

Edgar Filing: FIRST TRUST MORTGAGE INCOME FUND - Form N-Q

FIRST TRUST MORTGAGE INCOME FUND

Form N-Q

September 26, 2014

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

FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT  
INVESTMENT COMPANY

Investment Company Act file number 811-21727  
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First Trust Mortgage Income Fund  
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(Exact name of registrant as specified in charter)

120 East Liberty Drive, Suite 400  
Wheaton, IL 60187  
-----

(Address of principal executive offices) (Zip code)

W. Scott Jardine, Esq.

First Trust Portfolios L.P.  
120 East Liberty Drive, Suite 400  
Wheaton, IL 60187  
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(Name and address of agent for service)

Registrant's telephone number, including area code: 630-765-8000  
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Date of fiscal year end: October 31  
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Date of reporting period: July 31, 2014  
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Form N-Q is to be used by management investment companies, other than small business investment companies registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than 60 days after the close of the first and third fiscal quarters, pursuant to rule 30b1-5 under the Investment Company Act of 1940 (17 CFR 270.30b1-5). The Commission may use the information provided on Form N-Q in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-Q, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-Q unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

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ITEM 1. SCHEDULE OF INVESTMENTS. The Schedule of Investments is attached herewith.

FIRST TRUST MORTGAGE INCOME FUND (FMY)  
 PORTFOLIO OF INVESTMENTS  
 JULY 31, 2014 (UNAUDITED)

PRINCIPAL VALUE	DESCRIPTION	STATED COUPON	STATED MATURITY	V
MORTGAGE-BACKED SECURITIES - 79.3%				
COLLATERALIZED MORTGAGE OBLIGATIONS - 66.9%				
\$ 1,267,042	ACE Securities Corp. Home Equity Loan Trust Series 2006-ASAP6, Class A2D (a).....	0.37%	12/25/36	\$
46,265	Adjustable Rate Mortgage Trust Series 2004-5, Class 1A1 (a).....	2.53%	04/25/35	
80,860	Banc of America Mortgage Trust Series 2002-L, Class 1A1 (a) (b).....	2.62%	12/25/32	
701,719	Bear Stearns Adjustable Rate Mortgage Trust Series 2004-9, Class 12A1 (a).....	2.87%	11/25/34	
535,186	Chase Mortgage Finance Trust Series 2005-5, Class A2 (a).....	2.27%	08/25/35	
487,788	Countrywide Alternative Loan Trust Series 2007-A1, Class 1A3 (a).....	2.58%	02/25/37	
683,946	Countrywide Home Loan Mortgage Pass-Through Trust Series 2006-41CB, Class 2A17 .....	6.00%	01/25/37	
79,068	Series 2007-11T1, Class A37 (c).....	39.09%	05/25/37	
1,227,361	Series 2003-46, Class 2A1 (a) .....	2.80%	01/19/34	1
221,010	Series 2004-HYB1, Class 2A (a).....	2.54%	05/20/34	
655,312	Series 2006-21, Class A8 .....	5.75%	02/25/37	
924,789	Series 2006-HYB5, Class 3A1A (a) .....	2.64%	09/20/36	
1,433,007	Credit Suisse First Boston Mortgage Securities Corp. Series 2004-AR2, Class 1A1 (a).....	2.67%	03/25/34	1
1,382,875	Series 2004-AR8, Class 6A1 (a).....	2.41%	09/25/34	1
1,317,470	DSL A Mortgage Loan Trust Series 2004-AR3, Class 2A2A (a).....	0.53%	07/19/44	1
1,186,482	Series 2007-AR1, Class 2A1A (a).....	0.30%	04/19/47	
238,954	GMAC Mortgage Corporation Loan Trust Series 2004-AR1, Class 22A (a).....	2.88%	06/25/34	
418,951	GSR Mortgage Loan Trust Series 2005-AR1, Class 4A1 (a).....	4.52%	01/25/35	
193,575	Harborview Mortgage Loan Trust Series 2004-1, Class 2A (a).....	2.41%	04/19/34	
830,214	Series 2004-6, Class 3A1 (a).....	2.62%	08/19/34	
2,081,876	JP Morgan Mortgage Trust Series 2005-ALT1, Class 4A1 (a).....	5.19%	10/25/35	2
578,459	Series 2006-A2, Class 4A1 (a).....	2.50%	08/25/34	
194,127	Series 2006-A2, Class 5A3 (a).....	2.75%	11/25/33	
1,405,721	JP Morgan Re-REMIC Series 2009-7, Class 12A1 (d).....	6.25%	01/27/37	1
1,224,223	MASTR Asset Backed Securities Trust Series 2006-HE5, Class A3 (a).....	0.32%	11/25/36	

