GABELLI DIVIDEND & INCOME TRUST Form N-CSRS September 06, 2013

#### **UNITED STATES**

### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### **FORM N-CSR**

#### CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT

### **INVESTMENT COMPANIES**

Investment Company Act file number 811-21423

The Gabelli Dividend & Income Trust

(Exact name of registrant as specified in charter)

One Corporate Center

Rye, New York 10580-1422

(Address of principal executive offices) (Zip code)

Bruce N. Alpert

Gabelli Funds, LLC

One Corporate Center

Rye, New York 10580-1422

(Name and address of agent for service)

Registrant s telephone number, including area code: 1-800-422-3554

Date of fiscal year end: <u>December 31</u>

Date of reporting period: June 30, 2013

Form N-CSR is to be used by management investment companies to file reports with the Commission not later than 10 days after the transmission to stockholders of any report that is required to be transmitted to stockholders under

Rule 30e-1 under the Investment Company Act of 1940 (17 CFR 270.30e-1). The Commission may use the information provided on Form N-CSR in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-CSR, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-CSR unless the Form displays a currently valid Office of Management and Budget (OMB) control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

# Item 1. Reports to Stockholders.

The Report to Shareholders is attached herewith.

## Semiannual Report June 30, 2013

Portfolio Management Team

#### To Our Shareholders,

For the six months ended June 30, 2013, the net asset value ( NAV ) total return of The Gabelli Dividend & Income Trust (the Fund ) was 16.8%, compared with a total return of 13.4% for the Standard & Poor s ( S&P ) 500 Index. The total return for the Fund s publicly traded shares was 22.5%. The Fund s NAV per share was \$21.20, while the price of the publicly traded shares closed at \$19.31 on the New York Stock Exchange ( NYSE ). See below for additional performance information.

Enclosed are the schedule of investments and financial statements as of June 30, 2013.

#### **Comparative Results**

#### Average Annual Returns through June 30, 2013 (a) (Unaudited)

Since Inception

	Year to Date	1 Year	3 Year	5 Year	(11/28/03)
Gabelli Dividend & Income Trust					
NAV Total Return (b)	16.83%	26.06%	20.70%	6.76%	7.52%
Investment Total Return (c)	22.46	31.56	24.12	9.24	6.87
S&P 500 Index	13.39	20.60	18.45	7.01	6.62
Dow Jones Industrial Average	13.14	18.82	18.16	8.61	7.21(d)
Nasdag Composite Index	13.41	17.87	18.78	9.47	7.09

- (a) Returns represent past performance and do not guarantee future results. Investment returns and the principal value of an investment will fluctuate. When shares are sold, they may be worth more or less than their original cost. Current performance may be lower or higher than the performance data presented. Visit www.gabelli.com for performance information as of the most recent month end. Performance returns for periods of less than one year are not annualized. Investors should carefully consider the investment objectives, risks, charges, and expenses of the Fund before investing. The Dow Jones Industrial Average is an unmanaged index of 30 large capitalization stocks. The S&P 500 and the Nasdaq Composite Indices are unmanaged indicators of stock market performance. Dividends are considered reinvested except for the Nasdaq Composite Index. You cannot invest directly in an index.
- (b) Total returns and average annual returns reflect changes in the NAV per share and reinvestment of distributions at NAV on the ex-dividend date and are net of expenses. Since inception return is based on an initial NAV of \$19.06.
- (c) Total returns and average annual returns reflect changes in closing market values on the NYSE and reinvestment of distributions. Since inception return is based on an initial offering price of \$20.00.
- (d) From November 30, 2003, the date closest to the Fund s inception for which data is available.

#### **Summary of Portfolio Holdings (Unaudited)**

The following table presents portfolio holdings as a percent of total investments as of June 30, 2013:

#### The Gabelli Dividend & Income Trust

Financial Services	14.0%
Food and Beverage	12.1%
Energy and Utilities: Oil	8.8%
Health Care	6.1%
U.S. Government Obligations	5.2%
Telecommunications	5.0%
Energy and Utilities: Integrated	4.6%
Diversified Industrial	4.5%
Retail	4.0%
Energy and Utilities: Natural Gas	3.5%
Consumer Products	3.2%
Energy and Utilities: Electric	2.9%
Energy and Utilities: Services	2.6%
Aerospace	2.6%
Cable and Satellite	2.1%
Specialty Chemicals	1.7%
Entertainment	1.5%
Automotive: Parts and Accessories	1.5%
Equipment and Supplies	1.4%
Metals and Mining	1.3%
Computer Software and Services	1.1%
Electronics	1.1%
Business Services	1.0%
Environmental Services	1.0%
Automotive	1.0%
Machinery	1.0%
Energy and Utilities: Water	0.7%
Paper and Forest Products	0.7%
Transportation	0.6%
Hotels and Gaming	0.6%
Wireless Communications	0.5%
Computer Hardware	0.4%
Consumer Services	0.4%
Energy and Utilities	0.4%
Communications Equipment	0.2%
Building and Construction	0.2%
Publishing	0.2%
Agriculture	0.2%
Broadcasting	0.1%
Real Estate	0.0%

100.0%

The Fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (the SEC) for the first and third quarters of each fiscal year on Form N-Q. Shareholders may obtain this information at www.gabelli.com or by calling the Fund at 800-GABELLI (800-422-3554). The Fund s Form N-Q is available on the SEC s website at www.sec.gov and may also be reviewed and copied at the SEC s Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling

800-SEC-0330.

### **Proxy Voting**

The Fund files Form N-PX with its complete proxy voting record for the twelve months ended June 30, no later than August 31 of each year. A description of the Fund s proxy voting policies, procedures, and how the Fund voted proxies relating to portfolio securities is available without charge, upon request, by (i) calling 800-GABELLI (800-422-3554); (ii) writing to The Gabelli Funds at One Corporate Center, Rye, NY 10580-1422; or (iii) visiting the SEC s website at www.sec.gov.

