

EATON VANCE SENIOR FLOATING RATE TRUST

Form N-Q

March 31, 2010

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

**Form N-Q**

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

**811-21411**

**Investment Company Act File Number**

**Eaton Vance Senior Floating-Rate Trust**

(Exact Name of Registrant as Specified in Charter)

**Two International Place, Boston, Massachusetts 02110**

(Address of Principal Executive Offices)

Maureen A. Gemma

**Two International Place, Boston, Massachusetts 02110**

(Name and Address of Agent for Services)

**(617) 482-8260**

(Registrant's Telephone Number, Including Area Code)

**October 31**

Date of Fiscal Year End

**January 31, 2010**

Date of Reporting Period

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**Item 1. Schedule of Investments**

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as of January 31, 2010

**PORTFOLIO OF INVESTMENTS (Unaudited)****Senior Floating-Rate Interests 143.1%****Principal****Amount\*****(000 s omitted)**

	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Aerospace and Defense 3.1%</b>		
	<b>ACTS Aero Technical Support &amp; Service, Inc.</b>	
709	Term Loan, 0.00%, Maturing October 5, 2014 <sup>(2)</sup>	\$ 244,731
	<b>AWAS Capital, Inc.</b>	
615	Term Loan, 2.00%, Maturing March 22, 2013	574,994
1,609	Term Loan - Second Lien, 6.25%, Maturing March 22, 2013	1,295,273
	<b>Booz Allen Hamilton, Inc.</b>	
500	Term Loan, 6.00%, Maturing July 31, 2015	504,583
	<b>DAE Aviation Holdings, Inc.</b>	
406	Term Loan, 4.00%, Maturing July 31, 2014	383,385
416	Term Loan, 4.00%, Maturing July 31, 2014	392,888
	<b>Evergreen International Aviation</b>	
1,377	Term Loan, 10.50%, Maturing October 31, 2011 <sup>(3)</sup>	1,111,711
	<b>Hawker Beechcraft Acquisition</b>	
4,320	Term Loan, 2.24%, Maturing March 26, 2014	3,283,280
256	Term Loan, 4.35%, Maturing March 26, 2014	194,776
	<b>Hexcel Corp.</b>	
632	Term Loan, 6.50%, Maturing May 21, 2014	638,329
	<b>IAP Worldwide Services, Inc.</b>	
888	Term Loan, 9.25%, Maturing December 30, 2012 <sup>(3)</sup>	775,103
	<b>Spirit AeroSystems, Inc.</b>	
1,577	Term Loan, 2.00%, Maturing December 31, 2011	1,551,059
	<b>TransDigm, Inc.</b>	
1,625	Term Loan, 2.25%, Maturing June 23, 2013	1,590,469
	<b>Vought Aircraft Industries, Inc.</b>	
904	Term Loan, 7.50%, Maturing December 17, 2011	907,559
214	Term Loan, 7.50%, Maturing December 22, 2011	213,816
	<b>Wesco Aircraft Hardware Corp.</b>	
1,140	Term Loan, 2.49%, Maturing September 29, 2013	1,102,708
		<b>\$ 14,764,664</b>
<b>Air Transport 0.6%</b>		
	<b>Airport Development and Investment, Ltd.</b>	
GBP 783	Term Loan - Second Lien, 4.85%, Maturing April 7, 2011	\$ 1,181,698
	<b>Delta Air Lines, Inc.</b>	
750	Term Loan, 2.17%, Maturing April 30, 2012	659,375
1,170	Term Loan - Second Lien, 3.50%, Maturing April 30, 2014	1,018,631

\$ 2,859,704

**Automotive 5.6%**

	<b>Accuride Corp.</b>	
475	DIP Loan, 1.00%, Maturing September 30, 2013 <sup>(4)</sup>	\$ 483,597
1,958	Term Loan, 9.25%, Maturing January 31, 2012	1,964,959
	<b>Adesa, Inc.</b>	
2,119	Term Loan, 2.99%, Maturing October 18, 2013	2,065,596
	<b>Allison Transmission, Inc.</b>	
1,888	Term Loan, 3.00%, Maturing September 30, 2014	1,737,520
	<b>Cooper Standard Automotive, Inc.</b>	
232	Revolving Loan, 7.00%, Maturing December 23, 2011	230,294
1,413	Term Loan, 7.00%, Maturing December 23, 2010	1,405,339
47	Term Loan, 2.75%, Maturing December 23, 2011	47,097
	<b>Dayco Products, LLC</b>	
414	Term Loan, 10.50%, Maturing November 13, 2014	389,441
59	Term Loan, 12.50%, Maturing November 13, 2014 <sup>(3)</sup>	55,905

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Federal-Mogul Corp.</b>	
2,476	Term Loan, 2.17%, Maturing December 27, 2014	\$ 2,104,768
3,112	Term Loan, 2.17%, Maturing December 27, 2015	2,644,952
	<b>Ford Motor Co.</b>	
2,208	Term Loan, 3.26%, Maturing December 15, 2013	2,070,701
	<b>Goodyear Tire &amp; Rubber Co.</b>	
5,400	Term Loan - Second Lien, 2.34%, Maturing April 30, 2010	5,044,502
	<b>HLI Operating Co., Inc.</b>	
EUR 109	Term Loan, 0.00%, Maturing May 30, 2014 <sup>(2)</sup>	13,613
EUR 1,853	Term Loan, 0.00%, Maturing May 30, 2014 <sup>(2)</sup>	231,238
	<b>Keystone Automotive Operations, Inc.</b>	
1,320	Term Loan, 3.75%, Maturing January 12, 2012	908,630
	<b>LKQ Corp.</b>	
896	Term Loan, 2.48%, Maturing October 12, 2014	882,822
	<b>TriMas Corp.</b>	
426	Term Loan, 6.00%, Maturing August 2, 2011	413,375
2,769	Term Loan, 6.00%, Maturing December 15, 2015	2,644,309
	<b>TRW Automotive, Inc.</b>	
550	Term Loan, 5.00%, Maturing May 30, 2016	551,203
	<b>United Components, Inc.</b>	
1,137	Term Loan, 2.25%, Maturing June 30, 2010	1,057,552
		<b>\$ 26,947,413</b>
	<b>Beverage and Tobacco 0.3%</b>	
	<b>Culligan International Co.</b>	
EUR 975	Term Loan - Second Lien, 5.21%, Maturing May 31, 2013	\$ 565,518
	<b>Southern Wine &amp; Spirits of America, Inc.</b>	
995	Term Loan, 5.50%, Maturing May 31, 2012	988,561
		<b>\$ 1,554,079</b>
	<b>Building and Development 3.0%</b>	
	<b>Beacon Sales Acquisition, Inc.</b>	
1,137	Term Loan, 2.25%, Maturing September 30, 2013	\$ 1,081,689
	<b>Brickman Group Holdings, Inc.</b>	
1,186	Term Loan, 2.25%, Maturing January 23, 2014	1,128,452
	<b>Epco/Fantome, LLC</b>	
1,281	Term Loan, 2.86%, Maturing November 23, 2010	1,178,520
	<b>Forestar USA Real Estate Group, Inc.</b>	
244	Revolving Loan, 0.39%, Maturing December 1, 2010 <sup>(4)</sup>	222,391
2,240	Term Loan, 5.08%, Maturing December 1, 2010	2,172,915
	<b>Metroflag BP, LLC</b>	
500	Term Loan - Second Lien, 0.00%, Maturing October 31, 2009 <sup>(5)(6)</sup>	0
	<b>Mueller Water Products, Inc.</b>	

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947	Term Loan, 5.25%, Maturing May 24, 2014 <b>NCI Building Systems, Inc.</b>	940,553
283	Term Loan, 8.00%, Maturing June 18, 2010 <b>November 2005 Land Investors</b>	275,609
305	Term Loan, 0.00%, Maturing May 9, 2011 <sup>(2)</sup> <b>Panolam Industries Holdings, Inc.</b>	71,638
858	Term Loan, 8.25%, Maturing December 31, 2013 <b>Re/Max International, Inc.</b>	781,198
598	Term Loan, 5.75%, Maturing December 17, 2012	599,721
3,258	Term Loan, 9.75%, Maturing December 17, 2012 <b>Realogy Corp.</b>	3,302,404
319	Term Loan, 3.23%, Maturing September 1, 2014	284,590
673	Term Loan, 3.25%, Maturing September 1, 2014 <b>South Edge, LLC</b>	601,097
1,588	Term Loan, 0.00%, Maturing October 31, 2009 <sup>(5)</sup>	635,000



**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>WCI Communities, Inc.</b>	
1,343	Term Loan, 10.07%, Maturing September 3, 2014	\$ 1,343,424
		<b>\$ 14,619,201</b>
	<b>Business Equipment and Services 10.9%</b>	
	<b>Activant Solutions, Inc.</b>	
1,098	Term Loan, 2.29%, Maturing May 1, 2013	\$ 1,049,585
	<b>Affiliated Computer Services</b>	
792	Term Loan, 2.23%, Maturing March 20, 2013	789,971
703	Term Loan, 2.23%, Maturing March 20, 2013	701,340
	<b>Affinion Group, Inc.</b>	
2,379	Term Loan, 2.73%, Maturing October 17, 2012	2,316,486
	<b>Allied Barton Security Service</b>	
988	Term Loan, 6.75%, Maturing February 21, 2015	1,003,274
	<b>Education Management, LLC</b>	
4,618	Term Loan, 2.06%, Maturing June 1, 2013	4,443,683
	<b>Info USA, Inc.</b>	
251	Term Loan, 2.01%, Maturing February 14, 2012	243,336
	<b>Intergraph Corp.</b>	
1,000	Term Loan, 2.26%, Maturing May 29, 2014	981,875
1,000	Term Loan - Second Lien, 6.26%, Maturing November 29, 2014	964,375
	<b>iPayment, Inc.</b>	
2,382	Term Loan, 2.24%, Maturing May 10, 2013	2,251,172
	<b>Kronos, Inc.</b>	
1,020	Term Loan, 2.25%, Maturing June 11, 2014	971,420
	<b>Language Line, Inc.</b>	
2,025	Term Loan, 5.50%, Maturing October 30, 2015	2,035,125
	<b>Mitchell International, Inc.</b>	
1,000	Term Loan - Second Lien, 5.56%, Maturing March 28, 2015	830,000
	<b>N.E.W. Holdings I, LLC</b>	
1,845	Term Loan, 2.73%, Maturing May 22, 2014	1,768,790
	<b>Protection One, Inc.</b>	
123	Term Loan, 2.48%, Maturing March 31, 2012	117,968
696	Term Loan, 4.48%, Maturing March 31, 2014	670,021
	<b>Quantum Corp.</b>	
198	Term Loan, 4.18%, Maturing July 12, 2014	185,312
	<b>Quintiles Transnational Corp.</b>	
992	Term Loan, 2.25%, Maturing March 31, 2013	962,977
1,700	Term Loan - Second Lien, 4.25%, Maturing March 31, 2014	1,649,000
	<b>Sabre, Inc.</b>	
6,057	Term Loan, 2.49%, Maturing September 30, 2014	5,429,694
	<b>Serena Software, Inc.</b>	
477	Term Loan, 2.26%, Maturing March 10, 2013	442,418
	<b>Sitel (Client Logic)</b>	

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	2,589	Term Loan, 5.74%, Maturing January 29, 2014 <b>Solera Holdings, LLC</b>	2,394,702
EUR	735	Term Loan, 2.44%, Maturing May 15, 2014 <b>SunGard Data Systems, Inc.</b>	980,261
	2,232	Term Loan, 1.98%, Maturing February 11, 2013	2,163,459
	6,844	Term Loan, 3.90%, Maturing February 28, 2016 <b>Ticketmaster</b>	6,747,139
	1,700	Term Loan, 7.00%, Maturing July 22, 2014 <b>Travelport, LLC</b>	1,691,500
	3,178	Term Loan, 2.74%, Maturing August 23, 2013	3,046,897
	437	Term Loan, 2.75%, Maturing August 23, 2013	418,988
EUR	1,054	Term Loan, 2.89%, Maturing August 23, 2013 <b>VWR International, Inc.</b>	1,411,744
	995	Term Loan, 2.73%, Maturing June 28, 2013	929,081

