**Food Service 0.1%**

Buffets Restaurants Holdings, Inc. <sup>(2)(9)(11)</sup>	50,495	\$ 328,218
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**\$ 328,218**

**Leisure Goods/Activities/Movies 0.5%**

Metro-Goldwyn-Mayer Holdings, Inc. <sup>(9)(11)</sup>	66,174	\$ 3,639,570
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		<b>\$ 3,639,570</b>
<b>Lodging and Casinos 0.1%</b>		
Greektown Superholdings, Inc. <sup>(11)</sup>	83	\$ 6,640
Tropicana Entertainment, Inc. <sup>(2)(9)(11)</sup>	37,016	551,538
		<b>\$ 558,178</b>
<b>Nonferrous Metals/Minerals 0.0%</b>		
Euramax International, Inc. <sup>(2)(9)(11)</sup>	701	\$ 140,240
		<b>\$ 140,240</b>

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Security	Shares	Value
<b>Publishing 0.5%</b>		
ION Media Networks, Inc. <sup>(2)(9)(11)</sup>	4,429	\$ 2,807,100
MediaNews Group, Inc. <sup>(2)(9)(11)</sup>	29,104	610,603
		<b>\$ 3,417,703</b>

<b>Radio and Television 0.3%</b>		
New Young Broadcasting Holding Co., Inc. <sup>(2)(9)(11)</sup>	232	\$ 1,751,600
		<b>\$ 1,751,600</b>

**Total Common Stocks**  
(identified cost \$5,274,602) **\$ 11,009,772**

**Warrants 0.0%**

Security	Shares	Value
<b>Oil and Gas 0.0%</b>		
SemGroup Corp., Expires 11/30/14 <sup>(11)</sup>	1,647	\$ 49,970
		<b>\$ 49,970</b>

<b>Radio and Television 0.0%</b>		
New Young Broadcasting Holding Co., Inc., Expires 12/24/24 <sup>(2)(9)(11)</sup>	3	\$ 22,650
		<b>\$ 22,650</b>

**Total Warrants**  
(identified cost \$5,172) **\$ 72,620**

**Miscellaneous 0.0%**

Security	Shares	Value
<b>Oil and Gas 0.0%</b>		
SemGroup Corp., Escrow Certificate <sup>(11)</sup>	605,000	\$ 12,100

**Total Miscellaneous**  
(identified cost \$0) **\$ 12,100**

**Short-Term Investments 0.8%**

Description	Interest (000 s omitted)	Value
Eaton Vance Cash Reserves Fund, LLC, 0.10% <sup>(13)</sup>	\$ 5,295	\$ 5,295,329

**Total Short-Term Investments**  
(identified cost \$5,295,329) **\$ 5,295,329**

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<b>Total Investments</b> 158.5% (identified cost \$1,010,549,847)	<b>\$ 1,017,417,493</b>
<b>Less Unfunded Loan Commitments</b> (0.2)%	<b>\$ (1,288,889)</b>
<b>Net Investments</b> 158.3% (identified cost \$1,009,260,958)	<b>\$ 1,016,128,604</b>
<b>Notes Payable</b> (46.7)%	<b>\$ (300,000,000)</b>

	Value
<b>Variable Rate Term Preferred Shares, at Liquidation Value (12.5)%</b>	<b>\$ (80,000,000)</b>
<b>Other Assets, Less Liabilities 0.9%</b>	<b>\$ 5,944,219</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>	<b>\$ 642,072,823</b>

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

DIP - Debtor In Possession  
 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) For fair value measurement disclosure purposes, security is categorized as Level 3.
- (3) Amount is less than 0.05%.
- (4) This Senior Loan will settle after August 31, 2013, at which time the interest rate will be determined.
- (5) Represents a payment-in-kind security which may pay all or a portion of interest in additional par.
- (6) 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.
- (7) 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 August 31, 2013, the aggregate value of these securities is \$56,707,302 or 8.8% of the Trust's net assets applicable to common shares.

