Pioneer Floating Rate Trust
Form N-CSR
January 29, 2013

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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 811-21654

Pioneer Floating Rate Trust
(Exact name of registrant as specified in charter)

60 State Street, Boston, MA 02109
(Address of principal executive offices) (ZIP code)

Terrence J. Cullen, Pioneer Investment Management, Inc.,
60 State Street, Boston, MA 02109
(Name and address of agent for service)

Registrant's telephone number, including area code: (617) 742-7825

Date of fiscal year end: November 30

Date of reporting period: December 1, 2011 through November 30, 2012

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, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

ITEM 1. REPORTS TO SHAREOWNERS.

Pioneer Floating Rate Trust

Annual Report | November 30, 2012

Ticker Symbol: PHD

[LOGO] PIONEER
Invesments(R)

visit us: us.pioneerinvestments.com

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President's Letter

Dear Shareowner,

The U.S. stock market rallied sharply through the third quarter of 2012 amid a sluggish, but nonetheless growing, U.S. economy. We have been cautiously optimistic about the U.S. from the start of the year, and the economic data continue to be encouraging. The housing and auto sectors are benefitting from record-low interest rates. The climate for consumer and business credit has improved, and inflation appears to be subdued. While corporate profits slowed in the third quarter, many U.S. companies continue to have strong balance sheets and to pay attractive dividends* compared to fixed-income securities.

All of these factors contributed to gains for investors who owned riskier assets, including equities and higher-yielding corporate bonds. Year to date through the end of the third quarter, the Standard & Poor's 500 Index returned 16.35%. In fixed income, the Bank of America Merrill Lynch High Yield Master II Index was up by 12.02% during the same period, while the Barclays Capital Aggregate Bond Index gained 3.99%. Treasury bonds, by contrast, generated a comparatively sluggish return of 1.70%, as measured by the Barclays Capital Intermediate Treasuries Index.

Despite this generally positive picture during the first three quarters of 2012, investors face powerful macroeconomic challenges in the months ahead. These include the threat of a so-called "fiscal cliff " in the U.S. budget process after the November elections, the European sovereign-debt crisis, and slowing growth in both Europe and China. Investors can continue to count on market volatility tied to these factors, although we remain optimistic that the underlying economic trends are moving in the right direction.

At Pioneer, we have long advocated the benefits of staying diversified and investing for the long term. And while diversification alone does not assure a profit or protect against loss, we believe in actively seeking out opportunities in undervalued securities and sectors around the globe. Our advice, as always, is to work closely with a trusted financial advisor to discuss your goals and work together to develop an investment strategy that meets your individual needs. There is no single best strategy that works for every investor.

*   Dividends are not guaranteed.

Pioneer's investment professionals focus on finding good opportunities in both equity and bond markets using the same disciplined investment approach we have used since 1928. Our strategy is to identify undervalued individual securities with the greatest potential for success, carefully weighing risk against reward. Our teams of investment professionals continually monitor and analyze the relative valuations of different sectors and securities globally to help build portfolios that we believe can help you achieve your investment goals.

We invite you to learn more about Pioneer and our time-tested approach to investing by consulting with your financial advisor or visiting us online at us.pioneerinvestments.com. We greatly appreciate your trust in us, and we thank you for investing with Pioneer.

Sincerely,

/s/ Daniel K. Kingsbury

Daniel K. Kingsbury
President and CEO
Pioneer Investment Management USA, Inc.

Any information in this shareowner report regarding market or economic trends or the factors influencing the Trust's historical or future performance are statements of opinion as of the date of this report. These statements should not be relied upon for any other purposes. Past performance is no guarantee of future results, and there is no guarantee that market forecasts discussed will be realized.

Portfolio Management Discussion | 11/30/12

Strong investor demand led to solid performance by floating-rate bank loans during the 12-month period ended November 30, 2012, as an increasing number of investors were attracted to the generous yields and attractive prices available from loan-based investments. In the following interview, Jonathan Sharkey discusses the factors that affected the performance of Pioneer Floating Rate Trust over the 12-month period. Mr. Sharkey, vice president and portfolio manager at Pioneer, is responsible for the day-to-day management of the Trust.