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>West Corp.</b>	
1,371	Term Loan, 2.61%, Maturing October 24, 2013	\$ 1,322,309
1,991	Term Loan, 4.11%, Maturing July 15, 2016	1,975,184
		<b>\$ 52,889,086</b>
<b>Cable and Satellite Television</b>	<b>11.8%</b>	
	<b>Atlantic Broadband Finance, LLC</b>	
2,569	Term Loan, 6.75%, Maturing June 8, 2013	\$ 2,573,677
96	Term Loan, 2.51%, Maturing September 1, 2013	93,966
	<b>Bragg Communications, Inc.</b>	
2,102	Term Loan, 2.75%, Maturing August 31, 2014	2,080,609
	<b>Bresnan Broadband Holdings, LLC</b>	
496	Term Loan, 2.25%, Maturing March 29, 2014	484,257
600	Term Loan - Second Lien, 4.74%, Maturing March 29, 2014	580,500
	<b>Cequel Communications, LLC</b>	
2,157	Term Loan, 2.25%, Maturing November 5, 2013	2,059,393
1,309	Term Loan, 6.25%, Maturing May 5, 2014	1,322,755
2,050	Term Loan - Second Lien, 4.73%, Maturing May 5, 2014	2,012,294
	<b>Charter Communications Operating, Inc.</b>	
9,821	Term Loan, 2.26%, Maturing April 28, 2013	9,161,258
	<b>CSC Holdings, Inc.</b>	
2,915	Term Loan, 2.00%, Maturing March 29, 2013	2,847,629
	<b>CW Media Holdings, Inc.</b>	
611	Term Loan, 3.50%, Maturing February 15, 2015	572,182
	<b>Foxco Acquisition Sub., LLC</b>	
579	Term Loan, 7.50%, Maturing July 2, 2015	552,454
	<b>Insight Midwest Holdings, LLC</b>	
3,594	Term Loan, 2.25%, Maturing April 6, 2014	3,476,436
	<b>MCC Iowa, LLC</b>	
5,719	Term Loan, 1.96%, Maturing January 31, 2015	5,418,361
	<b>Mediacom Illinois, LLC</b>	
3,683	Term Loan, 1.96%, Maturing January 31, 2015	3,487,801
998	Term Loan, 5.50%, Maturing March 31, 2017	1,002,737
	<b>NTL Investment Holdings, Ltd.</b>	
GBP 197	Term Loan, 2.90%, Maturing March 30, 2012	312,187
GBP 2,331	Term Loan, 4.18%, Maturing September 3, 2012	3,687,124
	<b>ProSiebenSat.1 Media AG</b>	
EUR 410	Term Loan, 3.34%, Maturing March 2, 2015	419,793
EUR 97	Term Loan, 2.59%, Maturing June 26, 2015	119,810
EUR 2,187	Term Loan, 2.59%, Maturing June 26, 2015	2,695,840
EUR 410	Term Loan, 3.59%, Maturing March 2, 2016	419,793
EUR 365	Term Loan, 7.96%, Maturing March 2, 2017 <sup>(3)</sup>	177,797
EUR 520	Term Loan - Second Lien, 4.71%, Maturing September 2, 2016	415,726
	<b>UPC Broadband Holding B.V.</b>	

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	1,264	Term Loan, 2.18%, Maturing December 31, 2014	1,216,492
	1,686	Term Loan, 3.93%, Maturing December 31, 2016	1,660,973
EUR	2,353	Term Loan, 4.21%, Maturing December 31, 2016	3,085,655
EUR	2,697	Term Loan, 4.99%, Maturing December 31, 2017	3,549,645
		<b>Virgin Media Investment Holding</b>	
GBP	240	Term Loan, 4.43%, Maturing March 30, 2012	378,920
		<b>YPSO Holding SA</b>	
EUR	209	Term Loan, 4.43%, Maturing July 28, 2014	252,355
EUR	249	Term Loan, 4.43%, Maturing July 28, 2014 <sup>(3)</sup>	301,055
EUR	542	Term Loan, 4.43%, Maturing July 28, 2014 <sup>(3)</sup>	653,910
			<b>\$ 57,073,384</b>

**Chemicals and Plastics 6.6%**

		<b>Arizona Chemical, Inc.</b>	
	500	Term Loan - Second Lien, 5.74%, Maturing February 28, 2014	\$ 473,750
		<b>Ashland, Inc.</b>	
	542	Term Loan, 7.65%, Maturing November 20, 2014	550,026

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Brenntag Holding GmbH and Co. KG</b>	
1,207	Term Loan, 1.99%, Maturing December 23, 2013	\$ 1,182,458
365	Term Loan, 2.01%, Maturing December 23, 2013	357,317
287	Term Loan, 2.00%, Maturing January 20, 2014	280,976
1,000	Term Loan - Second Lien, 4.25%, Maturing December 23, 2015	977,857
	<b>Celanese Holdings, LLC</b>	
2,114	Term Loan, 2.00%, Maturing April 2, 2014	2,040,908
	<b>Hexion Specialty Chemicals, Inc.</b>	
488	Term Loan, 2.56%, Maturing May 5, 2012	451,547
774	Term Loan, 2.56%, Maturing May 5, 2013	737,412
3,565	Term Loan, 2.56%, Maturing May 5, 2013	3,394,638
	<b>Huntsman International, LLC</b>	
2,500	Term Loan, 2.00%, Maturing August 16, 2012	2,395,983
1,000	Term Loan, 2.49%, Maturing June 30, 2016	959,250
	<b>INEOS Group</b>	
2,766	Term Loan, 9.50%, Maturing December 14, 2013	2,579,825
2,672	Term Loan, 10.00%, Maturing December 14, 2014	2,492,094
EUR 1,250	Term Loan - Second Lien, 7.02%, Maturing December 14, 2012	1,543,924
	<b>ISP Chemco, Inc.</b>	
1,553	Term Loan, 2.00%, Maturing June 4, 2014	1,481,309
	<b>Kranton Polymers, LLC</b>	
1,886	Term Loan, 2.25%, Maturing May 12, 2013	1,810,638
	<b>MacDermid, Inc.</b>	
EUR 721	Term Loan, 2.64%, Maturing April 12, 2014	807,292
	<b>Millenium Inorganic Chemicals</b>	
312	Term Loan, 2.50%, Maturing April 30, 2014	294,446
975	Term Loan - Second Lien, 6.00%, Maturing October 31, 2014	833,625
	<b>Momentive Performance Material</b>	
1,673	Term Loan, 2.50%, Maturing December 4, 2013	1,555,774
	<b>Nalco Co.</b>	
498	Term Loan, 6.50%, Maturing May 6, 2016	505,709
	<b>Rockwood Specialties Group, Inc.</b>	
3,194	Term Loan, 6.00%, Maturing May 15, 2014	3,225,653
	<b>Schoeller Arca Systems Holding</b>	
EUR 412	Term Loan, 5.07%, Maturing November 16, 2015	371,359
EUR 443	Term Loan, 5.07%, Maturing November 16, 2015	399,618
EUR 145	Term Loan, 6.17%, Maturing November 16, 2015	130,247
		<b>\$ 31,833,635</b>
	<b>Clothing/Textiles 0.3%</b>	
	<b>Hanesbrands, Inc.</b>	
1,125	Term Loan, 5.25%, Maturing December 10, 2015	\$ 1,141,406
	<b>St. John Knits International, Inc.</b>	
480	Term Loan, 9.25%, Maturing March 23, 2012	443,785

			\$ 1,585,191
<b>Conglomerates</b>	<b>3.7%</b>		
		<b>Amsted Industries, Inc.</b>	
	1,671	Term Loan, 2.25%, Maturing October 15, 2010	\$ 1,601,941
		<b>Blount, Inc.</b>	
	248	Term Loan, 5.50%, Maturing February 9, 2012	247,899
		<b>Doncasters (Dunde HoldCo 4 Ltd.)</b>	
	395	Term Loan, 4.24%, Maturing July 13, 2015	347,971
	395	Term Loan, 4.74%, Maturing July 13, 2015	347,971
GBP	500	Term Loan - Second Lien, 6.55%, Maturing January 13, 2016	627,412
		<b>Jarden Corp.</b>	
	602	Term Loan, 2.00%, Maturing January 24, 2012	595,750
	1,068	Term Loan, 2.00%, Maturing January 24, 2012	1,061,598
		<b>Manitowoc Company, Inc. (The)</b>	
	2,827	Term Loan, 7.50%, Maturing August 21, 2014	2,820,522

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Polymer Group, Inc.</b>	
1,923	Term Loan, 7.00%, Maturing November 22, 2014	\$ 1,944,212
	<b>RBS Global, Inc.</b>	
782	Term Loan, 2.50%, Maturing July 19, 2013	728,041
3,785	Term Loan, 2.79%, Maturing July 19, 2013	3,581,401
	<b>RGIS Holdings, LLC</b>	
2,710	Term Loan, 2.74%, Maturing April 30, 2014	2,520,593
136	Term Loan, 2.75%, Maturing April 30, 2014	126,030
	<b>US Investigations Services, Inc.</b>	
995	Term Loan, 3.25%, Maturing February 21, 2015	913,441
	<b>Vertrue, Inc.</b>	
822	Term Loan, 3.26%, Maturing August 16, 2014	657,781
		<b>\$ 18,122,563</b>
<b>Containers and Glass Products</b>	<b>4.1%</b>	
	<b>Berry Plastics Corp.</b>	
1,985	Term Loan, 2.25%, Maturing April 3, 2015	\$ 1,799,869
	<b>Consolidated Container Co.</b>	
1,000	Term Loan - Second Lien, 5.75%, Maturing September 28, 2014	855,000
	<b>Crown Americas, Inc.</b>	
600	Term Loan, 1.98%, Maturing November 15, 2012	595,000
	<b>Graham Packaging Holdings Co.</b>	
2,181	Term Loan, 2.50%, Maturing October 7, 2011	2,168,183
1,938	Term Loan, 6.75%, Maturing April 5, 2014	1,958,789
	<b>Graphic Packaging International, Inc.</b>	
3,985	Term Loan, 2.25%, Maturing May 16, 2014	3,879,394
426	Term Loan, 3.00%, Maturing May 16, 2014	419,311
	<b>JSG Acquisitions</b>	
1,189	Term Loan, 3.63%, Maturing December 31, 2013	1,180,479
1,189	Term Loan, 3.88%, Maturing December 13, 2014	1,180,478
	<b>Owens-Brockway Glass Container</b>	
1,540	Term Loan, 1.73%, Maturing June 14, 2013	1,507,451
	<b>Reynolds Group Holdings, Inc.</b>	
975	Term Loan, 6.25%, Maturing November 5, 2015	989,503
	<b>Smurfit-Stone Container Corp.</b>	
1,469	Revolving Loan, 2.84%, Maturing July 28, 2010	1,468,687
487	Revolving Loan, 3.06%, Maturing July 28, 2010	487,475
191	Term Loan, 2.50%, Maturing November 1, 2011	190,184
336	Term Loan, 2.50%, Maturing November 1, 2011	333,487
633	Term Loan, 2.50%, Maturing November 1, 2011	629,032
295	Term Loan, 4.50%, Maturing November 1, 2011	293,040
		<b>\$ 19,935,362</b>

**Cosmetics/Toiletries 0.5%**

	<b>American Safety Razor Co.</b>		
487	Term Loan, 2.75%, Maturing July 31, 2013	\$	460,395
900	Term Loan - Second Lien, 6.51%, Maturing July 31, 2014		492,750
	<b>KIK Custom Products, Inc.</b>		
975	Term Loan - Second Lien, 5.25%, Maturing November 30, 2014		619,125
	<b>Prestige Brands, Inc.</b>		
955	Term Loan, 4.50%, Maturing April 7, 2011		945,401
		<b>\$</b>	<b>2,517,671</b>

**Drugs 0.9%**

	<b>Graceway Pharmaceuticals, LLC</b>		
1,579	Term Loan, 2.98%, Maturing May 3, 2012	\$	1,315,931
275	Term Loan, 8.48%, Maturing November 3, 2013		103,125
1,500	Term Loan - Second Lien, 6.73%, Maturing May 3, 2013		798,750
	<b>Pharmaceutical Holdings Corp.</b>		
300	Term Loan, 3.51%, Maturing January 30, 2012		284,753