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252,366	Series 2006-HE5, Class A4 (a).....	0.38%	11/25/36
1,761,010	Series 2006-NC2, Class A3 (a).....	0.27%	08/25/36
803,817	Series 2006-NC2, Class A5 (a).....	0.40%	08/25/36
	Mellon Residential Funding Corp. Mortgage Pass-Through Trust		
703,046	Series 2001-TBC1, Class A1 (a).....	0.86%	11/15/31
752,084	Series 2002-TBC2, Class A (a).....	1.02%	08/15/32

See Notes to Quarterly Portfolio of Investments

FIRST TRUST MORTGAGE INCOME FUND (FMY)  
PORTFOLIO OF INVESTMENTS (CONTINUED)  
JULY 31, 2014 (UNAUDITED)

PRINCIPAL VALUE	DESCRIPTION	STATED COUPON	STATED MATURITY	V
MORTGAGE-BACKED SECURITIES (CONTINUED)				
COLLATERALIZED MORTGAGE OBLIGATIONS (CONTINUED)				
\$	Morgan Stanley Mortgage Loan Trust			
543,326	Series 2004-7AR, Class 2A6 (a).....	2.45%	09/25/34	\$
	Nationstar Home Equity Loan Trust			
1,731,000	Series 2006-B, Class AV4 (a).....	0.43%	09/25/36	1
	Provident Funding Mortgage Loan Trust			
290,395	Series 2005-1, Class 1A1 (a).....	2.50%	05/25/35	
	Residential Accredit Loans, Inc. ....			
769,507	Series 2004-QS2, Class CB .....	5.75%	02/25/34	
274,425	Series 2006-QO1, Class 2A1 (a).....	0.43%	02/25/46	
	Residential Funding Mortgage Securities I			
93,418	Series 2005-S5, Class A5 .....	5.25%	07/25/35	
	Securitized Asset Backed Receivables LLC			
1,231,426	Series 2007-BR2, Class A2 (a).....	0.39%	02/25/37	
	Structured Adjustable Rate Mortgage Loan Trust			
775,069	Series 2004-2, Class 4A2 (a).....	2.52%	03/25/34	
	Thornburg Mortgage Securities Trust			
705,500	Series 2003-4, Class A1 (a).....	0.80%	09/25/43	
601,746	Series 2005-1, Class A3 (a).....	2.25%	04/25/45	
	Wachovia Mortgage Loan Trust, LLC			
612,508	Series 2006-A, Class 3A1 (a).....	2.66%	05/20/36	
	WaMu Mortgage Pass-Through Certificates			
954,478	Series 2004-AR1, Class A (a).....	2.41%	03/25/34	
978,042	Series 2004-AR10, Class A1B (a).....	0.58%	07/25/44	
728,668	Series 2004-AR13, Class A1A (a).....	0.52%	11/25/34	
1,048,612	Series 2005-AR1, Class A1A (a).....	0.48%	01/25/45	1
1,410,021	Series 2005-AR11, Class A1A (a).....	0.48%	08/25/45	1
106,177	Series 2005-AR2, Class 2A21 (a) .....	0.49%	01/25/45	
1,168,020	Series 2005-AR2, Class 2A23 (a).....	0.54%	01/25/45	1
1,328,397	Series 2005-AR6, Class 2A1A (a).....	0.39%	04/25/45	1
614,761	Series 2005-AR9, Class A1A (a).....	0.48%	07/25/45	

