

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

Item 1. Schedule of Investments

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

PORTFOLIO OF INVESTMENTS (Unaudited)

Senior Floating-Rate Interests 144.4%

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

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

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

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

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
DynCorp International, LLC Term Loan, 6.25%, Maturing July 7, 2016	659	\$ 657,203
Education Management, LLC Term Loan, 2.38%, Maturing June 3, 2013	3,977	3,839,711
Endurance International Group, Inc. (The) Term Loan, 7.75%, Maturing December 20, 2017	850	848,938
Fidelity National Information Solutions, Inc. Term Loan, 4.25%, Maturing July 18, 2016	1,372	1,381,691
Genesys Telecommunications Laboratories, Inc. Term Loan, Maturing January 25, 2019 ⁽³⁾	625	625,977
Go Daddy Operating Company, LLC Term Loan, 7.00%, Maturing December 17, 2018	1,446	1,455,776
IMS Health, Inc. Term Loan, 4.50%, Maturing August 25, 2017	1,277	1,282,463
KAR Auction Services, Inc. Term Loan, 5.00%, Maturing May 19, 2017	2,836	2,834,545
Kronos, Inc. 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
Language Line, LLC Term Loan, 6.25%, Maturing June 20, 2016	2,075	2,082,627
Meritas, LLC Term Loan, 7.50%, Maturing July 28, 2017	784	775,913
Mitchell International, Inc. Term Loan - Second Lien, 5.88%, Maturing March 30, 2015	1,000	925,000
MSCI, Inc. Term Loan, 3.75%, Maturing March 14, 2017	2,803	2,808,964
N.E.W. Holdings I, LLC Term Loan, 6.00%, Maturing March 23, 2016	1,458	1,339,570
National CineMedia, LLC Term Loan, 2.05%, Maturing February 13, 2015	2,086	2,051,655
Protection One Alarm Monitoring, Inc. Term Loan, 6.00%, Maturing June 4, 2016	1,504	1,511,285
Quantum Corp. Term Loan, 3.77%, Maturing July 14, 2014	73	71,650
Quintiles Transnational Corp. Term Loan, 5.00%, Maturing June 8, 2018	4,303	4,295,323
Sabre, Inc. Term Loan, 2.35%, Maturing September 30, 2014	5,937	5,322,477
Sensus USA, Inc. 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
Softlayer Technologies, Inc. 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
Term Loan, 4.04%, Maturing February 26, 2016	4,742	4,736,193

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
Term Loan, 5.08%, Maturing August 21, 2015	2,856	2,417,652
Term Loan, 5.80%, Maturing August 21, 2015	EUR 741	811,974

U.S. Security Holdings, Inc.

Term Loan, 1.50%, Maturing July 28, 2017 ⁽²⁾	118	116,796
Term Loan, 7.00%, Maturing July 28, 2017	605	598,246

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
West Corp.		
Term Loan, 4.53%, Maturing July 15, 2016	683	\$ 684,981
Term Loan, 4.64%, Maturing July 15, 2016	1,943	1,949,635
		\$ 74,264,225
Cable and Satellite Television 7.7%		
Atlantic Broadband Finance, LLC		
Term Loan, 4.00%, Maturing March 8, 2016	1,226	\$ 1,216,345
BBHI Acquisition, LLC		
Term Loan, 4.50%, Maturing December 14, 2017	1,238	1,235,953
Bragg Communications, Inc.		
Term Loan, 3.02%, Maturing August 31, 2014	2,059	2,048,332
Cequel Communications, LLC		
Term Loan, 2.30%, Maturing November 5, 2013	2,129	2,123,379
Charter Communications Operating, LLC		
Term Loan, 3.83%, Maturing September 6, 2016	987	983,086
Crown Media Holdings, Inc.		
Term Loan, 5.75%, Maturing July 14, 2018	522	519,763
CSC Holdings, Inc.		
Term Loan, 2.02%, Maturing March 29, 2016	2,856	2,839,110
Insight Midwest Holdings, LLC		
Term Loan, 2.05%, Maturing April 7, 2014	3,009	3,000,616
Kabel Deutschland GmbH		
Term Loan, Maturing January 20, 2019 ⁽³⁾	1,075	1,076,881
Lavena Holdings 4 GmbH		
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 ⁽⁴⁾	EUR 391	316,935
Term Loan - Second Lien, 5.18%, Maturing September 2, 2016	EUR 520	490,028
MCC Iowa, LLC		
Term Loan, 1.95%, Maturing January 30, 2015	5,601	5,418,655
Mediacom, LLC		
Term Loan, 4.50%, Maturing October 23, 2017	813	796,880
Mediacom Broadband, LLC		
Term Loan, 4.50%, Maturing October 23, 2017	1,453	1,451,059
Mediacom Illinois, LLC		
Term Loan, 1.95%, Maturing January 30, 2015	3,608	3,485,783
Term Loan, 5.50%, Maturing March 31, 2017	978	972,612
NDS Finance, Ltd.		
Term Loan, 4.00%, Maturing March 12, 2018	1,340	1,334,834
P7S1 Broadcasting Holding II B.V.		
Term Loan, 3.97%, Maturing July 1, 2016	EUR 1,781	2,208,428
UPC Broadband Holding B.V.		
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
UPC Financing Partnership			
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
			\$ 39,451,111