<u>Shares</u>		Cost	Market <u>Value</u>
	COMMON STOCKS 93.6%		
	Aerospace 2.4%		
138,000	Exelis Inc.	\$ 1,567,813	\$ 1,903,020
32,000	Kaman Corp.	594,408	1,105,920
110,000	Rockwell Automation Inc.	4,842,134	9,145,400
1,344,000	Rolls-Royce Holdings plc	10,073,258	23,180,875
159,936,000	Rolls-Royce Holdings plc, Cl. C (a)	244,472	243,256
181,000	The Boeing Co.	11,525,823	18,541,640
		28,847,908	54,120,111
	Agriculture 0.2%		
100,000	Archer Daniels Midland Co.	2,706,857	3,391,000
	Automotive 1.0%		
350,000	Ford Motor Co.	4,936,040	5,414,500
122,000	General Motors Co.	3,430,445	4,063,820
289,000	Navistar International Corp.	7,154,731	8,022,640
83,000	PACCAR Inc.	3,661,107	4,453,780
		19,182,323	21,954,740
	Automotive: Parts and Accessories 1.5%		
398,000	Genuine Parts Co.	14,222,279	31,071,860
88,000	Johnson Controls Inc.	2,725,426	3,149,520
		16,947,705	34,221,380
4.000	Broadcasting 0.1%	150 200	105 400
4,000	CBS Corp., Cl. B, Non-Voting	159,380	195,480
8,000	Liberty Media Corp., Cl. A	826,886	1,014,080
		986,266	1,209,560
	D 112 - 10 - 4 - 4 - 029		
80,000	Building and Construction 0.2% Fortune Brands Home & Security Inc.	602 201	3,099,200
113,036	Layne Christensen Co.	692,281 2,606,130	2,205,332
113,030	Layne Christensen Co.	2,000,130	2,203,332
		3,298,411	5,304,532
	Business Services 1.0%		
110,000	ACCO Brands Corp.	825,921	699,600
145,000	Diebold Inc.	4,965,348	4,885,050
94,175	Fly Leasing Ltd., ADR	1,174,442	1,586,849
58,172	Intermec Inc.	317,245	571,831
54,000	Macquarie Infrastructure Co. LLC	2,431,548	2,886,300
19,000	MasterCard Inc., Cl. A	2,933,685	10,915,500
31,000	The Brink s Co.	794,559	790,810
25,000	Thomson Reuters Corp.	744,543	814,250

		14,187,291	23,150,190
	Cable and Satellite 2.1%		
70,000	AMC Networks Inc.,		
	Cl. A	1,844,293	4,578,700
451,019	Cablevision Systems Corp., Cl. A	6,704,341	7,586,140
15,000 67,000	Cogeco Inc. Comcast Corp., Cl. A, Special	296,908 2,114,590	599,030 2,657,890
67,000	Conicast Corp., Cr. A, Special	2,114,390	2,037,890 <b>Market</b>
hares		Cost	<u>Value</u>
100,000	DIRECTV	\$ 5,021,950	\$ 6,162,0
200,000	DISH Network Corp., Cl. A	4,326,624	8,504,0
53,000	EchoStar Corp., Cl. A	1,372,506	2,072,8
35,000	Intelsat SA	635,137	700,0
46,032	Liberty Global plc, Cl. A	1,110,794	3,410,0
50,771	Liberty Global plc, Cl. C	1,863,792	3,446,8
168,000	Rogers Communications Inc., Cl. B Time Warner Cable Inc.	3,234,734	6,585,6
11,500	Time warner Cable Inc.	971,816	1,293,5
		29,497,485	47,596,60
	Communications Equipment 0.2%		
384,000	Corning Inc.	4,703,885	5,464,3
22.500	Computer Hardware 0.4%	10.00= 6=-	0.20= 0
23,500 10,000	Apple Inc.	10,937,073 71,881	9,307,8 611,0
10,000	SanDisk Corp.	/1,001	011,0
		11,008,954	9,918,8
	Computer Software and Sources 110/		
25,000	Computer Software and Services 1.1% Blucora Inc.	371,605	463,5
55,000	EarthLink Inc.	381,852	341,5
4,000	eBay Inc.	121,970	206,8
10,000	Google Inc., Cl. A	5,312,593	8,803,7
10,000	Internap Network Services Corp.	81,675	82,7
50,000	MedAssets Inc.	981,275	887,0
245,000	Microsoft Corp.	6,684,187	8,459,8
25,000 192,000	RealD Inc. Yahoo! Inc.	249,233 3,117,583	347,5 4,821,1
192,000	Tanoo: nic.	3,117,363	4,021,1
		17,301,973	24,413,8
45.000	Consumer Products 3.2%		
15,000	Altria Group Inc.	321,235	524,8 6,763,2
321,600 40,000	Avon Products Inc. Coty Inc., Cl. A	6,728,740 692,611	6,763,2
40,000	Hanesbrands Inc.	842,292	2,056,8
85,000	Harman International Industries Inc.	3,457,219	4,607,0
57,000	Kimberly-Clark Corp.	3,402,265	5,536,9
32,000	Philip Morris International Inc.	1,586,367	2,771,8
855,000	Swedish Match AB	11,203,069	30,356,7
140,000	The Procter & Gamble Co.	7,718,059	10,778,6
75,000	Tupperware Brands Corp.	3,987,543	5,826,7
		39,939,400	69,910,0
	Consumer Services 0.4%		
55,000	Liberty Interactive Corp.,	207.22	1 2 2 5 5
2 500	Cl. A	995,334	1,265,5
3,500 195,500	Liberty Ventures, Cl. A The ADT Corp.	145,949 6,094,716	297,5 7,790,6
1,3,300	The ADT Corp.	0,094,710	7,790,0
		7,235,999	9,353,7

See accompanying notes to financial statements.

Schedule of Investments (Continued) June 30, 2013 (Unaudited)

			Market
<u>Shares</u>		Cost	<u>Value</u>
	COMMON STOCKS (Continued)		
	Diversified Industrial 4.1%		
92,000	Bouygues SA	\$ 3,213,947	\$ 2,348,320
93,000	Eaton Corp. plc	4,827,221	6,120,330
125,000	Gardner Denver Inc.	9,366,948	9,397,500
842,000	General Electric Co.	17,726,009	19,525,980
347,000	Honeywell International Inc.	13,573,672	27,530,980
56,000	ITT Corp.	1,056,566	1,646,960
3,000	Mohawk Industries Inc.	195,005	337,470
71,000	Owens-Illinois Inc.	2,501,116	1,973,090
38,000	Pentair Ltd.	1,229,684	2,192,220
5,500	Sulzer AG	543,213	879,837
20,000	Texas Industries Inc.	650,664	1,302,800
252,000	Textron Inc.	1,826,603	6,564,600
337,000	Tyco International Ltd.	7,513,000	11,104,150
		64,223,648	90,924,237
	Electronics 1.1%		
48,000	Emerson Electric Co.	2,380,727	2,617,920
559,900	Intel Corp.	11,531,930	13,560,778
81,000	TE Connectivity Ltd.	2,799,611	3,688,740
100,000	Texas Instruments Inc.	2,570,320	3,487,000
		19,282,588	23,354,438
	Energy and Utilities: Electric 2.9%		
57,000	ALLETE Inc.	1,857,070	2,841,450
112,000	American Electric Power Co. Inc.	3,536,650	5,015,360
29,000	Edison International	1,008,475	1,396,640
10,000	El Paso Electric Co.	335,184	353,100
180,000	Electric Power Development Co. Ltd.	4,488,015	5,626,134
409,000	Great Plains Energy Inc.	9,910,101	9,218,860
190,000	Integrys Energy Group Inc.	9,116,030	11,120,700
348,230	Northeast Utilities	6,208,557	14,632,625
68,000	Pepco Holdings Inc.	1,251,704	1,370,880
88,000	Pinnacle West Capital Corp.	3,436,921	4,881,360
180,000	The AES Corp.	2,187,681	2,158,200
25,000	The Southern Co.	745,389	1,103,250
100,000	UNS Energy Corp.	2,588,190	4,473,000
		46,669,967	64,191,559
	Energy and Utilities: Integrated 4.6%		
10.000	8	25/ 160	504,200
10,000	Alliant Energy Corp.	254,160	,
50,000	Avista Corp.	926,534	1,351,000
38,000	Black Hills Corp.	974,227	1,852,500
80,000	Chubu Electric Power Co. Inc.	1,776,843	1,134,100
390,000	CONSOL Energy Inc.	14,607,514	10,569,000
65,000	Consolidated Edison Inc.	2,562,852	3,790,150
29,000	Dominion Resources Inc.	1,172,167	1,647,780