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- (8) Variable rate security. The stated interest rate represents the rate in effect at August 31, 2013.
- (9) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
- (10) 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.
- (11) Non-income producing security.
- (12) Restricted security.
- (13) 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 August 31, 2013. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended August 31, 2013 was \$4,019.
- The cost and unrealized appreciation (depreciation) of investments of the Trust at August 31, 2013, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 1,009,825,240</b>
Gross unrealized appreciation	\$ 14,933,865
Gross unrealized depreciation	(8,630,501)
<b>Net unrealized appreciation</b>	<b>\$ 6,303,364</b>



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### Restricted Securities

At August 31, 2013, 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		Shares	Cost	Value
	Acquisition				
<b>Common Stocks</b>					
Panoram Holdings Co.	12/30/09		280	\$ 153,860	\$ 367,553
<b>Total Restricted Securities</b>				<b>\$ 153,860</b>	<b>\$ 367,553</b>

A summary of open financial instruments at August 31, 2013 is as follows:

### Forward Foreign Currency Exchange Contracts

#### Sales

Settlement Date	Deliver	In Exchange For	Counterparty	Net Unrealized Appreciation (Depreciation)
9/30/13	British Pound Sterling 6,800,623	United States Dollar 10,419,575	Citibank NA	\$ (117,232)
9/30/13	Euro 9,343,893	United States Dollar 12,156,124	HSBC Bank USA	(194,284)
10/31/13	British Pound Sterling 7,234,024	United States Dollar 11,087,335	HSBC Bank USA	(118,299)
10/31/13	Euro 8,096,675	United States Dollar 10,729,309	Deutsche Bank	26,158
11/29/13	British Pound Sterling 3,147,275	United States Dollar 4,881,896	Goldman Sachs International	7,673
11/29/13	Euro 6,835,430	United States Dollar 9,113,269	Citibank NA	76,329
				<b>\$ (319,655)</b>

At August 31, 2013, 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.

At August 31, 2013, the aggregate fair value of open 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 \$110,160 and \$429,815, respectively.

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

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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 August 31, 2013, the hierarchy of inputs used in valuing the Trust's investments and open derivative instruments, which are carried at value, were as follows:

Asset Description	Level 1	Level 2	Level 3*	Total
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 908,556,775	\$ 2,459,014	\$ 911,015,789
Corporate Bonds & Notes		73,453,763	142,897	73,596,660
Asset-Backed Securities		15,126,334		15,126,334
Common Stocks		4,425,460	6,584,312	11,009,772
Warrants		49,970	22,650	72,620
Miscellaneous		12,100		12,100
Short-Term Investments		5,295,329		5,295,329
<b>Total Investments</b>	<b>\$</b>	<b>\$ 1,006,919,731</b>	<b>\$ 9,208,873</b>	<b>\$ 1,016,128,604</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 110,160	\$	\$ 110,160
<b>Total</b>	<b>\$</b>	<b>\$ 1,007,029,891</b>	<b>\$ 9,208,873</b>	<b>\$ 1,016,238,764</b>
 <b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (429,815)	\$	\$ (429,815)
<b>Total</b>	<b>\$</b>	<b>\$ (429,815)</b>	<b>\$</b>	<b>\$ (429,815)</b>

\* None of the unobservable inputs for Level 3 assets, individually or collectively, had a material impact on the Trust.

Level 3 investments at the beginning and/or end of the period in relation to net assets were not significant and accordingly, a reconciliation of Level 3 assets for the fiscal year to date ended August 31, 2013 is not presented.

At August 31, 2013, there were no investments transferred between Level 1 and Level 2 during the fiscal year to date then ended.

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.

**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 Floating-Rate Income Trust

By: /s/ Scott H. Page  
Scott H. Page  
President

Date: October 25, 2013

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: October 25, 2013

By: /s/ James F. Kirchner  
James F. Kirchner  
Treasurer

Date: October 25, 2013