

CALAMOS CONVERTIBLE & HIGH INCOME FUND  
Form N-CSR  
December 24, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM N-CSR**

**CERTIFIED SHAREHOLDER REPORT OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANIES**

INVESTMENT COMPANY ACT FILE NUMBER: 811-21319

EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER: Calamos Convertible and High Income Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 2020 Calamos Court, Naperville,  
Illinois 60563-2787

NAME AND ADDRESS OF AGENT FOR SERVICE: John P. Calamos, Sr., President  
Calamos Advisors LLC  
2020 Calamos Court  
Naperville, Illinois

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: 60563-2787  
(630) 245-7200

DATE OF FISCAL YEAR END: October 31, 2014

DATE OF REPORTING PERIOD: November 1, 2013 through October 31, 2014

**Item 1. Report to Shareholders**

## Experience and Foresight

### About Calamos Investments

For over 35 years, we have helped investors like you manage and build wealth to meet their long-term individual objectives by working to capitalize on the opportunities of the evolving global marketplace. We launched our first mutual fund in 1985 and our first closed-end fund in 2002. Today, we manage five closed-end funds. Two are income-oriented total return offerings, which seek current income, with increased emphasis on capital gains potential. Three are enhanced fixed income offerings, which pursue high current income from income and capital gains. Calamos Convertible and High Income Fund (CHY) falls into this latter category. Please see page 5 for a more detailed overview of our closed-end offerings.

**We are dedicated to helping our clients build and protect wealth.** We understand when you entrust us with your assets, you also entrust us with your achievements, goals and aspirations. We believe we best honor this trust by making investment decisions guided by integrity, by discipline, and by our conscientious research.

**We believe an active, risk-conscious approach is essential for wealth creation.** In the 1970s, we pioneered strategies that seek to participate in equity market upside and mitigate some of the potential risks of equity market volatility. Our investment process seeks to manage risk at multiple levels and draws upon our experience investing through multiple market cycles.

**We have a global perspective.** We believe globalization offers tremendous opportunities for countries and companies all over the world. In our view, this creates significant opportunities for investors. In our U.S., global and international portfolios, we are seeking to capitalize on the potential growth of the global economy.

**We believe there are opportunities in all markets.** Our history traces back to the 1970s, a period of significant volatility and economic concerns. We have invested through multiple market cycles, each with its own challenges. Out of this experience comes our belief that the flipside of volatility is opportunity.

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## Letter to Shareholders

**JOHN P. CALAMOS, SR.**

CEO and Global Co-CIO

Dear Fellow Shareholder:

Welcome to your annual report for the 12-month period ended October 31, 2014. In this report, you will find commentary from the management team, as well as a listing of portfolio holdings, financial statements and highlights, and detailed information about the Fund's performance and positioning. I invite you to review not only the commentary for this Fund, but also to discuss with your financial advisor if there are other Calamos funds that could be suitable for your asset allocation.

Calamos Convertible and High Income Fund (CHY) is an enhanced fixed income fund. We utilize dynamic asset allocation to pursue high current income with a less rate sensitive approach, while also maintaining a focus on capital gains. We believe the flexibility to invest in high yield corporate bonds and convertible securities is an important differentiator, especially given the reduction in the Federal Reserve's quantitative easing activities and the impact that would have on the fixed income markets.

### Distribution Increase

**During the period, CHY provided not only a steady monthly distribution but also increased the distribution** in April by 18% to \$0.1000 from \$0.0850. The increase is a result of positioning the Fund to optimize returns in both the current and anticipated economic environment. We believe the Fund's current annualized distribution rate, which was 8.29%\* on a market price basis as of October 31, 2014, was very competitive, given the low interest rates in many segments of the bond market. In our view, the Fund's distributions illustrate the benefits of a multi-asset class approach and flexible allocation strategy.

We understand that many closed-end fund investors seek steady, predictable distributions instead of distributions that fluctuate. Therefore, this Fund has a level rate distribution policy. As part of this policy, we aim to keep distributions consistent from month to month, and at a level that we believe can be sustained over the long term. In

\* Current Annualized Distribution Rate is the Fund's most recent distribution, expressed as an annualized percentage of the Fund's current market price per share. The Fund's 10/15/14 distribution was \$0.1000 per share. Based on our current estimates, we anticipate that approximately \$0.1000 is paid from ordinary income and that approximately \$0.0000 represents a return of capital. Estimates are calculated on a tax basis rather than on a generally accepted accounting principles (GAAP) basis, but should not be used for tax reporting purposes. Distributions are subject to re-characterization for tax purposes after the end of the fiscal year. This information is not legal or tax advice. Consult a professional regarding your specific legal or tax matters. Under the Fund's level rate distribution policy, distributions paid to common shareholders may include net investment income, net realized short-term capital gains and return of capital. When the net investment income and net realized short-term capital gains are not sufficient, a portion of the level rate distribution will be a return of capital. In addition, a limited number of distributions per calendar year may include net realized long-term capital gains. Distribution rate may vary.

## Letter to Shareholders

setting the Fund's distribution rate, the investment management team and the Fund's Board of Trustees consider the interest rate, market and economic environments. We also factor in our assessment of individual securities and asset classes. (For additional information on our level rate distribution policy, please see *The Calamos Closed-End Funds: An Overview* on page 5 and *Level Rate Distribution Policy* on page 40.)

### Market Environment

**During the reporting period, global equities advanced, although there was a wide variation in the performance of individual markets.** U.S. stocks drove gains in the developed global markets, with the S&P 500 Index returning 17.27%. The U.S. convertible market captured a large measure of the U.S. stock market's gains, with the BofA Merrill Lynch All U.S. Convertibles Index earning 13.48%.

Fixed income markets also gained, but at a more measured pace. The Barclays U.S. Aggregate Bond Index returned 4.14% for the 12-month period, with stronger performance toward the end of the period as apprehensive investors sought haven in fixed income securities. The Credit Suisse High Yield Index performed more strongly, gaining 5.54%, as investors sought yield in a low interest-rate environment.

### Our Use of Leverage\*\*

We have the flexibility to utilize leverage in this Fund. **Over the long term, we believe that the judicious use of leverage provides us with opportunities to enhance total return and support the Fund's distribution rate.** Leverage strategies typically entail borrowing at short-term interest rates and investing the proceeds at higher rates of return. During the reporting period, we believed the prudent use of leverage would be advantageous given the economic environment, and more specifically, the low borrowing costs we were able to secure. Overall, the use of leverage contributed favorably to the returns of the Fund, as the performance of the Fund's holdings exceeded the cost of borrowing.

Consistent with our focus on risk management, we have employed techniques to hedge against a rise in interest rates. We have used interest rate swaps to manage the borrowing costs associated with the Fund's use of leverage. Interest rate swaps allow us to lock down an interest rate we believe to be attractive. Although rates are at historically low levels across much of the fixed income market, history has taught us that rates can rise quickly in some cases, in a matter of months. We believe the Fund's use of interest rate swaps is beneficial because it provides a degree of protection should a rise in rates occur. However, we will continue to assess the costs versus benefits of employing swaps as part of our leverage strategy.

\*\* Leverage creates risks that may adversely affect return, including the likelihood of greater volatility of net asset value and market price of common shares, and fluctuations in the variable rates of the leverage financing.

## Letter to Shareholders

### Long-Term Focus

**An important take-away from the past year is the benefit of maintaining a long-term focus in regard to asset allocation.** Although the U.S. and global stock markets advanced overall, the period was characterized by surges in volatility and changes in market leadership. Investors who tried to time these ups and downs could well have ended up being whipsawed missing the upside but capturing the downside. For example, during the period, there were several sell-offs in growth sectors, as investors allowed anxiety about economic growth to overshadow fundamentals. Yet during the 12-month period, U.S. growth stocks outperformed their value counterparts, with the Russell 3000 Growth Index gaining 16.39% versus the Russell 3000 Value Index, up 15.76%.

**We believe that investors should work with their advisors to prepare for an eventual rise in interest rates.** U.S. and global interest rates have stayed low for longer than many have anticipated due to a variety of factors, including accommodative policy and investors' desire for allocations with a higher degree of perceived safety.

**Convertible securities are well suited to this environment.** Although we expect markets to advance and the global economy to expand, we believe volatility will likely persist due to a range of factors. Actively managed allocations that include convertibles may prove especially beneficial, because convertibles combine attributes of stocks and bonds. As a result, convertible securities have the potential to provide participation in stock market upside with potential protection if stocks experience periods of downside volatility. Convertibles also have tended to be more resilient to rising interest rates than traditional fixed income securities a key consideration for investors who seek to position their asset allocations ahead of a possible rising interest rate environment. We are also encouraged by issuance trends, as economic growth has historically provided a catalyst for convertible issuance.

**In closing, we are honored to serve you.** We recognize the trust you have in placed in us to help you achieve your financial goals. If you have any questions or would like additional information, please visit us at [www.calamos.com](http://www.calamos.com) or contact us at 800.582.6959.

Sincerely,

John P. Calamos, Sr.

CEO and Global Co-CIO,

Calamos Advisors LLC

*Before investing, carefully consider a fund's investment objectives, risks, charges and expenses. Please see the prospectus containing this and other information or call 800.582.6959. Please read the prospectus carefully. Performance data represents past performance, which is no guarantee of future results. Current performance may be lower or higher than the performance quoted.*

The S&P 500 Index is an unmanaged index generally considered representative of the U.S. stock market. The BofA Merrill Lynch All U.S. Convertibles Index represents the U.S. convertible securities market. The Barclays Capital U.S. Aggregate Bond Index is considered generally representative of the investment-grade bond market. The Credit Suisse High Yield Index is an unmanaged index of approximately 1,600 issues with an average maturity range of seven to ten years with a minimum capitalization of \$75 million. The index is

## Letter to Shareholders

considered generally representative of the U.S. market for high yield bonds. The Russell 3000 Growth Index measures the performance of the broad growth segment of the U.S. equity universe. The Russell 3000 Value Index measures the performance of the broad value segment of the U.S. equity universe. Sources: Mellon Analytical Solutions and Lipper.

Unmanaged index returns assume reinvestment of any and all distributions and, unlike fund returns, do not reflect fees, expenses or sales charges. Investors cannot invest directly in an index. Investments in overseas markets pose special risks, including currency fluctuation and political risks. These risks are generally intensified for investments in emerging markets. Countries, regions, and sectors mentioned are presented to illustrate countries, regions, and sectors in which a fund may invest. Fund holdings are subject to change daily. The Fund is actively managed. The information contained herein is based on internal research derived from various sources and does not purport to be statements of all material facts relating to the securities mentioned. The information contained herein, while not guaranteed as to the accuracy or completeness, has been obtained from sources we believe to be reliable. There are certain risks involved with investing in convertible securities in addition to market risk, such as call risk, dividend risk, liquidity risk and default risk, that should be carefully considered prior to investing. This information is being provided for informational purposes only and should not be considered investment advice or an offer to buy or sell any security in the portfolio.

## The Calamos Closed-End Funds: An Overview

In our closed-end funds, we draw upon decades of investment experience, including a long history of opportunistically blending asset classes in an attempt to capture upside potential while seeking to manage downside risk. We launched our first closed-end fund in 2002.

Closed-end funds are long-term investments. Most focus on providing monthly distributions, but there are important differences among individual closed-end funds. Calamos closed-end funds can be grouped into multiple categories that seek to produce income while offering exposure to various asset classes and sectors.

### Portfolios Positioned to Pursue High Current Income from Income and Capital Gains

**OBJECTIVE: U.S. ENHANCED FIXED INCOME**  
**Calamos Convertible Opportunities and Income Fund**

**(Ticker: CHI)**

Invests in high yield and convertible securities, primarily in U.S. markets

### Calamos Convertible and High Income Fund

**(Ticker: CHY)**

Invests in high yield and convertible securities, primarily in U.S. markets

**OBJECTIVE: GLOBAL ENHANCED FIXED INCOME**  
**Calamos Global Dynamic Income Fund**

**(Ticker: CHW)**

Invests in global fixed income securities, alternative investments and equities

### Our Level Rate Distribution Policy

Closed-end fund investors often look for a steady stream of income. Recognizing this, Calamos closed-end funds have a level rate distribution policy in which we aim to keep monthly income consistent through the disbursement of net investment income, net realized short-term capital gains and, if necessary, return of capital. We set distributions at levels that we believe are sustainable for the long term. Our team is focused on delivering an attractive monthly distribution, while maintaining a long-term focus on risk management. The level of the funds' distributions can be greatly influenced by market conditions, including the interest rate environment. The funds' distributions will depend on the individual performance of positions the funds hold, our view of the benefits of retaining leverage, fund tax considerations, and maintaining regulatory requirements.

For more information about any of these funds, we encourage you to contact your financial advisor or Calamos Investments at 800.582.6959 (Monday through Friday from 8:00 a.m. to 6:00 p.m., Central Time). You can also visit us at [www.calamos.com](http://www.calamos.com).

For more information on our level rate distribution policy, please see page 40.





## Investment Team Discussion

### TOTAL RETURN\* AS OF 10/31/14

Common Shares Inception 5/28/03

	1 Year	Since Inception**
On Market Price	22.16%	9.31%
On NAV	11.22%	9.60%

\*Total return measures net investment income and net realized gain or loss from Fund investments, and change in net unrealized appreciation and depreciation, assuming reinvestment of income and net realized gains distributions.

\*\*Annualized since inception.

### SECTOR WEIGHTINGS

Consumer Discretionary	17.6%
Information Technology	17.4
Health Care	14.9
Energy	12.2
Industrials	11.4
Financials	9.9
Materials	4.9
Telecommunication Services	3.4
Consumer Staples	3.0
Utilities	2.4

Sector Weightings are based on managed assets and may vary over time. Sector Weightings exclude any government/sovereign bonds or options on broad market indexes the Fund may hold.

## CONVERTIBLE AND HIGH INCOME FUND (CHY)

### INVESTMENT TEAM DISCUSSION

**Please discuss the Fund's strategy and portfolio allocation.**

Calamos Convertible and High Income Fund (CHY) is an enhanced fixed-income offering that seeks total return through a combination of capital appreciation and current income. It provides an alternative to funds investing exclusively in investment-grade fixed-income instruments, and seeks to be less sensitive to interest rates. Like all five Calamos closed-end funds, the Fund seeks to provide a steady stream of distributions paid out monthly and invests in multiple asset classes.

We invest in a diversified portfolio of convertible securities and high-yield securities. The allocation to each asset class is dynamic and reflects our view of the economic landscape as well as the potential of individual securities. By combining these asset classes, we believe that the Fund is well positioned to generate capital gains as well as income. We believe this broader range of security types also provides increased opportunities to manage the risk and reward characteristics of the portfolio over full market cycles.

**How did the Fund perform over the reporting period?**

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The Fund gained 11.22% on a net asset value (NAV) basis and 22.16% on a market price basis for the 12-month period ended October 31, 2014, versus the 5.54% return of the Credit Suisse High Yield Index and 13.48% return of the BofA ML All U.S. Convertibles Index.

At the end of the reporting period, the Fund's shares traded at a 1.62% premium to net asset value, improving from a 7.49% discount at the beginning of the period.

### SINCE INCEPTION MARKET PRICE AND NAV HISTORY THROUGH 10/31/14

*Performance data quoted represents past performance, which is no guarantee of future results. Current performance may be lower or higher than the performance quoted. The principal value of an investment will fluctuate so that your shares, when sold, may be worth more or less than their original cost. Returns at NAV reflect the deduction of the Fund's management fee, debt leverage costs and all other applicable fees and expenses. You can obtain performance data current to the most recent month end by visiting [www.calamos.com](http://www.calamos.com).*

#### **How do NAV and market price return differ?**

Closed-end funds trade on exchanges, where the price of shares may be driven by factors other than the value of the underlying securities. The price of a share in the market is called market value. Market price may be influenced by factors unrelated to the performance of a fund's holdings, such as general market sentiment or future

## Investment Team Discussion

expectation. A fund's NAV return measures the actual return of the individual securities in the portfolio, less fund expenses. It also measures how a manager was able to capitalize on market opportunities. Because we believe closed-end funds are best utilized as a long-term holding within asset allocations, we believe that NAV return is the better measure of a fund's performance. However, when managing the Fund, we strongly consider actions and policies that we believe will optimize its overall price performance and returns based on market value.

### **Please discuss the Fund's distributions during the annual period.**

We employ a level rate distribution policy within this Fund with the goal of providing shareholders with a consistent distribution stream. The Fund provided an improved distribution stream over the period. In April, we increased our monthly distribution from \$0.0850 per share to \$0.1000 per share, an 18% increase. The Fund's current annualized distribution rate was 8.29% of market price as of October 31, 2014.

We believe that both the Fund's distribution rate and level remained attractive and competitive, as low interest rates limited yield opportunities in much of the marketplace. For example, as of October 31, 2014, the dividend yield of the S&P 500 Index stocks averaged 2.0%. Yields also remained low within the U.S. government bond market, with the 10-year U.S. Treasury and the 30-year U.S. Treasury yielding 2.35% and 3.07%, respectively. Our yield was even higher than more speculative measures, including the Bank of America High Yield Broad Market Index and the Bank of America Merrill Lynch All U.S. Convertibles Index, which offered yields on October 31, 2014 of 6.95% and 2.88%, respectively.

### **What factors influenced performance over the reporting period?**

Solid returns in both the high-yield and convertible bond markets contributed to the Fund's performance over the course of the year. The high-yield market, as measured by the Credit Suisse High Yield Index, enjoyed a total return of 5.54% for the period. In addition, the convertible bond market, as measured by the Bank of America Merrill Lynch All U.S. Convertibles Index, had a total return of 13.48% during the period.

The Fund benefitted from maintaining its high proportional exposure to convertible securities throughout the course of the period, as the asset class rallied in concert with the overall equity market.

From an economic sector perspective, the Fund benefitted from its security selection in, and overweight to, health care, mainly with respect to biotechnology. In addition, the Fund was helped by both its selection in, and overweight to, information technology, particularly securities in the semiconductors industry.

Although our holdings in materials and consumer discretionary generated positive absolute returns, they lagged their sector peers. Namely, our selection in homebuilding (consumer discretionary) and selection, in and underweight to, the diversified metals and mining (materials) inhibited our performance relative to the benchmark Credit Suisse High Yield Index.

It is also important to note that our increased distributions likely made the Fund more attractive to investors, thereby helping price performance.

### **ASSET ALLOCATION AS OF 10/31/14**

**Fund asset allocations are based on total investments and may vary over time.**



## Investment Team Discussion

### **How is the Fund positioned?**

We continue to lighten our positions in corporate bonds and increase our position in convertible securities, which we believe will provide income and benefit from a rising equity market. We should note that our bullish position in the equity and convertible markets was not deterred by market volatility near period end. Minor corrections are not uncommon in a bull market.