Q How did the Trust perform during the 12-month period ended November 30, 2012?

A Pioneer Floating Rate Trust returned 14.26% at net asset value and 15.66% at market price during the 12-month period ended November 30, 2012, while the Trust's benchmark, the Barclays Capital U.S. High Yield Loans Index (the Barclays Index), returned 9.93%. Unlike the Trust, the Barclays Index does not use leverage. While the use of leverage can increase investment opportunity, it also can increase investment risk. During the same 12-month period, the average return (at market price) of the 30 closed-end funds in Lipper's Closed End Loan Participation Funds Category (which may or may not be leveraged) was 14.31%.

The shares of the Trust were selling at a 2.7% premium to net asset value at the end of the 12-month period on November 30, 2012.

On November 30, 2012, the Trust's standard 30-day SEC yield was 6.38%.

Q How would you describe the market environment for floating-rate loans during the 12-month period ended November 30, 2012?

A Floating-rate bank loans were in demand throughout the entire 12-month period, as investors showed a willingness to take on a measure of credit risk in return for the better yields offered by loans. Loans performed well during virtually the entire 12-month period as both traditional and non-traditional investors gravitated toward loans due to their healthy yields and attractive prices.

A confluence of factors led to the rising demand and favorable investment environment for bank loans during the period. One reason was that central banks throughout the world kept short-term interest rates very low. In the United States, for example, the Federal Reserve System (the Fed) announced a third round of quantitative easing and it is also perceived that short-term interest rates will remain at current levels for the foreseeable future. Overseas, the European Central Bank (ECB) moved to reduce

pressures on nations with sovereign-debt problems. In China, the central government cut interest rates and committed to expanding the nation's money supply. Meanwhile, investors became less worried that the U.S. economy might slip back into recession as more encouraging reports began emerging about job creation, the housing market, consumer sentiment and gross domestic product (GDP) trends.

The positive developments during the 12-month period increased investors' demand for floating-rate loans. High-yield bond mutual funds, for example, continued to add to their portfolios' holdings of floating-rate loans because of the attractive values of loans compared with fixed-income corporate bonds, which often were selling at premiums to their par (face) values during a time when floating-rate loans were selling at discounts. Meanwhile, a larger portion of lower-quality loans were refinanced through the issuance of high-yield bonds, while higher-quality loans were diverted to traditional bank lending.

The greatest demand for floating-rate loans during the 12-month period, however, came from the significant increase in new issuance of collateralized loan obligations (CLOs), which in the aggregate account for 50% of the investor base purchasing bank loans. In fact, November 2012, the final month of the Trust's fiscal year, saw the largest monthly increase in new CLO issuance since 2007.

Against that favorable backdrop, the Trust enjoyed solid results from its bank-loan selections. In addition, the Trust's use of leverage also contributed positively to performance in a rising bank-loan market.

Q What types of investments most influenced the Trust's performance during the 12-month period ended November 30, 2012?

A The Trust realized good returns from security selection in a variety of loan sectors and industries. One of the stronger individual performers in the Trust's portfolio during the period was a loan to Sun Health Care, an operator of long-term care facilities that was acquired by another company. Other outperformers in the Trust's portfolio during the 12-month period included loans to mortgage company Springleaf Finance, which benefited from stabilization and improvement in the housing market, Spanish-language broadcaster Univision, and Chrysler, the major auto manufacturer.

The Trust's performance also received a significant boost during the 12-month period from two equity positions. The Trust had acquired small equity positions in both Delphi Automotive, a producer of automotive components, and Young Broadcasting, owner of a chain of television stations, as a result of the financial reorganizations of both companies

(the Trust previously had invested in loans of each company). When the business prospects for each firm improved, the Trust's equity stakes gained in value, which benefited performance.

There were, however, some Trust holdings that produced disappointing results during the 12-month period. One such underperformer in the Trust's portfolio was a loan to Azithromycin, a pharmaceutical company that fell short of its plans for introducing new products. Also holding back the Trust's performance during the 12-month period was the portfolio's investment in a bond to another pharmaceutical firm, Celtic Pharmaceutical, which traded down in value as it technically slid past its maturity date as it continues to address its capital structure. Another poor-performing loan investment in the Trust's portfolio was FTS International, a natural gas exploration company whose earnings were eroded by the effects of declining natural gas prices during the 12-month period.

