

Hotchkis & Wiley Capital Income Fund

<u># of Shares/ Amount</u>	<u>Description</u>	<u>Market Value</u>	<u>% of Total Portfolio</u>	<u>Coupon Rate</u>	<u>Maturity Date</u>	<u>Accrued Interest \$</u>
20,000.00	A.M. CASTLE & CO.	20,200.00	0.25	12.75	12/15/2016	113.28
42,025.00	AINSWORTH LUMBER CO. LTD.	27,526.38	0.33	11.00	07/29/2015	12.84
25,000.00	ALLISON TRANSMISSION INC.	24,625.00	0.30	7.13	05/15/2019	227.70
5,444.00	ALLSTATE CORP/THE	149,220.04	1.81	--	--	1,143.24
20,000.00	ALLY FINANCIAL INC.	18,309.00	0.22	7.25	09/15/2017	64.48
30.00	ALLY FINANCIAL INC.	21,507.19	0.26	7.00	12/31/2049	0.00
20,000.00	ALTRA HOLDINGS INC.	21,350.00	0.26	8.13	12/01/2016	135.30
25,673.30	AMERICA WEST AIRLINES 2000-1	24,262.55	0.30	7.10	10/02/2022	450.53
28,000.00	AMERICAN AXLE & MANUFACTURING HOLDINGS	30,520.00	0.38	9.25	01/15/2017	1,193.54
50,000.00	AMERICAN INTERNATIONAL GROUP INC.	45,000.00	0.55	8.18	05/15/2068	522.15
32,000.00	AMERICAN PETROLEUM TANKERS PARENT LLC	32,800.00	0.40	10.25	05/01/2015	546.60
20,000.00	AMERIGROUP CORP.	20,700.00	0.25	7.50	11/15/2019	187.65
25,000.00	AMGH MERGER SUB INC 144A	25,875.00	0.32	9.25	11/01/2018	385.20
38,000.00	ARVINMERITOR INC.	24,700.00	0.31	4.00	02/15/2027	573.79
35,000.00	ATKORE INTERNATIONAL INC.	33,687.50	0.43	9.88	01/01/2018	1,728.00
20,000.00	BILL BARRETT CORP.	21,000.00	0.26	7.63	10/01/2019	398.50
20,000.00	BRESNAN BROADBAND HOLDINGS LLC	20,900.00	0.25	8.00	12/15/2018	71.04
40,000.00	BUILDING MATERIALS CORP. OF AMERICA	42,100.00	0.51	6.75	05/01/2021	450.00
30,000.00	BWAY HOLDING CO.	32,100.00	0.39	10.00	06/15/2018	133.28
25,000.00	CAESARS ENTERTAINMENT OPERATING CO. INC.	17,250.00	0.21	10.00	12/15/2018	111.04
10,000.00	CALPINE CORP.	10,550.00	0.13	7.25	10/15/2017	152.76
40,000.00	CAPELLA HEALTHCARE INC.	40,800.00	0.51	9.25	07/01/2017	1,849.19
30,000.00	CCO HOLDINGS LLC	31,800.00	0.39	7.38	06/01/2020	104.55
20,000.00	CDW CORP.	20,250.00	0.25	8.50	04/01/2019	424.80
35,000.00	CEQUEL COMMUNICATIONS HOLDINGS I LLC	37,275.00	0.45	8.63	11/15/2017	385.94
10,000.00	CERIDIAN CORP.	7,850.00	0.10	11.25	11/15/2015	143.98
25,000.00	CHIRON MERGER SUB INC.	24,562.50	0.30	10.50	11/01/2018	415.54
50,000.00	CHRYSLER GROUP LLC	45,750.00	0.55	8.25	06/15/2021	183.36
65,000.00	CIT GROUP INC.	65,000.00	0.79	7.00	05/02/2017	265.44
371.00	CITIGROUP INC.	30,143.75	0.36	7.50	12/15/2012	0.00
26,389.00	CITYCENTER HOLDINGS LLC	27,345.60	0.35	10.75	01/15/2017	1,308.08
41,000.00	CKE RESTAURANTS INC.	44,895.00	0.57	11.38	07/15/2018	2,149.70
30,000.00	CLEAR CHANNEL WORLDWIDE HOLDINGS INC.	32,550.00	0.39	9.25	12/15/2017	123.36
45,000.00	CNO FINANCIAL GROUP INC	47,700.00	0.60	9.00	01/15/2018	1,867.50
20,000.00	COMSTOCK RESOURCES INC.	19,450.00	0.24	8.38	10/15/2017	353.40
30,000.00	COMSTOCK RESOURCES INC.	28,650.00	0.35	7.75	04/01/2019	581.40
2,517.00	CONOCOPHILLIPS	183,413.79	2.21	--	--	0.00
35,000.00	CONSTELLATION ENTERPRISE 144A	33,075.00	0.42	10.63	02/01/2016	1,549.50
36,702.54	CONTINENTAL AIRLINES INC.	36,014.37	0.45	7.88	07/02/2018	1,437.37