**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Warner Chilcott Corp.</b>	
751	Term Loan, 5.50%, Maturing October 30, 2014	\$ 754,037
375	Term Loan, 5.75%, Maturing April 30, 2015	376,853
826	Term Loan, 5.75%, Maturing April 30, 2015	829,077
		<b>\$ 4,462,526</b>
	<b>Ecological Services and Equipment 2.1%</b>	
	<b>Blue Waste B.V. (AVR Acquisition)</b>	
EUR 1,000	Term Loan, 2.68%, Maturing April 1, 2015	\$ 1,308,855
	<b>Cory Environmental Holdings</b>	
GBP 500	Term Loan - Second Lien, 4.85%, Maturing September 30, 2014	519,513
	<b>Environmental Systems Products Holdings, Inc.</b>	
1,013	Term Loan - Second Lien, 13.50%, Maturing December 12, 2010	927,522
	<b>Kemble Water Structure, Ltd.</b>	
GBP 4,250	Term Loan - Second Lien, 4.74%, Maturing October 13, 2013	5,536,809
	<b>Sensus Metering Systems, Inc.</b>	
2,064	Term Loan, 6.99%, Maturing June 3, 2013	2,071,282
		<b>\$ 10,363,981</b>
	<b>Electronics/Electrical 4.7%</b>	
	<b>Aspect Software, Inc.</b>	
793	Term Loan, 3.25%, Maturing July 11, 2011	\$ 761,434
1,800	Term Loan - Second Lien, 7.31%, Maturing July 11, 2013	1,674,000
	<b>FCI International S.A.S.</b>	
156	Term Loan, 3.62%, Maturing November 1, 2013	146,424
156	Term Loan, 3.62%, Maturing November 1, 2013	146,424
162	Term Loan, 3.62%, Maturing November 1, 2013	152,094
162	Term Loan, 3.62%, Maturing November 1, 2013	152,094
	<b>Freescale Semiconductor, Inc.</b>	
2,977	Term Loan, 1.98%, Maturing December 1, 2013	2,679,450
	<b>Infor Enterprise Solutions Holdings</b>	
1,502	Term Loan, 3.99%, Maturing July 28, 2012	1,408,369
2,879	Term Loan, 3.99%, Maturing July 28, 2012	2,699,374
500	Term Loan, 5.73%, Maturing March 2, 2014	415,000
183	Term Loan - Second Lien, 6.48%, Maturing March 2, 2014	142,313
317	Term Loan - Second Lien, 6.48%, Maturing March 2, 2014	261,250
	<b>Network Solutions, LLC</b>	
571	Term Loan, 2.51%, Maturing March 7, 2014	517,205
	<b>Open Solutions, Inc.</b>	
2,043	Term Loan, 2.38%, Maturing January 23, 2014	1,819,632
	<b>Sensata Technologies Finance Co.</b>	
2,722	Term Loan, 2.00%, Maturing April 27, 2013	2,479,158
	<b>Spectrum Brands, Inc.</b>	

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255	Term Loan, 8.00%, Maturing March 30, 2013	255,434
3,984	Term Loan, 8.00%, Maturing March 30, 2013	3,983,886
	<b>VeriFone, Inc.</b>	
2,048	Term Loan, 2.99%, Maturing October 31, 2013	2,016,788
	<b>Vertafore, Inc.</b>	
1,195	Term Loan, 5.50%, Maturing July 31, 2014	1,150,476
		<b>\$ 22,860,805</b>

**Equipment Leasing 0.2%**

	<b>Hertz Corp.</b>	
15	Term Loan, 2.00%, Maturing December 21, 2012	\$ 14,452
1,073	Term Loan, 2.01%, Maturing December 21, 2012	1,047,105
		<b>\$ 1,061,557</b>

**Farming/Agriculture 0.6%**

	<b>BF Bolthouse HoldCo, LLC</b>	
1,150	Term Loan - Second Lien, 9.00%, Maturing December 16, 2013	\$ 1,126,521

**Table of Contents****Principal  
Amount\***

<b>(000 \$ omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Central Garden &amp; Pet Co.</b>	
1,847	Term Loan, 1.74%, Maturing February 28, 2014	\$ 1,755,081
		<b>\$ 2,881,602</b>
	<b>Financial Intermediaries 2.5%</b>	
	<b>Citco III, Ltd.</b>	
1,868	Term Loan, 4.43%, Maturing June 30, 2014	\$ 1,811,709
	<b>First Data Corp.</b>	
997	Term Loan, 2.98%, Maturing September 24, 2014	864,802
2,000	Term Loan, 3.00%, Maturing September 24, 2014	1,734,028
	<b>Grosvenor Capital Management</b>	
1,402	Term Loan, 2.25%, Maturing December 5, 2013	1,275,736
	<b>Jupiter Asset Management Group</b>	
GBP 405	Term Loan, 2.74%, Maturing June 30, 2015	611,151
	<b>LPL Holdings, Inc.</b>	
3,980	Term Loan, 2.00%, Maturing December 18, 2014	3,809,238
	<b>Nuveen Investments, Inc.</b>	
1,330	Term Loan, 3.29%, Maturing November 2, 2014	1,177,199
	<b>Oxford Acquisition III, Ltd.</b>	
382	Term Loan, 2.25%, Maturing May 24, 2014	360,712
	<b>RJO Holdings Corp. (RJO Brien)</b>	
452	Term Loan, 5.24%, Maturing July 31, 2014 <sup>(3)</sup>	300,799
		<b>\$ 11,945,374</b>
	<b>Food Products 4.3%</b>	
	<b>Acosta, Inc.</b>	
2,993	Term Loan, 2.49%, Maturing July 28, 2013	\$ 2,858,615
	<b>Advantage Sales &amp; Marketing, Inc.</b>	
1,687	Term Loan, 2.26%, Maturing March 29, 2013	1,612,044
	<b>Dean Foods Co.</b>	
3,372	Term Loan, 1.64%, Maturing April 2, 2014	3,280,653
	<b>Dole Food Company, Inc.</b>	
108	Term Loan, 7.89%, Maturing April 12, 2013	108,966
187	Term Loan, 8.00%, Maturing April 12, 2013	189,498
608	Term Loan, 8.00%, Maturing April 12, 2013	614,831
	<b>Pinnacle Foods Finance, LLC</b>	
6,678	Term Loan, 2.98%, Maturing April 2, 2014	6,340,836
	<b>Provimi Group SA</b>	
205	Term Loan, 2.48%, Maturing June 28, 2015	194,847
252	Term Loan, 2.48%, Maturing June 28, 2015	239,784
EUR 265	Term Loan, 2.68%, Maturing June 28, 2015	349,426
EUR 439	Term Loan, 2.68%, Maturing June 28, 2015	577,912
EUR 457	Term Loan, 2.68%, Maturing June 28, 2015	602,193

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EUR	590	Term Loan, 2.68%, Maturing June 28, 2015	776,557
EUR	24	Term Loan - Second Lien, 4.68%, Maturing June 28, 2015	28,600
EUR	697	Term Loan - Second Lien, 2.22%, Maturing December 28, 2016 <sup>(4)</sup>	824,858
	148	Term Loan - Second Lien, 4.48%, Maturing December 28, 2016	126,447
		<b>Reddy Ice Group, Inc.</b>	
	1,970	Term Loan, 2.00%, Maturing August 9, 2012	1,853,441
			<b>\$ 20,579,508</b>
<b>Food Service</b>	<b>3.7%</b>		
		<b>AFC Enterprises, Inc.</b>	
	314	Term Loan, 7.00%, Maturing May 11, 2011	\$ 316,760
		<b>Aramark Corp.</b>	
	7,187	Term Loan, 2.13%, Maturing January 26, 2014	6,899,541
	473	Term Loan, 2.14%, Maturing January 26, 2014	453,748
GBP	970	Term Loan, 2.73%, Maturing January 27, 2014	1,440,070

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<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Buffets, Inc.</b>	
638	Term Loan, 18.00%, Maturing April 30, 2012	\$ 650,311
110	Term Loan, 7.53%, Maturing November 1, 2013 <sup>(3)</sup>	98,103
564	Term Loan - Second Lien, 17.75%, Maturing November 1, 2013 <sup>(3)</sup>	502,339
	<b>CBRL Group, Inc.</b>	
966	Term Loan, 1.79%, Maturing April 27, 2013	933,936
584	Term Loan, 2.79%, Maturing April 27, 2016	567,818
	<b>NPC International, Inc.</b>	
350	Term Loan, 2.00%, Maturing May 3, 2013	336,645
	<b>OSI Restaurant Partners, LLC</b>	
264	Term Loan, 3.08%, Maturing May 9, 2013	238,305
3,050	Term Loan, 2.56%, Maturing May 9, 2014	2,753,835
	<b>QCE Finance, LLC</b>	
1,210	Term Loan, 2.56%, Maturing May 5, 2013	1,042,015
950	Term Loan - Second Lien, 6.00%, Maturing November 5, 2013	567,625
	<b>Sagittarius Restaurants, LLC</b>	
350	Term Loan, 9.75%, Maturing March 29, 2013	341,734
	<b>Selecta</b>	
EUR 741	Term Loan - Second Lien, 4.99%, Maturing December 28, 2015	624,350
		<b>\$ 17,767,135</b>
	<b>Food/Drug Retailers 4.5%</b>	
	<b>General Nutrition Centers, Inc.</b>	
6,287	Term Loan, 2.51%, Maturing September 16, 2013	\$ 6,059,130
	<b>Iceland Foods Group, Ltd.</b>	
GBP 1,250	Term Loan, 3.02%, Maturing May 2, 2015	1,973,983
	<b>Pantry, Inc. (The)</b>	
223	Term Loan, 1.74%, Maturing May 15, 2014	211,807
773	Term Loan, 1.74%, Maturing May 15, 2014	735,664
	<b>Rite Aid Corp.</b>	
8,280	Term Loan, 1.99%, Maturing June 1, 2014	7,438,555
1,062	Term Loan, 6.00%, Maturing June 4, 2014	1,008,264
1,000	Term Loan, 9.50%, Maturing June 4, 2014	1,048,750
	<b>Roundy s Supermarkets, Inc.</b>	
3,322	Term Loan, 6.25%, Maturing November 3, 2013	3,314,088
		<b>\$ 21,790,241</b>
	<b>Forest Products 2.3%</b>	
	<b>Appleton Papers, Inc.</b>	
1,745	Term Loan, 6.70%, Maturing June 5, 2014	\$ 1,732,011
	<b>Georgia-Pacific Corp.</b>	
1,844	Term Loan, 2.23%, Maturing December 20, 2012	1,811,300
6,167	Term Loan, 2.26%, Maturing December 20, 2012	6,056,538

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1,563	Term Loan, 3.50%, Maturing December 23, 2014	1,563,938
		<b>\$ 11,163,787</b>

**Health Care 16.4%**

	<b>Alliance Healthcare Services</b>	
1,225	Term Loan, 5.50%, Maturing June 1, 2016	\$ 1,221,044
	<b>American Medical Systems</b>	
490	Term Loan, 2.50%, Maturing July 20, 2012	476,982
	<b>AMR HoldCo, Inc.</b>	
1,088	Term Loan, 2.23%, Maturing February 10, 2012	1,054,937
	<b>Biomet, Inc.</b>	
3,763	Term Loan, 3.25%, Maturing December 26, 2014	3,677,542
EUR 1,197	Term Loan, 3.55%, Maturing December 26, 2014	1,646,964
	<b>Bright Horizons Family Solutions, Inc.</b>	
936	Term Loan, 7.50%, Maturing May 15, 2015	939,162
	<b>Cardinal Health 409, Inc.</b>	
4,183	Term Loan, 2.48%, Maturing April 10, 2014	3,827,317