We continue to hold our highest allocations in the BB-credit tier and believe this exposure has the potential to offer investors a better risk/return dynamic while continuing to provide regular income. Our credit process tends to guide us away from the most speculative corporate securities in the high-yield market. We currently view the lowest credit tiers of the market as less attractive based on their pricing and our outlook for a slower-growth global economy. Less than 2% of the Fund's holdings are in the lowest credit tier (CCC credit rating and below). We view the mid-grade credit space as particularly well-priced, offering both attractive levels of income with less exposure to potential inflation and higher interest rates.

From a sector perspective, our heaviest exposures are to the consumer discretionary, information technology, health care, energy and industrials sectors. We believe that these sectors have the potential to outperform in the economic recovery cycle.

Where the risk/reward is compelling, we are investing in global businesses that possess the ability to seek the best opportunities around the world and diversify their revenue streams. Overall, the portfolio's companies are performing well: earning attractive cash-flow margins, improving their credit profiles, and maintaining reasonable debt levels to fund their operations.

The Fund is currently leveraged at 28% as of the end of the period, which we believe is a moderate amount. We borrow through floating rate bank debt and, given recent low borrowing rates, this has been beneficial to the performance of the Fund. In addition, 17% of our floating rate debt is hedged through interest rate swaps. This is a defensive strategy that we believe mitigates the Fund's overall exposure to a quick rise in short-term interest rates.

Through dynamic asset allocation we are able to optimize the total return of the Fund by adjusting our exposure to take advantage of market opportunities within various sectors and asset classes. For example, our exposure to fixed-income securities allows us to maintain a competitive distribution. However, given the weighting of the asset classes represented in the portfolio and the overall low duration of the Fund, we expect to be well defended against a rising-interest-rate environment.

### **What are your closing thoughts for Fund shareholders?**

We believe that investing in convertibles enables us to participate in equity market upside while providing a degree of downside protection. This strategy proved its mettle when market volatility reared up during the period. We expect markets to remain turbulent, which we see as a positive for convertibles. In this respect, we believe returns are best viewed over a full market cycle. As we maintain an overall cautiously optimistic view of the U.S. economy, we believe a heavier exposure to equity-sensitive convertibles has the potential to allow the Fund to optimize total return. Our dynamic allocation mandate allows us to deploy assets over different asset classes to benefit our shareholders. Accordingly, we believe that active management in convertible and high-yield investments is essential to providing desirable risk-managed results and consistent distributions over time.

## Schedule of Investments October 31, 2014

PRINCIPAL AMOUNT		VALUE
<b>CORPORATE BONDS (49.8%)</b>		
<b>Consumer Discretionary (9.9%)</b>		
1,394,000	Altice, SA <sup>^*</sup> 7.750%, 05/15/22	\$ 1,465,443
310,000	Brunswick Corp.*m 4.625%, 05/15/21	301,475
3,016,000	Century Communities, Inc.*m 6.875%, 05/15/22	3,061,240
1,858,000	Chrysler Group, LLCm 8.000%, 06/15/19	1,991,544
968,000	Cogeco Cable, Inc.*m 4.875%, 05/01/20	974,050
5,290,000	Cooper Tire & Rubber Company <sup>^</sup> m 8.000%, 12/15/19	5,898,350
4,682,000	Dana Holding Corp. <sup>^</sup> m 6.750%, 02/15/21	4,980,477
5,032,000	DISH DBS Corp.m 7.875%, 09/01/19	5,843,410
3,794,000	Dufry Finance, SCA* <sup>m</sup> 5.500%, 10/15/20	3,919,676
1,394,000	GameStop Corp. <sup>^*</sup> 5.500%, 10/01/19	1,409,683
2,680,000	Golden Nugget Escrow, Inc.* 8.500%, 12/01/21	2,673,300
805,000	Goodyear Tire & Rubber Company <sup>m</sup> 8.250%, 08/15/20	869,903
1,237,000	Greektown Holdings, LLC* <sup>m</sup> 8.875%, 03/15/19	1,243,958
4,258,000	Hasbro, Inc. <sup>^</sup> m 6.600%, 07/15/28	4,913,221
3,653,000	Icahn Enterprises, LP 5.875%, 02/01/22m	3,789,987
2,044,000	6.000%, 08/01/20	2,153,865
480,000	4.875%, 03/15/19m	490,800
4,103,000	Jaguar Land Rover Automotive, PLC* <sup>m</sup> 8.125%, 05/15/21	4,515,864
2,323,000	L Brands, Inc. 7.600%, 07/15/37m	2,507,388
929,000	5.625%, 02/15/22	997,514
670,000	6.950%, 03/01/33 <sup>^</sup> m	691,775
1,274,000	Liberty Interactive, LLCm 8.250%, 02/01/30	1,399,808
3,174,000	Meritage Homes Corp.m 7.150%, 04/15/20	3,503,302
1,692,000	7.000%, 04/01/22	1,845,338
1,626,000	NCL Corp., Ltd. - Class Cm 5.000%, 02/15/18	1,632,098
577,000	Neiman Marcus Group Ltd., LLC <sup>^*</sup> 8.750%, 10/15/21	619,554
461,000	8.000%, 10/15/21	491,253
2,520,000	Netflix, Inc.m 5.375%, 02/01/21	2,646,000
2,632,000	Numericable Group, SA* 6.000%, 05/15/22	2,712,605
		<b>VALUE</b>

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PRINCIPAL AMOUNT		
3,574,000	Outerwall, Inc.m 6.000%, 03/15/19	\$ 3,540,494
2,326,000	Royal Caribbean Cruises, Ltd.^m 7.500%, 10/15/27	2,671,992
4,645,000	Ryland Group, Inc.m 6.625%, 05/01/20	4,975,956
1,301,000	5.375%, 10/01/22	1,281,485
3,290,000	Service Corp. Internationalm 7.500%, 04/01/27	3,637,506
2,539,000	Six Flags Entertainment Corp.*m 5.250%, 01/15/21	2,554,869
2,495,000	Taylor Morrison Communities, Inc.*m 5.250%, 04/15/21	2,513,712
2,787,000	Time, Inc.^* 5.750%, 04/15/22	2,731,260
3,911,000	Toll Brothers Finance Corp. 5.625%, 01/15/24^	4,143,216
1,045,000	4.000%, 12/31/18m	1,064,594
2,667,000	Viking Cruises, Ltd.*m 8.500%, 10/15/22	2,907,030
		101,564,995
	<b>Consumer Staples (1.9%)</b>	
929,000	Alphabet Holding Company, Inc. 7.750%, 11/01/17	913,904
3,174,000	Fidelity & Guaranty Life Holdings, Inc.*m 6.375%, 04/01/21	3,364,440
5,090,000	JBS USA, LLC*m 7.250%, 06/01/21	5,430,393
4,645,000	Land O Lakes, Inc.*m 6.000%, 11/15/22	4,941,119
2,368,000	Post Holdings, Inc.m 7.375%, 02/15/22	2,434,600
2,787,000	Smithfield Foods, Inc.m 6.625%, 08/15/22	3,039,572
		20,124,028
	<b>Energy (10.6%)</b>	
2,889,000	Atwood Oceanics, Inc.m 6.500%, 02/01/20	2,948,586
2,323,000	Berry Petroleum Company 6.375%, 09/15/22	2,219,917
1,188,000	Bill Barrett Corp.^ 7.000%, 10/15/22	1,151,618
2,323,000	Bonanza Creek Energy, Inc.m 6.750%, 04/15/21	2,331,711
2,516,000	Calfrac Holdings, LP*m 7.500%, 12/01/20	2,571,037
2,555,000	Calumet Specialty Products Partners, LPm 7.625%, 01/15/22	2,606,100
1,548,000	9.625%, 08/01/20	1,700,865
634,000	6.500%, 04/15/21*	614,188
3,794,000	Carrizo Oil & Gas, Inc.m 7.500%, 09/15/20	3,865,137
2,892,000	8.625%, 10/15/18	3,025,755

See accompanying Notes to Schedule of Investments

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## Schedule of Investments October 31, 2014

PRINCIPAL AMOUNT		VALUE
6,194,000	Cimarex Energy Company^m 5.875%, 05/01/22	\$ 6,697,262
5,961,000	Drill Rigs Holdings, Inc.*m 6.500%, 10/01/17	5,621,968
2,710,000	Energy Transfer Equity, LPm 5.875%, 01/15/24	2,860,744
1,617,000	Energy XXI Gulf Coast, Inc.*m 6.875%, 03/15/24	1,315,834
1,936,000	EPL Oil & Gas, Inc.m 8.250%, 02/15/18	1,886,390
5,807,000	Gulfmark Offshore, Inc.^m 6.375%, 03/15/22	5,356,957
5,605,000	Gulfport Energy Corp.m 7.750%, 11/01/20	5,773,150
2,992,000	Halcon Resources Corp. 9.750%, 07/15/20	2,528,240
774,000	Holly Energy Partners, LPm 6.500%, 03/01/20	807,863
5,032,000	Laredo Petroleum, Inc.m 7.375%, 05/01/22	5,305,615
	Linn Energy, LLCm	
3,871,000	8.625%, 04/15/20	3,895,194
2,323,000	6.250%, 11/01/19	2,195,235
1,548,000	7.750%, 02/01/21	1,527,683
774,000	6.500%, 05/15/19	733,365
	Oasis Petroleum, Inc.m	
3,608,000	6.500%, 11/01/21	3,743,300
1,161,000	6.875%, 01/15/23	1,220,501
1,990,000	Pacific Drilling, SA*m 5.375%, 06/01/20	1,792,244
2,154,000	Petroleum Geo-Services, ASA*m 7.375%, 12/15/18	2,102,842
932,000	Pioneer Energy Services Corp.* 6.125%, 03/15/22	879,575
1,909,000	Rice Energy, Inc.^* 6.250%, 05/01/22	1,855,309
5,032,000	SEACOR Holdings, Inc.m 7.375%, 10/01/19	5,550,925
1,293,000	Seventy Seven Operating, LLCm 6.625%, 11/15/19	1,284,111
2,942,000	SM Energy Company 6.500%, 11/15/21	3,057,841
3,407,000	Swift Energy Company 8.875%, 01/15/20	3,309,049
3,136,000	Trinidad Drilling, Ltd.*m 7.875%, 01/15/19	3,226,160
8,284,000	W&T Offshore, Inc.m 8.500%, 06/15/19	8,164,917
2,408,000	Western Refining, Inc.m 6.250%, 04/01/21	2,423,050
1,387,000	WPX Energy, Inc. 5.250%, 09/15/24	1,360,994
		109,511,232

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PRINCIPAL AMOUNT		VALUE
	<b>Financials (2.3%)</b>	
2,272,000	AON Corp.m 8.205%, 01/01/27	\$ 2,929,460
3,002,000	Black Knight InfoServ, LLCm 5.750%, 04/15/23	3,185,602
1,084,000	DuPont Fabros Technology, LPm 5.875%, 09/15/21	1,130,747
2,226,000	First Cash Financial Services, Inc. 6.750%, 04/01/21	2,348,430
1,719,000	iStar Financial, Inc.m 4.875%, 07/01/18	1,719,000
	Jefferies Finance, LLC*m	
3,755,000	7.375%, 04/01/20	3,755,000
1,146,000	6.875%, 04/15/22	1,110,188
2,005,000	Nationstar Mortgage, LLC / Nationstar Capital Corp.m 6.500%, 07/01/21	1,865,903
5,032,000	Neuberger Berman Group, LLC*m 5.875%, 03/15/22	5,359,080
		23,403,410
	<b>Health Care (6.0%)</b>	
2,865,000	Alere, Inc. 6.500%, 06/15/20	2,968,856
4,436,000	Community Health Systems, Inc.m 7.125%, 07/15/20	4,813,060
1,675,000	ConvaTec Finance International, SA*m 8.250%, 01/15/19	1,711,641
2,760,000	Crimson Merger Sub, Inc.* 6.625%, 05/15/22	2,575,425
2,865,000	DaVita HealthCare Partners, Inc.m 5.125%, 07/15/24	2,929,463
	Endo International, PLC*m	
5,187,000	7.000%, 12/15/20^	5,488,494
1,161,000	7.000%, 07/15/19	1,224,129
	HCA Holdings, Inc.m	
1,645,000	6.250%, 02/15/21	1,779,684
1,548,000	5.875%, 05/01/23	1,664,100
7,510,000	HCA, Inc.^m 7.750%, 05/15/21	8,101,412
6,972,000	Hologic, Inc.m 6.250%, 08/01/20	7,333,673
1,394,000	Salix Pharmaceuticals, Ltd.*m 6.000%, 01/15/21	1,509,005
4,645,000	Teleflex, Inc.m 6.875%, 06/01/19	4,880,153
5,303,000	Tenet Healthcare Corp.m 6.750%, 02/01/20	5,621,180
	Valeant Pharmaceuticals International, Inc.^*m	
5,807,000	7.000%, 10/01/20	6,104,609
1,781,000	7.250%, 07/15/22	1,878,955
852,000	VPII Escrow Corp.*m 6.750%, 08/15/18	907,913
		61,491,752

## Schedule of Investments October 31, 2014

PRINCIPAL AMOUNT		VALUE
	<b>Industrials (6.8%)</b>	
4,065,000	ACCO Brands Corp.^m 6.750%, 04/30/20	\$ 4,326,684
2,226,000	Clean Harbors, Inc. 5.125%, 06/01/21	2,266,346
5,419,000	Deluxe Corp.m 6.000%, 11/15/20	5,612,052
2,493,000	DigitalGlobe, Inc.*m 5.250%, 02/01/21	2,427,559
4,822,000	Dycom Investments, Inc.m 7.125%, 01/15/21	5,174,609
2,416,000	Edgen Murray Corp.*m 8.750%, 11/01/20	2,668,170
2,083,000	Garda World Security Corp.^*m 7.250%, 11/15/21	2,085,604
2,458,000	GrafTech International, Ltd.^ 6.375%, 11/15/20	2,295,157
4,305,000	H&E Equipment Services, Inc.m 7.000%, 09/01/22	4,609,041
2,710,000	Manitowoc Company, Inc.m 8.500%, 11/01/20	2,935,269
1,254,000	Meritor, Inc.m 6.750%, 06/15/21	1,326,105
1,375,000	Michael Baker Holdings, LLC / Michael Baker Finance Corp.*m 8.875%, 04/15/19	1,370,703
2,710,000	Michael Baker International, LLC / CDL Acquisition Company, Inc.*m 8.250%, 10/15/18	2,784,525
2,601,000	Navistar International Corp.^ 8.250%, 11/01/21	2,680,656
1,474,000	Nortek, Inc.m 8.500%, 04/15/21	1,590,077
5,989,000	Rexel, SA*m 6.125%, 12/15/19	6,198,615
4,227,000	Terex Corp.m 6.000%, 05/15/21	4,388,154
1,936,000	Titan International, Inc.m 6.875%, 10/01/20	1,771,440
2,052,000	TransDigm, Inc.m 5.500%, 10/15/20	2,062,260
1,889,000	Triumph Group, Inc.m 4.875%, 04/01/21	1,892,542
2,013,000	United Continental Holdings, Inc.m 6.375%, 06/01/18	2,106,101
	United Rentals North America, Inc.m	
5,032,000	7.625%, 04/15/22	5,620,115
1,316,000	6.125%, 06/15/23	1,414,700
		69,606,484
	<b>Information Technology (4.9%)</b>	
2,942,000	Activision Blizzard, Inc.*m 5.625%, 09/15/21	3,136,907

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PRINCIPAL AMOUNT		VALUE
	<b>Amkor Technology, Inc.^m</b>	
2,872,000	6.375%, 10/01/22	\$ 2,877,385
2,275,000	6.625%, 06/01/21	2,306,281
7,355,000	<b>Belden, Inc.*m</b>	
	5.500%, 09/01/22	7,511,294
2,323,000	<b>Cardtronics, Inc.*m</b>	
	5.125%, 08/01/22	2,321,548
1,781,000	<b>Equinix, Inc.m</b>	
	5.375%, 04/01/23	1,841,109
6,194,000	<b>Hughes Satellite Systems Corp.m</b>	
	7.625%, 06/15/21	6,906,310
6,194,000	<b>J2 Global, Inc.m</b>	
	8.000%, 08/01/20	6,708,876
2,834,000	<b>Nuance Communications, Inc.*m</b>	
	5.375%, 08/15/20	2,851,712
1,548,000	<b>NXP Semiconductors, NV*m</b>	
	5.750%, 02/15/21	1,637,978
3,921,000	<b>Sungard Data Systems, Inc.m</b>	
	6.625%, 11/01/19	4,053,334
3,019,000	<b>ViaSat, Inc.m</b>	
	6.875%, 06/15/20	3,200,140
4,645,000	<b>Viasystems, Inc.*m</b>	
	7.875%, 05/01/19	4,894,669
		50,247,543
	<b>Materials (3.5%)</b>	
1,238,000	<b>Chemtura Corp.m</b>	
	5.750%, 07/15/21	1,240,321
	<b>First Quantum Minerals, Ltd.*</b>	
1,446,000	7.000%, 02/15/21m	1,423,406
1,446,000	6.750%, 02/15/20	1,431,540
6,968,000	<b>FMG Resources^*</b>	
	8.250%, 11/01/19	7,264,140
5,327,000	<b>Greif, Inc.m</b>	
	7.750%, 08/01/19	6,119,391
	<b>INEOS Group Holdings, SA*</b>	
2,168,000	6.125%, 08/15/18^	2,191,035
1,084,000	5.875%, 02/15/19	1,087,388
	<b>New Gold, Inc.*m</b>	
4,258,000	7.000%, 04/15/20	4,351,144
1,154,000	6.250%, 11/15/22	1,132,363
2,052,000	<b>PH Glatfelter Company</b>	
	5.375%, 10/15/20	2,104,582
805,000	<b>Sealed Air Corp.*m</b>	
	5.250%, 04/01/23	832,672
4,459,000	<b>Trinseo Materials Operating, SCA^</b>	
	8.750%, 02/01/19	4,720,966
2,408,000	<b>United States Steel Corp.^</b>	
	6.875%, 04/01/21	2,591,610
		36,490,558
	<b>Telecommunication Services (3.0%)</b>	
1,900,000	<b>CenturyLink, Inc.m</b>	
	6.750%, 12/01/23	2,110,824

See accompanying Notes to Schedule of Investments

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## Schedule of Investments October 31, 2014