Q How did the level of leverage employed by the Trust change over the 12-month period ended November 30, 2012?

A As of November 30, 2012, 36.1% of the Trust's total managed assets were financed by leverage, compared with 37.3% of the Trust's total managed assets financed by leverage at the start of the period on December 1, 2011. The decrease was due to fluctuations in the values of securities in which the Trust had invested. The absolute amount of funds obtained through leverage had not changed.

Q What is your investment outlook?

A At the start of a new fiscal year for the Trust, we continue to have a positive outlook for investments in floating-rate bank loans, even after the strong performance of the asset class during the past 12 months. We think U.S. corporations, in general, are very credit worthy. Most companies appear to be in solid financial shape, with healthy profit margins and strong balance sheets, and we believe such corporations should be able to meet all of their loan obligations.

Loan investments have continued to be attractively priced and still were selling at discounts to their par values as of November 30, 2012. At this point in the credit cycle, loan discounts remain attractive compared to some corporate bonds that are trading at premiums, and, in other instances, loans contain yield advantages compared to low credit-risk alternatives. At the same time, loans have been selling at price levels that imply a default rate of about 5%, while the actual forecasted default rate for loans is about 2%. (The long-term average default rate for loans is about 3.5%.) Additionally, given that loans are floating-rate tied to LIBOR, they have the added potential of higher-interest coupons in the future if and when there is any increase in interest rates.

Looking forward, we may continue to upgrade the overall quality of Trust's holdings, as we did during the fiscal year ended November 30, 2012. During the 12-month period, the overall credit quality of the Trust improved by decreasing the Trust's exposure to non-rated bank loans and increasing its weight in higher-rated "BBB" and "BB" loans.

So, while we remain positive about the prospects for the bank-loan asset class, we do think it is prudent to improve the credit quality of Trust's holdings.

Please refer to the Schedule of Investments on pages 13-42 for a full listing of Trust securities.

The Trust may invest in derivative securities, which may include futures and options. These types of instruments can increase price fluctuation.

The Trust is not limited in the percentage of its assets that may be invested in floating-rate senior loans and other securities deemed to be illiquid. Illiquid securities may be difficult to sell at a fair price at times when the Trust believes it is desirable to do so and their market price is generally more volatile than that of more liquid securities. Illiquid securities may be difficult to value, and investment of the Trust's assets in illiquid securities may restrict the Trust's ability to take advantage of market opportunities.

The Trust currently uses leverage through the issuance of preferred shares. The Trust also is authorized to borrow from banks and to issue debt securities, which are other forms of leverage. Leverage creates significant risks, including the risk that the Trust's income or capital appreciation will not be sufficient to cover the cost of leverage, which may adversely affect the return for the holders of common shares. Since February of 2008, regularly scheduled auctions for the Trust's preferred shares have failed and preferred shareowners have not been able to sell their shares at auction. The Board of Trustees of the Trust has considered, and continues to consider, this issue.

Investments in high-yield or lower-rated securities are subject to greater-than-average risk. The Trust may invest in securities of issuers that are in default or that are in bankruptcy.

Investing in foreign and/or emerging markets securities involves risks relating to interest rates, currency exchange rates and economic and political conditions.

The Trust is required to maintain certain regulatory and rating agency asset coverage requirements in connection with its outstanding preferred shares. In order to maintain required asset coverage levels, the Trust may be required to alter the composition of its investment portfolio or take other actions, such as redeeming preferred shares with the proceeds from portfolio transactions, at what might be inopportune times in the market. Such actions could reduce the net earnings or returns to holders of the Trust's common shares over time.

These risks may increase share price volatility.

Past performance is no guarantee of future results, and there is no guarantee that market forecasts discussed will be realized.

Any information in this shareowner report regarding market or economic trends or the factors influencing the Trust's historical or future performance are statements of opinion as of the date of this report. These statements should not be relied upon for any other purposes.