62,000	Duke Energy Corp.	3,148,211	4,185,000
100,000	Edison SpA	220,882	65,277
33,000	Endesa SA	887,734	704,879

<u>Shares</u>		Cost	Market <u>Value</u>
329,000	Enel SpA	\$ 1,814,828	\$ 1,032,05
50,000	FirstEnergy Corp.	1,741,708	1,867,00
64,000	Hawaiian Electric Industries Inc.	1,474,626	1,619,84
400,000	Hera SpA	790,927	758,59
81,000	Hokkaido Electric Power Co. Inc.	1,538,665	1,107,44
84,000	Hokuriku Electric Power Co.	1,482,942	1,319,54
80,000	Iberdrola SA, ADR	2,529,837	1,630,40
135,000	Korea Electric Power Corp., ADR	1,905,799	1,526,85
89,500	Kyushu Electric Power Co. Inc.	1,674,848	1,349,99
44,000	MGE Energy Inc.	1,423,329	2,409,44
33,000	National Grid plc, ADR	1,494,823	1,870,11
204,000	NextEra Energy Inc.	7,771,134	16,621,92
132,000	NiSource Inc.	2,763,453	3,780,48
200,000	OGE Energy Corp.	4,795,228	13,640,00
25,000	Ormat Technologies Inc.	375,000	588,00
85,000	Public Service Enterprise Group Inc.	2,567,225	2,776,10
90,000	Shikoku Electric Power Co. Inc.	1,700,211	1,625,22
105,000	The Chugoku Electric Power Co. Inc.	1,906,715	1,649,42
43,000	The Empire District Electric Co.	926,894	959,33
72,000	The Kansai Electric Power Co. Inc.	1,405,079	986,5
80,000	Tohoku Electric Power Co. Inc.	1,263,385	999,39
103,000	Vectren Corp.	2,899,734	3,484,49
195,000	Westar Energy Inc.	3,869,969	6,232,20
56,000	Wisconsin Energy Corp.	910,985	2,295,44
140,000	Xcel Energy Inc.	2,316,806	3,967,60
		79,875,274	101,901,33
	Energy and Utilities: Natural Gas 3.4%		
50,000	AGL Resources Inc.	1,992,389	2,143,00
50,000	Delta Natural Gas Co. Inc.	646,919	1,062,50
39,372	Energy Transfer Partners LP	1,615,309	1,989,8
12,500	Kinder Morgan Energy Partners LP	511,147	1,067,50
158,374	Kinder Morgan Inc.	4,391,817	6,041,9
411,000	National Fuel Gas Co.	12,779,666	23,817,4
268,000	ONEOK Inc.	3,535,867	11,071,0
129,600	Sempra Energy	3,899,619	10,596,0
20,000	South Jersey Industries Inc.	528,861	1,148,2
119,000	Southwest Gas Corp.	3,002,462	5,568,0
262,000	Spectra Energy Corp.	6,455,524	9,028,5
20,000	The Laclede Group Inc.	598,347	913,20

See accompanying notes to financial statements.

39,957,927

74,447,385

<u>Shares</u>		<u>Cost</u>	Market <u>Value</u>
	COMMON STOCKS (Continued)		
01 000	Energy and Utilities: Oil 8.8%	ф A 607 646	Ф (000.22
81,000	Anadarko Petroleum Corp.	\$ 4,607,646	\$ 6,960,33
36,000	Apache Corp.	1,726,982	3,017,88
215,000	BG Group plc, ADR	1,741,038	3,646,40
178,000	BP plc, ADR	7,853,027	7,429,72
69,000	Chesapeake Energy Corp.	1,382,910	1,406,22
169,000	Chevron Corp.	10,459,454	19,999,46
287,700	ConocoPhillips	13,557,079	17,405,85
74,000	Devon Energy Corp.	3,539,008	3,839,12
140,000	Eni SpA, ADR	5,193,120	5,745,60
200,000	Exxon Mobil Corp.	9,383,212	18,070,00
47,000	Hess Corp.	1,759,250	3,125,03
378,400	Marathon Oil Corp.	8,282,037	13,085,0
185,700	Marathon Petroleum Corp.	5,473,483	13,195,84
111,300	Murphy Oil Corp.	5,856,252	6,777,05
221,100	Occidental Petroleum Corp.	8,463,424	19,728,75
200	PetroChina Co. Ltd., ADR	12,118	22,13
8,000	Petroleo Brasileiro SA, ADR	224,014	107,30
204,850	Phillips 66	5,905,316	12,067,7
220,000	Repsol SA, ADR	4,579,194	4,655,20
220,000	Royal Dutch Shell plc, Cl. A, ADR	11,028,128	14,036,00
640,100	Statoil ASA, ADR	9,846,057	13,243,60
150,000	Total SA, ADR	6,695,880	7,305,00
		127,568,629	194,869,41
	Energy and Utilities: Services 2.6%		
130,000	ABB Ltd., ADR	1,416,640	2,815,80
74,000	Cameron International Corp.	1,023,208	4,525,84
83,000	Diamond Offshore Drilling Inc.	4,620,415	5,709,5
448,600	Halliburton Co.	12,357,515	18,715,59
10,000	Noble Corp.	254,820	375,80
36,000	Oceaneering International Inc.	856,421	2,599,20
76,000	Rowan Companies plc, Cl. A	2,738,432	2,589,32
115,000	Schlumberger Ltd.	3,860,342	8,240,90
75,000	Transocean Ltd.	4,261,882	3,596,23
655,000	Weatherford International Ltd.	11,363,913	8,973,50
		42,753,588	58,141,7
	Energy and Utilities: Water 0.7%		
11,000	Energy and Utilities: Water 0.7% American States Water Co.	273,608	590.3
11,000 237,000	American States Water Co.	273,608 5.067,321	
237,000	American States Water Co. American Water Works Co. Inc.	5,067,321	9,771,5
237,000 70,000	American States Water Co. American Water Works Co. Inc. Aqua America Inc.	5,067,321 1,173,684	9,771,5 2,190,30
237,000 70,000 10,500	American States Water Co. American Water Works Co. Inc. Aqua America Inc. Severn Trent plc	5,067,321 1,173,684 266,297	9,771,5 2,190,30 265,74
237,000 70,000 10,500 82,000	American States Water Co. American Water Works Co. Inc. Aqua America Inc. Severn Trent plc SJW Corp.	5,067,321 1,173,684 266,297 1,429,698	9,771,51 2,190,30 265,74 2,148,40
237,000 70,000 10,500	American States Water Co. American Water Works Co. Inc. Aqua America Inc. Severn Trent plc	5,067,321 1,173,684 266,297	9,771,51 2,190,30 265,74 2,148,40 228,30
237,000 70,000 10,500 82,000 12,000	American States Water Co. American Water Works Co. Inc. Aqua America Inc. Severn Trent plc SJW Corp.	5,067,321 1,173,684 266,297 1,429,698 156,854	590,37 9,771,51 2,190,30 265,7 <sup>2</sup> 2,148,40 228,36 <b>Market</b> <b>Value</b>
237,000 70,000 10,500 82,000	American States Water Co. American Water Works Co. Inc. Aqua America Inc. Severn Trent plc SJW Corp.	5,067,321 1,173,684 266,297 1,429,698	9,771,51 2,190,30 265,74 2,148,40 228,30