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<b>Principal Amount*</b> (000 s omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Carestream Health, Inc.</b>	
2,618	Term Loan, 2.23%, Maturing April 30, 2013	\$ 2,487,464
1,000	Term Loan - Second Lien, 5.48%, Maturing October 30, 2013	877,083
	<b>Carl Zeiss Vision Holding GmbH</b>	
1,300	Term Loan, 2.73%, Maturing March 23, 2015	1,001,407
	<b>Community Health Systems, Inc.</b>	
524	Term Loan, 2.51%, Maturing July 25, 2014	495,767
10,245	Term Loan, 2.51%, Maturing July 25, 2014	9,697,312
	<b>Concentra, Inc.</b>	
634	Term Loan - Second Lien, 5.76%, Maturing June 25, 2015 <sup>(3)</sup>	554,768
	<b>ConMed Corp.</b>	
459	Term Loan, 1.74%, Maturing April 13, 2013	435,707
	<b>Convatec Cidron Healthcare</b>	
EUR 746	Term Loan, 4.71%, Maturing July 30, 2016	1,024,959
	<b>CRC Health Corp.</b>	
481	Term Loan, 2.50%, Maturing February 6, 2013	451,850
484	Term Loan, 2.50%, Maturing February 6, 2013	454,120
	<b>Dako EQT Project Delphi</b>	
500	Term Loan - Second Lien, 4.00%, Maturing December 12, 2016	338,750
	<b>DaVita, Inc.</b>	
548	Term Loan, 1.74%, Maturing October 5, 2012	536,850
	<b>DJO Finance, LLC</b>	
708	Term Loan, 3.23%, Maturing May 15, 2014	688,293
	<b>Fenwal, Inc.</b>	
500	Term Loan - Second Lien, 5.51%, Maturing August 28, 2014	432,500
	<b>Fresenius Medical Care Holdings</b>	
490	Term Loan, 1.63%, Maturing March 31, 2013	479,966
	<b>Hanger Orthopedic Group, Inc.</b>	
700	Term Loan, 2.24%, Maturing May 30, 2013	684,325
	<b>HCA, Inc.</b>	
10,307	Term Loan, 2.50%, Maturing November 18, 2013	9,817,598
	<b>Health Management Association, Inc.</b>	
6,118	Term Loan, 2.00%, Maturing February 28, 2014	5,822,708
	<b>HealthSouth Corp.</b>	
1,252	Term Loan, 2.51%, Maturing March 10, 2013	1,223,619
1,030	Term Loan, 4.01%, Maturing March 15, 2014	1,022,760
	<b>Iasis Healthcare, LLC</b>	
78	Term Loan, 2.23%, Maturing March 14, 2014	74,558
288	Term Loan, 2.23%, Maturing March 14, 2014	275,399
831	Term Loan, 2.23%, Maturing March 14, 2014	795,773
	<b>Ikaria Acquisition, Inc.</b>	
1,481	Term Loan, 2.49%, Maturing March 28, 2013	1,394,997
	<b>IM U.S. Holdings, LLC</b>	
980	Term Loan, 2.24%, Maturing June 26, 2014	938,254
625	Term Loan - Second Lien, 4.48%, Maturing June 26, 2015	605,859

		<b>LifePoint Hospitals, Inc.</b>	
2,022		Term Loan, 1.89%, Maturing April 15, 2012	1,987,626
		<b>MultiPlan Merger Corp.</b>	
1,344		Term Loan, 2.73%, Maturing April 12, 2013	1,285,937
961		Term Loan, 2.75%, Maturing April 12, 2013	919,563
		<b>Mylan, Inc.</b>	
3,545		Term Loan, 3.55%, Maturing October 2, 2014	3,510,104
		<b>National Mentor Holdings, Inc.</b>	
62		Term Loan, 2.15%, Maturing June 29, 2013	55,748
1,002		Term Loan, 2.26%, Maturing June 29, 2013	906,861
		<b>National Renal Institutes, Inc.</b>	
707		Term Loan, 10.00%, Maturing March 31, 2013 <sup>(3)</sup>	678,874
		<b>Nyco Holdings</b>	
EUR	500	Term Loan, 2.85%, Maturing December 29, 2014	668,040
EUR	500	Term Loan, 3.60%, Maturing December 29, 2015	668,040



**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Physiotherapy Associates, Inc.</b>	
744	Term Loan, 7.50%, Maturing June 27, 2013	\$ 583,847
	<b>RadNet Management, Inc.</b>	
2,026	Term Loan, 4.51%, Maturing November 15, 2012	1,954,915
	<b>ReAble Therapeutics Finance, LLC</b>	
2,500	Term Loan, 2.26%, Maturing November 16, 2013	2,447,273
	<b>RehabCare Group, Inc.</b>	
875	Term Loan, 6.00%, Maturing November 20, 2015	878,938
	<b>Renal Advantage, Inc.</b>	
1	Term Loan, 2.75%, Maturing October 5, 2012	798
	<b>Select Medical Holdings Corp.</b>	
2,353	Term Loan, 4.02%, Maturing August 5, 2014	2,323,117
	<b>Sunrise Medical Holdings, Inc.</b>	
416	Term Loan, 8.25%, Maturing May 13, 2010	344,928
	<b>TZ Merger Sub., Inc. (TriZetto)</b>	
744	Term Loan, 7.50%, Maturing July 24, 2015	749,309
	<b>Vanguard Health Holding Co., LLC</b>	
2,128	Term Loan, 2.49%, Maturing September 23, 2011	2,130,217
1,600	Term Loan, Maturing January 29, 2016 <sup>(7)</sup>	1,607,800
	<b>Viant Holdings, Inc.</b>	
505	Term Loan, 2.51%, Maturing June 25, 2014	497,844
		<b>\$ 79,656,373</b>
<b>Home Furnishings</b>	<b>1.0%</b>	
	<b>Hunter Fan Co.</b>	
428	Term Loan, 2.74%, Maturing April 16, 2014	\$ 344,029
	<b>Interline Brands, Inc.</b>	
255	Term Loan, 1.98%, Maturing June 23, 2013	235,573
936	Term Loan, 2.00%, Maturing June 23, 2013	865,375
	<b>National Bedding Co., LLC</b>	
1,465	Term Loan, 2.30%, Maturing August 31, 2011	1,413,530
2,050	Term Loan - Second Lien, 5.31%, Maturing August 31, 2012	1,829,625
	<b>Simmons Co.</b>	
1,090	Term Loan, 7.35%, Maturing February 15, 2012 <sup>(3)</sup>	6,815
		<b>\$ 4,694,947</b>
<b>Industrial Equipment</b>	<b>4.3%</b>	
	<b>Brand Energy and Infrastructure Services, Inc.</b>	
729	Term Loan, 2.56%, Maturing February 7, 2014	\$ 686,524
782	Term Loan, 3.56%, Maturing February 7, 2014	747,788
	<b>CEVA Group PLC U.S.</b>	
2,228	Term Loan, 3.23%, Maturing January 4, 2014	1,955,300
3,456	Term Loan, 3.23%, Maturing January 4, 2014	3,032,979

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1,006	Term Loan, 3.25%, Maturing January 4, 2014	902,610
	<b>EPD Holdings (Goodyear Engineering Products)</b>	
145	Term Loan, 2.74%, Maturing July 13, 2014	124,876
1,016	Term Loan, 2.74%, Maturing July 13, 2014	871,901
775	Term Loan - Second Lien, 5.98%, Maturing July 13, 2015	585,125
	<b>Generac Acquisition Corp.</b>	
1,744	Term Loan, 2.75%, Maturing November 7, 2013	1,622,201
500	Term Loan - Second Lien, 6.25%, Maturing April 7, 2014	460,500
	<b>Gleason Corp.</b>	
138	Term Loan, 2.00%, Maturing June 30, 2013	135,640
568	Term Loan, 2.00%, Maturing June 30, 2013	557,035
	<b>Jason, Inc.</b>	
396	Term Loan, 5.99%, Maturing April 30, 2010	259,700
	<b>John Maneely Co.</b>	
2,231	Term Loan, 3.50%, Maturing December 8, 2013	2,142,087
	<b>KION Group GmbH</b>	
1,000	Term Loan, 3.98%, Maturing December 23, 2014 <sup>(3)</sup>	773,000
1,000	Term Loan, 4.23%, Maturing December 23, 2015 <sup>(3)</sup>	773,000

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Polypore, Inc.</b>	
3,944	Term Loan, 2.49%, Maturing July 3, 2014	\$ 3,776,641
	<b>Sequa Corp.</b>	
794	Term Loan, 3.88%, Maturing November 30, 2014	738,144
	<b>TFS Acquisition Corp.</b>	
695	Term Loan, 14.00%, Maturing August 11, 2013 <sup>(3)</sup>	533,350
		<b>\$ 20,678,401</b>
<b>Insurance 3.2%</b>		
	<b>Alliant Holdings I, Inc.</b>	
1,000	Term Loan, Maturing August 21, 2014 <sup>(7)</sup>	\$ 946,667
	<b>AmWINS Group, Inc.</b>	
982	Term Loan, 2.76%, Maturing June 8, 2013	912,374
500	Term Loan - Second Lien, 5.75%, Maturing June 8, 2014	417,500
	<b>Applied Systems, Inc.</b>	
2,130	Term Loan, 2.73%, Maturing September 26, 2013	2,034,215
	<b>CCC Information Services Group, Inc.</b>	
1,555	Term Loan, 2.49%, Maturing February 10, 2013	1,506,052
	<b>Conseco, Inc.</b>	
2,627	Term Loan, 7.50%, Maturing October 10, 2013	2,505,196
	<b>Crawford &amp; Company</b>	
1,204	Term Loan, 5.25%, Maturing October 31, 2013	1,174,388
	<b>Crump Group, Inc.</b>	
775	Term Loan, 3.24%, Maturing August 4, 2014	699,811
	<b>Hub International Holdings, Inc.</b>	
496	Term Loan, 2.75%, Maturing June 13, 2014	464,729
2,206	Term Loan, 2.75%, Maturing June 13, 2014	2,068,028
574	Term Loan, 6.75%, Maturing June 30, 2014	570,456
	<b>U.S.I. Holdings Corp.</b>	
2,280	Term Loan, 3.01%, Maturing May 4, 2014	2,103,170
		<b>\$ 15,402,586</b>
<b>Leisure Goods/Activities/Movies 8.2%</b>		
	<b>AMC Entertainment, Inc.</b>	
3,777	Term Loan, 1.73%, Maturing January 26, 2013	\$ 3,695,478
	<b>AMF Bowling Worldwide, Inc.</b>	
1,000	Term Loan - Second Lien, 6.48%, Maturing December 8, 2013	697,500
	<b>Bombardier Recreational Products</b>	
1,823	Term Loan, 3.28%, Maturing June 28, 2013	1,381,899
	<b>Butterfly Wendel US, Inc.</b>	
280	Term Loan, 3.03%, Maturing June 22, 2013	228,672
280	Term Loan, 2.78%, Maturing June 22, 2014	228,746
	<b>Carmike Cinemas, Inc.</b>	

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2,700	Term Loan, Maturing January 27, 2016 <sup>(7)</sup> <b>Cedar Fair, L.P.</b>	2,702,813
277	Term Loan, 2.23%, Maturing August 30, 2012	275,845
2,104	Term Loan, 4.23%, Maturing February 17, 2014 <b>Cinemark, Inc.</b>	2,101,800
3,496	Term Loan, 2.01%, Maturing October 5, 2013 <b>Deluxe Entertainment Services</b>	3,441,656
59	Term Loan, 6.22%, Maturing January 28, 2011	55,758
101	Term Loan, 6.25%, Maturing January 28, 2011	95,301
962	Term Loan, 6.25%, Maturing January 28, 2011 <b>Fender Musical Instruments Corp.</b>	908,341
331	Term Loan, 2.51%, Maturing June 9, 2014	286,734
651	Term Loan, 2.51%, Maturing June 9, 2014 <b>Formula One (Alpha D2, Ltd.)</b>	564,813
2,000	Term Loan - Second Lien, 3.82%, Maturing June 30, 2014 <b>Mega Blocks, Inc.</b>	1,799,166
1,576	Term Loan, 9.75%, Maturing July 26, 2012	1,054,440

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Metro-Goldwyn-Mayer Holdings, Inc.</b>	
2,786	Term Loan, 0.00%, Maturing April 8, 2012 <sup>(2)</sup>	\$ 1,681,261
	<b>National CineMedia, LLC</b>	
2,750	Term Loan, 2.01%, Maturing February 13, 2015	2,659,478
	<b>Regal Cinemas Corp.</b>	
5,149	Term Loan, 4.00%, Maturing November 10, 2010	5,164,147
	<b>Revolution Studios Distribution Co., LLC</b>	
979	Term Loan, 3.99%, Maturing December 21, 2014	890,533
800	Term Loan - Second Lien, 7.24%, Maturing June 21, 2015	560,000
	<b>Six Flags Theme Parks, Inc.</b>	
1,105	Term Loan, 2.49%, Maturing April 30, 2015	1,091,742
	<b>Southwest Sports Group, LLC</b>	
1,875	Term Loan, 6.75%, Maturing December 22, 2010	1,554,688
	<b>SW Acquisition Co., Inc.</b>	
1,875	Term Loan, 5.75%, Maturing May 31, 2016	1,896,681
	<b>Universal City Development Partners, Ltd.</b>	
2,625	Term Loan, 6.50%, Maturing November 6, 2014	2,657,813
	<b>Zuffa, LLC</b>	
2,334	Term Loan, 2.31%, Maturing June 20, 2016	2,209,170
		<b>\$ 39,884,475</b>
<b>Lodging and Casinos</b>	<b>2.6%</b>	
	<b>Ameristar Casinos, Inc.</b>	
1,056	Term Loan, 3.50%, Maturing November 10, 2012	\$ 1,050,720
	<b>Harrah s Operating Co.</b>	
1,223	Term Loan, 3.25%, Maturing January 28, 2015	1,014,297
3,000	Term Loan, 9.50%, Maturing October 31, 2016	3,064,167
	<b>LodgeNet Entertainment Corp.</b>	
1,852	Term Loan, 2.26%, Maturing April 4, 2014	1,707,196
	<b>New World Gaming Partners, Ltd.</b>	
203	Term Loan, 2.75%, Maturing June 30, 2014	185,370
1,003	Term Loan, 2.75%, Maturing June 30, 2014	915,209
	<b>Penn National Gaming, Inc.</b>	
354	Term Loan, 1.99%, Maturing October 3, 2012	347,812
	<b>Tropicana Entertainment, Inc.</b>	
184	Term Loan, 0.00%, Maturing December 29, 2012 <sup>(4)</sup>	171,294
	<b>Venetian Casino Resort/Las Vegas Sands, Inc.</b>	
852	Term Loan, 2.01%, Maturing May 14, 2014	752,711
3,374	Term Loan, 2.01%, Maturing May 23, 2014	2,980,278
	<b>Wimar OpCo, LLC</b>	
1,883	Term Loan, 0.00%, Maturing January 3, 2012 <sup>(2)</sup>	588,534
		<b>\$ 12,777,588</b>

