Mirati Therapeutics, Inc. Form SC 13G/A January 09, 2017 **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549 SCHEDULE 13G Under the Securities Exchange Act of 1934 (Amendment No. 1)\* Mirati Therapeutics, Inc. (Name of Issuer) Common Stock, \$0.001 par value (Title of Class of Securities) 60468T105 (CUSIP Number) December 31, 2016 (Date of Event Which Requires Filing of this Statement) Check the appropriate box to designate the rule pursuant to which this Schedule is filed: [ ] Rule 13d-1(b) [X] Rule 13d-1(c) [\_] Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

# CUSIP No 60468T105

NAME OF

1. REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES

Broadfin Capital, LLC

ONLY)

APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a) [\_]
(b) [X]

CHECK THE

3. SEC USE ONLY

CITIZENSHIP
OR PLACE
OF
ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE 5. VOTING POWER

0

```
SHARED
6. VOTING
  POWER
  826,001
  SOLE
7. DISPOSITIVE
  POWER
  0
  SHARED
8. DISPOSITIVE
  POWER
  826,001
  AGGREGATE
  AMOUNT
  BENEFICIALLY
  OWNED BY EACH
  REPORTING
  PERSON
  826,001
  CHECK
  BOX IF
  THE
  AGGREGATE
  AMOUNT
10.IN ROW (9)
  EXCLUDES
  CERTAIN
  SHARES
  (SEE
  INSTRUCTIONS)
           [_]
  PERCENT
  OF CLASS
  REPRESENTED
11. BY
  AMOUNT
  IN ROW (9)
  4.15%
```

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO, IA

# CUSIP No 60468T105

1. NAME OF REPORTING
PERSONS
I.R.S. IDENTIFICATION NOS.
OF ABOVE PERSONS
(ENTITIES ONLY)

Broadfin Healthcare Master Fund, Ltd.

- 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
  - (a) [\_]
  - (b) [X]

- 3. SEC USE ONLY
- 4. CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

826,001

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

826,001

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

826,001

10.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

[\_]

PERCENT OF CLASS 11.REPRESENTED BY AMOUNT IN ROW (9)

4.15%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

# CUSIP No 60468T105

NAME OF 1. REPORTING PERSONS

I.R.S.

**IDENTIFICATION** 

NOS. OF

**ABOVE** 

**PERSONS** 

(ENTITIES

ONLY)

Kevin

Kotler

CHECK THE

**APPROPRIATE** 

BOX IF A

L. MEMBER OF A

**GROUP (SEE** 

INSTRUCTIONS)

(a) [\_]

(b) [X]

3. SEC USE ONLY

**CITIZENSHIP** 

OR PLACE

4. OF

**ORGANIZATION** 

United

States of

America

NUMBER OF

**SHARES** 

**BENEFICIALLY** 

OWNED BY EACH

**REPORTING** 

PERSON WITH

**SOLE** 

5. VOTING

POWER

0

**SHARED** 

6. VOTING **POWER** 

826,001

**SOLE** 

7. DISPOSITIVE **POWER** 

0

**SHARED** 

8. DISPOSITIVE **POWER** 

826,001

**AGGREGATE** 

**AMOUNT** 

BENEFICIALLY

OWNED BY EACH

**REPORTING** 

**PERSON** 

826,001

**CHECK** 

**BOX IF** 

THE

**AGGREGATE** 

**AMOUNT** 

10.IN ROW (9)

**EXCLUDES** 

**CERTAIN** 

**SHARES** 

(SEE

**INSTRUCTIONS**)

 $[\_]$ 

**PERCENT** 

OF CLASS

REPRESENTED 11. BY

**AMOUNT** 

IN ROW (9)

4.15%

TYPE OF REPORTING 12.PERSON (SEE INSTRUCTIONS)

IN, HC

#### CUSIP No 60468T105

### Item 1. (a). Name of Issuer:

Mirati Therapeutics, Inc.

### (b). Address of Issuer's Principal Executive Offices:

9393 Towne Centre Drive, Suite 200 San Diego, California 92121

### Item 2. (a). Name of Person Filing:

Broadfin Capital, LLC Broadfin Healthcare Master Fund, Ltd. Kevin Kotler

### (b). Address of Principal Business Office, or if None, Residence:

Broadfin Capital, LLC 300 Park Avenue, 25<sup>th</sup> Floor New York, New York 10022 United States of America

Broadfin Healthcare Master Fund, Ltd. 20 Genesis Close Ansbacher House, Second Floor P.O. Box 1344 Grand Cayman KY1-1108 Cayman Islands

Kevin Kotler c/o Broadfin Capital, LLC 300 Park Avenue, 25<sup>th</sup> Floor New York, New York 10022 United States of America

#### (c) Citizenship:

Broadfin Capital, LLC – Delaware Broadfin Healthcare Master Fund, Ltd. – Cayman Islands Kevin Kotler – United States of America

### (d). Title of Class of Securities:

Common Stock, \$0.001 par value

(e). CUSIP Number:

60468T105

Item 3. This Statement is filed pursuant to ss.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is
(a) [_] Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 78c).
(b)[_]Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).
(c) [_] Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).
(d)[_]Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
(e) [_] An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
(f) [_] An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
(g)[_]A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
(h)[_]A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
(i) [_] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
(j) [_] Group, in accordance with s.240.13d-1(b)(1)(ii)(J).
Item 4. Ownership.
Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.
(a) Amount beneficially owned:
Broadfin Capital, LLC – 826,001 Broadfin Healthcare Master Fund, Ltd. – 826,001 Kevin Kotler – 826,001
(b) Percent of class:
Broadfin Capital, LLC – 4.15% Broadfin Healthcare Master Fund, Ltd. – 4.15% Kevin Kotler – 4.15%
(c) Number of shares as to which the person has:
(i) Sole power to vote or to direct the vote
Broadfin Capital, LLC – 0 Broadfin Healthcare Master Fund, Ltd. – 0

Kevin Kotler – 0

(ii) Shared power to vote or to direct the vote

Broadfin Capital, LLC – 826,001 Broadfin Healthcare Master Fund, Ltd. – 826,001 Kevin Kotler – 826,001

(iii) Sole power to dispose or to direct the disposition of

Broadfin Capital, LLC -0Broadfin Healthcare Master Fund, Ltd. -0Kevin Kotler -0

(iv) Shared power to dispose or to direct the disposition of

Broadfin Capital, LLC – 826,001 Broadfin Healthcare Master Fund, Ltd. – 826,001 Kevin Kotler – 826,001

Ownership of Five Percent or Less of a Class. 5.