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979,695	Series 2006-AR2, Class 1A1 (a) .....	2.34%	03/25/36	
1,217,051	Series 2006-AR5, Class A1A (a).....	1.11%	06/25/46	1
	Washington Mutual Alternative Mortgage Pass-Through Certificates			
48,556	Series 2007-5, Class A11 (c).....	38.55%	06/25/37	
	Washington Mutual MSC Mortgage Pass-Through Certificates			
394,953	Series 2004-RA1, Class 2A .....	7.00%	03/25/34	
	Wells Fargo Mortgage Backed Securities Trust			
742,645	Series 2003-H, Class A1 (a).....	2.62%	09/25/33	
568,561	Series 2004-A, Class A1 (a).....	2.64%	02/25/34	
2,044,392	Series 2004-R, Class 1A1 (a).....	2.62%	09/25/34	2
558,065	Series 2004-S, Class A1 (a).....	2.62%	09/25/34	
999,553	Series 2004-Y, Class 1A2 (a).....	2.62%	11/25/34	1
542,874	Series 2005-AR10, Class 2A17 (a).....	2.61%	06/25/35	

See Notes to Quarterly Portfolio of Investments

FIRST TRUST MORTGAGE INCOME FUND (FMY)  
PORTFOLIO OF INVESTMENTS (CONTINUED)  
JULY 31, 2014 (UNAUDITED)

PRINCIPAL VALUE	DESCRIPTION	STATED COUPON	STATED MATURITY	V
MORTGAGE-BACKED SECURITIES (CONTINUED)				
COLLATERALIZED MORTGAGE OBLIGATIONS (CONTINUED)				
Wells Fargo Mortgage Backed Securities Trust (Continued)				
\$ 1,131,417	Series 2005-AR16, Class 1A1 (a).....	2.60%	08/25/33	\$ 1
464,273	Series 2005-AR3, Class 2A1 (a).....	2.61%	03/25/35	
802,266	Series 2005-AR8, Class 1A1 (a).....	2.61%	06/25/35	
339,597	Series 2006-AR1, Class 2A5 (a).....	5.36%	03/25/36	
1,040,109	Series 2006-AR10, Class 5A2 (a).....	2.61%	07/25/36	1
495,492	Series 2007-16, Class 1A1 .....	6.00%	12/28/37	
580,069	Series 2007-2, Class 1A13 .....	6.00%	03/25/37	
134,218	Series 2007-8, Class 2A2 .....	6.00%	07/25/37	
-----				
49				
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COMMERCIAL MORTGAGE-BACKED SECURITIES - 12.4%				
Banc of America Commercial Mortgage Trust				
1,000,000	Series 2006-6, Class AJ .....	5.42%	10/10/45	1
Bayview Commercial Asset Trust				
832,754	Series 2004-2, Class A (a) (d).....	0.59%	08/25/34	
Credit Suisse Commercial Mortgage Trust				
820,000	Series 2007-C2, Class A3 .....	5.54%	01/15/49	
GS Mortgage Securities Trust				

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907,733	Series 2007-GG10, Class A4 (a).....	5.99%	08/10/45	1
	HLSS Servicer Advance Receivables Backed Notes			
750,000	Series 2013-T5, Class CT5 (d).....	2.52%	08/15/46	
	JP Morgan Chase Commercial Mortgage Securities Trust			
1,500,000	Series 2007-LDP12, Class A4 .....	5.88%	02/15/51	1
890,000	Series 2012-PHH, Class C (a) (d).....	2.52%	10/15/25	
	LB-UBS Commercial Mortgage Trust			
420,000	Series 2007-C1, Class AM .....	5.46%	02/15/40	
100,000	Series 2007-C2, Class AM (a).....	5.49%	02/15/40	
	Mid-State Capital Corp. Trust			
606,585	Series 2004-1, Class M1 .....	6.50%	08/15/37	
	VNDO Mortgage Trust			
900,000	Series 2012-6AVE, Class A (d).....	3.00%	11/15/30	
	TOTAL MORTGAGE-BACKED SECURITIES.....			58
	(Cost \$56,080,671)			

