Nuveen Credit Strategies Income Fund Form N-Q November 29, 2012

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 811-21333

Nuveen Credit Strategies Income Fund

(Exact name of registrant as specified in charter)

333 West Wacker Drive, Chicago, Illinois 60606

(Address of principal executive offices) (Zip code)

Kevin J. McCarthy Vice President and Secretary

333 West Wacker Drive, Chicago, Illinois 60606

(Name and address of agent for service) 312-917-7700

Registrant s telephone number, including area code:

Date of fiscal year

end: 12/31

Date of reporting period: 9/30/2012

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 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. § 3507.

Item 1. Schedule of Investments

Portfolio of Investments (Unaudited) Nuveen Credit Strategies Income Fund (JQC) September 30, 2012

| Shares | Description (1) | Value |
|--------|---|------------------------|
| | Common Stocks 6.9% (4.9% of Total Investments) Aerospace & Defense 0.1% | |
| 16,170 | Honeywell International Inc. | \$ 966,158 |
| 9,040 | United Technologies Corporation | 707,742 |
| | Total Aerospace & Defense | 1,673,900 |
| 44.000 | Beverages 0.2% | 1 501 010 |
| | Coca-Cola Company Dr. Bonney Spende Croup | 1,591,846 |
| 23,191 | Dr. Pepper Snapple Group Total Beverages | 1,032,695 2,624,541 |
| | Biotechnology 0.2% | 2,024,041 |
| 11,200 | Amgen Inc. | 944,384 |
| 6,400 | Biogen Idec Inc., (2) | 955,072 |
| 14,240 | Gilead Sciences, Inc., (2) | 944,539 |
| | Total Biotechnology | 2,843,995 |
| 06 100 | Building Products 0.1% | 1 004 005 |
| 30,123 | Masonite Worldwide Holdings, (2) Chemicals 0.1% | 1,264,305 |
| 4.349 | CF Industries Holdings, Inc. | 966,522 |
| | Mosaic Company | 442,445 |
| • | Total Chemicals | 1,408,967 |
| | Commercial Banks 0.2% | |
| | M&T Bank Corporation | 1,426,448 |
| | SunTrust Banks, Inc. | 471,261 |
| 44,580 | Wells Fargo & Company Total Commercial Banks | 1,539,347 3,437,056 |
| | Commercial Services & Supplies | 0,407,000 |
| | 0.1% | |
| 26,526 | Waste Management, Inc. | 850,954 |
| | Communications Equipment 0.1% | |
| | Cisco Systems, Inc. | 474,577 |
| 10,430 | QUALCOMM, Inc. | 651,771 |
| | Total Communications Equipment Computers & Peripherals 0.4% | 1,126,348 |
| 8 798 | Apple, Inc., (2) | 5,870,553 |
| 0,700 | Consumer Finance 0.0% | 0,070,000 |
| 8,300 | Capital One Financial Corporation | 473,183 |
| | Diversified Financial Services 0.1% | |
| 20,171 | JP Morgan Chase & Co., (3) | 816,522 |
| | Diversified Telecommunication Services 0.2% | |
| 10.853 | CenturyLink Inc. | 438,461 |
| | Verizon Communications Inc. | 2,163,117 |
| , | Total Diversified Telecommunication | 2,601,578 |
| | Services | |
| | Electric Utilities 0.1% | |
| 24,310 | Southern Company | 1,120,448 |
| 16,340 | Energy Equipment & Services 0.1% National-Oilwell Varco Inc. | 1,308,997 |
| 10,340 | Food & Staples Retailing 0.1% | 1,300,997 |
| 14.810 | Costco Wholesale Corporation | 1,482,851 |
| , | Food Products 0.2% | , , |
| | H.J. Heinz Company | 908,628 |
| , | Kraft Foods Inc., Class A | 941,622 |
| 12,240 | Mead Johnson Nutrition Company, | 896,947 |
| | Class A Shares Total Food Products | 2,747,197 |
| | Gas Utilities 0.0% | L,171,131 |
| 10,470 | | 505,806 |
| - | | • |

| | Health Care Equipment & Supplies | |
|--------|--|----------------------|
| 10 220 | 0.2% Baxter International, Inc. | 615,857 |
| 11,960 | • | 939,578 |
| , | Medtronic, Inc. | 499,330 |
| | Stryker Corporation | 441,384 |
| , | Total Health Care Equipment & | 2,496,149 |
| | Supplies | |
| | Health Care Providers & Services | |
| 40.070 | 0.1% Market and HDOO less | 000 500 |
| 10,270 | McKesson HBOC Inc. Hotels, Restaurants & Leisure 0.1% | 883,528 |
| 26,290 | , | 1,334,218 |
| 20,200 | Household Durables 0.0% | 1,004,210 |
| 36,530 | Pulte Corporation, (2) | 566,215 |
| | Industrial Conglomerates 0.2% | |
| 92,427 | General Electric Company, (3) | 2,099,017 |
| 05 700 | Insurance 0.3% | 1 000 510 |
| | AFLAC Incorporated Everest Reinsurance Group Ltd | 1,230,516 777,385 |
| | Hartford Financial Services Group, Inc. | 463,450 |
| | Marsh & McLennan Companies, Inc. | 437,697 |
| | PartnerRe Limited | 359,218 |
| 15,330 | Torchmark Corporation | 787,196 |
| | Total Insurance | 4,055,462 |
| 1 770 | Internet Software & Services 0.1% | 1 005 465 |
| 1,770 | Google Inc., Class A, (2) IT Services 0.2% | 1,335,465 |
| 6 090 | Accenture Limited | 426,483 |
| 10,400 | | 2,157,480 |
| , | (3) | , , |
| | Total IT Services | 2,583,963 |
| | Life Sciences Tools & Services | |
| 11 000 | 0.1% | 704 700 |
| 11,980 | Thermo Fisher Scientific, Inc. Machinery 0.1% | 704,783 |
| 10,610 | • | 912,884 |
| , | Harsco Corporation | 707,464 |
| - , | Total Machinery | 1,620,348 |
| | Media 0.0% | |
| 17,320 | Comcast Corporation, Class A | 619,536 |
| 0.000 | Metals & Mining 0.2% | 400.000 |
| | Newmont Mining Corporation Southern Copper Corporation | 482,806 1,587,844 |
| 40,212 | Total Metals & Mining | 2,070,650 |
| | Multiline Retail 0.1% | _,0.0,000 |
| 26,529 | Target Corporation | 1,683,796 |
| | Multi-Utilities 0.2% | |
| 44,851 | 67 ? | 955,326 |
| | Consolidated Edison, Inc. | 1,132,700 |
| | DTE Energy Company Public Service Enterprise Group | 478,321 707,123 |
| 21,374 | Incorporated | 707,123 |
| | Total Multi-Utilities | 3,273,470 |
| | Oil, Gas & Consumable Fuels 0.5% | |
| | Chevron Corporation | 2,115,797 |
| | Exxon Mobil Corporation | 705,994 |
| | Marathon Oil Corporation | 1,105,208 |
| | Marathon Petroleum Corporation Phillips 66 | 1,431,077 932,037 |
| 20,100 | Total Oil, Gas & Consumable Fuels | 6,290,113 |
| | Paper & Forest Products 0.1% | 2,20,0 |
| 27,020 | • | 981,366 |
| | Pharmaceuticals 0.5% | |
| | Abbott Laboratories | 757,931 |
| | Johnson & Johnson Marak & Company Inc. | 3,031,006 |
| | Merck & Company Inc. Watson Pharmaceuticals Inc., (2) | 944,890 2,132,406 |
| _5,540 | Total Pharmaceuticals | 6,866,233 |
| | Real Estate 0.3% | ,, |
| | | |

