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PIONEER HIGH INCOME TRUST

Form N-Q/A

March 04, 2014

OMB APPROVAL

OMB Number: 3235-0578

Expires: January 31, 2016

Estimated average burden  
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10.5

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 811-21823

Pioneer High Income Trust  
(Exact name of registrant as specified in charter)

60 State Street, Boston, MA 02109  
(Address of principal executive offices) (ZIP code)

Terrence J. Cullen, Pioneer Investment Management, Inc.,  
60 State Street, Boston, MA 02109  
(Name and address of agent for service)

Registrant's telephone number, including area code: (617) 742-7825

Date of fiscal year end: March 31

Date of reporting period: December 31, 2013

Form N-Q is to be used by management investment companies, other than small business investment companies registered on Form N-5 (239.24 and 274.5 of this chapter), to file reports with the Commission, not later than 60 days after 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 Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. 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.

File the schedules as of the close of the reporting period as set forth in ss. 210.12-12 12-14 of Regulation S-X [17 CFR 210.12-12 12-14]. The schedules need not be audited.

Pioneer High

Income Trust

NQ | December 31, 2013

Ticker Symbol: PHT

Principal Amount USD (\$)	S&P/Moody's Ratings	Value
	ASSET BACKED SECURITIES - 1.5% of Net Assets	
	BANKS - 0.2%	
	Thrfts & Mortgage Finance - 0.2%	
102,910(a)	CCC/Caa3 Amortizing Residential Collateral Trust, Series 2002-BC1, Class M1, 1.44%, 1/25/32	\$ 67,783
125,000	BB/NRCarNow Auto Receivables Trust, Series 2012-1A, Class D, 6.9%, 11/15/16 (144A)	127,493
412,000(b)	CCC/CCiticorp Residential Mortgage Trust, Series 2006-2, Class M1, 5.918%, 9/25/36	374,045
250,000(c)	B-/B3 Security National Mortgage Loan Trust, Series 2007-1A, Class 1A3, 6.55%, 4/25/37 (144A)	245,124
	Total Banks	\$ 814,445

	CONSUMER SERVICES - 0.6%		
	Hotels, Resorts, Cruise Lines - 0.6%		
286,036	BB/NRWestgate Resorts LLC, Series 2012-2A, Class C, 9.0%, 1/20/25 (144A)	\$ 295,333	
1,785,614	NR/NRWestgate Resorts LLC, Series 2012-BA, Class A, 9.5%, 2/20/25 (144A)	1,828,469	
197,988	NR/NRWestgate Resorts LLC, Series 2013-1A, Class B, 3.75%, 8/20/25 (144A)	195,444	
	Total Consumer Services	\$ 2,319,246	
	FINANCIALS - 0.1%		
	Thriffs & Mortgage Finance - 0.1%		
660,000(c)	NR/NRGMAT Trust, Series 2013-1A, Class M, 5.0%, 11/25/43 (144A)	\$ 638,034	
	Total Financials	\$ 638,034	
	MATERIALS - 0.1%		
	Steel - 0.1%		
318,145(b)	B+/B3Accredited Mortgage Loan Trust, Series 2003-3, Class A1, 5.21%, 1/25/34	\$ 303,851	
	Total Materials	\$ 303,851	
	TRANSPORTATION - 0.5%		
	Airlines - 0.5%		
1,314,302(a)	CCC/Caa3Aircraft Finance Trust, Series 1999-1A, Class A1, 0.647%, 5/15/24 (144A)	\$ 538,864	
627,550(a)	CCC+/Caa2Aviation Capital Group Trust, Series 2000-1A, Class A1, 0.648%, 11/15/25 (144A)	320,050	
1,390,804(a)	CCC/Caa2Lease Investment Flight Trust, Series 1, Class A1, 0.557%, 7/15/31	1,001,379	
	Total Transportation	\$ 1,860,293	
	TOTAL ASSET BACKED SECURITIES (Cost \$5,922,078)	\$ 5,935,869	
	COLLATERALIZED MORTGAGE OBLIGATIONS - 0.9% of Net Assets		
	BANKS - 0.7%		
	Thriffs & Mortgage Finance - 0.7%		
1,435,184(a)	CCC/Caa2Carrington Mortgage Loan Trust, Series 2007-FRE1, Class A2, 0.365%, 2/25/37	\$ 1,285,109	

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	300,000	NR/NRExtended Stay America Trust, Series 2013-ESHM, Class M, 7.625%, 12/5/19 (144A)	298,289
300,000(c)		BB+/Ba2GS Mortgage Securities Corp. II Commercial Mortgage Pass Through Certificates, Series 2004-GG2, Class E, 5.737%, 8/10/38	298,170
Principal Amount USD (\$)		S&P/Moody's Ratings	Value
		Thriffs & Mortgage Finance (continued)	
	300,750	NR/NRHomeowner Assistance Program Reverse Mortgage Loan Trust, Series 2013-RM1, Class A, 4.0%, 5/26/53 (144A)	\$ 293,622
	250,000(c)	BB/NRSpringleaf Mortgage Loan Trust, Series 2013-1A, Class B1, 5.58%, 6/25/58 (144A)	248,713
	498,000(c)	BB-/Ba3Wachovia Bank Commercial Mortgage Trust, Series 2006-C24, Class AJ, 5.658%, 3/15/45	494,270
		Total Banks	\$ 2,918,173
		FINANCIALS - 0.2% Thriffs & Mortgage Finance - 0.2%	
	650,000(c)	B-/NRJP Morgan Chase Commercial Mortgage Securities Trust 2007-LDP12, Series 2007-LD12, Class AJ, 5.999%, 2/15/51	\$ 624,408
		Total Financials	\$ 624,408
		TOTAL COLLATERALIZED MORTGAGE OBLIGATIONS (Cost \$3,501,157)	\$ 3,542,581
		SENIOR SECURED FLOATING RATE LOAN	

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		INTERESTS - 6.2% of Net Assets *(a)	
		COMMERCIAL & PROFESSIONAL SERVICES - 0.3% Research & Consulting Services - 0.3%	
1,000,000	CCC+/Caa1	Sourcehov LLC, Second Lien Term Loan, 8.75%, 4/30/19	\$ 1,015,000
		Total Commercial & Professional Services	\$ 1,015,000
		CONSUMER DISCRETIONARY - 1.1% Automobiles & Components - 0.4%	
1,650,000	B+/NRCWGS	Group LLC, Term Loan, 5.75%, 2/20/20	\$ 1,662,375
		Education Services - 0.7%	
2,900,000	NR/B2	McGraw-Hill School Education Holdings LLC, Term B Loan, 6.25%, 12/18/19	\$ 2,896,375
		Total Consumer Discretionary	\$ 4,558,750
		ENERGY - 0.8% Coal & Consumable Fuels - 0.2%	
625,000	NR/NRPT	Bumi Resources Tbk, Term Loan, 18.169%, 11/7/14	\$ 625,000
		Oil & Gas Exploration & Production - 0.6%	
2,500,000	BB-/Ba2	Fieldwood Energy LLC, Closing Date Second Lien Term Loan, 8.375%, 9/30/20	\$ 2,558,035
		Total Energy	\$ 3,183,035
		FOOD, BEVERAGE & TOBACCO - 0.8% Agricultural Products - 0.2%	
1,046,525	CCC+/Caa1	Arysta LifeScience SPC LLC, Initial Second Lien	\$ 1,065,807

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	Term Loan, 8.25%, 11/30/20	
	Packaged Foods & Meats - 0.6%	
2,180,000	B-/NRNew HB Acquisition LLC, Term B Loan, 6.75%, 4/9/20	\$ 2,261,750
	Total Food, Beverage & Tobacco	\$ 3,327,557

	HEALTH CARE EQUIPMENT & SERVICES - 0.7%	
	Health Care Services - 0.4%	
1,500,000	B/B2Gentiva Health Services, Inc., Initial Term Loan B, 6.5%, 10/18/19	\$ 1,498,125
	Health Care Technology - 0.3%	
1,206,701	CCC/Caa3Medical Card System, Inc., Term Loan, 12.0%, 9/17/15	\$ 1,152,399
	Total Health Care Equipment & Services	\$ 2,650,524

Principal Amount USD (\$)	S&P/Moody's Ratings	Value
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	INDUSTRIALS - 0.3%	
	Industrial Conglomerates - 0.3%	
1,240,000	NR/NRFiltration Group Co., Initial Second Lien Term Loan, 8.25%, 11/22/21	\$ 1,267,900
	Total Industrials	\$ 1,267,900

	INSURANCE - 0.4%	
	Property & Casualty Insurance - 0.4%	
1,385,452	B-/B2Confie Seguros Holding II Co., Second Lien Term Loan, 10.25%, 5/8/19	\$ 1,399,307
	Total Insurance	\$ 1,399,307