40,000.00	CONVATEC HEALTHCARE E SA	35,900.00	0.44	10.50	12/15/2018	186.72
2,024.00	COUNTRYWIDE CAPITAL V	41,046.72	0.50	7.00	11/01/2036	0.00
35,000.00	CREDIT ACCEPTANCE CORP.	36,662.50	0.46	9.13	02/01/2017	1,330.52
30,000.00	CUMULUS MEDIA INC.	26,775.00	0.33	7.75	05/01/2019	387.60
35,000.00	DEL MONTE CORP	33,775.00	0.42	7.63	02/15/2019	1,008.94
25,096.55	DELTA AIR LINES PASS THROUGH 2007-1	24,625.99	0.31	8.02	08/10/2022	788.19
25,000.00	DILLARD'S INC.	25,281.25	0.31	7.13	08/01/2018	742.50
30,000.00	DINEEQUITY INC.	32,362.50	0.40	9.50	10/30/2018	483.12

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2,322.00	EDISON INTERNATIONAL	96,130.80	1.17	--	--	754.65
30,000.00	EDISON MISSION ENERGY	19,650.00	0.24	7.00	05/15/2017	268.18
2,314.00	ELI LILLY & CO	96,169.84	1.16	--	--	0.00
35,000.00	EMERGENCY MEDICAL SERVICES CORP.	35,087.50	0.43	8.13	06/01/2019	237.00
30,000.00	ENDO PHARMACEUTICALS HOLDINGS INC.	32,062.50	0.40	7.25	01/15/2022	1,226.12
35,000.00	ENERGY FUTURE INTERMEDIATE HOLDING CO.	35,175.00	0.43	9.75	10/15/2019	720.48
20,000.00	ENTERCOM RADIO LLC	20,100.00	0.25	10.50	12/01/2019	221.54
6,739.00	EXELON CORP	292,270.43	3.52	--	--	0.00
21,191.00	FGI HOLDING CO. INC.	21,138.02	0.26	11.25	10/01/2015	596.18
18,000.00	FGI OPERATING CO. INC.	19,170.00	0.24	10.25	08/01/2015	768.00
35,000.00	FIRST DATA CORP.	35,175.00	0.44	8.88	08/15/2020	1,173.35
25,000.00	FLORIDA EAST COAST RAILWAY CORP.	24,812.50	0.31	8.13	02/01/2017	846.00
10,000.00	FORD MOTOR CREDIT CO. LLC	10,441.17	0.13	5.88	08/02/2021	244.75
3,385.00	FREDDIE MAC FXD PFD SHS	4,502.05	0.05	8.38	12/31/2049	0.00
25,000.00	FREESCALE SEMICONDUCTOR INC.	26,843.75	0.33	9.25	04/15/2018	487.92
25,000.00	FREESCALE SEMICONDUCTOR INC.	26,187.50	0.33	10.75	08/01/2020	1,120.16
10,000.00	FRESENIUS MEDICAL CARE AG & CO. KGAA	10,525.00	0.13	6.50	09/15/2018	193.67
4,600.00	GENERAL MOTORS CO SR ESCROW	--	0.00	--	01/01/2020	0.00
874.00	GENERAL MOTORS CO.	17,715.98	0.21	--	--	0.00
425.00	GENERAL MTRS CO *W EXP 07/10/2016	4,985.25	0.06	--	--	0.00
19.00	GENERAL MTRS CO *W EXP 07/10/2019	148.58	0.00	--	--	0.00
20,000.00	GEORGIA GULF CORP.	21,250.00	0.27	9.00	01/15/2017	830.00
1,625.00	GMAC CAPTIAL TRUST I PFD VAR R	31,427.50	0.38	8.13	02/15/2040	0.00
750.00	GOODYEAR TIRE & RUBBER CO.	36,487.50	0.45	5.88	04/01/2014	550.80
30,000.00	GRIFOLS SA	31,650.00	0.39	8.25	02/01/2018	1,032.00
3,138.00	H&R BLOCK INC	51,243.54	0.63	--	--	627.60
25,000.00	HCA INC.	26,000.00	0.32	6.50	02/15/2020	677.15
10,000.00	HEALTH MANAGEMENT ASSOCIATES INC.	10,425.00	0.13	7.38	01/15/2020	88.15
1,244.00	HEWLETT-PACKARD CO	32,045.44	0.39	--	--	149.28
20,000.00	HEXION US FINANCE CORP.	18,850.00	0.24	8.88	02/01/2018	739.50
4,054.00	HOME DEPOT INC	170,430.16	2.06	--	--	0.00
10,000.00	HUNTINGTON INGALLS INDUSTRIES INC.	9,850.00	0.12	7.13	03/15/2021	209.88
50,000.00	INTERNATIONAL LEASE FINANCE CORP.	50,625.00	0.61	8.25	12/15/2020	183.36
1,381.00	JC PENNEY CO INC	48,542.15	0.59	--	--	0.00