| | Ross Stores, Inc. Williams-Sonoma Inc. Total Specialty Retail | | | | | 1,329,468 1,142,341 5,046,302 |
|---|--|--|--|--|----|--|
| | Textiles, Apparel & Luxury Goods 0.0% | | | | | 5,046,302 |
| 13,530 | Deckers Outdoor Corporation, (2) Tobacco 0.3% | | | | | 495,739 |
| 9,873 | Altria Group, Inc. Philip Morris International | | | | | 2,636,842 887,979 |
| 9,810 | Reynolds American Inc. Total Tobacco | | | | | 425,166 3,949,987 |
| | . otal . obasso | | | | | 3,343,307 |
| | Total Common Stocks (cost \$87,989,278) | | | | | 93,296,176 |
| Shares | Total Common Stocks (cost \$87,989,278) Description (1) | Coupon ies 0.5% (0.3% of Total Investments) | | Ratings (4) | | |
| | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% | ies 0.5% (0.3% of Total Investments) | | | \$ | 93,296,176 Value |
| | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit | ies 0.5% (0.3% of Total Investments) 7.500% | | Ratings (4) | \$ | 93,296,176 |
| 4,600 Principal | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred S | 7.500% ecurities (cost \$3,082,135) | Maturity (5) | BBB+ | \$ | 93,296,176 Value 5,694,800 5,694,800 |
| 4,600 Principal | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred S Description (1) Variable Rate Senior Loan Interests | ies 0.5% (0.3% of Total Investments) 7.500% | Maturity (5) | BBB+ | \$ | 93,296,176 Value 5,694,800 |
| 4,600 Principal Amount (000) | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred S Description (1) | 7.500% ecurities (cost \$3,082,135) | Maturity (5) 7/31/14 | BBB+ | · | 93,296,176 Value 5,694,800 5,694,800 |
| 4,600 Principal Amount (000) \$ 408 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred S Description (1) Variable Rate Senior Loan Interests Aerospace & Defense 0.1% DAE Aviation Holdings, Inc., Term | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) | | BBB+ | · | 93,296,176 Value 5,694,800 5,694,800 Value |
| 4,600 Principal Amount (000) \$ 408 387 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Company, (3) Description (1) Variable Rate Senior Loan Interests Aerospace & Defense 0.1% DAE Aviation Holdings, Inc., Term Loan B1 DAE Aviation Holdings, Inc., Term | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) 5.450% | 7/31/14 | BBB+ Ratings (4) | · | 93,296,176 Value 5,694,800 5,694,800 Value 408,120 |
| 4,600 Principal Amount (000) \$ 408 387 795 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Company, (3) Description (1) Variable Rate Senior Loan Interests Aerospace & Defense 0.1% DAE Aviation Holdings, Inc., Term Loan B1 DAE Aviation Holdings, Inc., Term Loan B2 Total Aerospace & Defense | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) 5.450% | 7/31/14 | BBB+ Ratings (4) | · | 93,296,176 Value 5,694,800 5,694,800 Value 408,120 387,455 |
| 4,600 Principal Amount (000) \$ 408 387 795 27,814 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Company Preferred | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) 5.450% | 7/31/14 7/31/14 | BBB+ Ratings (4) B B | · | 93,296,176 Value 5,694,800 5,694,800 Value 408,120 387,455 795,575 |
| 4,600 Principal Amount (000) \$ 408 387 795 27,814 26,094 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Company Preferred | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) 5.450% 5.500% | 7/31/14 7/31/14 4/20/17 | BBB+ Ratings (4) B B Ba2 | · | 93,296,176 Value 5,694,800 5,694,800 Value 408,120 387,455 795,575 28,109,529 |
| 4,600 Principal Amount (000) \$ 408 387 795 27,814 26,094 342 10,790 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Company Preferred Security Company (2019) Preferred Sec | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) 5.450% 5.450% 5.500% 6.000% | 7/31/14 7/31/14 4/20/17 5/24/17 | BBB+ Ratings (4) B B Ba2 BB | · | 93,296,176 Value 5,694,800 5,694,800 Value 408,120 387,455 795,575 28,109,529 26,657,624 |
| 4,600 Principal Amount (000) \$ 408 387 795 27,814 26,094 342 10,790 3,969 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Description (1) Variable Rate Senior Loan Interests Aerospace & Defense 0.1% DAE Aviation Holdings, Inc., Term Loan B1 DAE Aviation Holdings, Inc., Term Loan B2 Total Aerospace & Defense Airlines 2.1% Delta Air Lines, Inc., Term Loan Automobiles 2.0% Chrysler Group LLC, Term Loan Biotechnology 1.1% Alkermes, Inc., 2019 Term Loan, WI/DD Grifols, Inc., Term Loan Onex Carestream Finance LP, Term Loan Total Biotechnology | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) 5.450% 5.500% 6.000% TBD 4.500% | 7/31/14 7/31/14 4/20/17 5/24/17 TBD 6/01/17 | BBB+ Ratings (4) B B Ba2 BB BB BB | · | 93,296,176 Value 5,694,800 5,694,800 Value 408,120 387,455 795,575 28,109,529 26,657,624 343,977 10,900,344 |
| 4,600 Principal Amount (000) \$ 408 387 795 27,814 26,094 342 10,790 3,969 15,101 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Company Preferred Security Preferred Securi | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) 5.450% 5.500% 6.000% TBD 4.500% | 7/31/14 7/31/14 4/20/17 5/24/17 TBD 6/01/17 | BBB+ Ratings (4) B B Ba2 BB BB BB | · | 93,296,176 Value 5,694,800 5,694,800 Value 408,120 387,455 795,575 28,109,529 26,657,624 343,977 10,900,344 3,933,862 |
| 4,600 Principal Amount (000) \$ 408 387 795 27,814 26,094 342 10,790 3,969 15,101 2,300 | Total Common Stocks (cost \$87,989,278) Description (1) \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Wells Fargo & Company, (3) Total \$25 Par (or similar) Preferred Securit Commercial Banks 0.5% Description (1) Variable Rate Senior Loan Interests Aerospace & Defense 0.1% DAE Aviation Holdings, Inc., Term Loan B1 DAE Aviation Holdings, Inc., Term Loan B2 Total Aerospace & Defense Airlines 2.1% Delta Air Lines, Inc., Term Loan Automobiles 2.0% Chrysler Group LLC, Term Loan Biotechnology 1.1% Alkermes, Inc., 2019 Term Loan, WI/DD Griffols, Inc., Term Loan Onex Carestream Finance LP, Term Loan Total Biotechnology Building Products 0.2% Goodman Global Inc., Second Lien, | 7.500% ecurities (cost \$3,082,135) Coupon 98.4% (69.9% of Total Investments) (6) 5.450% 5.450% 5.500% 6.000% TBD 4.500% 5.000% | 7/31/14 7/31/14 4/20/17 5/24/17 TBD 6/01/17 2/25/17 | BBB+ Ratings (4) B B B BB BB BB BB- | · | 93,296,176 Value 5,694,800 5,694,800 Value 408,120 387,455 795,575 28,109,529 26,657,624 343,977 10,900,344 3,933,862 15,178,183 |

