

WESTERN ASSET MANAGED MUNICIPALS FUND INC.

Form N-Q

October 26, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number

811-6629

Western Asset Managed Municipals Fund Inc.  
(Exact name of registrant as specified in charter)

620 Eighth Avenue, New York, NY  
(Address of principal executive offices)

10018  
(Zip code)

Robert I. Frenkel, Esq.

Legg Mason & Co., LLC

100 First Stamford Place

Stamford, CT 06902  
(Name and address of agent for service)

Registrant's telephone number, including area code:

1-888-777-0102

Date of fiscal year end: May 31

Date of reporting period: August 31, 2011

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ITEM 1. SCHEDULE OF INVESTMENTS

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**WESTERN ASSET MANAGED MUNICIPALS FUND INC.**

FORM N-Q

AUGUST 31, 2011

## WESTERN ASSET MANAGED MUNICIPALS FUND INC.

Schedule of investments (unaudited)

August 31, 2011

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
MUNICIPAL BONDS 97.7%				
<b>Arizona 4.4%</b>				
Greater Arizona Development Authority, Development Authority Infrastructure Revenue, Pinal County Road Project, NATL	5.000%	8/1/19	\$ 3,705,000	\$ 4,014,034
Phoenix, AZ, Civic Improvement Corp. Airport Revenue	5.000%	7/1/40	5,000,000	5,020,900
Phoenix, AZ, Civic Improvement Corp. Airport Revenue, Senior Lien, FGIC	5.250%	7/1/22	3,000,000	3,025,890(a)
Phoenix, AZ, GO	5.000%	7/1/27	580,000	589,344
Phoenix, AZ, GO	5.000%	7/1/27	420,000	436,426(b)
Salt Verde, AZ, Financial Corp. Gas Revenue	5.000%	12/1/32	15,000,000	13,223,400
Salt Verde, AZ, Financial Corp. Gas Revenue	5.000%	12/1/37	7,040,000	6,106,566
Salt Verde, AZ, Financial Corp. Senior Gas Revenue	5.250%	12/1/28	2,000,000	1,931,640
<i>Total Arizona</i>				<i>34,348,200</i>
<b>California 14.0%</b>				
Bay Area Toll Authority, CA, Toll Bridge Revenue, San Francisco Bay Area	5.125%	4/1/39	21,700,000	22,788,472
California EFA Revenue, Pooled College, Western University of Health Sciences	5.625%	7/1/23	1,170,000	1,006,457
California Health Facilities Financing Authority Revenue, Stanford Hospital & Clinics	5.150%	11/15/40	2,000,000	2,012,940
California Housing Finance Agency Revenue, Home Mortgage	4.700%	8/1/24	3,100,000	2,771,400(a)
California Statewide CDA Revenue, Methodist Hospital Project, FHA	6.625%	8/1/29	5,885,000	6,987,084
Garden Grove, CA, Agency for Community Development, Tax Allocation, Refunding, AMBAC	5.000%	10/1/29	7,375,000	6,493,761
Imperial Irrigation District, CA, Electric Revenue	5.500%	11/1/41	2,750,000	2,933,013
Los Angeles, CA, Convention & Exhibition Center Authority, Lease Revenue	5.125%	8/15/22	7,250,000	7,570,088
Los Angeles, CA, Department of Airports Revenue, Los Angeles International Airport	5.000%	5/15/40	7,215,000	7,440,252
M-S-R Energy Authority, CA	7.000%	11/1/34	3,000,000	3,463,620
M-S-R Energy Authority, CA, Gas Revenue	6.500%	11/1/39	9,000,000	9,854,820
Modesto, CA, Irrigation District, COP, Capital Improvements	6.000%	10/1/39	6,500,000	6,796,855
Rancho Cucamonga, CA, RDA, Tax Allocation, Rancho Redevelopment Projects, NATL	5.125%	9/1/30	3,340,000	3,082,519
Sacramento County, CA, COP, Unrefunded Balance, Public Facilities Project, NATL	5.375%	2/1/19	1,145,000	1,145,939
San Bernardino County, CA, COP, Arrowhead Project	5.125%	8/1/24	5,185,000	5,311,618
San Mateo County Community College District, COP, NATL	5.000%	10/1/25	3,000,000	3,427,500(b)
Santa Clara, CA, RDA, Tax Allocation, Bayshore North Project, NATL	5.000%	6/1/23	2,500,000	2,501,050
Shafter Wasco Irrigation District Revenue, CA, COP	5.000%	11/1/40	5,000,000	5,036,200
Walnut, CA, Energy Center Authority Revenue	5.000%	1/1/40	7,745,000	7,754,914

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<i>Total California</i>				108,378,502
<b>Colorado 8.3%</b>				
Colorado Health Facilities Authority Revenue:				
Catholic Health Initiatives	5.000%	9/1/41	4,000,000	3,938,840
Sisters Leavenworth	5.000%	1/1/35	6,000,000	5,902,200
Denver, CO, City & County Airport Revenue	6.125%	11/15/25	10,945,000	14,254,111(a)(c)
Denver, CO, City & County Airport Revenue, Unrefunded				
Balance	6.125%	11/15/25	13,630,000	13,667,074(a)

