

EATON VANCE SENIOR FLOATING RATE TRUST  
Form N-Q  
March 29, 2012

**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, 2012

Date of Reporting Period

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**Item 1. Schedule of Investments**

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**Eaton Vance  
Senior Floating-Rate Trust  
January 31, 2012**

**PORTFOLIO OF INVESTMENTS (Unaudited)**

**Senior Floating-Rate Interests 144.4%**

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Aerospace and Defense 2.5%</b>			
<b>Booz Allen Hamilton, Inc.</b>			
Term Loan, 4.00%, Maturing August 3, 2017	471	\$	475,170
<b>DAE Aviation Holdings, Inc.</b>			
Term Loan, 5.56%, Maturing July 31, 2014	884		868,855
Term Loan, 5.56%, Maturing July 31, 2014	925		908,990
<b>Ducommun, Inc.</b>			
Term Loan, 5.50%, Maturing June 28, 2017	1,507		1,507,400
<b>Dundee Holdco 4, Ltd.</b>			
Term Loan, 4.30%, Maturing May 15, 2015	391		341,429
Term Loan, 4.80%, Maturing May 13, 2016	391		341,429
<b>IAP Worldwide Services, Inc.</b>			
Term Loan, 9.25%, Maturing December 28, 2012	1,771		1,673,922
<b>Sequa Corp.</b>			
Term Loan, 3.83%, Maturing December 3, 2014	794		784,929
Term Loan, 6.25%, Maturing December 3, 2014	250		252,292
<b>TASC, Inc.</b>			
Term Loan, 4.50%, Maturing December 18, 2015	1,440		1,448,187
<b>TransDigm, Inc.</b>			
Term Loan, 4.00%, Maturing February 14, 2017	3,126		3,125,994
<b>Wesco Aircraft Hardware Corp.</b>			
Term Loan, 4.25%, Maturing April 7, 2017	389		389,831
<b>Wyle Services Corp.</b>			
Term Loan, 5.75%, Maturing March 27, 2017	816		802,382
		<b>\$</b>	<b>12,920,810</b>
 <b>Air Transport 0.3%</b>			
<b>Evergreen International Aviation, Inc.</b>			
Term Loan, 12.25%, Maturing June 30, 2015	864	\$	766,856
<b>Orbitz Worldwide, Inc.</b>			
Term Loan, 3.40%, Maturing July 25, 2014	1,063		927,393
		<b>\$</b>	<b>1,694,249</b>
 <b>Automotive 6.5%</b>			
<b>Allison Transmission, Inc.</b>			

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Term Loan, 2.79%, Maturing August 7, 2014 <b>Autoparts Holdings, Ltd.</b>	3,682	\$	3,649,505
Term Loan, 6.50%, Maturing July 28, 2017 <b>Chrysler Group, LLC</b>	399		400,247
Term Loan, 6.00%, Maturing May 24, 2017 <b>Delphi Corp.</b>	5,974		5,863,360
Term Loan, 3.50%, Maturing March 31, 2017 <b>Federal-Mogul Corp.</b>	1,831		1,833,078
Term Loan, 2.23%, Maturing December 29, 2014	2,426		2,324,088
Term Loan, 2.22%, Maturing December 28, 2015 <b>Goodyear Tire &amp; Rubber Co.</b>	3,048		2,920,561
Term Loan - Second Lien, 1.78%, Maturing April 30, 2014 <b>HHI Holdings, LLC</b>	5,400		5,281,875
Term Loan, 7.00%, Maturing March 21, 2017 <b>Metaldyne Company, LLC</b>	1,519		1,514,754
Term Loan, 5.25%, Maturing May 18, 2017	2,187		2,189,725

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>SRAM, LLC</b>		
Term Loan, 4.76%, Maturing June 7, 2018	1,291	\$ 1,298,773
Term Loan - Second Lien, 8.50%, Maturing December 7, 2018	500	500,500
<b>Tomkins, LLC</b>		
Term Loan, 4.25%, Maturing September 21, 2016	1,933	1,934,416
<b>TriMas Corp.</b>		
Term Loan, 4.25%, Maturing June 21, 2017	1,045	1,043,444
<b>Veyance Technologies, Inc.</b>		
Term Loan, 2.78%, Maturing July 31, 2014	235	223,138
Term Loan, 2.78%, Maturing July 31, 2014	1,642	1,557,899
Term Loan - Second Lien, 6.02%, Maturing July 31, 2015	775	675,858
		<b>\$ 33,211,221</b>
 <b>Building and Development 2.1%</b>		
<b>Armstrong World Industries, Inc.</b>		
Term Loan, 4.00%, Maturing March 9, 2018	645	\$ 645,831
<b>Beacon Sales Acquisition, Inc.</b>		
Term Loan, 2.48%, Maturing September 30, 2013	1,042	1,015,377
<b>Forestar Real Estate Group, Inc.</b>		
Revolving Loan, 0.49%, Maturing August 6, 2013 <sup>(2)</sup>	244	229,723
Term Loan, 6.50%, Maturing August 6, 2015	2,240	2,161,715
<b>Goodman Global, Inc.</b>		
Term Loan, 5.75%, Maturing October 28, 2016	1,676	1,684,918
<b>NCI Building Systems, Inc.</b>		
Term Loan, 6.50%, Maturing April 18, 2014	246	238,768
<b>Panolam Industries International, Inc.</b>		
Term Loan, 8.25%, Maturing December 31, 2013	1,445	1,385,551
<b>RE/MAX International, Inc.</b>		
Term Loan, 5.50%, Maturing April 15, 2016	1,740	1,735,732
<b>Realogy Corp.</b>		
Term Loan, 3.25%, Maturing October 10, 2013	116	114,637
Term Loan, 3.44%, Maturing October 10, 2013	660	651,057
<b>Summit Materials Companies I, LLC</b>		
Term Loan, 6.00%, Maturing January 24, 2019	950	950,000
		<b>\$ 10,813,309</b>
 <b>Business Equipment and Services 14.5%</b>		
<b>Acosta, Inc.</b>		
Term Loan, 4.75%, Maturing March 1, 2018	2,263	\$ 2,240,296
<b>Advantage Sales &amp; Marketing, Inc.</b>		
Term Loan, 5.25%, Maturing December 18, 2017	2,231	2,220,789
<b>Affinion Group, Inc.</b>		
Term Loan, 5.00%, Maturing October 10, 2016	4,600	4,180,540

<b>Allied Security Holdings, LLC</b>		
Term Loan, 5.00%, Maturing February 3, 2017	571	571,401
<b>Altegrity, Inc.</b>		
Term Loan, 7.75%, Maturing February 20, 2015	767	764,286
Term Loan, 3.03%, Maturing February 21, 2015	784	732,180
<b>Audatex North America, Inc.</b>		
Term Loan, 3.19%, Maturing May 16, 2014	EUR 719	922,247
<b>BAR/BRI Review Courses, Inc.</b>		
Term Loan, 6.00%, Maturing June 16, 2017	725	721,375
<b>Brand Energy and Infrastructure Services, Inc.</b>		
Term Loan, 2.88%, Maturing February 7, 2014	2,667	2,250,385
Term Loan, 3.82%, Maturing February 7, 2014	732	621,984
<b>Brickman Group Holdings, Inc.</b>		
Term Loan, 7.25%, Maturing October 14, 2016	1,163	1,172,701
<b>Brock Holdings III, Inc.</b>		
Term Loan, 6.00%, Maturing March 16, 2017	1,141	1,129,819
<b>ClientLogic Corp.</b>		
Term Loan, 7.33%, Maturing January 30, 2017	1,567	1,488,367

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>DynCorp International, LLC</b> Term Loan, 6.25%, Maturing July 7, 2016	659	\$ 657,203
<b>Education Management, LLC</b> Term Loan, 2.38%, Maturing June 3, 2013	3,977	3,839,711
<b>Endurance International Group, Inc. (The)</b> Term Loan, 7.75%, Maturing December 20, 2017	850	848,938
<b>Fidelity National Information Solutions, Inc.</b> Term Loan, 4.25%, Maturing July 18, 2016	1,372	1,381,691
<b>Genesys Telecommunications Laboratories, Inc.</b> Term Loan, Maturing January 25, 2019 <sup>(3)</sup>	625	625,977
<b>Go Daddy Operating Company, LLC</b> Term Loan, 7.00%, Maturing December 17, 2018	1,446	1,455,776
<b>IMS Health, Inc.</b> Term Loan, 4.50%, Maturing August 25, 2017	1,277	1,282,463
<b>KAR Auction Services, Inc.</b> Term Loan, 5.00%, Maturing May 19, 2017	2,836	2,834,545
<b>Kronos, Inc.</b> Term Loan, 5.33%, Maturing June 9, 2017	1,001	989,172
Term Loan, 6.25%, Maturing December 28, 2017	825	815,203
Term Loan - Second Lien, 10.58%, Maturing June 8, 2018	1,000	1,006,250
<b>Language Line, LLC</b> Term Loan, 6.25%, Maturing June 20, 2016	2,075	2,082,627
<b>Meritas, LLC</b> Term Loan, 7.50%, Maturing July 28, 2017	784	775,913
<b>Mitchell International, Inc.</b> Term Loan - Second Lien, 5.88%, Maturing March 30, 2015	1,000	925,000
<b>MSCI, Inc.</b> Term Loan, 3.75%, Maturing March 14, 2017	2,803	2,808,964
<b>N.E.W. Holdings I, LLC</b> Term Loan, 6.00%, Maturing March 23, 2016	1,458	1,339,570
<b>National CineMedia, LLC</b> Term Loan, 2.05%, Maturing February 13, 2015	2,086	2,051,655
<b>Protection One Alarm Monitoring, Inc.</b> Term Loan, 6.00%, Maturing June 4, 2016	1,504	1,511,285
<b>Quantum Corp.</b> Term Loan, 3.77%, Maturing July 14, 2014	73	71,650
<b>Quintiles Transnational Corp.</b> Term Loan, 5.00%, Maturing June 8, 2018	4,303	4,295,323
<b>Sabre, Inc.</b> Term Loan, 2.35%, Maturing September 30, 2014	5,937	5,322,477
<b>Sensus USA, Inc.</b> Term Loan, 4.75%, Maturing May 9, 2017	670	668,681
Term Loan - Second Lien, 8.50%, Maturing May 9, 2018	1,000	986,250
<b>Softlayer Technologies, Inc.</b> Term Loan, 7.25%, Maturing November 5, 2016	644	645,109

**SunGard Data Systems, Inc.**

Term Loan, 2.04%, Maturing February 28, 2014	1,547	1,531,064
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Term Loan, 4.04%, Maturing February 26, 2016	4,742	4,736,193
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**SymphonyIRI Group, Inc.**

