

Edgar Filing: Fiduciary/Claymore MLP Opportunity Fund - Form N-Q

Fiduciary/Claymore MLP Opportunity Fund  
Form N-Q  
April 24, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-21652  
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Fiduciary/Claymore MLP Opportunity Fund  
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(Exact name of registrant as specified in charter)

2455 Corporate West Drive, Lisle, IL 60532  
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(Address of principal executive offices) (Zip code)

J. Thomas Futrell  
2455 Corporate West Drive, Lisle, IL 60532  
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(Name and address of agent for service)

Registrant's telephone number, including area code: (630) 505-3700  
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Date of fiscal year end: November 30  
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Date of reporting period: February 28, 2009  
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Form N-Q is to be used by management investment companies, other than small business investment companies registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than 60 days after the close of the first and third fiscal quarters, pursuant to rule 30b1-5 under the Investment Company Act of 1940 (17 CFR 270.30b1-5). The Commission may use the information provided on Form N-Q in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-Q, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-Q unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 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.

ITEM 1. SCHEDULE OF INVESTMENTS.

Attached hereto.

FIDUCIARY/CLAYMORE MLP OPPORTUNITY FUND

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PORTFOLIO OF INVESTMENTS  
FEBRUARY 28, 2009 (UNAUDITED)

NUMBER OF SHARES

VA

NUMBER OF SHARES	DESCRIPTION	VALUE
-----		
MASTER LIMITED PARTNERSHIPS AND MLP AFFILIATES - 124.7%		
COAL - 3.5%		
401,104	Alliance Holdings GP, L.P.	\$ 5,948,
30,900	Alliance Resource Partners L.P.	817,
1,145,621	Clearwater Natural Resources, L.P. (Acquired 08/01/05 and 10/02/06, Cost \$22,912,423) (a) (b) (c) (d)	
123	Clearwater GP Holding Co. (Acquired 02/29/08, Cost \$192,961) (a) (b) (c) (d)	
38,300	Natural Resource Partners, L.P.	793,
		-----
		7,560,
		-----
CONSUMER DISCRETIONARY - 0.8%		
162,680	StoneMor Partners, L.P.	1,742,
		-----
MIDSTREAM GAS INFRASTRUCTURE - 45.0%		
328,807	Boardwalk Pipeline Partners L.P.	6,937,
956,417	Copano Energy, L.L.C. (e)	13,600,
190,000	Copano Energy, L.L.C., Unregistered Series D Units (Acquired 03/14/08, Cost \$4,987,500) (a) (b) (c)	2,412,
387,534	Crosstex Energy, L.P., Senior Subordinated Series D Units (Acquired 03/23/07, Cost \$10,050,005) (a) (b) (c)	1,331,
586,915	DCP Midstream Partners, L.P.	6,326,
521,754	El Paso Pipeline Partners, L.P.	9,198,
499,278	Energy Transfer Equity L.P.	9,800,
239,612	Energy Transfer Partners, L.P. (e)	8,676,
1,001,767	Enterprise Products Partners, L.P.	21,618,
251,451	Hiland Partners, L.P.	1,865,
166,000	ONEOK Partners L.P.	7,033,
49,060	Spectra Energy Partners, L.P.	1,088,
81,400	TC Pipelines L.P.	2,105,
215,690	Western Gas Partners, L.P.	3,164,
38,300	Williams Partners, L.P.	419,
86,535	Williams Pipeline Partners, L.P.	1,372,
		-----
		96,951,
		-----
MIDSTREAM OIL INFRASTRUCTURE - 59.3%		
484,552	Enbridge Energy Partners, L.P. (e)	13,795,
274,225	Genesis Energy, L.P.	2,769,
215,415	Global Partners, L.P.	2,304,
354,900	Holly Energy Partners, L.P.	9,042,
528,176	Kinder Morgan Management, L.L.C. (f)	22,035,
304,500	Magellan Midstream Holdings L.P.	4,847,
802,529	Magellan Midstream Partners, L.P. (e)	25,520,
232,210	NuStar Energy L.P.	10,714,