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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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Houghton International, Inc.		
Term Loan, 6.75%, Maturing January 29, 2016	815	\$ 818,332
Huntsman International, LLC		
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
Ineos Holdings, Ltd.		
Term Loan, 9.00%, Maturing June 16, 2015	EUR 1,250	1,684,931
Ineos US Finance, LLC		
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
MacDermid, Inc.		
Term Loan, 2.27%, Maturing April 11, 2014	459	451,270
Momentive Performance Materials USA, Inc.		
Term Loan, 3.81%, Maturing May 5, 2015	3,135	3,076,035
Momentive Specialty Chemicals, Inc.		
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
Norit NV		
Term Loan, 6.75%, Maturing July 7, 2017	1,247	1,254,668
Omnova Solutions, Inc.		
Term Loan, 5.75%, Maturing May 31, 2017	990	980,100
Rockwood Specialties Group, Inc.		
Term Loan, 3.50%, Maturing February 9, 2018	2,114	2,128,533
Schoeller Arca Systems Holding B.V.		
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
Solutia, Inc.		
Term Loan, 3.50%, Maturing August 1, 2017	2,077	2,083,364
Styron S.A.R.L., LLC		
Term Loan, 6.00%, Maturing August 2, 2017	2,871	2,626,965
Taminco Global Chemical Corp.		
Term Loan, Maturing January 25, 2019 ⁽³⁾	375	376,484
Univar, Inc.		
Term Loan, 5.00%, Maturing June 30, 2017	3,554	3,519,559
		\$ 35,667,350
Clothing/Textiles 0.2%		
Phillips-Van Heusen Corp.		
Term Loan, 3.50%, Maturing May 6, 2016	545	\$ 548,182
Warnaco, Inc.		
Term Loan, 3.75%, Maturing June 15, 2018	498	498,744

		\$ 1,046,926
Conglomerates 2.4%		
Jason, Inc.		
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
Rexnord Corp.		
Term Loan, 2.56%, Maturing July 19, 2013	766	757,395
Term Loan, 2.97%, Maturing July 19, 2013	3,785	3,762,366
RGIS Holdings, LLC		
Term Loan, 3.08%, Maturing April 30, 2014	122	119,777
Term Loan, 3.08%, Maturing April 30, 2014	2,438	2,395,542
Spectrum Brands, Inc.		
Term Loan, 5.00%, Maturing June 17, 2016	2,273	2,279,787