Term Loan, 5.00%, Maturing December 1, 2017	821	819,165
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**TransUnion, LLC**

Term Loan, 4.75%, Maturing February 12, 2018	1,886	1,892,822
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**Travelport, LLC**

Term Loan, 5.08%, Maturing August 21, 2015	553	467,894
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Term Loan, 5.08%, Maturing August 21, 2015	2,856	2,417,652
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Term Loan, 5.80%, Maturing August 21, 2015	EUR 741	811,974
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**U.S. Security Holdings, Inc.**

Term Loan, 1.50%, Maturing July 28, 2017 <sup>(2)</sup>	118	116,796
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Term Loan, 7.00%, Maturing July 28, 2017	605	598,246
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>West Corp.</b>		
Term Loan, 4.53%, Maturing July 15, 2016	683	\$ 684,981
Term Loan, 4.64%, Maturing July 15, 2016	1,943	1,949,635
		<b>\$ 74,264,225</b>
<b>Cable and Satellite Television 7.7%</b>		
<b>Atlantic Broadband Finance, LLC</b>		
Term Loan, 4.00%, Maturing March 8, 2016	1,226	\$ 1,216,345
<b>BBHI Acquisition, LLC</b>		
Term Loan, 4.50%, Maturing December 14, 2017	1,238	1,235,953
<b>Bragg Communications, Inc.</b>		
Term Loan, 3.02%, Maturing August 31, 2014	2,059	2,048,332
<b>Cequel Communications, LLC</b>		
Term Loan, 2.30%, Maturing November 5, 2013	2,129	2,123,379
<b>Charter Communications Operating, LLC</b>		
Term Loan, 3.83%, Maturing September 6, 2016	987	983,086
<b>Crown Media Holdings, Inc.</b>		
Term Loan, 5.75%, Maturing July 14, 2018	522	519,763
<b>CSC Holdings, Inc.</b>		
Term Loan, 2.02%, Maturing March 29, 2016	2,856	2,839,110
<b>Insight Midwest Holdings, LLC</b>		
Term Loan, 2.05%, Maturing April 7, 2014	3,009	3,000,616
<b>Kabel Deutschland GmbH</b>		
Term Loan, Maturing January 20, 2019 <sup>(3)</sup>	1,075	1,076,881
<b>Lavena Holdings 4 GmbH</b>		
Term Loan, 3.81%, Maturing March 6, 2015	EUR 369	410,933
Term Loan, 4.06%, Maturing March 4, 2016	EUR 369	410,933
Term Loan, 8.43%, Maturing March 6, 2017 <sup>(4)</sup>	EUR 391	316,935
Term Loan - Second Lien, 5.18%, Maturing September 2, 2016	EUR 520	490,028
<b>MCC Iowa, LLC</b>		
Term Loan, 1.95%, Maturing January 30, 2015	5,601	5,418,655
<b>Mediacom, LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	813	796,880
<b>Mediacom Broadband, LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	1,453	1,451,059
<b>Mediacom Illinois, LLC</b>		
Term Loan, 1.95%, Maturing January 30, 2015	3,608	3,485,783
Term Loan, 5.50%, Maturing March 31, 2017	978	972,612
<b>NDS Finance, Ltd.</b>		
Term Loan, 4.00%, Maturing March 12, 2018	1,340	1,334,834
<b>P7S1 Broadcasting Holding II B.V.</b>		
Term Loan, 3.97%, Maturing July 1, 2016	EUR 1,781	2,208,428
<b>UPC Broadband Holding B.V.</b>		
Term Loan, 4.78%, Maturing December 31, 2016	EUR 2,353	3,004,549

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Term Loan, 5.03%, Maturing December 29, 2017	EUR	1,619	2,079,335
<b>UPC Financing Partnership</b>			
Term Loan, 3.80%, Maturing December 30, 2016		409	402,208
Term Loan, 3.80%, Maturing December 29, 2017		1,264	1,249,940
Term Loan, 4.75%, Maturing December 29, 2017		375	374,534
			<b>\$ 39,451,111</b>

**Chemicals and Plastics 7.0%**

**Arizona Chemical, Inc.**

Term Loan, 7.25%, Maturing December 22, 2017		1,325	\$ 1,336,262
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**Ashland, Inc.**

Term Loan, 3.75%, Maturing August 23, 2018		1,944	1,953,875
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**General Chemical Corp.**

Term Loan, 5.00%, Maturing October 6, 2015		555	555,109
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**Harko C.V.**

Term Loan, 5.75%, Maturing August 2, 2017		524	525,979
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Houghton International, Inc.</b>		
Term Loan, 6.75%, Maturing January 29, 2016	815	\$ 818,332
<b>Huntsman International, LLC</b>		
Term Loan, 1.93%, Maturing April 21, 2014	573	569,064
Term Loan, 2.59%, Maturing June 30, 2016	855	840,200
Term Loan, 2.90%, Maturing April 19, 2017	1,563	1,544,059
<b>Ineos Holdings, Ltd.</b>		
Term Loan, 9.00%, Maturing June 16, 2015	EUR 1,250	1,684,931
<b>Ineos US Finance, LLC</b>		
Term Loan, 7.50%, Maturing December 16, 2013	2,664	2,761,854
Term Loan, 8.00%, Maturing December 16, 2014	2,668	2,766,813
<b>MacDermid, Inc.</b>		
Term Loan, 2.27%, Maturing April 11, 2014	459	451,270
<b>Momentive Performance Materials USA, Inc.</b>		
Term Loan, 3.81%, Maturing May 5, 2015	3,135	3,076,035
<b>Momentive Specialty Chemicals, Inc.</b>		
Term Loan, 4.06%, Maturing May 5, 2015	1,682	1,661,335
Term Loan, 4.38%, Maturing May 5, 2015	478	468,428
Term Loan, 4.38%, Maturing May 5, 2015	758	748,875
<b>Norit NV</b>		
Term Loan, 6.75%, Maturing July 7, 2017	1,247	1,254,668
<b>Omnova Solutions, Inc.</b>		
Term Loan, 5.75%, Maturing May 31, 2017	990	980,100
<b>Rockwood Specialties Group, Inc.</b>		
Term Loan, 3.50%, Maturing February 9, 2018	2,114	2,128,533
<b>Schoeller Arca Systems Holding B.V.</b>		
Term Loan, 5.98%, Maturing November 16, 2015	EUR 145	135,166
Term Loan, 5.98%, Maturing November 16, 2015	EUR 412	385,382
Term Loan, 5.98%, Maturing November 16, 2015	EUR 443	414,708
<b>Solutia, Inc.</b>		
Term Loan, 3.50%, Maturing August 1, 2017	2,077	2,083,364
<b>Styron S.A.R.L., LLC</b>		
Term Loan, 6.00%, Maturing August 2, 2017	2,871	2,626,965
<b>Taminco Global Chemical Corp.</b>		
Term Loan, Maturing January 25, 2019 <sup>(3)</sup>	375	376,484
<b>Univar, Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	3,554	3,519,559
		<b>\$ 35,667,350</b>
<b>Clothing/Textiles 0.2%</b>		
<b>Phillips-Van Heusen Corp.</b>		
Term Loan, 3.50%, Maturing May 6, 2016	545	\$ 548,182
<b>Warnaco, Inc.</b>		
Term Loan, 3.75%, Maturing June 15, 2018	498	498,744

		\$	<b>1,046,926</b>
<b>Conglomerates 2.4%</b>			
<b>Jason, Inc.</b>			
Term Loan, 8.25%, Maturing September 21, 2014	172	\$	169,507
Term Loan, 7.75%, Maturing September 22, 2014	224		219,388
Term Loan, 8.25%, Maturing September 22, 2014	69		67,568
<b>Rexnord Corp.</b>			
Term Loan, 2.56%, Maturing July 19, 2013	766		757,395
Term Loan, 2.97%, Maturing July 19, 2013	3,785		3,762,366
<b>RGIS Holdings, LLC</b>			
Term Loan, 3.08%, Maturing April 30, 2014	122		119,777
Term Loan, 3.08%, Maturing April 30, 2014	2,438		2,395,542
<b>Spectrum Brands, Inc.</b>			
Term Loan, 5.00%, Maturing June 17, 2016	2,273		2,279,787

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>	<b>Value</b>
	<b>(000 s omitted)</b>	
<b>Walter Energy, Inc.</b>		
Term Loan, 4.00%, Maturing April 2, 2018	2,190	\$ 2,184,329
		<b>\$ 11,955,659</b>
<b>Containers and Glass Products 2.5%</b>		
<b>Berry Plastics Corp.</b>		
Term Loan, 2.29%, Maturing April 3, 2015	1,944	\$ 1,894,674
<b>BWAY Corp.</b>		
Term Loan, 4.50%, Maturing February 23, 2018	152	152,061
Term Loan, 4.50%, Maturing February 23, 2018	1,652	1,649,567
<b>Graphic Packaging International, Inc.</b>		
Term Loan, 2.36%, Maturing May 16, 2014	808	808,228
Term Loan, 3.14%, Maturing May 16, 2014	367	368,682
<b>Hilex Poly Co., LLC</b>		
Term Loan, 11.25%, Maturing November 16, 2015	900	913,500
<b>Pelican Products, Inc.</b>		
Term Loan, 5.05%, Maturing March 7, 2017	767	764,373
<b>Reynolds Group Holdings, Inc.</b>		
Term Loan, 6.50%, Maturing February 9, 2018	2,774	2,788,383
Term Loan, 6.50%, Maturing August 9, 2018	2,788	2,802,507
<b>Sealed Air Corp.</b>		
Term Loan, 4.75%, Maturing October 3, 2018	642	650,300
		<b>\$ 12,792,275</b>
<b>Cosmetics/Toiletries 0.4%</b>		
<b>Bausch &amp; Lomb, Inc.</b>		
Term Loan, 3.52%, Maturing April 24, 2015	290	\$ 289,403
Term Loan, 3.76%, Maturing April 24, 2015	1,188	1,185,920
<b>KIK Custom Products, Inc.</b>		
Term Loan - Second Lien, 5.30%, Maturing November 28, 2014	975	637,813
		<b>\$ 2,113,136</b>
<b>Drugs 1.4%</b>		
<b>Aptalis Pharma, Inc.</b>		
Term Loan, 5.50%, Maturing February 10, 2017	1,485	\$ 1,468,294
<b>Capsugel Holdings US, Inc.</b>		
Term Loan, 5.25%, Maturing August 1, 2018	1,272	1,283,347
<b>Endo Pharmaceuticals Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing June 18, 2018	955	959,533
<b>Warner Chilcott Co., LLC</b>		
Term Loan, 4.25%, Maturing March 15, 2018	800	800,814
Term Loan, 4.25%, Maturing March 15, 2018	1,599	1,601,628