| | Univar, Inc., Term Loan Total Chemicals | 5.000% | 6/30/17 | B+ | 32,596,574 47,896,118 |
|--------|---|---------|----------|------|--------------------------|
| 4,704 | Commercial Banks 0.4% Ocwen Financial Corporation, Initial Term Loan | 7.000% | 9/01/16 | B1 | 4,750,783 |
| | Commercial Services & Supplies 0.7% | | | | |
| 10,000 | Ceridian Corporation, Extended Term Loan, WI/DD | TBD | TBD | B1 | 10,075,000 |
| | Communications Equipment 2.2% Avaya, Inc., Term Loan B3 | 4.927% | 10/26/17 | B1 | 3,737,308 |
| | Telesat Holdings, Inc., Term Loan B Total Communications Equipment Computers & Peripherals 0.1% | 4.250% | 3/28/19 | BB- | 25,343,903 29,081,211 |
| 1,985 | Kronos Incorporated, Term Loan, Tranche C, First Lien | 6.250% | 12/28/17 | B1 | 2,014,775 |
| 12,841 | Construction Materials 1.0% Schaeffler AG, Term Loan C2, First Lien | 6.000% | 1/27/17 | B1 | 12,969,410 |
| 9.019 | Consumer Finance 1.7% NES Rentals Holdings, Inc., Extended | 13.250% | 10/20/14 | Ba3 | 8,974,311 |
| | Term Loan, Second Lien Residential Capital Corp, Term Loan | 5.000% | 11/18/13 | Ba1 | 1,005,625 |
| | A1 Residential Capital Corp, Term Loan | 6.750% | 11/18/13 | BB | 2,030,834 |
| | A2 | 4.000% | 11/09/18 | Baa2 | , , |
| | Royalty Pharma Finance Trust, Incremental Term Loan | | | | 9,405,755 |
| | Springleaf Financial Funding Company, Term Loan | 5.500% | 5/10/17 | В3 | 1,324,350 |
| | Total Consumer Finance Containers & Packaging 2.5% | | | | 22,740,875 |
| 32,679 | Reynolds Group Holdings, Inc., Term Loan, WI/DD | TBD | TBD | B+ | 32,852,341 |
| | Sealed Air Corporation, Term Loan Total Containers & Packaging | 4.750% | 10/03/18 | Ba1 | 617,367 33,469,708 |
| 21,000 | Distributors 1.6% HD Supply, Inc., Term Loan Diversified Consumer Services 2.0% | 7.250% | 10/12/17 | B+ | 21,713,118 |
| 27,788 | Laureate Education, Inc., Extended Term Loan | 5.250% | 6/15/18 | B1 | 27,475,793 |
| 10,000 | Diversified Financial Services 0.9% ADS Waste Holdings, Inc., Term Loan | TBD | TBD | B+ | 10,083,330 |
| 1.393 | B, WI/DD NPC International, Inc., Term Loan B | 5.250% | 12/28/18 | Ba3 | 1,410,412 |
| 110 | Pinafore LLC, Term Loan Total Diversified Financial Services | 4.250% | 9/29/16 | ВВ | 110,847 11,604,589 |
| , | Diversified Telecommunication Services 2.6% | | | | 11,001,000 |
| 21,316 | Intelsat Jackson Holdings, Ltd., Term Loan B1, WI/DD | TBD | TBD | B1 | 21,422,109 |
| 13,000 | Level 3 Communications, Inc., Term Loan B-2 | 5.750% | 9/01/18 | Ba3 | 13,085,319 |
| 34,316 | Total Diversified Telecommunication Services | | | | 34,507,428 |
| 2,664 | Electric Utilities 0.1% TXU Corporation, 2014 Term Loan Food & Staples Retailing 1.1% | 3.757% | 10/10/14 | B2 | 1,990,831 |
| 9,800 | BJ Wholesale Club, Inc., Term Loan, First Lien, DD1 | 5.750% | 9/20/19 | В | 9,872,275 |
| 500 | BJ Wholesale Club, Inc., Term Loan, Second Lien | 9.750% | 3/30/20 | CCC+ | 508,750 |
| 5,000 | Wendy s/Arby s Restaurants, Inc., Term Loan B | 4.750% | 5/15/19 | BB- | 5,050,780 |
| 15,300 | Total Food & Staples Retailing Food Products 0.3% | | | | 15,431,805 |
| 2,157 | Del Monte Foods Company, Term Loan | 4.500% | 3/08/18 | Ва3 | 2,158,108 |
| 983 | Pierre Foods, Inc., Term Loan | 7.001% | 9/30/16 | B+ | 988,129 |

| 1,311 | U.S. Foodservice, Inc., Extended Term Loan | | 5.750% | 3/31/17 | B- | 1,297,030 |
|---------|---|-------|---------|----------|------|-------------|
| 4,451 | Total Food Products Health Care Equipment & Supplies | | | | | 4,443,267 |
| 8 933 | 4.2% Chiron Merger Sub, Inc., Term Loan | | 7.000% | 5/04/18 | Ba2 | 9,072,070 |
| | Hologic, Inc., Term Loan B | | 4.500% | 8/01/19 | BBB- | 14,561,875 |
| | United Surgical Partners | | 6.000% | 4/03/19 | B1 | 33,373,233 |
| | International, Inc., Term Loan, First | | | | | |
| F0 000 | Lien | | | | | F7 007 170 |
| 56,392 | Total Health Care Equipment & Supplies Health Care Providers & Services | | | | | 57,007,178 |
| 1,628 | 7.8% Community Health Systems, Inc., | | 3.923% | 1/25/17 | ВВ | 1,637,283 |
| 14 000 | Extended Term Loan DaVita, Inc., New Term Loan B2, | | TBD | TBD | Ba2 | 14,052,500 |
| 14,000 | WI/DD | | 100 | 100 | Buz | 14,002,000 |
| 20,861 | Emdeon Business Services LLC Term B-1 Loan | | 5.000% | 11/02/18 | BB- | 21,043,691 |
| | Emergency Medical Services, Term Loan | | 5.250% | 5/25/18 | Ba3 | 6,065,698 |
| | Golden Living, Term Loan | | 5.000% | 5/04/18 | B+ | 36,210,403 |
| 371 | HCA, Inc., Tranche B2, Term Loan | | 3.612% | 3/31/17 | BB | 372,337 |
| 19,322 | National Mentor Holdings, Inc., Tranche B | | 7.000% | 2/09/17 | B+ | 19,326,684 |
| 4 755 | Select Medical Corporation, Term Loan | | 5.500% | 6/01/18 | BB- | 4,787,577 |
| | Select Medical Corporation, Tranche B, | | 5.502% | 6/01/18 | BB- | 1,006,228 |
| | Term Loan A | | | | | |
| 105,389 | Total Health Care Providers & Services | | | | | 104,502,401 |
| 14 000 | Health Care Technology 1.1% | | 7.500% | 2/28/17 | В | 14,175,000 |
| 14,000 | Quintiles Transnational Corporation, Term Loan | | 7.300% | 2/20/17 | Б | 14,175,000 |
| | Hotels, Restaurants & Leisure 4.7% | | | | | |
| 2,977 | 24 Hour Fitness Worldwide, Inc., New | | 7.500% | 4/22/16 | Ba3 | 3,018,093 |
| | Term Loan | | | | | |
| 2,888 | Boyd Gaming Corporation, Increased Term Loan B | | 6.000% | 12/17/15 | BB- | 2,928,407 |
| 47,595 | Caesars Entertainment Operating | | 5.467% | 1/28/18 | В | 43,379,314 |
| | Company, Inc., Term Loan B6 | | | | | |
| | CCM Merger, Inc. Term Loan | | 6.000% | 3/01/17 | B+ | 2,092,210 |
| 10,234 | Landry s Restaraunts, Inc., Term Loan B | | 6.500% | 4/24/18 | B+ | 10,389,637 |
| 839 | Orbitz Worldwide, Inc., Term Loan | | 3.216% | 7/25/14 | B+ | 816,651 |
| | Venetian Casino Resort LLC, Delayed | | 2.720% | 11/23/16 | BBB- | 176,631 |
| | Term Loan | | | | | |
| 232 | Venetian Casino Resort LLC, Tranche | | 2.720% | 11/23/16 | BBB- | 231,464 |
| 67.012 | B, Term Loan Total Hotels, Restaurants & Leisure | | | | | 63,032,407 |
| 07,013 | Household Durables 0.3% | | | | | 03,032,407 |
| 3,500 | AOT Bedding Super Holdings LLC, | | TBD | TBD | B+ | 3,490,938 |
| | Term Loan B, WI/DD | | | | | |
| 150 | Household Products 0.0% Visant Corporation, Term Loan | | E 0E00/ | 10/00/16 | DD | 150.054 |
| 158 | Independent Power Producers & Energy Traders | 0.1% | 5.250% | 12/22/16 | BB- | 153,354 |
| 1,507 | AES Corporation, Term Loan | 01170 | 4.250% | 5/29/18 | BB+ | 1,517,277 |
| | Industrial Conglomerates 0.1% | | | | | |
| 887 | U.S. Foodservice, Inc., Term Loan, | | 5.750% | 3/31/17 | B- | 875,419 |
| | First Lien Internet & Catalog Retail 1.0% | | | | | |
| 13,665 | = | | 5.500% | 2/23/17 | В | 13,858,128 |
| . 0,000 | Corporation, Term Loan B1 | | 0.00070 | _,, | _ | .0,000,.20 |
| | Internet Software & Services 3.8% | | | | | |
| 14,210 | Go Daddy Operating Co. LLC, Term | | 5.500% | 12/17/18 | Ba3 | 14,169,772 |
| 21 057 | Loan, Tranche B1 | | E 0000/ | 0/00/47 | D4 | 24 770 000 |
| 31,957 | Sabre, Inc., Extended Term Loan, First Lien | | 5.966% | 9/30/17 | B1 | 31,770,393 |
| 4,746 | Web.com, Term Loan, First Lien | | 7.000% | 10/27/17 | Ba3 | 4,788,845 |
| 50,913 | Total Internet Software & Services | | | | | 50,729,010 |
| | IT Services 5.3% | | | | | |
| | | | | | | |