*See Notes to Schedule of Investments.*

## WESTERN ASSET MANAGED MUNICIPALS FUND INC.

Schedule of investments (unaudited) (cont d)

August 31, 2011

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Colorado continued</b>				
El Paso County, CO, COP, Detention Facility Project, AMBAC	5.000%	12/1/23	\$ 1,700,000	\$ 1,799,161(b)
Garfield County, CO, GO:				
School District No. 2, AGM, State Aid Withholding	5.000%	12/1/23	2,300,000	2,434,159(b)
School District No. 2, AGM, State Aid Withholding	5.000%	12/1/25	1,000,000	1,058,330(b)
Public Authority for Colorado Energy, Natural Gas Purchase Revenue	6.500%	11/15/38	20,000,000	21,442,800
<i>Total Colorado</i>				<i>64,496,675</i>
<b>Delaware 0.6%</b>				
Delaware State EDA Revenue, Indian River Power LLC	5.375%	10/1/45	5,000,000	4,456,150
<b>District of Columbia 1.9%</b>				
District of Columbia, Hospital Revenue, Children s Hospital Obligation, AGM	5.450%	7/15/35	14,495,000	14,847,373
<b>Florida 9.0%</b>				
Florida State Board of Education Capital Outlay, GO, Public Education, Refunding, AGM	5.000%	6/1/24	5,000,000	5,062,450
Florida State Department of Transportation, GO, Right of Way Project, FGIC	5.000%	7/1/25	1,465,000	1,506,884
Jacksonville, FL, Electric Authority, Electric System Revenue	5.000%	10/1/28	3,305,000	3,390,401
Martin County, FL, IDA Revenue, Indiantown Cogeneration Project	7.875%	12/15/25	6,500,000	6,525,545(a)
Miami Beach, FL, Stormwater Revenue, FGIC	5.375%	9/1/30	1,290,000	1,291,677
Miami-Dade County, FL, Aviation Revenue	5.500%	10/1/41	10,000,000	10,195,200
Miami-Dade County, FL, Aviation Revenue, Miami International Airport	5.375%	10/1/35	10,705,000	10,877,351
Miami-Dade County, FL, Expressway Authority Toll System Revenue	5.000%	7/1/40	10,000,000	9,900,000
Orange County, FL, Health Facilities Authority Revenue, Hospital-Orlando Regional Healthcare	5.000%	11/1/35	4,545,000	4,612,948
Orange County, FL, School Board, COP, AGC	5.500%	8/1/34	8,000,000	8,342,960
Orlando, FL, State Sales Tax Payments Revenue	5.000%	8/1/32	5,000,000	5,256,700
South Brevard, FL, Recreational Facilities Improvement, Special District, AMBAC	5.000%	7/1/20	2,500,000	2,504,800
<i>Total Florida</i>				<i>69,466,916</i>
<b>Georgia 3.6%</b>				
Atlanta, GA, Water & Wastewater Revenue	6.250%	11/1/39	13,000,000	14,443,650
DeKalb, Newton & Gwinnett Counties, GA, Joint Development Authority Revenue, GGC Foundation LLC Project	6.125%	7/1/40	6,220,000	6,755,791
Main Street Natural Gas Inc., GA, Gas Project Revenue	5.000%	3/15/22	4,000,000	3,888,360
Private Colleges & Universities Authority Revenue:				
Mercer University Project, Refunding	5.250%	10/1/25	2,000,000	2,000,140
Mercer University Project, Refunding	5.375%	10/1/29	1,000,000	991,400
<i>Total Georgia</i>				<i>28,079,341</i>

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**Hawaii 0.9%**

Hawaii State Airports System Revenue	5.000%	7/1/39	7,000,000	7,034,230
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**Illinois 9.4%**

Chicago, IL, O Hare International Airport Revenue	5.625%	1/1/35	6,415,000	6,813,371
Chicago, IL, O Hare International Airport Revenue	5.750%	1/1/39	6,000,000	6,414,480
Illinois Finance Authority Revenue:				
Advocate Health Care & Hospitals Corp. Network	6.250%	11/1/28	2,445,000	2,671,236
Alexian, AGM	5.500%	1/1/28	12,530,000	13,304,730

*See Notes to Schedule of Investments.*

## WESTERN ASSET MANAGED MUNICIPALS FUND INC.

Schedule of investments (unaudited) (cont d)