MATERIALS - 0.2%

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		Diversified Metals & Mining - 0.0%†	
126,444(d)	NR/NR	Long Haul Holdings, Ltd., Facility Term Loan A, 0.0%, 1/12/13	\$ 49,313
100,918(d)	NR/NR	P Bakrie & Brothers Tbk, Facility Term Loan B, 0.0%, 1/20/13	39,358 \$ 88,671
790,000	B/B1	Essar Steel Algoma, Inc., Term Loan, 9.25%, 9/19/14	\$ 797,900
		Total Materials	\$ 886,571
		RETAILING - 0.3%	
		Computer & Electronics	
		Retail - 0.3%	
1,398,354	B/B2	Targus Group International, Inc., Term Loan, 12.0%, 5/24/16	\$ 1,258,519
		Total Retailing	\$ 1,258,519
		SOFTWARE & SERVICES - 1.1%	
		Application Software - 1.1%	
1,700,000	NR/NR	Applied Systems, Inc., Second Lien Term Loan, 8.25%, 6/8/17	\$ 1,717,532
2,500,000	CCC+ / Caa1	Vertafore, Inc., Second Lien Term Loan, 9.75%, 10/29/17	2,549,375
		Total Software & Services	\$ 4,266,907
		UTILITIES - 0.2%	
		Electric Utilities - 0.2%	
1,316,443	CCC- / Caa3	Texas Competitive Electric Holdings Co., LLC, 2017 Term Loan, 4.739%, 10/10/17	\$ 909,333
		Total Utilities	\$ 909,333
		TOTAL SENIOR SECURED FLOATING RATE LOAN INTERESTS (Cost \$24,824,146)	\$ 24,723,403

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			CORPORATE BONDS & NOTES - 106.3% of Net Assets	
			AUTOMOBILES & COMPONENTS - 2.7%	
			Auto Parts & Equipment - 0.9%	
2,000,000(e)		B/Caa1	Cooper-Standard Holding, Inc., 7.375%, 4/1/18 (144A)	\$ 2,010,000
1,140,000		B/Caa1	International Automotive Components Group SA, 9.125%, 6/1/18 (144A)	1,188,450
229,000		BB-/B1	Tomkins LLC/Tomkins, Inc., 9.0%, 10/1/18	250,755
				\$ 3,449,205
			Automobile Manufacturers - 1.8%	
6,000,000		B/B1	Chrysler Group LLC/CG Co-Issuer, Inc., 8.0%, 6/15/19	\$ 6,630,000
500,000		B/B1	Chrysler Group LLC/CG Co-Issuer, Inc., 8.25%, 6/15/21	568,750
				\$ 7,198,750
			Total Automobiles & Components	\$ 10,647,955
			BANKS - 1.0%	
			Regional Banks - 0.3%	
1,225,000(c)(f)		BBB/Baa3	PNC Financial Services Group, Inc., 4.459%, 5/29/49	\$ 1,221,938
Principal Amount USD (\$)	S&P/Moody's Ratings			Value
			Thriffs & Mortgage Finance - 0.7%	
2,925,000		B+/Ba3	Provident Funding Associates LP / PFG Finance Corp., 6.75%, 6/15/21 (144A)	\$ 2,910,375
			Total Banks	\$ 4,132,313
			CAPITAL GOODS - 10.2%	



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	Aerospace & Defense - 1.8%	
3,300,000	B-/Caa1ADS Tactical, Inc., 11.0%, 4/1/18 (144A)	\$ 3,069,000
3,889,000	B-/B2DynCorp International, Inc., 10.375%, 7/1/17	3,976,502 \$ 7,045,502
	Construction & Engineering - 0.4%	
1,500,000	B/B2Abengoa Finance SAU, 8.875%, 11/1/17 (144A)	\$ 1,612,500
	Construction & Farm Machinery & Heavy Trucks - 2.3%	
774,000	B+/B2Manitowoc Co., Inc., 9.5%, 2/15/18	\$ 815,603
2,000,000	CCC-/B3Navistar International Corp., 8.25%, 11/1/21	2,070,000
4,760,000	CCC-/Caa2Stanadyne Holdings, Inc., 10.0%, 8/15/14	4,617,200
2,500,000(b)	CC/CaStanadyne Holdings, Inc., 12.0%, 2/15/15	1,562,500 \$ 9,065,303
	Electrical Components & Equipment - 0.5%	
2,000,000	B-/B3WireCo WorldGroup, Inc., 9.5%, 5/15/17	\$ 2,072,500
	Industrial Conglomerates - 0.7%	
1,710,000	B/B3Boart Longyear Management Pty, Ltd., 7.0%, 4/1/21 (144A)	\$ 1,278,225
770,000	BB-/B1Boart Longyear Management Pty, Ltd., 10.0%, 10/1/18 (144A)	800,800
605,000	B+/B2JB Poindexter & Co., Inc., 9.0%, 4/1/22 (144A)	645,837 \$ 2,724,862
	Industrial Machinery - 3.4%	
1,040,000	B/B2Cleaver-Brooks, Inc., 8.75%, 12/15/19 (144A)	\$ 1,128,400
3,180,000(d)	NR/WRIndalex Holding Corp., 11.5%, 2/1/14	23,850
1,080,000	B-/Caa2Liberty Tire Recycling, 11.0%, 10/1/16 (144A)	1,082,700
5,170,000	B/Caa1Mueller Water Products, Inc., 7.375%, 6/1/17	5,299,250
1,840,000	CCC+/NRWPE International Cooperatief UA, 10.375%, 9/30/20 (144A)	1,191,400

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4,500,000	B/B3	Xerium Technologies, Inc., 8.875%, 6/15/18	4,725,000 \$ 13,450,600
		Trading Companies & Distributors - 1.1%	
1,570,000	CCC/Caa1	INTCOMEX, Inc., 13.25%, 12/15/14	\$ 1,524,863
2,510,000	B-/B3	TRAC Intermodal LLC / TRAC Intermodal Corp., 11.0%, 8/15/19	2,867,675 \$ 4,392,538
		Total Capital Goods	\$ 40,363,805
		COMMERCIAL & PROFESSIONAL SERVICES - 1.1%	
		Commercial Printing - 0.2%	
700,000	B-/Caa1	Mustang Merger Corp., 8.5%, 8/15/21 (144A)	\$ 756,000
		Diversified Support Services - 0.9%	
3,400,000	B+/B3	NANA Development Corp., 9.5%, 3/15/19 (144A)	\$ 3,527,500
		Environmental & Facilities Services - 0.0%†	
2,180,000(d)	NR/WR	Old AII, Inc., 10.0%, 12/15/16	\$ 218
		Total Commercial & Professional Services	\$ 4,283,718
Principal Amount USD (\$)	S&P/Moody's Ratings		Value
		CONSUMER DISCRETIONARY - 0.6%	
		Auto Parts & Equipment - 0.4%	
645,000	B/B3	Pittsburgh Glass Works LLC, 8.0%, 11/15/18 (144A)	\$ 678,862
675,000	B+/B2	Stackpole International Intermediate / Stackpole International Powder, 7.75%, 10/15/21 (144A)	702,000 \$ 1,380,862

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	900,000	Department Stores - 0.2% CCC+/Caa2Neiman Marcus Group, Ltd, Inc., 8.0%, 10/15/21 (144A)	\$ 940,500
		Total Consumer Discretionary	\$ 2,321,362
		CONSUMER DURABLES & APPAREL - 4.3%	
	850,000	Home Furnishings - 0.2% B/B2SIWF Merger Sub, Inc., 6.25%, 6/1/21 (144A)	\$ 857,438
	3,115,000	Homebuilding - 1.1% CCC/Caa2Beazer Homes USA, Inc., 9.125%, 6/15/18	\$ 3,333,050
	750,000	CCC/Caa2Beazer Homes USA, Inc., 9.125%, 5/15/19	802,500
	400,000(d)	NR/CaUrbi Desarrollos Urbanos SAB de CV, 9.75%, 2/3/22 (144A)	58,000 \$ 4,193,550
		Housewares & Specialties - 1.6%	
	1,435,000	BB-/B1Jarden Corp., 7.5%, 5/1/17	\$ 1,661,012
	3,000,000	CCC+/Caa2Reynolds Group Issuer, Inc., 9.0%, 4/15/19	3,217,500
	1,430,000	CCC+/Caa2Reynolds Group Issuer, Inc., 9.875%, 8/15/19	1,590,875 \$ 6,469,387
		Leisure Products - 1.4%	
EUR	800,000	CCC+/Caa2Heckler & Koch GmbH, 9.5%, 5/15/18 (144A)	\$ 1,108,250
	4,000,000	CCC+/Caa1Icon Health & Fitness, Inc., 11.875%, 10/15/16 (144A)	3,540,000
	880,000(e)	CCC+/Caa2PC Nextco Holdings LLC / PC Nextco Finance, Inc., 8.75%, 8/15/19 (144A)	903,100 \$ 5,551,350
		Total Consumer Durables & Apparel	\$ 17,071,725
		CONSUMER SERVICES - 4.1%	
		Business Services - 0.7%	
	1,750,000	B/B2Sitel LLC / Sitel Finance Corp., 11.0%, 8/1/17 (144A)	\$ 1,868,125
	1,000,000	B-/Caa2Sitel LLC / Sitel Finance Corp., 11.5%, 4/1/18	880,000