**WC Luxco S.A.R.L.**

Term Loan, 4.25%, Maturing March 15, 2018	1,100	1,101,119
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		\$ 7,214,735
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**Ecological Services and Equipment 0.1%****Environmental Systems Products Holdings, Inc.**

Term Loan - Second Lien, 14.50%, Maturing September 12, 2014 <sup>(5)</sup>	390	\$ 365,585
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**Viking Consortium Borrower, Ltd.**

Term Loan - Second Lien, 6.83%, Maturing March 31, 2016 <sup>(4)</sup>	GBP 515	304,259
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		\$ 669,844
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**Electronics/Electrical 9.5%****Aeroflex, Inc.**

Term Loan, 4.25%, Maturing May 9, 2018	2,168	\$ 2,110,959
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**Aspect Software, Inc.**

Term Loan, 6.25%, Maturing May 6, 2016	1,547	1,548,405
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**Attachmate Corp.**

Term Loan, 6.50%, Maturing April 27, 2017	2,419	2,382,075
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**Cinedigm Digital Funding I, LLC**

Term Loan, 5.25%, Maturing April 29, 2016	538	532,658
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>CommScope, Inc.</b>			
Term Loan, 5.00%, Maturing January 14, 2018	2,109	\$	2,114,335
<b>Dealer Computer Services, Inc.</b>			
Term Loan, 3.75%, Maturing April 20, 2018	2,210		2,218,553
<b>DG FastChannel, Inc.</b>			
Term Loan, 5.75%, Maturing July 26, 2018	1,617		1,585,548
<b>Eagle Parent, Inc.</b>			
Term Loan, 5.00%, Maturing May 16, 2018	2,587		2,551,429
<b>Edwards (Cayman Island II), Ltd.</b>			
Term Loan, 5.50%, Maturing May 31, 2016	499		480,356
Term Loan, 5.50%, Maturing May 31, 2016	1,238		1,193,430
<b>FCI International S.A.S.</b>			
Term Loan, 3.66%, Maturing November 1, 2013	123		119,963
Term Loan, 3.66%, Maturing November 1, 2013	123		119,963
Term Loan, 3.66%, Maturing November 1, 2013	128		124,608
Term Loan, 3.66%, Maturing November 1, 2013	128		124,608
<b>Freescale Semiconductor, Inc.</b>			
Term Loan, 4.55%, Maturing December 1, 2016	3,498		3,431,694
<b>Infor Enterprise Solutions Holdings</b>			
Term Loan, 5.77%, Maturing March 3, 2014	500		440,209
Term Loan, 6.02%, Maturing July 28, 2015	1,470		1,433,369
Term Loan, 6.02%, Maturing July 28, 2015	2,818		2,760,499
Term Loan - Second Lien, 6.52%, Maturing March 3, 2014	183		160,417
Term Loan - Second Lien, 6.52%, Maturing March 3, 2014	317		282,308
<b>Microsemi Corp.</b>			
Term Loan, 5.75%, Maturing February 2, 2018	1,571		1,582,845
<b>NeuStar, Inc.</b>			
Term Loan, 5.00%, Maturing November 8, 2018	948		955,324
<b>Nxp B.V.</b>			
Term Loan, 4.50%, Maturing March 3, 2017	2,680		2,630,622
Term Loan, 5.50%, Maturing March 3, 2017	1,022		1,013,491
<b>Open Solutions, Inc.</b>			
Term Loan, 2.69%, Maturing January 23, 2014	2,001		1,829,566
<b>SafeNet, Inc.</b>			
Term Loan, 2.77%, Maturing April 12, 2014	1,936		1,883,971
<b>Sensata Technologies Finance Co., LLC</b>			
Term Loan, 4.00%, Maturing May 11, 2018	3,507		3,512,180
<b>Serena Software, Inc.</b>			
Term Loan, 4.54%, Maturing March 10, 2016	474		464,520
<b>Shield Finance Co. S.A.R.L.</b>			
Term Loan, 7.75%, Maturing June 15, 2016	836		837,714
<b>SkillSoft Corp.</b>			
Term Loan, 6.50%, Maturing May 26, 2017	249		250,934
Term Loan, 6.50%, Maturing May 26, 2017	978		981,444
<b>Sophia, L.P.</b>			

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Term Loan, 6.25%, Maturing July 19, 2018 <b>Spansion, LLC</b>	1,400	1,411,813
Term Loan, 4.75%, Maturing February 9, 2015 <b>Sunquest Information Systems, Inc.</b>	552	552,762
Term Loan, 6.25%, Maturing December 16, 2016 <b>VeriFone Inc.</b>	746	746,250
Term Loan, 4.25%, Maturing December 28, 2018 <b>Vertafore, Inc.</b>	500	501,653
Term Loan, 5.25%, Maturing July 29, 2016 <b>Web.com Group, Inc.</b>	990	980,103
Term Loan, 7.00%, Maturing October 27, 2017	2,628	2,508,565
		<b>\$ 48,359,143</b>



<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Equipment Leasing 0.6%</b>			
<b>BakerCorp. International, Inc.</b>			
Term Loan, 5.00%, Maturing June 1, 2018	846	\$	846,807
<b>Delos Aircraft, Inc.</b>			
Term Loan, 7.00%, Maturing March 17, 2016	1,425		1,436,340
<b>International Lease Finance Corp.</b>			
Term Loan, 6.75%, Maturing March 17, 2015	850		856,411
		<b>\$</b>	<b>3,139,558</b>
<b>Farming/Agriculture 0.3%</b>			
<b>Wm. Bolthouse Farms, Inc.</b>			
Term Loan, 5.50%, Maturing February 11, 2016	1,517	\$	1,514,437
		<b>\$</b>	<b>1,514,437</b>
<b>Financial Intermediaries 6.0%</b>			
<b>AmWINS Group, Inc.</b>			
Term Loan, 4.83%, Maturing June 8, 2013	948	\$	930,342
Term Loan - Second Lien, 6.07%, Maturing June 8, 2014	500		477,500
<b>Asset Acceptance Capital Corp.</b>			
Term Loan, 8.75%, Maturing November 8, 2017	1,300		1,287,000
<b>CB Richard Ellis Services, Inc.</b>			
Term Loan, 3.52%, Maturing March 5, 2018	691		684,770
Term Loan, 3.80%, Maturing September 4, 2019	652		646,727
<b>Citco III, Ltd.</b>			
Term Loan, 5.50%, Maturing June 29, 2018	1,642		1,582,236
<b>Fifth Third Processing Solutions, LLC</b>			
Term Loan, 4.50%, Maturing November 3, 2016	1,238		1,241,426
<b>First Data Corp.</b>			
Term Loan, 3.03%, Maturing September 24, 2014	257		244,196
Term Loan, 3.03%, Maturing September 24, 2014	1,239		1,176,048
Term Loan, 3.03%, Maturing September 24, 2014	2,988		2,836,715
Term Loan, 4.28%, Maturing March 23, 2018	1,636		1,440,451
<b>Grosvenor Capital Management Holdings, LLP</b>			
Term Loan, 4.31%, Maturing December 5, 2016	1,335		1,284,867
<b>HarbourVest Partners, LLC</b>			
Term Loan, 6.25%, Maturing December 16, 2016	1,069		1,071,536
<b>iPayment, Inc.</b>			
Term Loan, 5.75%, Maturing May 8, 2017	917		910,371
<b>LPL Holdings, Inc.</b>			
Term Loan, 5.25%, Maturing June 25, 2015	2,874		2,888,100
Term Loan, 5.25%, Maturing June 28, 2017	2,075		2,085,040
<b>Mercury Payment Systems Canada, LLC</b>			
Term Loan, 6.50%, Maturing July 3, 2017	647		649,984

**Mondrian Investment Partners, Ltd.**

Term Loan, 5.50%, Maturing July 12, 2018	920	923,779
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**Nuveen Investments, Inc.**

Term Loan, 3.46%, Maturing November 13, 2014	1,651	1,623,646
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Term Loan, 5.96%, Maturing May 12, 2017	2,429	2,416,446
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Term Loan, 7.25%, Maturing May 13, 2017	525	526,754
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**RJO Holdings Corp.**

Term Loan, 6.29%, Maturing December 10, 2015 <sup>(5)</sup>	7	5,773
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Term Loan, 7.04%, Maturing December 10, 2015 <sup>(5)</sup>	224	169,505
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**RPI Finance Trust**

Term Loan, 4.00%, Maturing May 9, 2018	3,483	3,490,120
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		<b>\$ 30,593,332</b>
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**Food Products 4.0%****American Seafoods Group, LLC**

Term Loan, 4.25%, Maturing March 8, 2018	638	\$ 621,878
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**Del Monte Foods Co.**

Term Loan, 4.50%, Maturing March 8, 2018	4,405	4,311,144
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Dole Food Co., Inc.</b> Term Loan, 5.04%, Maturing July 6, 2018	966	\$ 970,375
<b>High Liner Foods, Inc.</b> Term Loan, 7.00%, Maturing January 3, 2018	650	655,687
<b>JBS USA Holdings, Inc.</b> Term Loan, 4.25%, Maturing May 25, 2018	995	998,234
<b>Michael Foods Group, Inc.</b> Term Loan, 4.25%, Maturing February 23, 2018	672	672,931
<b>NBTY, Inc.</b> Term Loan, 4.25%, Maturing October 2, 2017	2,809	2,811,340
<b>Pierre Foods, Inc.</b> Term Loan, 7.00%, Maturing September 30, 2016	1,234	1,232,061
<b>Pinnacle Foods Finance, LLC</b> Term Loan, 2.87%, Maturing April 2, 2014	6,537	6,497,408
<b>Solvest, Ltd.</b> Term Loan, 5.03%, Maturing July 6, 2018	1,795	1,802,126
		<b>\$ 20,573,184</b>
 <b>Food Service 5.7%</b>		
<b>Aramark Corp.</b> Term Loan, 2.17%, Maturing January 27, 2014	169	\$ 167,649
Term Loan, 2.45%, Maturing January 27, 2014	2,094	2,078,379
Term Loan, 3.08%, Maturing January 27, 2014	GBP 950	1,422,160
Term Loan, 3.55%, Maturing July 26, 2016	304	301,878
Term Loan, 3.83%, Maturing July 26, 2016	4,621	4,590,260
<b>Buffets, Inc.</b> Term Loan, 0.00%, Maturing April 21, 2015 <sup>(6)</sup>	1,247	523,944
Term Loan, 0.00%, Maturing April 22, 2015 <sup>(6)</sup>	129	53,662
<b>Burger King Corp.</b> Term Loan, 4.50%, Maturing October 19, 2016	4,620	4,614,990
<b>Denny's, Inc.</b> Term Loan, 5.25%, Maturing September 30, 2016	594	595,856
<b>DineEquity, Inc.</b> Term Loan, 4.25%, Maturing October 19, 2017	1,437	1,437,197
<b>Dunkin' Brands, Inc.</b> Term Loan, 4.00%, Maturing November 23, 2017	3,070	3,071,540
<b>OSI Restaurant Partners, LLC</b> Term Loan, 2.72%, Maturing June 14, 2013	447	437,720
Term Loan, 2.56%, Maturing June 14, 2014	4,918	4,812,333
<b>Sagittarius Restaurants, LLC</b> Term Loan, 7.51%, Maturing May 18, 2015	435	435,272
<b>Selecta</b> Term Loan - Second Lien, 5.64%, Maturing December 28, 2015	EUR 741	624,171
<b>U.S. Foodservice, Inc.</b>		