August 31, 2011

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Illinois continued</b>				
Depaul University	6.125%	10/1/40	\$ 5,000,000	\$ 5,329,450
Memorial Health System	5.500%	4/1/39	7,000,000	6,989,850
Metropolitan Pier & Exposition Authority, IL, Dedicated State Tax Revenue, McCormick Project	5.250%	6/15/50	32,000,000	31,787,200
<i>Total Illinois</i>				<i>73,310,317</i>
<b>Indiana 2.0%</b>				
Indiana Finance Authority, Wastewater Utility Revenue, CWA Authority	5.000%	10/1/41	5,000,000	4,992,100
Indianapolis, IN, Thermal Energy System	5.000%	10/1/25	5,000,000	5,375,200(d)
Richmond, IN, Hospital Authority Revenue, Reid Hospital & Health Care Services Inc. Project	6.625%	1/1/39	5,000,000	5,340,900
<i>Total Indiana</i>				<i>15,708,200</i>
<b>Kentucky 1.4%</b>				
Louisville & Jefferson County, KY, Metropolitan Government Health System Revenue, Norton Healthcare Inc.	5.250%	10/1/36	11,000,000	10,598,830
<b>Maine 0.2%</b>				
Maine State Housing Authority Mortgage Revenue	5.300%	11/15/23	1,770,000	1,772,620
<b>Maryland 1.0%</b>				
Baltimore, MD, Project Revenue:				
Refunding, Wastewater Projects, FGIC	5.125%	7/1/32	2,500,000	2,525,725
Refunding, Wastewater Projects, FGIC	5.200%	7/1/32	2,000,000	2,021,780
Maryland State Health & Higher EFA Revenue, Johns Hopkins Hospital Issue	5.000%	11/15/26	3,075,000	3,386,190(b)
<i>Total Maryland</i>				<i>7,933,695</i>
<b>Massachusetts 3.7%</b>				
Massachusetts DFA Revenue, Merrimack College Issue, NATL	5.200%	7/1/32	1,125,000	1,028,689
Massachusetts State DFA Revenue:				
Boston University	5.000%	10/1/29	3,000,000	3,164,850
Boston University, AMBAC	5.000%	10/1/39	3,500,000	3,524,185
Broad Institute Inc.	5.250%	4/1/37	8,000,000	8,150,320
Massachusetts State HEFA Revenue, Suffolk University	5.750%	7/1/39	8,000,000	7,836,160
Massachusetts State Housing Finance Agency Revenue	7.000%	12/1/38	5,000,000	5,398,850
<i>Total Massachusetts</i>				<i>29,103,054</i>
<b>Michigan 1.7%</b>				
Lansing, MI, Board of Water & Light Utility System Revenue	5.000%	7/1/37	7,000,000	7,308,840
Michigan State Hospital Finance Authority Revenue, Refunding, Trinity Health Credit	5.375%	12/1/23	1,500,000	1,532,910
Royal Oak, MI, Hospital Finance Authority Revenue, William Beaumont Hospital	8.250%	9/1/39	4,000,000	4,651,040
<i>Total Michigan</i>				<i>13,492,790</i>
<b>Minnesota 0.2%</b>				
Dakota County, MN, CDA, MFH Revenue, Southfork Apartments, LIQ-FNMA	5.625%	2/1/26	1,500,000	1,461,105



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**Missouri 1.8%**

Greene County, MO, Reorganized School District No. 8, GO,				
Missouri State Aid Direct Deposit Program, AGM	5.100%	3/1/22	1,500,000	1,533,090
Kansas City, MO, Water Revenue	5.250%	12/1/32	1,000,000	1,085,000
Missouri State HEFA Revenue, Children s Mercy Hospital	5.625%	5/15/39	6,000,000	6,144,180

*See Notes to Schedule of Investments.*

## WESTERN ASSET MANAGED MUNICIPALS FUND INC.

Schedule of investments (unaudited) (cont d)

August 31, 2011

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Missouri continued</b>				
Platte County, MO, IDA Revenue, Refunding & Improvement				
Zona Rosa Retail Project	5.000%	12/1/32	\$ 5,000,000	\$ 5,287,400
<i>Total Missouri</i>				<i>14,049,670</i>
<b>Montana 1.1%</b>				
Montana State Board of Investment, Resource Recovery				
Revenue, Yellowstone Energy LP Project	7.000%	12/31/19	8,585,000	8,204,341(a)
<b>Nebraska 0.4%</b>				
Nebraska Public Power Generation Agency Revenue, Whelan				
Energy Center Unit 2-A, AMBAC	5.000%	1/1/25	3,000,000	3,101,610
<b>Nevada 1.7%</b>				
Reno, NV, Hospital Revenue, Washoe Medical Centre, AGM	5.500%	6/1/33	12,750,000	12,949,410
<b>New Jersey 4.1%</b>				
New Jersey State Higher Education Assistance Authority,				
Student Loan Revenue	5.625%	6/1/30	12,320,000	12,928,731
New Jersey State Higher Education Assistance Authority,				
Student Loan Revenue, AGC	6.125%	6/1/30	10,000,000	10,542,300(a)
New Jersey State Housing & Mortgage Finance Agency				
Revenue	6.375%	10/1/28	6,465,000	6,952,784
South Jersey Port Corp., New Jersey Revenue, Refunding	5.000%	1/1/26	1,350,000	1,374,948
<i>Total New Jersey</i>				<i>31,798,763</i>
<b>New Mexico 0.7%</b>				
New Mexico State Hospital Equipment Loan Council,				
Hospital Revenue, Presbyterian Healthcare Services	6.125%	8/1/28	5,000,000	5,467,950
<b>New York 7.3%</b>				
Liberty, NY, Development Corporation Revenue:				
Goldman Sachs Headquarters	5.250%	10/1/35	5,000,000	4,912,650
Goldman Sachs Headquarters	5.500%	10/1/37	8,985,000	8,984,640
Long Island Power Authority, NY, Electric System Revenue	6.000%	5/1/33	24,570,000	27,403,412
MTA, NY, Revenue	5.250%	11/15/40	5,000,000	5,172,800
New York City, NY, TFA, Building Aid Revenue	5.000%	1/15/32	4,000,000	4,200,560
New York Liberty Development Corp., Liberty Revenue,				
Second Priority, Bank of America Tower	5.125%	1/15/44	1,000,000	992,900
New York State Dormitory Authority Revenue, Willow				
Towers Inc. Project, GNMA-Collateralized	5.250%	2/1/22	960,000	984,605
Port Authority of New York & New Jersey	5.000%	1/15/41	3,820,000	4,051,225
<i>Total New York</i>				<i>56,702,792</i>
<b>North Carolina 0.5%</b>				
Harnett County, NC, GO, Refunded Custody Receipts,				
AMBAC	5.250%	6/1/24	1,615,000	1,718,457
North Carolina Capital Facilities Finance Agency,				
Educational Facilities Revenue:				
Elizabeth City State University Housing Foundation LLC				
Project, AMBAC	5.000%	6/1/23	1,000,000	944,690

