

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>
75,000.00	99 CENTS ONLY STORES	85,500.00	0.35	11.000	12/15/2019	366.72
78,000.00	ACI WORLDWIDE INC 144A	81,705.00	0.34	6.375	08/15/2020	1,809.11
65,000.00	ACTUANT CORP	66,137.50	0.27	5.625	06/15/2022	162.56
68,000.00	AIR MEDICAL GROUP HOLDINGS LLC	73,780.00	0.30	9.250	11/01/2018	1,048.20
70,000.00	ALLEGION US HOLDING CO IN 144A	73,150.00	0.30	5.750	10/01/2021	972.60
62,000.00	ALLISON TRANSMISSION INC.	67,115.00	0.27	7.125	05/15/2019	564.42
5,818.00	ALLSTATE CORP/THE	317,313.72	1.28	--	--	1,446.00
51,306.61	AMERICA WEST AIRLINES 2001-1	54,833.94	0.22	7.100	10/02/2022	900.68
51,000.00	AMERICAN AXLE & MANUFACTURING INC.	58,267.50	0.24	7.750	11/15/2019	505.08
75,000.00	APEX TOOL GROUP LLC	76,125.00	0.32	7.000	02/01/2021	2,187.00
71,000.00	APPVION INC 144A	71,976.25	0.29	9.000	06/01/2020	745.50
6,000.00	ASTRAZENECA PLC ADR	356,220.00	1.43	--	--	0.00
47,000.00	ATKORE INTERNATIONAL INC.	50,760.00	0.21	9.875	01/01/2018	2,322.77
80,000.00	ATWOOD OCEANICS INC.	85,800.00	0.35	6.500	02/01/2020	2,166.06
47,000.00	AUDATEX NORTH AMERICA INC 144A	49,467.50	0.20	6.000	06/15/2021	125.28
4,945.00	BAE SYSTEMS PLC ADR	144,839.05	0.58	--	--	0.00
4,188.00	BANK OF NEW YORK MELLON CORP/T	146,328.72	0.59	--	--	0.00
85,000.00	BILL BARRETT CORPORATION	88,612.50	0.36	7.000	10/15/2022	1,256.28
1,133.00	BOEING CO/THE	154,643.17	0.62	--	--	0.00
100,000.00	BONANZA CREEK ENERGY INC.	105,250.00	0.43	6.750	04/15/2021	1,425.28
50,000.00	BUILDING MATERIALS CORP. OF AMERICA	54,250.00	0.22	6.750	05/01/2021	562.80
4,264.00	CA INC	143,483.60	0.58	--	--	0.00
80,000.00	CALPINE CORP 144A	82,400.00	0.33	6.000	01/15/2022	799.80
1,816.00	CAPITAL ONE FINANCIAL CORP	139,123.76	0.56	--	--	0.00
3,464.00	CARNIVAL CORP	139,148.88	0.56	--	--	0.00
76,000.00	CCO HOLDINGS LLC	82,650.00	0.33	7.375	06/01/2020	467.15
85,000.00	CENTURY ALUMINUM COMPANY	83,300.00	0.34	7.500	06/01/2021	531.30
70,000.00	CHRYSLER GROUP LLC	79,975.00	0.32	8.250	06/15/2021	256.64
1,122.00	CITIGROUP INC	58,467.42	0.24	--	--	0.00
3,000.00	CITIGROUP INC PFD	77,820.00	0.31	7.125	12/31/2049	0.00
65,000.00	COBALT INTERNATIONAL ENERGY INC	57,565.63	0.23	2.625	12/01/2019	142.20
80,000.00	COMMSCOPE HOLDING CO. INC.	83,600.00	0.34	6.625	06/01/2020	441.60
78,000.00	COMMUNITY HEALTH SYSTEMS INC.	85,020.00	0.35	8.000	11/15/2019	797.18
73,000.00	COMSTOCK RESOURCES INC.	82,125.00	0.33	9.500	06/15/2020	308.16
60,892.50	CONTINENTAL AIRLINES INC.	65,916.13	0.27	7.875	01/02/2020	2,384.19
70,000.00	CONVATEC HEALTHCARE E SA 144A	78,837.50	0.32	10.500	12/15/2018	326.72
9,766.00	CORNING INC	174,030.12	0.70	--	--	0.00
8,424.00	CORRECTIONS CORP OF AMERICA	270,157.68	1.10	--	--	4,043.52
3,423.00	COUNTRYWIDE CAPITAL V	86,773.05	0.35	7.000	11/01/2036	0.00