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Term Loan, 2.78%, Maturing July 3, 2014		3,478		3,317,728
<b>Wendy s/Arby s Restaurants, LLC</b>				
Term Loan, 5.00%, Maturing May 24, 2017		819		821,853
				<b>\$ 29,306,592</b>
<b>Food/Drug Retailers 5.1%</b>				
<b>Alliance Boots Holdings, Ltd.</b>				
Term Loan, 3.43%, Maturing July 9, 2015	EUR	1,000	\$	1,254,539
Term Loan, 3.63%, Maturing July 9, 2015	GBP	1,775		2,576,779
<b>General Nutrition Centers, Inc.</b>				
Term Loan, 4.25%, Maturing March 2, 2018		4,725		4,695,469
<b>Pantry, Inc. (The)</b>				
Term Loan, 2.03%, Maturing May 15, 2014		201		197,133
Term Loan, 2.03%, Maturing May 15, 2014		698		684,591
<b>Rite Aid Corp.</b>				
Term Loan, 2.04%, Maturing June 4, 2014		7,966		7,790,029
Term Loan, 4.50%, Maturing March 2, 2018		2,114		2,076,924

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Roundy's Supermarkets, Inc.</b>			
Term Loan, 7.00%, Maturing November 3, 2013	3,254	\$	3,266,093
<b>Supervalu, Inc.</b>			
Term Loan, 4.50%, Maturing April 28, 2018	3,226		3,231,960
		<b>\$</b>	<b>25,773,517</b>
<b>Health Care 16.8%</b>			
<b>1-800 Contacts, Inc.</b>			
Term Loan, 7.70%, Maturing March 4, 2015	899	\$	899,339
<b>Alere, Inc.</b>			
Term Loan, 4.50%, Maturing June 30, 2017	575		569,250
Term Loan, 4.50%, Maturing June 30, 2017	2,369		2,348,333
<b>Alliance Healthcare Services</b>			
Term Loan, 7.25%, Maturing June 1, 2016	1,129		993,518
<b>Ardent Medical Services, Inc.</b>			
Term Loan, 6.50%, Maturing September 15, 2015	1,130		1,134,129
Term Loan, 6.50%, Maturing September 18, 2015	673		675,822
<b>Aveta Holdings, LLC</b>			
Term Loan, 8.50%, Maturing April 14, 2015	392		390,729
Term Loan, 8.50%, Maturing April 14, 2015	392		390,729
<b>Biomet, Inc.</b>			
Term Loan, 3.47%, Maturing March 25, 2015	3,686		3,667,908
<b>CareStream Health, Inc.</b>			
Term Loan, 5.00%, Maturing February 25, 2017	1,513		1,430,421
<b>Carl Zeiss Vision Holding GmbH</b>			
Term Loan, 4.00%, Maturing September 30, 2019 <sup>(4)</sup>	135		112,880
<b>Catalent Pharma Solutions</b>			
Term Loan, 2.52%, Maturing April 10, 2014	2,133		2,103,719
<b>CDRL MS, Inc.</b>			
Term Loan, 6.75%, Maturing September 30, 2016	878		874,884
<b>Community Health Systems, Inc.</b>			
Term Loan, 2.52%, Maturing July 25, 2014	351		346,741
Term Loan, 2.76%, Maturing July 25, 2014	6,825		6,751,107
Term Loan, 3.96%, Maturing January 25, 2017	3,423		3,379,698
<b>ConMed Corp.</b>			
Term Loan, 1.77%, Maturing April 12, 2013	437		427,906
<b>ConvaTec, Inc.</b>			
Term Loan, 5.75%, Maturing December 22, 2016	992		988,511
<b>CRC Health Corp.</b>			
Term Loan, 5.08%, Maturing November 16, 2015	1,940		1,765,127
<b>Dako EQT Project Delphi</b>			
Term Loan - Second Lien, 4.33%, Maturing December 12, 2016	500		409,000
<b>DaVita, Inc.</b>			
Term Loan, 4.50%, Maturing October 20, 2016	2,970		2,990,419

<b>DJO Finance, LLC</b>		
Term Loan, 3.27%, Maturing May 20, 2014	633	617,429
<b>Drumm Investors, LLC</b>		
Term Loan, 5.00%, Maturing May 4, 2018	1,994	1,801,714
<b>Emergency Medical Services Corp.</b>		
Term Loan, 5.25%, Maturing May 25, 2018	1,992	1,991,540
<b>Fresenius US Finance I, Inc.</b>		
Term Loan, 3.50%, Maturing September 10, 2014	306	306,675
Term Loan, 3.50%, Maturing September 10, 2014	682	683,300
<b>Grifols, Inc.</b>		
Term Loan, 6.00%, Maturing June 1, 2017	2,139	2,151,908
<b>Hanger Orthopedic Group, Inc.</b>		
Term Loan, 4.01%, Maturing December 1, 2016	668	661,289
<b>HCA, Inc.</b>		
Term Loan, 3.83%, Maturing March 31, 2017	6,168	6,041,694
Term Loan, 3.52%, Maturing May 1, 2018	2,572	2,518,764

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> <b>(000 s omitted)</b>	<b>Value</b>
<b>Health Management Associates, Inc.</b> Term Loan, 4.50%, Maturing November 16, 2018	1,300	\$ 1,288,219
<b>Iasis Healthcare, LLC</b> Term Loan, 5.00%, Maturing May 3, 2018	1,662	1,648,584
<b>Immucor, Inc.</b> Term Loan, 7.25%, Maturing August 17, 2018	698	704,941
<b>inVentiv Health, Inc.</b> Term Loan, 6.50%, Maturing August 4, 2016	1,874	1,816,766
Term Loan, 6.75%, Maturing May 15, 2018	1,166	1,134,846
<b>Kindred Healthcare, Inc.</b> Term Loan, 5.25%, Maturing June 1, 2018	1,816	1,756,859
<b>Kinetic Concepts, Inc.</b> Term Loan, 7.00%, Maturing May 4, 2018	4,025	4,102,280
<b>Lifepoint Hospitals, Inc.</b> Term Loan, 3.28%, Maturing April 15, 2015	2,022	2,022,295
<b>MedAssets, Inc.</b> Term Loan, 5.25%, Maturing November 16, 2016	843	845,901
<b>Medpace, Inc.</b> Term Loan, 6.50%, Maturing June 16, 2017	871	831,447
<b>MultiPlan, Inc.</b> Term Loan, 4.75%, Maturing August 26, 2017	3,416	3,357,891
<b>Pharmaceutical Products Development, Inc.</b> Term Loan, 6.25%, Maturing December 5, 2018	1,950	1,966,199
<b>Physiotherapy Associates, Inc.</b> Term Loan, 7.50%, Maturing June 27, 2013	641	637,848
<b>Prime Healthcare Services, Inc.</b> Term Loan, 7.25%, Maturing April 22, 2015	2,028	1,956,940
<b>RadNet Management, Inc.</b> Term Loan, 5.75%, Maturing April 6, 2016	1,081	1,040,222
<b>Renal Advantage Holdings, Inc.</b> Term Loan, 5.75%, Maturing December 16, 2016	718	718,872
<b>Select Medical Corp.</b> Term Loan, 5.50%, Maturing May 25, 2018	3,010	2,917,071
<b>Sunrise Medical Holdings B.V.</b> Term Loan, 6.75%, Maturing May 13, 2014	EUR 237	287,249
<b>TriZetto Group, Inc. (The)</b> Term Loan, 4.75%, Maturing May 2, 2018	1,468	1,460,287
<b>Universal Health Services, Inc.</b> Term Loan, 3.75%, Maturing November 15, 2016	2,097	2,096,876
<b>Vanguard Health Holding Co. II, LLC</b> Term Loan, 5.00%, Maturing January 29, 2016	1,572	1,573,684
<b>VWR Funding, Inc.</b> Term Loan, 2.77%, Maturing June 30, 2014	2,216	2,174,807
		<b>\$ 85,764,567</b>

**Home Furnishings 0.8%**

**Hunter Fan Co.**

Term Loan, 2.78%, Maturing April 16, 2014	326	\$	300,985
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**National Bedding Co., LLC**

Term Loan, 4.13%, Maturing November 28, 2013	1,433		1,432,550
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Term Loan - Second Lien, 5.50%, Maturing February 28, 2014	2,050		2,014,125
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**Yankee Candle Co., Inc. (The)**

Term Loan, 2.27%, Maturing February 6, 2014	520		519,065
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		\$	<b>4,266,725</b>
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**Industrial Equipment 2.5%**

**Butterfly Wendel US, Inc.**

Term Loan, 3.44%, Maturing June 23, 2014	277	\$	276,033
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Term Loan, 4.19%, Maturing June 22, 2015	277		275,944
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**Colfax Corp.**