Borrower/Tranche Description	Principal Amount*		Value
	(000 s omitted)		
Walter Energy, Inc.			
Term Loan, 4.00%, Maturing April 2, 2018	2,190	\$	2,184,329
			\$ 11,955,659
Containers and Glass Products 2.5%			
Berry Plastics Corp.			
Term Loan, 2.29%, Maturing April 3, 2015	1,944	\$	1,894,674
BWAY Corp.			
Term Loan, 4.50%, Maturing February 23, 2018	152		152,061
Term Loan, 4.50%, Maturing February 23, 2018	1,652		1,649,567
Graphic Packaging International, Inc.			
Term Loan, 2.36%, Maturing May 16, 2014	808		808,228
Term Loan, 3.14%, Maturing May 16, 2014	367		368,682
Hilex Poly Co., LLC			
Term Loan, 11.25%, Maturing November 16, 2015	900		913,500
Pelican Products, Inc.			
Term Loan, 5.05%, Maturing March 7, 2017	767		764,373
Reynolds Group Holdings, Inc.			
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
Sealed Air Corp.			
Term Loan, 4.75%, Maturing October 3, 2018	642		650,300
			\$ 12,792,275
Cosmetics/Toiletries 0.4%			
Bausch & Lomb, Inc.			
Term Loan, 3.52%, Maturing April 24, 2015	290	\$	289,403
Term Loan, 3.76%, Maturing April 24, 2015	1,188		1,185,920
KIK Custom Products, Inc.			
Term Loan - Second Lien, 5.30%, Maturing November 28, 2014	975		637,813
			\$ 2,113,136
Drugs 1.4%			
Aptalis Pharma, Inc.			
Term Loan, 5.50%, Maturing February 10, 2017	1,485	\$	1,468,294
Capsugel Holdings US, Inc.			
Term Loan, 5.25%, Maturing August 1, 2018	1,272		1,283,347
Endo Pharmaceuticals Holdings, Inc.			
Term Loan, 4.00%, Maturing June 18, 2018	955		959,533
Warner Chilcott Co., LLC			
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 ⁽⁵⁾	390	\$ 365,585
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Viking Consortium Borrower, Ltd.

Term Loan - Second Lien, 6.83%, Maturing March 31, 2016 ⁽⁴⁾	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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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
CommScope, Inc.		
Term Loan, 5.00%, Maturing January 14, 2018	2,109	\$ 2,114,335
Dealer Computer Services, Inc.		
Term Loan, 3.75%, Maturing April 20, 2018	2,210	2,218,553
DG FastChannel, Inc.		
Term Loan, 5.75%, Maturing July 26, 2018	1,617	1,585,548
Eagle Parent, Inc.		
Term Loan, 5.00%, Maturing May 16, 2018	2,587	2,551,429
Edwards (Cayman Island II), Ltd.		
Term Loan, 5.50%, Maturing May 31, 2016	499	480,356
Term Loan, 5.50%, Maturing May 31, 2016	1,238	1,193,430
FCI International S.A.S.		
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
Freescale Semiconductor, Inc.		
Term Loan, 4.55%, Maturing December 1, 2016	3,498	3,431,694
Infor Enterprise Solutions Holdings		
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
Microsemi Corp.		
Term Loan, 5.75%, Maturing February 2, 2018	1,571	1,582,845
NeuStar, Inc.		
Term Loan, 5.00%, Maturing November 8, 2018	948	955,324
Nxp B.V.		
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
Open Solutions, Inc.		
Term Loan, 2.69%, Maturing January 23, 2014	2,001	1,829,566
SafeNet, Inc.		
Term Loan, 2.77%, Maturing April 12, 2014	1,936	1,883,971
Sensata Technologies Finance Co., LLC		
Term Loan, 4.00%, Maturing May 11, 2018	3,507	3,512,180
Serena Software, Inc.		
Term Loan, 4.54%, Maturing March 10, 2016	474	464,520
Shield Finance Co. S.A.R.L.		
Term Loan, 7.75%, Maturing June 15, 2016	836	837,714
SkillSoft Corp.		
Term Loan, 6.50%, Maturing May 26, 2017	249	250,934
Term Loan, 6.50%, Maturing May 26, 2017	978	981,444
Sophia, L.P.		