**Nonferrous Metals/Minerals 1.5%**

	<b>Euramax International, Inc.</b>	
307	Term Loan, 10.00%, Maturing June 29, 2013	\$ 239,176
306	Term Loan, 14.00%, Maturing June 29, 2013 <sup>(3)</sup>	238,572
	<b>Noranda Aluminum Acquisition</b>	
2,092	Term Loan, 2.23%, Maturing May 18, 2014	1,819,918
	<b>Novelis, Inc.</b>	
617	Term Loan, 2.24%, Maturing June 28, 2014	587,203
1,357	Term Loan, 2.25%, Maturing June 28, 2014	1,291,897
	<b>Oxbow Carbon and Mineral Holdings</b>	
3,316	Term Loan, 2.25%, Maturing May 8, 2014	3,225,130
		<b>\$ 7,401,896</b>

**Oil and Gas 3.2%**

	<b>Atlas Pipeline Partners, L.P.</b>	
903	Term Loan, 6.75%, Maturing July 20, 2014	\$ 900,991

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Big West Oil, LLC</b>	
315	Term Loan, 4.50%, Maturing May 1, 2014	\$ 305,530
396	Term Loan, 4.50%, Maturing May 1, 2014	384,095
	<b>Dresser, Inc.</b>	
1,432	Term Loan, 2.52%, Maturing May 4, 2014	1,375,768
1,000	Term Loan - Second Lien, 6.00%, Maturing May 4, 2015	951,250
	<b>Dynegy Holdings, Inc.</b>	
335	Term Loan, 3.99%, Maturing April 2, 2013	327,691
5,161	Term Loan, 3.99%, Maturing April 2, 2013	5,049,095
	<b>Enterprise GP Holdings, L.P.</b>	
1,103	Term Loan, 2.49%, Maturing October 31, 2014	1,090,097
	<b>Hercules Offshore, Inc.</b>	
1,610	Term Loan, 6.00%, Maturing July 6, 2013	1,540,296
	<b>Niska Gas Storage</b>	
41	Term Loan, 1.98%, Maturing May 13, 2011	39,252
61	Term Loan, 1.98%, Maturing May 13, 2011	57,946
591	Term Loan, 1.98%, Maturing May 12, 2013	563,754
	<b>Precision Drilling Corp.</b>	
893	Term Loan, 4.24%, Maturing December 23, 2013	880,023
	<b>SemGroup Corp.</b>	
1,050	Term Loan, 1.25%, Maturing November 27, 2013	1,043,000
	<b>Targa Resources, Inc.</b>	
1,100	Term Loan, 6.00%, Maturing June 4, 2017	1,105,500
		<b>\$ 15,614,288</b>
<b>Publishing 8.5%</b>		
	<b>American Media Operations, Inc.</b>	
2,186	Term Loan, 10.00%, Maturing January 31, 2013 <sup>(3)</sup>	\$ 2,067,100
	<b>Aster Zweite Beteiligungs GmbH</b>	
1,775	Term Loan, 2.89%, Maturing September 27, 2013	1,722,859
	<b>GateHouse Media Operating, Inc.</b>	
872	Term Loan, 2.24%, Maturing August 28, 2014	434,780
2,078	Term Loan, 2.24%, Maturing August 28, 2014	1,036,533
675	Term Loan, 2.49%, Maturing August 28, 2014	336,656
	<b>Getty Images, Inc.</b>	
3,779	Term Loan, 6.25%, Maturing July 2, 2015	3,810,991
	<b>Lamar Media Corp.</b>	
945	Term Loan, 5.50%, Maturing September 30, 2012	949,931
	<b>Laureate Education, Inc.</b>	
347	Term Loan, 3.50%, Maturing August 17, 2014	322,823
2,320	Term Loan, 3.50%, Maturing August 17, 2014	2,156,855
1,496	Term Loan, 7.00%, Maturing August 31, 2014	1,485,496
	<b>Local Insight Regatta Holdings, Inc.</b>	
1,635	Term Loan, 6.25%, Maturing April 23, 2015	1,385,647

	<b>MediaNews Group, Inc.</b>	
703	Term Loan, 6.73%, Maturing August 2, 2013	309,320
	<b>Merrill Communications, LLC</b>	
1,225	Term Loan, 8.50%, Maturing December 24, 2012	1,050,703
1,006	Term Loan - Second Lien, 14.75%, Maturing November 15, 2013 <sup>(3)</sup>	636,460
	<b>Nelson Education, Ltd.</b>	
489	Term Loan, 2.75%, Maturing July 5, 2014	449,650
	<b>Nielsen Finance, LLC</b>	
5,820	Term Loan, 2.23%, Maturing August 9, 2013	5,581,106
995	Term Loan, 3.98%, Maturing May 1, 2016	972,955
	<b>PagesJaunes Group, SA</b>	
EUR 500	Term Loan, 4.96%, Maturing April 10, 2016	458,122
	<b>Philadelphia Newspapers, LLC</b>	
708	Term Loan, 0.00%, Maturing June 29, 2013 <sup>(2)</sup>	166,398



**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Reader s Digest Association, Inc. (The</b>	
1,134	DIP Loan, 13.50%, Maturing August 21, 2010	\$ 1,179,037
1,246	Revolving Loan, 4.52%, Maturing March 3, 2014	743,172
5,016	Term Loan, 4.23%, Maturing March 3, 2014	2,992,858
447	Term Loan, 7.00%, Maturing March 3, 2014	266,520
	<b>SGS International, Inc.</b>	
551	Term Loan, 2.86%, Maturing December 30, 2011	534,481
	<b>Source Interlink Companies, Inc.</b>	
914	Term Loan, 10.75%, Maturing June 18, 2013	790,325
497	Term Loan, 15.00%, Maturing June 18, 2013 <sup>(3)</sup>	198,691
	<b>Trader Media Corp.</b>	
GBP 1,315	Term Loan, 2.65%, Maturing March 23, 2015	1,907,828
	<b>Tribune Co.</b>	
1,547	Term Loan, 0.00%, Maturing April 10, 2010 <sup>(2)</sup>	943,549
1,935	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(2)</sup>	1,216,875
2,990	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(2)</sup>	1,726,074
	<b>Xsys, Inc.</b>	
1,801	Term Loan, 2.89%, Maturing September 27, 2013	1,747,739
1,828	Term Loan, 2.89%, Maturing September 27, 2014	1,774,624
		<b>\$ 41,356,158</b>
 <b>Radio and Television 5.0%</b>		
	<b>Block Communications, Inc.</b>	
816	Term Loan, 2.28%, Maturing December 22, 2011	\$ 767,040
	<b>CMP KC, LLC</b>	
956	Term Loan, 6.25%, Maturing May 5, 2013 <sup>(6)</sup>	274,426
	<b>CMP Susquehanna Corp.</b>	
1,566	Term Loan, 2.25%, Maturing May 5, 2013	1,286,446
	<b>Discovery Communications, Inc.</b>	
993	Term Loan, 5.25%, Maturing May 14, 2014	1,005,733
	<b>Emmis Operating Co.</b>	
758	Term Loan, 4.25%, Maturing November 2, 2013	636,485
	<b>Gray Television, Inc.</b>	
1,080	Term Loan, 3.75%, Maturing January 19, 2015	995,409
	<b>HIT Entertainment, Inc.</b>	
750	Term Loan, 2.53%, Maturing March 20, 2012	659,357
	<b>Intelsat Corp.</b>	
2,434	Term Loan, 2.73%, Maturing January 3, 2014	2,328,055
2,434	Term Loan, 2.73%, Maturing January 3, 2014	2,328,055
2,435	Term Loan, 2.73%, Maturing January 3, 2014	2,328,768
	<b>Ion Media Networks, Inc.</b>	
332	DIP Loan, 15.00%, Maturing May 29, 2010 <sup>(6)</sup>	522,323
2,500	Term Loan, 0.00%, Maturing January 15, 2012 <sup>(2)</sup>	694,792
	<b>NEP II, Inc.</b>	

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590	Term Loan, 2.53%, Maturing February 16, 2014 <b>Nexstar Broadcasting, Inc.</b>	545,318
1,754	Term Loan, 5.00%, Maturing October 1, 2012	1,716,483
1,658	Term Loan, 5.00%, Maturing October 1, 2012 <b>Raycom TV Broadcasting, LLC</b>	1,622,731
875	Term Loan, 1.81%, Maturing June 25, 2014 <b>SFX Entertainment</b>	765,625
869	Term Loan, 3.50%, Maturing June 21, 2013 <b>Sirius Satellite Radio, Inc.</b>	838,247
489	Term Loan, 2.50%, Maturing December 19, 2012 <b>Univision Communications, Inc.</b>	465,534
4,200	Term Loan, 2.50%, Maturing September 29, 2014 <b>Young Broadcasting, Inc.</b>	3,668,700
709	Term Loan, 0.00%, Maturing November 3, 2012 <sup>(2)</sup>	567,863
		<b>\$ 24,017,390</b>

**Table of Contents****Principal****Amount\*****(000 s omitted)**

	<b>Borrower/Tranche Description</b>	<b>Value</b>
<b>Rail Industries</b>	<b>0.4%</b>	
	<b>Kansas City Southern Railway Co.</b>	
1,954	Term Loan, 2.01%, Maturing April 26, 2013	\$ 1,897,944
		<b>\$ 1,897,944</b>
<b>Retailers (Except Food and Drug)</b>	<b>3.6%</b>	
	<b>American Achievement Corp.</b>	
157	Term Loan, 6.29%, Maturing March 25, 2011	\$ 149,103
	<b>Amscan Holdings, Inc.</b>	
486	Term Loan, 2.50%, Maturing May 25, 2013	455,859
	<b>Cumberland Farms, Inc.</b>	
1,518	Term Loan, 2.75%, Maturing September 29, 2013	1,389,279
	<b>Educate, Inc.</b>	
500	Term Loan - Second Lien, 5.51%, Maturing June 14, 2014	434,166
	<b>FTD, Inc.</b>	
1,225	Term Loan, 6.75%, Maturing July 31, 2014	1,229,528
	<b>Harbor Freight Tools USA, Inc.</b>	
388	Term Loan, 9.75%, Maturing July 15, 2010	389,343
	<b>Josten s Corp.</b>	
1,510	Term Loan, 2.23%, Maturing October 4, 2011	1,497,161
	<b>Neiman Marcus Group, Inc.</b>	
1,967	Term Loan, 2.26%, Maturing April 5, 2013	1,798,386
	<b>Orbitz Worldwide, Inc.</b>	
1,153	Term Loan, 3.24%, Maturing July 25, 2014	1,102,698
	<b>Oriental Trading Co., Inc.</b>	
2,530	Term Loan, 9.75%, Maturing July 31, 2013	2,176,051
1,125	Term Loan - Second Lien, 6.24%, Maturing January 31, 2013	309,375
	<b>Pilot Travel Centers, LLC</b>	
1,225	Term Loan, Maturing November 24, 2015 <sup>(7)</sup>	1,238,562
	<b>Rover Acquisition Corp.</b>	
2,183	Term Loan, 2.49%, Maturing October 26, 2013	2,140,668
	<b>Savers, Inc.</b>	
323	Term Loan, 2.99%, Maturing August 11, 2012	313,157
363	Term Loan, 2.99%, Maturing August 11, 2012	351,851
	<b>Yankee Candle Company, Inc. (The)</b>	
2,421	Term Loan, 2.24%, Maturing February 6, 2014	2,349,594
		<b>\$ 17,324,781</b>
<b>Steel</b>	<b>0.3%</b>	
	<b>Niagara Corp.</b>	
1,979	Term Loan, 7.25%, Maturing June 29, 2014	\$ 1,306,321
		<b>\$ 1,306,321</b>