Term Loan, 4.50%, Maturing January 11, 2019	1,300		1,306,500
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Excelitas Technologies Corp.</b> Term Loan, 4.75%, Maturing November 23, 2016	988	\$ 955,406
<b>Generac CCMP Acquisition Corp.</b> Term Loan, 2.89%, Maturing November 11, 2013	1,145	1,140,582
<b>Husky Injection Molding Systems, Ltd.</b> Term Loan, 6.50%, Maturing June 29, 2018	1,494	1,502,149
<b>KION Group GmbH</b> Term Loan, 3.77%, Maturing December 23, 2014 <sup>(4)</sup>	1,031	866,312
Term Loan, 4.02%, Maturing December 23, 2015 <sup>(4)</sup>	1,031	866,312
<b>Manitowoc Co., Inc. (The)</b> Term Loan, 4.25%, Maturing November 13, 2017	560	559,083
<b>Polypore, Inc.</b> Term Loan, 2.28%, Maturing July 3, 2014	3,774	3,724,030
<b>Terex Corp.</b> Term Loan, 5.50%, Maturing April 28, 2017	698	703,342
<b>Unifrax Corp.</b> Term Loan, 7.00%, Maturing November 28, 2018	375	378,903
		<b>\$ 12,554,596</b>
<b>Insurance 4.1%</b>		
<b>Alliant Holdings I, Inc.</b> Term Loan, 3.58%, Maturing August 21, 2014	2,384	\$ 2,368,658
<b>Applied Systems, Inc.</b> Term Loan, 5.50%, Maturing December 8, 2016	1,386	1,366,942
<b>Asurion, LLC</b> Term Loan, 5.50%, Maturing May 24, 2018	5,376	5,373,255
Term Loan - Second Lien, 9.00%, Maturing May 24, 2019	1,600	1,610,720
<b>C.G. JCF Corp.</b> Term Loan, 3.27%, Maturing August 1, 2014	476	469,186
<b>CCC Information Services, Inc.</b> Term Loan, 5.50%, Maturing November 11, 2015	1,411	1,415,688
<b>CNO Financial Group, Inc.</b> Term Loan, 6.25%, Maturing September 30, 2016	987	991,744
<b>HUB International, Ltd.</b> Term Loan, 3.08%, Maturing June 13, 2014	486	474,450
Term Loan, 3.08%, Maturing June 13, 2014	2,161	2,111,132
Term Loan, 6.75%, Maturing June 13, 2014	562	564,873
<b>Towergate Finance, PLC</b> Term Loan, 6.50%, Maturing August 4, 2017	GBP 1,000	1,478,626
<b>U.S.I. Holdings Corp.</b> Term Loan, 2.77%, Maturing May 5, 2014	2,968	2,895,495
		<b>\$ 21,120,769</b>

**Leisure Goods/Activities/Movies 7.9%****Alpha D2, Ltd.**

Term Loan, 2.40%, Maturing December 31, 2013	864	\$	833,503
Term Loan, 2.40%, Maturing December 31, 2013	1,463		1,410,582
Term Loan - Second Lien, 3.77%, Maturing June 30, 2014	2,000		1,906,786

**AMC Entertainment, Inc.**

Term Loan, 3.52%, Maturing December 15, 2016	3,698		3,652,002
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**AMC Networks, Inc.**

Term Loan, 4.00%, Maturing December 31, 2018	1,343		1,337,653
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**Bombardier Recreational Products**

Term Loan, 2.80%, Maturing June 28, 2013	2,810		2,794,573
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**Bright Horizons Family Solutions, Inc.**

Term Loan, 4.27%, Maturing May 28, 2015	913		911,137
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**Carmike Cinemas, Inc.**

Term Loan, 5.50%, Maturing January 27, 2016	686		690,342
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**Cedar Fair, L.P.**

Term Loan, 4.00%, Maturing December 15, 2017	1,930		1,936,999
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Cinemark USA, Inc.</b>		
Term Loan, 3.63%, Maturing April 29, 2016	3,426	\$ 3,429,206
<b>Clubcorp Club Operations, Inc.</b>		
Term Loan, 6.00%, Maturing November 30, 2016	2,638	2,647,256
<b>Dave &amp; Buster s, Inc.</b>		
Term Loan, 5.50%, Maturing June 1, 2016	983	981,272
<b>Fender Musical Instruments Corp.</b>		
Term Loan, 2.52%, Maturing June 9, 2014	277	265,179
Term Loan, 2.52%, Maturing June 9, 2014	546	522,229
<b>Live Nation Entertainment, Inc.</b>		
Term Loan, 4.50%, Maturing November 7, 2016	2,260	2,258,620
<b>Regal Cinemas Corp.</b>		
Term Loan, 3.58%, Maturing August 23, 2017	4,356	4,345,790
<b>Revolution Studios Distribution Co., LLC</b>		
Term Loan, 4.02%, Maturing December 21, 2014	909	645,317
Term Loan - Second Lien, 7.27%, Maturing June 21, 2015 <sup>(5)</sup>	800	247,520
<b>SeaWorld Parks &amp; Entertainment, Inc.</b>		
Term Loan, 4.00%, Maturing August 17, 2017	1,741	1,741,383
<b>Six Flags Theme Parks, Inc.</b>		
Term Loan, 4.25%, Maturing December 20, 2018	2,150	2,149,880
<b>Town Sports International, Inc.</b>		
Term Loan, 7.00%, Maturing May 11, 2018	1,984	1,989,082
<b>Zuffa, LLC</b>		
Term Loan, 2.31%, Maturing June 19, 2015	3,892	3,765,314
		<b>\$ 40,461,625</b>
 <b>Lodging and Casinos 3.3%</b>		
<b>Ameristar Casinos, Inc.</b>		
Term Loan, 4.00%, Maturing April 13, 2018	1,042	\$ 1,047,576
<b>Caesars Entertainment Operating Co.</b>		
Term Loan, 3.28%, Maturing January 28, 2015	1,223	1,105,275
Term Loan, 3.28%, Maturing January 28, 2015	1,500	1,353,309
Term Loan, 3.28%, Maturing January 28, 2015	746	674,549
Term Loan, 9.50%, Maturing October 31, 2016	2,940	3,000,899
<b>Gala Group, Ltd.</b>		
Term Loan, 5.78%, Maturing May 30, 2018	GBP 2,625	3,503,939
<b>Isle of Capri Casinos, Inc.</b>		
Term Loan, 4.75%, Maturing November 1, 2013	918	919,401
<b>Las Vegas Sands, LLC</b>		
Term Loan, 2.93%, Maturing November 23, 2016	548	534,978
Term Loan, 2.93%, Maturing November 23, 2016	2,170	2,116,372
<b>LodgeNet Entertainment Corp.</b>		
Term Loan, 6.50%, Maturing April 4, 2014	1,435	1,317,637
<b>Penn National Gaming, Inc.</b>		

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Term Loan, 3.75%, Maturing July 16, 2018 <b>Tropicana Entertainment, Inc.</b>	1,144	1,149,661
Term Loan, 15.00%, Maturing March 8, 2013	147	162,939
		<b>\$ 16,886,535</b>
<b>Nonferrous Metals/Minerals 2.1%</b> <b>Fairmount Minerals, Ltd.</b>		
Term Loan, 5.25%, Maturing March 15, 2017	4,790	\$ 4,813,950
<b>Noranda Aluminum Acquisition Corp.</b>		
Term Loan, 2.02%, Maturing May 16, 2014	499	496,204
<b>Novelis, Inc.</b>		
Term Loan, 3.75%, Maturing March 10, 2017	673	672,555
Term Loan, 3.75%, Maturing March 10, 2017	2,030	2,027,217
<b>Oxbow Carbon and Mineral Holdings, LLC</b>		
Term Loan, 3.92%, Maturing May 8, 2016	2,600	2,586,604
		<b>\$ 10,596,530</b>

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Oil and Gas 3.8%</b>		
<b>Buffalo Gulf Coast Terminals LLC</b>		
Term Loan, 7.50%, Maturing October 31, 2017	549	\$ 552,740
<b>CCS Corp.</b>		
Term Loan, 6.50%, Maturing October 17, 2014	550	551,719
Term Loan, Maturing November 14, 2014 <sup>(3)</sup>	1,000	958,438
<b>CITGO Petroleum Corp.</b>		
Term Loan, 8.00%, Maturing June 24, 2015	203	206,353
Term Loan, 9.00%, Maturing June 23, 2017	2,536	2,604,540
<b>Crestwood Holdings, LLC</b>		
Term Loan, 10.50%, Maturing September 30, 2016	437	445,875
<b>Frac Tech International, LLC</b>		
Term Loan, 6.25%, Maturing May 6, 2016	5,542	5,537,072
<b>Gibson Energy</b>		
Term Loan, 5.75%, Maturing June 15, 2018	2,065	2,075,377
<b>MEG Energy Corp.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	1,222	1,222,640
<b>Obsidian Natural Gas Trust</b>		
Term Loan, 7.00%, Maturing November 2, 2015	3,383	3,400,157
<b>Sheridan Production Partners I, LLC</b>		
Term Loan, 6.50%, Maturing April 20, 2017	106	107,023
Term Loan, 6.50%, Maturing April 20, 2017	174	175,216
Term Loan, 6.50%, Maturing April 20, 2017	1,316	1,322,306
		<b>\$ 19,159,456</b>
<b>Publishing 5.9%</b>		
<b>Ascend Learning</b>		
Term Loan, 7.10%, Maturing December 6, 2016	1,089	\$ 1,074,541
<b>Aster Zweite Beteiligungs GmbH</b>		
Term Loan, 4.80%, Maturing December 31, 2014	1,699	1,522,463
Term Loan, 4.80%, Maturing December 30, 2016	1,509	1,352,244
Term Loan, 4.80%, Maturing December 30, 2016	1,775	1,590,104
<b>Cengage Learning Acquisitions, Inc.</b>		
Term Loan, 2.52%, Maturing July 3, 2014	990	878,857
<b>GateHouse Media Operating, Inc.</b>		
Term Loan, 2.27%, Maturing August 28, 2014	862	238,045
Term Loan, 2.27%, Maturing August 28, 2014	2,054	567,508
Term Loan, 2.52%, Maturing August 28, 2014	667	184,321
<b>Getty Images, Inc.</b>		
Term Loan, 5.25%, Maturing November 7, 2016	3,432	3,452,148
<b>Instant Web, Inc.</b>		
Term Loan, 3.65%, Maturing August 7, 2014	166	155,053
Term Loan, 3.65%, Maturing August 7, 2014	1,591	1,487,423
<b>Interactive Data Corp.</b>		

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Term Loan, 4.50%, Maturing February 12, 2018 <b>Lamar Media Corp.</b>	2,251	2,249,211
Term Loan, 4.00%, Maturing December 30, 2016 <b>Laureate Education, Inc.</b>	553	555,008
Term Loan, 5.25%, Maturing August 15, 2018 <b>MediaNews Group, Inc.</b>	4,828	4,523,157
Term Loan, 8.50%, Maturing March 19, 2014 <b>Merrill Communications, LLC</b>	110	104,498
Term Loan, 7.50%, Maturing December 24, 2012 <b>Nelson Education, Ltd.</b>	1,225	1,140,558
Term Loan, 3.08%, Maturing July 3, 2014 <b>Nielsen Finance, LLC</b>	462	374,387
Term Loan, 2.30%, Maturing August 9, 2013	4,876	4,872,851
Term Loan, 4.05%, Maturing May 2, 2016 <b>SGS International, Inc.</b>	1,958	1,967,833
Term Loan, 3.77%, Maturing September 30, 2013	450	445,978