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

Borrower/Tranche Description	Principal Amount*		Value
	(000 s omitted)		
Equipment Leasing 0.6%			
BakerCorp. International, Inc.			
Term Loan, 5.00%, Maturing June 1, 2018	846	\$	846,807
Delos Aircraft, Inc.			
Term Loan, 7.00%, Maturing March 17, 2016	1,425		1,436,340
International Lease Finance Corp.			
Term Loan, 6.75%, Maturing March 17, 2015	850		856,411
		\$	3,139,558
Farming/Agriculture 0.3%			
Wm. Bolthouse Farms, Inc.			
Term Loan, 5.50%, Maturing February 11, 2016	1,517	\$	1,514,437
		\$	1,514,437
Financial Intermediaries 6.0%			
AmWINS Group, Inc.			
Term Loan, 4.83%, Maturing June 8, 2013	948	\$	930,342
Term Loan - Second Lien, 6.07%, Maturing June 8, 2014	500		477,500
Asset Acceptance Capital Corp.			
Term Loan, 8.75%, Maturing November 8, 2017	1,300		1,287,000
CB Richard Ellis Services, Inc.			
Term Loan, 3.52%, Maturing March 5, 2018	691		684,770
Term Loan, 3.80%, Maturing September 4, 2019	652		646,727
Citco III, Ltd.			
Term Loan, 5.50%, Maturing June 29, 2018	1,642		1,582,236
Fifth Third Processing Solutions, LLC			
Term Loan, 4.50%, Maturing November 3, 2016	1,238		1,241,426
First Data Corp.			
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
Grosvenor Capital Management Holdings, LLP			
Term Loan, 4.31%, Maturing December 5, 2016	1,335		1,284,867
HarbourVest Partners, LLC			
Term Loan, 6.25%, Maturing December 16, 2016	1,069		1,071,536
iPayment, Inc.			
Term Loan, 5.75%, Maturing May 8, 2017	917		910,371
LPL Holdings, Inc.			
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
Mercury Payment Systems Canada, LLC			
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 ⁽⁵⁾	7	5,773
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Term Loan, 7.04%, Maturing December 10, 2015 ⁽⁵⁾	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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		\$ 30,593,332
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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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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Dole Food Co., Inc. Term Loan, 5.04%, Maturing July 6, 2018	966	\$ 970,375
High Liner Foods, Inc. Term Loan, 7.00%, Maturing January 3, 2018	650	655,687
JBS USA Holdings, Inc. Term Loan, 4.25%, Maturing May 25, 2018	995	998,234
Michael Foods Group, Inc. Term Loan, 4.25%, Maturing February 23, 2018	672	672,931
NBTY, Inc. Term Loan, 4.25%, Maturing October 2, 2017	2,809	2,811,340
Pierre Foods, Inc. Term Loan, 7.00%, Maturing September 30, 2016	1,234	1,232,061
Pinnacle Foods Finance, LLC Term Loan, 2.87%, Maturing April 2, 2014	6,537	6,497,408
Solvest, Ltd. Term Loan, 5.03%, Maturing July 6, 2018	1,795	1,802,126
		\$ 20,573,184
 Food Service 5.7%		
Aramark Corp. 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
Buffets, Inc. Term Loan, 0.00%, Maturing April 21, 2015 ⁽⁶⁾	1,247	523,944
Term Loan, 0.00%, Maturing April 22, 2015 ⁽⁶⁾	129	53,662
Burger King Corp. Term Loan, 4.50%, Maturing October 19, 2016	4,620	4,614,990
Denny's, Inc. Term Loan, 5.25%, Maturing September 30, 2016	594	595,856
DineEquity, Inc. Term Loan, 4.25%, Maturing October 19, 2017	1,437	1,437,197
Dunkin' Brands, Inc. Term Loan, 4.00%, Maturing November 23, 2017	3,070	3,071,540
OSI Restaurant Partners, LLC Term Loan, 2.72%, Maturing June 14, 2013	447	437,720
Term Loan, 2.56%, Maturing June 14, 2014	4,918	4,812,333
Sagittarius Restaurants, LLC Term Loan, 7.51%, Maturing May 18, 2015	435	435,272
Selecta Term Loan - Second Lien, 5.64%, Maturing December 28, 2015	EUR 741	624,171
U.S. Foodservice, Inc.		