| 1,357 | First Data Corporation, Extended Term Loan B | 5.217% | 3/24/17 | B+ | 1,337,113 |
|---------|--|----------|--------------|------|-----------------------|
| 5,000 | First Data Corporation, Extended Term Loan | 4.217% | 3/26/18 | B+ | 4,788,350 |
| 18,555 | Frac Tech International LLC, Term Loan, DD1 | 6.250% | 5/06/16 | B+ | 17,911,539 |
| 22,693 | • | 5.250% | 4/05/18 | Ba3 | 22,811,311 |
| 14 000 | | C F00% | 7/00/10 | D4 | 1 1 1 1 1 1 1 1 1 1 1 |
| | SRA International, Term Loan | 6.500% | 7/20/18 | B1 | 14,144,488 |
| 10,374 | Zayo Group LLC Term Loan | 7.125% | 7/02/19 | B1 | 10,503,675 |
| 72.212 | Total IT Services | | | | 71,496,476 |
| , | Leisure Equipment & Products 1.6% | | | | ,, - |
| 000 | | 0.0000/ | 0/00/40 | _ | 000 171 |
| 993 | Academy, Ltd., Term Loan | 6.000% | 8/03/18 | В | 998,171 |
| 696 | Cedar Fair LP, Term Loan | 4.000% | 12/15/17 | BB | 701,234 |
| | Toys R Us - Delaware, Inc., Term | 5.250% | 5/25/18 | B+ | 20,116,458 |
| 20,443 | | 3.230 /0 | 3/23/10 | DT | 20,110,400 |
| | Loan B3 | | | | |
| 22,138 | Total Leisure Equipment & Products | | | | 21,815,863 |
| | Machinery 0.3% | | | | |
| 4 500 | Navistar International Corporation, | 7.000% | 8/16/17 | Ba2 | 4,573,125 |
| 4,500 | Tarre Lace D | 7.000 /8 | 0/10/17 | Daz | 4,575,125 |
| | Term Loan B | | | | |
| | Media 10.5% | | | | |
| 8.394 | Atlantic Broadband Finance LLC, Term | TBD | TBD | Ba3 | 8,477,976 |
| 0,001 | Loan B, WI/DD | .55 | 122 | Dao | 0,177,070 |
| | The state of the s | | | _ | |
| 28,975 | Cengage Learning Acquisitions, Inc., | 5.720% | 7/04/17 | B+ | 26,494,301 |
| | Tranche B, Extended Term Loan | | | | |
| 2 / 27 | Charter Communications Operating | 3.470% | 9/06/16 | BB+ | 2,443,788 |
| 2,407 | | 3.47078 | 3/00/10 | DDT | 2,445,700 |
| | Holdings LLC, Term Loan C | | | | |
| 15,867 | Cumulus Media, Inc., Term Loan, First | 5.750% | 9/17/18 | Ba2 | 15,977,669 |
| • | Lien | | | | |
| 10.000 | - | 7 5000/ | 0/10/10 | DO | 10 170 000 |
| 12,029 | Cumulus Media, Inc., Term Loan, | 7.500% | 9/16/19 | B2 | 12,179,362 |
| | Second Lien | | | | |
| 36,733 | EMI Music Publishing LLC, Term Loan | 5.500% | 6/29/18 | BB- | 37,238,015 |
| 00,, 00 | В | 0.00070 | 0, 20, 10 | | 0.,200,0.0 |
| | _ | 0.7700/ | 1/00/10 | 000 | |
| 2,000 | Hubbard Radio LLC, Term Loan, | 8.750% | 4/30/18 | CCC+ | 2,030,000 |
| | Second Lien | | | | |
| 1 093 | Gray Television, Inc., Term Loan B | 3.740% | 12/31/14 | B+ | 1,091,829 |
| | | | | | |
| | Tribune Company, Term Loan B, (7) | 0.000% | 6/04/14 | Ca | 512,540 |
| 4,378 | Univision Communications, Inc., Term | 4.466% | 3/31/17 | B+ | 4,344,915 |
| | Loan | | | | |
| 15 000 | UPC Broadband Holding BV, Term | 4.750% | 12/31/17 | Ba3 | 15,112,500 |
| 13,000 | | 4.75070 | 12/01/17 | Бао | 15,112,500 |
| | Loan, Tranche AB | | | | |
| 15,940 | WideOpenWest Finance LLC, Term | 6.250% | 7/12/18 | B1 | 16,109,413 |
| | Loan B | | | | |
| 142 521 | Total Media | | | | 142,012,308 |
| 143,321 | | | | | 142,012,300 |
| | Multiline Retail 1.7% | | | | |
| 1,128 | 99 Cents Only Stores, Term Loan B1 | 5.250% | 1/11/19 | B+ | 1,141,955 |
| | Neiman Marcus Group, Inc., Term | 4.750% | 5/16/18 | BB- | 21,302,618 |
| 21,100 | • • • • | 4.70070 | 0/10/10 | 55 | 21,002,010 |
| | Loan | | | | |
| 22,278 | Total Multiline Retail | | | | 22,444,573 |
| | Oil, Gas & Consumable Fuels 1.2% | | | | |
| 3 970 | CCS Income Trust, Add on Term Loan | 6.500% | 11/14/14 | В | 3,983,232 |
| 0,070 | | 0.00070 | 11/14/14 | | 0,000,202 |
| | В | | | | |
| 4,871 | Crestwood Holdings, Inc., Term Loan B | 9.750% | 3/26/18 | CCC+ | 4,950,408 |
| 4.300 | Energy Transfer Partners LP, Term | 3.750% | 3/24/17 | BB | 4,303,883 |
| ., | Loan B | | -, | | .,, |
| 0.047 | | 0.0000/ | 0/05/40 | Б. | 0.000.440 |
| 2,917 | Samson Investment Company, Initial | 6.000% | 9/25/18 | B+ | 2,939,148 |
| | Term Loan, Second Lien | | | | |
| 16.058 | Total Oil, Gas & Consumable Fuels | | | | 16,176,671 |
| . 0,000 | Personal Products 0.1% | | | | |
| | | | | | |
| 1,391 | Prestige Brands, Inc., Term Loan 1 | 5.250% | 1/27/19 | BB- | 1,407,245 |
| | Pharmaceuticals 6.6% | | | | |
| 22,194 | | 5.250% | 5/17/19 | B+ | 22,466,256 |
| , | | | | | |
| 40,302 | Pharmaceutical Product | 6.250% | 12/05/18 | BB- | 40,722,040 |
| | Development, Inc., Term Loan | | | | |
| 8.369 | Quintiles Transnational Corporation, | 5.000% | 6/08/18 | BB- | 8,429,913 |
| 2,200 | Term Loan B | 2.22270 | 3, 33, 10 | | 2,2,0.0 |
| | | | _ | | |
| 10,000 | | TBD | TBD | BBB- | 10,016,670 |
| | International, Inc., Tranche B, Term | | | | |
| | Loan C, WI/DD | | | | |
| 1 500 | | TBD | TBD | BBB- | 1 506 051 |
| 1,500 | | וסטו | IBD | DDD- | 1,506,251 |
| | | | | | |