PRINCIPAL AMOUNT		VALUE
	<b>Frontier Communications Corp.</b>	
2,488,000	7.625%, 04/15/24m	\$ 2,674,600
255,000	6.875%, 01/15/25	259,463
	<b>Intelsat, SA</b>	
4,908,000	7.750%, 06/01/21	5,141,130
356,000	8.125%, 06/01/23	379,363
2,052,000	<b>SBA Communications Corp.m</b>	
	5.625%, 10/01/19	2,143,057
	<b>Sprint Corp.*m</b>	
10,409,000	7.875%, 09/15/23^	11,228,709
1,308,000	7.125%, 06/15/24	1,344,787
914,000	7.250%, 09/15/21	966,555
4,367,000	<b>T-Mobile USA, Inc.</b>	
	6.625%, 04/01/23	4,620,832
		30,869,320
	<b>Utilities (0.9%)</b>	
1,587,000	<b>AES Corp.m</b>	
	7.375%, 07/01/21	1,820,091
4,471,000	<b>AmeriGas Finance Corp.^m</b>	
	7.000%, 05/20/22	4,837,063
2,320,000	<b>Calpine Corp.*m</b>	
	7.875%, 01/15/23	2,570,850
		9,228,004
	<b>TOTAL CORPORATE BONDS (Cost \$498,286,634)</b>	512,537,326
	<b>CONVERTIBLE BONDS (49.3%)</b>	
	<b>Consumer Discretionary (11.6%)</b>	
7,200,000	<b>HomeAway, Inc.^*m</b>	
	0.125%, 04/01/19	6,986,160
	<b>Iconix Brand Group, Inc.m</b>	
6,400,000	1.500%, 03/15/18	8,689,088
2,200,000	2.500%, 06/01/16	2,960,848
	<b>Jarden Corp.^</b>	
9,000,000	1.125%, 03/15/34*	9,619,065
6,800,000	1.500%, 06/15/19	8,482,082
2,650,000	<b>KB Home^m</b>	
	1.375%, 02/01/19	2,555,051
19,150,000	<b>Liberty Interactive, LLC (Time Warner Cable, Inc., Time Warner, Inc.)§</b>	
	0.750%, 03/30/43	26,224,010
5,699,000	<b>Liberty Media Corp.^*m</b>	
	1.375%, 10/15/23	5,705,155
11,800,000	<b>MGM Resorts International^m</b>	
	4.250%, 04/15/15	15,164,121
9,852,000	<b>Priceline Group, Inc.^m</b>	
	1.000%, 03/15/18	13,667,532
5,600,000	<b>Standard Pacific Corp.^m</b>	
	1.250%, 08/01/32	6,379,772
13,675,000		12,975,455

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Tesla Motors, Inc.^m  
1.250%, 03/01/21

119,408,339

PRINCIPAL AMOUNT		VALUE
<b>Energy (1.1%)</b>		
8,770,000	Chesapeake Energy Corp. 2.250%, 12/15/38	\$ 8,325,887
3,700,000	Energy XXI Bermuda, Ltd.^* 3.000%, 12/15/18	2,654,713
		10,980,600
<b>Financials (4.6%)</b>		
8,200,000	Ares Capital Corp.^m 4.750%, 01/15/18	8,539,275
4,500,000	5.750%, 02/01/16	4,682,070
1,800,000	EUR Azimut Holding, S.p.A.m 2.125%, 11/25/20	2,468,207
4,000,000	IAS Operating Partnership, LP*m 5.000%, 03/15/18	3,813,740
1,382,000	Jefferies Group, Inc.^m 3.875%, 11/01/29	1,444,853
5,000,000	MGIC Investment Corp.^m 2.000%, 04/01/20	7,180,625
3,408,000	Portfolio Recovery Associates, Inc. 3.000%, 08/01/20	4,100,506
5,500,000	Prologis, Inc.^ 3.250%, 03/15/15	6,037,268
4,800,000	Spirit Realty Capital, Inc.m 2.875%, 05/15/19	4,760,064
4,600,000	Starwood Property Trust, Inc.m 4.550%, 03/01/18	4,891,640
		47,918,248
<b>Health Care (11.8%)</b>		
3,595,000	Acorda Therapeutics, Inc.^m 1.750%, 06/15/21	3,808,363
6,375,000	BioMarin Pharmaceutical, Inc.^m 1.500%, 10/15/20	7,516,794
6,600,000	Cepheid^,* 1.250%, 02/01/21	7,237,824
6,500,000	Cubist Pharmaceuticals, Inc.^m 1.875%, 09/01/20	7,594,925
3,700,000	Depomed, Inc.m 2.500%, 09/01/21	3,942,165
3,500,000	Emergent Biosolutions, Inc.^* 2.875%, 01/15/21	3,621,485
3,500,000	Fluidigm Corp.m 2.750%, 02/01/34	3,268,108
3,100,000	Hologic, Inc. 2.000%, 12/15/37	3,880,100
	Illumina, Inc.*	
7,400,000	0.000%, 06/15/19	8,209,338
7,250,000	0.500%, 06/15/21^	8,430,807
1,610,000	Incyte Corp.*m 1.250%, 11/15/20	2,382,253
3,600,000	Insulet Corp.m 2.000%, 06/15/19	4,173,174
3,700,000	Jazz Investments I, Ltd.^* 1.875%, 08/15/21	4,253,908



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PRINCIPAL AMOUNT		VALUE
3,943,000	Medidata Solutions, Inc.m 1.000%, 08/01/18	\$ 4,267,509
6,494,000	Molina Healthcare, Inc.m 1.125%, 01/15/20^	8,451,389
3,520,000	1.625%, 08/15/44*	3,740,000
5,200,000	Salix Pharmaceuticals, Ltd.^m 1.500%, 03/15/19	11,615,916
14,400,000	WellPoint, Inc. 2.750%, 10/15/42	25,120,008
		121,514,066
	<b>Industrials (1.4%)</b>	
2,258,000	Air Lease Corp.m 3.875%, 12/01/18	3,267,507
4,600,000	Huron Consulting Group, Inc.*m 1.250%, 10/01/19	4,750,995
3,900,000	Trinity Industries, Inc. 3.875%, 06/01/36	6,146,380
		14,164,882
	<b>Information Technology (16.6%)</b>	
7,400,000	AOL, Inc.*m 0.750%, 09/01/19	7,660,073
3,700,000	Citrix Systems, Inc.^* 0.500%, 04/15/19	3,867,074
850,000	Electronic Arts, Inc.m 0.750%, 07/15/16	1,156,064
5,042,000	Euronet Worldwide, Inc.* 1.500%, 10/01/44	5,117,630
3,000,000	Finisar Corp. 0.500%, 12/15/33	2,761,935
4,609,000	Intel Corp. 3.250%, 08/01/39	7,662,462
6,900,000	InvenSense, Inc.^*m 1.750%, 11/01/18	6,638,110
11,000,000	Mentor Graphics Corp.^m 4.000%, 04/01/31	12,974,390
2,500,000	Novellus Systems, Inc.^m 2.625%, 05/15/41	5,666,075
6,400,000	NVIDIA Corp.*m 1.000%, 12/01/18	7,267,136
9,000,000	ON Semiconductor Corp.^ 2.625%, 12/15/26	9,968,535
9,237,000	Palo Alto Networks, Inc.*m 0.000%, 07/01/19	10,853,706
4,100,000	Salesforce.com, Inc.^ 0.250%, 04/01/18	4,852,514
19,200,000	SanDisk Corp.^m 0.500%, 10/15/20	22,704,000
13,000,000		14,779,440



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	ServiceNow, Inc.*m	
	0.000%, 11/01/18	
	SunEdison, Inc.*m	
9,425,000	0.250%, 01/15/20^	9,437,205
1,750,000	2.000%, 10/01/18	2,608,760
<b>PRINCIPAL</b>		
<b>AMOUNT</b>		<b>VALUE</b>
4,876,000	SunPower Corp.^*	
	0.875%, 06/01/21	\$ 5,028,277
3,525,000	Synchronoss Technologies, Inc.m	
	0.750%, 08/15/19	4,149,560
7,500,000	Take-Two Interactive Software, Inc.^m	
	1.000%, 07/01/18	10,130,587
	Twitter, Inc.*	
3,450,000	1.000%, 09/15/21^	3,141,053
3,450,000	0.250%, 09/15/19m	3,153,852
4,000,000	Verint Systems, Inc.^m	
	1.500%, 06/01/21	4,471,260
3,850,000	Workday, Inc.	
	0.750%, 07/15/18	5,082,828
		171,132,526
	<b>Materials (2.2%)</b>	
7,700,000	Cemex, SAB de CVm	
	3.250%, 03/15/16	10,243,310
5,900,000	Glencore Finance Europe, SAM	
	5.000%, 12/31/14	6,048,957
	RTI International Metals, Inc.m	
3,200,000	1.625%, 10/15/19	3,075,712
2,900,000	3.000%, 12/01/15^	2,972,790
		22,340,769
	<b>TOTAL CONVERTIBLE BONDS</b>	
	(Cost \$467,163,103)	507,459,430
	<b>U.S. GOVERNMENT AND AGENCY SECURITIES (0.1%)</b>	
	United States Treasury Note	
581,000	0.125%, 12/31/14^~	581,068
39,000	0.375%, 06/30/15	39,076
	<b>TOTAL U.S. GOVERNMENT AND AGENCY SECURITIES (Cost \$620,066)</b>	620,144
	<b>SYNTHETIC CONVERTIBLE SECURITIES (17.0%)</b> ☐	
	<b>Corporate Bonds (14.5%)</b>	
	<b>Consumer Discretionary (2.9%)</b>	
406,000	Altice, SA^*	
	7.750%, 05/15/22	426,808
90,000	Brunswick Corp.*m	
	4.625%, 05/15/21	87,525
879,000	Century Communities, Inc.*m	
	6.875%, 05/15/22	892,185
542,000	Chrysler Group, LLCm	
	8.000%, 06/15/19	580,956
282,000	Cogeco Cable, Inc.*m	
	4.875%, 05/01/20	283,763
1,543,000	Cooper Tire & Rubber Company^m	
	8.000%, 12/15/19	1,720,445
1,366,000	Dana Holding Corp.^m	
	6.750%, 02/15/21	1,453,082



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PRINCIPAL AMOUNT		VALUE
1,468,000	DISH DBS Corp.m 7.875%, 09/01/19	\$ 1,704,715
1,106,000	Dufry Finance, SCA*m 5.500%, 10/15/20	1,142,636
406,000	GameStop Corp.^* 5.500%, 10/01/19	410,568
781,000	Golden Nugget Escrow, Inc.* 8.500%, 12/01/21	779,047
235,000	Goodyear Tire & Rubber Companym 8.250%, 08/15/20	253,947
361,000	Greektown Holdings, LLC*m 8.875%, 03/15/19	363,031
1,242,000	Hasbro, Inc.^m 6.600%, 07/15/28	1,433,119
1,065,000	Icahn Enterprises, LP 5.875%, 02/01/22m	1,104,937
596,000	6.000%, 08/01/20	628,035
140,000	4.875%, 03/15/19m	143,150
1,197,000	Jaguar Land Rover Automotive, PLC*m 8.125%, 05/15/21	1,317,448
677,000	L Brands, Inc. 7.600%, 07/15/37m	730,737
271,000	5.625%, 02/15/22	290,986
195,000	6.950%, 03/01/33^m	201,338
371,000	Liberty Interactive, LLCm 8.250%, 02/01/30	407,636
926,000	Meritage Homes Corp.m 7.150%, 04/15/20	1,022,072
493,000	7.000%, 04/01/22	537,678
474,000	NCL Corp., Ltd. - Class Cm 5.000%, 02/15/18	475,778
168,000	Neiman Marcus Group Ltd., LLC^* 8.750%, 10/15/21	180,390
134,000	8.000%, 10/15/21	142,794
735,000	Netflix, Inc.m 5.375%, 02/01/21	771,750
768,000	Numericable Group, SA* 6.000%, 05/15/22	791,520
1,042,000	Outerwall, Inc.m 6.000%, 03/15/19	1,032,231
679,000	Royal Caribbean Cruises, Ltd.^m 7.500%, 10/15/27	780,001
1,355,000	Ryland Group, Inc.m 6.625%, 05/01/20	1,451,544
379,000	5.375%, 10/01/22	373,315
960,000	Service Corp. Internationalm 7.500%, 04/01/27	1,061,400
741,000	Six Flags Entertainment Corp.*m 5.250%, 01/15/21	745,631
727,000	Taylor Morrison Communities, Inc.*m 5.250%, 04/15/21	732,453
813,000	Time, Inc.^* 5.750%, 04/15/22	796,740
PRINCIPAL AMOUNT		VALUE

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	Toll Brothers Finance Corp.	
1,140,000	5.625%, 01/15/24^	\$ 1,207,687
305,000	4.000%, 12/31/18m	310,719
778,000	Viking Cruises, Ltd.*m 8.500%, 10/15/22	848,020
		29,617,817
	<b>Consumer Staples (0.6%)</b>	
271,000	Alphabet Holding Company, Inc. 7.750%, 11/01/17	266,596
926,000	Fidelity & Guaranty Life Holdings, Inc.*m 6.375%, 04/01/21	981,560
1,485,000	JBS USA, LLC*m 7.250%, 06/01/21	1,584,310
1,355,000	Land O Lakes, Inc.*m 6.000%, 11/15/22	1,441,381
690,000	Post Holdings, Inc.m 7.375%, 02/15/22	709,406
813,000	Smithfield Foods, Inc.m 6.625%, 08/15/22	886,678
		5,869,931
	<b>Energy (3.1%)</b>	
843,000	Atwood Oceanics, Inc.m 6.500%, 02/01/20	860,387
677,000	Berry Petroleum Company 6.375%, 09/15/22	646,958
347,000	Bill Barrett Corp.^ 7.000%, 10/15/22	336,373
677,000	Bonanza Creek Energy, Inc.m 6.750%, 04/15/21	679,539
734,000	Calfrac Holdings, LP*m 7.500%, 12/01/20	750,056
	Calumet Specialty Products Partners, LPm	
745,000	7.625%, 01/15/22	759,900
452,000	9.625%, 08/01/20	496,635
185,000	6.500%, 04/15/21*	179,219
	Carrizo Oil & Gas, Inc.m	
1,106,000	7.500%, 09/15/20	1,126,738
843,000	8.625%, 10/15/18	881,989
1,806,000	Cimarex Energy Company^m 5.875%, 05/01/22	1,952,737
1,739,000	Drill Rigs Holdings, Inc.*m 6.500%, 10/01/17	1,640,094
790,000	Energy Transfer Equity, LPm 5.875%, 01/15/24	833,944
471,000	Energy XXI Gulf Coast, Inc.*m 6.875%, 03/15/24	383,276
564,000	EPL Oil & Gas, Inc.m 8.250%, 02/15/18	549,548
1,693,000	Gulfmark Offshore, Inc.^m 6.375%, 03/15/22	1,561,792
1,635,000	Gulfport Energy Corp.m 7.750%, 11/01/20	1,684,050

## Schedule of Investments October 31, 2014

PRINCIPAL AMOUNT		VALUE
873,000	Halcon Resources Corp. 9.750%, 07/15/20	\$ 737,685
226,000	Holly Energy Partners, LPm 6.500%, 03/01/20	235,888
1,468,000	Laredo Petroleum, Inc.m 7.375%, 05/01/22	1,547,822
1,129,000	Linn Energy, LLCm 8.625%, 04/15/20	1,136,056
677,000	6.250%, 11/01/19	639,765
452,000	7.750%, 02/01/21	446,068
226,000	6.500%, 05/15/19	214,135
1,052,000	Oasis Petroleum, Inc.m 6.500%, 11/01/21	1,091,450
339,000	6.875%, 01/15/23	356,374
580,000	Pacific Drilling, SA*m 5.375%, 06/01/20	522,363
628,000	Petroleum Geo-Services, ASA*m 7.375%, 12/15/18	613,085
272,000	Pioneer Energy Services Corp.* 6.125%, 03/15/22	256,700
557,000	Rice Energy, Inc.^* 6.250%, 05/01/22	541,334
1,468,000	SEACOR Holdings, Inc.m 7.375%, 10/01/19	1,619,387
377,000	Seventy Seven Operating, LLCm 6.625%, 11/15/19	374,408
858,000	SM Energy Companym 6.500%, 11/15/21	891,784
993,000	Swift Energy Companym 8.875%, 01/15/20	964,451
915,000	Trinidad Drilling, Ltd.*m 7.875%, 01/15/19	941,306
2,416,000	W&T Offshore, Inc.m 8.500%, 06/15/19	2,381,270
702,000	Western Refining, Inc.m 6.250%, 04/01/21	706,388
405,000	WPX Energy, Inc. 5.250%, 09/15/24	397,406
		31,938,360
	<b>Financials (0.7%)</b>	
663,000	AON Corp.m 8.205%, 01/01/27	854,856
875,000	Black Knight InfoServ, LLCm 5.750%, 04/15/23	928,515
316,000	DuPont Fabros Technology, LPm 5.875%, 09/15/21	329,627
649,000	First Cash Financial Services, Inc. 6.750%, 04/01/21	684,695
501,000	iStar Financial, Inc.m 4.875%, 07/01/18	501,000
1,095,000	Jefferies Finance, LLC*m 7.375%, 04/01/20	1,095,000

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PRINCIPAL AMOUNT		VALUE
334,000	6.875%, 04/15/22	323,562
585,000	Nationstar Mortgage, LLC / Nationstar Capital Corp.m 6.500%, 07/01/21	\$ 544,416
1,468,000	Neuberger Berman Group, LLC*m 5.875%, 03/15/22	1,563,420
		6,825,091
	<b>Health Care (1.7%)</b>	
835,000	Alere, Inc. 6.500%, 06/15/20	865,269
1,294,000	Community Health Systems, Inc.m 7.125%, 07/15/20	1,403,990
488,000	ConvaTec Finance International, SA*m 8.250%, 01/15/19	498,675
805,000	Crimson Merger Sub, Inc.* 6.625%, 05/15/22	751,166
835,000	DaVita HealthCare Partners, Inc.m 5.125%, 07/15/24	853,788
1,513,000	Endo International, PLC*m 7.000%, 12/15/20^	1,600,943
339,000	7.000%, 07/15/19	357,433
480,000	HCA Holdings, Inc.m 6.250%, 02/15/21	519,300
452,000	5.875%, 05/01/23	485,900
2,190,000	HCA, Inc.^m 7.750%, 05/15/21	2,362,462
2,033,000	Hologic, Inc.m 6.250%, 08/01/20	2,138,462
406,000	Salix Pharmaceuticals, Ltd.*m 6.000%, 01/15/21	439,495
1,355,000	Teleflex, Inc.m 6.875%, 06/01/19	1,423,597
1,547,000	Tenet Healthcare Corp.m 6.750%, 02/01/20	1,639,820
1,693,000	Valeant Pharmaceuticals International, Inc.^*m 7.000%, 10/01/20	1,779,766
519,000	7.250%, 07/15/22	547,545
248,000	VPII Escrow Corp.*m 6.750%, 08/15/18	264,275
		17,931,886
	<b>Industrials (2.0%)</b>	
1,185,000	ACCO Brands Corp.^m 6.750%, 04/30/20	1,261,284
649,000	Clean Harbors, Inc. 5.125%, 06/01/21	660,763
1,581,000	Deluxe Corp.m 6.000%, 11/15/20	1,637,323
727,000	DigitalGlobe, Inc.*m 5.250%, 02/01/21	707,916
1,406,000	Dycom Investments, Inc.m 7.125%, 01/15/21	1,508,814
704,000	Edgen Murray Corp.*m 8.750%, 11/01/20	777,480