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	Consumer Finance - 0.5%		
1,030,000	B+/B1Jefferies Finance LLC / JFIN Co-Issuer Corp., 7.375%, 4/1/20 (144A)		\$ 1,071,200
1,035,000	B+/B3TMX Finance LLC / TitleMax Finance Corp., 8.5%, 9/15/18 (144A)		1,102,275 \$ 2,173,475
	Investment Banking & Brokerage - 0.4%		
2,325,000(a)(f)	BB+/Ba2Goldman Sachs Capital II, 4.0%, 12/1/49		\$ 1,634,475
	Multi-Sector Holdings - 0.5%		
2,200,000	B/B3Constellation Enterprises LLC, 10.625%, 2/1/16 (144A)		\$ 1,903,000
	Other Diversified Financial Services - 0.4%		
3,000,000(b)(g)(h)	BBB/NRFixed Income Trust Series 2013-A, 0.0%, 10/15/97 (144A)		\$ 1,652,730
	Specialized Finance - 0.2%		
695,000	B/B2National Money Mart Co., 10.375%, 12/15/16		\$ 705,425
	Total Diversified Financials		\$ 9,154,842
	ENERGY - 21.3%		
	Coal & Consumable Fuels - 1.3%		
1,350,000	CC/CaBumi Capital Pte, Ltd., 12.0%, 11/10/16 (144A)		\$ 911,250
2,125,000	CCC/Caa2James River Coal Co., 7.875%, 4/1/19		573,750
800,000	B-/Caa1Murray Energy Corp., 8.625%, 6/15/21 (144A)		828,000
2,485,000	B-/Caa1Penn Virginia Corp., 8.5%, 5/1/20		2,671,375 \$ 4,984,375
	Integrated Oil & Gas - 0.2%		
750,000	NR/B3YPF SA, 8.875%, 12/19/18 (144A)		\$ 778,125
	Oil & Gas Drilling - 2.1%		
1,500,000	B/B3Hercules Offshore, Inc., 8.75%, 7/15/21 (144A)		\$ 1,672,500

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1,700,000	CCC+/Caa3	Ocean Rig UDW, Inc., 9.5%, 4/27/16 (144A)	1,804,125
1,025,000	B-/B3	Offshore Group Investments, Ltd., 7.125%, 4/1/23	1,045,500
1,900,000	B+/B2	Pioneer Energy Services Corp., 9.875%, 3/15/18	2,014,000
1,800,000	B+/B1	Shelf Drill Holdings, Ltd., 8.625%, 11/1/18 (144A)	1,944,000
		Oil & Gas Equipment & Services - 1.8%	\$ 8,480,125
408,000(i)	NR/NRDP	Producer AS, 0.0%, 12/31/49 (144A)	\$ 8,160
1,847,000	B/B1	Expro Finance Luxembourg SCA, 8.5%, 12/15/16 (144A)	1,925,497
3,100,000	B/Caa1	Forbes Energy Services, Ltd., 9.0%, 6/15/19	3,038,000
666,000(d)(j)	NR/WR	Green Field Energy Services, Inc., 13.0%, 11/15/16 (144A)	113,220
2,000,000	B/B3	Seitel, Inc., 9.5%, 4/15/19	2,020,000
			\$ 7,104,877
Principal Amount USD (\$)	S&P/Moody's Ratings		Value
		Oil & Gas Exploration & Production - 14.0%	
1,200,000	CCC+/Caa1	Athlon Holdings LP / Athlon Finance Corp., 7.375%, 4/15/21 (144A)	\$ 1,260,000
775,000	BB-/B1	Berry Petroleum Co., 10.25%, 6/1/14	801,156
500,000	B-/B3	Comstock Resources, Inc., 7.75%, 4/1/19	531,250
1,830,000	B-/B3	Comstock Resources, Inc., 9.5%, 6/15/20	2,049,600
3,450,000	B/B2	EP Energy LLC / EP Energy Finance, Inc., 9.375%, 5/1/20	3,980,437
1,470,384(e)	B/B3	EPE Holdings LLC / EP Energy Bond Co., Inc., 8.875%, 12/15/17 (144A)	1,510,820
1,295,000	B-/Caa1	EPL Oil & Gas, Inc., 8.25%, 2/15/18	1,392,125
3,000,000	CCC/Caa1	Goodrich Petroleum Corp., 8.875%, 3/15/19	3,120,000
785,000	CCC+/Caa1	Halcon Resources Corp., 8.875%, 5/15/21	792,850

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1,205,000	CCC+/Caa1Halcon Resources Corp., 9.25%, 2/15/22 (144A)	1,226,088
2,035,000	CCC+/Caa1Halcon Resources Corp., 9.75%, 7/15/20	2,121,487
1,325,000	CCC+/Caa1Halcon Resources Corp., 9.75%, 7/15/20 (144A)	1,379,656
900,000	B-/Caa1Legacy Reserves LP / Legacy Reserves Finance Corp., 6.625%, 12/1/21 (144A)	870,750
2,235,000	B-/Caa1Lightstream Resources, Ltd., 8.625%, 2/1/20 (144A)	2,257,350
530,000	B-/Caa1Memorial Production Partners LP / Memorial Production Finance Corp., 7.625%, 5/1/21 (144A)	544,575
950,000	B-/Caa1Memorial Production Partners LP / Memorial Production Finance Corp., 7.625%, 5/1/21	976,125
2,000,000	B-/Caa1Midstates Petroleum Co., Inc., 9.25%, 6/1/21	2,090,000
1,050,000	B-/Caa1Midstates Petroleum Co., Inc., 10.75%, 10/1/20	1,141,875
2,400,000	B+/NRMIE Holdings Corp., 9.75%, 5/12/16 (144A)	2,544,000
2,750,000	B-/Caa1PetroQuest Energy, Inc., 10.0%, 9/1/17	2,853,125
1,110,000	B-/Caa1QR Energy LP / QRE Finance Corp., 9.25%, 8/1/20	1,148,850
3,380,000	CCC-/Caa3Quicksilver Resources, Inc., 7.125%, 4/1/16	3,303,950
2,200,000	B-/B3Resolute Energy Corp., 8.5%, 5/1/20	2,321,000
2,035,000	B-/B3RKI Exploration & Production LLC / RKI Finance Corp., 8.5%, 8/1/21 (144A)	2,141,838
1,497,000	BB-/B2Rosetta Resources, Inc., 9.5%, 4/15/18	1,601,790
5,500,000	CCC+/B3Samson Investment Co., 10.5%, 2/15/20 (144A)	5,995,000
2,735,000	CCC+/Caa1Sanchez Energy Corp., 7.75%, 6/15/21 (144A)	2,796,538
2,770,000	CCC+/Caa1Talos Production LLC / Talos Production Finance, Inc., 9.75%, 2/15/18 (144A)	2,832,325
		\$ 55,584,560
	Oil & Gas Refining & Marketing - 1.4%	

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3,000,000	CCC/Caa1	Seven Generations Energy, Ltd., 8.25%, 5/15/20 (144A)	\$ 3,240,000
2,215,000	BB+/Ba2	Tesoro Corp., 9.75%, 6/1/19	2,397,738
			\$ 5,637,738
		Oil & Gas Storage & Transportation - 0.5%	
1,524,000(a)	NR/Ba1e	Energy Transfer Partners LP, 3.259%, 11/1/66	\$ 1,386,840
350,000(c)	BBB-/Baa2	Enterprise Products Operating LLC, 8.375%, 8/1/66	387,800
			\$ 1,774,640
		Total Energy	\$ 84,344,440

Principal Amount USD (\$)	S&P/Moody's Ratings		Value
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		FINANCIALS - 0.6%	
		Diversified Capital Markets - 0.2%	
700,000(c)(f)	NR/NR	Credit Suisse Group AG, 7.5%, 12/11/49 (144A)	\$ 739,375
		Real Estate - 0.2%	
1,000,000	B/B2	Rialto Holdings LLC / Rialto Corp., 7.0%, 12/1/18 (144A)	\$ 1,010,000
		Reinsurance - 0.1%	
250,000(a)	NR/NR	Loma Reinsurance, Ltd., 17.061%, 1/8/18 (144A)	\$ 250,050
		Specialized Finance - 0.1%	
500,000(a)	NR/NR	Galileo Re, Ltd., 7.4%, 1/9/17 (144A)	\$ 512,950
		Total Financials	\$ 2,512,375

		FOOD, BEVERAGE & TOBACCO - 6.2%	
		Agricultural Products - 1.1%	
2,100,000	CCC+/Caa1	Pinnacle Operating Corp., 9.0%, 11/15/20 (144A)	\$ 2,228,625
1,215,000	B/B2	Southern States Cooperative, Inc., 10.0%, 8/15/21 (144A)	1,175,513
1,100,000	B/NR	Tonon Bioenergia SA, 9.25%, 1/24/20 (144A)	924,000
			\$ 4,328,138