<b>Surface Transport</b>	<b>0.4%</b>		
		<b>Oshkosh Truck Corp.</b>	
1,346		Term Loan, 6.26%, Maturing December 6, 2013	\$ 1,353,824
		<b>Swift Transportation Co., Inc.</b>	
801		Term Loan, 8.25%, Maturing May 10, 2014	770,922
			<b>\$ 2,124,746</b>
<b>Telecommunications</b>	<b>3.9%</b>		
		<b>Alaska Communications Systems Holdings, Inc.</b>	
985		Term Loan, 2.00%, Maturing February 1, 2012	\$ 957,429
		<b>Asurion Corp.</b>	
3,890		Term Loan, 3.24%, Maturing July 13, 2012	3,783,863
1,000		Term Loan - Second Lien, 6.73%, Maturing January 13, 2013	981,250
		<b>CommScope, Inc.</b>	
1,336		Term Loan, 2.75%, Maturing November 19, 2014	1,316,781
		<b>Intelsat Subsidiary Holding Co.</b>	
943		Term Loan, 2.73%, Maturing July 3, 2013	908,823

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<b>Principal Amount*</b> (000 \$ omitted)	<b>Borrower/Tranche Description</b>	<b>Value</b>
	<b>Iowa Telecommunications Services</b>	
1,616	Term Loan, 2.01%, Maturing November 23, 2011	\$ 1,609,738
	<b>Macquarie UK Broadcast Ventures, Ltd.</b>	
GBP 755	Term Loan, 2.52%, Maturing December 26, 2014	1,012,873
	<b>NTelos, Inc.</b>	
1,496	Term Loan, 5.75%, Maturing August 13, 2015	1,510,277
	<b>Palm, Inc.</b>	
1,752	Term Loan, 3.76%, Maturing April 24, 2014	1,550,939
	<b>Stratos Global Corp.</b>	
977	Term Loan, 2.75%, Maturing February 13, 2012	964,294
	<b>TowerCo Finance, LLC</b>	
425	Term Loan, 6.00%, Maturing November 24, 2014	430,844
	<b>Trilogy International Partners</b>	
850	Term Loan, 3.75%, Maturing June 29, 2012	718,250
	<b>Windstream Corp.</b>	
3,013	Term Loan, 3.01%, Maturing December 17, 2015	2,990,236
		<b>\$ 18,735,597</b>
<b>Utilities 4.3%</b>		
	<b>AEI Finance Holding, LLC</b>	
270	Revolving Loan, 3.23%, Maturing March 30, 2012	\$ 249,857
1,835	Term Loan, 3.25%, Maturing March 30, 2014	1,699,981
	<b>Astoria Generating Co.</b>	
1,000	Term Loan - Second Lien, 4.01%, Maturing August 23, 2013	946,667
	<b>BRSP, LLC</b>	
977	Term Loan, 7.50%, Maturing June 24, 2014	964,550
	<b>Calpine Corp.</b>	
5,958	DIP Loan, 3.14%, Maturing March 29, 2014	5,645,284
	<b>Electricinvest Holding Co.</b>	
GBP 480	Term Loan, 5.02%, Maturing October 24, 2012	636,843
EUR 477	Term Loan - Second Lien, 4.93%, Maturing October 24, 2012	552,893
	<b>NRG Energy, Inc.</b>	
1,780	Term Loan, 2.00%, Maturing June 1, 2014	1,726,997
2,046	Term Loan, 2.00%, Maturing June 1, 2014	1,984,652
	<b>Pike Electric, Inc.</b>	
146	Term Loan, 1.75%, Maturing July 1, 2012	138,928
340	Term Loan, 1.75%, Maturing December 10, 2012	322,783
	<b>TXU Texas Competitive Electric Holdings Co., LLC</b>	
1,328	Term Loan, 3.73%, Maturing October 10, 2014	1,084,619
3,803	Term Loan, 3.73%, Maturing October 10, 2014	3,123,821
997	Term Loan, 3.78%, Maturing October 10, 2014	818,739
	<b>Vulcan Energy Corp.</b>	
1,093	Term Loan, 5.50%, Maturing December 31, 2015	1,095,319

\$ 20,991,933

**Total Senior Floating-Rate Interests**  
**(identified cost \$728,535,888)**

\$ 693,443,893

**Corporate Bonds & Notes 11.4%**

**Principal  
Amount\***

(000 s omitted)

Security

Value

Aerospace and Defense 0.1%

	<b>Alion Science and Technologies Corp.</b>	
145	10.25%, 2/1/15	\$ 118,538
	<b>Bombardier, Inc., Sr. Notes</b>	
130	8.00%, 11/15/14 <sup>(8)</sup>	136,175
		<b>\$ 254,713</b>

**Table of Contents****Principal****Amount\*****(000 s omitted)****Security****Value****Air Transport 0.0%****Continental Airlines**

186 7.033%, 6/15/11

\$ 175,646

**\$ 175,646****Automotive 0.2%****Allison Transmission, Inc.**665 11.25%, 11/1/15<sup>(3)(8)</sup>

\$ 703,237

**American Axle & Manufacturing Holdings, Inc., Sr. Notes**115 9.25%, 1/15/17<sup>(8)</sup>

119,600

25 7.875%, 3/1/17

21,813

**Commercial Vehicle Group, Inc., Sr. Notes**

100 8.00%, 7/1/13

61,000

**\$ 905,650****Broadcast Radio and Television 0.3%****Clear Channel Communications, Inc., Sr. Notes**

1,000 6.25%, 3/15/11

\$ 945,000

**XM Satellite Radio Holdings, Inc., Sr. Notes**450 13.00%, 8/1/14<sup>(8)</sup>

496,125

**\$ 1,441,125****Building and Development 0.5%****Grohe Holding GmbH, Variable Rate**EUR 2,000 3.559%, 1/15/14<sup>(9)</sup>

\$ 2,447,171

**Texas Industries, Inc., Sr. Notes**115 7.25%, 7/15/13<sup>(8)</sup>

115,000

**\$ 2,562,171****Business Equipment and Services 0.6%****Affinion Group, Inc.**

205 11.50%, 10/15/15

\$ 213,200

**Brocade Communications Systems, Inc., Sr. Notes**30 6.625%, 1/15/18<sup>(8)</sup>

30,525

30 6.875%, 1/15/20<sup>(8)</sup>

30,750

**Education Management, LLC, Sr. Notes**

390 8.75%, 6/1/14

404,625

**First Data Corp.**

85 9.875%, 9/24/15

76,288

**MediMedia USA, Inc., Sr. Sub. Notes**170 11.375%, 11/15/14<sup>(8)</sup>

150,450

	<b>RSC Equipment Rental, Inc., Sr. Notes</b>	
750	10.00%, 7/15/17 <sup>(8)</sup>	819,375
	<b>SunGard Data Systems, Inc., Sr. Notes</b>	
500	10.625%, 5/15/15	546,250
	<b>Ticketmaster Entertainment, Inc.</b>	
185	10.75%, 8/1/16	203,037
	<b>West Corp.</b>	
275	9.50%, 10/15/14	277,750
		<b>\$ 2,752,250</b>
<b>Cable and Satellite Television 0.0%</b>		
	<b>Kabel Deutschland GmbH</b>	
190	10.625%, 7/1/14	\$ 199,500
		<b>\$ 199,500</b>
<b>Chemicals and Plastics 0.2%</b>		
	<b>CII Carbon, LLC</b>	
185	11.125%, 11/15/15 <sup>(8)</sup>	\$ 187,775
	<b>Reichhold Industries, Inc., Sr. Notes</b>	
445	9.00%, 8/15/14 <sup>(8)</sup>	393,825



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<b>Principal Amount*</b> (000 \$ omitted)	<b>Security</b>	<b>Value</b>
	<b>Wellman Holdings, Inc., Sr. Sub. Notes</b>	
449	5.00%, 1/29/19 <sup>(6)</sup>	\$ 165,232
		<b>\$ 746,832</b>
<b>Clothing/Textiles</b>	<b>0.1%</b>	
	<b>Levi Strauss &amp; Co., Sr. Notes</b>	
270	9.75%, 1/15/15	\$ 283,500
75	8.875%, 4/1/16	78,375
	<b>Perry Ellis International, Inc., Sr. Sub. Notes</b>	
360	8.875%, 9/15/13	363,150
		<b>\$ 725,025</b>
<b>Conglomerates</b>	<b>0.1%</b>	
	<b>RBS Global &amp; Rexnord Corp.</b>	
161	9.50%, 8/1/14 <sup>(8)</sup>	\$ 162,207
155	11.75%, 8/1/16	159,263
		<b>\$ 321,470</b>
<b>Containers and Glass Products</b>	<b>0.4%</b>	
	<b>Berry Plastics Corp., Sr. Notes, Variable Rate</b>	
2,000	5.001%, 2/15/15	\$ 1,870,000
	<b>Intertape Polymer US, Inc., Sr. Sub. Notes</b>	
310	8.50%, 8/1/14	265,825
		<b>\$ 2,135,825</b>
<b>Cosmetics/Toiletries</b>	<b>0.3%</b>	
	<b>Revlon Consumer Products Corp.</b>	
1,415	9.75%, 11/15/15 <sup>(8)</sup>	\$ 1,466,294
		<b>\$ 1,466,294</b>
<b>Diversified Financial Services</b>	<b>0.5%</b>	
	<b>Virgin Media Finance PLC, Sr. Notes</b>	
2,500	6.50%, 1/15/18 <sup>(8)</sup>	\$ 2,471,875
		<b>\$ 2,471,875</b>
<b>Ecological Services and Equipment</b>	<b>0.2%</b>	
	<b>Environmental Systems Product Holdings, Inc., Jr. Notes</b>	
373	18.00%, 3/31/15 <sup>(3)(6)</sup>	\$ 298,205
	<b>Waste Services, Inc., Sr. Sub. Notes</b>	

440	9.50%, 4/15/14		457,600
			<b>\$ 755,805</b>
<b>Electronics/Electrical 0.2%</b>			
	<b>Amkor Technologies, Inc., Sr. Notes</b>		
115	9.25%, 6/1/16	\$	120,750
	<b>NXP BV/NXP Funding, LLC, Variable Rate</b>		
775	3.001%, 10/15/13		650,031
			<b>\$ 770,781</b>
<b>Equipment Leasing 0.0%</b>			
	<b>Hertz Corp.</b>		
10	8.875%, 1/1/14	\$	10,125
			<b>\$ 10,125</b>
<b>Financial Intermediaries 0.6%</b>			
	<b>Ford Motor Credit Co., Sr. Notes</b>		
2,250	12.00%, 5/15/15	\$	2,586,409
230	8.00%, 12/15/16		231,665
			<b>\$ 2,818,074</b>
<b>Food Products 0.3%</b>			
	<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes</b>		
520	11.50%, 11/1/11	\$	523,900

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<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
	<b>Smithfield Foods, Inc., Sr. Notes</b>	
1,000	10.00%, 7/15/14 <sup>(8)</sup>	\$ 1,093,750
		<b>\$ 1,617,650</b>
<b>Food Service</b>	<b>0.3%</b>	
	<b>El Pollo Loco, Inc.</b>	
275	11.75%, 11/15/13	\$ 257,125
	<b>NPC International, Inc., Sr. Sub. Notes</b>	
320	9.50%, 5/1/14	320,000
	<b>U.S. Foodservice, Inc., Sr. Notes</b>	
1,000	10.25%, 6/30/15 <sup>(8)</sup>	1,020,000
		<b>\$ 1,597,125</b>
<b>Food/Drug Retailers</b>	<b>0.2%</b>	
	<b>General Nutrition Center, Sr. Notes, Variable Rate</b>	
665	5.178%, 3/15/14 <sup>(3)</sup>	\$ 620,112
	<b>General Nutrition Center, Sr. Sub. Notes</b>	
385	10.75%, 3/15/15	393,663
		<b>\$ 1,013,775</b>
<b>Forest Products</b>	<b>0.2%</b>	
	<b>NewPage Corp., Sr. Notes</b>	
955	11.375%, 12/31/14	\$ 928,737
	<b>Verso Paper Holdings, LLC/Verso Paper, Inc.</b>	
225	11.375%, 8/1/16	194,063
		<b>\$ 1,122,800</b>
<b>Health Care</b>	<b>0.5%</b>	
	<b>Accellent, Inc.</b>	
285	10.50%, 12/1/13	\$ 287,137
	<b>Accellent, Inc., Sr. Notes</b>	
135	8.375%, 2/1/17 <sup>(8)</sup>	137,025
	<b>AMR HoldCo, Inc./EmCare HoldCo, Inc., Sr. Sub. Notes</b>	
325	10.00%, 2/15/15	342,062
	<b>DJO Finance, LLC/DJO Finance Corp.</b>	
190	10.875%, 11/15/14	202,350
	<b>DJO Finance, LLC/DJO Finance Corp., Sr. Notes</b>	
15	10.875%, 11/15/14 <sup>(8)</sup>	15,975
	<b>HCA, Inc.</b>	
115	9.25%, 11/15/16	121,613
	<b>MultiPlan, Inc., Sr. Sub. Notes</b>	