Portfolio Summary | 11/30/12

Portfolio Diversification

(As a percentage of total investment portfolio)

[THE FOLLOWING DATA WAS REPRESENTED AS A PIE CHART IN THE PRINTED MATERIAL]

Senior Secured Floating Rate Loan Interests	89.6%
Corporate Bonds & Notes	5.3%
Common Stocks	1.6%
Collateralized Loan Obligations	1.5%
Temporary Cash Investments	1.4%
Rights/Warrants	0.5%
Preferred Stock	0.1%
Asset Backed Security*	0.0%
Liquidating Trusts*	0.0%
Claims*	0.0%

* Amount is less than 0.1%.

Quality Distribution

(As a percentage of total investment portfolio; based on Standard & Poor's (S&P) ratings.)

[THE FOLLOWING DATA WAS REPRESENTED AS A PIE CHART IN THE PRINTED MATERIAL]

BBB	5.0%
BB	38.4%
B	43.2%
CCC	3.6%
CC	0.3%
Not Rated	9.5%

Bond ratings are ordered highest to lowest in portfolio. Based on Standard & Poor's measures, AAA (highest possible rating) through BBB are considered investment grade; BB or lower ratings are considered non-investment grade. Cash equivalents and some bonds may not be rated.

Portfolio Summary | 11/30/12 (continued)

10 Largest Holdings

(As a percentage of long-term holdings)*

1.	Univision Communications, Inc., Extended First Lien Term Loan, 4.459%, 3/31/17	1.54%
2.	Cequel Communications LLC, Term Loan, 4.0%, 2/14/19	1.52
3.	Delphi Automotive Plc	1.36
4.	Azithromycin Royalty Sub LLC, 16.0%, 5/15/19	1.16
5.	MetroPCS Wireless, Inc., Tranche B-2 Term Loan, 4.071%, 11/3/16	1.13
6.	Dollar General Corp., Tranche B-2 Term Loan, 2.959%, 7/7/14	0.87
7.	Chemtura Corp., Facility Term Loan, 5.5%, 8/29/16	0.82
8.	Dunkin Brands, Inc., Term Loan B-2, 4.0%, 11/23/17	0.81
9.	HUB International, Ltd., 2017 Initial Term Loan, 4.709%, 6/13/17	0.80
10.	Wash MultiFamily Laundry Systems LLC, Term Loan, 7.0%, 8/28/14	0.77

* This list excludes temporary cash investments and derivative instruments. The portfolio is actively managed, and current holdings may be different. The holdings listed should not be considered recommendations to buy or sell any security listed.

Prices and Distributions | 11/30/12

Market Value per Common Share

	11/30/12	11/30/11
	$13.41	$12.55
Premium	2.7%	0.8%

Net Asset Value per Common Share

	11/30/12	11/30/11
	$13.06	$12.45

Distributions per Common Share: 12/1/11-11/30/12

	Net Investment Income	Short-Term Capital Gains	Long-Term Capital Gains
	$1.01	$--	$--

Yields

	11/30/12	11/30/11
Distribution Yield at Market Price	7.53%	7.49%
Distribution Yield at Net Asset Value	7.72%	7.55%
30-day SEC Yield	6.38%	10.17%

Past performance data quoted represents past performance, which is no guarantee of future results.

Performance Update | 11/30/12

Investment Returns

The mountain chart on the right shows the change in market value, including reinvestment of dividends and distributions, of a $10,000 investment made in common shares of Pioneer Floating Rate Trust, compared with the values of the Barclays Capital U.S. High Yield Loans Index, which measures the performance of high-yield loans, and the Credit Suisse (CS) Leveraged Loan Index, an index of senior, secured U.S. dollar-denominated loans.