> If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

> This final amendment reflects that each Reporting Person has ceased to be the beneficial owner of more than five percent of the Common Stock of the issuer.

Item Ownership of More Than Five Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

N/A

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

If a parent holding company or control person has filed this schedule, pursuant to Rule 13d-1(b)(1)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company or control person has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

See Exhibit A attached hereto.

Identification and Classification of Members of the Group.

If a group has filed this schedule pursuant to §240.13d-1(b)(1)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to §240.13d-1(c) or §240.13d-1(d), attach an exhibit stating the identity of each member of the group.

N/A

Item

Notice of Dissolution of Group.

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. See Item 5.

N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 9, 2017 (Date)

BROADFIN CAPITAL, LLC\* By: /s/ Kevin Kotler (Signature)

Kevin Kotler, Managing Member (Name/Title)

January 9, 2017 (Date)

BROADFIN HEALTHCARE MASTER FUND, LTD. By: /s/ Kevin Kotler (Signature)

Kevin Kotler, Director (Name/Title)

January 9, 2017 (Date)

By: /s/ Kevin Kotler\* (Signature)

Kevin Kotler (Name/Title)

\*The Reporting Persons disclaim beneficial ownership in the shares reported herein except to the extent of their pecuniary interest therein.

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of

such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

#### **AGREEMENT**

The undersigned agree that this Schedule 13G/A dated January 9, 2017 relating to the Common Stock, \$0.001 par value of Mirati Therapeutics, Inc. shall be filed on behalf of the undersigned.

January 9, 2017 (Date)

BROADFIN CAPITAL, LLC By: /s/ Kevin Kotler (Signature)

Kevin Kotler, Managing Member (Name/Title)

January 9, 2017 (Date)

BROADFIN HEALTHCARE MASTER FUND, LTD. By: /s/ Kevin Kotler (Signature)

Kevin Kotler, Director (Name/Title)

January 9, 2017 (Date)

By: /s/ Kevin Kotler (Signature)

Kevin Kotler (Name/Title)

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

### **EXHIBIT A**

Broadfin Capital, LLC is the relevant entity for which Kevin Kotler may be considered a control person.

y guaranty 7s, 2017 (S) 375,000 360,938 Pride International, Inc. sr. unsec. notes 7 3/8s, 2014 265,000 269,638 Range Resources Corp. company guaranty sr. sub. notes 7 1/4s, 2018 55,000 55,963 Sabine Pass LNG LP sec. notes 7 1/2s, 2016 100,000 91,375 SandRidge Energy, Inc. sr. notes 8s, 2018 20,000 20,250 SandRidge Energy, Inc. 144A company guaranty sr. unsec. FRN 6.323s, 2014 75,000 72,406 SandRidge Energy, Inc. 144A company guaranty sr. unsec. notes 8 5/8s, 2015 (PIK) 210,000 215,775 Stallion Oilfield Services/Stallion Oilfield Finance Corp. 144A sr. unsec. notes 9 3/4s, 2015 350,000 289,625 Targa Resources, Inc. company guaranty sr. unsec. notes 8 1/2s, 2013 410,000 394,625 Whiting Petroleum Corp. company guaranty 7s, 2014 365,000 362,263 **9,004,176** 

**Financial (1.4%)** E\*Trade Financial Corp. sr. unsec. notes 8s, 2011 105,000 96,600 GMAC, LLC sr. unsec. unsub. notes FRN 5.276s, 2014 25,000 17,790 GMAC, LLC sr. unsec. unsub. notes 7 3/4s, 2010 555,000 520,875 GMAC, LLC sr. unsec. unsub. notes 7 s, 2012 75,000 60,719 GMAC, LLC sr. unsec. unsub. notes 6 7/8s, 2012 520,000 418,854 GMAC, LLC sr. unsec. unsub. notes 6 3/4s, 2014 450,000 348,399 GMAC, LLC sr. unsec. unsub. notes 6 5/8s, 2012 140,000 110,707 HUB International Holdings, Inc. 144A sr. sub. notes 10 1/4s, 2015 180,000 133,200 HUB International Holdings, Inc. 144A sr. unsec. unsub. notes 9s, 2014 165,000 143,550 Leucadia National Corp. sr. unsec. notes 8 1/8s, 2015 115,000 117,731 Leucadia National Corp. sr. unsec. notes 7 1/8s, 2017 140,000 134,400 Liberty Mutual Group 144A company guaranty FRB 10 3/4s, 2058 75,000 73,729 Nuveen Investments, Inc. 144A sr. notes 10 1/2s, 2015 170,000 159,800 Rouse Co LP/TRC Co-Issuer Inc. 144A sr. notes 6 3/4s, 2013 (R) 20,000 17,910 USI Holdings Corp. 144A sr. unsec. notes FRN 6.551s, 2014 35,000 28,175 **2,382,439** 

Health Care (4.1%) Accellent, Inc. company guaranty 10 1/2s, 2013 320,000 292,000 AMR Holding Co., Inc./EmCare Holding Co., Inc. sr. sub. notes 10s, 2015 320,000 340,800 Community Health Systems, Inc. company guaranty 8 7/8s, 2015 435,000 448,594 DaVita, Inc. company guaranty 6 5/8s, 2013 285,000 277,163 Elan Finance PLC/Elan Finance Corp. company guaranty 7 3/4s, 2011 (Ireland) 280,000 273,000 HCA, Inc. company guaranty sr. sec. notes 9 5/8s, 2016 (PIK) 285,000 300,675 HCA, Inc. sr. notes 6.95s, 2012 70,000 67,550 HCA, Inc. sr. sec. notes 9 1/4s, 2016 600,000 633,750 HCA, Inc. sr. unsec. notes 6 3/8s, 2015 65,000 56,550 Health Management Associates, Inc. sr. notes 6 1/8s, 2016 360,000 331,200 IASIS Healthcare/IASIS Capital Corp. sr. sub. notes 8 3/4s, 2014 355,000 364,763 Omnicare, Inc. company guaranty 6 3/4s, 2013 10,000 9,375 Omnicare, Inc. sr. sub. notes 6 1/8s, 2013 30,000 27,750 Psychiatric Solutions, Inc. company guaranty 7 3/4s, 2015 375,000 384,375 Select Medical Corp. company guaranty 7 5/8s, 2015 395,000 351,550 Service Corporation International sr. notes 7s, 2017 65,000 63,050 Stewart Enterprises, Inc. sr. notes 6 1/4s, 2013 340,000 326,400 Sun Healthcare Group, Inc. company guaranty sr. unsec. unsub. notes 9 1/8s, 2015 330,000 333,300 Surgical Care Affiliates, Inc. 144A sr. sub. notes 10s, 2017 80,000 57,600 Surgical Care Affiliates, Inc. 144A sr. unsec. notes 8 7/8s, 2015 (PIK) 265,000 214,650 Tenet Healthcare Corp. notes 7 3/8s, 2013 275,000 256,438 Tenet Healthcare Corp. sr. unsec. unsub. notes 6 3/8s, 2011 305,000 288,988 US Oncology Holdings, Inc. sr. unsec. notes FRN 7.949s, 2012 (PIK) 94,000 78,490 US Oncology, Inc. company guaranty 9s, 2012 250,000 252,813 Vanguard Health Holding Co. II, LLC sr. sub. notes 9s, 2014 325,000 333,938 Ventas Realty LP/Capital Corp. company guaranty 9s, 2012 (R) 155,000 164,300 Ventas Realty LP/Capital Corp. company guaranty 6 3/4s, 2010 (R) 75,000 75,375 Ventas Realty LP/Capital Corp. sr. notes 6 5/8s, 2014 (R) 50,000 49,625 Ventas Realty LP/Capital Corp. sr. notes 6 1/2s, 2016 (R) 80,000 78,000 6,732,062