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523,856	Plains All American Pipeline, L.P. (e)	20,189,
116,600	Sunoco Logistics Partners L.P.	6,411,
445,445	TEPPCO Partners, L.P. (e)	10,138,
		-----
		127,769,
		-----
	OIL AND GAS PRODUCTION - 6.3%	
363,512	Abraxas Petroleum Corp. (c) (e)	308,
529,751	Abraxas Energy Partners, L.P. (Acquired 05/25/07, Cost \$7,406,661) (a) (b)	3,607,
644,188	BreitBurn Energy Partners, L.P.	4,026,
324,342	EV Energy Partner, L.P.	4,787,
8,000	Exterran Partners L.P.	98,
54,796	Pioneer Southwest Energy Partners, L.P.	848,
		-----
		13,676,
		-----
	PROPANE - 9.8%	
524,400	Inergy Holdings, L.P.	14,620,
288,931	Inergy, L.P.	6,506,
		-----
		21,126,
		-----
	TOTAL MASTER LIMITED PARTNERSHIPS AND MLP AFFILIATES	
	(Cost \$309,957,261)	268,827,
		-----
	INCENTIVE DISTRIBUTION RIGHTS - 0.0%	
43	Clearwater Natural Resources, L.P. (Acquired 08/01/05, Cost \$0) (a) (b) (c) (d)	
		-----
	WARRANTS - 0.0%	
114,230	Abraxas Petroleum Corp. (Acquired 5/25/07, Cost \$0) (a) (b) (c)	11,
9,499	Clearwater Natural Resources, L.P. (Acquired 1/13/09, Cost \$0) (a) (b) (c) (d)	
		-----
		11,
		-----
	PRINCIPAL AMOUNT	
	TERM LOANS - 0.2%	
\$ 1,237,397	Clearwater Subordinate Note 10.314%, 12/03/09, NR (Acquired 07/08/08, 08/06/08, 09/29/08 and 01/09/09, Cost \$1,237,397) (a) (b) (c) (d) (f) (g)	433,
		-----
	NUMBER OF SHARES	
	SHORT TERM INVESTMENTS - 1.2%	
	MONEY MARKET FUND - 1.2%	
2,616,358	Dreyfus Treasury & Agency Cash Management - Investor Shares	

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(Cost \$2,616,358)

2,616,

TOTAL INVESTMENTS - 126.1%

(Cost \$313,811,016)

271,888,

Borrowings Outstanding - (33.5% of Net Assets or 26.6% of Total Investments)

(72,262,

Other Assets in excess of Liabilities - 7.4%

15,921,

NET ASSETS - 100.0%

\$ 215,546,

-----  
L.L.C. Limited Liability Company

L.P. Limited Partnership

MLP Master Limited Partnership

NR Ratings shown are per Standard & Poor's. Securities classified as NR are not rated by Standard & Poor's.

(a) Security is restricted and may be resold only in transactions exempt from registration, normally to qualified institutional buyers. At February 28, 2009, restricted securities aggregate market value amounted to \$7,795,763 or 3.6% of net assets.

(b) Security is valued in accordance with Fair Valuation procedures established in good faith by the Board of Trustees. The total market value of such securities is \$7,795,763 which represents 3.6% of net assets.

(c) Non-income producing security.

(d) Company has filed for protection in federal bankruptcy court.

(e) All or a portion of these securities have been physically segregated in connection with swap agreements.

(f) While non-income producing, security makes regular in-kind distributions.

(g) Floating rate security. The rate shown is as of February 28, 2009.

Country Allocation\*

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United States 100.0%

\* Subject to change daily. Based on total investments.

See previously submitted Notes to Financial Statements for the period ended November 30, 2008.

Interest Rate Swap Agreements

Counterparty	Termination Date	Notional Amount (000)	Fixed Rate	Floating Rate	Ap (D
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Merrill Lynch	1/30/2011	\$ 30,000	3.05%	1 - Month LIBOR	\$
Merrill Lynch	1/30/2013	\$ 30,000	3.49%	1 - Month LIBOR	
Morgan Stanley	2/7/2011	\$ 30,000	2.92%	1 - Month LIBOR	
Morgan Stanley	3/19/2013	\$ 30,000	3.13%	1 - Month LIBOR	

For each swap noted, the Fund is obligated to pay the fixed rate and entitled to receive the floating rate.