	Entertainment 1.5%		
8,000	Starz, Cl. A	126,203	176,800
55,000	Take-Two Interactive Software Inc.	648,794	823,350
86,000	The Madison Square Garden Co., Cl. A	1,585,820	5,095,500
280,000	Time Warner Inc.	8,867,367	16,189,600
31,000	Viacom Inc., Cl. B	6,429,673	8,914,550
60,000	Vivendi SA	4,201,970	3,030,224
10,000	World Wrestling Entertainment Inc.,		
	Cl. A	99,808	103,100
		21,959,635	34,333,124
67.200	Environmental Services 1.0%	2.404.021	2.506.452
167,200	Progressive Waste Solutions Ltd.	3,494,031	3,596,472
73,000	Republic Services Inc.	5,013,321	5,871,620
26,645	Veolia Environnement SA	331,261	303,158
5,000	Waste Connections Inc.	156,670	205,700
310,000	Waste Management Inc.	10,963,956	12,502,300
		19,959,239	22,479,250
	Equipment and Supplies 1.4%		
99,000	CIRCOR International Inc.	1,898,525	5,035,140
48,000	Graco Inc.	2,481,598	3,034,080
56,000	Lufkin Industries Inc.	636,561	4,954,320
70,000	Mueller Industries Inc.	2,800,854	3,530,100
510,000	RPC Inc.	1,209,264	8,424,100
124,000	Sealed Air Corp.	2,852,936	2,969,800
86,000	Tenaris SA, ADR	3,766,071	3,463,220
		15,645,809	31,410,760
104,000	Financial Services 14.0% Aflac Inc.	5.413.635	6,044,480
441,200	American Express Co.	19,002,793	32,984,112
555,000	American International Group Inc.	21,193,725	29,278,500
310,000	Bank of America Corp.	2,043,743	3,986,600
8,000	Berkshire Hathaway Inc., Cl. B	777,990	895,360
21,000	BlackRock Inc.	3,177,923	5,393,850
125,000	Citigroup Inc.	4,513,402	5,996,250
10,000	CME Group Inc.	7,082,901	8,357,800
165,000	Discover Financial Services	2,639,139	7,860,600
01,200	Fidelity National Financial	2,039,139	7,000,000
101,200	Inc., Cl. A	1 975 275	2,409,572
235,000	First Niagara Financial Group Inc.	1,875,375 3,049,842	, ,
,	H&R Block Inc.		2,366,450
50,000	TAK BIOCK INC.	828,149	1,387,500

See accompanying notes to financial statements.

<u>Shares</u>			Cost		arket <u>alue</u>
	COMMON STOCKS (Continued)				
	Financial Services (Continued)				
20,000	Hartford Financial Services Group Inc.	\$	392,600	\$	618,400
25,000	Hong Kong Exchanges and Clearing Ltd.		402,742		377,447
50,000	HSBC Holdings plc, ADR		2,949,940	2	2,595,000
210,000	Invesco Ltd.		5,026,220	6	6,678,000
568,000	JPMorgan Chase & Co.		20,103,762	29	,984,720
40,000	Kinnevik Investment				
	AB, Cl. B		874,004	1	,025,335
175,000	KKR Financial Holdings LLC		1,599,859	1	,846,250
403,950	Legg Mason Inc.		10,412,417	12	2,526,489
45,000	M&T Bank Corp.		2,949,073	5	5,028,750
270,000	Morgan Stanley		5,421,387	6	5,596,100
36,000	National Australia Bank Ltd., ADR		854,233		974,700
170,000	New York Community Bancorp Inc.		2,844,696		2,380,000
109,000	Northern Trust Corp.		5,042,673		5,311,100
235,000	SLM Corp.		3,647,074		5,372,100
200,000	State Street Corp.		7,702,602		3,042,000
152,000	T. Rowe Price Group Inc.		6,643,811		,118,800
736,000	The Bank of New York Mellon Corp.		21,191,676		),644,800
286,000	The PNC Financial Services Group Inc.		15,398,762		),855,120
138,000	The Travelers Companies Inc.		4,875,714		,028,960
130,000	U.S. Bancorp		3,910,683		1,699,500
260,000	Waddell & Reed Financial Inc., Cl. A		5,366,071		,310,000
628,500	Wells Fargo & Co.		18,770,355	23	5,938,195
20,000	Willis Group Holdings plc		616,950		815,600
47,000	WR Berkley Corp.		1,768,889	J	,920,420
		:	220,364,810	310	,648,860
	Food and Beverage 12.1%				
139,000	Beam Inc.		5,705,698	8	3,772,290
95,000	Campbell Soup Co.		3,001,746	4	1,255,050
500,000	China Mengniu Dairy Co. Ltd.		1,245,706	1	,788,926
159,000	ConAgra Foods Inc.		3,824,350	5	5,553,870
34,000	Constellation Brands Inc., Cl. A		533,862	1	,772,080
1,110,000	D.E Master Blenders 1753 NV		12,174,914	17	7,771,327
300,082	Danone SA		15,096,110	22	2,521,969
1,600,000	Davide Campari - Milano SpA		8,168,362	11	,589,826
10,000	Diageo plc, ADR		908,150		,149,500
279,000	Dr Pepper Snapple Group Inc.		6,608,727		2,814,470
549,000	General Mills Inc.		14,068,301		6,642,970
18,000	Heineken Holding NV		747,987		,009,932
299,000	Hillshire Brands Co.		8,003,327		9,890,920
265,000	ITO EN Ltd.		5,840,946		5,134,705
45,000	Kellogg Co.		2,317,413		2,890,350
<b>Shares</b>			Cost	Mark <u>Valu</u>	
375,000	Kikkoman Corp.	\$	4,483,113	\$ 6,2	38,657
237,666	Kraft Foods Group Inc.	•	7,585,183		78,399
788,000	Mondelez International Inc., Cl. A		15,815,278		81,640
150,000	Morinaga Milk Industry Co. Ltd.		588,860		38,596
13,000	Nestlé SA		753,053		52,628
12,000	Nestlé SA, ADR		792,672		89,360