<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Source Interlink Companies, Inc.</b>			
Term Loan, 10.75%, Maturing June 18, 2013	893	\$	862,921
Term Loan, 15.00%, Maturing March 18, 2014 <sup>(4)</sup>	669		618,816
		<b>\$</b>	<b>30,217,925</b>
<b>Radio and Television 3.6%</b>			
<b>Cumulus Media, Inc.</b>			
Term Loan, 5.75%, Maturing September 17, 2018	4,675	\$	4,687,954
<b>Entercom Radio, LLC</b>			
Term Loan, 6.27%, Maturing November 23, 2018	546		547,100
<b>Foxco Acquisition Sub, LLC</b>			
Term Loan, 4.75%, Maturing July 14, 2015	516		514,941
<b>Gray Television, Inc.</b>			
Term Loan, 3.80%, Maturing December 31, 2014	632		622,762
<b>Hubbard Radio, LLC</b>			
Term Loan, 5.25%, Maturing April 28, 2017	995		1,001,219
<b>Lin Television Corp.</b>			
Term Loan, 5.00%, Maturing December 21, 2018	600		604,500
<b>Mission Broadcasting, Inc.</b>			
Term Loan, 5.00%, Maturing September 30, 2016	519		519,899
<b>Nexstar Broadcasting, Inc.</b>			
Term Loan, 5.00%, Maturing September 30, 2016	811		813,196
<b>Raycom TV Broadcasting, LLC</b>			
Term Loan, 4.50%, Maturing May 31, 2017	871		853,213
<b>Sinclair Television Group, Inc.</b>			
Term Loan, 4.00%, Maturing October 28, 2016	362		362,493
Term Loan, Maturing December 15, 2016 <sup>(3)</sup>	388		389,415
<b>Univision Communications, Inc.</b>			
Term Loan, 2.27%, Maturing September 29, 2014	3,336		3,302,353
Term Loan, 4.52%, Maturing March 31, 2017	3,336		3,145,992
<b>Weather Channel</b>			
Term Loan, 4.25%, Maturing February 13, 2017	1,131		1,134,102
		<b>\$</b>	<b>18,499,139</b>
<b>Retailers (Except Food and Drug) 5.0%</b>			
<b>99 Cents Only Stores</b>			
Term Loan, 6.00%, Maturing January 11, 2019	500	\$	503,625
<b>Amscan Holdings, Inc.</b>			
Term Loan, 6.75%, Maturing December 4, 2017	3,002		3,004,026
<b>FTD, Inc.</b>			
Term Loan, 4.75%, Maturing June 11, 2018	1,269		1,244,838
<b>Harbor Freight Tools USA, Inc.</b>			
Term Loan, 6.50%, Maturing December 22, 2017	3,773		3,807,913

<b>J. Crew Group, Inc.</b>		
Term Loan, 4.75%, Maturing March 7, 2018	1,588	1,536,720
<b>Jo-Ann Stores, Inc.</b>		
Term Loan, 4.75%, Maturing March 16, 2018	1,990	1,941,469
<b>Michaels Stores, Inc.</b>		
Term Loan, 5.13%, Maturing July 29, 2016	926	926,112
<b>Neiman Marcus Group, Inc.</b>		
Term Loan, 4.75%, Maturing May 16, 2018	3,050	3,001,920
<b>PETCO Animal Supplies, Inc.</b>		
Term Loan, 4.50%, Maturing November 24, 2017	2,215	2,200,595
<b>Pilot Travel Centers, LLC</b>		
Term Loan, 4.25%, Maturing March 30, 2018	1,773	1,781,612
<b>Savers, Inc.</b>		
Term Loan, 4.25%, Maturing March 3, 2017	1,116	1,120,342
<b>Service Master Co.</b>		
Term Loan, 2.77%, Maturing July 24, 2014	224	220,697
Term Loan, 2.85%, Maturing July 24, 2014	2,254	2,216,167



<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Visant Holding Corp.</b>		
Term Loan, 5.25%, Maturing December 22, 2016	1,319	\$ 1,255,997
<b>Vivarte SA</b>		
Term Loan, 3.16%, Maturing March 9, 2015	EUR 29	27,285
Term Loan, 3.16%, Maturing March 9, 2015	EUR 62	59,658
Term Loan, 3.16%, Maturing March 9, 2015	EUR 347	331,588
Term Loan, 3.79%, Maturing March 8, 2016	EUR 440	420,844
Term Loan, 3.79%, Maturing May 29, 2016	EUR 18	17,574
Term Loan, 3.79%, Maturing May 29, 2016	EUR 71	67,982
		<b>\$ 25,686,964</b>
<b>Steel 0.2%</b>		
<b>JMC Steel Group, Inc.</b>		
Term Loan, 4.75%, Maturing April 3, 2017	695	\$ 696,400
<b>SunCoke Energy, Inc.</b>		
Term Loan, 4.00%, Maturing July 26, 2018	498	496,257
		<b>\$ 1,192,657</b>
<b>Surface Transport 1.1%</b>		
<b>Hertz Corp.</b>		
Term Loan, 3.75%, Maturing March 9, 2018	3,499	\$ 3,497,104
<b>Swift Transportation Co., Inc.</b>		
Term Loan, 6.00%, Maturing December 21, 2016	1,961	1,974,729
		<b>\$ 5,471,833</b>
<b>Telecommunications 5.0%</b>		
<b>Alaska Communications Systems Holdings, Inc.</b>		
Term Loan, 5.50%, Maturing October 21, 2016	1,807	\$ 1,685,336
<b>Cellular South, Inc.</b>		
Term Loan, 4.50%, Maturing July 27, 2017	846	848,922
<b>Crown Castle International Corp.</b>		
Term Loan, Maturing January 31, 2019 <sup>(3)</sup>	1,875	1,877,183
<b>Intelsat Jackson Holdings SA</b>		
Term Loan, 5.25%, Maturing April 2, 2018	10,272	10,307,691
<b>Macquarie UK Broadcast, Ltd.</b>		
Term Loan, 3.02%, Maturing December 1, 2014	GBP 755	1,063,667
<b>MetroPCS Wireless</b>		
Term Loan, 4.06%, Maturing March 16, 2018	3,970	3,948,470
<b>NTELOS, Inc.</b>		
Term Loan, 4.00%, Maturing August 7, 2015	908	904,937
<b>SBA Finance</b>		
Term Loan, 3.75%, Maturing June 29, 2018	945	946,589

**Syniverse Technologies, Inc.**

Term Loan, 5.25%, Maturing December 21, 2017	992	996,978
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**Telesat Canada**

Term Loan, 3.27%, Maturing October 31, 2014	156	155,639
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Term Loan, 3.27%, Maturing October 31, 2014	1,813	1,811,858
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**TowerCo Finance, LLC**

Term Loan, 5.25%, Maturing February 2, 2017	670	674,125
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**Windstream Corp.**

Term Loan, 3.26%, Maturing December 17, 2015	322	321,852
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		<b>\$ 25,543,247</b>
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**Utilities 3.5%****AES Corp.**

Term Loan, 4.25%, Maturing June 1, 2018	2,581	\$ 2,585,661
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**BRSP, LLC**

Term Loan, 7.50%, Maturing June 4, 2014	757	764,650
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**Calpine Corp.**

Term Loan, 4.50%, Maturing April 2, 2018	945	938,850
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Term Loan, 4.50%, Maturing April 2, 2018	2,779	2,761,831
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<b>Borrower/Tranche Description</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Dynegy Midwest Generation, LLC</b> Term Loan, 9.25%, Maturing August 4, 2016	524	\$ 511,119
<b>Dynegy Power, LLC</b> Term Loan, 9.25%, Maturing August 4, 2016	948	969,623
<b>EquiPower Resources Holdings, LLC</b> Term Loan, 5.75%, Maturing January 26, 2018	530	502,185
<b>Invenergy LLC</b> Term Loan, 9.00%, Maturing November 21, 2017	750	753,750
<b>NRG Energy, Inc.</b> Term Loan, 4.00%, Maturing July 2, 2018	4,403	4,396,341
<b>Texas Competitive Electric Holdings Co., LLC</b> Term Loan, 4.80%, Maturing October 10, 2017	5,832	3,621,282
		<b>\$ 17,805,292</b>

**Total Senior Floating-Rate Interests**  
(identified cost \$748,346,589) **\$ 738,302,473**

**Corporate Bonds & Notes 7.7%**

<b>Security</b>	<b>Principal Amount*</b> (000 s omitted)	<b>Value</b>
<b>Automotive 0.0%</b> <b>American Axle &amp; Manufacturing Holdings, Inc., Sr. Notes</b> 9.25%, 1/15/17 <sup>(8)</sup>	104	\$ 115,180
		<b>\$ 115,180</b>

<b>Broadcast Radio and Television 0.1%</b> <b>XM Satellite Radio Holdings, Inc.</b> 13.00%, 8/1/14 <sup>(8)</sup>	485	\$ 555,325
		<b>\$ 555,325</b>

<b>Building and Development 0.3%</b> <b>AMO Escrow Corp., Sr. Notes</b> 11.50%, 12/15/17 <sup>(8)</sup>	1,802	\$ 1,648,830
		<b>\$ 1,648,830</b>

**Business Equipment and Services 0.4%**

**Brocade Communications Systems, Inc., Sr. Notes**

6.625%, 1/15/18	30	\$	31,650
6.875%, 1/15/20	30		33,150

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

8.75%, 6/1/14	390		395,362
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**RSC Equipment Rental, Inc./RSC Holdings, LLC, Sr. Notes**

10.00%, 7/15/17 <sup>(8)</sup>	750		873,750
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**SunGard Data Systems, Inc., Sr. Notes**

10.625%, 5/15/15	500		534,375
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**\$ 1,868,287**

**Chemicals and Plastics 0.2%**

**Styrolution Group GmbH, Sr. Notes**

7.625%, 5/15/16 <sup>(8)</sup>	EUR	1,075	\$ 1,160,076
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**\$ 1,160,076**

**Conglomerates 0.0%**

**RBS Global & Rexnord Corp.**

11.75%, 8/1/16	155	\$	164,688
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**\$ 164,688**