Tec	hno	loav (	(2.9%)

Activant Solutions, Inc. company guaranty 9 1/2s, 2016	345,000	263,063
Advanced Micro Devices, Inc. sr. notes 7 3/4s, 2012	303,000	262,095

Amkor Technologies, Inc. sr. notes 7 3/4s, 2013 Avago Technologies Finance company guaranty 11 7/8s,	219,000	210,240
2015 (Singapore) Avago Technologies Finance company guaranty 10 1/8s,	115,000	123,769
2013 (Singapore)	130,000	139,750
Celestica, Inc. sr. sub. notes 7 7/8s, 2011 (Canada)	85,000	85,319
Celestica, Inc. sr. sub. notes 7 5/8s, 2013 (Canada)	280,000	275,800
Compucom Systems, Inc. sr. sub. notes 12 1/2s, 2015	205,000	191,675
Freescale Semiconductor, Inc. company guaranty sr.		
unsec. notes 8 7/8s, 2014	390,000	345,150
Freescale Semiconductor, Inc. company guaranty sr.		
unsec. sub. notes 10 1/8s, 2016 (S)	230,000	193,775
Freescale Semiconductor, Inc. company guaranty sr.		
unsec. sub. notes 9 1/8s, 2014 (PIK)	125,000	107,188
Iron Mountain, Inc. company guaranty 8 3/4s, 2018	70,000	74,550
Iron Mountain, Inc. company guaranty 8 5/8s, 2013	240,000	243,300
Lucent Technologies, Inc. notes 5 1/2s, 2008	50,000	49,875
Lucent Technologies, Inc. unsec. debs. 6.45s, 2029	130,000	99,613
New ASAT Finance, Ltd. company guaranty 9 1/4s, 2011		
(Cayman Islands)	90,000	55,800
Nortel Networks, Ltd. company guaranty sr. unsec.		
notes 10 3/4s, 2016 (Canada)	165,000	162,938
Nortel Networks, Ltd. company guaranty sr. unsec.		
notes FRN 6.963s, 2011 (Canada)	180,000	169,200
NXP BV/NXP Funding, LLC company guaranty sr. sec.	170.000	
notes FRN 5.463s, 2013 (Netherlands)	170,000	155,550
NXP BV/NXP Funding, LLC sec. notes 7 7/8s, 2014	275 000	266 750
(Netherlands)	275,000	266,750
Open Solutions, Inc. 144A sr. sub. notes 9 3/4s, 2015 SunGard Data Systems, Inc. company guaranty 10 1/4s,	330,000	272,250
2015	178,000	185,120
SunGard Data Systems, Inc. company guaranty 9 1/8s,	178,000	105,120
2013	356,000	366,680
Travelport LLC company guaranty 11 7/8s, 2016	65,000	59,638
Travelport LLC company guaranty 9 7/8s, 2014	190,000	182,875
Xerox Capital Trust I company guaranty 8s, 2027	285,000	277,512
		4,819,475
Utilities & Power (2.8%)		
AES Corp. (The) sr. notes 8 7/8s, 2011	22,000	22,990
AES Corp. (The) sr. unsec. unsub. notes 8s, 2017	70,000	70,263
AES Corp. (The) 144A sec. notes 8 3/4s, 2013	150,000	154,125
AES Corp. (The) 144A sr. notes 8s, 2020	55,000	54,038
Allegheny Energy Supply 144A sr. unsec. bond 8 1/4s,	120.000	100.000
2012 CMS Energy Corp. or, potos 8 1/2s, 2011	120,000	126,600
CMS Energy Corp. sr. notes 8 1/2s, 2011	70,000	73,964 41,699
CMS Energy Corp. sr. notes 7 3/4s, 2010	40,000	41,688
Colorado Interstate Gas Co. debs. 6.85s, 2037 Colorado Interstate Gas Co. sr. notes 5.95s, 2015	95,000 10,000	89,904 9,891
Dynegy-Roseton Danskamme company guaranty Ser. B,	10,000	9,091
Dynegy-Noseton Danskamme company guaranty sel. b,		