See accompanying Notes to Schedule of Investments

CALAMOS CONVERTIBLE AND HIGH INCOME FUND ANNUAL REPORT 15

## Schedule of Investments October 31, 2014

PRINCIPAL AMOUNT		VALUE
607,000	Garda World Security Corp.^*m 7.250%, 11/15/21	\$ 607,759
717,000	GrafTech International, Ltd.^ 6.375%, 11/15/20	669,499
1,255,000	H&E Equipment Services, Inc.m 7.000%, 09/01/22	1,343,634
790,000	Manitowoc Company, Inc.m 8.500%, 11/01/20	855,669
366,000	Meritor, Inc.m 6.750%, 06/15/21	387,045
401,000	Michael Baker Holdings, LLC / Michael Baker Finance Corp.*m 8.875%, 04/15/19	399,747
790,000	Michael Baker International, LLC / CDL Acquisition Company, Inc.*m 8.250%, 10/15/18	811,725
759,000	Navistar International Corp.^ 8.250%, 11/01/21	782,244
430,000	Nortek, Inc.m 8.500%, 04/15/21	463,863
1,746,000	Rexel, SA*.m 6.125%, 12/15/19	1,807,110
1,233,000	Terex Corp.m 6.000%, 05/15/21	1,280,008
564,000	Titan International, Inc.m 6.875%, 10/01/20	516,060
598,000	TransDigm, Inc.m 5.500%, 10/15/20	600,990
551,000	Triumph Group, Inc.m 4.875%, 04/01/21	552,033
587,000	United Continental Holdings, Inc.m 6.375%, 06/01/18	614,149
1,468,000	United Rentals North America, Inc.m 7.625%, 04/15/22	1,639,573
384,000	6.125%, 06/15/23	412,800
		20,297,488
	<b>Information Technology (1.4%)</b>	
858,000	Activision Blizzard, Inc.*m 5.625%, 09/15/21	914,842
838,000	Amkor Technology, Inc.^m 6.375%, 10/01/22	839,571
664,000	6.625%, 06/01/21	673,130
2,145,000	Belden, Inc.*m 5.500%, 09/01/22	2,190,581
677,000	Cardtronics, Inc.*m 5.125%, 08/01/22	676,577
519,000	Equinix, Inc.m 5.375%, 04/01/23	536,516
1,806,000	Hughes Satellite Systems Corp.m 7.625%, 06/15/21	2,013,690
1,806,000	J2 Global, Inc.m 8.000%, 08/01/20	1,956,124
826,000	Nuance Communications, Inc.*m 5.375%, 08/15/20	831,163

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PRINCIPAL AMOUNT		VALUE
452,000	NXP Semiconductors, NV*m 5.750%, 02/15/21	\$ 478,273
1,144,000	Sungard Data Systems, Inc.m 6.625%, 11/01/19	1,182,610
881,000	ViaSat, Inc.m 6.875%, 06/15/20	933,860
1,355,000	Viasystems, Inc.*m 7.875%, 05/01/19	1,427,831
		14,654,768
	<b>Materials (1.0%)</b>	
361,000	Chemtura Corp.m 5.750%, 07/15/21	361,677
	First Quantum Minerals, Ltd.*	
422,000	7.000%, 02/15/21m	415,406
422,000	6.750%, 02/15/20	417,780
2,032,000	FMG Resources^*	
	8.250%, 11/01/19	2,118,360
1,553,000	Greif, Inc.m 7.750%, 08/01/19	1,784,009
	INEOS Group Holdings, SA*	
632,000	6.125%, 08/15/18^	638,715
316,000	5.875%, 02/15/19	316,987
	New Gold, Inc.*m	
1,242,000	7.000%, 04/15/20	1,269,169
336,000	6.250%, 11/15/22	329,700
598,000	PH Glatfelter Company 5.375%, 10/15/20	613,324
235,000	Sealed Air Corp.*m 5.250%, 04/01/23	243,078
1,301,000	Trinseo Materials Operating, SCA^ 8.750%, 02/01/19	1,377,434
702,000	United States Steel Corp.^ 6.875%, 04/01/21	755,527
		10,641,166
	<b>Telecommunication Services (0.9%)</b>	
554,000	CenturyLink, Inc.m 6.750%, 12/01/23	615,472
	Frontier Communications Corp.	
726,000	7.625%, 04/15/24m	780,450
75,000	6.875%, 01/15/25	76,313
	Intelsat, SA	
1,432,000	7.750%, 06/01/21	1,500,020
104,000	8.125%, 06/01/23	110,825
598,000	SBA Communications Corp.m 5.625%, 10/01/19	624,536
	Sprint Corp.*m	
3,036,000	7.875%, 09/15/23^	3,275,085
382,000	7.125%, 06/15/24	392,744
266,000	7.250%, 09/15/21	281,295
1,273,000	T-Mobile USA, Inc. 6.625%, 04/01/23	1,346,993
		9,003,733



## Schedule of Investments October 31, 2014

PRINCIPAL AMOUNT		VALUE
	<b>Utilities (0.2%)</b>	
463,000	AES Corp.m 7.375%, 07/01/21	\$ 531,003
1,304,000	AmeriGas Finance Corp.^m 7.000%, 05/20/22	1,410,765
677,000	Calpine Corp.*m 7.875%, 01/15/23	750,201
		2,691,969
	<b>TOTAL CORPORATE BONDS</b>	149,472,209
	<b>U.S. Government and Agency Securities (0.0%)</b>	
169,000	United States Treasury Note 0.125%, 12/31/14^~	169,020
11,000	0.375%, 06/30/15	11,021
	<b>TOTAL U.S. GOVERNMENT AND AGENCY SECURITIES</b>	180,041
<b>NUMBER OF CONTRACTS</b>		<b>VALUE</b>
	<b>Purchased Options (2.5%) #</b>	
	<b>Consumer Discretionary (0.1%)</b>	
1,990	Lennar Corp. Call, 01/17/15, Strike \$37.00	1,323,350
	<b>Health Care (1.2%)</b>	
1,405	Gilead Sciences, Inc. Call, 01/17/15, Strike \$72.50	5,507,600
4,240	Mylan, Inc. Call, 01/17/15, Strike \$45.00	3,805,400
215	Regeneron Pharmaceuticals, Inc. Call, 01/17/15, Strike \$250.00	3,102,450
		12,415,450
	<b>Information Technology (1.2%)</b>	
1,540	Apple, Inc. Call, 01/17/15, Strike \$71.43	5,651,800
200	Google, Inc. Call, 01/17/15, Strike \$1,020.00	2,355,000
4,485	Micron Technology, Inc. Call, 01/15/16, Strike \$25.00	4,664,400
		12,671,200
	<b>TOTAL PURCHASED OPTIONS</b>	26,410,000
		176,062,250

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<b>TOTAL SYNTHETIC CONVERTIBLE SECURITIES</b> (Cost \$157,822,510)		
<b>NUMBER OF SHARES</b>		<b>VALUE</b>
<b>CONVERTIBLE PREFERRED STOCKS (16.2%)</b>		
<b>Consumer Staples (0.9%)</b>		
62,000	Bunge, Ltd.m 4.875%	6,913,000
<b>NUMBER OF SHARES</b>		
34,250	Post Holdings, Inc. 5.250%	\$ 2,876,829
		9,789,829
<b>Energy (2.2%)</b>		
20,816	Chesapeake Energy Corp.^*m 5.750%	22,729,742
<b>Financials (4.3%)</b>		
310,000	Affiliated Managers Group, Inc.^m 5.150%	19,123,125
71,400	American Tower Corp. 5.250%	7,767,606
105,000	Crown Castle International Corp. 4.500%	10,669,050
116,667	Weyerhaeuser Company 6.375%	6,533,352
		44,093,133
<b>Industrials (5.7%)</b>		
65,800	Genesee & Wyoming, Inc. 5.000%	8,148,014
102,760	Stanley Black & Decker, Inc.^ 4.750% <sup>m</sup>	13,857,186
36,500	6.250%	4,235,095
550,000	United Technologies Corp.^m 7.500%	32,103,500
		58,343,795
<b>Telecommunication Services (0.9%)</b>		
181,000	Intelsat, SA 5.750%	9,310,640
<b>Utilities (2.2%)</b>		
66,876	Dominion Resources, Inc.^ 6.375%	3,367,207
145,000	Exelon Corp.^ 6.500%	7,638,600
175,000	NextEra Energy, Inc. 5.599%	11,480,875
		22,486,682
<b>TOTAL CONVERTIBLE PREFERRED STOCKS</b> (Cost \$151,250,765)		
		166,753,821
<b>COMMON STOCKS (2.6%)</b>		
<b>Consumer Staples (0.7%)</b>		

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150,000	Tyson Foods, Inc.	7,524,000
	<b>Financials (1.9%)</b>	
17,300	American International Group, Inc.m	926,761
299,522	MetLife, Inc.	16,246,073

See accompanying Notes to Schedule of Investments

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## Schedule of Investments October 31, 2014

NUMBER OF SHARES		VALUE
215,000	Och-Ziff Capital Management Group, LLC - Class A	\$ 2,369,300
		19,542,134
<b>TOTAL COMMON STOCKS</b> (Cost \$26,522,498)		<b>27,066,134</b>
<b>SHORT TERM INVESTMENT (3.6%)</b>		
36,893,145	Fidelity Prime Money Market Fund - Institutional Class (Cost \$36,893,145)	36,893,145
<b>TOTAL INVESTMENTS (138.6%)</b> (Cost \$1,338,558,721)		<b>1,427,392,250</b>
LIABILITIES, LESS OTHER ASSETS (-38.6%)		(397,490,535)
<b>NET ASSETS (100.0%)</b>		<b>\$ 1,029,901,715</b>

## NOTES TO SCHEDULE OF INVESTMENTS

<sup>^</sup> Security, or portion of security, is on loan.

\* Securities issued and sold pursuant to a Rule 144A transaction are excepted from the registration requirement of the Securities Act of 1933, as amended. These securities may only be sold to qualified institutional buyers ( QIBs ), such as the Fund. Any resale of these securities must generally be effected through a sale that is registered under the Act or otherwise exempted from such registration requirements.

m Security, or portion of security, is held in a segregated account as collateral for notes payable aggregating a total value of \$841,048,042. \$191,057,339 of the collateral has been re-registered by the counterparty, BNP (see Note 7 Borrowings).

Variable rate or step bond security. The rate shown is the rate in effect at October 31, 2014.

§ Securities exchangeable or convertible into securities of one or more entities that are different than the issuer. Each entity is identified in the parenthetical.

~ Security, or portion of security, is segregated as collateral (or potential collateral for future transactions) for swaps. The aggregate value of such securities is \$650,076.

⊠ The synthetic convertible securities strategy combines separate securities that together possess the economic characteristics similar to a convertible security.

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# Non-income producing security.

## FOREIGN CURRENCY ABBREVIATION

**EUR** European Monetary Unit

Note: Value for securities denominated in foreign currencies is shown in U.S. dollars. The principal amount for such securities is shown in the respective foreign currency. The date on options represents the expiration date of the option contract. The option contract may be exercised at any date on or before the date shown.

## INTEREST RATE SWAPS

COUNTERPARTY	FIXED RATE (FUND PAYS)	FLOATING RATE (FUND RECEIVES)	TERMINATION DATE	NOTIONAL AMOUNT	UNREALIZED APPRECIATION/ (DEPRECIATION)
BNP Paribas, SA	1.160% quarterly	3 month LIBOR	04/19/17	\$ 68,000,000	\$ (480,899)
					\$ (480,899)

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See accompanying Notes to Financial Statements

## Statement of Assets and Liabilities October 31, 2014

<b>ASSETS</b>	
Investments in securities, at value (cost \$1,338,558,721)	\$ 1,427,392,250
Receivables:	
Accrued interest and dividends	14,830,283
Investments sold	2,132,438
Prepaid expenses	13,321
Other assets	198,920
Total assets	1,444,567,212
<b>LIABILITIES</b>	
Unrealized depreciation on interest rate swaps	480,899
Payables:	
Notes payable	400,000,000
Investments purchased	12,787,813
Affiliates:	
Investment advisory fees	951,752
Deferred compensation to trustees	198,920
Financial accounting fees	13,631
Trustees' fees and officer compensation	9,830
Other accounts payable and accrued liabilities	222,652
Total liabilities	414,665,497
<b>NET ASSETS</b>	<b>\$ 1,029,901,715</b>
<b>COMPOSITION OF NET ASSETS</b>	
Common stock, no par value, unlimited shares authorized 72,306,146 shares issued and outstanding	\$ 962,203,472
Undistributed net investment income (loss)	(9,861,064)
Accumulated net realized gain (loss) on investments, foreign currency transactions and interest rate swaps	(10,792,159)
Unrealized appreciation (depreciation) of investments, foreign currency translations and interest rate swaps	88,351,466
<b>NET ASSETS</b>	<b>\$ 1,029,901,715</b>
Net asset value per common shares based upon 72,306,146 shares issued and outstanding	\$ 14.24

See accompanying Notes to Financial Statements

CALAMOS CONVERTIBLE AND HIGH INCOME FUND ANNUAL REPORT 19

## Statement of Operations Year Ended October 31, 2014

<b>INVESTMENT INCOME</b>	
Interest	\$ 63,739,813
Dividends	8,531,021
Securities lending income	183,281
Total investment income	72,454,115
<b>EXPENSES</b>	
Investment advisory fees	11,405,670
Interest expense and related fees	2,950,660
Printing and mailing fees	174,171
Financial accounting fees	163,645
Accounting fees	85,446
Audit fees	67,871
Trustees' fees and officer compensation	65,475
Legal fees	57,937
Custodian fees	43,686
Transfer agent fees	24,698
Registration fees	14,129
Other	88,734
Total expenses	15,142,122
NET INVESTMENT INCOME (LOSS)	57,311,993
<b>REALIZED AND UNREALIZED GAIN (LOSS)</b>	
<b>Net realized gain (loss) from:</b>	
Investments, excluding purchased options	26,748,081
Purchased options	4,805,626
Foreign currency transactions	886
Interest rate swaps	(1,900,671)
<b>Change in net unrealized appreciation/(depreciation) on:</b>	
Investments, excluding purchased options	2,659,933
Purchased options	15,356,517
Foreign currency translations	(2,178)
Interest rate swaps	1,551,564
NET GAIN (LOSS)	49,219,758
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ 106,531,751

## Statements of Changes in Net Assets

	YEAR ENDED OCTOBER 31,	
	2014	2013
<b>OPERATIONS</b>		
Net investment income (loss)	\$ 57,311,993	\$ 59,690,319
Net realized gain (loss)	29,653,922	46,816,073
Change in unrealized appreciation/(depreciation)	19,565,836	25,679,933
Net increase (decrease) in net assets applicable to shareholders resulting from operations	106,531,751	132,186,325
<b>DISTRIBUTIONS FROM</b>		
Net investment income	(81,214,711)	(73,591,351)
<b>CAPITAL STOCK TRANSACTIONS</b>		
Offering costs on shares		(90,160)
Reinvestment of distributions resulting in the issuance of stock	2,266,548	
Net increase (decrease) in net assets from capital stock transactions	2,266,548	(90,160)
<b>TOTAL INCREASE (DECREASE) IN NET ASSETS</b>	<b>27,583,588</b>	<b>58,504,814</b>
<b>NET ASSETS</b>		
Beginning of year	\$ 1,002,318,127	\$ 943,813,313
End of year	1,029,901,715	1,002,318,127
Undistributed net investment income (loss)	\$ (9,861,064)	\$ (10,202,606)

See accompanying Notes to Financial Statements

CALAMOS CONVERTIBLE AND HIGH INCOME FUND ANNUAL REPORT 21



## Statement of Cash Flows Year Ended October 31, 2014

<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>	
Net increase/(decrease) in net assets from operations	\$ 106,531,751
Adjustments to reconcile net increase/(decrease) in net assets from operations to net cash provided by operating activities:	
Purchase of investment securities, including purchased options	(492,442,392)
Net purchases of short term investments	(12,488,701)
Proceeds from disposition of investment securities, including purchased options	528,392,313
Amortization and accretion of fixed-income securities	(6,990,220)
Net realized gains/losses from investments, excluding purchased options	(26,748,081)
Net realized gains/losses from purchased options	(4,805,626)
Change in unrealized appreciation or depreciation on investments, excluding purchased options	(2,659,933)
Change in unrealized appreciation or depreciation on purchased options	(15,356,517)
Change in unrealized appreciation or depreciation on interest rate swaps	(1,551,564)
Net change in assets and liabilities:	
(Increase)/decrease in assets:	
Accrued interest and dividends receivable	1,963,974
Prepaid expenses	(1,011)
Other assets	(13,325)
Increase/(decrease) in liabilities:	
Payables to affiliates	23,650
Other accounts payable and accrued liabilities	(83,343)
Net cash provided by/(used in) operating activities	\$ 73,770,975
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>	
Distributions to shareholders	(78,948,163)
Proceeds from notes payable	5,000,000
Net cash provided by/(used in) financing activities	\$ (73,948,163)
Net increase/(decrease) in cash	\$ (177,188)
Cash at beginning of year	\$ 177,188
Cash at end of year	\$
Supplemental disclosure	
Cash paid for interest and related fees	\$ 2,965,699
Non-cash financing activities not included herein consists of reinvestment of dividends and distributions:	\$ 2,266,548

## Notes to Financial Statements

### Note 1 Organization and Significant Accounting Policies

**Organization.** Calamos Convertible and High Income Fund (the Fund) was organized as a Delaware statutory trust on March 12, 2003 and is registered under the Investment Company Act of 1940 (the 1940 Act) as a diversified, closed-end management investment company. The Fund commenced operations on May 28, 2003. The Fund's investment objective is to provide total return through a combination of capital appreciation and current income. Under normal circumstances, the Fund will invest at least 80% of its managed assets in a diversified portfolio of convertibles and non-convertible income securities. Managed assets means the Fund's total assets (including any assets attributable to any leverage that may be outstanding) minus total liabilities (other than debt representing financial leverage).