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	Packaged Foods & Meats - 4.2%	
775,000	BB/Ba3 Bertin SA / Bertin Finance, Ltd., 10.25%, 10/5/16 (144A)	\$ 864,125
1,250,000	B+/B1 CFG Investment SAC, 9.75%, 7/30/19 (144A)	1,200,000
688,000	B/B1 Chiquita Brands International, Inc. / Chiquita Brands LLC, 7.875%, 2/1/21 (144A)	744,760
3,500,000	B/B3 FAGE Dairy Industry SA/FAGE USA Dairy Industry, Inc., 9.875%, 2/1/20 (144A)	3,657,500
1,000,000	B/B2 Marfrig Holding Europe BV, 8.375%, 5/9/18 (144A)	930,000
1,200,000	B/B2 Marfrig Holding Europe BV, 11.25%, 9/20/21 (144A)	1,146,000
3,400,000	BB-/B1 Minerva Luxembourg SA, 7.75%, 1/31/23 (144A)	3,374,500
400,000	BB-/B1 Minerva Luxembourg SA, 12.25%, 2/10/22 (144A)	460,000
4,000,000	BB-/B3 Pilgrim's Pride Corp., 7.875%, 12/15/18	4,360,000
		\$ 16,736,885
	Tobacco - 0.9%	
3,835,000	NR/Caa1 Alliance One International, Inc., 9.875%, 7/15/21	\$ 3,595,312
	Total Food, Beverage & Tobacco	\$ 24,660,335
	HEALTH CARE EQUIPMENT & SERVICES - 5.7%	
	Health Care Equipment & Services - 2.1%	
4,000,000	CCC+/Caa2 Accellent, Inc., 10.0%, 11/1/17	\$ 4,130,000
3,799,000	B+/B2 Physio-Control International, Inc., 9.875%, 1/15/19 (144A)	4,254,880
		\$ 8,384,880
	Health Care Facilities - 1.1%	
3,475,000	B-/B3 Kindred Healthcare, Inc., 8.25%, 6/1/19	\$ 3,700,875
600,000	CCC+/Caa1 United Surgical Partners, 9.0%, 4/1/20	672,000
		\$ 4,372,875

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Principal Amount USD (\$)	S&P/Moody's Ratings	Value
2,527,000	Health Care Services - 0.7% CCC+/Caa2Gentiva Health Services, Inc., 11.5%, 9/1/18	\$ 2,609,127
3,000,000	Health Care Supplies - 0.8% B-/Caa2Immucor, Inc., 11.125%, 8/15/19	\$ 3,375,000
900,000	Health Care Technology - 0.3% CCC+/Caa1Emdeon, Inc., 11.0%, 12/31/19	\$ 1,039,500
2,380,000	IT Consulting & Other Services - 0.7% CCC+/Caa1Truven Health Analytics, Inc., 10.625%, 6/1/20	\$ 2,692,375
	Total Health Care Equipment & Services	\$ 22,473,757
1,745,000	HOUSEHOLD & PERSONAL PRODUCTS - 1.1% Personal Products - 1.1% B+/B2Albea Beauty Holdings SA, 8.375%, 11/1/19 (144A)	\$ 1,814,800
2,315,000	CCC+/Caa1Monitronics International, Inc., 9.125%, 4/1/20	2,453,900
	Total Household & Personal Products	\$ 4,268,700
600,000(k)	INDUSTRIALS - 0.2% Aerospace & Defense - 0.2% NR/NRSilverton RE, Ltd., 0.0%, 9/16/16 (144A)	\$ 600,960
	Total Industrials	\$ 600,960
1,000,000	INSURANCE - 8.7% Insurance Brokers - 1.0% CCC+/Caa2Onex USI Acquisition Corp., 7.75%, 1/15/21 (144A)	\$ 1,022,500

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GBP	1,625,000	NR/Caa2Towergate Finance Plc, 10.5%, 2/15/19 (144A)	2,830,783 \$ 3,853,283
		Multi-Line Insurance - 1.5%	
	3,075,000(c)	BB/Baa3Liberty Mutual Group, Inc., 10.75%, 6/15/58 (144A)	\$ 4,597,125
	1,100,000	BBB/Baa2MetLife, Inc., 10.75%, 8/1/39	1,622,500 \$ 6,219,625
		Property & Casualty Insurance - 1.6%	
	5,300,000	BBB-/Baa3Hanover Insurance Corp., 7.625%, 10/15/25	\$ 6,223,276
	265,000(c)(f)	BB+/Ba2White Mountains Insurance Group, Ltd., 7.506%, 5/29/49 (144A)	273,074 \$ 6,496,350
		Reinsurance - 4.6%	
	250,000(a)	BB-/NRAtlas Reinsurance VII, Ltd., 8.117%, 1/7/16 (144A)	\$ 258,550
	500,000(a)	BB+/NRBlue Danube II, Ltd., 4.297%, 5/23/16 (144A)	505,050
	400,000(a)	NR/NRCaelus Re 2013, Ltd., 6.911%, 4/7/17 (144A)	413,400
	500,000(a)	BB-/NRCaelus Re, Ltd., 5.311%, 3/7/16 (144A)	506,900
	250,000(a)	NR/Ba2Combine Re, Ltd., 10.061%, 1/7/15 (144A)	267,475
	1,000,000(a)	NR/NRCombine Re, Ltd., 17.811%, 1/7/15 (144A)	1,098,700
	250,000(a)	BB-/NRCompass Re, Ltd., 10.311%, 1/8/15 (144A)	262,775
	250,000(a)	B+/NRCompass Re, Ltd., 11.311%, 1/8/15 (144A)	262,900
	250,000(a)	BB/NREast Lane Re V, Ltd., 9.061%, 3/16/16 (144A)	271,600
	400,000(a)	BB/NREast Lane Re, Ltd., 6.711%, 3/13/15 (144A)	415,200
	350,000(c)	BB-/NREmbarcadero Re, Ltd., 6.695%, 8/4/14 (144A)	355,495
	250,000(c)	BB-/NREmbarcadero Re, Ltd., 7.409%, 2/13/15 (144A)	258,125
	350,000(a)	BB+/NRFoundation Re III, Ltd., 5.061%, 2/25/15	358,785
	250,000(a)	BB-/NRIbis Re II, Ltd., 8.411%, 2/5/15 (144A)	259,250
	400,000(a)	B-/NRIbis Re II, Ltd., 13.561%, 2/5/15 (144A)	421,440
	800,000(a)	BB/NRLodestone Re, Ltd., 7.311%, 1/8/14 (144A)	800,160
	400,000(a)	BB/NR	404,560

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Principal Amount USD (\$)	S&P/Moody's Ratings	Value
750,000(a)	Longpoint Re, Ltd. III, 4.061%, 5/18/16 (144A) B/NRMystic Re, Ltd., 12.061%, 3/12/15 (144A)	799,800
Reinsurance (continued)		
250,000(a)	B+/NRMythen Re, Ltd. Series 2012-2 Class A, 8.549%, 1/5/17 (144A)	260,800
250,000(a)	NR/NRMythen Re, Ltd. Series 2013-1 Class B, 8.061%, 7/9/15 (144A)	260,525
600,000(a)	NR/B2Mythen, Ltd., 11.032%, 5/7/15 (144A)	647,460
500,000(a)	BB-/NRQueen Street II Capital, Ltd., 7.561%, 4/9/14 (144A)	504,850
250,000(a)	BB-/NRQueen Street V Re, Ltd., 8.561%, 4/9/15 (144A)	259,050
250,000(a)	B/NRQueen Street VI Re, Ltd., 10.411%, 4/9/15 (144A)	263,025
250,000(a)	B/NRQueen Street VII Re, Ltd., 8.661%, 4/8/16 (144A)	258,850
725,000(a)	B+/NRResidential Reinsurance 2011, Ltd., 8.811%, 6/6/15 (144A)	772,777
250,000(a)	NR/NRResidential Reinsurance 2011, Ltd., 8.961%, 12/6/15 (144A)	265,300
250,000(a)	BB-/NRResidential Reinsurance 2011, Ltd., 9.061%, 6/6/15 (144A)	267,200
450,000(a)	B-/NRResidential Reinsurance 2011, Ltd., 12.061%, 6/6/15 (144A)	481,365
250,000(a)	NR/NRResidential Reinsurance 2011, Ltd., 13.311%, 12/6/15 (144A)	267,350
250,000(a)	BB-/NRResidential Reinsurance 2012, Ltd., 5.811%, 12/6/16 (144A)	260,600
250,000(a)	BB-/NRResidential Reinsurance 2012, Ltd., 8.061%, 6/6/16 (144A)	276,650
250,000(a)	BB-/NRResidential Reinsurance 2012, Ltd., 10.061%, 6/6/16 (144A)	281,050
400,000(a)	NR/NR	436,360