	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Security</b>			
<b>Containers and Glass Products 0.4%</b>			
<b>Berry Plastics Corp., Sr. Notes</b>			
5.322%, 2/15/15 <sup>(9)</sup>	2,000	\$	2,015,000
		<b>\$</b>	<b>2,015,000</b>
<b>Cosmetics/Toiletries 0.3%</b>			
<b>Revlon Consumer Products Corp.</b>			
9.75%, 11/15/15	1,415	\$	1,521,125
		<b>\$</b>	<b>1,521,125</b>
<b>Ecological Services and Equipment 0.1%</b>			
<b>Environmental Systems Product Holdings, Inc., Jr. Notes</b>			
18.00%, 3/31/15 <sup>(5)</sup>	373	\$	314,905
		<b>\$</b>	<b>314,905</b>
<b>Equipment Leasing 0.4%</b>			
<b>International Lease Finance Corp., Sr. Notes</b>			
5.65%, 6/1/14	1,000	\$	998,750
6.75%, 9/1/16 <sup>(8)</sup>	350		378,437
7.125%, 9/1/18 <sup>(8)</sup>	350		385,000
		<b>\$</b>	<b>1,762,187</b>
<b>Financial Intermediaries 1.0%</b>			
<b>First Data Corp., Sr. Notes</b>			
7.375%, 6/15/19 <sup>(8)</sup>	1,000	\$	1,002,500
<b>Ford Motor Credit Co., LLC, Sr. Notes</b>			
12.00%, 5/15/15	2,250		2,823,750
8.00%, 12/15/16	175		207,648
<b>UPCB Finance II, Ltd., Sr. Notes</b>			
6.375%, 7/1/20 <sup>(8)</sup>	EUR 1,000		1,268,808
		<b>\$</b>	<b>5,302,706</b>
<b>Forest Products 0.0%</b>			
<b>Verso Paper Holdings, LLC/Verso Paper, Inc.</b>			
11.375%, 8/1/16	130	\$	53,300
		<b>\$</b>	<b>53,300</b>
<b>Health Care 0.0%</b>			
<b>Accellent, Inc., Sr. Notes</b>			

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8.375%, 2/1/17	135	\$	137,363
		\$	<b>137,363</b>
<b>Industrial Equipment 0.2%</b>			
<b>Terex Corp., Sr. Notes</b>			
10.875%, 6/1/16	1,000	\$	1,135,000
		\$	<b>1,135,000</b>
<b>Insurance 0.0%</b>			
<b>Alliant Holdings I, Inc.</b>			
11.00%, 5/1/15 <sup>(8)</sup>	40	\$	41,950
		\$	<b>41,950</b>
<b>Leisure Goods/Activities/Movies 0.1%</b>			
<b>AMC Entertainment, Inc., Sr. Notes</b>			
8.75%, 6/1/19	110	\$	116,600
<b>Royal Caribbean Cruises, Sr. Notes</b>			
7.00%, 6/15/13	95		100,700
6.875%, 12/1/13	35		37,275
7.25%, 6/15/16	25		27,187
7.25%, 3/15/18	50		54,250
		\$	<b>336,012</b>

	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Security</b>			
<b>Lodging and Casinos 0.8%</b>			
<b>Buffalo Thunder Development Authority</b>			
9.375%, 12/15/14 <sup>(6)(8)</sup>	480	\$	168,000
<b>CCM Merger, Inc.</b>			
8.00%, 8/1/13 <sup>(8)</sup>	50		48,750
<b>Harrah s Operating Co., Inc., Sr. Notes</b>			
11.25%, 6/1/17	1,500		1,633,125
<b>Inn of the Mountain Gods Resort &amp; Casino, Sr. Notes</b>			
1.25%, 11/30/20 <sup>(4)(8)</sup>	275		167,839
8.75%, 11/30/20 <sup>(8)</sup>	106		104,940
<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>			
8.00%, 4/1/12	140		115,150
7.125%, 8/15/14	215		145,125
6.875%, 2/15/15	230		155,250
<b>Peninsula Gaming, LLC</b>			
10.75%, 8/15/17	1,000		1,082,500
<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>			
9.00%, 11/15/15 <sup>(8)</sup>	310		302,250
<b>Waterford Gaming, LLC, Sr. Notes</b>			
8.625%, 9/15/14 <sup>(5)(8)</sup>	210		120,814
		<b>\$</b>	<b>4,043,743</b>
<b>Nonferrous Metals/Minerals 0.3%</b>			
<b>Cloud Peak Energy Resources, LLC/Cloud Peak Energy Finance Corp.</b>			
8.25%, 12/15/17 <sup>(8)</sup>	1,000	\$	1,085,000
8.50%, 12/15/19	335		367,662
		<b>\$</b>	<b>1,452,662</b>
<b>Oil and Gas 0.1%</b>			
<b>Petroleum Development Corp., Sr. Notes</b>			
12.00%, 2/15/18	115	\$	125,925
<b>Quicksilver Resources, Inc., Sr. Notes</b>			
11.75%, 1/1/16	125		134,063
<b>SESI, LLC, Sr. Notes</b>			
6.875%, 6/1/14	60		60,600
		<b>\$</b>	<b>320,588</b>
<b>Publishing 0.2%</b>			
<b>Laureate Education, Inc.</b>			
10.00%, 8/15/15 <sup>(8)</sup>	1,000	\$	1,032,500
		<b>\$</b>	<b>1,032,500</b>

**Radio and Television 0.2%**

**Entravision Communications Corp., Sr. Notes**

8.75%, 8/1/17<sup>(8)</sup>

1,000 \$ 1,030,000

**\$ 1,030,000**

**Rail Industries 0.2%**

**American Railcar Industry, Sr. Notes**

7.50%, 3/1/14

175 \$ 177,625

**Kansas City Southern Mexico, Sr. Notes**

8.00%, 2/1/18

500 560,625

**\$ 738,250**

**Retailers (Except Food and Drug) 0.2%**

**Amscan Holdings, Inc., Sr. Sub. Notes**

8.75%, 5/1/14

400 \$ 404,000

**Toys R Us, Sr. Notes**

7.875%, 4/15/13

70 72,100



	<b>Principal Amount*</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Security</b>			
<b>Toys R Us</b>			
10.75%, 7/15/17	670	\$	748,725
		\$	<b>1,224,825</b>
<b>Steel 0.0%</b>			
<b>RathGibson, Inc., Sr. Notes</b>			
11.25%, 2/15/14 <sup>(5)(6)</sup>	445	\$	45
		\$	<b>45</b>
<b>Telecommunications 0.5%</b>			
<b>Avaya, Inc., Sr. Notes</b>			
9.75%, 11/1/15	840	\$	808,500
<b>EH Holding Corp., Sr. Notes</b>			
6.50%, 6/15/19 <sup>(8)</sup>	1,000		1,046,250
<b>Intelsat Bermuda, Ltd.</b>			
11.25%, 6/15/16	210		223,125
<b>Telesat Canada/Telesat, LLC, Sr. Notes</b>			
11.00%, 11/1/15	405		435,375
		\$	<b>2,513,250</b>
<b>Utilities 1.7%</b>			
<b>Calpine Corp., Sr. Notes</b>			
7.50%, 2/15/21 <sup>(8)</sup>	4,725	\$	5,055,750
7.875%, 1/15/23 <sup>(8)</sup>	3,350		3,609,625
<b>Reliant Energy, Inc., Sr. Notes</b>			
7.625%, 6/15/14	20		20,100
		\$	<b>8,685,475</b>
<b>Total Corporate Bonds &amp; Notes</b>			
<b>(identified cost \$38,810,305)</b>		\$	<b>39,173,272</b>

**Asset-Backed Securities 1.1%**

	<b>Principal Amount</b>		<b>Value</b>
	<b>(000 s omitted)</b>		
<b>Security</b>			
Alzette European CLO SA, Series 2004-1A, Class E2, 7.046%, 12/15/20 <sup>(9)</sup>	374	\$	302,976
Avalon Capital Ltd. 3, Series 1A, Class D, 2.456%, 2/24/19 <sup>(8)(9)</sup>	589		458,477

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Babson Ltd., Series 2005-1A, Class C1, 2.517%, 4/15/19 <sup>(8)(9)</sup>	753	545,918
Carlyle High Yield Partners, Series 2004-6A, Class C, 2.903%, 8/11/16 <sup>(8)(9)</sup>	1,000	870,517
Centurion CDO 8 Ltd., Series 2005-8A, Class D, 6.038%, 3/8/17 <sup>(9)</sup>	985	792,236
Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.317%, 7/17/19 <sup>(9)</sup>	750	567,077
Comstock Funding Ltd., Series 2006-1A, Class D, 4.773%, 5/30/20 <sup>(8)(9)</sup>	692	504,250
First CLO Ltd., Series 2004-1A1, Class C, 2.857%, 7/27/16 <sup>(8)(9)</sup>	1,000	934,927
Schiller Park CLO Ltd., Series 2007-1A, Class D, 2.81%, 4/25/21 <sup>(8)(9)</sup>	1,000	738,078

**Total Asset-Backed Securities**  
**(identified cost \$6,961,907)** **\$ 5,714,456**

**Common Stocks 1.9%**

<b>Security</b>	<b>Shares</b>	<b>Value</b>
<b>Air Transport 0.0%</b>		
Delta Air Lines, Inc. <sup>(10)</sup>	3,971	41,894
		<b>\$ 41,894</b>

<b>Automotive 0.6%</b>		
Dayco Products, LLC <sup>(10)(11)</sup>	18,702	\$ 659,245
Hayes Lemmerz International, Inc. <sup>(10)(11)</sup>	44,747	2,550,579
		<b>\$ 3,209,824</b>

	<b>Shares</b>		<b>Value</b>
<b>Security</b>			
<b>Building and Development 0.1%</b>			
Panolam Holdings Co. <sup>(5)(10)(12)</sup>	253	\$	216,072
United Subcontractors, Inc. <sup>(5)(10)(11)</sup>	508		29,710
		<b>\$</b>	<b>245,782</b>
<b>Diversified Manufacturing 0.0%</b>			
MEGA Brands, Inc. <sup>(10)</sup>	16,150	\$	128,748
		<b>\$</b>	<b>128,748</b>
<b>Ecological Services and Equipment 0.1%</b>			
Environmental Systems Products Holdings, Inc. <sup>(5)(10)(12)</sup>	6,211	\$	262,787
		<b>\$</b>	<b>262,787</b>
<b>Financial Intermediaries 0.0%</b>			
RTS Investor Corp. <sup>(5)(10)(11)</sup>	78	\$	20,501
		<b>\$</b>	<b>20,501</b>
<b>Food Service 0.0%</b>			
Buffets, Inc. <sup>(5)(10)(11)</sup>	23,029	\$	0
		<b>\$</b>	<b>0</b>
<b>Leisure Goods/Activities/Movies 0.2%</b>			
Metro-Goldwyn-Mayer Holdings, Inc. <sup>(10)(11)</sup>	50,438	\$	1,212,615
		<b>\$</b>	<b>1,212,615</b>
<b>Lodging and Casinos 0.1%</b>			
Greektown Superholdings, Inc. <sup>(10)</sup>	71	\$	4,225
Tropicana Entertainment, Inc. <sup>(10)(11)</sup>	35,670		512,756
		<b>\$</b>	<b>516,981</b>
<b>Nonferrous Metals/Minerals 0.0%</b>			
Euramax International, Inc. <sup>(5)(10)(11)</sup>	701	\$	210,360
		<b>\$</b>	<b>210,360</b>
<b>Oil and Gas 0.0%</b>			
SemGroup Corp. <sup>(10)</sup>	1,397	\$	36,979
		<b>\$</b>	<b>36,979</b>