**Fund Valuation.** The valuation of the Fund's investments is in accordance with policies and procedures adopted by and under the ultimate supervision of the board of trustees.

Fund securities that are traded on U.S. securities exchanges, except option securities, are valued at the official closing price, which is the last current reported sales price on its principal exchange at the time each Fund determines its net asset value (NAV). Securities traded in the over-the-counter market and quoted on The NASDAQ Stock Market are valued at the NASDAQ Official Closing Price, as determined by NASDAQ, or lacking a NASDAQ Official Closing Price, the last current reported sale price on NASDAQ at the time a Fund determines its NAV. When a last sale or closing price is not available, equity securities, other than option securities, that are traded on a U.S. securities exchange and other equity securities traded in the over-the-counter market are valued at the mean between the most recent bid and asked quotations on its principal exchange in accordance with guidelines adopted by the board of trustees. Each option security traded on a U.S. securities exchange is valued at the mid-point of the consolidated bid/ask quote for the option security, also in accordance with guidelines adopted by the board of trustees. Each over-the-counter option that is not traded through the Options Clearing Corporation is valued based on a quotation provided by the counterparty to such option under the ultimate supervision of the board of trustees.

Fixed income securities, certain convertible preferred securities, and non-exchange traded derivatives are normally valued by independent pricing services or by dealers or brokers who make markets in such securities. Valuations of such fixed income securities, certain convertible preferred securities, and non-exchange traded derivatives consider yield or price of equivalent securities of comparable quality, coupon rate, maturity, type of issue, trading characteristics and other market data and do not rely exclusively upon exchange or over-the-counter prices.

Trading on European and Far Eastern exchanges and over-the-counter markets is typically completed at various times before the close of business on each day on which the New York Stock Exchange (NYSE) is open. Each security trading on these exchanges or over-the-counter markets may be valued utilizing a systematic fair valuation model provided by an independent pricing service approved by the board of trustees. The valuation of each security that meets certain criteria in relation to the valuation model is systematically adjusted to reflect the impact of movement in the U.S. market after the foreign markets close. Securities that do not meet the criteria, or that are principally traded in other foreign markets, are valued as of the last reported sale price at the time the Fund determines its NAV, or when reliable market prices or quotations are not readily available, at the mean between the most recent bid and asked quotations as of the close of the appropriate exchange or other designated time. Trading of foreign securities may not take place on every NYSE business day. In addition, trading may take place in various foreign markets on Saturdays or on other days when the NYSE is not open and on which the Fund's NAV is not calculated.

If the pricing committee determines that the valuation of a security in accordance with the methods described above is not reflective of a fair value for such security, the security is valued at a fair value by the pricing committee, under the ultimate supervision of the board of trustees, following the guidelines and/or procedures adopted by the board of trustees.

The Fund also may use fair value pricing, pursuant to guidelines adopted by the board of trustees and under the ultimate supervision of the board of trustees, if trading in the security is halted or if the value of a security it holds is materially affected by events occurring before the Fund's pricing time but after the close of the primary market or exchange on which the security is listed. Those procedures may utilize valuations furnished by pricing services approved by the board of trustees, which may be based on market transactions for comparable securities and various relationships between securities that are generally recognized by institutional traders, a computerized matrix system, or appraisals derived from information concerning the securities or similar securities received from recognized dealers in those securities.



## Notes to Financial Statements

When fair value pricing of securities is employed, the prices of securities used by a Fund to calculate its NAV may differ from market quotations or official closing prices. In light of the judgment involved in fair valuations, there can be no assurance that a fair value assigned to a particular security is accurate.

**Investment Transactions.** Investment transactions are recorded on a trade date basis as of October 31, 2014. Net realized gains and losses from investment transactions are reported on an identified cost basis. Interest income is recognized using the accrual method and includes accretion of original issue and market discount and amortization of premium. Dividend income is recognized on the ex-dividend date, except that certain dividends from foreign securities are recorded as soon as the information becomes available after the ex-dividend date.

**Foreign Currency Translation.** Values of investments and other assets and liabilities denominated in foreign currencies are translated into U.S. dollars using a rate quoted by a major bank or dealer in the particular currency market, as reported by a recognized quotation dissemination service.

The Fund does not isolate that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held. Such fluctuations are included with the net realized and unrealized gain or loss from investments.

Reported net realized foreign currency gains or losses arise from disposition of foreign currency, the difference in the foreign exchange rates between the trade and settlement dates on securities transactions, and the difference between the amounts of dividends, interest and foreign withholding taxes recorded on the ex-date or accrual date and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes (due to the changes in the exchange rate) in the value of foreign currency and other assets and liabilities denominated in foreign currencies held at year end.

**Allocation of Expenses Among Funds.** Expenses directly attributable to the Fund are charged to the Fund; certain other common expenses of Calamos Advisors Trust, Calamos Investment Trust, Calamos ETF Trust, Calamos Convertible Opportunities and Income Fund, Calamos Convertible and High Income Fund, Calamos Strategic Total Return Fund, Calamos Global Total Return Fund and Calamos Global Dynamic Income Fund are allocated proportionately among each Fund to which the expenses relate in relation to the net assets of each Fund or on another reasonable basis.

**Use of Estimates.** The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results may differ from those estimates.

**Income Taxes.** No provision has been made for U.S. income taxes because the Fund's policy is to continue to qualify as a regulated investment company under the Internal Revenue Code of 1986, as amended, and distribute to shareholders substantially all of the Fund's taxable income and net realized gains.

Dividends and distributions paid to shareholders are recorded on the ex-dividend date. The amount of dividends and distributions from net investment income and net realized capital gains is determined in accordance with federal income tax regulations, which may differ from U.S. generally accepted accounting principles. To the extent these book/tax differences are permanent in nature, such amounts are reclassified within the capital accounts based on their federal tax-basis treatment. These differences are primarily due to differing treatments for foreign currency transactions, contingent payment debt instruments and methods of amortizing and accreting for fixed income securities. The financial statements are not adjusted for temporary differences.

The Fund recognized no liability for uncertain tax positions. A reconciliation is not provided as the beginning and ending amounts of unrecognized benefits are zero, with no interim additions, reductions or settlements. Tax years 2010 - 2013 remain subject to examination by the U.S. and the State of Illinois tax jurisdictions.

**Indemnifications.** Under the Fund's organizational documents, the Fund is obligated to indemnify its officers and trustees against certain liabilities incurred by them by reason of having been an officer or trustee of the Fund. In addition, in the normal course of business, the Fund may enter into contracts that provide general indemnifications to other parties. The Fund's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Fund that have not yet occurred. Currently, the Fund's management expects the risk of material loss in connection to a potential claim to be remote.

## Notes to Financial Statements

### Note 2 Investment Adviser and Transactions With Affiliates Or Certain Other Parties

Pursuant to an investment advisory agreement with Calamos Advisors LLC ( Calamos Advisors ), the Fund pays an annual fee, payable monthly, equal to 0.80% based on the average weekly managed assets.

Pursuant to a financial accounting services agreement, during the period the Fund paid Calamos Advisors a fee for financial accounting services payable monthly at the annual rate of 0.0175% on the first \$1 billion of combined assets, 0.0150% on the next \$1 billion of combined assets and 0.0110% on combined assets above \$2 billion (for purposes of this calculation combined assets means the sum of the total average daily net assets of Calamos Advisors Trust, Calamos Investment Trust, Calamos ETF Trust and the total average weekly managed assets of Calamos Convertible and High Income Fund, Calamos Strategic Total Return Fund, Calamos Convertible Opportunities and Income Fund, Calamos Global Total Return Fund and Calamos Global Dynamic Income Fund). Financial accounting services include, but are not limited to, the following: managing expenses and expense payment processing; monitoring the calculation of expense accrual amounts; calculating, tracking and reporting tax adjustments on all assets; and monitoring trustee deferred compensation plan accruals and valuations. The Fund pays its pro rata share of the financial accounting services fee payable to Calamos Advisors based on its relative portion of combined assets used in calculating the fee.

The Fund reimburses Calamos Advisors for a portion of compensation paid to the Fund's Chief Compliance Officer. This compensation is reported as part of the Trustees' fees and officer compensation expense on the Statement of Operations.

A trustee and certain officers of the Fund are also officers and directors of Calamos Advisors. Such trustee and officers serve without direct compensation from the Fund.

The Fund has adopted a deferred compensation plan (the Plan). Under the Plan, a trustee who is not an interested person (as defined in the 1940 Act) and has elected to participate in the Plan (a participating trustee) may defer receipt of all or a portion of their compensation from the Fund. The deferred compensation payable to the participating trustee is credited to the trustee's deferral account as of the business day such compensation would have been paid to the participating trustee. The value of amounts deferred for a participating trustee is determined by reference to the change in value of Class I shares of one or more funds of Calamos Investment Trust designated by the participant. The value of the account increases with contributions to the account or with increases in the value of the measuring shares, and the value of the account decreases with withdrawals from the account or with declines in the value of the measuring shares. Deferred compensation of \$198,920 is included in Other assets on the Statement of Assets and Liabilities at October 31, 2014. The Fund's obligation to make payments under the Plan is a general obligation of the Fund and is included in Payable for deferred compensation to trustees on the Statement of Assets and Liabilities at October 31, 2014.

### Note 3 Investments

The cost of purchases and proceeds from sale of long-term investments for the year ended October 31, 2014 were as follows:

Cost of purchases	\$ 486,409,360
Proceeds from sales	\$ 501,199,050

The following information is presented on a federal income tax basis as of October 31, 2014. Differences between the cost basis under U.S. generally accepted accounting principles and federal income tax purposes are primarily due to temporary differences.

The cost basis of investments for federal income tax purposes at October 31, 2014 was as follows:

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Cost basis of investments	\$ 1,359,041,740
Gross unrealized appreciation	106,828,378
Gross unrealized depreciation	(38,477,868)
Net unrealized appreciation (depreciation)	\$ 68,350,510

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## Notes to Financial Statements

### Note 4 Income Taxes

For the fiscal year ended October 31, 2014, the Fund recorded the following permanent reclassifications to reflect tax character. The results of operations and net assets were not affected by these reclassifications.

Paid-in capital	\$ (25,654,340)
Undistributed net investment income/(loss)	24,244,260
Accumulated net realized gain/(loss) on investments	1,410,080

The Fund intends to make monthly distributions from its income available for distribution, which consists of the Fund's dividends and interest income after payment of Fund expenses, and net realized gains on stock investments. At least annually, the Fund intends to distribute all or substantially all of its net realized capital gains, if any. Distributions are recorded on the ex-dividend date. The Fund distinguishes between distributions on a tax basis and a financial reporting basis. Accounting principles generally accepted in the United States of America require that only distributions in excess of tax basis earnings and profits be reported in the financial statements as a return of capital. Permanent differences between book and tax accounting relating to distributions are reclassified to paid-in-capital. For tax purposes, distributions from short-term capital gains are considered to be from ordinary income. Distributions in any year may include a return of capital component.

The tax character of distributions for the year ended October 31, 2014 will be determined at the end of the Fund's current fiscal year. Distributions for the year ended October 31, 2014 were characterized for federal income tax purposes as follows:

Distributions paid from:	YEAR ENDED OCTOBER 31, 2014	YEAR ENDED OCTOBER 31, 2013
Ordinary income	\$ 81,214,711	\$ 73,591,351

As of October 31, 2014, the components of accumulated earnings/(loss) on a tax basis were as follows:

Undistributed ordinary income	\$
Undistributed capital gains	
<b>Total undistributed earnings</b>	
Accumulated capital and other losses	(10,483)
Net unrealized gains/(losses)	67,868,447
<b>Total accumulated earnings/(losses)</b>	67,857,964
Other	(159,721)
Paid-in capital	962,203,472
<b>Net assets applicable to common shareholders</b>	<b>\$ 1,029,901,715</b>

The Regulated Investment Company Modernization Act of 2010 (the Act) modernized various tax rules for regulated investment companies, and was effective for taxable years beginning after the enactment date of December 22, 2010. One significant change is to the treatment of capital loss carryforwards. Now, any capital losses recognized will retain their character as either short-term or long-term capital losses, will be utilized before the pre-Act capital loss carryforwards, and will be carried forward indefinitely, until applied in offsetting future capital gains.

As of October 31, 2014, the Fund had pre-Act capital loss carryforwards which, if not used, will expire as follows:



2019

\$ (10,483)

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## Notes to Financial Statements

**Note 5 Common Shares**

There are unlimited common shares of beneficial interest authorized and 72,306,146 shares outstanding at October 31, 2014. Calamos Advisors owned 38,596 of the outstanding shares at October 31, 2014. Transactions in common shares were as follows:

	YEAR ENDED OCTOBER 31, 2014	YEAR ENDED OCTOBER 31, 2013
Beginning shares	72,148,383	72,148,383
Shares sold	0	0
Shares issued through reinvestment of distributions	157,763	0
Ending shares	72,306,146	72,148,383

Notice is hereby given in accordance with Section 23(c) of the 1940 Act that the Fund may from time to time purchase its shares of common stock in the open market.

The Fund also may offer and sell common shares from time to time at an offering price equal to or in excess of the net asset value per share of the Fund's common shares at the time such common shares are initially sold.

**Note 6 Derivative Instruments**

**Foreign Currency Risk.** The Fund may engage in portfolio hedging with respect to changes in currency exchange rates by entering into forward foreign currency contracts to purchase or sell currencies. A forward foreign currency contract is a commitment to purchase or sell a foreign currency at a future date at a negotiated forward rate. Risks associated with such contracts include, among other things, movement in the value of the foreign currency relative to the U.S. dollar and the ability of the counterparty to perform. To mitigate the counterparty risk, the Fund may enter into an International Swaps and Derivatives Association, Inc. Master Agreement ( ISDA Master Agreement ) or similar agreement with its derivative contract counterparties. An ISDA Master Agreement is a bilateral agreement between the Fund and a counterparty that governs over-the-counter derivatives and foreign exchange contracts and typically contains, among other things, collateral posting terms and netting provisions in the event of a default and/or termination event. Under an ISDA Master Agreement, the Fund may, under certain circumstances, offset with the counterparty certain derivative financial instrument's payables and/or receivables with collateral held and/or posted and create one single net payment. The provisions of the ISDA Master Agreement typically permit a single net payment in the event of default (close-out netting), including the bankruptcy or insolvency of the counterparty. Generally, collateral is exchanged between the Fund and the counterparty and the amount of collateral due from the Fund or to a counterparty has to exceed a minimum transfer amount threshold before a transfer has to be made. To the extent amounts due to the Fund from its counterparties are not fully collateralized, contractually or otherwise, the Fund bears the risk of loss from counterparty nonperformance. For financial reporting purposes, the Fund does not offset derivative assets and derivative liabilities that are subject to netting arrangements in the Statements of Assets and Liabilities. The Fund's net counterparty exposure is reflected in the counterparty table below. The net unrealized gain, if any, represents the credit risk to the Fund on a forward foreign currency contract. The contracts are valued daily at forward foreign exchange rates. The Fund realizes a gain or loss when a position is closed or upon settlement of the contracts. There were no open forward foreign currency contracts at October 31, 2014.

**Equity Risk.** The Fund may engage in option transactions and in doing so achieves similar objectives to what it would achieve through the sale or purchase of individual securities. A call option, upon payment of a premium, gives the purchaser of the option the right to buy, and the seller of the option the obligation to sell, the underlying security, index or other instrument at the exercise price. A put option gives the purchaser of the option, upon payment of a premium, the right to sell, and the seller the obligation to buy, the underlying security, index, or other instrument at the exercise price.

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To seek to offset some of the risk of a potential decline in value of certain long positions, the Fund may also purchase put options on individual securities, broad-based securities indexes or certain exchange-traded funds ( ETFs ). The Fund may also seek to generate income from option premiums by writing (selling) options on a portion of the equity securities (including securities that are convertible into equity securities) in the Fund s portfolio, on broad-based securities indexes, or certain ETFs.

When the Fund purchases an option, it pays a premium and an amount equal to that premium is recorded as an asset. When the Fund writes an option, it receives a premium and an amount equal to that premium is recorded as a liability. The asset or liability is

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## Notes to Financial Statements

adjusted daily to reflect the current market value of the option. If an option expires unexercised, the Fund realizes a gain or loss to the extent of the premium received or paid. If an option is exercised, the premium received or paid is recorded as an adjustment to the proceeds from the sale or the cost basis of the purchase. The difference between the premium and the amount received or paid on a closing purchase or sale transaction is also treated as a realized gain or loss. The cost of securities acquired through the exercise of call options is increased by premiums paid. The proceeds from securities sold through the exercise of put options are decreased by the premiums paid. Gain or loss on written options and purchased options is presented separately as net realized gain or loss on written options and net realized gain or loss on purchased options, respectively.

Options written by the Fund do not typically give rise to counterparty credit risk since options written obligate the Fund and not the counterparty to perform. Exchange traded purchased options have minimal counterparty credit risk to the Fund since the exchange's clearinghouse, as counterparty to such instruments, guarantees against a possible default.

As of October 31, 2014, the Fund had outstanding purchased options as listed on the Schedule of Investments.

**Interest Rate Risk.** The Fund may engage in interest rate swaps primarily to hedge the interest rate risk on the Fund's borrowings (see Note 7 - Borrowings). An interest rate swap is a contract that involves the exchange of one type of interest rate for another type of interest rate. If interest rates rise, resulting in a diminution in the value of the Fund's portfolio, the Fund would receive payments under the swap that would offset, in whole or in part, such diminution in value; if interest rates fall, the Fund would likely lose money on the swap transaction. Unrealized gains are reported as an asset, and unrealized losses are reported as a liability on the Statement of Assets and Liabilities. The change in value of swaps, including accruals of periodic amounts of interest to be paid or received on swaps, is reported as change in net unrealized appreciation/depreciation on interest rate swaps in the Statement of Operations. A realized gain or loss is recorded in net realized gain (loss) on interest rate swaps in the Statement of Operations upon payment or receipt of a periodic payment or termination of the swap agreements. Swap agreements are stated at fair value. Notional principal amounts are used to express the extent of involvement in these transactions, but the amounts potentially subject to credit risk are much smaller. In connection with these contracts, securities may be identified as collateral in accordance with the terms of the respective swap contracts in the event of default or bankruptcy of the Fund.