U.S. GOVERNMENT AGENCY MORTGAGE-BACKED SECURITIES - 28.2%

	COLLATERALIZED MORTGAGE OBLIGATIONS - 11.5%			
	Federal Home Loan Mortgage Corp.			
2,137,293	Series 2807, Class SB, IO (c).....	7.30%	11/15/33	
13,874	Series 3195, Class SX (c).....	45.14%	07/15/36	

See Notes to Quarterly Portfolio of Investments

FIRST TRUST MORTGAGE INCOME FUND (FMY)  
PORTFOLIO OF INVESTMENTS (CONTINUED)  
JULY 31, 2014 (UNAUDITED)

PRINCIPAL VALUE	DESCRIPTION	STATED COUPON	STATED MATURITY	V
U.S. GOVERNMENT AGENCY MORTGAGE-BACKED SECURITIES (CONTINUED)				
COLLATERALIZED MORTGAGE OBLIGATIONS (CONTINUED)				
Federal Home Loan Mortgage Corp. (Continued)				
\$ 377,459	Series 3562, Class KI, IO .....	4.50%	11/15/22	\$
2,495,156	Series 3619, Class EI, IO .....	4.50%	05/15/24	
1,911,452	Series 3692, Class PS, IO (c).....	6.45%	05/15/38	
4,106,114	Series 3726, Class KI, IO .....	3.50%	04/15/25	
2,942,008	Series 3870, Class WS, IO (c).....	6.45%	06/15/31	
1,602,245	Series 4206, Class IA, IO .....	3.00%	03/15/33	
Federal National Mortgage Association				
790,096	Series 2005-122, Class SN (c).....	27.98%	01/25/36	1
208,885	Series 2008-50, Class AI, IO .....	5.50%	06/25/23	
4,105,957	Series 2010-103, Class ID, IO .....	5.00%	09/25/40	

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7,006,846	Series 2010-139, Class KI, IO .....	1.09%	12/25/40
808,901	Series 2010-142, Class PS, IO (c).....	5.90%	05/25/40
1,057,409	Series 2010-145, Class TI, IO .....	3.50%	12/25/20
3,074,140	Series 2010-40, Class MI, IO .....	4.50%	08/25/24
4,184,662	Series 2012-112, Class BI, IO .....	3.00%	09/25/31
3,029,229	Series 2012-125, Class MI, IO .....	3.50%	11/25/42
4,251,960	Series 2013-32, Class IG, IO .....	3.50%	04/25/33
	Federal National Mortgage Association, STRIP		
3,053,976	Series 406, Class 6, IO .....	4.00%	01/25/41
	Government National Mortgage Association		
1,113,886	Series 2009-65, Class NJ, IO .....	5.50%	07/20/39
3,358,447	Series 2010-115, Class IQ, IO .....	4.50%	11/20/38
7,205,947	Series 2011-131, Class EI, IO .....	4.50%	08/20/39
1,310,514	Series 2011-69, Class CI, IO .....	5.00%	03/20/36

COMMERCIAL MORTGAGE-BACKED SECURITIES - 4.1%

	Government National Mortgage Association		
16,993,664	Series 2011-152, Class IO, IO (a).....	1.34%	08/16/51
8,500,524	Series 2012-100, Class IO, IO (a) (e)...	0.83%	08/16/52
11,725,934	Series 2012-70, Class IO, IO (a) (e)....	0.97%	08/16/52
7,289,883	Series 2012-78, Class IO, IO (a) (e)....	1.05%	06/16/52
2,564,576	Series 2012-95, Class IO, IO (a) (e)....	0.99%	02/16/53

PASS-THROUGH SECURITIES - 12.6%

1,000,000	Fannie Mae Pool .....	4.00%	09/30/44
	Fannie Mae REMICs		
926,416	Series 2005-83, Class LZ .....	5.50%	10/25/35
	Federal Home Loan Mortgage Corp.		
1,687,344	Pool A94738 (e).....	4.50%	11/01/40
760,808	Pool K36017 (e).....	5.00%	09/01/47
	Federal National Mortgage Association		
1,975,877	Pool 831145 (e).....	6.00%	12/01/35