| | Valeant Pharmaceuticals International, Inc., Tranche B, Term Loan D, WI/DD | | | | |
|-----------------|--|------------------|---------------------|------------|-------------------------|
| 883 | Warner Chilcott Company LLC, Term Loan B1 Additional | 4.250% | 3/15/18 | BBB- | 885,493 |
| 2,325 | Warner Chilcott Corporation, Term Loan B1 | 4.250% | 3/15/18 | BBB- | 2,331,725 |
| 1,163 | Warner Chilcott Corporation, Term | 4.250% | 3/15/18 | BBB- | 1,165,863 |
| 1,599 | Loan B2 Warner Chilcott Corporation, Term Loan B3 | 4.250% | 3/15/18 | BBB- | 1,603,061 |
| 88,335 | Total Pharmaceuticals | | | | 89,127,272 |
| 9,629 | Real Estate 3.4% iStar Financial, Inc., Term Loan, | 5.000% | 6/28/13 | BB- | 9,657,116 |
| 35,000 | Tranche A1 iStar Financial, Inc., Term Loan, | 7.000% | 3/19/17 | BB- | 35,947,905 |
| 44,629 | Tranche A2, First Lien Total Real Estate | | | | 45,605,021 |
| | Real Estate Management & Development 2.4% | | | | |
| , | Capital Automotive LP, Tranche B LNR Property Corporation, Term Loan | 5.250% 4.750% | 3/11/17 4/29/16 | Ba3 BB+ | 30,403,516 1,383,293 |
| | Realogy Corporation, Delayed Term Loan | 4.478% | 10/10/16 | B1 | 1,178,818 |
| 32,746 | Total Real Estate Management & Development | | | | 32,965,627 |
| | Road & Rail 0.3% | | | | |
| 3,417 | Swift Transportation Company, Inc., Term Loan, Tranche B2 | 5.000% | 12/21/17 | BB | 3,439,494 |
| 2,981 | Semiconductors & Equipment 4.2% Freescale Semiconductor, Inc., Term | 4.481% | 12/01/16 | B1 | 2,919,467 |
| 17,905 | Loan, Tranche B1 Freescale Semiconductor, Inc., Term | 6.000% | 2/28/19 | B1 | 17,953,499 |
| 985 | Loan, Tranche B2 NXP Semiconductor LLC, Term Loan | 4.500% | 3/03/17 | B- | 996,081 |
| | NXP Semiconductor LLC, Tranche A2, Term Loan | 5.500% | 3/03/17 | B+ | 13,908,141 |
| 19,900 | NXP Semiconductor LLC, Tranche B, Term Loan | 5.250% | 3/19/19 | B+ | 20,165,327 |
| 55,412 | Total Semiconductors & Equipment Software 7.3% | | | | 55,942,515 |
| , | BlackBoard, Inc., Term Loan, First Lien | 7.500% | 10/04/18 | B+ | 12,986,366 |
| 23,000 | BlackBoard, Inc., Term Loan, Second Lien | 11.500% | 4/04/19 | CCC+ | 21,811,659 |
| | Datatel Parent Corp, Term Loan B IPC Systems, Inc., Extended Term | 6.250% 5.466% | 7/19/18 7/31/17 | B+ B1 | 30,008,544 769,999 |
| | Loan, Tranche B1, First Lien | | | | • |
| 6,365 | IPC Systems, Inc., Term Loan, Second Lien | 5.482% | 6/01/15 | CCC | 5,410,491 |
| 2,085 | Kronos Incorporated, Term Loan, Second Lien | 9.362% | 6/01/18 | CCC+ | 2,129,306 |
| | Misys PLC, Term Loan, Second Lien | 12.000% | 5/25/19 | CCC+ | 15,625,005 |
| | Vertafore, Inc., Term Loan, Second Lien | 9.750% | 10/29/17 | CCC+ | 10,050,000 |
| 99,730 | Total Software Specialty Retail 3.1% | | | | 98,791,370 |
| | J Crew Group, Term Loan | 4.750% | 3/07/18 | B1 | 989,088 |
| | Jo-Ann Stores, Inc., Term Loan Lord & Taylor Holdings LLC, Term | 4.750% 5.750% | 3/16/18 12/21/18 | B+ BB | 1,779,856 2,834,851 |
| | Loan | 0.70070 | ,, | | |
| | Michaels Stores, Inc., Term Loan B1 Michaels Stores, Inc., Term Loan B2 | 2.688% 4.912% | 10/31/13 7/31/16 | BB- BB- | 568,705 |
| 13,681 9,625 | Party City Corporation, Term Loan | 5.750% | 7/31/16 | B1 | 13,812,885 9,758,846 |
| | Toys R Us - Delaware, Inc., Term Loan | 6.000% | 9/01/16 | B+ | 12,567,425 |
| 42,063 | Total Specialty Retail Wireless Telecommunication | | | | 42,311,656 |
| 10.000 | Services 1.0% | 0.0000/ | 4/00/40 | 000 | 10.000.701 |
| 16,963 | Clear Channel Communications, Inc., Tranche B, Term Loan, DD1 | 3.866% | 1/29/16 | CCC+ | 13,909,721 |

\$ 1,330,587 Total Variable Rate Senior Loan Interests (cost \$1,309,202,380)