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Term Loan, 2.78%, Maturing July 3, 2014		3,478		3,317,728
Wendy s/Arby s Restaurants, LLC				
Term Loan, 5.00%, Maturing May 24, 2017		819		821,853
				\$ 29,306,592
Food/Drug Retailers 5.1%				
Alliance Boots Holdings, Ltd.				
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
General Nutrition Centers, Inc.				
Term Loan, 4.25%, Maturing March 2, 2018		4,725		4,695,469
Pantry, Inc. (The)				
Term Loan, 2.03%, Maturing May 15, 2014		201		197,133
Term Loan, 2.03%, Maturing May 15, 2014		698		684,591
Rite Aid Corp.				
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

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

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

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

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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		\$	4,266,725
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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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Borrower/Tranche Description	Principal Amount*		Value
	(000 s omitted)		
Excelitas Technologies Corp.			
Term Loan, 4.75%, Maturing November 23, 2016	988	\$	955,406
Generac CCMP Acquisition Corp.			
Term Loan, 2.89%, Maturing November 11, 2013	1,145		1,140,582
Husky Injection Molding Systems, Ltd.			
Term Loan, 6.50%, Maturing June 29, 2018	1,494		1,502,149
KION Group GmbH			
Term Loan, 3.77%, Maturing December 23, 2014 ⁽⁴⁾	1,031		866,312
Term Loan, 4.02%, Maturing December 23, 2015 ⁽⁴⁾	1,031		866,312
Manitowoc Co., Inc. (The)			
Term Loan, 4.25%, Maturing November 13, 2017	560		559,083
Polypore, Inc.			
Term Loan, 2.28%, Maturing July 3, 2014	3,774		3,724,030
Terex Corp.			
Term Loan, 5.50%, Maturing April 28, 2017	698		703,342
Unifrax Corp.			
Term Loan, 7.00%, Maturing November 28, 2018	375		378,903
		\$	12,554,596
Insurance 4.1%			
Alliant Holdings I, Inc.			
Term Loan, 3.58%, Maturing August 21, 2014	2,384	\$	2,368,658
Applied Systems, Inc.			
Term Loan, 5.50%, Maturing December 8, 2016	1,386		1,366,942
Asurion, LLC			
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
C.G. JCF Corp.			
Term Loan, 3.27%, Maturing August 1, 2014	476		469,186
CCC Information Services, Inc.			
Term Loan, 5.50%, Maturing November 11, 2015	1,411		1,415,688
CNO Financial Group, Inc.			
Term Loan, 6.25%, Maturing September 30, 2016	987		991,744
HUB International, Ltd.			
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
Towergate Finance, PLC			
Term Loan, 6.50%, Maturing August 4, 2017	GBP	1,000	1,478,626
U.S.I. Holdings Corp.			
Term Loan, 2.77%, Maturing May 5, 2014	2,968		2,895,495
		\$	21,120,769

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

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

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

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

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

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

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Visant Holding Corp.		
Term Loan, 5.25%, Maturing December 22, 2016	1,319	\$ 1,255,997
Vivarte SA		
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
		\$ 25,686,964
Steel 0.2%		
JMC Steel Group, Inc.		
Term Loan, 4.75%, Maturing April 3, 2017	695	\$ 696,400
SunCoke Energy, Inc.		
Term Loan, 4.00%, Maturing July 26, 2018	498	496,257
		\$ 1,192,657
Surface Transport 1.1%		
Hertz Corp.		
Term Loan, 3.75%, Maturing March 9, 2018	3,499	\$ 3,497,104
Swift Transportation Co., Inc.		
Term Loan, 6.00%, Maturing December 21, 2016	1,961	1,974,729
		\$ 5,471,833
Telecommunications 5.0%		
Alaska Communications Systems Holdings, Inc.		
Term Loan, 5.50%, Maturing October 21, 2016	1,807	\$ 1,685,336
Cellular South, Inc.		
Term Loan, 4.50%, Maturing July 27, 2017	846	848,922
Crown Castle International Corp.		
Term Loan, Maturing January 31, 2019 ⁽³⁾	1,875	1,877,183
Intelsat Jackson Holdings SA		
Term Loan, 5.25%, Maturing April 2, 2018	10,272	10,307,691
Macquarie UK Broadcast, Ltd.		
Term Loan, 3.02%, Maturing December 1, 2014	GBP 755	1,063,667
MetroPCS Wireless		
Term Loan, 4.06%, Maturing March 16, 2018	3,970	3,948,470
NTELOS, Inc.		
Term Loan, 4.00%, Maturing August 7, 2015	908	904,937
SBA Finance		
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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		\$ 25,543,247
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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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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Dynegy Midwest Generation, LLC Term Loan, 9.25%, Maturing August 4, 2016	524	\$ 511,119
Dynegy Power, LLC Term Loan, 9.25%, Maturing August 4, 2016	948	969,623
EquiPower Resources Holdings, LLC Term Loan, 5.75%, Maturing January 26, 2018	530	502,185
Invenergy LLC Term Loan, 9.00%, Maturing November 21, 2017	750	753,750
NRG Energy, Inc. Term Loan, 4.00%, Maturing July 2, 2018	4,403	4,396,341
Texas Competitive Electric Holdings Co., LLC Term Loan, 4.80%, Maturing October 10, 2017	5,832	3,621,282
		\$ 17,805,292