Basic Materials (3.8%) Freeport-McMoRan Copper & Gold, Inc. \$6.75 cv. pfd. Smurfit-Stone Container Corp. Ser. A, \$1.75 cum. cv.	14,087	\$2,326,110
CONVERTIBLE PREFERRED SECURITIES (29.5%)(a)	Shares	Value
Total corporate bonds and notes (cost \$68,461,824)		\$65,059,189
31. UH36C. HUC63 / 1/43, 2017	73,000	4,648,104
Williams Partners LP/ Williams Partners Finance Corp. sr. unsec. notes 7 1/4s, 2017	75,000	76,688
Williams Cos., Inc. (The) sr. unsec. notes 8 1/8s, 2012	35,000	37,975
Utilicorp United, Inc. sr. unsec. notes 9.95s, 2011	5,000	5,143
7 1/4s, 2026	150,000	153,000
Transcontinental Gas Pipeline Corp. sr. unsec. debs.	150.000	152.000
guaranty 10 1/4s, 2015	430,000	439,138
Texas Competitive Electric Holdings Co., LLC company		
2028	15,000	14,529
Tennessee Gas Pipeline Co. sr. unsec. unsub. debs. 7s,	,	,
7 1/2s, 2017	40,000	42,519
Tennessee Gas Pipeline Co. sr. unsec. unsub. debs.	10,000	10,020
notes 6 3/4s, 2015	10,000	10,028
Teco Finance, Inc. company guaranty sr. unsec. unsub.	00,000	02,475
Teco Finance, Inc. company guaranty sr. unsec. unsub. notes 7s, 2012	60,000	62,475
notes 7.2s, 2011	35,000	36,663
Teco Finance, Inc. company guaranty sr. unsec. unsub.	3E 000	26 662
Sierra Pacific Resources sr. unsec. notes 8 5/8s, 2014	270,000	282,447
2012	35,000	35,713
Sierra Pacific Power Co. general ref. mtge. 6 1/4s,	25.000	25 742
PNM Resources, Inc. unsec. unsub. notes 9 1/4s, 2015	155,000	160,425
Orion Power Holdings, Inc. sr. unsec. notes 12s, 2010	245,000	268,888
NRG Energy, Inc. sr. notes 7 3/8s, 2016	730,000	711,750
NRG Energy, Inc. company guaranty 7 3/8s, 2017	100,000	98,000
Mirant North America, LLC company guaranty 7 3/8s, 2013	235,000	236,763
8.3s, 2011	170,000	176,800
Mirant Americas Generation, Inc. sr. unsec. notes		
2016	25,000	25,000
Ipalco Enterprises, Inc. 144A sr. sec. notes 7 1/4s,		
Ferrellgas LP/Finance sr. notes 6 3/4s, 2014	155,000	148,025
Ferrellgas LP/Finance sr. notes 8 3/4s, 2012	280,000	283,500
El Paso Natural Gas Co. debs. 8 5/8s, 2022	40,000	44,347
El Paso Corp. sr. notes Ser. MTN, 7.8s, 2031	100,000	100,625
Edison Mission Energy sr. unsec. notes 7s, 2017	110,000	107,525
Edison Mission Energy sr. unsec. notes 7.2s, 2019	155,000	151,125
Edison Mission Energy sr. unsec. notes 7 1/2s, 2013	90,000	91,800
Edison Mission Energy sr. unsec. notes 7 3/4s, 2016	75,000	76,875
7.67s, 2016	125,000	126,875

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pfd. Vale Capital, Ltd. Ser. RIO, \$2.75 cv. pfd. (Cayman	79,320	1,596,315
Islands)	24,600	1,821,938
Vale Capital, Ltd. Ser. RIO P, \$2.75 cv. pfd. (Cayman Islands)	7,890	575,477 <b>6,319,846</b>
Capital Goods (0.9%)		
Avery Dennison Corp. \$3.938 cv. pfd.	29,880	1,494,000
Communication Services (2.1%)		
Cincinnati Bell, Inc. Ser. B, \$3.378 cum. cv. pfd.	30,900	1,313,250
Crown Castle International Corp. \$3.125 cum. cv. pfd.	34,800	2,105,400
		3,418,650
Consumer Cyclicals (4.6%)		
Emmis Communications Corp. Ser. A, \$3.125 cum. cv. pfd.	27,940	705,485
Ford Motor Co. Capital Trust II \$3.25 cum. cv. pfd.	61,900	2,065,913
General Motors Corp. \$1.563 cum. cv. pfd.	97,000	1,606,563
Retail Ventures, Inc. \$3.312 cv. pfd.	27,400	893,925
Six Flags, Inc. \$1.813 cum. cv. pfd.	63,200	811,728
•	1,882,000	
Stanley Works (The) 4.344% units cv. ARP	1,002,000	1,589,349
		7,672,963
Consumer Staples (2.6%)		
Bunge, Ltd. 5.125% cum. cv. pfd.	1,740	1,887,900
	1,740 28,800	1,887,900 1,297,800
Bunge, Ltd. 5.125% cum. cv. pfd.	· · · · · · · · · · · · · · · · · · ·	
Bunge, Ltd. 5.125% cum. cv. pfd. Newell Financial Trust I \$2.625 cum. cv. pfd.	28,800	1,297,800
Bunge, Ltd. 5.125% cum. cv. pfd. Newell Financial Trust I \$2.625 cum. cv. pfd.	28,800	1,297,800 1,073,363
Bunge, Ltd. 5.125% cum. cv. pfd. Newell Financial Trust I \$2.625 cum. cv. pfd.	28,800	1,297,800 1,073,363
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.	28,800	1,297,800 1,073,363
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)	28,800 870	1,297,800 1,073,363 <b>4,259,063</b>
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)	28,800 870 18,400	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.	28,800 870 18,400 27,750	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.	28,800 870 18,400 27,750	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.	28,800 870 18,400 27,750	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.  McMoRan Exploration Co. \$6.75 cum. cv. pfd.	28,800 870 18,400 27,750	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.  McMoRan Exploration Co. \$6.75 cum. cv. pfd.	28,800 870 18,400 27,750 6,800	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149 <b>4,851,287</b>
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.  McMoRan Exploration Co. \$6.75 cum. cv. pfd.	28,800 870 18,400 27,750 6,800	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149 <b>4,851,287</b> 1,068,389 302,418
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.  McMoRan Exploration Co. \$6.75 cum. cv. pfd.  Financial (7.2%)  Alleghany Corp. 5.75% cv. pfd.  Ambac Financial Group, Inc. \$4.75 cv. pfd.  Bank of America Corp. Ser. L, 7.25% cv. pfd.	28,800 870 18,400 27,750 6,800	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149 <b>4,851,287</b> 1,068,389 302,418 1,400,912
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.  McMoRan Exploration Co. \$6.75 cum. cv. pfd.  Financial (7.2%)  Alleghany Corp. 5.75% cv. pfd.  Ambac Financial Group, Inc. \$4.75 cv. pfd.  Bank of America Corp. Ser. L, 7.25% cv. pfd.  Fannie Mae Ser. 04-1, 5.375% cv. pfd.	28,800 870 18,400 27,750 6,800 3,100 9,540 1,387 16	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149 <b>4,851,287</b> 1,068,389 302,418 1,400,912 1,134,000
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.  McMoRan Exploration Co. \$6.75 cum. cv. pfd.  Financial (7.2%)  Alleghany Corp. 5.75% cv. pfd.  Ambac Financial Group, Inc. \$4.75 cv. pfd.  Bank of America Corp. Ser. L, 7.25% cv. pfd.  Fannie Mae Ser. 04-1, 5.375% cv. pfd.  Fannie Mae Ser. 08-1, \$4.375 cv. pfd.	28,800 870 18,400 27,750 6,800 3,100 9,540 1,387	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149 <b>4,851,287</b> 1,068,389 302,418 1,400,912
Bunge, Ltd. 5.125% cum. cv. pfd.  Newell Financial Trust I \$2.625 cum. cv. pfd.  Universal Corp. 6.75% cv. pfd.  Energy (2.9%)  Chesapeake Energy Corp. \$4.50 cum. cv. pfd. (S)  Edge Petroleum Ser. A, \$2.875 cum. cv. pfd.  McMoRan Exploration Co. \$6.75 cum. cv. pfd.  Financial (7.2%)  Alleghany Corp. 5.75% cv. pfd.  Ambac Financial Group, Inc. \$4.75 cv. pfd.  Bank of America Corp. Ser. L, 7.25% cv. pfd.  Fannie Mae Ser. 04-1, 5.375% cv. pfd.	28,800 870 18,400 27,750 6,800 3,100 9,540 1,387 16	1,297,800 1,073,363 <b>4,259,063</b> 2,493,200 894,938 1,463,149 <b>4,851,287</b> 1,068,389 302,418 1,400,912 1,134,000