50,000.00	CREDIT ACCEPTANCE CORPORATION	52,625.00	0.22	9.125	02/01/2017	1,900.50
84,000.00	CST BRANDS INC	81,480.00	0.33	5.000	05/01/2023	699.79
1,332.00	CUMMINS INC	187,772.04	0.75	--	--	0.00
80,000.00	DAVID WEEKLEY HOMES LP	77,600.00	0.32	6.000	02/01/2023	1,999.50
49,830.15	DELTA AIR LINES PASS THROUGH 2007-1	56,308.07	0.23	8.021	02/10/2024	1,565.10
60,000.00	DENALI BORROWER LLC / DEN 144A	59,625.00	0.24	5.625	10/15/2020	787.92

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50,000.00	DJO FINANCE LLC	55,125.00	0.23	8.750	03/15/2018	1,287.90
29,000.00	DJO FINANCE LLC / DJO FINANCE	29,652.50	0.12	9.750	10/15/2017	596.71
85,000.00	DYNEGY INC.	80,750.00	0.33	5.875	06/01/2023	416.10
65,000.00	ENDO FINANCE CO 144A	65,487.50	0.26	5.750	01/15/2022	124.56
88,000.00	ENERGY FUTURE INTERMEDIATE HLDG CO	93,720.00	0.38	10.000	12/01/2020	733.20
50,000.00	ENTERCOM RADIO LLC	56,875.00	0.23	10.500	12/01/2019	437.40
39,000.00	ENVISION HEALTHCARE CORP.	42,461.25	0.17	8.125	06/01/2019	264.01
16,144.00	EXELON CORP	442,184.16	1.78	--	--	0.00
90,000.00	FGI OPERATING CO LLC	96,750.00	0.39	7.875	05/01/2020	905.71
53,884.00	FIRST DATA CORP 144A	57,790.59	0.24	8.750	01/15/2022	2,174.60
45,000.00	FIRST DATA CORP 144A	50,006.25	0.21	8.875	08/15/2020	1,508.23
69,000.00	FLASH DUTCH 2 BV	73,916.25	0.31	7.375	05/01/2021	2,121.00
805.00	FREDDIE MAC FXD PFD SHS	7,220.85	0.03	8.375	12/31/2049	0.00
50,000.00	FREESCALE SEMICONDUCTOR I 144A	50,750.00	0.21	6.000	01/15/2022	499.82
74,000.00	FREESCALE SEMICONDUCTOR INC.	79,920.00	0.33	8.050	02/01/2020	2,482.24
83,000.00	GASTAR EXPLORATION USA INC.	81,962.50	0.33	8.625	05/15/2018	914.94
93,000.00	GENERAL CABLE CORPORATION	91,605.00	0.37	5.750	10/01/2022	1,371.60
4,600.00	GENERAL MOTORS CO SR ESCROW	0.00	--	--	01/01/2020	0.00
1,170.11	GENERAL MOTORS CO.	47,822.31	0.19	--	--	0.00
269.19	GENERAL MTRS CO *W EXP 07/10/2016	8,387.93	0.03	--	--	0.00
269.19	GENERAL MTRS CO *W EXP 07/10/2019	6,226.34	0.03	--	--	0.00
8,576.00	GEO GROUP INC/THE	276,318.72	1.11	--	--	0.00
75,000.00	GIBSON BRANDS INC.	79,500.00	0.33	8.875	08/01/2018	2,777.14
58,000.00	GLOBE LUXEMBOURG SCA	60,383.80	0.25	9.625	05/01/2018	930.60
2,222.00	GMAC CAPITAL TRUST I PFD	59,416.28	0.24	8.125	02/15/2040	0.00
40,000.00	GOLDEN NUGGET ESCROW INC 144A	40,550.00	0.16	8.500	12/01/2021	377.60
115,000.00	GULFPORT ENERGY CORP	123,050.00	0.50	7.750	11/01/2020	1,485.60
50,000.00	HCA INC.	55,062.50	0.23	6.500	02/15/2020	1,228.10
14,730.00	HEWLETT-PACKARD CO	412,145.40	1.66	--	--	2,211.98
48,000.00	HEXION US FINANCE CORP	49,440.00	0.20	6.625	04/15/2020	671.08
70,000.00	HEXION US FINANCE CORP.	73,062.50	0.30	8.875	02/01/2018	2,589.00
79,000.00	HOLLY ENERGY PARTNERS L.P.	82,950.00	0.34	6.500	03/01/2020	1,711.20