See Notes to Quarterly Portfolio of Investments

FIRST TRUST MORTGAGE INCOME FUND (FMY)  
 PORTFOLIO OF INVESTMENTS (CONTINUED)  
 JULY 31, 2014 (UNAUDITED)

PRINCIPAL VALUE	DESCRIPTION	STATED COUPON	STATED MATURITY	V
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U.S. GOVERNMENT AGENCY MORTGAGE-BACKED SECURITIES (CONTINUED)

PASS-THROUGH SECURITIES (CONTINUED)

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	Federal National Mortgage Association (Continued)			
\$	2,113,068	Pool 843971 (e).....	6.00%	11/01/35
				\$ 2
				9
		TOTAL U.S. GOVERNMENT AGENCY MORTGAGE-BACKED SECURITIES.....		20
		(Cost \$22,900,844)		
	ASSET-BACKED SECURITIES - 0.3%			
		Green Tree Financial Corp.		
	60,386	Series 1997-2, Class A6 .....	7.24%	06/15/28
	75,757	Series 1997-3, Class A6 .....	7.32%	03/15/28
	86,393	Series 1997-7, Class A6 .....	6.76%	07/15/28
		TOTAL ASSET-BACKED SECURITIES.....		
		(Cost \$234,206)		
		TOTAL INVESTMENTS - 107.8%.....		79
		(Cost \$79,215,721) (f)		
	PRINCIPAL			
	VALUE	DESCRIPTION		A
	REVERSE REPURCHASE AGREEMENTS - (11.8%)			
	(1,294,000)	With JP Morgan 1.00% dated 07/07/14, to be repurchased at		
		\$1,295,082 on 08/06/14.....		(1)
	(4,447,000)	With JP Morgan 0.34% dated 07/08/14, to be repurchased at		
		\$4,450,780 on 10/06/14.....		(4)
	(2,522,000)	With JP Morgan 0.37% dated 07/16/14, to be repurchased at		
		\$2,524,333 on 10/14/14.....		(2)
	(411,000)	With JP Morgan 1.01% dated 07/28/14, to be repurchased at		
		\$411,333 on 08/26/14.....		
		TOTAL REVERSE REPURCHASE AGREEMENTS.....		(8)
		NET OTHER ASSETS AND LIABILITIES - 4.0%.....		2
		NET ASSETS - 100.0%.....		\$ 73

- 
- (a) Floating or variable rate security. The interest rate shown reflects the rate in effect at July 31, 2014.
  - (b) Illiquid, as determined by Brookfield Investment Management Inc. ("Brookfield"), the Fund's sub-advisor.
  - (c) Inverse floating rate instrument. The interest rate shown reflects the rate in effect at July 31, 2014.

See Notes to Quarterly Portfolio of Investments

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FIRST TRUST MORTGAGE INCOME FUND (FMY)  
 PORTFOLIO OF INVESTMENTS (CONTINUED)  
 JULY 31, 2014 (UNAUDITED)

- (d) This security, sold within the terms of a private placement memorandum, is exempt from registration upon resale under Rule 144A of the Securities Act of 1933, as amended, and may be resold in transactions exempt from registration, normally to qualified institutional buyers. Pursuant to procedures adopted by the Fund's Board of Trustees, this security has been determined to be liquid by Brookfield. Although market instability can result in periods of increased overall market illiquidity, liquidity for each security is determined based on security specific factors and assumptions, which require subjective judgment. At July 31, 2014, securities noted as such amounted to \$4,809,016, or 6.55% of net assets.
- (e) This security or a portion of this security is segregated as collateral for reverse repurchase agreements.
- (f) Aggregate cost for financial reporting purposes, which approximates the aggregate cost for federal income tax purposes. As of July 31, 2014, the aggregate gross unrealized appreciation for all securities in which there was an excess of value over tax cost was \$4,492,491 and the aggregate gross unrealized depreciation for all securities in which there was an excess of tax cost over value was \$4,518,652.
- IO Interest-Only Security - Principal amount shown represents par value on which interest payments are based.