2,919.00	JOHNSON & JOHNSON	191,428.02	2.31	--	--	0.00
3,218.00	JOHNSON CONTROLS INC	100,594.68	1.22	--	--	552.24
9,019.00	JPMORGAN CHASE & CO	299,881.75	3.62	--	--	0.00
30,000.00	KABEL BADEN-WUERTEMBERG GMBH & CO. KG	31,650.00	0.39	7.50	03/15/2019	662.50
200.00	KEYCORP	21,128.00	0.26	7.75	12/31/2049	0.00
1,340.00	KIMBERLY-CLARK CORP	98,570.40	1.20	--	--	938.00
3,928.00	KRAFT FOODS INC	146,750.08	1.78	--	--	1,139.12
3,516.00	LOCKHEED MARTIN CORP	284,444.40	3.43	--	--	0.00
36,000.00	LONGVIEW FIBRE PAPER & PACKAGING INC.	36,180.00	0.44	8.00	06/01/2016	240.00
20,000.00	LYONDELL CHEMICAL CO	21,950.00	0.27	8.00	11/01/2017	266.40
30,000.00	M/I HOMES INC.	26,700.00	0.33	8.63	11/15/2018	330.74
30,000.00	MANITOWOC CO. INC.	31,762.50	0.39	8.50	11/01/2020	424.80
20,000.00	MCJUNKIN RED MAN CORP.	20,400.00	0.25	9.500	12/15/2016	84.48

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2,624.00	MERCK & CO INC	98,924.80	1.21	--	--	1,102.08
20,000.00	MERGE HEALTHCARE INC.	21,300.00	0.26	11.750	42125.000	391.80
10,338.00	MICROSOFT CORP	268,374.48	3.24	--	--	0.00
25,000.00	MIRANT AMERICAS GENERATION LLC	23,437.50	0.29	8.50	10/01/2021	531.07
25,000.00	MOMENTIVE PERFORMANCE MATERIALS INC.	26,625.00	0.32	12.50	06/15/2014	138.88
30,000.00	MOMENTIVE PERFORMANCE MATLS	22,950.00	0.29	9.00	01/15/2021	1,245.00
30,000.00	NCL CORP. LTD.	31,425.00	0.38	9.50	11/15/2018	364.32
1,232.00	NORTHROP GRUMMAN CORP	72,047.36	0.87	--	--	0.00
2,114.00	NOVARTIS AG	120,857.38	1.46	--	--	0.00
14,000.00	NOVELIS INC.	15,085.00	0.18	8.75	12/15/2020	54.40
35,000.00	NRG ENERGY INC.	34,300.00	0.42	7.88	05/15/2021	352.36
30,000.00	OMNOVA SOLUTIONS INC.	26,100.00	0.32	7.88	11/01/2018	393.60
27,000.00	OVERSEAS SHIPHOLDING GROUP INC.	14,377.50	0.18	7.50	02/15/2024	764.32
1,293.00	PACCAR INC	48,448.71	0.58	--	--	0.00
35,000.00	PARKER DRILLING CO.	37,012.50	0.46	9.13	04/01/2018	798.30
1,790.00	PEPSICO INC	118,766.50	1.44	--	--	921.85
40,000.00	PETROQUEST ENERGY INC.	41,400.00	0.52	10.00	09/01/2017	1,333.03
4,713.00	PFIZER INC	101,989.32	1.23	--	--	0.00
35,000.00	PHH CORP 9.250% 03/01/2016 DD	33,425.00	0.42	9.25	03/01/2016	1,079.28
25,000.00	PHI INC 8.625% 10/15/2018 DD	25,187.50	0.31	8.63	10/15/2018	455.24
1,862.00	PHILIP MORRIS INTERNATIONAL INC	146,129.76	1.78	--	--	1,433.74
3,061.00	PNC FINANCIAL SERVICES GROUP INC	176,527.87	2.13	--	--	0.00
3,339.00	PPL CORP	98,233.38	1.20	--	--	1,168.65
5,887.00	PUBLIC SERVICE ENTERPRISE GROUP	194,329.87	2.34	--	--	0.00
25,000.00	QUIKSILVER INC.	23,343.75	0.29	6.88	04/15/2015	362.74
35,000.00	RAIN CII CARBON LLC	35,087.50	0.43	8.00	12/01/2018	233.33
40,000.00	RGHL US ESCROW II INC.	42,000.00	0.52	7.88	08/15/2019	1,242.50
32,000.00	ROOFING SUPPLY GROUP LLC	32,800.00	0.40	8.63	12/01/2017	230.14
3,459.00	ROYAL DUTCH SHELL PLC ADR	262,918.59	3.17	--	--	0.00
1,954.00	RPM INTERNATIONAL INC	47,970.70	0.58	--	--	0.00
30,000.00	RSC EQUIPMENT RENTAL INC/RSC H	30,525.00	0.38	8.25	02/01/2021	1,031.64
1,133.00	SANOFI ADR	41,399.82	0.50	--	--	0.00