75,000.00	HORSEHEAD HOLDING CORP.	82,500.00	0.33	10.500	06/01/2017	656.40
59,000.00	HUNTINGTON INGALLS INDUSTRIES INC.	65,047.50	0.27	7.125	03/15/2021	1,238.08
1,500.00	INTERNATIONAL BUSINESS MACHINE	281,355.00	1.13	--	--	0.00
76,000.00	INTERNATIONAL LEASE FINANCE CORP	89,110.00	0.36	8.250	12/15/2020	278.72
51,000.00	IRACORE INTERNATIONAL HOLDINGS INC.	53,805.00	0.22	9.500	06/01/2018	403.80
3,050.00	ISHARES IBOXX \$ HIGH YIELD COR	283,284.00	1.14	0.000	12/31/2040	1,425.17
99,500.00	J.C. PENNEY 5/13 COV-LITE TLB	97,510.00	0.39	6.000	05/21/2018	663.33
50,000.00	JAKKS PACIFIC INC	49,000.00	0.20	4.500	11/01/2014	375.00
5,882.00	JOHNSON & JOHNSON	538,732.38	2.16	--	--	0.00
8,150.00	JOHNSON CONTROLS INC	418,095.00	1.69	--	--	1,887.82
11,898.00	JPMORGAN CHASE & CO	695,795.04	2.79	--	--	0.00
72,000.00	KAISER ALUMINUM CORP	81,720.00	0.33	8.250	06/01/2020	495.00
2,314.00	KELLOGG CO	141,315.98	0.57	--	--	0.00

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80,000.00	LIFEPOINT HOSPITALS INC 144A	80,500.00	0.33	5.500	12/01/2021	305.50
1,005.00	LOCKHEED MARTIN CORP	149,403.30	0.60	--	--	0.00
25,000.00	LONE PINE RESOURCES CANADA LTD.	7,625.00	0.04	10.375	02/15/2017	2,276.08
40,000.00	LYNX IICORP.	40,900.00	0.17	6.375	04/15/2023	538.08
55,000.00	M/I HOMES INC.	59,812.50	0.24	8.625	11/15/2018	606.28
70,000.00	MASONITE INTERNATIONAL CORP	77,350.00	0.32	8.250	04/15/2021	1,219.23
101,000.00	MCE FINANCE LTD.	98,727.50	0.40	5.000	02/15/2021	1,908.08
67,000.00	MDC PARTNERS INC.	70,433.75	0.29	6.750	04/01/2020	1,130.73
2,173.00	MERCK & CO INC	108,758.65	0.44	--	--	956.12
58,000.00	MERITOR INC VAR RT	55,788.75	0.23	4.000	02/15/2027	875.92
35,000.00	MERITOR INC.	50,421.88	0.20	7.875	03/01/2026	229.80
85,000.00	MGM RESORTS INTERNATIONAL	95,412.50	0.39	7.750	03/15/2022	1,939.58
84,000.00	MI 2009 INC.	94,080.00	0.38	8.375	05/15/2019	898.84
18,780.00	MICROSOFT CORP	702,935.40	2.82	--	--	0.00
68,000.00	MIRANT AMERICAS GENERATION LLC	71,910.00	0.30	8.500	10/01/2021	1,445.40
6,335.00	MOLSON COORS BREWING CO	355,710.25	1.43	--	--	0.00
80,000.00	MOMENTIVE PERFORMANCE MATERIALS INC.	84,600.00	0.35	8.875	10/15/2020	1,498.72
55,000.00	MOMENTIVE PERFORMANCE MATERIALS INC.	57,887.50	0.24	10.000	10/15/2020	1,161.28
6,974.00	MONDELEZ INTERNATIONAL INC	246,182.20	0.99	--	--	1,022.14
1,400.00	MOTORS LIQUIDATION CO GUC TRUS	45,010.00	0.18	--	--	0.00
63,000.00	NARA CABLE FUNDING LTD.	68,040.00	0.28	8.875	12/01/2018	465.90
70,000.00	NAVISTAR INTERNATIONAL CORP	72,800.00	0.30	8.250	11/01/2021	962.40
90,000.00	NEENAH PAPER INC.	87,975.00	0.36	5.250	05/15/2021	603.52
87,000.00	NGPL PIPECO LLC (NEW)	85,477.50	0.35	9.625	06/01/2019	697.80
73,000.00	NISKA GAS STORAGE US LLC	76,285.00	0.31	8.875	03/15/2018	1,908.00