Premiums paid to or by the Fund are accrued daily and included in realized gain (loss) when paid on swaps in the accompanying Statement of Operations. The contracts are marked-to-market daily based upon third party vendor valuations and changes in value are recorded as unrealized appreciation (depreciation). Gains or losses are realized upon early termination of the contract. Risks may exceed amounts recognized in the Statement of Assets and Liabilities. These risks include changes in the returns of the underlying instruments, failure of the counterparties to perform under the contracts' terms, a counterparty's creditworthiness, and the possible lack of liquidity with respect to the contracts.

As of October 31, 2014, the Fund had outstanding interest rate swap agreements as listed on the Schedule of Investments.

As of October 31, 2014, the Fund had outstanding derivative contracts which are reflected on the Statement of Assets and Liabilities as follows:

	ASSET DERIVATIVES	LIABILITY DERIVATIVES
<b>Gross amounts at fair value:</b>		
Interest Rate Swaps <sup>(1)</sup>	\$ 26,410,000	\$ 480,899
Options purchased <sup>(2)</sup>	26,410,000	
	\$ 26,410,000	\$ 480,899

## Notes to Financial Statements

The following table presents the outstanding derivative contracts, organized by counterparty, that are subject to enforceable master netting agreements as of October 31, 2014:

Counterparty		GROSS AMOUNTS NOT OFFSET IN THE STATEMENT OF ASSETS AND LIABILITIES				
		GROSS AMOUNTS PRESENTED IN THE STATEMENT OF ASSETS AND LIABILITIES		COLLATERAL PLEGGED	NET AMOUNT RECEIVABLE IN THE EVENT OF DEFAULT	NET AMOUNT PAYABLE IN THE EVENT OF DEFAULT
		ASSETS	LIABILITIES			
BNP Paribas,SA	ISDA	\$	\$ 480,899	\$ 480,899	\$	\$
		\$	\$ 480,899	\$ 480,899	\$	\$

(1) Generally, the Statement of Assets and Liabilities location for Interest rate swaps is Unrealized depreciation on interest rate swaps.

(2) Generally, the Statement of Assets and Liabilities location for Options purchased is Investments in securities.

For the year ended October 31, 2014, the volume of derivative activity for the Fund is reflected below\*

	DERIVATIVE TYPE
Options purchased	30,499

\* Activity during the period is measured by opened number of contracts for options purchased.

#### Note 7 Borrowings

The Fund, with the approval of its board of trustees, including its independent trustees, has entered into a financing package that includes a Committed Facility Agreement (the BNP Agreement) with BNP Paribas Prime Brokerage International Ltd. (BNP) that allows the Fund to borrow up to \$200.0 million and a lending agreement (Lending Agreement), as defined below. In addition, the financing package also includes a Credit Agreement (the SSB Agreement), together with the BNP Agreement, Agreements with State Street Bank and Trust Company (SSB) that allows the Fund to borrow up to a limit of \$200.0 million, and a related securities lending authorization agreement (Authorized Agreement). Borrowings under the BNP Agreement and the SSB Agreement are secured by assets of the Fund that are held with the Fund's custodian in a separate account (the pledged collateral). BNP and SSB share an equal claim on the pledged collateral, subject to any adjustment that may be agreed upon between the lenders. Interest on the BNP Agreement is charged at the three month LIBOR (London Inter-bank Offered Rate) plus .65% on the amount borrowed and .55% on the undrawn balance. Interest on the SSB Agreement is charged on the drawn amount at the rate of Overnight LIBOR plus .80% and .10% on the undrawn balance (if the undrawn amount is more than 75% of the borrowing limit, the commitment fee is .20%). For the year ended October 31, 2014, the average borrowings under the Agreements were \$396.9 million. For the year ended October 31, 2014, the average interest rate was 0.71%. As of October 31, 2014, the amount of total outstanding borrowings was \$400.0 million (\$200.0 million under the BNP Agreement and \$200.0 million under the SSB Agreement), which approximates fair value. The interest rate applicable to the borrowings on October 31, 2014 was 0.74%.

The Lending Agreement with BNP is a separate side-agreement between the Fund and BNP pursuant to which BNP may borrow a portion of the pledged collateral (the Lent Securities) in an amount not to exceed the outstanding borrowings owed by the Fund to BNP under the BNP Agreement. The Lending Agreement is intended to permit the Fund to significantly reduce the cost of its borrowings under the BNP Agreement.

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BNP may re-register the Lent Securities in its own name or in another name other than the Fund, and may pledge, re-pledge, sell, lend or otherwise transfer or use the Lent Securities with all attendant rights of ownership. (It is the Fund's understanding that BNP will perform due diligence to determine the creditworthiness of any party that borrows Lent Securities from BNP.) The Fund may designate any security within the pledged collateral as ineligible to be a Lent Security, provided there are eligible securities within the pledged collateral in an amount equal to the outstanding borrowing owed by the Fund. During the period in which the Lent Securities are outstanding, BNP must remit payment to the Fund equal to the amount of all dividends, interest or other distributions earned or made by the Lent Securities.

Under the terms of the Lending Agreement with BNP, the Lent Securities are marked to market daily, and if the value of the Lent Securities exceeds the value of the then-outstanding borrowings owed by the Fund to BNP under the Agreement (the Current Borrowings), BNP must, on that day, either (1) return Lent Securities to the Fund's custodian in an amount sufficient to cause the value of the outstanding Lent Securities to equal the Current Borrowings; or (2) post cash collateral with the Fund's custodian equal

## Notes to Financial Statements

to the difference between the value of the Lent Securities and the value of the Current Borrowings. If BNP fails to perform either of these actions as required, the Fund will recall securities, as discussed below, in an amount sufficient to cause the value of the outstanding Lent Securities to equal the Current Borrowings. The Fund can recall any of the Lent Securities and BNP shall, to the extent commercially possible, return such security or equivalent security to the Fund's custodian no later than three business days after such request. If the Fund recalls a Lent Security pursuant to the Lending Agreement, and BNP fails to return the Lent Securities or equivalent securities in a timely fashion, BNP shall remain liable to the Fund's custodian for the ultimate delivery of such Lent Securities, or equivalent securities, and for any buy-in costs that the executing broker for the sales transaction may impose with respect to the failure to deliver. The Fund shall also have the right to apply and set-off an amount equal to one hundred percent (100%) of the then-current fair market value of such Lent Securities against the Current Borrowings.

Under the terms of the Authorized Agreement with SSB, all securities lent through SSB must be secured continuously by collateral received in cash, cash equivalents, or U.S. Treasury bills and maintained on a current basis at an amount at least equal to the market value of the securities loaned. Cash collateral held by SSB on behalf of the Fund may be credited against the amounts borrowed under the SSB Agreement. Any amounts credited against the SSB Agreement would count against the Fund's leverage limitations under the 1940 Act, unless otherwise covered in accordance with SEC Release IC-10666. Under the terms of the Authorized Agreement with SSB, SSB will return the value of the collateral to the borrower upon the return of the lent securities, which will eliminate the credit against the SSB Agreement and will cause the amount drawn under the SSB Agreement to increase in an amount equal to the returned collateral. Under the terms of the Authorized Agreement with SSB, the Fund will make a variable net income payment related to any collateral credited against the SSB Agreement which will be paid to the securities borrower, less any payments due to the Fund or SSB under the terms of the Authorized Agreement. As of October 31, 2014, the Fund used approximately \$130.2 million of its cash collateral to offset the SSB Agreement, representing 9.1% of managed assets, and was required to pay a net income payment equal to an annualized interest rate of 0.44%, which can fluctuate depending on interest rates.

### Note 8 Fair Value Measurement

Various inputs are used to determine the value of the Fund's investments. These inputs are categorized into three broad levels as follows:

Level 1 Prices are determined using inputs from unadjusted quoted prices from active markets (including securities actively traded on a securities exchange) for identical assets.

Level 2 Prices are determined using significant observable market inputs other than unadjusted quoted prices, including quoted prices of similar securities, fair value adjustments to quoted foreign securities, interest rates, credit risk, prepayment speeds, and other relevant data.

Level 3 Prices reflect unobservable market inputs (including the Fund's own judgments about assumptions market participants would use in determining fair value) when observable inputs are unavailable.

Debt securities are valued based upon evaluated prices received from an independent pricing service or from a dealer or broker who makes markets in such securities. Pricing services utilize various observable market data and as such, debt securities are generally categorized as Level 2. The levels are not necessarily an indication of the risk or liquidity of the Fund's investments. Transfers between the levels for investment securities or other financial instruments are measured at the end of the reporting period.

## Notes to Financial Statements

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

	LEVEL 1	LEVEL 2	LEVEL 3	TOTAL
<b>Assets:</b>				
Corporate Bonds	\$	\$ 512,537,326	\$	\$ 512,537,326
Convertible Bonds		507,459,430		507,459,430
U.S. Government and Agency Securities		620,144		620,144
Synthetic Convertible Securities (Corporate Bonds)		149,472,209		149,472,209
Synthetic Convertible Securities (U.S. Government and Agency Securities)		180,041		180,041
Synthetic Convertible Securities (Purchased Options)	26,410,000			26,410,000
Convertible Preferred Stocks	103,630,250	63,123,571		166,753,821
Common Stocks U.S.	27,066,134			27,066,134
Short Term Investment	36,893,145			36,893,145
<b>Total</b>	<b>\$ 193,999,529</b>	<b>\$ 1,233,392,721</b>	<b>\$</b>	<b>\$ 1,427,392,250</b>
<b>Liabilities:</b>				
Interest Rate Swaps	\$	\$ 480,899	\$	\$ 480,899
<b>Total</b>	<b>\$</b>	<b>\$ 480,899</b>	<b>\$</b>	<b>\$ 480,899</b>



## Financial Highlights

Selected data for a share outstanding throughout each year were as follows:

	Year Ended October 31,				
	2014	2013	2012	2011	2010
Net asset value, beginning of year	\$13.89	\$13.08	\$12.72	\$13.03	\$11.92
Income from investment operations:					
Net investment income (loss)*	0.79	0.83	0.86	0.91	0.96
Net realized and unrealized gain (loss)	0.69	1.00	0.52	(0.20)	1.17
Total from investment operations	1.48	1.83	1.38	0.71	2.13
Less distributions to common shareholders from:					
Net investment income	(1.13)	(1.02)	(1.02)	(0.86)	(1.02)
Return of capital				(0.16)	
Total distributions	(1.13)	(1.02)	(1.02)	(1.02)	(1.02)
Capital charge resulting from issuance of common and preferred shares and related offering costs			(a)	(a)	(a)
Premiums from shares sold in at the market offerings				(a)	(a)
Net asset value, end of year	\$14.24	\$13.89	\$13.08	\$12.72	\$13.03
Market value, end of year	\$14.47	\$12.85	\$12.43	\$11.96	\$13.19
Total investment return based on:(b)					
Net asset value	11.22%	15.13%	11.66%	5.80%	18.88%
Market value	22.16%	12.08%	12.85%	(1.73)%	30.29%
Net assets, end of year (000)	\$1,029,902	\$1,002,318	\$943,813	\$917,539	\$921,278
Ratios to average net assets applicable to common shareholders:					
Net expenses	1.47%	1.50%	1.60%	1.61%	1.73%
Gross expenses prior to expense reductions and earnings credits	1.47%	1.50%	1.60%	1.64%	1.79%
Net expenses, excluding interest expense	1.18%	1.17%	1.16%	1.20%	1.20%
Net investment income (loss)	5.57%	6.18%	6.70%	6.99%	7.75%
Portfolio turnover rate	35%	62%	54%	42%	39%
Average commission rate paid	\$0.0292	\$0.0288	\$0.0214	\$0.0211	\$
Asset coverage per \$1,000 of loan outstanding(c)	\$3,575	\$3,538	\$4,006	\$3,922	\$4,412

\* Net investment income allocated based on average shares method.

(a) Amount equated to less than \$0.005 per common share.

(b) Total investment return is calculated assuming a purchase of common stock on the opening of the first day and a sale on the closing of the last day of the period reported. Dividends and distributions are assumed, for purposes of this calculation, to be reinvested at prices obtained under the Fund's dividend reinvestment plan. Total return is not annualized for periods less than one year. Brokerage commissions are not reflected. NAV per share is determined by dividing the value of the Fund's portfolio securities, cash and other assets, less all liabilities, by the total number of common shares outstanding. The common share market price is the price the market is willing to pay for shares of the Fund at a given time. Common share market price is influenced by a range of factors, including supply and demand and market conditions.

(c) Calculated by subtracting the Fund's total liabilities (not including Notes payable) from the Fund's total assets and dividing this by the amount of notes payable outstanding, and by multiplying the result by 1,000.



## Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Trustees of Calamos Convertible and High Income Fund

We have audited the accompanying statement of assets and liabilities of Calamos Convertible and High Income Fund (the Fund), including the schedule of investments, as of October 31, 2014, and the related statements of operations and cash flows for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. The Fund is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of October 31, 2014, by correspondence with the custodian and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Calamos Convertible and High Income Fund as of October 31, 2014, the results of its operations and its cash flows for the year then ended, the changes in its net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended, in conformity with accounting principles generally accepted in the United States of America.

December 17, 2014

## Trustee Approval of the Management Agreement (Unaudited)

The Board of Trustees of the Fund oversees the management of the Fund, and, as required by law, determines annually whether to continue the Fund's management agreement with Calamos Advisors (the Adviser) pursuant to which the Adviser serves as the investment manager and administrator for the Fund. The Independent Trustees, who comprise more than 80% of the Board, have never been affiliated with the Adviser.

In connection with their most recent consideration regarding the continuation of the management agreement, the Trustees received and reviewed a substantial amount of information provided by the Adviser in response to detailed requests of the Independent Trustees and their independent legal counsel. In the course of their consideration of the agreement, the Independent Trustees were advised by their counsel and, in addition to meeting with management of the Adviser, they met separately in executive session with their counsel.

At a meeting held on June 26, 2014, based on their evaluation of the information referred to above and other information, the Trustees determined that the overall arrangements between the Fund and the Adviser were fair and reasonable in light of the nature, extent and quality of the services provided by the Adviser and its affiliates, the fees charged for those services and other matters that the Trustees considered relevant in the exercise of their business judgment. At that meeting, the Trustees, including all of the Independent Trustees, approved the continuation of the management agreement through July 31, 2015, subject to possible earlier termination as provided in the agreement.

In connection with its consideration of the management agreement, the Board considered, among other things: (i) the nature, extent and quality of the Adviser's services, (ii) the investment performance of the Fund as well as performance information for comparable funds and other comparable clients of the Adviser, (iii) the fees and other expenses paid by the Fund as well as expense information for comparable funds and for other, comparable clients of the Adviser, (iv) the profitability of the Adviser and its affiliates from their relationship with the Fund, (v) the extent to which economies of scale may apply, and (vi) other benefits to the Adviser from its relationship with the Fund. In the Board's deliberations, no single factor was responsible for the Board's decision to approve continuation of the management agreement, and each Trustee may have afforded different weight to the various factors.

*Nature, Extent and Quality of Services.* The Board's consideration of the nature, extent and quality of the Adviser's services to the Fund took into account the knowledge gained from the Board's meetings with the Adviser throughout the years. In addition, the Board considered: the Adviser's long-term history of managing the Fund; the consistency of investment approach; the background and experience of the Adviser's investment personnel responsible for managing the Fund; and the Adviser's performance as administrator of the Fund, including, among other things, in the areas of brokerage selection, trade execution, compliance and shareholder communications. The Board also reviewed the Adviser's resources and key personnel involved in providing investment management services to the Fund. The Board noted the personal investments that the Adviser's key investment personnel have made in the Fund, which further aligns the interests of the Adviser and its personnel with those of the Fund's shareholders. In addition, the Board considered compliance reports about the Adviser from the Fund's Chief Compliance Officer. The Board concluded that the nature, extent and quality of the services provided by the Adviser to the Fund were appropriate and consistent with the management agreements and that the Fund was likely to continue to benefit from services provided under its management agreement with the Adviser.

*Investment Performance of the Fund.* The Board considered the Fund's investment performance over various time periods, including how the Fund performed compared to the median performance of a group of comparable funds (the Fund's Category) selected by Morningstar, an independent, third party service provider (Morningstar). The performance periods considered by the Board ended on March 31, 2014. Where available, the Board considered one-, three-, five- and ten-year performance.

The Board considered that the Fund outperformed its Category median during the three-, five-, and ten-year periods, and that the Fund's performance equaled its Category median during the one-year period.

For the reasons noted above, the Board concluded that continuation of the management agreement for the Fund was in the best interest of the Fund and its shareholders.

*Costs of Services Provided and Profits Realized by the Adviser.* Using information provided by Morningstar, the Board evaluated the Fund's actual management fee rate compared to the median management fee rate for other mutual funds similar in size, character and investment strategy (the Fund's Expense Group), and the Fund's total expense ratio compared to the median total expense ratio of the Fund's Expense Group.



## Trustee Approval of the Management Agreement (Unaudited)

The Board considered that the Fund's management fee rate and total expense ratio, which reflects the total fees paid by an investor, are both lower than the respective medians of the Fund's Expense Group. The Board, in its consideration of expenses, also took into account its review of the Fund's performance.

The Board also reviewed the Adviser's management fee rates for its institutional separate accounts and for its sub-advised funds (for which the Adviser provides portfolio management services only). The Board took into account the Adviser's assertion that although, generally, the rates of fees paid by institutional clients were lower than the rates of fees paid by the Fund, the differences reflected the Adviser's greater level of responsibilities and significantly broader scope of services regarding the Fund, the more extensive regulatory obligations and risks associated with managing the Fund, and other financial considerations with respect to the Fund.

The Board also considered the Adviser's costs in serving as the Fund's investment adviser and manager, including costs associated with technology, infrastructure and compliance necessary to manage the Fund. The Board reviewed the Adviser's methodology for allocating costs among the Adviser's lines of business. The Board also considered information regarding the structure of the Adviser's compensation program for portfolio managers, analysts and certain other employees and the relationship of such compensation to the attraction and retention of quality personnel. Finally, the Board reviewed information on the profitability of the Adviser in serving as the Fund's investment manager and of the Adviser and its affiliates in all of their relationships with the Fund, as well as an explanation of the methodology utilized in allocating various expenses among the Fund and the Adviser's other business units. Data was provided to the Board with respect to profitability, both on a pre- and post-marketing cost basis. The Board also reviewed the annual report of the Adviser's parent company and discussed its corporate structure.

After its review of all the matters addressed, including those outlined above, the Board concluded that the rate of management fee paid by the Fund to the Adviser, in light of the nature and quality of the services provided, was reasonable and in the best interests of the Fund's shareholders.