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Elizabeth City State University Housing Foundation LLC Project, AMBAC	5.000%	6/1/33	1,250,000	1,076,112
<i>Total North Carolina</i>				3,739,259
<b>North Dakota 1.2%</b>				
North Dakota State Housing Finance Agency Revenue, Housing Finance Program, Home Mortgage Finance	5.625%	1/1/39	9,245,000	9,245,000
<b>Ohio 3.1%</b>				
Hamilton County, OH, Hospital Facilities Revenue, Cincinnati Children's Hospital, FGIC	5.250%	5/15/23	2,000,000	2,009,300

*See Notes to Schedule of Investments.*

## WESTERN ASSET MANAGED MUNICIPALS FUND INC.

Schedule of investments (unaudited) (cont d)

August 31, 2011

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Ohio continued</b>				
Hamilton County, OH, Sales Tax Revenue, AMBAC	5.250%	12/1/32	\$ 5,075,000	\$ 5,076,776
Lorain County, OH, Hospital Revenue, Catholic Healthcare Partners	5.375%	10/1/30	7,500,000	7,558,950
Lucas County, OH, Hospital Revenue, Promedica Healthcare Obligation Group, AMBAC	5.375%	11/15/29	5,990,000	5,993,774
Summit County, OH, GO:				
FGIC	5.000%	12/1/21	1,000,000	1,045,040
FGIC	5.000%	12/1/22	500,000	521,515
Trumbull County, OH, GO, NATL	5.200%	12/1/20	1,500,000	1,542,615
<i>Total Ohio</i>				23,747,970
<b>Oregon 0.4%</b>				
Oregon State Housing & Community Services Department, Mortgage Revenue, Single-Family Mortgage Program	5.050%	7/1/26	1,665,000	1,672,026(a)
Umatilla County, OR, Hospital Facility Authority Revenue:				
Catholic Health Initiatives	5.000%	5/1/32	535,000	538,263
Catholic Health Initiatives	5.000%	5/1/32	465,000	522,042(b)
<i>Total Oregon</i>				2,732,331
<b>Pennsylvania 0.9%</b>				
Pennsylvania State Public School Building Authority Lease Revenue, Philadelphia School District Project, AGM	5.000%	6/1/33	7,255,000	7,327,623
<b>Puerto Rico 2.7%</b>				
Puerto Rico Electric Power Authority Revenue	5.500%	7/1/38	5,000,000	5,013,650
Puerto Rico Sales Tax Financing Corp., Sales Tax Revenue	5.750%	8/1/37	6,000,000	6,215,220
Puerto Rico Sales Tax Financing Corp., Sales Tax Revenue	5.250%	8/1/41	5,550,000	5,533,073
Puerto Rico Sales Tax Financing Corp., Sales Tax Revenue	6.000%	8/1/42	4,000,000	4,199,680
<i>Total Puerto Rico</i>				20,961,623
<b>Rhode Island 0.7%</b>				
Rhode Island State Health & Educational Building Corp., Revenue, Hospital Financing	7.000%	5/15/39	5,000,000	5,537,350
<b>South Carolina 0.3%</b>				
South Carolina State Ports Authority Revenue	5.250%	7/1/40	2,500,000	2,614,700
<b>Tennessee 0.1%</b>				
Hardeman County, TN, Correctional Facilities Corp., Correctional Facilities Revenue	7.750%	8/1/17	705,000	706,093
<b>Texas 7.9%</b>				
Dallas-Fort Worth, TX, International Airport Facilities Improvement Corp. Revenue, American Airlines Inc., Guarantee Agreement	6.375%	5/1/35	5,000,000	3,749,850(a)
Dallas-Fort Worth, TX, International Airport Revenue:				
Joint Improvement	5.000%	11/1/45	10,000,000	10,146,100
NATL	6.000%	11/1/23	4,240,000	4,248,692(a)
Harris County, TX, Health Facilities Development Corp., School Health Care System Revenue	5.750%	7/1/27	1,000,000	1,268,300(c)