40,000.00	NOKIA OYJ	41,700.00	0.17	5.375	05/15/2019	274.62
75,000.00	NORANDA ALUMINUM ACQUISITION CORP.	64,125.00	0.26	11.000	06/01/2019	687.60
4,446.00	NOVARTIS AG	357,369.48	1.44	--	--	0.00
103,000.00	NXP BV	105,060.00	0.43	5.750	03/15/2023	1,743.70
50,000.00	OMNOVA SOLUTIONS INC.	54,000.00	0.22	7.875	11/01/2018	656.28
5,596.00	ORACLE CORP	214,102.96	0.86	--	--	0.00
2,497.00	PACCAR INC	147,747.49	0.60	--	--	2,247.30
75,000.00	PBF HOLDING CO. LLC	81,750.00	0.34	8.250	02/15/2020	2,337.84
1,662.00	PEPSICO INC	137,846.28	0.56	--	--	943.19
90,000.00	PERSTORP HOLDING AB	97,200.00	0.39	8.750	05/15/2017	1,006.48
90,000.00	PETROQUEST ENERGY INC.	93,825.00	0.39	10.000	09/01/2017	3,000.69
250.00	PETROQUEST ENERGY INC.	8,750.00	0.04	6.875	12/31/2049	214.85
80,000.00	PHH CORPORATION	80,400.00	0.33	6.375	08/15/2021	1,856.01
109,000.00	PHI INC	117,720.00	0.48	8.625	10/15/2018	1,984.36
4,120.00	PHILIP MORRIS INTERNATIONAL INC	358,975.60	1.46	--	--	3,872.80
52,000.00	PINNACLE OPERATING CORP 144A	55,315.00	0.23	9.000	11/15/2020	1,339.00
63,000.00	POST HOLDINGS INC.	67,725.00	0.28	7.375	02/15/2022	1,755.31
10,689.00	PPL CORP	321,632.01	1.31	--	--	3,797.38
19,674.00	PUBLIC SERVICE ENTERPRISE GROUP	630,354.96	2.53	--	--	0.00
40,000.00	QS WHOLESALE INC.	43,600.00	0.18	7.875	08/01/2018	1,443.75

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35,000.00	QUIKSILVER INC / QS WHOLESALE	39,725.00	0.17	10.000	08/01/2020	1,603.80
50,000.00	RAIN CII CARBON LLC / CII 144A	52,000.00	0.21	8.000	12/01/2018	333.30
45,000.00	RAIN ESCROW CORP.	46,125.00	0.19	8.250	01/15/2021	1,711.46
85,000.00	ROOFING SUPPLY GROUP LLC	96,050.00	0.39	10.000	06/01/2020	708.30
9,372.00	ROYAL DUTCH SHELL PLC ADR	703,930.92	2.83	--	--	0.00
82,000.00	RSI HOME PRODUCTS INC.	86,305.00	0.35	6.875	03/01/2018	1,879.20
100,000.00	RUBY TUESDAY INC.	94,500.00	0.38	7.625	05/15/2020	974.28
54,000.00	SABLE INTERNATIONAL FINANCE LTD.	61,020.00	0.25	8.750	02/01/2020	1,969.50
70,000.00	SALIX PHARMACEUTICALS LTD 144A	71,925.00	0.29	6.000	01/15/2021	46.68
6,936.00	SANOFI ADR	371,977.68	1.49	--	--	0.00
75,000.00	SAPPI PAPIER HOLDING GMBH	82,500.00	0.34	7.750	07/15/2017	2,680.90
67,000.00	SEVEN SEAS CRUISES S. DE R.L. LLC	74,118.75	0.30	9.125	05/15/2019	781.08
65,000.00	SHALE-INLAND HOLDINGS LLC	67,600.00	0.27	8.750	11/15/2019	726.80
80,000.00	SHEARER'S FOODS LLC	84,800.00	0.35	9.000	11/01/2019	1,200.00
85,000.00	SHELF DRILLING HOLDINGS LTD.	92,225.00	0.38	8.625	11/01/2018	1,221.60
69,000.00	SILGAN HOLDINGS INC 144A	68,655.00	0.28	5.500	02/01/2022	1,180.76
84,000.00	SLM CORPORATION	95,445.00	0.39	8.000	03/25/2020	1,792.32
3,451.00	SOUTHERN CO	141,870.61	0.57	--	--	0.00
1,741.00	STANLEY BLACK & DECKER INC	140,481.29	0.56	--	--	0.00