*Economies of Scale and Fee Levels Reflecting Those Economies.* In reviewing the Fund's fees and expenses, the Trustees examined the potential benefits of economies of scale and whether any economies of scale should be reflected in the Fund's fee structure. They noted that the Fund is a closed-end fund, and has therefore had a relatively stable asset base since commencement of operations and that there do not appear to have been any significant economies of scale realized since that time.

*Other Benefits Derived from the Relationship with the Fund.* The Board considered other benefits that accrue to the Adviser and its affiliates from their relationship with the Fund. The Board also considered the Adviser's use of a portion of the commissions paid by the Fund on its portfolio brokerage transactions to obtain research products and services benefiting the Fund and/or other clients of the Adviser.

After full consideration of the above factors as well as other factors that were instructive in their consideration, the Trustees, including all of the Independent Trustees, concluded that the continuation of the management agreement with the Adviser was in the best interest of the Fund and its shareholders.

## Tax Information (Unaudited)

We are providing this information as required by the Internal Revenue Code (Code). The amounts shown may differ from those elsewhere in this report due to differences between tax and financial reporting requirements. In February 2015, shareholders will receive Form 1099-DIV which will include their share of qualified dividends and capital gains distributed during the calendar year 2014. Shareholders are advised to check with their tax advisors for information on the treatment of these amounts on their individual income tax returns.

Under Section 854(b)(2) of the Code, the Fund hereby designates \$2,255,124 or the maximum amount allowable under the Code, as qualified dividends for the fiscal year ended October 31, 2014.

Under Section 854(b)(2) of the Code, the Fund hereby designates 3.14% of the ordinary income dividends as income qualifying for the corporate dividends received deduction for the fiscal year ended October 31, 2014.

## Trustees and Officers (Unaudited)

The management of the Fund, including general supervision of the duties performed for the Fund under the investment management agreement between the Fund and Calamos Advisors, is the responsibility of its board of trustees. Each trustee elected will hold office for the terms noted below or until such trustee's earlier resignation, death or removal; however, each trustee who is not an interested person of the Fund shall retire as a trustee at the end of the calendar year in which the trustee attains the age of 75 years.

The following table sets forth each trustee's name, age at October 31, 2014, position(s) with the Fund, number of portfolios in the Calamos Fund Complex overseen, principal occupation(s) during the past five years and other directorships held, and date first elected or appointed.

NAME AND AGE	POSITION(S) WITH FUND	PORTFOLIOS IN FUND COMPLEX^ OVERSEEN	PRINCIPAL OCCUPATION(S) DURING THE PAST 5 YEARS AND OTHER DIRECTORSHIPS
<b>Trustees who are interested persons of the Fund:</b>			
John P. Calamos, Sr., 74*	Trustee and President (since 1988)  Term Expires 2017	25	Chairman, CEO, and Global Co-Chief Investment Officer, Calamos Asset Management, Inc. ( CAM ), Calamos Investments LLC ( CILLC ), Calamos Advisors LLC and its predecessor ( Calamos Advisors ) and Calamos Wealth Management LLC ( CWM ), and previously Chief Executive Officer, Calamos Financial Services LLC and its predecessor ( CFS ) (until 2013); Director, CAM
<b>Trustees who are not interested persons of the Fund:</b>			
Weston W. Marsh, 64	Trustee (since 2002)  Term Expires 2016	25	Of Counsel and, until December 31, 2005, Partner, Freeborn & Peters LLP (law firm)
John E. Neal, 64	Trustee (since 2001)  Term Expires 2015	25	Private investor; Director, Equity Residential Trust (publicly-owned REIT) and Creation Investment (private international microfinance company); Partner, Linden LLC (health care private equity)
William R. Rybak, 63	Trustee (since 2002)  Term Expires 2017	25	Private investor; Director, Christian Brothers Investment Services Inc. (since February 2010); Director, Private Bancorp (since December 2003); formerly Executive Vice President and Chief Financial Officer, Van Kampen Investments, Inc. and subsidiaries (investment manager); Director, Howe Barnes Hoefler & Arnett (until March 2011); Trustee, JNL Series Trust, JNL Investors Series Trust and JNL Variable Fund LLC**; Trustee, Lewis University (since October 2012)
Stephen B. Timbers, 70		25	Private investor



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Trustee (since 2004); Lead  
Independent Trustee (since 2005)

David D. Tripple, 70	Term Expires 2016 Trustee (since 2006)  Term Expires 2015	25	Private investor; Trustee, Century Growth Opportunities Fund (since 2010), Century Shares Trust and Century Small Cap Select Fund (since January 2004)***
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\* Mr. Calamos is an interested person of the Fund as defined in the 1940 Act because he is an officer of the Fund and an affiliate of Calamos Advisors and CFS.

\*\* Overseeing 104 portfolios in fund complex.

\*\*\* Overseeing three portfolios in fund complex.

^ The Fund Complex consists of CALAMOS Investment Trust, CALAMOS Advisors Trust, CALAMOS ETF Trust CALAMOS Convertible Opportunities and Income Fund, CALAMOS Convertible and High Income Fund, CALAMOS Strategic Total Return Fund, CALAMOS Global Total Return Fund CALAMOS Global Dynamic Income Fund and CALAMOS Dynamic Convertible and Income Fund.

The address of each trustee is 2020 Calamos Court, Naperville, Illinois 60563.

## Trustees and Officers (Unaudited)

**Officers.** The preceding table gives information about John P. Calamos, Sr., who is President and CEO of the Fund. The following table sets forth each other officer's name, age at October 31, 2014, position with the Fund and date first appointed to that position, and principal occupation(s) during the past five years. Each officer serves until his or her successor is chosen and qualified or until his or her resignation or removal by the board of trustees.

NAME AND AGE	POSITION(S) WITH FUND	PRINCIPAL OCCUPATION(S) DURING THE PAST 5 YEARS
Gary D. Black, 54	Vice President  (since September 2012)	Executive Vice President, Global Co-Chief Investment Officer (since August 2012), CAM, CILLC, Calamos Advisors, and CWM; prior thereto CEO, Chief Investment Officer and Founding Member of Black Capital (2009-2012); prior thereto, CEO of Janus Capital Group (2006-2009)
Nimish S. Bhatt, 51	Vice President and Chief Financial Officer (since 2007)	Senior Vice President (since 2004), Chief Financial Officer (since May 2011), Head of Fund Administration (since November 2011), CAM, CILLC, Calamos Advisors, CWM; Director, Calamos Global Funds plc (since 2007); prior thereto Director of Operations (2004-2011)
Curtis Holloway, 47	Treasurer (since 2010), Prior thereto Assistant Treasurer  (2007-2010)	Vice President, Fund Administration, (since 2013) Calamos Advisors; Vice President, Financial Operation Principal and Head of Fund Administration (since 2013), CFS; Treasurer of Calamos Investment Trust, Calamos Advisors Trust, CHI, CHY, CSQ, CGO and CHW (since June 2010); prior thereto Assistant Treasurer (2007-2010)
Robert Behan, 49	Vice President  (since September 2013)	Executive Vice President, Head of Global Distribution (since April 2013), CFS; prior thereto Senior Vice President (2009-2013), Head of Global Distribution (March 2013-April 2013); prior thereto Head of US Intermediary Distribution (2010-2013); prior thereto Head of Strategic Partners Team (2010-2010); prior thereto National Accounts/Retirement Services (2009-2010); prior thereto Vice President, Director of Retirement Services (2008-2009)
J. Christopher Jackson, 63	Vice President and Secretary  (since 2010)	Senior Vice President, General Counsel and Secretary, CAM, CILLC, Calamos Advisors and CFS (since 2010); Director, Calamos Global Funds plc (since 2011); Director, Calamos Arista Strategic Master Fund Ltd. and Calamos Arista Strategic Fund Ltd. (since 2013); prior thereto Director, U.S. Head of Retail Legal and Co-Global Head of Retail Legal of Deutsche Bank AG (2006-2010);
Mark J. Mickey, 63	Chief Compliance Officer  (since 2005)	Chief Compliance Officer, Calamos Funds (since 2005)

The address of each officer is 2020 Calamos Court, Naperville, Illinois 60563.

### Results of Annual Meeting

The Fund held its annual meeting of shareholders on June 25, 2014. The purpose of the annual meeting was to elect two trustees to the Fund's board of trustees for a three-year term, or until the trustee's successor is duly elected and qualified, and to conduct any other lawful business of the Fund. Mr. John P. Calamos, Sr. and Mr. William R. Rybak were nominated for reelection as trustees, and were elected as such by a plurality vote as follows:

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TRUSTEE NOMINEE	VOTES FOR	VOTES WITHHELD	BROKER NON- VOTES AND ABSTENTIONS
John P. Calamos, Sr.	62,626,512	1,076,721	0
William R. Rybak	62,539,749	1,163,484	0

Messrs. Marsh, Neal, Timbers and Tripple s terms of office as trustees continued after the meeting.

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## About Closed-End Funds

### What is a Closed-End Fund?

A closed-end fund is a publicly traded investment company that raises its initial investment capital through the issuance of a fixed number of shares to investors in a public offering. Shares of a closed-end fund are listed on a stock exchange or traded in the over-the-counter market. Like all investment companies, a closed-end fund is professionally managed and offers investors a unique investment solution based on its investment objective approved by the fund's Board of Directors.

### Potential Advantages of Closed-End Fund Investing

**Defined Asset Pool Allows Efficient Portfolio Management** Although closed-end fund shares trade actively on a securities exchange, this doesn't affect the closed-end fund manager because there are no new investors buying into or selling out of the fund's portfolio.

**More Flexibility in the Timing and Price of Trades** Investors can purchase and sell shares of closed-end funds throughout the trading day, just like the shares of other publicly traded securities.

**Lower Expense Ratios** The expense ratios of closed-end funds are oftentimes less than those of mutual funds. Over time, a lower expense ratio could enhance investment performance.

**Closed-End Structure Makes Sense for Less-Liquid Asset Classes** A closed-end structure makes sense for investors considering less-liquid asset classes, such as high-yield bonds or micro-cap stocks.

**Ability to Put Leverage to Work** Closed-end funds may issue senior securities (such as preferred shares or debentures) or borrow money to leverage their investment positions.

### No Minimum Investment Requirements

### OPEN-END MUTUAL FUNDS VERSUS CLOSED-END FUNDS

#### OPEN-END FUND

Issues new shares on an ongoing basis  
Issues common equity shares

Sold at NAV plus any sales charge  
Sold through the fund's distributor  
Fund redeems shares at NAV calculated at the close of business day

#### CLOSED-END FUND

Generally issues a fixed number of shares  
Can issue common equity shares and senior securities such as preferred shares and bonds

Price determined by the marketplace  
Traded in the secondary market  
Fund does not redeem shares

You can purchase or sell common shares of closed-end funds daily. Like any other stock, market price will fluctuate with the market. Upon sale, your shares may have a market price that is above or below net asset value and may be worth more or less than your original investment. Shares of closed-end funds frequently trade at a discount, which is a market price that is below their net asset value.

Leverage creates risks which may adversely affect return, including the likelihood of greater volatility of net asset value and market price of common shares and fluctuations in the variable rates of the leverage financing.

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Each open-end or closed-end fund should be evaluated individually. **Before investing carefully consider the fund's investment objectives, risks, charges and expenses.**

## Level Rate Distribution Policy

### Using a Level Rate Distribution Policy to Promote Dependable Income and Total Return

The goal of the level rate distribution policy is to provide investors a predictable, though not assured, level of cash flow, which can either serve as a stable income stream or, through reinvestment, may contribute significantly to long-term total return.

We understand the importance that investors place on the stability of dividends and their ability to contribute to long-term total return, which is why we have instituted a level rate distribution policy for the Fund. Under the policy, monthly distributions paid may include net investment income, net realized short-term capital gains and, if necessary, return of capital. In addition, a limited number of distributions per calendar year may include net realized long-term capital gains. There is no guarantee that the Fund will realize capital gains in any given year. Distributions are subject to re-characterization for tax purposes after the end of the fiscal year. All shareholders with taxable accounts will receive written notification regarding the components and tax treatment for distributions via Form 1099-DIV.

Distributions from the Fund are generally subject to Federal income taxes. For purposes of maintaining the level rate distribution policy, the Fund may realize short-term capital gains on securities that, if sold at a later date, would have resulted in long-term capital gains. Maintenance of a level rate distribution policy may increase transaction and tax costs associated with the Fund.

## Automatic Dividend Reinvestment Plan

### Maximizing Investment with an Automatic Dividend Reinvestment Plan

The Automatic Dividend Reinvestment Plan offers a simple, cost-efficient and convenient way to reinvest your dividends and capital gains distributions in additional shares of the Fund, allowing you to increase your investment in the Fund.

#### Potential Benefits

**Compounded Growth:** By automatically reinvesting with the Plan, you gain the potential to allow your dividends and capital gains to compound over time.

**Potential for Lower Commission Costs:** Additional shares are purchased in large blocks, with brokerage commissions shared among all plan participants. There is no cost to enroll in the Plan.

**Convenience:** After enrollment, the Plan is automatic and includes detailed statements for participants. Participants can terminate their enrollment at any time.

Pursuant to the Plan, unless a shareholder is ineligible or elects otherwise, all dividend and capital gains on common shares distributions are automatically reinvested by Computershare, as agent for shareholders in administering the Plan ( Plan Agent ), in additional common shares of the Fund. Shareholders who elect not to participate in the Plan will receive all dividends and distributions payable in cash paid by check mailed directly to the shareholder of record (or, if the shares are held in street or other nominee name, then to such nominee) by Plan Agent, as dividend paying agent. Shareholders may elect not to participate in the Plan and to receive all dividends and distributions in cash by sending written

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instructions to the Plan Agent, as dividend paying agent, at: Dividend Reinvestment Department, P.O. Box 358016, Pittsburgh, PA 15252. Participation in the Plan is completely voluntary and may be terminated or resumed at any time without penalty by giving notice in writing to the Plan Agent; such termination will be effective with respect to a particular dividend or distribution if notice is received prior to the record date for the applicable distribution.

The shares are acquired by the Plan Agent for the participant's account either (i) through receipt of additional common shares from the Fund (newly issued shares) or (ii) by purchase of outstanding common shares on the

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## Automatic Dividend Reinvestment Plan

open market ( open-market purchases ) on the NASDAQ or elsewhere. If, on the payment date, the net asset value per share of the common shares is equal to or less than the market price per common share plus estimated brokerage commissions (a market premium ), the Plan Agent will receive newly issued shares from the Fund for each participant's account. The number of newly issued common shares to be credited to the participant's account will be determined by dividing the dollar amount of the dividend or distribution by the greater of (i) the net asset value per common share on the payment date, or (ii) 95% of the market price per common share on the payment date.

If, on the payment date, the net asset value per common share exceeds the market price plus estimated brokerage commissions (a market discount ), the Plan Agent has a limited period of time to invest the dividend or distribution amount in shares acquired in open-market purchases. The weighted average price (including brokerage commissions) of all common shares purchased by the Plan Agent as Plan Agent will be the price per common share allocable to each participant. If the Plan Agent is unable to invest the full dividend amount in open-market purchases during the purchase period or if the market discount shifts to a market premium during the purchase period, the Plan Agent will cease making open-market purchases and will invest the uninvested portion of the dividend or distribution amount in newly issued shares at the close of business on the last purchase date.

The automatic reinvestment of dividends and distributions will not relieve participants of any federal, state or local income tax that may be payable (or required to be withheld) on such dividends even though no cash is received by participants.

There are no brokerage charges with respect to shares issued directly by the Fund as a result of dividends or distributions payable either in shares or in cash. However, each participant will pay a pro rata share of brokerage commissions incurred with respect to the Plan Agent's open-market purchases in connection with the reinvestment of dividends or distributions. If a participant elects to have the Plan Agent sell part or all of his or her common shares and remit the proceeds, such participant will be charged his or her pro rata share of brokerage commissions on the shares sold, plus a \$15 transaction fee. There is no direct service charge to participants in the Plan; however, the Fund reserves the right to amend the Plan to include a service charge payable by the participants.

A participant may request the sale of all of the common shares held by the Plan Agent in his or her Plan account in order to terminate participation in the Plan. If such participant elects in advance of such termination to have the Plan Agent sell part or all of his shares, the Plan Agent is authorized to deduct from the proceeds a \$15.00 fee plus the brokerage commissions incurred for the transaction. A participant may re-enroll in the Plan in limited circumstances.

The terms and conditions of the Plan may be amended by the Plan Agent or the Fund at any time upon notice as required by the Plan.

This discussion of the Plan is only summary, and is qualified in its entirety by the Terms and Conditions of the Dividend Reinvestment Plan filed as part of the Fund's registration statement.

For additional information about the Plan, please contact the Plan Agent, Computershare, at 866.226.8016. If you wish to participate in the Plan and your shares are held in your own name, simply call the Plan Agent. If your shares are not held in your name, please contact your brokerage firm, bank, or other nominee to request that they participate in the Plan on your behalf. If your brokerage firm, bank, or other nominee is unable to participate on your behalf, you may request that your shares be re-registered in your own name.

We're pleased to provide our shareholders with the additional benefit of the Fund's Dividend Reinvestment Plan and hope that it may serve your financial plan.



## **MANAGING YOUR CALAMOS FUNDS INVESTMENTS**

**Calamos Investments offers several convenient means to monitor, manage and feel confident about your Calamos investment choice.**

### **PERSONAL ASSISTANCE: 800.582.6959**

Dial this toll-free number to speak with a knowledgeable Client Services Representative who can help answer questions or address issues concerning your Calamos Fund.

### **YOUR FINANCIAL ADVISOR**

We encourage you to talk to your financial advisor to determine how the Calamos Funds can benefit your investment portfolio based on your financial goals, risk tolerance, time horizon and income needs.

## **STAY CONNECTED**

**[www.calamos.com](http://www.calamos.com)**

Visit our Web site for timely fund performance, detailed fund profiles, fund news and insightful market commentary.

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A description of the Calamos Proxy Voting Policies and Procedures and the Fund's proxy voting record for the 12-month period ended June 30, 2014, are available free of charge upon request by calling 800.582.6959, by visiting the Calamos Web site at [www.calamos.com](http://www.calamos.com), by writing Calamos at: Calamos Investments, Attn: Client Services, 2020 Calamos Court, Naperville, IL 60563. The Fund's proxy voting record is also available free of charge by visiting the SEC Web site at [www.sec.gov](http://www.sec.gov).