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		Residential Reinsurance 2012, Ltd., 12.811%, 12/6/16 (144A)	
	250,000(a)	NR/NRResidential Reinsurance 2012, Ltd., 19.061%, 12/6/16 (144A)	281,200
	400,000(a)	NR/NRResidential Reinsurance 2012, Ltd., 22.061%, 6/6/16 (144A)	469,680
	250,000(a)	B-/NRResidential Reinsurance 2013, Ltd., 9.311%, 6/6/17 (144A)	258,475
	500,000(a)	BB/NRSanders Re, Ltd., 4.061%, 5/5/17 (144A)	496,300
	603,600(k)	NR/NRSector Re V, Ltd., 0.0%, 12/1/17 (144A)	602,820
	850,000(k)	NR/NRSector Re V, Ltd., 0.0%, 3/1/18 (144A)	998,240
	500,000(a)	NR/NRSuccessor X, Ltd., 13.061%, 2/25/14 (144A)	506,900
	250,000(a)	NR/NRSuccessor X, Ltd., 16.311%, 11/10/15 (144A)	260,975
	250,000(a)	NR/NRSuccessor X, Ltd., 16.561%, 1/27/15 (144A)	264,775
	300,000(a)	B+/NRTar Heel Re, Ltd., 8.561%, 5/9/16 (144A)	319,170
			\$ 18,141,912
		Total Insurance	\$ 34,711,170
		MATERIALS - 17.9%	
		Commodity Chemicals - 1.3%	
	3,250,000	BBB-/WRBasell Finance Co. BV, 8.1%, 3/15/27 (144A)	\$ 4,103,739
	1,100,000	BB-/B2Rain CII Carbon LLC / CII Carbon Corp., 8.25%, 1/15/21 (144A)	1,122,000
			\$ 5,225,739
		Construction Materials - 0.8%	
	3,000,000	B-/Caa2Texas Industries, Inc., 9.25%, 8/15/20	\$ 3,341,250
		Diversified Chemicals - 0.8%	
EUR	370,511	B-/Caa1INEOS Group Holdings SA, 7.875%, 2/15/16 (144A)	\$ 513,274
	1,597,000	B/B2Kinove German Bondco GmbH, 9.625%, 6/15/18 (144A)	1,764,685

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EUR	Principal Amount USD (\$)	S&P/Moody's Ratings	Value
	950,000	NR/Caa2Momentum Performance Materials, Inc., 9.5%, 1/15/21	1,086,800 \$ 3,364,759
	2,000,000	Diversified Metals & Mining - 2.1% B/B3Global Brass & Copper, Inc., 9.5%, 6/1/19	\$ 2,280,000
	3,000,000	CCC/Caa2Midwest Vanadium Pty, Ltd., 11.5%, 2/15/18 (144A)	2,490,000
	600,000(e)	NR/NRMirabela Nickel, Ltd., 3.5%, 3/28/14 (144A)	600,000
	2,775,000(d)	D/WRMirabela Nickel, Ltd., 8.75%, 4/15/18 (144A)	693,750
	1,200,000	CCC+/B3Molycorp, Inc., 10.0%, 6/1/20	1,191,000
	650,000	B-/Caa2Mongolian Mining Corp., 8.875%, 3/29/17 (144A)	513,500
	410,000	B/Caa1Prince Mineral Holding Corp., 11.5%, 12/15/19 (144A)	456,125 \$ 8,224,375
	4,000,000	Forest Products - 1.0% B-/B3Millar Western Forest Products, Ltd., 8.5%, 4/1/21	\$ 4,110,000
	3,055,000	Gold - 0.7% BB-/B1IAMGOLD Corp., 6.75%, 10/1/20 (144A)	\$ 2,627,300
	1,973,733(e)	Metal & Glass Containers - 1.9% CCC+/Caa2Ardagh Finance SA, 11.125%, 6/1/18 (144A)	\$ 2,111,894
EUR	2,250,000	CCC+/Caa1Ardagh Glass Finance Plc, 8.75%, 2/1/20 (144A)	3,279,375
	500,000	CCC+/Caa2Beverage Packaging Holdings Luxembourg II SA / Beverage Packaging Holdings II Is, 6.0%, 6/15/17 (144A)	506,250
	1,450,000	CCC+/Caa1BWAY Holdings Co., 10.0%, 6/15/18	1,573,250 \$ 7,470,769
		Paper Packaging - 2.6%	

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2,000,000	CCC+/Caa1Berry Plastics Corp., 9.5%, 5/15/18	\$ 2,145,000
2,150,057(b)	NR/NRBio Pappel SAB de CV, 10.0%, 8/27/16	2,155,432
2,220,000	B-/Caa2eExopack Holding Corp., 10.0%, 6/1/18 (144A)	2,408,700
445,000	B-/Caa2Exopack Holdings SA, 7.875%, 11/1/19 (144A)	453,900
2,500,000	B-/Caa1Pretium Packaging LLC / Pretium Finance, Inc., 11.5%, 4/1/16	2,668,750
500,000	BB/B1Sealed Air Corp., 8.125%, 9/15/19 (144A)	561,250
		\$ 10,393,032
	Paper Products - 0.8%	
1,590,000	CCC+/B2Appvion, Inc., 9.0%, 6/1/20 (144A)	\$ 1,605,900
776,000	B/B3Mercer International, Inc., 9.5%, 12/1/17	845,840
595,000	B-/Caa1Unifrax I LLC / Unifrax Holding Co., 7.5%, 2/15/19 (144A)	615,825
		\$ 3,067,565
	Specialty Chemicals - 0.7%	
2,600,000	CCC+/NRHexion US Finance Corp., 9.0%, 11/15/20	\$ 2,593,500
	Steel - 5.2%	
2,450,000	B-/Caa1AM Castle & Co., 12.75%, 12/15/16	\$ 2,744,000
1,200,000	B+/B3APERAM, 7.375%, 4/1/16 (144A)	1,233,000
1,764,000	B-/Caa1Atkore International, Inc., 9.875%, 1/1/18	1,896,300
3,550,000	CCC/Caa2Essar Steel Algoma, Inc., 9.875%, 6/15/15 (144A)	2,165,500
700,000	B-/Caa1Ferrexpo Finance Plc, 7.875%, 4/7/16 (144A)	679,000
1,900,000	NR/Caa1Metinvest BV, 8.75%, 2/14/18 (144A)	1,786,000
2,915,000	B/B2Optima Specialty Steel, Inc., 12.5%, 12/15/16 (144A)	3,199,213
1,804,000	B-/B3Permian Holdings, Inc., 10.5%, 1/15/18 (144A)	1,776,940
3,750,000	CCC+/NRRyerson, Inc., 9.0%, 10/15/17	3,975,000

Principal Amount USD (\$)	S&P/Moody's Ratings	Value
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		Steel (continued)	
	1,250,000	B-/B3Severstal Columbus LLC, 10.25%, 2/15/18	1,325,000 \$ 20,779,953
		Total Materials	\$ 71,198,242
		MEDIA - 4.5%	
		Broadcasting - 1.3%	
	1,000,000	B-/Caa2Intelsat Luxembourg SA, 7.75%, 6/1/21 (144A)	\$ 1,072,500
	3,805,000	B-/B3Townsquare Radio LLC / Townsquare Radio, Inc., 9.0%, 4/1/19 (144A)	4,118,912 \$ 5,191,412
		Cable - 1.0%	
EUR	1,200,000	B+/B1Nara Cable Funding, Ltd., 8.875%, 12/1/18 (144A)	\$ 1,788,732
	1,500,000	B-/Caa1Ono Finance II Plc, 10.875%, 7/15/19 (144A)	1,642,500
EUR	350,000	B-/Caa1Ono Finance II Plc, 11.125%, 7/15/19 (144A)	530,578 \$ 3,961,810
		Movies & Entertainment - 1.5%	
	2,765,000	CCC+/Caa1AMC Entertainment, Inc., 9.75%, 12/1/20	\$ 3,162,469
	1,400,000	B-/B2Gibson Brands, Inc., 8.875%, 8/1/18 (144A)	1,477,000
	1,900,000	CCC+/Caa1Production Resource Group, Inc., 8.875%, 5/1/19	1,372,750 \$ 6,012,219
		Publishing - 0.7%	
	400,000	B-/B3Interactive Data Corp., 10.25%, 8/1/18	\$ 438,500
	2,200,000(g)	B-/B3MPL 2 Acquisition Canco, Inc., 9.875%, 8/15/18 (144A)	2,299,000 \$ 2,737,500
		Total Media	\$ 17,902,941
		PHARMACEUTICALS, BIOTECHNOLOGY & LIFE SCIENCES - 1.3%	
		Biotechnology - 1.3%	
	1,400,000	B-/B3ConvaTec Healthcare E SA, 10.5%, 12/15/18 (144A)	\$ 1,573,250
	4,104,000	B-/Caa2Lantheus Medical Imaging, Inc., 9.75%, 5/15/17	3,652,560 \$ 5,225,810