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Love Field Airport Modernization Corp, TX, Special Facilities Revenue, Southwest Airlines Co. Project	5.250%	11/1/40	15,000,000	14,187,000
North Texas Tollway Authority Revenue	5.750%	1/1/33	5,000,000	5,025,800
North Texas Tollway Authority Revenue	5.750%	1/1/40	15,000,000	15,446,400
Texas Private Activity Bond Surface Transportation Corp. Revenue, LBJ Infrastructure Group LLC	7.000%	6/30/40	7,000,000	7,283,570
<i>Total Texas</i>				<i>61,355,712</i>

*See Notes to Schedule of Investments.*

## WESTERN ASSET MANAGED MUNICIPALS FUND INC.

Schedule of investments (unaudited) (cont d)

August 31, 2011

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Virginia 0.4%</b>				
Chesterfield County, VA, IDA, PCR, Virginia Electric & Power Co., Remarketed 11/8/02	5.875%	6/1/17	\$ 3,000,000	\$ 3,069,870
<b>Wisconsin 0.1%</b>				
Wisconsin State HEFA Revenue, Kenosha Hospital & Medical Center Project	5.700%	5/15/20	565,000	565,610
TOTAL INVESTMENTS BEFORE SHORT-TERM INVESTMENTS (Cost \$717,492,699)				758,365,675
SHORT-TERM INVESTMENTS 2.3%				
<b>Florida 0.3%</b>				
Orange County, FL, Health Facilities Authority Revenue, Orlando Regional Healthcare, AGM, SPA-Dexia Credit Local	1.600%	10/1/41	2,900,000	2,900,000(e)(f)
<b>Illinois 0.2%</b>				
Illinois Finance Authority Revenue, University of Chicago Medical Center, LOC-Bank of America N.A.	0.090%	8/1/43	1,520,000	1,520,000(e)(f)
<b>Maryland 0.5%</b>				
Maryland State Stadium Authority, Sports Facilities Lease Revenue, Football Stadium, SPA-Dexia Credit Local	2.100%	3/1/26	3,700,000	3,700,000(e)(f)
<b>New York 0.1%</b>				
New York City, NY, GO: LOC-Bank of America N.A.	0.160%	4/1/36	200,000	200,000(e)(f)
SPA-Wells Fargo Bank N.A.	0.070%	4/1/32	200,000	200,000(e)(f)
Total New York				400,000
<b>North Carolina 0.4%</b>				
Charlotte-Mecklenburg Hospital Authority, NC, Health Care System Revenue, AGM, SPA-Dexia Credit Local	0.500%	1/15/43	3,200,000	3,200,000(e)(f)
<b>Wisconsin 0.8%</b>				
Wisconsin State HEFA Revenue, Gundersen Lutheran, AGM, SPA-Dexia Public Finance Bank	2.500%	12/1/15	6,100,000	6,100,000(e)(f)
TOTAL SHORT-TERM INVESTMENTS (Cost \$17,820,000)				17,820,000
TOTAL INVESTMENTS 100.0% (Cost \$735,312,699#)				776,185,675

- (a) Income from this issue is considered a preference item for purposes of calculating the alternative minimum tax ( AMT ).
- (b) Pre-Refunded bonds are escrowed with U.S. government obligations and/or U.S. government agency securities and are considered by the manager to be triple-A rated even if issuer has not applied for new ratings.
- (c) Bonds are escrowed to maturity by government securities and/or U.S. government agency securities and are considered by the manager to be triple-A rated even if issuer has not applied for new ratings.
- (d) Variable rate security. Interest rate disclosed is as of the most recent information available.

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- (e) Variable rate demand obligations have a demand feature under which the Fund can tender them back to the issuer or liquidity provider on no more than 7 days notice.
- (f) Maturity date shown is the final maturity date. The security may be sold back to the issuer before final maturity.
- # Aggregate cost for federal income tax purposes is substantially the same.