114,000.00	STONE ENERGY CORPORATION	119,700.00	0.49	7.500	11/15/2022	1,092.50
75,000.00	STONERIDGE INC 144A	81,750.00	0.33	9.500	10/15/2017	1,504.04
3,479.00	STRATEGIC HOTELS & RESORTS INC	83,426.42	0.34	8.500	12/31/2049	0.00
90,000.00	SUNCOKE ENERGY INC.	97,425.00	0.40	7.625	08/01/2019	2,859.00
3,400.00	SYNOVUS FINANCIAL CORP.	91,970.00	0.37	7.875	12/31/2049	0.00
65,000.00	TAMINCO GLOBAL CHEMICAL CORP.	74,100.00	0.30	9.750	03/31/2020	1,601.60
6,724.00	TARGET CORP	425,427.48	1.71	--	--	0.00
47,000.00	TEKNI-PLEX INC.	53,580.00	0.22	9.750	06/01/2019	381.90
1,240.00	THE GOODYEAR TIRE & RUBBER COMPANY	82,894.00	0.34	5.875	04/01/2014	910.66
4,486.00	THE ROYAL BANK OF SCOTLAND GROUP PLC	96,493.86	0.39	6.600	12/31/2049	0.00
50,000.00	T-MOBILE USA INC	51,000.00	0.21	6.125	01/15/2022	342.64
11,534.00	TOTAL S.A.	706,688.18	2.88	--	--	9,484.09
90,000.00	TOWNSQUARE RADIO LLC	97,875.00	0.40	9.000	04/01/2019	2,025.00
85,000.00	TRINSEO MATERIALS OPERATING SCA	88,187.50	0.37	8.750	02/01/2019	3,099.01
64,000.00	TUTOR PERINI CORPORATION	68,800.00	0.28	7.625	11/01/2018	813.60
90,000.00	UNIT CORP	95,400.00	0.39	6.625	05/15/2021	761.76
79,927.72	UNITED AIR LINES 2007-1B PASS THROUGH	84,223.83	0.35	7.336	01/02/2021	2,915.88
75,000.00	UNIVERSAL HOSPITAL SERVICES INC.	79,500.00	0.33	7.625	08/15/2020	2,160.97
74,707.19	US AIRWAYS 2012-2 CLASS B PASS	79,936.69	0.32	6.750	12/03/2022	392.26
52,707.52	US AIRWAYS GROUP INC.	58,768.88	0.24	8.000	04/01/2021	1,053.90
4,024.00	VALASSIS COMMUNICATIONS INC	137,822.00	0.56	--	--	1,247.44
65,000.00	VALASSIS COMMUNICATIONS INC.	67,356.25	0.28	6.625	02/01/2021	1,793.88
80,000.00	VERSO PAPER HOLDINGS LLC	85,200.00	0.36	11.750	01/15/2019	4,334.26
17,861.00	VODAFONE GROUP PLC ADR	702,115.91	2.86	--	--	10,489.55
5,260.00	WAL-MART STORES INC	413,909.40	1.67	--	--	2,472.20
90,000.00	WCI COMMUNITIES INC.	89,775.00	0.37	6.875	08/15/2021	2,475.46

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35,000.00	WELLCARE HEALTH PLANS INC	35,962.50	0.15	5.750	11/15/2020	262.64
1,508.00	WELLPOINT INC	139,324.12	0.56	--	--	0.00
83,000.00	WELLS ENTERPRISES INC.	84,452.50	0.35	6.750	02/01/2020	2,334.00
11,162.00	WELLS FARGO & CO	506,754.80	2.04	--	--	0.00
75,000.00	WESCO DISTRIBUTION INC 144A	75,187.50	0.30	5.375	12/15/2021	392.00
84,000.00	WILLIAM LYON HOMES	91,350.00	0.37	8.500	11/15/2020	912.18
7,881.00	WILLIS GROUP HOLDINGS PLC	353,147.61	1.43	--	--	2,206.68
20,000.00	WIND ACQUISITION FINANCE SPA	21,150.00	0.09	7.250	02/15/2018	185.38
58,606.00	WIND ACQUISITION HOLDINGS FINANCE SA	61,975.85	0.26	12.250	07/15/2017	3,310.04
77,000.00	ZACHRY HOLDINGS INC.	80,850.00	0.33	7.500	02/01/2020	2,406.14
486,293.84	CASH	276,191.39	1.11	--	--	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.