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			Total Pharmaceuticals, Biotechnology & Life Sciences	
	1,500,000		REAL ESTATE - 0.4% Diversified REIT's - 0.4% B/Ba3CNL Lifestyle Properties, Inc., 7.25%, 4/15/19	\$ 1,545,000
			Total Real Estate	\$ 1,545,000
	685,000		RETAILING - 0.2% Speciality Stores - 0.2% B/B3Radio Systems Corp., 8.375%, 11/1/19 (144A)	\$ 751,788
			Total Retailing	\$ 751,788
	3,250,000		SEMICONDUCTORS & SEMICONDUCTOR EQUIPMENT - 0.8% Semiconductors - 0.8% B/B2Advanced Micro Devices, Inc., 7.5%, 8/15/22	\$ 3,152,500
CNH	1,000,000(d)		NR/NRLDK Solar Co., Ltd., 10.0%, 2/28/14	37,153
			Total Semiconductors & Semiconductor Equipment	\$ 3,189,653
	Principal Amount USD (\$)	S&P/Moody's Ratings		Value
	955,000		SOFTWARE & SERVICES - 3.2% Application Software - 0.3% B-/B3Interface Security Systems Holdings, Inc. / Interface Security Systems LLC, 9.25%, 1/15/18 (144A)	\$ 988,425
	1,783,000		Data Processing & Outsourced Services - 1.6% B-/Caa1First Data Corp., 8.25%, 1/15/21 (144A)	\$ 1,896,666
	650,000		B-/Caa1First Data Corp., 10.625%, 6/15/21 (144A)	704,438

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1,783,000	B-/Caa1	First Data Corp., 12.625%, 1/15/21	2,092,796
1,650,000(e)	B-/Caa1	Igloo Holdings Corp., 8.25%, 12/15/17 (144A)	1,680,938
			\$ 6,374,838
		Systems Software - 1.3%	
5,509,397(e)(g)	NR/NR	Pegasus Solutions, Inc., 13.0%, 4/15/14 (144A)	\$ 5,123,739
		Total Software & Services	\$ 12,487,002
		TECHNOLOGY HARDWARE & EQUIPMENT - 0.8%	
		Communications Equipment - 0.7%	
1,350,000(e)	B/B3	CommScope Holding Co., Inc., 6.625%, 6/1/20 (144A)	\$ 1,404,000
1,500,000	CCC+/B3	CPI International, Inc., 8.0%, 2/15/18	1,567,500
			\$ 2,971,500
		Electronic Equipment & Instruments - 0.1%	
350,000	BB-/B1	Viasystems, Inc., 7.875%, 5/1/19 (144A)	\$ 378,437
		Total Technology Hardware & Equipment	\$ 3,349,937
		TELECOMMUNICATION SERVICES - 1.8%	
		Alternative Carriers - 0.1%	
600,000	NR/WR	PAETEC Holding Corp., 9.875%, 12/1/18	\$ 670,500
		Integrated Telecommunication Services - 1.3%	
3,539,000	CCC+/Caa1	Cincinnati Bell, Inc., 8.75%, 3/15/18	\$ 3,715,950
1,400,000	BB-/Ba2	Frontier Communications Corp., 7.625%, 4/15/24	1,396,500
			\$ 5,112,450
		Wireless Telecommunication Services - 0.4%	
300,000	B-/P)B3	Altice Finco S.A., 8.125%, 1/15/24 (144A)	\$ 311,250
400,000	NR/NR	Unison Ground Lease Funding LLC, 5.78%,	379,091

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		3/15/20 (144A)	
725,000	BB-/Ba3	Vimpel Communications Via VIP Finance Ireland, Ltd. OJSC, 9.125%, 4/30/18 (144A)	850,063 \$ 1,540,404
		Total Telecommunication Services	\$ 7,323,354
		TRANSPORTATION - 3.7% Air Freight & Logistics - 0.2%	
720,000	CCC-/Caa2	CEVA Group Plc, 11.625%, 10/1/16 (144A)	\$ 752,400
		Airlines - 1.1%	
500,000	B-/NR	Gol Finance, 9.25%, 7/20/20 (144A)	\$ 440,000
600,000	B/B2	United Continental Holdings, Inc., 6.375%, 6/1/18	627,000
3,500,000	B/B2	United Continental Holdings, Inc., 8.0%, 7/15/24	3,510,500 \$ 4,577,500
		Airport Services - 0.1%	
575,000	BB-/Ba3	Aeropuertos Dominicanos Siglo XXI SA, 9.25%, 11/13/19 (144A)	\$ 566,375
		Marine - 0.1%	
295,000	B+/B3	Navios South American Logistics, Inc./Navios Logistics Finance US, Inc., 9.25%, 4/15/19	\$ 318,231
Principal Amount USD (\$)	S&P/Moody's Ratings		Value
		Railroads - 0.3%	
1,116,919(e)	CCC/Caa3	Florida East Coast Holdings Corp., 10.5%, 8/1/17	\$ 1,150,427
		Trucking - 1.9%	
3,500,000	B-/B2	Jack Cooper Holdings Corp., 9.25%, 6/1/20 (144A)	3,771,250
1,375,000	B+/B3	Swift Services Holdings, Inc., 10.0%, 11/15/18	1,529,687
2,000,000	CCC+/Caa1	Syncreon Group BV / Syncreon Global Finance US, Inc., 8.625%, 11/1/21 (144A)	2,070,000

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			\$ 7,370,937
		Total Transportation	\$ 14,735,870
		UTILITIES - 1.6%	
		Electric Utilities - 0.9%	
310,000	NR/Caa3	Empresa Distribuidora Y Comercializadora Norte, 9.75%, 10/25/22 (144A)	\$ 210,025
1,010,000(c)	BB+/Ba1	Enel SpA, 8.75%, 9/24/73 (144A)	1,098,241
885,000	CCC+/B3	Energy Future Intermediate Holding Co., LLC / EFIH Finance, Inc., 10.0%, 12/1/20 (144A)	938,100
1,000,000	BBB-/Ba1	PNM Resources, Inc., 9.25%, 5/15/15	1,112,500
350,000	CCC-/Caa3	Texas Competitive Electric Holdings Co., LLC / TCEH Finance, Inc., 11.5%, 10/1/20 (144A)	257,250
			\$ 3,616,116
		Multi-Utilities - 0.7%	
2,704,905	NR/NR	Ormat Funding Corp., 8.25%, 12/30/20	\$ 2,596,709
		Total Utilities	\$ 6,212,825
		TOTAL CORPORATE BONDS & NOTES (Cost \$404,402,933)	\$ 421,736,711
		CONVERTIBLE BONDS & NOTES - 5.3% of Net Assets	
		CAPITAL GOODS - 0.9%	
		Construction & Farm Machinery & Heavy Trucks - 0.9%	
2,625,000	B-/NR	Meritor, Inc., 7.875%, 3/1/26 (144A)	\$ 3,768,516
		Total Capital Goods	\$ 3,768,516
		DIVERSIFIED FINANCIALS - 0.1%	
		Asset Management & Custody Banks - 0.1%	
400,000	BBB/NR		\$ 425,500

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		Apollo Investment Corp., 5.75%, 1/15/16	
		Total Diversified Financials	\$ 425,500
		ENERGY - 1.4%	
		Coal & Consumable Fuels - 0.5%	
1,905,000		CCC+/NRMassey Energy Co., 3.25%, 8/1/15	\$ 1,897,856
		Oil & Gas Drilling - 0.6%	
2,265,000(b)		NR/NRHercules Offshore, Inc., 0.0%, 6/1/38	\$ 2,242,350
		Oil & Gas Exploration & Production - 0.3%	
1,340,000		BB-/Ba3Chesapeake Energy Corp., 2.5%, 5/15/37	\$ 1,360,100
		Total Energy	\$ 5,500,306
		HEALTH CARE - 0.2%	
		Biotechnology - 0.2%	
1,400,000		NR/NRCorsicanto, Ltd., 3.5%, 1/15/32	\$ 987,875
		Total Health Care	\$ 987,875
		HEALTH CARE EQUIPMENT & SERVICES - 1.1%	
		Health Care Equipment & Services - 0.8%	
2,837,000(b)		B+/NRHologic, Inc., 2.0%, 12/15/37	\$ 3,306,878
		Health Care Facilities - 0.2%	
780,000		B/NRLifePoint Hospitals, Inc., 3.5%, 5/15/14	\$ 847,762
Principal Amount USD (\$)	S&P/Moody's Ratings		Value
		Health Care Services - 0.1%	
361,000	B+/B2		\$ 385,819