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

Corporate Bonds & Notes 7.7%

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

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

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

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 ⁽⁸⁾	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 ⁽⁸⁾	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

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

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8.375%, 2/1/17	135	\$	137,363
		\$	137,363
Industrial Equipment 0.2%			
Terex Corp., Sr. Notes			
10.875%, 6/1/16	1,000	\$	1,135,000
		\$	1,135,000
Insurance 0.0%			
Alliant Holdings I, Inc.			
11.00%, 5/1/15 ⁽⁸⁾	40	\$	41,950
		\$	41,950
Leisure Goods/Activities/Movies 0.1%			
AMC Entertainment, Inc., Sr. Notes			
8.75%, 6/1/19	110	\$	116,600
Royal Caribbean Cruises, Sr. Notes			
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
		\$	336,012

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

Radio and Television 0.2%

Entravision Communications Corp., Sr. Notes

8.75%, 8/1/17⁽⁸⁾

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

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

Asset-Backed Securities 1.1%

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

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

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

Common Stocks 1.9%

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

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

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

Publishing 0.7%

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

Steel 0.1%

RathGibson Acquisition Co., LLC ⁽⁵⁾⁽¹⁰⁾⁽¹²⁾	19,800	\$	611,820
		\$	611,820

**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 ⁽⁵⁾⁽¹⁰⁾⁽¹²⁾	1,422	\$	87,538

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

\$ 87,538

Warrants 0.0%

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

Short-Term Investments 3.0%

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

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

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)

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		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:

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

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.

Description	Date of Acquisition	Shares	Cost	Value
Common Stocks				
Environmental Systems Products Holdings, Inc.	10/25/07	6,211	\$ 0 ⁽¹⁾	\$ 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
Total Common Stocks			\$ 244,103	\$ 1,090,679
Preferred Stocks				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	1,422	\$ 24,885	\$ 87,538
Total Restricted Securities			\$ 268,988	\$ 1,178,217

(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:

Asset Description	Level 1	Level 2	Level 3	Total
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
Total Investments	\$ 235,137	\$ 801,844,583	\$ 6,081,286	\$ 808,161,006
Forward Foreign Currency Exchange Contracts	\$	\$ 251,338	\$	\$ 251,338
Total	\$ 235,137	\$ 802,095,921	\$ 6,081,286	\$ 808,412,344
Liability Description				
Forward Foreign Currency Exchange Contracts	\$	\$ (214,514)	\$	\$ (214,514)
Total	\$	\$ (214,514)	\$	\$ (214,514)

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

	Investments in Senior Floating-Rate Interests	Investments in Corporate Bonds & Notes	Investments in Common Stocks	Investments in Preferred Stock	Warrants and Miscellaneous	Total
Balance as of October 31, 2011	\$ 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 ⁽¹⁾	4,402					4,402
Proceeds from sales ⁽¹⁾	(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)
Balance as of January 31, 2012	\$ 788,383	\$ 435,764	\$ 4,769,601	\$ 87,538	\$ 0	\$ 6,081,286
Change in net unrealized appreciation (depreciation) on investments still held as of January 31, 2012	\$ 37,901	\$ (2,647)	\$ 11,393	\$ 0	\$ 0	\$ 46,647

* 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)

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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.

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