Restricted Securities

Security	Date of Acquisition	Shares	Current Cost	Fair Market Value	Value Acquired (unrestricted)
Abraxas Energy Partners, L.P.	5/25/2007	529,751	\$ 7,406,661	\$ 3,607,604	\$
Abraxas Petroleum Corp.*	5/25/2007	114,230	\$ -	\$ 11,437	\$
Clearwater GP Holding Co.	2/29/2008	123	\$ 192,961	\$ -	\$
Clearwater Natural Resources, L.P.*	1/13/2009	9,499	\$ -	\$ -	\$
Clearwater Natural Resources, L.P.**	8/1/2005	43	\$ -	\$ -	\$
Clearwater Natural Resources, L.P.	8/1/2005	892,857	\$17,857,143	\$ -	\$
Clearwater Natural Resources, L.P.	10/2/2006	252,764	\$ 5,055,280	\$ -	\$
Clearwater Subordinate Note	7/8/2008	212,000	\$ 212,000	\$ 74,200	\$
Clearwater Subordinate Note	8/6/2008	212,000	\$ 212,000	\$ 74,200	\$
Clearwater Subordinate Note	9/29/2008	759,880	\$ 759,880	\$ 265,958	\$
Clearwater Subordinate Note	1/9/2009	53,517	\$ 53,517	\$ 18,731	\$
Copano Energy, L.L.C., Unregistered Series D Units	3/14/2008	190,000	\$ 4,987,500	\$ 2,412,018	\$
Crosstex Energy, L.P., Senior Subordinated Series D Units	3/23/2007	387,534	\$10,050,005	\$ 1,331,615	\$
<b>Total</b>			<b>\$46,786,947</b>	<b>\$ 7,795,763</b>	

\* Warrants

\*\* Incentive Distribution Rights

\*\*\* Valuation of unrestricted common stock on the acquisition date of the restricted shares

In September, 2006, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standards No. 157, "Fair Value Measurements" ("FAS 157"). This standard clarifies the definition of fair value for financial reporting, establishes a framework for measuring fair value and requires additional disclosures about the use of fair value measurements. FAS 157 establishes three different categories for valuations. Level 1 valuations are those based upon quoted prices in active markets. Level 2 valuations are those based upon quoted prices in inactive markets or based upon significant observable inputs (e.g. yield curves; benchmark interest rates; indices). Level

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3 valuations are those based upon unobservable inputs (e.g. discounted cash flow analysis; non-market based methods used to determine fair valuation). Details of the valuations as of February 28, 2009 were as follows:

Description	Securities	Derivatives	Total
	-----	-----	-----
(value in \$000s)			
Assets			
Level 1	\$ 264,092	\$ -	\$ 264,092
Level 2	3,744	-	3,744
Level 3	4,052	-	4,052
	-----	-----	-----
Total	\$ 271,888	\$ -	\$ 271,888
	=====	=====	=====
Liabilities			
Level 1	\$ -	\$ -	\$ -
Level 2	-	4,930	4,930
Level 3	-	-	-
	-----	-----	-----
Total	\$ -	\$ 4,930	\$ 4,930
	=====	=====	=====
Level 3 holdings			
	-----	-----	-----
Beginning Balance at 11/30/08	\$ 21,577	\$ -	\$ 21,577
Total Realized Gain/Loss	-	-	-
Change in Unrealized Gain/Loss	(17,578)	-	(17,578)
Net Purchases and Sales	53	-	53
Net Transfers In/Out	-	-	-
	-----	-----	-----
Ending Balance at 2/28/09	\$ 4,052	\$ -	\$ 4,052
	=====	=====	=====

### ITEM 2. CONTROLS AND PROCEDURES.

- (a) The registrant's principal executive officer and principal financial officer have evaluated the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended) as of a date within 90 days of the filing date of this report and have concluded, based on such evaluation, that the registrant's disclosure controls and procedures were effective, as of that date, in ensuring that information required to be disclosed by the registrant in this Form N-Q was recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms.
- (b) There was no change in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940, as amended) that occurred during the registrant's last fiscal quarter that materially affected or is reasonably likely to materially affect the registrant's internal control over financial reporting.

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ITEM 3. EXHIBITS.

A separate certification for each 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 (17 CFR 270.30a-2(a)), is attached hereto.

SIGNATURES

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

(Registrant) Fiduciary/Claymore MLP Opportunity Fund  
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By: /s/ J. Thomas Futrell  
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Name: J. Thomas Futrell

Title: Chief Executive Officer

Date: April 24, 2009

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ J. Thomas Futrell  
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Name: J. Thomas Futrell

Title: Chief Executive Officer

Date: April 24, 2009

By: /s/ Steven M. Hill  
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Name: Steven M. Hill

Title: Chief Financial Officer, Chief Accounting Officer and Treasurer

Date: April 24, 2009