### Abbreviations used in this schedule:

AGC	- Assured Guaranty Corporation - Insured Bonds
AGM	- Assured Guaranty Municipal Corporation - Insured Bonds
AMBAC	- American Municipal Bond Assurance Corporation - Insured Bonds
CDA	- Communities Development Authority
COP	- Certificates of Participation
DFA	- Development Finance Agency
EDA	- Economic Development Authority
EFA	- Educational Facilities Authority
FGIC	- Financial Guaranty Insurance Company - Insured Bonds
FHA	- Federal Housing Administration
FNMA	- Federal National Mortgage Association
GNMA	- Government National Mortgage Association

*See Notes to Schedule of Investments.*

**WESTERN ASSET MANAGED MUNICIPALS FUND INC.**

Schedule of investments (unaudited) (cont d)

August 31, 2011

GO	- General Obligation
HEFA	- Health & Educational Facilities Authority
IDA	- Industrial Development Authority
LIQ	- Liquidity Facility
LOC	- Letter of Credit
MFH	- Multi-Family Housing
MTA	- Metropolitan Transportation Authority
NATL	- National Public Finance Guarantee Corporation - Insured Bonds
PCR	- Pollution Control Revenue
RDA	- Redevelopment Agency
SPA	- Standby Bond Purchase Agreement - Insured Bonds
TFA	- Transitional Finance Authority

**Summary of Investments by Industry**

Transportation	21.6%
Health Care	17.6
Industrial Revenue	12.2
Power	10.6
Special Tax Obligation	9.9
Education	8.4
Leasing	4.7
Housing	3.8
Pre-Refunded/Escrowed to Maturity	3.7
Water & Sewer	3.4
Local General Obligation	1.2
State General Obligation	0.6
Short-Term Investments	2.3
	100.0%

As a percentage of total investments. Please note that Fund holdings are as of August, 31, 2011 and are subject to change.

*See Notes to Schedule of Investments.*



**WESTERN ASSET MANAGED MUNICIPALS FUND INC.**

Schedule of investments (unaudited) (continued)

August 31, 2011

**Ratings Table\***

Standard & Poor's/Moody's/Fitch\*\*

AAA/Aaa	5.0%
AA/Aa	35.0
A	48.3
BBB/Baa	5.5
BB/Ba	0.8
B/B	0.2
CCC/Caa	0.5
A-1/VMIG 1	2.3
NR	2.4
	100.0%

\* As a percentage of total investments.

\*\* The ratings shown are based on each portfolio security's rating as determined by Standard & Poor's, Moody's or Fitch, each a Nationally Recognized Statistical Rating Organization (NRSRO). These ratings are the opinions of the NRSRO and are not measures of quality or guarantees of performance. Securities may be rated by other NRSROs, and these ratings may be higher or lower. In the event that a security is rated by multiple NRSROs and receives different ratings, the Fund will treat the security as being rated in the highest rating category received from a NRSRO.

See pages 9 through 11 for definitions of ratings.

*See Notes to Schedule of Investments.*

**Bond ratings**

The definitions of the applicable rating symbols are set forth below:

**Long-term security ratings (unaudited)**

*Standard & Poor's Ratings Service (Standard & Poor's) Long-term Issue Credit Ratings* Ratings from AA to CCC may be modified by the addition of a plus (+) or minus (-) sign to show relative standings within the major rating categories.

AAA	An obligation rated AAA has the highest rating assigned by Standard & Poor's. The obligor's capacity to meet its financial commitment on the obligation is extremely strong.
AA	An obligation rated AA differs from the highest-rated obligations only to a small degree. The obligor's capacity to meet its financial commitment on the obligation is very strong.
A	An obligation rated A is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitment on the obligation is still strong.
BBB	An obligation rated BBB exhibits adequate protection parameters. However, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity of the obligor to meet its financial commitment on the obligation.
BB	An obligation rated BB is less vulnerable to nonpayment than other speculative issues. However, it faces major ongoing uncertainties or exposure to adverse business, financial, or economic conditions, which could lead to the obligor's inadequate capacity to meet its financial commitment on the obligation.
B	An obligation rated B is more vulnerable to nonpayment than obligations rated BB, but the obligor currently has the capacity to meet its financial commitment on the obligation. Adverse business, financial, or economic conditions will likely impair the obligor's capacity or willingness to meet its financial commitment on the obligation.
CCC	An obligation rated CCC is currently vulnerable to nonpayment, and is dependent upon favorable business, financial, and economic conditions for the obligor to meet its financial commitment on the obligation. In the event of adverse business, financial, or economic conditions, the obligor is not likely to have the capacity to meet its financial commitment on the obligation.
CC	An obligation rated CC is currently highly vulnerable to nonpayment.
C	The C rating may be used to cover a situation where a bankruptcy petition has been filed or similar action has been taken, but payments on this obligation are being continued.
D	An obligation rated D is in payment default. The D rating category is used when payments on an obligation are not made on the date due, even if the applicable grace period has not expired, unless Standard & Poor's believes that such payments will be made during such grace period. The D rating also will be used upon the filing of a bankruptcy petition or the taking of a similar action if payments of an obligation are jeopardized.

*Moody's Investors Service (Moody's) Long-term Obligation Ratings* Numerical modifiers 1, 2 and 3 may be applied to each generic rating from Aaa to Caa, where 1 is the highest and 3 the lowest ranking within its generic category.

Aaa	Obligations rated Aaa are judged to be of the highest quality, with minimal credit risk.
Aa	Obligations rated Aa are judged to be of high quality and are subject to very low credit risk.
A	Obligations rated A are considered upper-medium grade and are subject to low credit risk.
Baa	Obligations rated Baa are subject to moderate credit risk. They are considered medium grade and as such may possess certain speculative characteristics.