STRIP Separate Trading of Registered Interest and Principal of Securities

### VALUATION INPUTS

A summary of the inputs used to value the Fund's investments as of July 31, 2014 is as follows (see Note 2A - Portfolio Valuation in the Notes to Quarterly Portfolio of Investments):

ASSETS TABLE				
	TOTAL VALUE AT 7/31/2014	LEVEL 1 QUOTED PRICES	LEVEL 2 SIGNIFICANT OBSERVABLE INPUTS	LEVEL 3 SIGNIFICANT UNOBSERVABLE INPUTS
	-----	-----	-----	-----
Mortgage-Backed Securities.....	\$ 58,225,305	\$ --	\$ 58,225,305	\$ --
U.S. Government Agency Mortgage-Backed Securities.....	20,729,125	--	20,729,125	--
Asset-Backed Securities.....	235,130	--	235,130	--
	-----	-----	-----	-----
TOTAL .....	\$ 79,189,560	\$ --	\$ 79,189,560	\$ --
	=====	=====	=====	=====

LIABILITIES TABLE				
	TOTAL VALUE AT 7/31/2014	LEVEL 1 QUOTED PRICES	LEVEL 2 SIGNIFICANT OBSERVABLE INPUTS	LEVEL 3 SIGNIFICANT UNOBSERVABLE INPUTS
	-----	-----	-----	-----
Reverse Repurchase Agreements .....	\$ (8,674,000)	\$ --	\$ (8,674,000)	\$ --



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All transfers in and out of the Levels during the period are assumed to be transferred on the last day of the period at their current value. There were no transfers between Levels at July 31, 2014.

See Notes to Quarterly Portfolio of Investments

NOTES TO QUARTERLY PORTFOLIO OF INVESTMENTS

FIRST TRUST MORTGAGE INCOME FUND (FMY)  
JULY 31, 2014 (UNAUDITED)

1. ORGANIZATION

First Trust Mortgage Income Fund (the "Fund") is a diversified, closed-end management investment company organized as a Massachusetts business trust on February 22, 2005, and is registered with the Securities and Exchange Commission under the Investment Company Act of 1940, as amended (the "1940 Act"). The Fund trades under the ticker symbol FMY on The New York Stock Exchange ("NYSE").

2. VALUATION AND INVESTMENT PRACTICES

A. PORTFOLIO VALUATION:

The net asset value ("NAV") of the Common Shares of the Fund is determined daily, as of the close of regular trading on the NYSE, normally 4:00 p.m. Eastern time, on each day the NYSE is open for trading. If the NYSE closes early on a valuation day, the NAV is determined as of that time. Domestic debt securities and foreign securities are priced using data reflecting the earlier closing of the principal markets for those securities. The NAV per Common Share is calculated by dividing the value of all assets of the Fund (including accrued interest and dividends), less all liabilities (including accrued expenses, dividends declared but unpaid and any borrowings of the Fund), by the total number of Common Shares outstanding.

The Fund's investments are valued daily at market value or, in the absence of market value with respect to any portfolio securities, at fair value in accordance with valuation procedures adopted by the Fund's Board of Trustees, and in accordance with provisions of the 1940 Act. Market quotations and prices used to value the Fund's investments are primarily obtained from third party pricing services. The Fund's investments are valued as follows:

U.S. government securities, mortgage-backed securities, asset-backed securities and other debt securities are valued on the basis of valuations provided by dealers who make markets in such securities or by an independent pricing service approved by the Fund's Board of Trustees, which may use the following valuation inputs when available:

- 1) benchmark yields;
- 2) reported trades;
- 3) broker/dealer quotes;

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- 4) issuer spreads;
- 5) benchmark securities;
- 6) bids and offers; and
- 7) reference data including market research publications.

Debt securities having a remaining maturity of sixty days or less when purchased are valued at cost adjusted for amortization of premiums and accretion of discounts.