485	10.375%, 4/15/16 <sup>(8)</sup> <b>National Mentor Holdings, Inc.</b>	501,975
290	11.25%, 7/1/14 <b>Res-Care, Inc., Sr. Notes</b>	291,450
195	7.75%, 10/15/13 <b>US Oncology, Inc.</b>	193,538
515	10.75%, 8/15/14	539,462
		<b>\$ 2,632,587</b>

**Industrial Equipment 0.4%**

	<b>Chart Industries, Inc., Sr. Sub. Notes</b>	
195	9.125%, 10/15/15	\$ 195,487
	<b>ESCO Corp., Sr. Notes</b>	
645	8.625%, 12/15/13 <sup>(8)</sup>	650,644
	<b>Terex Corp., Sr. Notes</b>	
1,000	10.875%, 6/1/16	1,107,500
		<b>\$ 1,953,631</b>

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<b>Principal Amount* (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
<b>Insurance 0.0%</b>		
	<b>Alliant Holdings I, Inc.</b>	
100	11.00%, 5/1/15 <sup>(8)</sup>	\$ 102,000
		<b>\$ 102,000</b>
<b>Leisure Goods/Activities/Movies 0.2%</b>		
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp.</b>	
195	12.50%, 4/1/13 <sup>(2)(6)(8)</sup>	\$ 0
	<b>HRP Myrtle Beach Operations, LLC/HRP Myrtle Beach Capital Corp., Variable Rate</b>	
360	0.00%, 4/1/12 <sup>(2)(6)(8)</sup>	0
	<b>Marquee Holdings, Inc., Sr. Disc. Notes</b>	
610	9.505%, 8/15/14	516,975
	<b>MU Finance PLC, Sr. Notes</b>	
135	8.375%, 2/1/17 <sup>(8)</sup>	132,300
	<b>Royal Caribbean Cruises, Sr. Notes</b>	
95	7.00%, 6/15/13	94,763
35	6.875%, 12/1/13	34,825
25	7.25%, 6/15/16	24,500
50	7.25%, 3/15/18	48,375
		<b>\$ 851,738</b>
<b>Lodging and Casinos 1.1%</b>		
	<b>Buffalo Thunder Development Authority</b>	
480	9.375%, 12/15/49 <sup>(2)(8)</sup>	\$ 84,000
	<b>CCM Merger, Inc.</b>	
325	8.00%, 8/1/13 <sup>(8)</sup>	268,125
	<b>Chukchansi EDA, Sr. Notes, Variable Rate</b>	
280	4.024%, 11/15/12 <sup>(8)</sup>	225,400
	<b>Fontainebleau Las Vegas Casino, LLC</b>	
485	10.25%, 6/15/49 <sup>(2)(8)</sup>	7,275
	<b>Galaxy Entertainment Finance</b>	
300	9.875%, 12/15/12 <sup>(8)</sup>	309,000
	<b>Greektown Holdings, LLC, Sr. Notes</b>	
95	10.75%, 12/1/13 <sup>(2)(8)</sup>	11,875
	<b>Harrah s Operating Co., Inc., Sr. Notes</b>	
1,500	11.25%, 6/1/17	1,601,250
	<b>Indianapolis Downs, LLC &amp; Capital Corp., Sr. Notes</b>	
115	11.00%, 11/1/12 <sup>(8)</sup>	78,200
	<b>Inn of the Mountain Gods, Sr. Notes</b>	
500	12.00%, 11/15/10 <sup>(2)</sup>	248,750
	<b>Majestic HoldCo, LLC</b>	
140	12.50%, 10/15/11 <sup>(2)(8)</sup>	700

	<b>MGM Mirage, Inc.</b>	
65	8.375%, 2/1/11	62,806
	<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>	
140	8.00%, 4/1/12	129,675
215	7.125%, 8/15/14	167,162
230	6.875%, 2/15/15	169,625
	<b>Peninsula Gaming, LLC</b>	
1,000	10.75%, 8/15/17 <sup>(8)</sup>	1,025,000
	<b>Pinnacle Entertainment, Inc., Sr. Sub. Notes</b>	
60	7.50%, 6/15/15	55,800
	<b>Pokagon Gaming Authority, Sr. Notes</b>	
102	10.375%, 6/15/14 <sup>(8)</sup>	106,973
	<b>San Pasqual Casino</b>	
110	8.00%, 9/15/13 <sup>(8)</sup>	105,600
	<b>Seminole Hard Rock Entertainment, Variable Rate</b>	
175	2.754%, 3/15/14 <sup>(8)</sup>	155,313
	<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>	
310	9.00%, 11/15/15 <sup>(8)</sup>	291,400

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Waterford Gaming, LLC, Sr. Notes</b>	
274	8.625%, 9/15/14 <sup>(6)(8)</sup>	\$ 218,707
		<b>\$ 5,322,636</b>
	<b>Nonferrous Metals/Minerals 0.2%</b>	
	<b>FMG Finance PTY, Ltd.</b>	
675	10.625%, 9/1/16 <sup>(8)</sup>	\$ 767,812
	<b>Teck Resources, Ltd., Sr. Notes</b>	
335	10.75%, 5/15/19	396,138
		<b>\$ 1,163,950</b>
	<b>Oil and Gas 0.9%</b>	
	<b>Allis-Chalmers Energy, Inc., Sr. Notes</b>	
185	9.00%, 1/15/14	\$ 180,375
	<b>Antero Resources Finance Corp., Sr. Notes</b>	
50	9.375%, 12/1/17 <sup>(8)</sup>	52,500
	<b>Clayton Williams Energy, Inc.</b>	
175	7.75%, 8/1/13	168,000
	<b>Cloud Peak Energy Resources, LLC/Cloud Peak Energy Finance Corp.</b>	
1,000	8.25%, 12/15/17 <sup>(8)</sup>	1,030,000
335	8.50%, 12/15/19 <sup>(8)</sup>	350,075
	<b>Compton Pet Finance Corp.</b>	
360	7.625%, 12/1/13	290,700
	<b>Denbury Resources, Inc., Sr. Sub. Notes</b>	
50	7.50%, 12/15/15	50,125
	<b>El Paso Corp., Sr. Notes</b>	
225	9.625%, 5/15/12	234,608
	<b>Forbes Energy Services, Sr. Notes</b>	
310	11.00%, 2/15/15	299,925
	<b>McJunkin Red Man Corp., Sr. Notes</b>	
1,000	9.50%, 12/15/16 <sup>(8)</sup>	1,002,500
	<b>OPTI Canada, Inc., Sr. Notes</b>	
95	7.875%, 12/15/14	82,888
175	8.25%, 12/15/14	154,875
	<b>Petroleum Development Corp., Sr. Notes</b>	
115	12.00%, 2/15/18	121,325
	<b>Petroplus Finance, Ltd.</b>	
145	7.00%, 5/1/17 <sup>(8)</sup>	130,863
	<b>Quicksilver Resources, Inc.</b>	
150	7.125%, 4/1/16	143,062
	<b>SESI, LLC, Sr. Notes</b>	
60	6.875%, 6/1/14	59,700
	<b>Stewart &amp; Stevenson, LLC, Sr. Notes</b>	

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215	10.00%, 7/15/14	199,950
		<b>\$ 4,551,471</b>
<b>Publishing</b>	<b>0.3%</b>	
	<b>Dex Media West/Finance, Series B</b>	
112	9.875%, 8/15/13 <sup>(2)</sup>	\$ 39,480
	<b>Laureate Education, Inc.</b>	
1,000	10.00%, 8/15/15 <sup>(8)</sup>	1,036,250
	<b>Local Insight Regatta Holdings, Inc.</b>	
90	11.00%, 12/1/17	58,950
	<b>Nielsen Finance, LLC</b>	
485	10.00%, 8/1/14	506,825
70	12.50%, (0.00% until 8/1/11), 8/1/16	64,400
	<b>Reader s Digest Association, Inc. (The), Sr. Sub. Notes</b>	
455	9.00%, 2/15/17 <sup>(2)</sup>	6,870
		<b>\$ 1,712,775</b>



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<b>Principal Amount*</b> (000 s omitted)	<b>Security</b>	<b>Value</b>
<b>Rail Industries</b>	<b>0.3%</b>	
	<b>American Railcar Industry, Sr. Notes</b>	
175	7.50%, 3/1/14	\$ 166,250
	<b>Kansas City Southern Mexico, Sr. Notes</b>	
280	7.625%, 12/1/13	282,800
100	7.375%, 6/1/14	99,000
190	8.00%, 6/1/15	196,412
500	8.00%, 2/1/18 <sup>(8)</sup>	495,000
		<b>\$ 1,239,462</b>
<b>Retailers (Except Food and Drug)</b>	<b>0.9%</b>	
	<b>Amscan Holdings, Inc., Sr. Sub. Notes</b>	
400	8.75%, 5/1/14	\$ 397,000
	<b>Neiman Marcus Group, Inc.</b>	
1,504	9.00%, 10/15/15	1,470,551
105	10.375%, 10/15/15	103,425
	<b>Sally Holdings, LLC, Sr. Notes</b>	
665	9.25%, 11/15/14	693,262
20	10.50%, 11/15/16	21,500
	<b>Toys R Us</b>	
1,000	10.75%, 7/15/17 <sup>(8)</sup>	1,112,500
	<b>Yankee Acquisition Corp., Series B</b>	
355	8.50%, 2/15/15	356,775
		<b>\$ 4,155,013</b>
<b>Steel</b>	<b>0.0%</b>	
	<b>RathGibson, Inc., Sr. Notes</b>	
445	11.25%, 2/15/14 <sup>(2)</sup>	\$ 149,075
		<b>\$ 149,075</b>
<b>Surface Transport</b>	<b>0.1%</b>	
	<b>CEVA Group, PLC, Sr. Notes</b>	
210	10.00%, 9/1/14 <sup>(8)</sup>	\$ 202,913
	<b>Teekay Corp., Sr. Notes</b>	
50	8.50%, 1/15/20	51,000
		<b>\$ 253,913</b>
<b>Telecommunications</b>	<b>1.1%</b>	
	<b>Avaya, Inc., Sr. Notes</b>	
1,000	9.75%, 11/1/15 <sup>(8)</sup>	\$ 990,000
	<b>Clearwire Communications LLC/Clearwire Finance, Inc., Sr. Notes</b>	

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500	12.00%, 12/1/15 <sup>(8)</sup>	505,000
	<b>Digicel Group, Ltd., Sr. Notes</b>	
757	9.125%, 1/15/15 <sup>(8)</sup>	749,430
	<b>Intelsat Bermuda, Ltd.</b>	
900	11.25%, 6/15/16	960,750
	<b>NII Capital Corp.</b>	
335	10.00%, 8/15/16 <sup>(8)</sup>	351,750
	<b>Qwest Corp., Sr. Notes, Variable Rate</b>	
925	3.504%, 6/15/13	908,812
	<b>Telesat Canada/Telesat, LLC, Sr. Notes</b>	
590	11.00%, 11/1/15	662,275
		<b>\$ 5,128,017</b>
<b>Utilities 0.1%</b>		
	<b>AES Corp., Sr. Notes</b>	
55	8.00%, 10/15/17	\$ 55,688
	<b>NGC Corp.</b>	
390	7.625%, 10/15/26	298,350

**Table of Contents****Principal  
Amount\***

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
	<b>Reliant Energy, Inc., Sr. Notes</b>	
20	7.625%, 6/15/14	\$ 19,300
		<b>\$ 373,338</b>