**Publishing 0.7%**

Ion Media Networks, Inc. <sup>(5)(10)(11)</sup>	3,990	\$	3,192,000
MediaNews Group, Inc. <sup>(5)(10)(11)</sup>	10,718		212,107
Source Interlink Companies, Inc. <sup>(5)(10)(11)</sup>	2,290		14,244
SuperMedia, Inc. <sup>(10)</sup>	9,554		27,516
		\$	<b>3,445,867</b>

**Steel 0.1%**

RathGibson Acquisition Co., LLC <sup>(5)(10)(12)</sup>	19,800	\$	611,820
		\$	<b>611,820</b>

**Total Common Stocks  
(identified cost \$4,467,736)**

**\$ 9,944,158**

**Preferred Stocks 0.0%**

**Security**

**Ecological Services and Equipment 0.0%**

	Shares		Value
Environmental Systems Products Holdings, Inc., Series A <sup>(5)(10)(12)</sup>	1,422	\$	87,538

**Total Preferred Stocks  
(identified cost \$24,885)**

**\$ 87,538**

**Warrants 0.0%**

<b>Security</b>	<b>Shares</b>	<b>Value</b>	
<b>Oil and Gas 0.0%</b>			
SemGroup Corp., Expires 11/30/14 <sup>(10)</sup>	1,470	\$	8,710
		\$	<b>8,710</b>
<b>Publishing 0.0%</b>			
Reader s Digest Association, Inc. (The), Expires 2/19/14 <sup>(10)(11)</sup>	1,450	\$	0
		\$	<b>0</b>
<b>Retailers (Except Food and Drug) 0.0%</b>			
Oriental Trading Co., Inc., Expires 2/11/16 <sup>(5)(10)(11)</sup>	6,134	\$	0
Oriental Trading Co., Inc., Expires 2/11/16 <sup>(5)(10)(11)</sup>	6,730		0
		\$	<b>0</b>
<b>Total Warrants</b> <b>(identified cost \$15)</b>		\$	<b>8,710</b>

**Short-Term Investments 3.0%**

<b>Description</b>	<b>Interest/ Principal Amount</b> <b>(000 s omitted)</b>	<b>Value</b>	
Eaton Vance Cash Reserves Fund, LLC, 0.07% <sup>(13)</sup>	\$ 11,434	\$	11,433,718
State Street Bank and Trust Euro Time Deposit, 0.01%, 2/1/12	3,859		3,859,242
<b>Total Short-Term Investments</b> <b>(identified cost \$15,292,960)</b>		\$	<b>15,292,960</b>
<b>Total Investments 158.1%</b> <b>(identified cost \$813,904,397)</b>		\$	<b>808,523,567</b>
<b>Less Unfunded Loan Commitments (0.1)%</b>		\$	<b>(362,561)</b>
<b>Net Investments 158.0%</b> <b>(identified cost \$813,541,836)</b>		\$	<b>808,161,006</b>

<b>Other Assets, Less Liabilities</b>	<b>(32.4)%</b>	<b>\$ (165,525,754)</b>
<b>Auction Preferred Shares Plus Cumulative Unpaid Dividends</b>	<b>(25.6)%</b>	<b>\$ (131,301,044)</b>
<b>Net Assets Applicable to Common Shares</b>	<b>100.0%</b>	<b>\$ 511,334,208</b>

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

EUR - Euro

GBP - British Pound Sterling

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

- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate ( LIBOR ) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.
- (2) Unfunded or partially unfunded loan commitments. The Trust may enter into certain credit agreements all or a portion of which may be unfunded. The Trust is obligated to fund these commitments at the borrower's discretion.
- (3) This Senior Loan will settle after January 31, 2012, at which time the interest rate will be determined.
- (4) Represents a payment-in-kind security which may pay all or a portion of interest/dividends in additional par/shares.
- (5) For fair value measurement disclosure purposes, security is categorized as Level 3.
- (6) Currently the issuer is in default with respect to interest payments. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
- (7) Amount is less than 0.05%.

- (8) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions (normally to qualified institutional buyers) and remain exempt from registration. At January 31, 2012, the aggregate value of these securities is \$25,253,741 or 4.9% of the Trust's net assets applicable to common shares.
- (9) Variable rate security. The stated interest rate represents the rate in effect at January 31, 2012.
- (10) Non-income producing security.
- (11) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
- (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, 2012. Net income allocated from the investment in Eaton Vance Cash Reserves Fund, LLC for the fiscal year to date ended January 31, 2012 was \$2,789.

A summary of open financial instruments at January 31, 2012 is as follows:

#### Forward Foreign Currency Exchange Contracts

##### Sales

Settlement Date	Deliver	In Exchange For	Counterparty	Net Unrealized Appreciation (Depreciation)
2/29/12	British Pound Sterling 147,368	United States Dollar 229,671	JPMorgan Chase Bank	\$ (2,502)
2/29/12	British Pound Sterling 2,125,488	United States Dollar 3,301,499	JPMorgan Chase Bank	(47,134)
2/29/12	Euro 8,229,073	United States Dollar 10,999,801	Citibank NA	235,230
3/30/12	British Pound Sterling 3,363,351	United States Dollar 5,200,918	Goldman Sachs International	(96,597)
3/30/12	Euro 4,755,153	United States Dollar 6,158,756	HSBC Bank USA	(62,198)
4/30/12	British Pound Sterling 857,580	United States Dollar 1,344,296	JPMorgan Chase Bank	(6,083)

		United States		
	Euro	Dollar		
4/30/12	4,094,237	5,373,277	Deutsche Bank	16,108
				\$ 36,824

At January 31, 2012, the Trust had sufficient cash and/or securities to cover commitments under these contracts.

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

At January 31, 2012, the aggregate fair value of open derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) in an asset position and in a liability position and whose primary underlying risk exposure is foreign exchange risk was \$251,338 and \$214,514, respectively.

The cost and unrealized appreciation (depreciation) of investments of the Trust at January 31, 2012, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 814,057,498</b>
Gross unrealized appreciation	\$ 16,623,713
Gross unrealized depreciation	(22,520,205)
<b>Net unrealized depreciation</b>	<b>\$ (5,896,492)</b>



**Restricted Securities**

At January 31, 2012, the Trust owned the following securities (representing 0.2% 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>	\$ 262,787
Panolam Holdings Co.	12/30/09	253	139,024	216,072
RathGibson Acquisition Co., LLC	6/14/10	19,800	105,079	611,820
<b>Total Common Stocks</b>			<b>\$ 244,103</b>	<b>\$ 1,090,679</b>
<b>Preferred Stocks</b>				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	1,422	\$ 24,885	\$ 87,538
<b>Total Restricted Securities</b>			<b>\$ 268,988</b>	<b>\$ 1,178,217</b>

(1) Less than \$0.50.

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

Level 1 quoted prices in active markets for identical investments

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

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

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

At January 31, 2012, the hierarchy of inputs used in valuing the Trust's investments and open derivative instruments, which are carried at value, were as follows:

<b>Asset Description</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 737,151,529	\$ 788,383	\$ 737,939,912
Corporate Bonds & Notes		38,737,508	435,764	39,173,272
Asset-Backed Securities		5,714,456		5,714,456
Common Stocks	235,137	4,939,420	4,769,601	9,944,158
Preferred Stocks			87,538	87,538
Warrants		8,710	0	8,710
Short-Term Investments		15,292,960		15,292,960
<b>Total Investments</b>	<b>\$ 235,137</b>	<b>\$ 801,844,583</b>	<b>\$ 6,081,286</b>	<b>\$ 808,161,006</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 251,338	\$	\$ 251,338
<b>Total</b>	<b>\$ 235,137</b>	<b>\$ 802,095,921</b>	<b>\$ 6,081,286</b>	<b>\$ 808,412,344</b>
<b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (214,514)	\$	\$ (214,514)
<b>Total</b>	<b>\$</b>	<b>\$ (214,514)</b>	<b>\$</b>	<b>\$ (214,514)</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 Stock</b>	<b>Warrants and Miscellaneous</b>	<b>Total</b>
<b>Balance as of October 31, 2011</b>	\$ 2,354,268	\$ 435,763	\$ 7,420,504	\$ 87,538	\$ 0	\$ 10,298,073
Realized gains (losses)	(278,023)		363,257			85,234
Change in net unrealized appreciation (depreciation)	327,417	(2,647)	(465,944)			(141,174)
Cost of purchases <sup>(1)</sup>	4,402					4,402
Proceeds from sales <sup>(1)</sup>	(1,622,174)		(397,964)			(2,020,138)
Accrued discount (premium)	2,493	2,648				5,141
Transfers to Level 3*			198,966			198,966
Transfers from Level 3*			(2,349,218)			(2,349,218)
<b>Balance as of January 31, 2012</b>	<b>\$ 788,383</b>	<b>\$ 435,764</b>	<b>\$ 4,769,601</b>	<b>\$ 87,538</b>	<b>\$ 0</b>	<b>\$ 6,081,286</b>
<b>Change in net unrealized appreciation (depreciation) on investments still held as of January 31, 2012</b>	<b>\$ 37,901</b>	<b>\$ (2,647)</b>	<b>\$ 11,393</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 46,647</b>

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

(1)

Cost of purchases may include securities received in corporate actions; proceeds from sales may include securities delivered in corporate actions.

At January 31, 2012, the value of investments transferred between Level 1 and Level 2, if any, during the fiscal year to date then ended was not significant.

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

**Item 2. Controls and Procedures**

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

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

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**Signatures**

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

Eaton Vance Senior Floating-Rate Trust

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

Date: March 26, 2012

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 26, 2012

By: /s/ Barbara E. Campbell  
Barbara E. Campbell  
Treasurer

Date: March 26, 2012