32,000.00	SEVEN SEAS CRUISES S. DE R.L. LLC	32,880.00	0.40	9.13	05/15/2019	373.06
40,000.00	SLM CORP.	41,400.00	0.50	8.45	06/15/2018	150.24
15,000.00	SOLO CUP CO.	15,300.00	0.19	10.50	11/01/2013	262.77
30,000.00	SOLO CUP CO.	27,750.00	0.35	8.50	02/15/2014	962.88
25,000.00	STHI HOLDING CORP.	25,812.50	0.32	8.00	03/15/2018	589.36
50,000.00	STONE ENERGY CORP.	51,250.00	0.64	8.63	02/01/2017	1,797.00
20,000.00	STONERIDGE INC.	20,500.00	0.25	9.50	10/15/2017	401.28
1,000.00	STRATEGIC HOTELS & RESORTS INC	28,850.00	0.35	8.50	12/31/2049	0.00
35,000.00	SUNCOKE ENERGY INC.	35,175.00	0.44	7.63	08/01/2019	1,148.55
20,000.00	SURGICAL CARE AFFILIATES INC.	19,300.00	0.24	10.00	07/15/2017	922.96
20,000.00	TEMPEL STEEL CO.	19,000.00	0.24	12.00	08/15/2016	933.68
35,000.00	TEXAS COMPETITIVE ELECTRIC HOLDINGS CO.	29,881.25	0.37	11.50	10/01/2020	1,006.20
960.00	THE HARTFORD FINANCIAL SERVICES GROUP	18,028.80	0.22	7.25	04/01/2013	434.98
24,000.00	THERMON INDUSTRIES INC.	25,980.00	0.32	9.50	05/01/2017	379.80
27,000.00	TOMKINS LLC / TOMKINS INC NOTE	30,071.25	0.37	9.25	10/01/2018	620.67

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2,843.00	TOTAL S.A.	145,305.73	1.78	--	--	2,295.78
30,000.00	TRANS UNION LLC/TRANSUNION FIN	34,425.00	0.42	11.38	06/15/2018	151.68
2,737.00	UNILEVER PLC ADR	91,744.24	1.11	--	--	0.00
10,000.00	UNIT CORP 6.625% 05/15/2021 D	10,050.00	0.12	6.63	05/15/2021	84.64
20,000.00	UNITED RENTALS (NORTH AMERICA) INC.	19,600.00	0.24	8.38	09/15/2020	492.90
30,000.00	UPC GERMANY GMBH	31,837.50	0.39	8.13	12/01/2017	203.10
35,000.00	VALASSIS COMMUNICATIONS INC.	32,725.00	0.41	6.63	02/01/2021	966.11
35,000.00	VERSO PAPER HOLDINGS LLC	21,525.00	0.28	8.75	02/01/2019	1,276.50
11,128.00	VODAFONE GROUP PLC ADR	311,917.84	3.91	--	--	12,502.17
2,081.00	WAL-MART STORES INC	124,360.56	1.51	--	--	759.57
5,542.00	WELLS FARGO & CO	152,737.52	1.84	--	--	0.00
15,000.00	WIND ACQUISITION FINANCE SA	13,500.00	0.17	11.75	07/15/2017	813.36
30,000.00	WIND ACQUISITION HOLDINGS FINANCE SA	22,125.00	0.29	12.25	07/15/2017	1,695.00
1,065.00	ZIONS BANCORP.	26,891.25	0.32	9.50	12/29/2049	0.00
164,066.76	CASH	71,958.63	0.87	--	--	0.00

Fund holdings are subject to change and may not be representative of the Fund's current holdings. Holdings should not be considered recommendations to buy or sell any security. Information is for illustrative purposes only and may not be identical to the official books and records of the Fund. Monthly portfolio holdings are not presented in conformance with Generally Accepted Accounting Principles and regulatory presentation requirements. "% of Total Portfolio" includes total investments, cash and accrued investment income on a trade date basis. Securities lending collateral (if any) are not included in the portfolio holdings. All share classes have the same portfolio but different expenses. Accrued interest is the amount due on a bond or other fixed income security since the last interest payment was made, but cash has not been received.