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Lehman Brothers Holdings, Inc. Ser. P, 7.25% cv. pfd. Nationwide Health Properties, Inc. \$7.75 cv. pfd. Wachovia Corp. Ser. L, Class A, 7.50% cv. pfd. Washington Mutual, Inc. Ser. R, 7.75% cv. pfd.	850 13,800 1,250 985	922,250 2,139,552 1,323,975 749,708 <b>11,992,024</b>
Health Care (1.4%) Mylan, Inc. 6.50% cv. pfd. Schering-Plough Corp. 6.00% cum. cv. pfd.	980 7,100	921,249 1,386,204 <b>2,307,453</b>
<b>Technology (0.9%)</b> Lucent Technologies Capital Trust I 7.75% cum. cv. pfd.	1,800	1,440,000
Utilities & Power (3.1%) AES Trust III \$3.375 cv. pfd. El Paso Energy Capital Trust I \$2.375 cv. pfd. Entergy Corp. \$3.813 cv. pfd.	27,800 36,050 33,100	1,367,413 1,509,594 2,337,688 <b>5,214,695</b>
		+40.000.001
Total convertible preferred securities (cost \$48,716,115)		\$48,969,981
Total convertible preferred securities (cost \$48,716,115)  CONVERTIBLE BONDS AND NOTES (26.6%)(a)	Principal amount	<b>\$48,969,981</b> Value
·	Principal	
Capital Goods (1.1%) Alliant Techsystems, Inc. cv. sr. sub. notes 2 3/4s, 2024 DRS Technologies, Inc. 144A cv. unsec. notes 2s, 2026 Trinity Industries, Inc. cv. sub. notes 3 7/8s, 2036 WESCO International, Inc. cv. sr. unsec. company	Principal amount \$115,000 150,000 135,000	\$161,575 202,875 140,231 1,412,545

Pier 1 Imports, Inc. cv. company guaranty sr. unsec.

notes stepped coupon 6 3/8s, (6 1/8s, 2/15/11) 2036 (STP) Pier 1 Imports, Inc. 144A cv. company guaranty sr. unsec. notes stepped-coupon 6 3/8s (6 1/8s, 2/15/11) 2036 (STP) Rewards Network, Inc. cv. sub. debs. 3 1/4s, 2023	130,000 1,541,000 1,300,000	113,913 1,350,301 1,189,500 <b>4,002,964</b>
Consumer Staples (3.4%) Chiquita Brands International cv. sr. unsec. notes		
4 1/4s, 2016	1,290,000	1,649,588
Rite Aid Corp. cv. sr. unsec. unsub. notes 8 1/2s, 2015	470,000	512,300
Sinclair Broadcast Group, Inc. cv. bonds 6s, 2012	1,745,000	1,553,050
Sinclair Broadcast Group, Inc. cv. sr. sub. notes		
stepped-coupon 4 7/8s (2s, 1/15/11) 2018 (STP)	420,000	385,875
Virgin Media, Inc. 144A cv. sr. unsec. notes 6 1/2s,		
2016	1,380,000	1,566,300
		5,667,113
Energy (1.2%)		
International Coal Group, Inc. 144A cv. company		
guaranty 9s, 2012	1,095,000	1,929,938
Financial (6.9%)		
BankUnited Financial Corp. cv. sr. notes 3 1/8s, 2034	1,499,000	779,480
Boston Private Financial Holdings, Inc. cv. sr. unsec.		
notes 3s, 2027	1,700,000	1,496,000
Charming Shoppes cv. sr. unsec. notes 1 1/8s, 2014	2,060,000	1,336,425
Countrywide Financial Corp. 144A cv. company guaranty		
sr. unsec. notes FRN Ser. A, zero %, 2037 (S)	1,800,000	1,683,000
General Growth Properties, Inc. 144A cv. sr. notes		
3.98s, 2027	1,800,000	1,476,000
KKR Financial Holdings, LLC 144A cv. sr. unsec. notes	1 157 000	070 607
7s, 2012 Legg Mason, Inc. cv. unsec. sr. notes 5.6s, 2021	1,157,000	970,607
MGIC Investment Corp. 144A cv. jr. unsec. sub. debs	14,200	693,031
9s, 2063	1,420,000	1,720,046
Sunstone Hotel Partnership, LLC 144A cv. company	1,420,000	1,720,040
guaranty 4.6s, 2027 (R)	1,600,000	1,326,811
	, ,	11,481,400
Health Care (2.0%)		
CV Therapeutics, Inc. cv. sub. notes 3 1/4s, 2013	1,650,000	1,233,375
EPIX Medical, Inc. cv. sr. notes 3s, 2024	1,470,000	889,350
Omnicare, Inc. cv. debs. Ser. OCR, 3 1/4s, 2035	1,663,000	1,211,911