The Fund files its complete list of portfolio holdings with the SEC for the first and third quarters each fiscal year on Form N-Q. The Forms N-Q are available free of charge, upon request, by calling or writing Calamos Investments at the phone number or address provided above or by visiting the SEC Web site at [www.sec.gov](http://www.sec.gov). You may also review or, for a fee, copy the forms at the SEC's Public Reference Room in Washington, D.C. Information on the operation of the Public Reference Room may be obtained by calling 800.732.0330.

The Fund's report to the SEC on Form N-CSR contains certifications by the fund's principal executive officer and principal financial officer as required by Rule 30a-2(a) under the 1940 Act, relating to, among other things, the quality of the Fund's disclosure controls and procedures and internal control over financial reporting.

**FOR 24-HOUR AUTOMATED SHAREHOLDER ASSISTANCE: 866.226.8016**

**TO OBTAIN INFORMATION ABOUT YOUR INVESTMENTS: 800.582.6959**

**VISIT OUR WEB SITE: [www.calamos.com](http://www.calamos.com)**

**INVESTMENT ADVISER:**

Calamos Advisors LLC

2020 Calamos Court

Naperville, IL 60563-2787

**CUSTODIAN AND FUND ACCOUNTING AGENT:**

State Street Bank and Trust Company

Boston, MA

**TRANSFER AGENT:**

Computershare

P.O. Box 30170

College Station, TX 77842-3170

866.226.8016

**INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM:**

Deloitte & Touche LLP

Chicago, IL

**LEGAL COUNSEL:**

K&L Gates LLP

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ITEM 2. CODE OF ETHICS.

(a) As of the end of the period covered by this report, the registrant has adopted a code of ethics (the Code of Ethics ) that applies to its principal executive officer, principal financial officer, principal accounting officer or controller, or person performing similar functions.

(b) No response required.

(c) The registrant has not amended its Code of Ethics as it relates to any element of the code of ethics definition enumerated in paragraph (b) of this Item 2 during the period covered by this report.

(d) The registrant has not granted a waiver or an implicit waiver from its Code of Ethics during the period covered by this report.

(e) Not applicable.

(f) (1) The registrant's Code of Ethics is attached as an Exhibit hereto.

ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

The registrant's Board of Trustees has determined that, for the period covered by the shareholder report presented in Item 1 hereto, it has four audit committee financial experts serving on its audit committee, each of whom is an independent Trustee for purpose of this N-CSR item: John E. Neal, William R. Rybak, Stephen B. Timbers and David D. Tripple. Under applicable securities laws, a person who is determined to be an audit committee financial expert will not be deemed an expert for any purpose, including without limitation for the purposes of Section 11 of the Securities Act of 1933, as a result of being designated or identified as an audit committee financial expert pursuant to this Item. The designation or identification of a person as an audit committee financial expert does not impose on such person any duties, obligations, or liabilities that are greater than the duties, obligations and liabilities imposed on such person as a member of audit committee and board of directors in the absence of such designation or identification. The designation or identification of a person as an audit committee financial expert pursuant to this Item does not affect the duties, obligations, or liabilities of any other member of the audit committee or board of directors.

ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

<b>Fiscal Years Ended</b>	<b>10/31/2013</b>	<b>10/31/2014</b>
Audit Fees(a)	\$ 47,772	\$ 37,542
Audit-Related Fees(b)	\$ 30,967	\$ 30,142
Tax Fees(c)	\$	\$
All Other Fees(d)	\$	\$
<b>Total</b>	<b>\$ 78,739</b>	<b>\$ 67,684</b>

(a) Audit Fees are the aggregate fees billed in each of the last two fiscal years for professional services rendered by the principal accountant to the registrant for the audit of the registrant's annual financial statements or services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for those fiscal years.

(b) Audit-Related Fees are the aggregate fees billed in each of the last two fiscal years for assurance and related services rendered by the principal accountant to the registrant that are reasonably related to the performance of the audit of the registrant's financial statements and are not reported under paragraph (a) of this Item 4.

(c) Tax Fees are the aggregate fees billed in each of the last two fiscal years for professional services rendered by the principal accountant to the registrant for tax compliance, tax advice and tax planning.

(d) All Other Fees are the aggregate fees billed in each of the last two fiscal years for products and services provided by the principal accountant to the registrant, other than the services reported in paragraph (a)-(c) of this Item 4.

(e) (1) Registrant's audit committee meets with the principal accountants and management to review and pre-approve all audit services to be provided by the principal accountants.

The audit committee shall pre-approve all non-audit services to be provided by the principal accountants to the registrant, including the fees and other compensation to be paid to the principal accountants; provided that the pre-approval of non-audit services is waived if (i) the services were not recognized by management at the time of the engagement as non-audit services, (ii) the aggregate fees for all non-audit services provided to the registrant are less than 5% of the total fees paid by the registrant to its principal accountants during the fiscal year in which the non-audit services are provided, and (iii) such services are promptly brought to the attention of the audit committee by management and the audit committee approves them prior to the completion of the audit.

The audit committee shall pre-approve all non-audit services to be provided by the principal accountants to the investment adviser or any entity controlling, controlled by or under common control with the adviser that provides ongoing services to the registrant if the engagement relates directly to the operations or financial reporting of the registrant, including the fees and other compensation to be paid to the principal accountants; provided that pre-approval of non-audit services to the adviser or an affiliate of the adviser is not required if (i) the services were not recognized by management at the time of the engagement as non-audit services, (ii) the aggregate fees for all non-audit services provided to the adviser and all entities controlling, controlled by or under common control with the adviser are less than 5% of the total fees for non-audit services requiring pre-approval under paragraph (e)(1) of this Item 4 paid by the registrant, the adviser or its affiliates to the registrant's principal accountants during the fiscal year in which the non-audit services are provided, and (iii) such services are promptly brought to the attention of the audit committee by management and the audit committee approves them prior to the completion of the audit.

(e)(2) No percentage of the principal accountant's fees or services described in each of paragraphs (b) (d) of this Item were approved pursuant to the waiver provision paragraph (c)(7)(i)(C) of Rule 2-01 of Regulation S-X.

(f) No disclosures are required by this Item 4(f).

(g) The following table presents the aggregate non-audit fees billed in each of the last two fiscal years for services rendered by the principal accountant to the registrant and the aggregate non-audit fees billed in each of the last two fiscal years for services rendered by the principal accountant to the investment adviser or any entity controlling, controlled by or under common control of the adviser.

Fiscal Years Ended	10/31/2013	10/31/2014
Registrant	\$	\$
Investment Adviser	\$	\$

(h) No disclosures are required by this Item 4(h).

**ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.**

The registrant has a separately-designated standing audit committee. The members of the registrant's audit committee are Weston W. Marsh, John E. Neal, William R. Rybak, Stephen B. Timbers, and David D. Tripple.

**ITEM 6. SCHEDULE OF INVESTMENTS**

Included in the Report to Shareholders in Item 1.

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

The registrant has delegated authority to vote all proxies relating to the Fund's portfolio securities to the Fund's investment advisor, Calamos Advisors LLC ( Calamos Advisors ). The Calamos Advisors Proxy Voting Policies and Procedures are included as an Exhibit hereto.

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

(a)(1) As of the date of this filing, the registrant is led by a team of investment professionals. The Global Co-Chief Investment Officers and Co-Portfolio Managers are responsible for the day-to-day management of the registrant's portfolio:

During the past five years, John P. Calamos, Sr. has been President and Trustee of the Trust and Chairman, CEO and Global Co-CIO of CALAMOS ADVISORS and its predecessor company. Gary D. Black became the Executive Vice President and Global Co-CIO of CALAMOS ADVISORS as of August 31, 2012. Mr. Black served as Chief Executive Officer and Chief Investment Officer, and was a Founding Member of Black Capital LLC from July 2009 until August 2012. Nick Niziolek joined CALAMOS ADVISORS in March 2005 and has been a Co-Portfolio Manager, Co-Head of Research since August 2013. Between March 2013 and August 2013 he was a Co-Portfolio Manager. Between March 2005 and March 2013 he was a senior strategy analyst. Jon Vacko joined CALAMOS ADVISORS in 2000 and has been a Co-Portfolio Manager, Co-Head of Research since August 2013. Previously, he was a Co-Head of Research and Investments from July 2010 to August 2013, prior thereto he was a senior strategy analyst between July 2002 and July 2010. Dennis Cogan joined CALAMOS ADVISORS in March 2005 and since March 2013 is a Co-Portfolio Manager. Between March 2005 and March 2013 he was a senior strategy analyst. John Hillenbrand joined CALAMOS ADVISORS in 2002 and since March 2013 is a Co-Portfolio Manager. Between August 2002 and March 2013 he was a senior strategy analyst. Jeremy Hughes joined CALAMOS ADVISORS in June 2013 as a Co-Portfolio Manager. Prior thereto, Mr. Hughes was a Vice President and Senior High Yield Portfolio Manager at Aviva Investors since 2008. Steve Klouda joined CALAMOS ADVISORS in 1994 and has been a Co-Portfolio Manager since March 2013. Between July 2002 and March 2013 he was a senior strategy analyst. Christopher Langs joined CALAMOS ADVISORS in June 2013 as a Co-Portfolio Manager. Prior thereto, Mr. Langs was a Vice President and Senior High Yield Portfolio Manager at Aviva Investors since 2006. Eli Pars joined CALAMOS ADVISORS in May 2013 as a Co-Portfolio Manager. Previously, he was a Portfolio Manager at Chicago Fundamental Investment Partners from February 2009 until November 2012. Prior thereto, Mr. Pars was President at Mulligan Partners LLC from October 2006 until February 2009. David Kalis joined CALAMOS ADVISORS in February 2013 and has been a Co-Portfolio Manager since March 2013. Previously, he was a Managing Partner at Charis Capital Management LLC from 2010 until 2013. Prior thereto, Mr. Kalis was Senior Vice President, Institutional Asset Management Group at Northern Trust Global Investments from 2006 to 2009.

(a)(2) The portfolio managers also have responsibility for the day-to-day management of accounts other than the registrant. Information regarding these other accounts is set forth below.

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Other Accounts Managed and Assets by Account Type as of October 31, 2014

	Registered Investment Companies		Other Pooled Investment Vehicles		Other Accounts	
	Accounts	Assets	Accounts	Assets	Accounts	Assets
John P. Calamos Sr.	26	21,500,507,441	8	697,392,373	1,746	2,207,575,261
Gary D. Black	26	21,500,507,441	9	728,094,597	1,746	2,207,575,261
John Hillenbrand	21	16,999,227,528	8	697,392,373	1,746	2,207,575,261
Steve Klouda	21	16,999,227,528	8	697,392,373	1,746	2,207,575,261
Jon Vacko	19	16,709,925,560	7	684,695,125	1,746	2,207,575,261
Dennis Cogan	19	16,709,925,560	7	684,695,125	1,746	2,207,575,261
Nick Niziolek	19	16,709,925,560	7	684,695,125	1,746	2,207,575,261
Eli Pars	14	16,453,644,150	3	303,584,261	1,746	2,207,575,261
Jeremy Hughes	7	6,649,027,027	1	12,697,248	0	
Christopher Langs	7	6,649,027,027	1	12,697,248	0	
David Kalis	7	9,891,776,096	0		1,746	2,207,575,261

Number of Accounts and Assets for which Advisory Fee is Performance Based as of October 31, 2014

	Registered Investment Companies		Other Pooled Investment Vehicles		Other Accounts	
	Accounts	Assets	Accounts	Assets	Accounts	Assets
John P. Calamos Sr.	2	969,388,148	0		0	
Gary D. Black	2	969,388,148	1	30,702,224	0	
John Hillenbrand	2	969,388,148	0		0	
Steve Klouda	2	969,388,148	0		0	
Jon Vacko	2	969,388,148	0		0	
Dennis Cogan	2	969,388,148	0		0	
Nick Niziolek	2	969,388,148	0		0	
Eli Pars	0		0		0	
Jeremy Hughes	0		0		0	
Christopher Langs	0		0		0	
David Kalis	0		0		0	

(a)(2) Other than potential conflicts between investment strategies, the side-by-side management of both the Funds and other accounts may raise potential conflicts of interest due to the interest held by Calamos Advisors in an account and certain trading practices used by the portfolio managers (e.g., cross trades between a Fund and another account and allocation of aggregated trades). Calamos Advisors has developed policies and procedures reasonably designed to mitigate those conflicts. For example, Calamos Advisors will only place cross-trades in securities held by the Funds in accordance with the rules promulgated under the 1940 Act and has adopted policies designed to ensure the fair allocation of securities purchased on an aggregated basis. The allocation methodology employed by Calamos Advisors varies depending on the type of securities sought to be bought or sold and the type of client or group of clients. Generally, however, orders are placed first for those clients that have given Calamos Advisors brokerage discretion (including the ability to step out a portion of trades), and then to clients that have directed Calamos Advisors to execute trades through a specific broker. However, if the directed broker allows Calamos Advisors to execute with other brokerage firms, which then book the transaction directly with the directed broker, the order will be placed as if the client had given Calamos Advisors full brokerage discretion. Calamos Advisors and its affiliates frequently use a rotational method of placing and aggregating client orders and will build and fill a position for a designated client or group of clients before placing orders for other clients.

A client account may not receive an allocation of an order if: (a) the client would receive an unmarketable amount of securities based on account size; (b) the client has precluded Calamos Advisors from using a particular broker; (c) the cash balance in the client account will be insufficient to pay for the securities allocated to it at settlement; (d) current portfolio attributes make an allocation inappropriate; and (e) account specific guidelines, objectives and other account specific factors make an allocation inappropriate. Allocation methodology may be modified when strict adherence to the usual allocation is impractical or leads to inefficient or undesirable results. Calamos Advisors' head trader must approve each instance that the usual allocation methodology is not followed and provide a reasonable basis for such instances and all modifications must be reported in writing to the Calamos Advisors' Chief Compliance Officer on a monthly basis.

Investment opportunities for which there is limited availability generally are allocated among participating client accounts pursuant to an objective methodology (i.e., either on a pro rata basis or using a rotational method, as described above). However, in some instances, Calamos Advisors may consider subjective elements in attempting to allocate a trade, in which case a Fund may not participate, or may participate to a lesser degree than other clients, in the allocation of an investment opportunity. In considering subjective criteria when allocating trades, Calamos Advisors is bound by its fiduciary duty to its clients to treat all client accounts fairly and equitably.

The Co-Portfolio Managers advise certain accounts under a performance fee arrangement. A performance fee arrangement may create an incentive for a Co-Portfolio Manager to make investments that are riskier or more speculative than would be the case in the absence of performance fees. A performance fee arrangement may result in increased compensation to the Co-Portfolio Managers from such accounts due to unrealized appreciation as well as realized gains in the client's account.

(a)(3) As of October 31, 2014, John P. Calamos, Sr. and Gary D. Black, our Global Co-CIOs, receive all of their compensation from Calamos Advisors. Each has entered into an employment agreement that provides for compensation in the form of an annual base salary and a target bonus, both components payable in cash. Their target bonus is set at a percentage of the respective base salary. Similarly, there is a target for Long-Term Incentive ( LTI ) awards and that target is also set at a percentage of the respective base salaries.

As of October 31, 2014, Jon Vacko, John Hillenbrand, Steve Klouda, Eli Pars, Jeremy Hughes, Christopher Langs, Dennis Cogan, David Kalis and Nick Niziolek receive all of their compensation from Calamos Advisors. They each receive compensation in the form of an annual base salary, a discretionary bonus (payable in cash) and LTI awards. Each of these individuals has a bonus range of opportunity which is expressed as a percentage of base salary. Each of these individuals is also eligible for discretionary LTI awards based on individual and collective performance, however these awards are not guaranteed from year to year. LTI awards consist of restricted stock units or a combination of restricted stock units and stock options.

The amounts paid to all portfolio managers and the criteria utilized to determine the amounts are benchmarked against industry specific data provided by third party analytical agencies. The portfolio managers' compensation structure does not differentiate between the Funds and other accounts managed by the portfolio managers, and is determined on an overall basis, taking into consideration annually the performance of the various strategies managed by the portfolio managers. Portfolio performance, as measured by risk-adjusted portfolio performance, is utilized to determine the target bonus, as well as overall performance of Calamos Advisors. All portfolio managers are eligible to receive annual equity awards in shares of Calamos Asset Management, Inc. under an incentive compensation plan.

Historically, the annual equity awards granted under the incentive compensation plan have been comprised of stock options and restricted stock units which vest over periods of time. Unless terminated early, the stock options have a ten-year term. Grants of restricted stock units and stock options must generally be approved by the Compensation Committee of the Board of Directors of Calamos Asset Management, Inc.

The compensation structure described above is also impacted by additional corporate objectives set by the Board of Directors of Calamos Asset Management, Inc., which for 2014 included investment performance, as measured annually by risk-adjusted performance of the investment strategies managed by Calamos Advisors over a blended short- and long-term measurement period; distribution effectiveness, as measured by redemption rates and net sales in products that are open to new investors; and financial performance, as measured by operating earnings and



margin.

<b>Portfolio Manager</b>	<b>Registrant</b>
John P. Calamos Sr.	Over \$1,000,000
Gary Black	None
Dave Kalis	None
Dennis Cogan	None
Nick Niziolek	None
John Hillenbrand	None
Jeremy Hughes	None
Steve Klouda	None
Eli Pars	None
Chris Langs	None
Jon Vacko	None

(b) Not applicable.

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

Not applicable

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

No material changes.

ITEM 11. CONTROLS AND PROCEDURES.

a) The registrant's principal executive officer and principal financial officer have evaluated the registrant's disclosure controls and procedures within 90 days of this filing and have concluded that the registrant's disclosure controls and procedures were effective, as of that date, in ensuring that information required to be disclosed by the registrant in this Form N-CSR was recorded, processed, summarized, and timely reported.

b) There were no changes in the registrant's internal controls over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940) that occurred during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

ITEM 12. EXHIBITS.

(a)(1) Code of Ethics

(a)(2)(i) Certification of Principal Executive Officer.

(a)(2)(ii) Certification of Principal Financial Officer.

(a)(2)(iii) Proxy Voting Policies and Procedures.

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.

Calamos Convertible and High Income Fund

By: /s/ John P. Calamos, Sr.  
Name: John P. Calamos, Sr.  
Title: Principal Executive Officer  
Date: December 23, 2014

By: /s/ Nimish S. Bhatt  
Name: Nimish S. Bhatt  
Title: Principal Financial Officer  
Date: December 23, 2014

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

By: /s/ John P. Calamos, Sr.  
Name: John P. Calamos, Sr.  
Title: Principal Executive Officer  
Date: December 23, 2014

By: /s/ Nimish S. Bhatt  
Name: Nimish S. Bhatt  
Title: Principal Financial Officer  
Date: December 23, 2014