168,000   NISSIN FOODS HOLDINGS CO.LTD.				
339,450   Parmalat SpA, GDR(b)(c)   981,615   1.058,948     214,000   PepsiCo Inc.   13,748,832   17,503,060     62,000   Pernod-Ricard SA   5,311,274   6,874,990     19,319   Remy Cointreau SA   936,114   2.049,937     46,000   Suntory Beverage & Food Ltd.   1,466,128   1,437,790     698,000   The Coca-Cola Co.   16,201,456   27,996,780     55,000   The Hershey Co.   2.056,150   4,910,400     30,000   Unilever plc, ADR   960,480   1,215,500     37,000   Yakult Honsha Co, Ltd.   8,718,067   13,965,215     Health Care 6.1%   4,467,786   2,667,000     74,000   Abbot Laboratories   2,428,947   3,278,720     94,000   Abbot Leiboratories   2,428,947   3,278,720     94,000   Abbot Laboratories   2,428,947   3,278,720     94,000   Abbot Laboratories   2,428,947   3,278,720     94,000   Abbot Laboratories   2,428,947   3,278,720     95,000   Abbot Laboratories   2,428,947   3,278,720     95,000   Abbot Laboratories   2,428,947   3,278,720     95,000   Abbot Laboratories   3,222,038   9,340,280     11,655   Aetha Inc.   3,222,038   9,340,280     11,655   Aetha Inc.   3,222,038   9,340,280     11,655   Aetha Inc.   3,222,038   9,340,280     18,413   Cantel Medical Corp.   1,623,918   1,954,650     15,000   Bristol-Myers Squibb Co.   6,177,273   10,546,840     18,413   Cantel Medical Corp.   355,661   623,648     27,000   Chemed Corp.   1,733,424   1,955,610     10,000   Cigan Corp.   259,926   724,900     251,000   Covidien pic   12,351,323   15,772,840     10,000   Da Vita Health Care Partners Inc.   1,157,541   1,208,000     10,000   Da Vita Health Solutions Inc.   380,292   1,054,750     99,000   Johnson & Johnson   6,445,833   8,500,140     13,500   Laboratory Corp. of America Holdings   1,844,28   1,351,350     10,000   Cigan Sciences Inc.   497,373   512,100     10,000   Cigan Sciences Inc.   497,373   51	168,000	NISSIN FOODS HOLDINGS CO. LTD.	5,735,429	6,800,968
214,000   Peprofc Nicard SA   13,748,832   17,503,060     62,000   Perrodc Ricard SA   936,144   6,874,990     19,319   Remy Cointreau SA   936,144   2,049,937     46,000   Suntory Beverage & Food Ltd.   1,466,128   1,437,790     698,000   The Coca-Cola Co.   16,201,456   27,996,780     55,000   The Hershey Co.   2,056,150   4,910,400     30,000   Unilever pic, ADR   960,480   1,213,500     337,000   Vakult Honsha Co, Ltd.   8,718,067   13,965,215     Health Care 6.1%   179,212,694   267,478,600     494,000   Abbott Laboratories   2,428,947   3,278,720     50,000   Abbvic Inc.   1,467,786   2,067,000     74,000   Actavis Inc.   3,222,038   9,340,280     11,655   Aetna Inc.   685,897   740,559     35,000   AmerisourceBergen Corp.   1,233,486   1,479,900     236,000   Bristol-Myers Squibb Co.   6,177,273   10,546,840     18,413   Cantel Medical Corp.   535,661   623,648     27,000   Chemed Corp.   1,733,424   1,955,610     10,000   Cigna Corp.   529,926   724,900     251,000   Covidien pic   1,235,132   15,772,840     10,000   DaVita HealthCare Partners Inc.   1,157,541   1,208,000     10,000   Eli Lilly & Co.   4,923,000     22,000   Endo Hedical Corp.   529,926   724,900     22,000   Endo Hedical Solutions Inc.   1,921,657   2,159,150     10,000   Cigna Corp.   529,926   724,900     22,000   Endo Hedical Solutions Inc.   1,157,541   1,208,000     10,000   Eli Lilly & Co.   4,923,002   4,912,000     22,000   Endo Hedical Solutions Inc.   80,929   1,054,750     99,000   Johnson & Johnson   1,844,428   1,351,350     10,000   Leicon Pharmaceuticals Inc.   4,973,73   51,2100     12,500   Humana Inc.   4,973,73   51,2100     12,500   Merck & Co. Inc.   1,076,660   13,052,450     40,000   Mylan Inc.   896,228   1,241,200     24,000   Mylan Inc.	1,610,000		4,833,361	5,029,547
C2,000   Pernod-Ricard SA   S.311,274   6.874,990   19,319   Remy Cointreau SA   936,144   2,049,937   46,000   Suntory Beverage & Food Ltd.   1,466,128   1,437,790   698,000   The Coca-Cola Co.   16,201,456   27,996,780   55,000   The Hershey Co.   2,056,150   4,910,400   30,000   Unilever plc, ADR   960,480   1,213,500   337,000   Yakuli Honsha Co. Ltd.   8,718,067   13,965,215   179,212,694   267,478,600	339,450	Parmalat SpA, GDR(b)(c)	981,615	1,058,948
19,319   Remy Cointreau SA	214,000		13,748,832	17,503,060
46,000   Suntory Beverage & Food Ltd.	62,000	Pernod-Ricard SA	5,311,274	6,874,990
698,000         The Coca-Cola Co.         16,201,456         27,906,780           55,000         The Hershey Co.         2,056,150         4,910,400           30,000         Unilever ple, ADR         960,480         1,213,500           337,000         Yakult Honsha Co. Ltd.         8,718,067         13,965,215           Health Care 6.1%           Health Care 6.1%           4,000         Abbott Laboratories         2,428,947         3,278,720           50,000         Abbvie Inc.         1,467,786         2,067,000           74,000         Actavis Inc.         3,222,038         9,340,280           11,655         Actan Inc.         685,897         740,559           35,000         AmerisourceBergen Corp.         1,623,918         1,954,050           15,000         Amgen Inc.         1,318,669         1,479,900           236,000         Bristo-Myers Squibb Co.         6,177,273         10,546,840           18,413         Cantel Medical Corp.         535,661         623,648           27,000         Chemed Corp.         1,733,424         1,955,610           10,000         Cigna Corp.         529,926         724,900           251,000         Covidien plc         12	19,319	Remy Cointreau SA	936,144	2,049,937
55,000         The Hershey Co.         2,056,150         4,910,400           30,000         Unilever plc, ADR         960,480         1,213,500           337,000         Yakult Honsha Co. Ltd.         8,718,067         13,965,215           Health Care 6.1%         179,212,694         267,478,600           Health Care 6.1%         2,428,947         3,278,720           50,000         Abbott Laboratories         2,428,947         3,278,720           50,000         Abbott Laboratories         2,428,947         3,278,720           50,000         Abbott Laboratories         1,467,786         2,067,000           74,000         Actavis Inc.         3,222,038         9,340,280           11,655         Aetna Inc.         685,897         740,559           35,000         Amgen Inc.         1,623,918         1,954,650           15,000         Amgen Inc.         1,318,669         1,479,900           236,000         Bristol-Myers Squibb Co.         61,77,273         10,546,840           18,413         Cantel Medical Corp.         535,661         623,648           27,000         Chemed Corp.         535,661         623,648           10,000         Cigna Corp.         259,926 <td>46,000</td> <td></td> <td>1,466,128</td> <td>1,437,790</td>	46,000		1,466,128	1,437,790
30,000   Unilever plc, ADR   960,480   1,213,500   337,000   Yakult Honsha Co. Ltd.   8,718,067   13,965,215   179,212,694   267,478,600	698,000	The Coca-Cola Co.	16,201,456	27,996,780
Health Care 6.1%	55,000		2,056,150	4,910,400
Health Care   6.1%	30,000	Unilever plc, ADR	960,480	1,213,500
Health Care 6.1%           94,000         Abbott Laboratories         2,428,947         3,278,720           50,000         AbbVie Inc.         1,467,786         2,067,000           74,000         Actavis Inc.         3,222,038         9,340,280           11,655         Aetna Inc.         685,897         740,559           35,000         AmerisourceBergen Corp.         1,623,918         1,954,050           15,000         Amgen Inc.         1,318,669         1,479,900           236,000         Bristol-Myers Squibb Co.         6,177,273         10,546,840           18,413         Cantel Medical Corp.         535,661         623,648           27,000         Chemed Corp.         1,733,424         1,955,610           10,000         Cigna Corp.         529,926         724,900           251,000         Covidien plc         12,351,323         15,772,840           10,000         DaVita HealthCare Partners Inc.         1,157,541         1,208,000           10,000         Eil Lilly & Co.         4,323,602         4,912,000           22,000         Endo Health Solutions Inc.         701,937         809,380           35,000         Express Scripts Holding Co.         1,921,657         2,159,150	337,000	Yakult Honsha Co. Ltd.	8,718,067	13,965,215
Health Care 6.1%           94,000         Abbott Laboratories         2,428,947         3,278,720           50,000         Abbvie Inc.         1,467,786         2,067,000           74,000         Actavis Inc.         3,222,038         9,340,280           11,655         Aetma Inc.         685,897         740,559           35,000         AmerisourceBergen Corp.         1,623,918         1,954,050           15,000         Amgen Inc.         1,318,669         1,479,900           236,000         Bristol-Myers Squibb Co.         6,177,273         10,546,840           18,413         Cantel Medical Corp.         535,661         623,648           27,000         Chemed Corp.         1,733,424         1,955,610           10,000         Cigna Corp.         529,926         724,900           251,000         Covidien plc         12,351,323         15,772,840           10,000         DaVita HealthCare Partners Inc.         1,157,541         1,208,000           10,000         Eil Lilly & Co.         4,323,602         4,912,000           22,000         Endo Health Solutions Inc.         701,937         809,380           35,000         Express Scripts Holding Co.         1,921,657         2,159,150				
Health Care 6.1%           94,000         Abbott Laboratories         2,428,947         3,278,720           50,000         Abbvie Inc.         1,467,786         2,067,000           74,000         Actavis Inc.         3,222,038         9,340,280           11,655         Aetma Inc.         685,897         740,559           35,000         AmerisourceBergen Corp.         1,623,918         1,954,050           15,000         Amgen Inc.         1,318,669         1,479,900           236,000         Bristol-Myers Squibb Co.         6,177,273         10,546,840           18,413         Cantel Medical Corp.         535,661         623,648           27,000         Chemed Corp.         1,733,424         1,955,610           10,000         Cigna Corp.         529,926         724,900           251,000         Covidien plc         12,351,323         15,772,840           10,000         DaVita HealthCare Partners Inc.         1,157,541         1,208,000           10,000         Eil Lilly & Co.         4,323,602         4,912,000           22,000         Endo Health Solutions Inc.         701,937         809,380           35,000         Express Scripts Holding Co.         1,921,657         2,159,150			179.212.694	267.478.600