Technology (6.5%)		
Acquicor Technology, Inc. 144A cv. notes 8s, 2011	532,000	367,080
Advanced Micro Devices, Inc. cv. sr. unsec. notes	•	•
5 3/4s, 2012	1,900,000	1,482,000
Arris Group, Inc. cv. sr. unsec. notes 2s, 2026	1,925,000	1,714,790
Borland Software Corp. 144A cv. sr. notes 2 3/4s, 2012	1,310,000	902,263
Cray, Inc. cv. sr. sub. notes 3s, 2024	1,300,000	1,168,375
LSI Logic Corp. cv. sub. notes 4s, 2010	1,012,000	989,230
Mentor Graphics Corp. cv. sub. notes FRN 4.434s, 2023	1,400,000	1,372,000
RF Micro Devices, Inc. cv. unsec. sub notes 1s, 2014	1,370,000	1,010,375
Safeguard Scientifics, Inc. cv. sr. notes 2 5/8s, 2024	200,000	161,500
Safeguard Scientifics, Inc. 144A cv. sr. notes 2 5/8s,		
2024	1,900,000	1,534,250
		10,701,863
Transportation (1.3%)		
Expresslet Holdings, Inc. cv. company guaranty 4 1/4s,		
2023	950,000	783,750
JetBlue Airways Corp. cv. sr. bonds 3 1/2s, 2033	1,450,000	1,424,625
Jetblue All Ways Corp. Cv. Sr. Dorlus 3 1/25, 2033	1,450,000	2,208,375
		2,200,373
Total convertible bonds and notes (cost \$43,212,958)		\$44,184,515
UNITS (1.1%)(a)		
UNITS (1.1%)(a)	Units	Value
	Units	Value
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B,		
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands)	Units 7	
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s,	7	\$716,373
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands)		
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s,	7	\$716,373
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009	7	\$716,373 1,155,000
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)	7	\$716,373 1,155,000
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009	7 1,540	\$716,373 1,155,000 <b>\$1,871,373</b>
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)	7	\$716,373 1,155,000 <b>\$1,871,373</b>
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)	7 1,540	\$716,373 1,155,000 <b>\$1,871,373</b> Value
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)	7 1,540 Shares 43	\$716,373 1,155,000 <b>\$1,871,373</b> Value \$2,838
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)  AboveNet, Inc. (NON) Adelphia Recovery Trust (Ser. ACC-1) (NON)	7 1,540 Shares	\$716,373 1,155,000 <b>\$1,871,373</b> Value \$2,838 17,429
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)  AboveNet, Inc. (NON) Adelphia Recovery Trust (Ser. ACC-1) (NON) Bohai Bay Litigation, LLC (Units) (F)	7 1,540 Shares 43 248,982 406	\$716,373 1,155,000 <b>\$1,871,373</b> Value \$2,838 17,429 5,747
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)  AboveNet, Inc. (NON) Adelphia Recovery Trust (Ser. ACC-1) (NON) Bohai Bay Litigation, LLC (Units) (F) Cinemark Holdings, Inc.	7 1,540 Shares 43 248,982 406 7,000	\$716,373 1,155,000 <b>\$1,871,373</b> Value \$2,838 17,429 5,747 101,290
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)  AboveNet, Inc. (NON) Adelphia Recovery Trust (Ser. ACC-1) (NON) Bohai Bay Litigation, LLC (Units) (F) Cinemark Holdings, Inc. El Paso Corp.	7 1,540 Shares 43 248,982 406 7,000 7,000	\$716,373 1,155,000 <b>\$1,871,373</b> Value \$2,838 17,429 5,747 101,290 136,850
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)  AboveNet, Inc. (NON) Adelphia Recovery Trust (Ser. ACC-1) (NON) Bohai Bay Litigation, LLC (Units) (F) Cinemark Holdings, Inc. El Paso Corp. Elizabeth Arden, Inc. (NON)	7 1,540 Shares 43 248,982 406 7,000 7,000 2,645	\$716,373  1,155,000  \$1,871,373  Value  \$2,838  17,429  5,747  101,290  136,850  39,701
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)  AboveNet, Inc. (NON) Adelphia Recovery Trust (Ser. ACC-1) (NON) Bohai Bay Litigation, LLC (Units) (F) Cinemark Holdings, Inc. El Paso Corp. Elizabeth Arden, Inc. (NON) Jarden Corp. (NON) (S)	7 1,540 Shares 43 248,982 406 7,000 7,000	\$716,373  1,155,000  \$1,871,373  Value  \$2,838  17,429  5,747  101,290  136,850  39,701
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)  AboveNet, Inc. (NON) Adelphia Recovery Trust (Ser. ACC-1) (NON) Bohai Bay Litigation, LLC (Units) (F) Cinemark Holdings, Inc. El Paso Corp. Elizabeth Arden, Inc. (NON) Jarden Corp. (NON) (S) Northrop Grumman Corp.	7 1,540 Shares 43 248,982 406 7,000 7,000 2,645 3,570 1	\$716,373 1,155,000 <b>\$1,871,373</b> Value \$2,838 17,429 5,747 101,290 136,850 39,701 66,938 75
Elf Special Financing, Ltd. 144A cv. units FRN Ser. B, 3.15s, 2009 (Cayman Islands) Hercules, Inc. cv. jr. unsec. sub. debs. units 6 1/2s, 2009  Total units (cost \$1,936,395)  COMMON STOCKS (0.5%)(a)  AboveNet, Inc. (NON) Adelphia Recovery Trust (Ser. ACC-1) (NON) Bohai Bay Litigation, LLC (Units) (F) Cinemark Holdings, Inc. El Paso Corp. Elizabeth Arden, Inc. (NON) Jarden Corp. (NON) (S)	7 1,540 Shares 43 248,982 406 7,000 7,000 2,645 3,570	1,155,000 <b>\$1,871,373</b> Value \$2,838 17,429 5,747 101,290 136,850 39,701 66,938

Qwest Communications International, Inc. (S)	13,125	63,656		
Service Corporation International Williams Cos., Inc. (The) XCL Warranty Escrow (F)				9,9 2,70 4
Total common stocks (cost \$968,059)				
FOREIGN GOVERNMENT BONDS AND NOTES (0.1%)(a) (co	st \$114,750)			
				Princip amou
Argentina (Republic of) bonds FRB 3s, 2013				\$225,00
SENIOR LOANS (0.1%)(a)(c)				
				Princip amou
GateHouse Media, Inc. bank term loan FRN Ser. B, 4.65s, 2014				\$91,0
GateHouse Media, Inc. bank term loan FRN Ser. DD, 4.714s, 2014				33,90
Total senior loans (cost \$115,864)	-			
WARRANTS (%)(a)(NON)				
		Expiration date	Strike Price	e Warran
AboveNet, Inc.		9/8/10	\$24.00	)
AboveNet, Inc.		9/8/08	20.00	
New ASAT Finance, Ltd. (Cayman Islands) (F)		2/1/11	0.01	· ·
Dayton Superior Corp. 144A (F)		6/15/09	0.01	
Smurfit Kappa Group PLC 144A (Ireland)		10/1/13	EUR 0.001	1 1
Total warrants (cost \$10,328)				
SHORT-TERM INVESTMENTS (5.0%)(a)				5 to st
				Princip amount/shar
Putnam Prime Money Market Fund (e)				3,550,1
Short-term investments held as collateral for loaned				
securities with yields ranging from 2.20% to 2.91% and				

due dates ranging from June 2, 2008 to July 25, 2008

(d)