Ba Obligations rated Ba are judged to have speculative elements and are subject to substantial credit risk.  
B Obligations rated B are considered speculative and are subject to high credit risk.

**Long-term security ratings (unaudited) (cont d)**

Caa	Obligations rated Caa are judged to be of poor standing and are subject to very high credit risk.
Ca	Obligations rated Ca are highly speculative and are likely in, or very near, default, with some prospect of recovery for principal and interest.
C	Obligations rated C are the lowest rated class and are typically in default, with little prospect of recovery for principal and interest.

*Fitch Ratings Service ( Fitch ) Structured, Project & Public Finance Obligations* Ratings from AA to CCC may be modified by the addition of a plus (+) or minus ( ) sign to show relative standings within the major rating categories.

AAA	Obligations rated AAA by Fitch denote the lowest expectation of default risk. They are assigned only in cases of exceptionally strong capacity for payment of financial commitments. This capacity is highly unlikely to be adversely affected by foreseeable events.
AA	Obligations rated AA denote expectations of very low default risk. They indicate very strong capacity for payment of financial commitments. This capacity is not significantly vulnerable to foreseeable events.
A	Obligations rated A denote expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings.
BBB	Obligations rated BBB indicate that expectations of default risk are currently low. The capacity for payment of financial commitments is considered adequate but adverse business or economic conditions are more likely to impair this capacity.
BB	Obligations rated BB indicate an elevated vulnerability to default risk, particularly in the event of adverse changes in business or economic conditions over time; however, business or financial flexibility exists which supports the servicing of financial commitments.
B	Obligations rated B indicate that material default risk is present, but a limited margin of safety remains. Financial commitments are currently being met; however, capacity for continued payment is vulnerable to deterioration in the business and economic environment.
CCC	Default is a real possibility.
CC	Default of some kind appears probable.
C	Default is imminent or inevitable, or the issuer is in standstill.
NR	Indicates that the obligation is not rated by Standard & Poor s, Moody s or Fitch.

**Short-term security ratings (unaudited)**

*Standard & Poor s Municipal Short-Term Notes Ratings*

SP-1	A short-term obligation rated SP-1 is rated in the highest category by Standard & Poor s. Strong capacity to pay principal and interest. An issue determined to possess a very strong capacity to pay debt service is given a plus (+) designation.
SP-2	A short-term obligation rated SP-2 is a Standard & Poor s rating indicating satisfactory capacity to pay principal and interest, with some vulnerability to adverse financial and economic changes over the term of the notes.
SP-3	A short-term obligation rated SP-3 is a Standard & Poor s rating indicating speculative capacity to pay principal and interest.

*Standard & Poor s Short-Term Issues Credit Ratings*

A-1                    A short-term obligation rated A-1 is rated in the highest category by Standard & Poor's. The obligor's capacity to meet its financial commitment on the obligation is strong. Within this category, certain obligations are designated with a plus sign (+). This indicates that the obligor's capacity to meet its financial commitment on these obligations is extremely strong.

**Short-term security ratings (unaudited) (cont d)**

- A-2 A short-term obligation rated A-2 by Standard & Poor's is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher rating categories. However, the obligor's capacity to meet its financial commitment on the obligation is satisfactory.
- A-3 A short-term obligation rated A-3 by Standard & Poor's exhibits adequate protection parameters. However, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity of the obligor to meet its financial commitment on the obligation.
- B A short-term obligation rated B by Standard & Poor's is regarded as having significant speculative characteristics. Ratings of B-1, B-2 and B-3 may be assigned to indicate finer distinctions within the B category. The obligor currently has the capacity to meet its financial commitment on the obligation; however, it faces major ongoing uncertainties which could lead to the obligor's inadequate capacity to meet its financial commitment on the obligation.

*Moody's Variable Rate Demand Obligations (VRDO) Ratings*

- VMIG 1 Moody's highest rating for issues having a variable rate demand feature VRDO. This designation denotes superior credit quality. Excellent protection is afforded by the superior short-term credit strength of the liquidity provider and structural and legal protections that ensure the timely payment of purchase price on demand.
- VMIG 2 This designation denotes strong credit quality. Good protection is afforded by the strong short-term credit strength of the liquidity provider and structural and legal protections that ensure the timely payment of purchase price on demand.
- VMIG 3 This designation denotes acceptable credit quality. Adequate protection is afforded by the strong short-term credit strength of the liquidity provider and structural and legal protections that ensure the timely payment of purchase price on demand.

*Moody's Short-Term Municipal Obligations Ratings*

- MIG 1 Moody's highest rating for short-term municipal obligations. This designation denotes superior credit quality. Excellent protection is afforded by established cash flows, highly reliable liquidity support, or demonstrated broad-based access to the market for refinancing.
- MIG 2 This designation denotes strong credit quality. Margins of protection are ample, although not as large as the preceding group.
- MIG 3 This designation denotes acceptable credit quality. Liquidity and cash flow protection may be narrow, and market access for refinancing is likely to be less well-established.
- SG This designation denotes speculative-grade credit quality. Debt instruments in this category may lack sufficient margins of protection.