94,000       Abbott Laboratories       2,428,947       3,278,720         50,000       AbbVie Inc.       1,467,786       2,067,000         74,000       Actavis Inc.       3,222,038       9,340,280         11,655       Aetna Inc.       685,897       740,559         35,000       AmerisourceBergen Corp.       1,623,918       1,954,050         15,000       Amgen Inc.       1,318,669       1,479,900         236,000       Bristol-Myers Squibb Co.       6,177,273       10,546,840         18,413       Cantel Medical Corp.       535,661       623,648         27,000       Chemed Corp.       1,733,424       1,955,610         10,000       Cigna Corp.       529,926       724,900         251,000       Covidien plc       12,351,323       15,772,840         10,000       DaVita HealthCare Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.<			-,,,,,,	,
94,000         Abbott Laboratories         2,428,947         3,278,720           50,000         AbbVie Inc.         1,467,786         2,067,000           74,000         Actavis Inc.         3,222,038         9,340,280           11,655         Aetna Inc.         685,897         740,559           35,000         AmerisourceBergen Corp.         1,623,918         1,954,050           15,000         Amgen Inc.         1,318,669         1,479,900           236,000         Bristol-Myers Squibb Co.         6,177,273         10,546,840           18,413         Cantel Medical Corp.         535,661         623,648           27,000         Chemed Corp.         1,733,424         1,955,610           10,000         Cigna Corp.         529,926         724,900           251,000         Covidien ple         12,351,323         15,772,840           10,000         DaVita HealthCare Partners Inc.         1,157,541         1,208,000           100,000         Eli Lilly & Co.         4,323,602         4,912,000           22,000         Endo Health Solutions Inc.         701,937         809,380           35,000         Express Scripts Holding Co.         1,921,657         2,159,150           10,000         Gilead Sciences Inc.<		Health Care 61%		
50,000         AbbVie Inc.         1,467,786         2,067,000           74,000         Actavis Inc.         3,222,038         9,340,280           11,655         Aetna Inc.         685,897         740,559           35,000         AmerisourceBergen Corp.         1,623,918         1,954,050           15,000         Amgen Inc.         1,318,669         1,479,900           236,000         Bristol-Myers Squibb Co.         6,177,273         10,546,840           18,413         Cantel Medical Corp.         535,661         623,648           27,000         Chemed Corp.         1,733,424         1,955,610           10,000         Cigna Corp.         529,926         724,900           251,000         Covidien plc         12,351,323         15,772,840           10,000         DaVita HealthCare Partners Inc.         1,157,541         1,208,000           10,000         Eli Lilly & Co.         4,323,602         4,912,000           22,000         Endo Health Solutions Inc.         701,937         809,380           35,000         Express Scripts Holding Co.         1,921,657         2,159,150           10,000         Gilead Sciences Inc.         497,373         512,100           12,500         Humana Inc.	94 000		2 428 947	3 278 720
74,000         Actavis Inc.         3,222,038         9,340,280           11,655         Aetna Inc.         685,897         740,559           35,000         AmerisourceBergen Corp.         1,623,918         1,954,050           15,000         Amgen Inc.         1,318,669         1,479,900           236,000         Bristol-Myers Squibb Co.         6,177,273         10,546,840           18,413         Cantel Medical Corp.         535,661         623,648           27,000         Chemed Corp.         1,733,424         1,955,610           10,000         Cigna Corp.         529,926         724,900           251,000         Covidien plc         12,351,323         15,772,840           10,000         DaVita HealthCare Partners Inc.         1,157,541         1,208,000           10,000         Eli Lilly & Co.         4,323,602         4,912,000           22,000         Endo Health Solutions Inc.         701,937         809,380           35,000         Express Scripts Holding Co.         1,921,657         2,159,150           10,000         Gilead Sciences Inc.         497,373         512,100           12,500         Humana Inc.         830,292         1,054,750           99,000         Johnson & Johnson				
11,655       Aetna Inc.       685,897       740,559         35,000       AmerisourceBergen Corp.       1,623,918       1,954,050         15,000       Amgen Inc.       1,318,669       1,479,900         236,000       Bristol-Myers Squibb Co.       6,177,273       10,546,840         18,413       Cantel Medical Corp.       535,661       623,648         27,000       Chemed Corp.       1,733,424       1,955,610         10,000       Cigna Corp.       529,926       724,900         251,000       Covidien ple       12,351,323       15,772,840         10,000       DaVita HealthCare Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexico	/			, ,
35,000       AmerisourceBergen Corp.       1,623,918       1,954,050         15,000       Amgen Inc.       1,318,669       1,479,900         236,000       Bristol-Myers Squibb Co.       6,177,273       10,546,840         18,413       Cantel Medical Corp.       535,661       623,648         27,000       Chemed Corp.       1,733,424       1,955,610         10,000       Cigna Corp.       529,926       724,900         251,000       Covidien plc       12,351,323       15,772,840         10,000       Da Vita Health Care Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         10,000       Lexicon Pharmaceuticals Inc.       214,261       217,000				
15,000       Amgen Inc.       1,318,669       1,479,900         236,000       Bristol-Myers Squibb Co.       6,177,273       10,546,840         18,413       Cantel Medical Corp.       535,661       623,648         27,000       Chemed Corp.       1,733,424       1,955,610         10,000       Cigna Corp.       529,926       724,900         251,000       Covidien plc       12,351,323       15,772,840         10,000       Da Vita HealthCare Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         10,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,0			•	
235,000       Bristol-Myers Squibb Co.       6,177,273       10,546,840         18,413       Cantel Medical Corp.       535,661       623,648         27,000       Chemed Corp.       1,733,424       1,955,610         10,000       Cigna Corp.       529,926       724,900         251,000       Covidien plc       12,351,323       15,772,840         10,000       DaVita HealthCare Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         10,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980			77-	, ,
18,413       Cantel Medical Corp.       535,661       623,648         27,000       Chemed Corp.       1,733,424       1,955,610         10,000       Cigna Corp.       529,926       724,900         251,000       Covidien plc       12,351,323       15,772,840         10,000       DaVita HealthCare Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson & Johnson & Johnson & G,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450 <tr< td=""><td>· · · · · · · · · · · · · · · · · · ·</td><td></td><td></td><td></td></tr<>	· · · · · · · · · · · · · · · · · · ·			
27,000       Chemed Corp.       1,733,424       1,955,610         10,000       Cigna Corp.       529,926       724,900         251,000       Covidien plc       12,351,323       15,772,840         10,000       DaVita HealthCare Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200				, ,
10,000       Cigna Corp.       529,926       724,900         251,000       Covidien plc       12,351,323       15,772,840         10,000       DaVita HealthCare Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	· · · · · · · · · · · · · · · · · · ·	1		
251,000       Covidien plc       12,351,323       15,772,840         10,000       DaVita HealthCare Partners Inc.       1,157,541       1,208,000         100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200		1		
100,000       Eli Lilly & Co.       4,323,602       4,912,000         22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	251,000		12,351,323	15,772,840
22,000       Endo Health Solutions Inc.       701,937       809,380         35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	10,000	DaVita HealthCare Partners Inc.	1,157,541	1,208,000
35,000       Express Scripts Holding Co.       1,921,657       2,159,150         10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	100,000	Eli Lilly & Co.	4,323,602	4,912,000
10,000       Gilead Sciences Inc.       497,373       512,100         12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	22,000	Endo Health Solutions Inc.	701,937	809,380
12,500       Humana Inc.       830,292       1,054,750         99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	35,000	Express Scripts Holding Co.	1,921,657	2,159,150
99,000       Johnson & Johnson       6,445,833       8,500,140         13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	10,000	Gilead Sciences Inc.	497,373	512,100
13,500       Laboratory Corp. of America Holdings       1,184,428       1,351,350         100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	12,500	Humana Inc.	830,292	1,054,750
100,000       Lexicon Pharmaceuticals Inc.       214,261       217,000         15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	99,000	Johnson & Johnson	6,445,833	8,500,140
15,000       McKesson Corp.       1,322,899       1,717,500         26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	13,500	Laboratory Corp. of America Holdings	1,184,428	1,351,350
26,000       Mead Johnson Nutrition Co.       1,252,735       2,059,980         281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	100,000	Lexicon Pharmaceuticals Inc.	214,261	217,000
281,000       Merck & Co. Inc.       10,276,060       13,052,450         40,000       Mylan Inc.       896,228       1,241,200	15,000	McKesson Corp.	1,322,899	1,717,500
40,000 Mylan Inc. 896,228 1,241,200	26,000	Mead Johnson Nutrition Co.	1,252,735	2,059,980
	281,000	Merck & Co. Inc.	10,276,060	13,052,450
20,000 Orthofix International NV 734,773 538,000	40,000	Mylan Inc.	896,228	1,241,200
	20,000	Orthofix International NV	734,773	538,000