Certain securities may not be able to be priced by pre-established pricing methods. Such securities may be valued by the Fund's Board of Trustees or its delegate at fair value. These securities generally include, but are not limited to, restricted securities (securities which may not be publicly sold without registration under the Securities Act of 1933, as amended) for which a pricing service is unable to provide a market price; securities whose trading has been formally suspended; a security whose market price is not available from a pre-established pricing source; a security with respect to which an event has occurred that is likely to materially affect the value of the security after the market has closed but before the calculation of the Fund's NAV or make it difficult or impossible to obtain a reliable market quotation; and a security whose price, as provided by the pricing service, does not reflect the security's "fair value." As a general principle, the current "fair value" of a security would appear to be the amount which the owner might reasonably expect to receive for the security upon its current sale. The use of fair value prices by the Fund generally results in prices used by the Fund that may differ from current market quotations or official closing prices on the applicable exchange. A variety of factors may be considered in determining the fair value of such securities, including, but not limited to, the following:

- 1) the fundamental business data relating to the issuer;
- 2) an evaluation of the forces which influence the market in which these securities are purchased and sold;
- 3) the type, size and cost of security;
- 4) the financial statements of the issuer;
- 5) the credit quality and cash flow of the issuer, based on Brookfield Investment Management Inc.'s, the Fund's sub-advisor, or external analysis;
- 6) the information as to any transactions in or offers for the security;
- 7) the price and extent of public trading in similar securities (or equity securities) of the issuer/borrower, or comparable companies;
- 8) the coupon payments;
- 9) the quality, value and salability of collateral, if any, securing the security;

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### NOTES TO QUARTERLY PORTFOLIO OF INVESTMENTS (CONTINUED)

#### FIRST TRUST MORTGAGE INCOME FUND (FMY) JULY 31, 2014 (UNAUDITED)

- 10) the business prospects of the issuer, including any ability to obtain money or resources from a parent or affiliate and an assessment of the issuer's management;
- 11) the prospects for the issuer's industry, and multiples (of earnings and/or cash flows) being paid for similar businesses in that industry; and
- 12) other relevant factors.

The Fund is subject to fair value accounting standards that define fair value, establish the framework for measuring fair value and provide a three-level hierarchy for fair valuation based upon the inputs to the valuation as of the measurement date. The three levels of the fair value hierarchy are as follows:

- o Level 1 - Level 1 inputs are quoted prices in active markets for identical investments. An active market is a market in which transactions for the investment occur with sufficient frequency and volume to provide pricing information on an ongoing basis.
- o Level 2 - Level 2 inputs are observable inputs, either directly or indirectly, and include the following:
  - o Quoted prices for similar investments in active markets.
  - o Quoted prices for identical or similar investments in markets that are non-active. A non-active market is a market where there are few transactions for the investment, the prices are not current, or price quotations vary substantially either over time or among market makers, or in which little information is released publicly.
  - o Inputs other than quoted prices that are observable for the investment (for example, interest rates and yield curves observable at commonly quoted intervals, volatilities, prepayment speeds, loss severities, credit risks, and default rates).
  - o Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- o Level 3 - Level 3 inputs are unobservable inputs. Unobservable inputs may reflect the reporting entity's own assumptions about the assumptions that market participants would use in pricing the investment.

The inputs or methodology used for valuing investments are not necessarily an indication of the risk associated with investing in those investments. A summary of the inputs used to value the Fund's investments as of July 31, 2014, is included with the Fund's Portfolio of Investments.

#### B. SECURITIES TRANSACTIONS AND INVESTMENT INCOME:

Securities transactions are recorded as of the trade date. Realized gains and losses from securities transactions are recorded on the identified cost basis.

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Securities purchased or sold on a when-issued, delayed-delivery or forward purchase commitment basis may have extended settlement periods. The value of the security so purchased is subject to market fluctuations during this period. The Fund maintains liquid assets with a current value at least equal to the amount of its when-issued, delayed-delivery or forward purchase commitments until payment is made. At July 31, 2014, the Fund had no when-issued, delayed-delivery or forward purchase commitments.

### C. REVERSE REPURCHASE AGREEMENTS:

Reverse repurchase agreements are utilized as leverage for the Fund. A reverse repurchase agreement, although structured as a sale and repurchase obligation, acts as a financing under which Fund assets are pledged as collateral to secure a short-term loan. Generally, the other party to the agreement makes the loan in an amount equal to a percentage of the market value of the pledged collateral. At the maturity of the reverse repurchase agreement, the loan will be repaid and the collateral will correspondingly be received back by the Fund. While used as collateral, the assets continue to pay principal and interest which are for the benefit of the Fund.