1,324,595,897

| Principal | | | | | |
|--------------|--|--------------------|----------------------|-------------|------------------------|
| Amount (000) | Description (1) Corporate Bonds 32.8% (23.3% of Total Investments) Airlines 0.4% | Coupon | Maturity | Ratings (4) | Value |
| \$ 4,445 | United Airlines Inc., 144A | 9.875% | 8/01/13 | BB | \$ 4,545,013 |
| | United Airlines Inc., 144A | 12.000% | 11/01/13 | BB | 924,750 |
| 5,345 | Total Airlines | | | | 5,469,763 |
| | Auto Components 0.3% | | | | |
| | Cooper Standard Automitve | 8.500% | 5/01/18 | BB- | 1,299,000 |
| | Goodyear Tire & Rubber Company | 8.250% | 8/15/20 | B+ | 2,215,000 |
| 3,200 | Total Auto Components | | | | 3,514,000 |
| 1 200 | Chemicals 0.1% NOVA Chemicals Corporation | 8.625% | 11/01/19 | BB+ | 1,362,000 |
| | Phibro Animal Health Corporation, | 9.250% | 7/01/18 | B- | 436,500 |
| .00 | 144A | 0.20070 | .,,,,,, | _ | .00,000 |
| 1,650 | Total Chemicals | | | | 1,798,500 |
| | Commercial Banks 0.0% | | | | |
| 300 | Ally Financial Inc. | 8.000% | 3/15/20 | BB- | 351,000 |
| | Commercial Services & Supplies 1.7% | | | | |
| | Ceridian Corporation, 144A | 8.875% | 7/15/19 | B1 | 7,560,000 |
| | Ceridian Corporation Ceridian Corporation | 12.250% 11.250% | 11/15/15 11/15/15 | CCC | 5,970,000 8,372,500 |
| 390 | Universal City Development Partners | 8.875% | 11/15/15 | BBB+ | 410,773 |
| | Total Commercial Services & Supplies | 0.07 5 76 | 11/10/10 | DDD+ | 22,313,273 |
| ,000 | Communications Equipment 3.1% | | | | ,0.0,0 |
| | Avaya Inc. | 10.125% | 11/01/15 | CCC+ | 28,783,125 |
| | Avaya Inc. | 9.750% | 11/01/15 | CCC+ | 13,534,375 |
| 47,500 | Total Communications Equipment | | | | 42,317,500 |
| 000 | Consumer Finance 0.1% | 7 5009/ | 0/15/00 | DD | 1 000 750 |
| 900 | Ally Financial Inc. Containers & Packaging 0.1% | 7.500% | 9/15/20 | BB- | 1,032,750 |
| 600 | Boise Paper Holdings Company | 8.000% | 4/01/20 | ВВ | 658,500 |
| 000 | Distributors 1.2% | 0.00070 | ., 0 ., 20 | | 000,000 |
| 8,000 | HD Supply Inc., 144A | 8.125% | 4/15/19 | B+ | 8,680,000 |
| | HD Supply Inc., 144A | 11.000% | 4/15/20 | CCC+ | 7,770,000 |
| 15,000 | Total Distributors | | | | 16,450,000 |
| | Diversified Telecommunication | | | | |
| 1 200 | Services 4.2% Cequel Communication Holdings I, | 8.625% | 11/15/17 | B- | 1,281,000 |
| 1,200 | 144A | 0.02576 | 11/15/17 | D- | 1,201,000 |
| 26,200 | IntelSat Bermuda Limited | 11.500% | 2/04/17 | CCC+ | 27,772,000 |
| 3,200 | IntelSat Bermuda Limited | 11.250% | 2/04/17 | CCC+ | 3,384,000 |
| , | Level 3 Communications Inc. | 11.875% | 2/01/19 | B- | 24,234,520 |
| 51,952 | Total Diversified Telecommunication | | | | 56,671,520 |
| | Services | | | | |
| 900 | Electric Utilities 0.3% Energy Future Holdings | 10.250% | 1/15/20 | B- | 992,250 |
| | Energy Future Intermediate Holding | 11.750% | 3/01/22 | CCC+ | 3,718,750 |
| 0,000 | Company LLC, 144A | | 0/01/22 | 333. | 0,1 10,100 |
| 4,400 | Total Electric Utilities | | | | 4,711,000 |
| | Electronic Equipment & Instruments 0.1% | | | | |
| 1,200 | Kemet Corporation | 10.500% | 5/01/18 | B+ | 1,218,000 |
| 4.000 | Food Products 0.3% | 7.0500/ | 0/04/04 | DD. | 0.040.000 |
| 4,200 | JBS USA LLC Health Care Equipment & Supplies | 7.250% | 6/01/21 | BB | 3,948,000 |
| | 3.8% | | | | |
| 4.500 | Apria Healthcare Group Inc. | 12.375% | 11/01/14 | В | 4,387,500 |
| , | Beagle Acquisition Corporation, 144A | 11.000% | 12/31/19 | CCC+ | 2,270,000 |
| 500 | Biomet Inc. | 10.000% | 10/15/17 | B- | 527,500 |
| | Chiron Merger Sub Inc., 144A | 10.500% | 11/01/18 | В | 23,582,250 |
| | Chiron Merger Sub Inc., 144A | 12.500% | 11/01/19 | CCC+ | 11,280,000 |
| 5,500 | DJO Finance LLC / DJO Finance | 8.750% | 3/15/18 | B- | 5,850,625 |
| 3 000 | Corporation, 144A Merge Healthcare Inc. | 11.750% | 5/01/15 | B+ | 3,247,500 |
| | Total Health Care Equipment & | 11.70070 | 5/51/15 | Бт | 51,145,375 |
| , , , | Supplies | | | | - , - |

| | Health Care Providers & Services 1.8% | | | | |
|--------|---|-----------|----------|------|------------|
| 14.705 | Apria Healthcare Group Inc. | 11.250% | 11/01/14 | BB | 15,072,625 |
| | Aurora Diagnostics Holdings LLC | 10.750% | 1/15/18 | B3 | 604,500 |
| | Capella Healthcare Inc. | 9.250% | 7/01/17 | В | 479,813 |
| | HCA Inc. | 8.500% | 4/15/19 | BB+ | 2,818,750 |
| | lasis Healthcare Capital Corporation | 8.375% | 5/15/19 | CCC+ | 3,820,000 |
| | Tenet Healthcare Corporation | 10.000% | 5/01/18 | BB | 1,732,500 |
| | Total Health Care Providers & Services | 10.000 /8 | 5/01/10 | DD | 24,528,188 |
| 23,733 | | | | | 24,320,100 |
| 0.050 | Hotels, Restaurants & Leisure 1.9% | 11 0500/ | 6/04/47 | В | 0.410.750 |
| | Harrah s Operating Company, Inc. | 11.250% | 6/01/17 | | 2,418,750 |
| , | MGM Resorts International Inc. | 13.000% | 11/15/13 | Ba2 | 4,510,000 |
| | MGM Resorts International Inc. | 11.125% | 11/15/17 | Ba2 | 14,381,250 |
| | MGM Resorts International Inc. | 7.750% | 3/15/22 | _ B- | 2,090,000 |
| | MGM Resorts International Inc. | 9.000% | 3/15/20 | Ba2 | 334,875 |
| | Peninsula Gaming LLC | 8.375% | 8/15/15 | BB | 627,000 |
| | Penn National Gaming Inc. | 8.750% | 8/15/19 | BB | 672,000 |
| 22,750 | Total Hotels, Restaurants & Leisure | | | | 25,033,875 |
| | Household Products 1.0% | | | | |
| 1,650 | Central Garden & Pet Compa | 8.250% | 3/01/18 | В | 1,749,000 |
| 5,750 | Sprectum Brands Inc., 144A | 9.500% | 6/15/18 | BB- | 6,483,125 |
| 5,200 | Sprectum Brands Inc. | 9.500% | 6/15/18 | Ba3 | 5,863,000 |
| 12,600 | Total Household Products | | | | 14,095,125 |
| | Independent Power Producers & Energy Traders | 0.1% | | | |
| 600 | Calpine Corporation, 144A | 7.875% | 7/31/20 | BB | 655,500 |
| | IT Services 2.6% | | | | , |
| 3 474 | First Data Corporation | 10.550% | 9/24/15 | B- | 3,556,453 |
| | First Data Corporation | 9.875% | 9/24/15 | B- | 2,652,000 |
| | First Data Corporation | 11.250% | 3/31/16 | CCC+ | 20,952,000 |
| | Sungard Data Systems Inc. | 10.250% | 8/15/15 | B- | 7,175,000 |
| | Total IT Services | 10.23076 | 0/10/10 | Ь | 34,335,453 |
| 04,074 | Machinery 0.1% | | | | 04,000,400 |
| 1 800 | Titan International Inc. | 7.875% | 10/01/17 | B+ | 1,908,000 |
| 1,000 | Media 6.1% | 7.073% | 10/01/17 | D+ | 1,900,000 |
| 600 | | 8.000% | 5/15/18 | B+ | 652,500 |
| | Allbritton Communications Company | | | | |
| | Cablevision Systems Corporation | 7.750% | 4/15/18 | B+ | 498,375 |
| | Cablevision Systems Corporation | 8.000% | 4/15/20 | B+ | 334,500 |
| 6,600 | Cengage Learning Acquisition Inc., | 11.500% | 4/15/20 | В | 7,062,000 |
| | 144A | | | _ | |
| 9,312 | Charter Communications Holdings II | 13.500% | 11/30/16 | B+ | 10,103,464 |
| | LLC Capital Corporation | | | | |
| | Clear Channel Communications, Inc. | 5.500% | 9/15/14 | CCC- | 270,000 |
| | Clear Channel Communications, Inc. | 11.000% | 8/01/16 | CCC- | 13,300,000 |
| 8,050 | Clear Channel Communications, Inc. | 10.750% | 8/01/16 | CCC- | 5,635,000 |
| 450 | Clear Channel Worldwide | 9.250% | 12/15/17 | BB- | 484,875 |
| 22,750 | WideOpenWest Finance Capital | 10.250% | 7/15/19 | CCC+ | 24,001,250 |
| | Corporation, 144A | | | | |
| 17,950 | WMG Acquisition Group | 11.500% | 10/01/18 | B- | 20,193,750 |
| 85,762 | Total Media | | | | 82,535,714 |
| | Metals & Mining 0.1% | | | | |
| 875 | Molycorp Inc., 144A | 10.000% | 6/01/20 | B3 | 866,250 |
| | Multiline Retail 0.6% | | | | |
| 7,000 | Number Merger Sub Inc., 144A | 11.000% | 12/15/19 | Caa1 | 7,857,500 |
| | Municipal 0.0% | | | | |
| 600 | Tops Markets | 10.125% | 10/15/15 | B+ | 632,250 |
| | Oil, Gas & Consumable Fuels 0.4% | | | | , |
| 600 | CONSOL Energy Inc. | 8.000% | 4/01/17 | BB | 627,000 |
| | CONSOL Energy Inc. | 8.250% | 4/01/20 | BB | 628,500 |
| | Genesis Energy LP | 7.875% | 12/15/18 | В | 1,272,000 |
| | Hilcorp Energy I LP/Hilcorp Finance | 7.625% | 4/15/21 | BB- | 1,320,000 |
| 1,200 | Company, 144A | 7.02376 | 7/10/21 | 55 | 1,020,000 |
| 1.050 | Western Refining Inc. | 11.250% | 6/15/17 | BB | 1,168,125 |
| | Total Oil, Gas & Consumable Fuels | 11.230 /6 | 0/13/17 | DD | 5,015,625 |
| 4,030 | Pharmaceuticals 0.9% | | | | 3,013,023 |
| 96 | | 5.000% | 12/01/13 | N/R | 85,785 |
| | Angiotech Pharmaceuticals Inc. | | | | |
| | Angiotech Pharmaceuticals Inc. | 9.000% | 12/01/16 | N/R | 1,085,077 |
| 5,000 | Valeant Pharmaceuticals International, | 7.250% | 7/15/22 | BB- | 5,268,750 |
| E 11E | 144A Warner Chileett Company I I C | 7 7500/ | 0/45/40 | DD. | E 700 E40 |
| | Warner Chilcott Company LLC | 7.750% | 9/15/18 | BB- | 5,780,512 |
| 11,5/8 | Total Pharmaceuticals | | | | 12,220,124 |