\$4,781,28

# Total short-term investments (cost \$8,324,383)

# **TOTAL INVESTMENTS**

**Total investments (cost \$171,860,676) (b)** 

	Value	Aggregate face value	Delivery date	Unrealized depreciation	
Euro	\$716,537	\$698,604	6/18/08	\$(17,933)	
CREDIT DE		OUTSTANDING at 5/31	/08		
		U	pfront	Fixed payments	Unrealized
Swap count			emium Notional Termina		appreciation/
Referenced	debt*	received (p	paid)** amount date	fund per annum	(depreciation)
Bank of An	nerica, N.A.				
Abitibibowa					
6 1/2%, 6/1	5/13		\$ \$45,000 12/20/08	8 550 bp	\$(2,496)
Nolso Co					
Nalco, Co. 7.75%,11/1	5/11		45,000 9/20/12	350 bp	957
Citibank, N Abitibibowa					
6 1/2%, 6/1			45,000 12/20/08	8 725 bp	(1,924)
Abitibibowa	ter Inc				
6 1/2%, 6/1			45,000 12/20/08	8 800 bp	(1,680)
A bitibibay:-	tor Inc				
Abitibibowa 6 1/2%, 6/1			45,000 12/20/08	8 825 bp	(1,598)
Amkor Tech					
Inc., 7 3/4%	, 5/15/13		100,000 6/20/13	450 bp	(2,286)
Erooccala					
Freescale Semiconduc	tor, 8 7/8%,				
12/15/14			120,000 9/20/12	495 bp	(8,675)

Credit Suisse	International
---------------	---------------

Advanced Micro Devices,			
7 3/4%, 11/1/12	60,000 6/20/09	165 bp	(3,099)
Dynegy Holdings Inc.,			
6 7/8%, 4/1/11	80,000 6/20/17	297 bp	(6,612)
	·	·	
Echostar DBS Corp.,			
6 5/8%, 10/1/14	155,000 6/20/13	(225 bp)	1,860
Deutsche Bank AG			
Nalco, Co. 7.75%,			
11/15/11	35,000 12/20/12	363 bp	810
Goldman Sachs International			
Any one of the			
underlying securities			
in the basket of BB			
CMBS securities	108,000 (F) (a)	2.461%	(19,996)
General Motors Corp.,			
7 1/8%, 7/15/13	35,000 9/20/08	620 bp	449
General Motors Corp.,			
7 1/8%, 7/15/13	175,000 9/20/08	620 bp	2,247
JPMorgan Chase Bank, N.A.			
Smurfit-Stone Container			
Enterprises, 7 1/2%,			
6/1/13	15,000 3/20/13	685 bp	312
Lohman Brothers Special Financing Inc			
Lehman Brothers Special Financing, Inc. Community Health			
Systems, 8 7/8%, 7/15/15	143,000 12/20/12	360 bp	(2,264)
Jefferson Smurfit			
Corp., 7 1/2%, 6/1/13	20,000 3/20/13	645 bp	137

Sungard Data Systems,

Inc., 9 1/8%, 8/15/13	100,000 9/20/12	395 bp	1,084
Merrill Lynch Capital Services, Inc.			
General Motors Corp.,			
7 1/8%, 7/15/13	120,000 9/20/08	500 bp	795
Merrill Lynch International			
Dynegy Holdings Inc.,			
6 7/8%, 4/1/11	80,000 6/20/17	295 bp	(6,853)
Morgan Stanley Capital Services, Inc.			
Aramark Services, Inc.,			
8.5%, 2/1/15	135,000 12/20/12	355 bp	(971)
Dynegy Holdings Inc.,			
6 7/8%, 4/1/11	80,000 6/20/12	225 bp	(4,126)
Jefferson Smurfit Corp,			
7.5%, 6/1/13	70,000 9/20/12	445 bp	(3,864)
Nalco, Co. 7.75%,			
11/15/11	45,000 9/20/12	330 bp	605
	-,		
Nalco, Co. 7.75%,			
11/15/11	55,000 3/20/13	460 bp	3,358

<sup>\*</sup> Payments related to the reference debt are made upon a credit default event.

(F) Is valued at fair value following procedures approved by the Trustees.

Key to holding's currency abbreviations

**EUR** Euro

**Total** 

\$(53,830)

<sup>\*\*</sup> Upfront premium is based on the difference between the original spread on issue and the market spread on day of execution.

<sup>(</sup>a) Terminating on the date on which the notional amount is reduced to zero or the date on which the assets securing the reference entity are liquidated.

#### USD / \$ United States Dollar

#### **NOTES**

- (a) Percentages indicated are based on net assets of \$165,844,242.
- (b) The aggregate identified cost on a tax basis is \$171,702,914, resulting in gross unrealized appreciation and depreciation of \$10,098,989 and \$12,331,246, respectively, or net unrealized depreciation of \$2,232,257.
- (NON) Non-income-producing security.
- (STP) The interest rate and date shown parenthetically represent the new interest rate to be paid and the date the fund will begin accruing interest at this rate.
- (PIK) Income may be received in cash or additional securities at the discretion of the issuer.
- (FWC) Forward commitments, in part or in entirety.
- (c) Senior loans are exempt from registration under the Securities Act of 1933, as amended, but contain certain restrictions on resale and cannot be sold publicly. These loans pay interest at rates which adjust periodically. The interest rates shown for senior loans are the current interest rates at May 31, 2008. Senior loans are also subject to mandatory and/or optional prepayment which cannot be predicted. As a result, the remaining maturity may be substantially less than the stated maturity shown. Senior loans are purchased or sold on a when-issued or delayed delivery basis and may be settled a month or more after the trade date, which from time to time can delay the actual investment of available cash balances; interest income is accrued based on the terms of the securities. Senior loans can be acquired through an agent, by assignment from another holder of the loan, or as a participation interest in another holder portion of the loan. When the fund invests in a loan or participation, the fund is subject to the risk that an intermediate participant between the fund and the borrower will fail to meet its obligations to the fund, in addition to the risk that the borrower under the loan may default on its obligations.
- (d) The fund may lend securities, through its agents, to qualified borrowers in order to earn additional income. The loans are collateralized by cash and/or securities in an amount at least equal to the market value of the securities loaned. The market value of securities loaned is determined daily and any additional required collateral is allocated to the fund on the next business day. The risk of borrower default will be borne by the fund is agents; the fund will bear the risk of loss with respect to the investment of the cash collateral. At May 31, 2008, the value of securities loaned amounted to \$4,714,775. The fund received cash collateral of \$4,774,270 which is pooled with collateral of other Putnam funds into 73 issues of short-term investments.
- (e) The fund invests in Putnam Prime Money Market Fund, an open-end management investment company managed by Putnam Investment Management, LLC ("Putnam Management"), the fund's manager, a wholly-owned subsidiary of Putnam, LLC. Investments in Putnam Prime Money Market Fund are valued at its closing net asset value each business day. Management fees paid by the fund are reduced by an amount equal to the management fees paid by Putnam Prime Money Market Fund with respect to assets invested by the fund in Putnam Prime Money Market Fund. Income distributions earned by the fund totaled \$86,081 for the period ended May 31, 2008. During the period ended May 31, 2008, cost of purchases and proceeds of sales of investments in Putnam Prime Money Market Fund aggregated \$44,840,736 and \$47,533,729, respectively.
- (F) Is valued at fair value following procedures approved by the Trustees.
- (R) Real Estate Investment Trust.
- (S) Securities on loan, in part or in entirety, at May 31, 2008.
- At May 31, 2008, liquid assets totaling \$1,680,688 have been designated as collateral for open forward commitments, swap contracts and forward contracts.
- 144A after the name of an issuer represents securities exempt from registration under Rule 144A under the Securities Act of 1933, as amended. These securities may be resold in transactions exempt from registration,