Information for the fiscal period ended July 31, 2014:

Maximum amount outstanding during the period .....	\$10,054,000
Average amount outstanding during the period* .....	\$9,458,905
Average Common Shares outstanding during the period .....	4,213,115
Average debt per Common Share outstanding during the period...	\$2.25

\* The average amount outstanding during the period was calculated by adding the borrowings at the end of each day and dividing the sum by the number of days in the fiscal period ended July 31, 2014.

During the fiscal period ended July 31, 2014, the interest rates ranged from 0.34% to 1.28%, with a weighted average interest rate of 0.54%, on borrowings by the Fund under reverse repurchase agreements, which had interest expense that aggregated \$38,786.

### NOTES TO QUARTERLY PORTFOLIO OF INVESTMENTS (CONTINUED)

FIRST TRUST MORTGAGE INCOME FUND (FMY)  
JULY 31, 2014 (UNAUDITED)

### D. INVERSE FLOATING-RATE SECURITIES:

An inverse floating-rate security is one where the coupon is inversely indexed to a short-term floating interest rate multiplied by a specific factor. As the floating rate rises, the coupon is reduced. Conversely, as the floating rate declines, the coupon is increased. The price of these securities may be more volatile than the price of a comparable fixed-rate security. These instruments are typically used to enhance the yield of the portfolio. These securities, if any, are identified on the Portfolio of Investments.

### E. STRIPPED MORTGAGE-BACKED SECURITIES:

Stripped Mortgage-Backed Securities are created by segregating the cash flows from underlying mortgage loans or mortgage securities to create two or more new

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securities, each with a specified percentage of the underlying security's principal or interest payments. Mortgage securities may be partially stripped so that each investor class receives some interest and some principal. When securities are completely stripped, however, all of the interest is distributed to holders of one type of security known as an interest-only security ("IO Security") and all of the principal is distributed to holders of another type of security known as a principal-only security. These securities, if any, are identified on the Portfolio of Investments.

### F. INTEREST-ONLY SECURITIES:

An IO Security is the interest-only portion of a mortgage-backed security that receives some or all of the interest portion of the underlying mortgage-backed security and little or no principal. A reference principal value called a notional value is used to calculate the amount of interest due to the IO Security. IO Securities are sold at a deep discount to their notional principal amount. Generally speaking, when interest rates are falling and prepayment rates are increasing, the value of an IO Security will fall. Conversely, when interest rates are rising and prepayment rates are decreasing, generally the value of an IO Security will rise. These securities, if any, are identified on the Portfolio of Investments.

### ITEM 2. CONTROLS AND PROCEDURES.

- (a) The registrant's principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act") (17 CFR 270.30a-3(c))) are effective, as of a date within 90 days of the filing date of the report that includes the disclosure required by this paragraph, based on their evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act (17 CFR 270.30a-3(b)) and Rules 13a-15(b) or 15d-15(b) under the Securities Exchange Act of 1934, as amended (17 CFR 240.13a-15(b) or 240.15d-15(b)).
- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act (17 CFR 270.30a-3(d))) that occurred during the registrant's last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

### ITEM 3. EXHIBITS.

Certifications pursuant to Rule 30a-2(a) under the 1940 Act and Section 302 of the Sarbanes-Oxley Act of 2002 are attached hereto.

### 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.

(Registrant)

First Trust Mortgage Income Fund

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By (Signature and Title)\*

/s/ Mark R. Bradley  
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Mark R. Bradley, President and  
Chief Executive Officer  
(principal executive officer)

Date: September 19, 2014  
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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 (Signature and Title)\*

/s/ Mark R. Bradley  
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Mark R. Bradley, President and  
Chief Executive Officer  
(principal executive officer)

Date: September 19, 2014  
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By (Signature and Title)\*

/s/ James M. Dykas  
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James M. Dykas, Treasurer,  
Chief Financial Officer and  
Chief Accounting Officer  
(principal financial officer)

Date: September 19, 2014  
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\* Print the name and title of each signing officer under his or her signature.