See accompanying notes to financial statements.

<u>Shares</u>		<u>Cost</u>	Market <u>Value</u>
	COMMON STOCKS (Continued)		
110 500	Health Care (Continued)	A 2200 400	<b>*</b> • • • • • • • • • • • • • • • • • • •
112,500	Owens & Minor Inc.	\$ 2,399,108	\$ 3,805,875
94,000	Patterson Companies Inc.	3,221,793	3,534,400
642,303	Pfizer Inc.	12,101,903	17,990,907
50,000	Quality Systems Inc.	937,890	935,500
60,000	Rochester Medical Corp.	607,710	883,800
75,000	Sanofi, ADR	2,849,575	3,863,250
55,000	St. Jude Medical Inc.	1,995,562	2,509,650
20,000	Stryker Corp.	1,063,765	1,293,600
15,000	Tenet Healthcare Corp.	317,800	691,500
46,000	UnitedHealth Group Inc.	2,339,189	3,012,080
10,000	Zimmer Holdings Inc.	632,385	749,400
247,373	Zoetis Inc.	6,015,539	7,641,355
		98,316,700	134,728,664
	Hotels and Gaming 0.6%		
19,000	Accor SA	654,124	668,608
120,000	Boyd Gaming Corp.	805,607	1,356,000
800,000	Ladbrokes plc	7,280,309	2,432,318
151,000	Las Vegas Sands Corp.	3,949,915	7,992,430
7,500	Wynn Resorts Ltd.	705,214	960,000
		13,395,169	13,409,356
	Machinery 1.0%		
180,000	CNH Global NV	4,309,631	7,498,800
90,500	Deere & Co.	5,168,640	7,353,125
13,000	Kennametal Inc.	525,229	504,790
225,000	Xylem Inc.	6,036,141	6,061,500
		16,039,641	21,418,215
	Metals and Mining 1.3%		
70,000	Agnico Eagle Mines Ltd.	2,686,530	1,927,800
185,000	Alcoa Inc.	1,889,808	1,446,700
20,000	Alliance Holdings GP LP	461,803	1,275,000
8,000	BHP Billiton Ltd., ADR	217,549	461,280
27,000	Franco-Nevada Corp.	1,038,761	966,578
400,000	Freeport-McMoRan Copper & Gold Inc.	9,508,533	11,044,000
16,000(d)	Labrador Iron Ore Royalty Corp.	549,352	449,406
334,000	Newmont Mining Corp.	17,078,846	10,003,300
40,000	Peabody Energy Corp.	677,113	585,600
		34,108,295	28,159,664
	Paper and Forest Products 0.7%		
334,000	International Paper Co.	9,962,159	14,799,540
	Publishing 0.2%		
133,000	News Corp., Cl. B	3,690,167	4,365,060