| | Real Estate 0.1% | | | | |
|------------|--------------------------------|---------|---------|------|-------------|
| 1,200 | Entertainment Properties Trust | 7.750% | 7/15/20 | Baa3 | 1,382,320 |
| | Software 0.5% | | | | |
| 3,000 | Lawson Software Inc., 144A | 11.500% | 7/15/18 | B- | 3,420,000 |
| 3,375 | Lawson Software Inc., 144A | 9.375% | 4/01/19 | B- | 3,746,250 |
| 6,375 | Total Software | | | | 7,166,250 |
| | Specialty Retail 0.9% | | | | |
| 9,500 | Claires Stores, Inc., 144A | 9.000% | 3/15/19 | В | 9,856,250 |
| 1,350 | Claires Stores, Inc. | 9.250% | 6/01/15 | CCC | 1,221,750 |
| 1,200 | Claires Stores, Inc. | 10.500% | 6/01/17 | CCC | 1,020,000 |
| 12,050 | Total Specialty Retail | | | | 12,098,000 |
| \$ 434,206 | Total Corporate Bonds (cost | | | | 441,929,355 |
| | \$437,823,291) | | | | |

| Principal | | | | |
|---|---|------------|----------|---|
| Amount (000) | Description (1) | Value | | |
| | Short-Term Investments 2.2% (1.6% of Total Ir | vestments) | | |
| \$ 29,672 | Repurchase Agreement with Fixed Income Clearing Corporation, dated 9/28/12, repurchase price \$29,672,028, collateralized by: \$705,000 U.S. Treasury Bonds, 4.500%, due 8/15/39, value \$958,517, \$285,000 U.S. Treasury Bonds, 3.875%, due 8/15/40, value \$351,263, \$5,375,000 U.S. Treasury Notes, 3.125%, due 4/30/17, value \$6,000,892, \$610,000 U.S. Treasury Notes, 1.000%, due 3/31/17, value \$625,645 and \$22,110,000 U.S. Treasury Notes, 0.750%, due 6/30/17, value | 0.010% | 10/01/12 | \$ 29,672,003 |
| \$22,331,100 Total Short-Term Investments (cost \$29,672,003) | | | | 29,672,003 |
| | Total Investments (cost \$1,867,769,087) 140.8% Borrowings (41.7)% (8) Other Assets Less Liabilities 0.9% (9) Net Assets Applicable to Common Shares 100% | | | 1,895,188,231 (561,000,000) 11,927,505 \$1,346,115,736 |

Investments in Derivatives at September 30, 2012

Interest Rate Swaps outstanding:

| Counterparty JPMorgan | Notional Amount | Fund Pay/Receive Floating Rate | Floating Rate Index | Fixed Rate* | Fixed Rate Payment Frequency | Termination Date | Unrealized Appreciation reciation) (9) |
|---------------------------------|--------------------|--------------------------------------|----------------------|-------------|------------------------------------|---------------------|--|
| Morgan Stanley | \$ 103,075,000 | Receive | USD-LIBOR 1-Month | 1.193% | Monthly | 3/21/14 | \$ (1,488,085) |
| . g , | 103,075,000 | Receive | USD-LIBOR | 2.064 | Monthly | 3/21/16 | \$ (5,938,662) (7,426,747) |

^{*} Annualized.

Fair Value Measurements

Fair value is defined as the price that the Funds would receive upon selling an investment or transferring a liability in an orderly transaction to an independent buyer in the principal or most advantageous market for the investment. A three-tier hierarchy is used to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability. Observable inputs are based on market data obtained from sources independent of the reporting entity. Unobservable inputs reflect the reporting entity is own assumptions about the assumptions market participants would use in pricing the asset or liability. Unobservable inputs are based on the best information available in the circumstances. The following is a summary of the three-tiered hierarchy of valuation input levels.

Level 1 Inputs are unadjusted and prices are determined using quoted prices in active markets for identical securities.

Level 2 Prices are determined using other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3 Prices are determined using significant unobservable inputs (including management s assumptions in determining the fair value of investments).

The inputs or methodologies used for valuing securities are not an indication of the risks associated with investing in those securities. The following is a summary of the Fund s fair value measurements as of the end of the reporting period:

| | Level 1 | Level 2 | Level 3 | Total |
|--|---------------|---------------------|---------|---------------------|
| Long-Term Investments*: | | | | |
| Common Stocks | \$ 93,296,176 | \$ | \$ | \$ 93,296,176 |
| \$25 Par (or similar) Preferred Securities | 5,694,800 | | | 5,694,800 |
| Variable Rate Senior Loan Interests | | 1,324,595,897 | | 1,324,595,897 |
| Corporate Bonds | | 441,929,355 | | 441,929,355 |
| Short-Term Investments: | | | | |
| Repurchase Agreements | | 29,672,003 | | 29,672,003 |
| Derivatives: | | | | |
| Interest Rate Swaps** | | (7,426,747) | | (7,426,747) |
| Total | \$ 98,990,976 | \$ 1,788,770,508 | \$ | \$ 1,887,761,484 |

^{*} Refer to the Fund s Portfolio of Investments for industry classifications and breakdown of Common Stocks classified as Level 2, when applicable.