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		Omnicare, Inc., 3.25%, 12/15/35	
		Total Health Care Equipment & Services	\$ 4,540,459
		MATERIALS - 0.9% Diversified Chemicals - 0.9%	
4,000,000(j)	B+/NR	Hercules, Inc., 6.5%, 6/30/29	\$ 3,480,000
		Total Materials	\$ 3,480,000
		MEDIA - 0.5% Movies & Entertainment - 0.5%	
1,832,000	B/NR	Live Nation Entertainment, Inc., 2.875%, 7/15/27	\$ 1,859,480
		Total Media	\$ 1,859,480
		SEMICONDUCTORS & SEMICONDUCTOR EQUIPMENT - 0.2% Semiconductors - 0.2%	
750,000	NR/NR	ReneSola, Ltd., 4.125%, 3/15/18 (144A)	\$ 592,500
42,000(d)	NR/NR	Suntech Power Holdings Co., Ltd., 3.0%, 3/15/13	4,200
		Total Semiconductors & Semiconductor Equipment	\$ 596,700
		TOTAL CONVERTIBLE BONDS & NOTES (Cost \$16,858,386)	\$ 21,158,836
		SOVEREIGN DEBT OBLIGATIONS - 0.8% of Net Assets Argentina - 0.3%	
1,200,000	CCC+/Caa1	City of Buenos Aires, 12.5%, 4/6/15 (144A)	\$ 1,254,000
		Russia - 0.5%	
1,658,800(b)	BBB/Baa1	Russian Government International Bond, 7.5%, 3/31/30	\$ 1,932,834

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		TOTAL SOVEREIGN DEBT OBLIGATIONS (Cost \$2,383,384)	\$ 3,186,834
		TAX EXEMPT OBLIGATIONS - 4.3% of Net Assets Indiana - 0.4%	
1,650,000	NR/Baa3	East Chicago Indiana Exempt Facilities Revenue, 7.0%, 1/1/14	\$ 1,650,000
4,525,000(c)	B/B2	New Jersey - 1.1% New Jersey Economic Development Authority Revenue, 7.0%, 11/15/30	\$ 4,520,475
3,475,000	BB/B2	New York - 0.9% New York City Industrial Development Agency Revenue, 7.625%, 12/1/32	\$ 3,491,124
1,670,000	NR/NR	North Carolina - 1.9% Charlotte North Carolina Special Facilities Revenue, 7.75%, 2/1/28	\$ 1,671,236
6,300,000	NR/NR	Charlotte Special Facilities Revenue, 5.6%, 7/1/27	5,930,253 \$ 7,601,489
		TOTAL TAX EXEMPT OBLIGATIONS (Cost \$13,098,222)	\$ 17,263,088
		MUNICIPAL COLLATERALIZED DEBT OBLIGATION - 0.2% of Net Assets	
3,300,000(c)(g)	NR/NR	Non-Profit Preferred Funding Trust I, 0.0%, 9/15/37 (144A)	\$ 657,855
		TOTAL MUNICIPAL COLLATERALIZED DEBT OBLIGATION (Cost \$3,293,609)	\$ 657,855

Shares

Value

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	COMMON STOCKS - 2.5%	
	of Net Assets	
	CAPITAL GOODS - 0.2%	
	Building Products - 0.2%	
894(g)(h)(l)	Panolam Holdings Co.	\$ 715,200
	Total Capital Goods	\$ 715,200
	MATERIALS - 0.5%	
	Diversified Metals & Mining	
	- 0.5%	
3,402	Freeport-McMoRan Copper	
	& Gold, Inc. Class B	\$ 128,392
22,908	Lyondell Basell Industries	
	NV, Class A	1,839,054
		\$ 1,967,446
	Total Materials	\$ 1,967,446
	PHARMACEUTICALS,	
	BIOTECHNOLOGY &	
	LIFE SCIENCES - 0.2%	
	Pharmaceuticals - 0.2%	
17,818	Teva Pharmaceutical	
	Industries, Ltd. (A.D.R.)	\$ 714,145
	Total Pharmaceuticals,	
	Biotechnology & Life	
	Sciences	\$ 714,145
	SOFTWARE & SERVICES	
	- 0.0%†	
	Systems Software - 0.0%†	
10,942(g)(l)	Perseus Holding Corp.	\$ 27,355
	Total Software & Services	\$ 27,355
	TRANSPORTATION - 1.6%	
	Air Freight & Logistics -	
	0.8%	
3,266(l)	CEVA Holdings LLC	\$ 3,102,453
	Airlines - 0.6%	
95,830	Delta Air Lines, Inc.	\$ 2,632,450



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877,784(g)(l)	Marine - 0.2%	
	Horizon Lines, Inc., Class A	\$ 737,339
	Total Transportation	\$ 6,472,242
	TOTAL COMMON STOCKS	
	(Cost \$8,977,408)	\$ 9,896,388
	CONVERTIBLE PREFERRED STOCK	
	- 0.5% of Net Assets	
	DIVERSIFIED FINANCIALS - 0.5%	
	Other Diversified Financial Services - 0.5%	
1,880(f)	Bank of America Corp., 7.25%	\$ 1,994,680
	Total Diversified Financials	\$ 1,994,680
	TOTAL CONVERTIBLE PREFERRED STOCK	
	(Cost \$1,383,242)	\$ 1,994,680
	PREFERRED STOCKS	
	- 3.0% of Net Assets	
	BANKS - 0.8%	
	Diversified Banks - 0.8%	
3,000(c)(f)	AgStar Financial Services ACA, 6.75% (144A)	\$ 2,958,562
	Total Banks	\$ 2,958,562
	DIVERSIFIED FINANCIALS - 0.9%	
	Other Diversified Financial Services - 0.9%	
132,750(c)	GMAC Capital Trust I, 8.125%	\$ 3,549,735
	Total Diversified Financials	\$ 3,549,735
	ENERGY - 0.2%	

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	Oil & Gas Storage & Transportation - 0.2%	
33,350(c)	NuStar Logistics LP, 7.625%	\$ 849,424
	Total Energy	\$ 849,424
Shares		Value
	INSURANCE - 1.0%	
	Reinsurance - 1.0%	
1,200,000(l)	Altair Re	\$ 1,320,240
840,000(l)	Altair Re II Ltd.	840,000
8,500(l)	Lorenz Re, Ltd.	947,920
950,000(l)	Pangaea Re	1,020,994
		\$ 4,129,154
	Total Insurance	\$ 4,129,154
	SOFTWARE & SERVICES - 0.1%	
	Systems Software - 0.1%	
5,745(g)(l)	Perseus Holding Corp., 14.0% (144A)	\$ 471,090
	Total Software & Services	\$ 471,090
	TOTAL PREFERRED STOCKS (Cost \$10,993,234)	\$ 11,957,965
	RIGHTS/WARRANTS - 0.0%† of Net Assets	
	AUTOMOBILES & COMPONENTS - 0.0%†	
	Auto Parts & Equipment - 0.0%†	
344(l)	Lear Corp., Expires 11/9/14	\$ 56,089
	Total Automobiles & Components	\$ 56,089
	ENERGY - 0.0%†	
	Oil & Gas Equipment & Services - 0.0%†	
650(d)(g)(l)		\$ 657

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Green Field Energy Services,  
Inc., Expires 11/15/21  
(144A)

Total Energy \$ 657

TOTAL  
RIGHTS/WARRANTS  
(Cost \$42,353) \$ 56,746

TOTAL INVESTMENTS IN  
SECURITIES - 131.5%  
(Cost - \$495,680,152) (m)  
(n) \$ 522,110,956

OTHER ASSETS AND  
LIABILITIES -6.5% \$ 25,789,391

PREFERRED SHARES AT  
REDEMPTION VALUE,  
INCLUDING DIVIDENDS  
PAYABLE - (38.0)% \$ (151,002,319)

NET ASSETS  
APPLICABLE TO  
COMMON  
SHAREOWNERS -100.0% \$ 396,898,028

Notional Principal	Credit Default Swap Agreement	Unrealized	Appreciation
\$ 2,000,000	JPMorgan Chase & Co., Goodyear Tire & Rubber Co., 5.0%, 12/20/2017		\$ 326,425
	TOTAL CREDIT DEFAULT SWAP AGREEMENT (Cost \$(65,000))		\$ 326,425

NR  
WR  
(144A)

Security not rated by S&P or Moody's.  
Rating withdrawn by either S&P or Moody's.  
Security is exempt from registration under Rule 144A of the  
Securities Act of 1933. Such securities may be resold normally to  
qualified institutional buyers in a transaction exempt from  
registration. At December 31, 2013, the value of these securities  
amounted to \$229,341,964, or 57.8% of total net assets applicable to  
common shareowners.

† Amount rounds to less than 0.1%.

\*

Senior secured floating rate loan interests in which the Trust invests generally pay interest at rates that are periodically redetermined by reference to a base lending plus a premium. These base lending rates are generally (i) the lending rate offered by one or more major European banks, such as LIBOR (London InterBank Offered Rate), (ii) the prime rate offered by one or more major United States banks, (iii) the certificate of deposit or (iv) other base lending rates used by commercial lenders. The interest rate shown is the rate accruing at December 31, 2013.