normally to qualified institutional buyers.

The rates shown on Adjustable Rate Preferred Stock (ARP), Floating Rate Bonds (FRB) and Floating Rate Notes (FRN) are the current interest rates at May 31, 2008.

The dates shown on debt obligations are the original maturity dates.

**Security valuation** Investments for which market quotations are readily available are valued at the last reported sales price on their principal exchange, or official closing price for certain markets. If no sales are reported -- as in the case of some securities traded over-the-counter -- a security is valued at its last reported bid price. Market quotations are not considered to be readily available for certain debt obligations; such investments are valued at fair value on the basis of valuations furnished by an independent pricing service or dealers, approved by the Trustees. Such services or dealers determine valuations for normal institutional-size trading units of such securities using methods based on market transactions for comparable securities and various relationships, generally recognized by institutional traders, between securities. Many securities markets and exchanges outside the U.S. close prior to the close of the New York Stock Exchange and therefore the closing prices for securities in such markets or on such exchanges may not fully reflect events that occur after such close but before the close of the New York Stock Exchange. Accordingly, on certain days, the fund will fair value foreign equity securities taking into account multiple factors, including movements in the U.S. securities markets. The number of days on which fair value prices will be used will depend on market activity and it is possible that fair value prices will be used by the fund to a significant extent.

Securities quoted in foreign currencies, if any, are translated into U.S. dollars at the current exchange rate. Certain investments, including certain restricted securities and derivatives, are also valued at fair value following procedures approved by the Trustees. Such valuations and procedures are reviewed periodically by the Trustees.

The fair value of securities is generally determined as the amount that the fund could reasonably expect to realize from an orderly disposition of such securities over a reasonable period of time. By its nature, a fair value price is a good faith estimate of the value of a security at a given point in time and does not reflect an actual market price, which may be different by a material amount.

**Forward currency contracts** The fund may buy and sell forward currency contracts, which are agreements between two parties to buy and sell currencies at a set price on a future date. These contracts are used to protect against a decline in value relative to the U.S. dollar of the currencies in which its portfolio securities are denominated or quoted (or an increase in the value of a currency in which securities a fund intends to buy are denominated, when a fund holds cash reserves and short term investments), or for other investment purposes. The U.S. dollar value of forward currency contracts is determined using current forward currency exchange rates supplied by a quotation service. The market value of the contract will fluctuate with changes in currency exchange rates. The contract is marked to market daily and the change in market value is recorded as an unrealized gain or loss. When the contract is closed, the fund records a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed. The fund could be exposed to risk if the value of the currency changes unfavorably, if the counterparties to the contracts are unable to meet the terms of their contracts or if the fund is unable to enter into a closing position.

Credit default contracts The fund may enter into credit default contracts where one party, the protection buyer, makes an upfront or periodic payment to a counterparty, the protection seller, in exchange for the right to receive a contingent payment. The maximum amount of the payment may equal the notional amount, at par, of the underlying index or security as a result of a related credit event. Payments are made upon a credit default event of the disclosed primary referenced obligation or all other equally ranked obligations of the reference entity. An upfront payment received by the fund, as the protection seller, is recorded as a liability on the fund sooks. An upfront payment made by the fund are recorded as realized gains or losses. The credit default contracts are marked-to-market daily based upon quotations from an independent pricing service or market makers and the change, if any, is recorded as unrealized gain or loss. Payments received or made as a result of a credit event or termination of the contract are recognized, net of a proportional amount of the upfront payment, as realized gains or losses. In addition to bearing the risk that the credit event will occur, the fund could be exposed to market risk due to unfavorable changes in interest rates or in the price of the underlying security or index, the possibility that the fund may be unable to close out its position at the same time or at the same price as if it had purchased comparable publicly traded securities or that the counterparty may default on its obligation to perform.

For additional information regarding the fund please see the fund's most recent annual or semiannual shareholder report filed on the Securities and Exchange Commission's Web site, www.sec.gov, or visit Putnam's Individual Investor Web site at www.putnaminvestments.com

#### Item 2. Controls and Procedures:

- (a) The registrant's principal executive officer and principal financial officer have concluded, based on their evaluation of the effectiveness of the design and operation of the registrant's disclosure controls and procedures as of a date within 90 days of the filing date of this report, that the design and operation of such procedures are generally effective to provide reasonable assurance that information required to be disclosed by the registrant in this report is recorded, processed, summarized and reported within the time periods specified in the Commission's rules and forms.
- (b) Changes in internal control over financial reporting: Not applicable

#### Item 3. Exhibits:

Separate certifications for the principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the Investment Company Act of 1940, as amended, are filed herewith.

#### **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.

#### Putnam High Income Securities Fund

By (Signature and Title):

#### /s/ Janet C. Smith

Janet C. Smith
Principal Accounting Officer

Date: July 29, 2008

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/ Charles E. Porter

Charles E. Porter Principal Executive Officer Date: July 29, 2008

By (Signature and Title):

#### /s/ Steven D. Krichmar

Steven D. Krichmar Principal Financial Officer

Date: July 29, 2008