*Moody's Short-Term Obligations Ratings*

- P-1 Moody's highest rating for commercial paper and for VRDO prior to the advent of the VMIG 1 rating. Have a superior ability to repay short-term debt obligations.
- P-2 Have a strong ability to repay short-term debt obligations.
- P-3 Have an acceptable ability to repay short-term debt obligations.
- NP Issuers do not fall within any of the Prime rating categories.

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*Fitch's Short-Term Issuer or Obligations Ratings*

- F1 Fitch's highest rating indicating the strongest intrinsic capacity for timely payment of financial commitments; may have an added + to denote any exceptionally strong credit feature.
- F2 Fitch rating indicating good intrinsic capacity for timely payment of financial commitments.
- F3 Fitch rating indicating intrinsic capacity for timely payment of financial commitments is adequate.
- NR Indicates that the obligation is not rated by Standard & Poor's, Moody's or Fitch.

**Notes to Schedule of Investments (unaudited)**

**1. Organization and significant accounting policies**

Western Asset Managed Municipals Fund Inc. (the Fund) was incorporated in Maryland and is registered as a non-diversified, closed-end management investment company under the Investment Company Act of 1940, as amended (the 1940 Act). The Fund seeks to maximize current income exempt from federal income tax as is consistent with preservation of principal.

The following are significant accounting policies consistently followed by the Fund and are in conformity with U.S. generally accepted accounting principles (GAAP).

**(a) Investment valuation.** The valuations for fixed income securities and certain derivative instruments are typically the prices supplied by independent third party pricing services, which may use market prices or broker/dealer quotations or a variety of fair valuation techniques and methodologies. Short-term fixed income securities that will mature in 60 days or less are valued at amortized cost, unless it is determined that using this method would not reflect an investment's fair value. If independent third party pricing services are unable to supply prices for a portfolio investment, or if the prices supplied are deemed by the manager to be unreliable, the market price may be determined by the manager using quotations from one or more broker/dealers. When reliable prices are not readily available, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded, but before the Fund calculates its net asset value, the Fund values these securities as determined in accordance with procedures approved by the Fund's Board of Trustees.

The Fund has adopted Financial Accounting Standards Board Codification Topic 820 (ASC Topic 820). ASC Topic 820 establishes a single definition of fair value, creates a three-tier hierarchy as a framework for measuring fair value based on inputs used to value the Fund's investments, and requires additional disclosure about fair value. The hierarchy of inputs is summarized below.

- Level 1 quoted prices in active markets for identical investments
- Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)
- Level 3 significant unobservable inputs (including the Fund's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

The Fund uses valuation techniques to measure fair value that are consistent with the market approach and/or income approach, depending on the type of security and the particular circumstance. The market approach uses prices and other relevant information generated by market transactions involving identical or comparable securities. The income approach uses valuation techniques to discount estimated future cash flows to present value.



The following is a summary of the inputs used in valuing the Fund's assets carried at fair value:

DESCRIPTION	QUOTED PRICES (LEVEL 1)	ASSETS		TOTAL
		OTHER SIGNIFICANT OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)	
Municipal bonds		\$ 758,365,675		\$ 758,365,675
Short-term investments		17,820,000		17,820,000
Total investments		\$ 776,185,675		\$ 776,185,675

See Schedule of Investments for additional detailed categorizations.

**(b) Security transactions.** Security transactions are accounted for on a trade date basis.

**Notes to Schedule of Investments (unaudited) (continued)**

**2. Investments**

At August 31, 2011, the aggregate gross unrealized appreciation and depreciation of investments for federal income tax purposes were substantially as follows:

Gross unrealized appreciation	\$	45,399,020
Gross unrealized depreciation		(4,526,044)
Net unrealized appreciation	\$	40,872,976

**3. Derivative instruments and hedging activities**

Financial Accounting Standards Board Codification Topic 815 requires enhanced disclosure about an entity's derivative and hedging activities.

During the period ended August 31, 2011, the Fund did not invest in any derivative instruments.

ITEM 2. CONTROLS AND PROCEDURES.

(a) The registrant's principal executive officer and principal financial officer 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")) 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 disclosure controls and procedures required by Rule 30a-3(b) under the 1940 Act and 15d-15(b) under the Securities Exchange Act of 1934.

(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) that occurred during the registrant's last fiscal quarter that have materially affected, or are likely to materially affect the registrant's internal control over financial reporting.

ITEM 3. EXHIBITS.

Certifications pursuant to Rule 30a-2(a) under the Investment Company Act of 1940, as amended, are attached hereto.

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**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.

**Western Asset Managed Municipals Fund Inc.**

By /s/ R. Jay Gerken  
R. Jay Gerken  
Chief Executive Officer

Date: October 26, 2011

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 /s/ R. Jay Gerken  
R. Jay Gerken  
Chief Executive Officer

Date: October 26, 2011

By /s/ Kaprel Ozsolak  
Kaprel Ozsolak  
Chief Financial Officer

Date: October 26, 2011

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