- (a) Floating rate note. The rate shown is the coupon rate at December 31, 2013.
- (b) Debt obligation initially issued at one coupon which converts to a higher coupon at a specific date. The rate shown is the rate at December 31, 2013.
- (c) The interest rate is subject to change periodically. The interest is shown is the rate at December 31, 2013.
- (d) Security is in default and is non income producing.
- (e) Payment in Kind (PIK) security which may pay interest in the form of additional principal amount.
- (f) Security is perpetual in nature and has no stated maturity date.
- (g) Indicates a security that has been deemed as illiquid. As of December 31, 2013 the aggregate cost of illiquid securities in the Trust's portfolio was \$15,934,984. As of that date, the aggregate value of illiquid securities in the Trust's portfolio of \$11,684,965 represented 2.9% of total net assets applicable to common shareowners.
- (h) Security is valued using fair value methods (other than prices supplied by independent pricing services).
- (i) The company is scheduled for approval of a reorganization plan.
- (j) Security is priced as a unit.
- (k) Security issued with a zero coupon. Income is recognized through accretion of discount.
- (l) Non-income producing.

- (m) At December 31, 2013, the net unrealized appreciation on investments based on cost for federal tax purposes of \$498,013,019 was as follows:

Aggregate gross unrealized appreciation for all investments in which there is an excess of value over tax cost	\$ 49,221,531
Aggregate gross unrealized depreciation for all investments in which there is an excess of tax cost over value	(25,123,594)
Net unrealized appreciation	\$ 24,097,937

For financial reporting purposes net unrealized appreciation on investments was \$26,430,804 and cost of investments aggregated \$495,680,152.

(n) Distributions of Investments by country of issue, as a percentage of total investments in securities, is as follows:

United States	76.9%
Canada	3.5
Luxembourg	3.0
Cayman Islands	2.4
Netherlands	2.2
Ireland	1.9
United Kingdom	1.4
Bermuda	1.3
Australia	1.1
Other (individually less than 1%)	6.3
	100.0%

Glossary of Terms:

(A.D.R.) American Depositary Receipt

Principal amounts are denominated in U.S. dollars unless otherwise noted.

EUR	-	Euro
CNH	-	New Chinese Yuan
GBP	-	Great British Pound

Various inputs are used in determining the value of the Trust's investments. These inputs are summarized in the three broad levels below.

Level 1 - quoted prices in active markets for identical securities.

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

Level 3 - significant unobservable inputs (including the Trust's own assumptions in determining fair value of investments).

Generally, equity securities are categorized as Level 1, fixed income securities and senior loans are categorized as Level 2, and securities valued using fair value methods (other than prices supplied by independent pricing services) as level 3.

The following is a summary of the inputs used as of December 31, 2013, in valuing the Trust's investments.

	Level 1	Level 2	Level 3	Total
Asset Backed Securities	\$-	\$5,935,869	\$-	\$5,935,869
Collateralized Mortgage Obligations	-	3,542,581	-	3,542,581
Senior Secured Floating Rate Loan Interests	-	24,723,403	-	24,723,403
Tax Exempt Obligations	-	17,263,088	-	17,263,088
Corporate Bonds & Notes				
Other Diversified Financial Services	-	-	1,652,730	1,652,730
Reinsurance	-	16,540,852	1,601,060	18,141,912
All Other	-	401,942,069	-	401,942,069
Convertible Bonds & Notes	-	21,158,836	-	21,158,836
Municipal Collateralized Debt Obligation	-	657,855	-	657,855
Sovereign Debt Obligations	-	3,186,834	-	3,186,834
Common Stocks				

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Air Freight & Logistics	–	3,102,453	–	3,102,453
Building Products	–	–	715,200	715,200
Systems Software	–	27,355	–	27,355
All Other	6,051,380	–	–	6,051,380
Convertible Preferred Stock:	1,994,680	–	–	1,994,680
Preferred Stocks				
Reinsurance	–	–	4,129,154	4,129,154
Diversified Banks	–	2,958,562	–	2,958,562
Systems Software	–	471,090	–	471,090
All Other	4,399,159	–	–	4,399,159
Rights/Warrants				
Oil & Gas Equipment & Services	–	657	–	657
All Other	56,089	–	–	56,089
Total Investments in Securities	\$12,501,308	\$501,511,504	\$8,098,144	\$522,110,956
Other Financial Instruments				
Forward Foreign Currency Contracts	\$–	\$(492,932 )	\$–	\$(492,932 )
Credit Default Swap Agreement	–	326,425	–	326,425
Total Other Financial Instruments	\$–	\$(166,507 )	\$–	\$(166,507 )

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The following is a reconciliation of assets valued using significant unobservable inputs (level 3):

	Balance as of 3/31/13	Realized gain (loss)	Change in Unrealized appreciation (depreciation)	Purchases	Sales	Accrued discounts/ premium	Transfers in to Level 3*	Transfers out of Level 3*	Balance as of 12/31/13
Corporate Bonds & Notes Other Diversified Financial Services	\$1,772,245	\$-	\$ (119,977 )	\$-	\$-	\$ 462	\$-	\$-	\$1,652,730
Reinsurance	-	3,600	111,640	600,000	(600,000)	-	1,485,820	-	1,601,060
Common Stocks Building Products	522,096	-	193,104	-	-	-	-	-	715,200
Preferred Stocks Reinsurance	-	-	292,094	3,837,060	-	-	-	-	4,129,154
<b>Total</b>	<b>\$2,294,341</b>	<b>\$3,600</b>	<b>\$ 476,861</b>	<b>\$4,437,060</b>	<b>\$(600,000)</b>	<b>\$ 462</b>	<b>\$1,485,820</b>	<b>\$-</b>	<b>\$8,098,144</b>

\* Transfers are calculated on the beginning of period value

Net change in unrealized appreciation of Level 3 investments still held and considered  
Level 3 at 12/31/13: 476,861

Open portfolio hedges at December 31, 2013, were as follows:

Currency	Net Contracts In To Receive/ (Deliver)	Exchange for US\$	Settlement Date	US\$ Value	Net Unrealized Appreciation/ Depreciation



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EUR (European Dollar)	(1,400,000)	\$(1,932,756)	04/24/14	\$ (1,925,028)	\$ 7,728
EUR (European Dollar)	(1,500,000)	(1,991,658)	04/24/14	(2,062,530)	(70,872)
EUR (European Dollar)	(3,694,000)	(4,814,069)	04/24/14	(5,079,325)	(265,256)
GBP (Pound Sterling)	(700,000)	(1,119,837)	03/28/14	(1,158,994)	(39,157)
GBP (Pound Sterling)	(886,000)	(1,341,581)	03/28/14	(1,466,956)	(125,375)
Total					(492,932)

As of December 31, 2013, the Trust had no unfunded loan commitments. The Trust had the following bridge loan outstanding at December 31, 2013.

Borrower	Par	Cost	Value	Unrealized Appreciation (Depreciation)
Delta Patheon Holdings	\$2,900,000	\$2,900,000	\$2,900,000	\$-

ITEM 2. CONTROLS AND PROCEDURES. (a) Disclose the conclusions of the registrant's principal executive and principal financial officers, or persons performing similar functions, regarding the effectiveness of the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Act (17 CFR 270.30a-3(c))) as of a date within 90 days of the filing date of the report that includes the disclosure required by this paragraph, based on the evaluation of these controls and procedures required by Rule 30a-3(b) under the Act (17 CFR 270.30a-3(b)) and Rule 13a-15(b) or 15d-15(b) under the Exchange Act (17 CFR 240.13a-15(b) or 240.15d-15(b)). The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures are effective based on their evaluation of these controls and procedures as of a date within 90 days of the filing date of this report. (b) Disclose any change in the registrant's internal controls over financial reporting (as defined in Rule 30a-3(d) under the Act (17 CFR 270.30a-3(d))) that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting. There were no significant changes in the registrant's internal control over financial reporting that occurred during the second fiscal quarter of the period covered by this report that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting. ITEM 3. EXHIBITS. File as exhibits as part of this Form a separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the Act (17 CFR 270.30a-2(a)), exactly as set forth below: CERTIFICATIONS I, [identify the certifying individual], certify that: 1. I have reviewed this report on Form N-Q of [identify registrant]; 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3. Based on my knowledge, the schedules of investments included in this report fairly present in all material respects the investments of the registrant as of the end of the fiscal quarter for which the report is filed; 4. The registrants other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940) and internal control over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940) for the registrant and have: (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable

assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; (c) Evaluated the effectiveness of the registrants disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of a date within 90 days prior to the filing date of this report, based on such evaluation; and (d) Disclosed in this report any change in the registrants internal control over financial reporting that occurred during the registrants most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrants internal control over financial reporting; and 5. The registrants other certifying officer(s) and I have disclosed to the registrants auditors and the audit committee of the registrants board of directors (or persons performing the equivalent functions): (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrants ability to record, process, summarize, and report financial information; and (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrants internal control over financial reporting. Date: [Signature] [Title] Filed herewith. <PAGE> SIGNATURES [See General Instruction F] 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) Pioneer High Income Trust By (Signature and Title)\* /s/ Daniel K. Kingsbury ----- Daniel K. Kingsbury, President Date February 28, 2014 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/ Daniel K. Kingsbury ----- Daniel K. Kingsbury, President Date February 28, 2014 By (Signature and Title)\* /s/ Mark Bradley ----- Mark Bradley, Treasurer Date February 28, 2014 \* Print the name and title of each signing officer under his or her signature.