**Total Corporate Bonds & Notes  
(identified cost \$58,352,792)****\$ 55,454,117****Asset-Backed Securities 0.9%****Principal  
Amount**

<b>(000 s omitted)</b>	<b>Security</b>	<b>Value</b>
\$ 558	Alzette European CLO SA, Series 2004-1A, Class E2, 6.754%, 12/15/20 <sup>(10)</sup>	\$ 66,914
635	Avalon Capital Ltd. 3, Series 1A, Class D, 2.212%, 2/24/19 <sup>(8)(10)</sup>	407,558
753	Babson Ltd., Series 2005-1A, Class C1, 2.201%, 4/15/19 <sup>(8)(10)</sup>	523,409
1,000	Bryant Park CDO Ltd., Series 2005-1A, Class C, 2.301%, 1/15/19 <sup>(8)(10)</sup>	154,100
1,000	Carlyle High Yield Partners, Series 2004-6A, Class C, 2.723%, 8/11/16 <sup>(10)</sup>	369,200
985	Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.757%, 3/8/17 <sup>(10)</sup>	689,357
750	Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.001%, 7/17/19 <sup>(10)</sup>	479,625
750	Comstock Funding Ltd., Series 2006-1A, Class D, 4.504%, 5/30/20 <sup>(8)(10)</sup>	284,475
1,500	Dryden Leveraged Loan, Series 2004-6A, Class C1, 2.799%, 7/30/16 <sup>(8)(10)</sup>	90,000
1,000	First CLO Ltd., Series 2004-1A1, Class C, 2.549%, 7/27/16 <sup>(8)(10)</sup>	541,600
1,000	Schiller Park CLO Ltd., Series 2007-1A, Class D, 1.999%, 4/25/21 <sup>(8)(10)</sup>	553,200

**Total Asset-Backed Securities  
(identified cost \$9,700,418)****\$ 4,159,438****Common Stocks 0.3%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
	<b>Air Transport 0.0%</b>	
1,535	Delta Air Lines, Inc. <sup>(11)</sup>	\$ 18,773
		<b>\$ 18,773</b>
	<b>Automotive 0.1%</b>	
18,702	Dayco Products <sup>(11)</sup>	\$ 289,881

		<b>\$ 289,881</b>
<b>Building and Development 0.1%</b>		
253	Panoram Holdings Co. <sup>(6)(11)(12)</sup>	\$ 139,024
508	United Subcontractors, Inc. <sup>(6)(11)</sup>	40,925
		<b>\$ 179,949</b>
<b>Chemicals and Plastics 0.0%</b>		
438	Wellman Holdings, Inc. <sup>(6)(11)</sup>	\$ 157,281
		<b>\$ 157,281</b>
<b>Ecological Services and Equipment 0.0%</b>		
6,211	Environmental Systems Products Holdings, Inc. <sup>(6)(11)(12)</sup>	\$ 86,519
		<b>\$ 86,519</b>
<b>Food Service 0.0%</b>		
23,029	Buffets, Inc. <sup>(11)</sup>	\$ 177,036
		<b>\$ 177,036</b>
<b>Nonferrous Metals/Minerals 0.0%</b>		
701	Euramax International, Inc. <sup>(6)(11)</sup>	\$ 0
		<b>\$ 0</b>

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<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Oil and Gas</b>	<b>0.0%</b>	
1,397	SemGroup Corp. <sup>(11)</sup>	\$ 34,663
		<b>\$ 34,663</b>
<b>Publishing</b>	<b>0.1%</b>	
2,290	Source Interlink Companies, Inc. <sup>(6)(11)</sup>	\$ 16,488
9,554	SuperMedia, Inc. <sup>(11)</sup>	346,906
		<b>\$ 363,394</b>
<b>Total Common Stocks</b>		
<b>(identified cost \$1,020,612)</b>		<b>\$ 1,307,496</b>
<b>Convertible Preferred Stocks 0.0%</b>		
<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Telecommunications</b>	<b>0.0%</b>	
484	Crown Castle International Corp., 6.25% <sup>(3)</sup>	\$ 27,679
		<b>\$ 27,679</b>
<b>Total Convertible Preferred Stocks</b>		
<b>(identified cost \$23,003)</b>		<b>\$ 27,679</b>
<b>Preferred Stocks 0.0%</b>		
<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Ecological Services and Equipment</b>	<b>0.0%</b>	
2,845	Environmental Systems Products Holdings, Inc., Series A <sup>(6)(11)(12)</sup>	\$ 227,600
		<b>\$ 227,600</b>
<b>Total Preferred Stocks</b>		
<b>(identified cost \$49,787)</b>		<b>\$ 227,600</b>
<b>Warrants 0.0%</b>		

<b>Shares</b>	<b>Security</b>	<b>Value</b>
1,470	SemGroup Corp., Expires 11/30/14 <sup>(6)(11)</sup>	\$ 7,756

**Total Warrants  
(identified cost \$15)** \$ **7,756**

**Miscellaneous 0.0%**

<b>Shares</b>	<b>Security</b>	<b>Value</b>
<b>Air Transport 0.0%</b>		
1,000,000	Delta Air Lines, Inc., Escrow Certificate <sup>(11)</sup>	\$ 18,750
		\$ <b>18,750</b>

<b>Oil and Gas 0.0%</b>		
105,000	VeraSun Energy Corp., Escrow Certificate <sup>(2)(6)(11)</sup>	\$ 0
		\$ <b>0</b>

**Total Miscellaneous  
(identified cost \$1,000,000)** \$ **18,750**

**Table of Contents****Short-Term Investments 2.5%****Interest/  
Principal  
Amount**

<b>(000 s omitted)</b>	<b>Description</b>	<b>Value</b>
\$ 3,389	Eaton Vance Cash Reserves Fund, LLC, 0.11% <sup>(13)</sup>	\$ 3,388,671
8,628	State Street Bank and Trust Euro Time Deposit, 0.01%, 2/1/10	8,628,253
<b>Total Short-Term Investments (identified cost \$12,016,924)</b>		<b>\$ 12,016,924</b>
<b>Total Investments 158.2% (identified cost \$810,699,439)</b>		<b>\$ 766,663,653</b>
<b>Less Unfunded Loan Commitments (0.3)%</b>		<b>\$ (1,412,644)</b>
<b>Net Investments 157.9% (identified cost \$809,286,795)</b>		<b>\$ 765,251,009</b>
<b>Other Assets, Less Liabilities (30.8)%</b>		<b>\$ (149,238,717)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends (27.1)%</b>		<b>\$ (131,303,852)</b>
<b>Net Assets Applicable to Common Shares 100.0%</b>		<b>\$ 484,708,440</b>

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

DIP - Debtor in Possession

EUR - Euro

GBP - British Pound Sterling

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

(1)

Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate ( LIBOR ) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.

- (2) Currently the issuer is in default with respect to interest payments.
- (3) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (4) Unfunded or partially unfunded loan commitments. The Trust may enter into certain agreements all or a portion of which may be unfunded. The Trust is obligated to fund these commitments at the borrower's discretion.
- (5) Defaulted matured security.
- (6) Security valued at fair value using methods determined in good faith by or at the direction of the Trustees.
- (7) This Senior Loan will settle after January 31, 2010, at which time the interest rate will be determined.
- (8) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions and remain exempt from registration, normally to qualified institutional buyers. At January 31, 2010, the aggregate value of these securities is \$25,155,385 or 5.2% of the Trust's net assets applicable to common shares.
- (9) Security exempt from registration under Regulation S of the Securities Act of 1933, which exempts from registration securities offered and sold outside the United States. Security may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act of 1933.
- (10) Variable rate security. The stated interest rate represents the rate in effect at January 31, 2010.
- (11) Non-income producing security.
- (12) Restricted security.
- (13) Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of January 31, 2010. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended January 31, 2010 was \$29.



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A summary of financial instruments outstanding at January 31, 2010 is as follows:

**Forward Foreign Currency Exchange Contracts****Sales**

<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Net Unrealized Appreciation</b>
2/26/10	British Pound Sterling 12,436,567	United States Dollar 20,068,266	\$ 192,023
2/26/10	Euro 22,418,154	United States Dollar 31,383,173	302,345
			<b>\$ 494,368</b>

At January 31, 2010, the Trust had sufficient cash and/or securities to cover commitments under these contracts.

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

At January 31, 2010, the aggregate fair value of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in an asset position and whose primary underlying risk exposure is foreign exchange risk was \$494,368.

The cost and unrealized appreciation (depreciation) of investments of the Trust at January 31, 2010, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 810,792,074</b>
Gross unrealized appreciation	\$ 11,958,167
Gross unrealized depreciation	(57,499,232)
<b>Net unrealized depreciation</b>	<b>\$ (45,541,065)</b>

**Restricted Securities**

At January 31, 2010, the Trust owned the following securities (representing less than 0.1% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Trust has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

<b>Description</b>	<b>Date of Acquisition</b>	<b>Shares</b>	<b>Cost</b>	<b>Value</b>
<b>Common Stocks</b>				
Environmental Systems Products Holdings, Inc.	10/25/07	6,211	\$ 0 <sup>(1)</sup>	\$ 86,519
Panolam Holdings Co.	12/30/09	253	139,024	139,024
			139,024	225,543
<b>Preferred Stocks</b>				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	2,845	\$ 49,787	\$ 227,600
<b>Total Restricted Stocks</b>			<b>\$ 188,811</b>	<b>\$ 453,143</b>

(1) Less than \$0.50.

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

Level 1 quoted prices in active markets for identical investments

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

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

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

At January 31, 2010, the inputs used in valuing the Trust's investments, which are carried at value, were as follows:

<b>Asset Description</b>	<b>Quoted Prices in Active Markets for Identical Assets (Level 1)</b>	<b>Significant Other Observable Inputs (Level 2)</b>	<b>Significant Unobservable Inputs (Level 3)</b>	<b>Total</b>
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 691,234,500	\$ 796,749	\$ 692,031,249
Corporate Bonds & Notes		54,771,973	682,144	55,454,117
Asset-Backed Securities		4,159,438		4,159,438
Common Stocks	365,679	501,580	440,237	1,307,496
Convertible Preferred Stocks		27,679		27,679
Preferred Stocks			227,600	227,600
Miscellaneous		18,750	0	18,750
Warrants			7,756	7,756
Short-Term Investments		12,016,924		12,016,924
<b>Total Investments</b>	<b>\$ 365,679</b>	<b>\$ 762,730,844</b>	<b>\$ 2,154,486</b>	<b>\$ 765,251,009</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 494,368	\$	\$ 494,368
<b>Total</b>	<b>\$ 365,679</b>	<b>\$ 763,225,212</b>	<b>\$ 2,154,486</b>	<b>\$ 765,745,377</b>

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

	<b>Investments in Senior Floating-Rate Interests</b>	<b>Investments in Corporate Bonds &amp; Notes</b>	<b>Investments in Common Stocks</b>	<b>Investments in Preferred Stocks</b>	<b>Investments in Warrants</b>	<b>Total</b>
<b>Balance as of October 31, 2009</b>	<b>\$ 796,749</b>	<b>\$ 463,437</b>	<b>\$ 301,213</b>	<b>\$ 227,600</b>	<b>\$</b>	<b>\$ 1,788,999</b>
Realized gains (losses)						
Change in net unrealized appreciation (depreciation)	(6,506)	(6,663)			7,741	(5,428)
Net purchases (sales)			139,024		15	139,039
Accrued discount (premium)	1,256	6,663				7,919
Net transfers to (from) Level 3	5,250	218,707				223,957
<b>Balance as of January 31, 2010</b>	<b>\$ 796,749</b>	<b>\$ 682,144</b>	<b>\$ 440,237</b>	<b>\$ 227,600</b>	<b>\$ 7,756</b>	<b>\$ 2,154,486</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of January 31, 2010</b>	<b>\$ (6,506)</b>	<b>\$ (6,663)</b>	<b>\$</b>	<b>\$</b>	<b>\$ 7,741</b>	<b>\$ (5,428)</b>

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



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**Item 2. Controls and Procedures**

(a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant on this Form N-Q has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant on this Form N-Q has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

(b) There have been no changes in the registrant's internal controls over financial reporting during the fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant's internal control over financial reporting.

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**Signatures**

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

**Eaton Vance Senior Floating-Rate Trust**

By: /s/ Scott H. Page

Scott H. Page  
President

Date: March 24, 2010

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

By: /s/ Scott H. Page

Scott H. Page  
President

Date: March 24, 2010

By: /s/ Barbara E. Campbell

Barbara E. Campbell  
Treasurer

Date: March 24, 2010