20,000	News Corp., Cl. B, New York	315,936	307,600
		4,006,103	4,672,660
Chanca		Cost	Market
<u>Shares</u>		Cost	<u>Value</u>
18,000	Real Estate 0.0%	\$ 186,196	\$ 648,360
1,033	Brookfield Asset Management Inc., Cl. A Brookfield Property Partners LP	22,355	20,970
1,033	Divokiicia Property Parallers Er	22,333	20,770
		208,551	669,330
		208,331	009,330
	Retail 4.0%		
5,500	CST Brands Inc.	161,300	169,455
346,000	CVS Caremark Corp.	11,799,251	19,784,280
142,000	Ingles Markets Inc., Cl. A	1,615,209	3,585,500
207,000	Lowe s Companies Inc.	5,050,173	8,466,300
105,000	Macy s Inc.	1,203,699	5,040,000
40,000	Outerwall Inc.	1,976,376	2,346,800
70,000	Rush Enterprises Inc., Cl. B	1,042,471	1,506,400
390,000	Safeway Inc.	8,339,471	9,227,400
270,000	Sally Beauty Holdings Inc.	3,355,517	8,397,000
110,000	Seven & i Holdings Co. Ltd.	3,259,087	4,020,468
73,000	The Home Depot Inc.	2,703,984	5,655,310
226,000 30,000	Walgreen Co. Wal-Mart Stores Inc.	8,089,566	9,989,200
146,000	Whole Foods Market Inc.	1,472,276 2,286,015	2,234,700 7,516,080
140,000	whole I dous warket life.	2,200,013	7,510,000
		52,354,395	87,938,893
		- 7 7	/ /
	Specialty Chemicals 1.7%		
76,000	Air Products & Chemicals Inc.	6,571,027	6,959,320
54,000	Airgas Inc.	3,567,522	5,154,840
77,000	Ashland Inc.	2,235,998	6,429,500
163,000	E. I. du Pont de Nemours and Co.	7,462,443	8,557,500
505,155	Ferro Corp.	3,861,664	3,510,827
95,000	Olin Corp.	1,739,175	2,272,400
5,000 124,000	Praxair Inc. The Dow Chemical Co.	556,243 4,778,495	575,800 3,989,080
124,000	The Dow Chemical Co.	4,778,493	3,989,080
		20 772 577	27 440 267
		30,772,567	37,449,267
	T. 1		
200.000	Telecommunications 4.9%	11 171 775	12 006 000
390,000 225,000	AT&T Inc. BCE Inc.	11,161,765 5,607,343	13,806,000 9,229,500
39,000	Belgacom SA	1,195,261	874,919
40,000	Bell Aliant Inc.(c)	1,082,414	1,079,240
510,000	Deutsche Telekom AG, ADR	8,739,857	5,946,600
50,000	France Telecom SA, ADR	1,066,613	472,500
195,000	Hellenic Telecommunications Organization SA, ADR	1,323,723	745,875
44,000	Loral Space & Communications Inc.	1,950,205	2,639,120
160,000	Portugal Telecom SGPS SA	1,842,783	622,706
900,000	Sprint Nextel Corp.	3,460,726	6,318,000
46,184	Telefonica SA, ADR	655,066	591,617
160,000	Telekom Austria AG	1,920,779	1,012,990
25,000	Telenet Group Holding NV	1,137,288	1,147,398

See accompanying notes to financial statements.

Schedule of Investments (Continued) June 30, 2013 (Unaudited)

			Market
<b>Shares</b>		Cost	<u>Value</u>
	COMMON STOCKS (Continued)		
	Telecommunications (Continued)		
128,870	Telephone & Data Systems Inc.	\$ 3,924,458	\$ 3,176,646
110,000	Telstra Corp. Ltd., ADR	2,014,389	2,402,400
140,000	TELUS Corp.	1,453,591	4,086,600
825,000	Verizon Communications Inc.	28,620,755	41,530,500
40,000	VimpelCom Ltd., ADR	230,241	402,400
430,000	Vodafone Group plc, ADR	11,513,809	12,358,200
		88,901,066	108,443,211
	Transportation 0.6%		
255,500	GATX Corp.	7,626,933	12,118,365
18,200	Kansas City Southern	305,572	1,928,472
		7,932,505	14,046,837
	Wireless Communications 0.5%		
1,000,000	Cable & Wireless Communications plc	615,759	622,833
73,779	Crown Castle International Corp.	2,349,294	5,340,862
124,000	United States Cellular Corp.	5,499,141	4,549,560
		8,464,194	10,513,255
	TOTAL COMMON		
	STOCKS	1,446,455,829	2,075,863,000
	CONVERTIBLE PREFERRED STOCKS 0.5%		
	Broadcasting 0.0%		
12,588	Emmis Communications Corp., 6.250% Cv. Pfd., Ser. A	453,121	151,056
200	Building and Construction 0.0%	Z-10	
200	Fleetwood Capital Trust, 6.000% Cv. Pfd.	6,210	0