The Nuveen funds Board of Directors/Trustees is responsible for the valuation process and has delegated the oversight of the daily valuation process to the Adviser's Valuation Committee. The Valuation Committee, pursuant to the valuation policies and procedures adopted by the Board of Directors/Trustees, is responsible for making fair value determinations, evaluating the effectiveness of the funds pricing policies, and reporting to the Board of Directors/Trustees. The Valuation Committee is aided in its efforts by the Adviser's dedicated Securities Valuation Team, which is responsible for administering the daily valuation process and applying fair value methodologies as approved by the Valuation Committee. When determining the reliability of independent pricing services for investments owned by the funds, the Valuation Committee, among other things, conducts due diligence reviews of the pricing services and monitors the quality of security prices received through various testing reports conducted by the Securities Valuation Team.

The Valuation Committee will consider pricing methodologies it deems relevant and appropriate when making fair value determinations. Examples of possible methodologies include, but are not limited to, multiple of earnings; discount from market of a similar freely traded security; discounted cash-flow analysis; book value or a multiple thereof; risk premium/yield analysis; yield to maturity; and/or fundamental investment analysis. The Valuation Committee will also consider factors it deems relevant and appropriate in light of the facts and circumstances. Examples of possible factors include, but are not limited to, the type of security; the issuer s financial statements; the purchase price of the security; the discount from market value of unrestricted securities of the same class at the time of purchase; analysts research and observations from financial institutions; information regarding any transactions or offers with respect to the security; the existence of merger proposals or tender offers affecting the security; the price and extent of public trading in similar securities of the issuer or comparable companies; and the existence of a shelf registration for restricted securities.

For each portfolio security that has been fair valued pursuant to the policies adopted by the Board of Directors/Trustees, the fair value price is compared against the last available and next available market quotations. The Valuation Committee reviews the results of such testing and fair valuation occurrences are reported to the Board of Directors/Trustees.

^{**} Represents net unrealized appreciation (depreciation) as reported in the Fund s Portfolio of Investments.

Derivative Instruments and Hedging Activities

The Fund records derivative instruments at fair value, with changes in fair value recognized on the Statement of Operations, when applicable. Even though the Fund s investments in derivatives may represent economic hedges, they are considered to be hedge transactions for financial reporting purposes.

The following table presents the fair value of all derivative instruments held by the Fund as of September 30, 2012, the location of these instruments on the Statement of Assets and Liabilities, and the primary underlying risk exposure.

| | | nt of Assets and Lia | bilities | | | | |
|---------------|------------|----------------------|----------|----------------------------|----|-------------|--|
| Underlying | Derivative | Asset Derivatives | | Liability Derivatives | | | |
| Risk Exposure | Instrument | Location | Value | Location | | Value | |
| Interest Rate | Swaps | | \$ | Unrealized depreciation on | \$ | (7,426,747) | |
| | | | | interest rate | | | |
| | | | | swaps | | | |

Income Tax Information

The following information is presented on an income tax basis. Differences between amounts for financial statement and federal income tax purposes are primarily due to the treatment of paydown gains and losses, recognition of premium amortization, timing differences in the recognition of income on real estate investment trust (REIT) investments and timing differences in recognizing certain gains and losses on investment transactions. To the extent that differences arise that are permanent in nature, such amounts are reclassified within the capital accounts on the Statement of Assets and Liabilities presented in the annual report, based on their federal tax basis treatment; temporary differences do not require reclassification. Temporary and permanent differences do not impact the net asset value of the Fund.

At September 30, 2012, the cost of investments (excluding investments in derivatives) was \$1,871,176,406.

Gross unrealized appreciation and gross unrealized depreciation of investments (excluding investments in derivatives) at September 30, 2012, were as follows:

Gross unrealized: Appreciation

Depreciation

\$ 39,153,311 (15,141,486)

Net unrealized appreciation (depreciation) of investments

\$ 24,011,825

For Fund portfolio compliance purposes, the Fund s industry classifications refer to any one or more of the industry sub-classifications used by one or more widely recognized market indexes or ratings group indexes, and/or as defined by Fund management. This definition may not apply for purposes of this report, which may combine industry sub-classifications into sectors for reporting ease.

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to Common shares unless otherwise noted.
- (2) Non-income producing; issuer has not declared a dividend within the past twelve months.
- (3) Investment, or portion of investment, has been pledged to collateralize the net payment obligations for investments in derivatives.
- (4) Ratings: Using the highest of Standard & Poor s Group (Standard & Poor s), Moody s Investors Service, Inc. (Moody s) or Fitch, Inc. (Fitch) rating. Ratings below BBB by Standard & Poor s, Baa by Moody s or BBB by Fitch are considered to be below investment grade. Holdings designated N/R are not rated by any of these national rating agencies.
- (5) Senior Loans generally are subject to mandatory and/or optional prepayment. Because of these mandatory prepayment conditions and because there may be significant economic incentives for a borrower to prepay, prepayments of Senior Loans may occur. As a result, the actual remaining maturity of Senior Loans held may be

substantially less than the stated maturities shown.

(6) Senior Loans generally pay interest at rates which are periodically adjusted by reference to a base short-term, floating lending rate plus an assigned fixed rate. These floating lending rates are generally (i) the lending rate referenced by the London Inter-Bank Offered Rate (LIBOR), or (ii) the prime rate offered by one or more major United States banks.

Senior Loans may be considered restricted in that the Fund ordinarily is contractually obligated to receive approval from the agent bank and/or borrower prior to the disposition of a Senior Loan.

- (7) At or subsequent to the end of the reporting period, this security is non-income producing. Non-income producing security, in the case of a bond, generally denotes that the issuer has (1) defaulted on the payment of principal or interest, (2) is under the protection of the Federal Bankruptcy Court or (3) the Fund s Adviser has concluded that the issue is not likely to meet its future interest payment obligations and has directed the Fund s custodian to cease accruing additional income on the Fund s records.
- (8) Borrowings as a percentage of Total Investments is 29.6%.
- (9) Other Assets Less Liabilities includes the Unrealized Appreciation (Depreciation) of derivative instruments as noted within Investments in Derivatives at September 30, 2012.
- N/R Not rated.
- DD1 Investment, or portion of investment, purchased on a delayed delivery basis.
- WI/DD Purchased on a when-issued or delayed delivery basis.
- 144A Investment is exempt from registration under Rule 144A of the Securities Act of 1933, as amended. These investments may only be resold in transactions exempt from registration, which are normally those transactions with qualified institutional buyers.
- TBD Senior Loan purchased on a when-issued or delayed-delivery basis. Certain details associated with this purchase are not known prior to the settlement date of the transaction. In addition, Senior Loans typically trade without accrued interest and therefore a coupon rate is not available prior to settlement. At settlement, if still unknown, the borrower or counterparty will provide the Fund with the final coupon rate and maturity date.
- USD-LIBOR United States Dollar London Inter-Bank Offered Rate.

Item 2. Controls and Procedures.

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

Item 3. Exhibits.

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 1940 Act (17 CFR 270.30a-2(a)), exactly as set forth below: EX-99 CERT 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) Nuveen Credit Strategies Income Fund

By (Signature and Title) /s/ Kevin J. McCarthy

Kevin J. McCarthy

Vice President and Secretary

Date: November 29, 2012

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

By (Signature and Title) /s/ Gifford R. Zimmerman

Gifford R. Zimmerman

Chief Administrative Officer (principal executive officer)

Date: November 29, 2012

By (Signature and Title) /s/ Stephen D. Foy

Stephen D. Foy

Vice President and Controller (principal financial officer)

Date: November 29, 2012