Average Annual Total Returns
(As of November 30, 2012)

Period	Net Asset Value (NAV)	Market Price
Life-of-Trust (12/28/04)	4.84%	4.55%
5 Years	3.84	5.89
1 Year	14.26	15.66

THE FOLLOWING DATA WAS REPRESENTED AS A MOUNTAIN CHART IN THE PRINTED MATERIAL]

Value of $10,000 Investment

	Pioneer Floating Rate Trust	Barclays Capital U.S. High Yield Loans Index*	CS Leveraged Loan Index**
12/04/2004	$ 10,000		$ 10,000
11/30/2005	$ 9,023		$ 10,462
11/30/2006	$ 10,913	$ 10,913	$ 11,199
11/30/2007	$ 10,693	$ 11,190	$ 11,463
11/30/2008	$ 5,122	$ 8,159	$ 8,514
11/30/2009	$ 9,783	$ 11,814	$ 11,557
11/30/2010	$ 11,997	$ 13,169	$ 12,879
11/30/2011	$ 12,310	$ 13,440	$ 13,221
11/30/2012	$ 14,237	$ 14,775	$ 14,436

Call 1-800-225-6292 or visit us.pioneerinvestments.com for the most recent month-end performance results. Current performance may be lower or higher than the performance data quoted.

Performance data shown represents past performance. Past performance is no guarantee of future results. Investment return and market price will fluctuate, and your shares may trade below NAV, due to such factors as interest rate changes, and the perceived credit quality of borrowers.

Total investment return does not reflect broker sales charges or commissions.

All performance is for common shares of the Trust.

Closed-end funds, unlike open-end funds, are not continuously offered. There is a one-time public offering and, once issued, shares of closed-end funds are sold in the open market through a stock exchange and frequently trade at prices lower than their NAV. NAV per common share is total assets less total liabilities, which includes preferred shares, divided by the number of common shares outstanding.

When NAV is lower than market price, dividends are assumed to be reinvested at the greater of NAV or 95% of the market price. When NAV is higher, dividends are assumed to be reinvested at prices obtained under the Trust's dividend reinvestment plan.

The performance table and graph do not reflect the deduction of fees and taxes that a shareowner would pay on Trust distributions.

* The Barclays Capital U.S. High Yield Loans Index measures the performance of high-yield loans. Since comparisons for the Barclays Index begin in 2006, the chart assumes an initial investment of $10,913, which is equal to the Trust's value at 11/30/2006.

** The CS Leveraged Loan Index (the CS Index) is a representative index of tradeable, senior, secured U.S. dollar-denominated loans. The CS Index began in January 1992. Comparisons to the Trust for the CS Index begin in 2004. The CS Index was the Trust's benchmark through March 1, 2011, and was at that time replaced by the Barclays Capital U.S. High Yield Loans Index (the Barclays Index). Because the historical performance of the Barclays Index dates back only to 2006, two years after the inception of the Trust in 2004, the Trust will continue to provide "Market Value of $10,000 Investment" comparisons for both the CS Index and the Barclays Index.

Returns of both indices are calculated monthly, assume reinvestment of dividends and, unlike Trust returns, do not reflect any fees, expenses or sales charges. The indices do not employ leverage. You cannot invest directly in an index.

Schedule of Investments | 11/30/12

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		ASSET BACKED SECURITY -- 0.1% of Net Assets
		CONSUMER SERVICES -- 0.1%
		Hotels, Resorts & Cruise Lines -- 0.1%
227,595	BB/NR	Westgate Resort LLC, Series 2012 -- 2A Class C Series 2012-2A, Class C, 9.0%, 1/20/25 (144A)
		Total Consumer Services
		TOTAL ASSET BACKED SECURITY (Cost $227,595)
		COLLATERALIZED LOAN OBLIGATIONS --

		2.3% of Net Assets
		BANKS -- 2.3%
		Diversified Banks -- 0.7%
1,000,000(b)(c)(d)	BB+/Ba2	Primus, Ltd., Series 2007-2A, Class D, 2.74%, 7/15/21 (144A)
1,000,000(c)(d)	B+/Ba2	Rampart, Ltd., Series 2006-1A, Class D, 3.875% 4/18/21
951,289(c)(d)	CCC+/Ba3	Stanfield McLaren, Ltd., Series 2007-1A, Class B2L, 4.812%, 2/27/21 (144A)
		Thrifts & Mortgage Finance -- 1.6%
1,000,000(c)(d)	BB+/Ba2	ACA, Ltd., Series 2007-1A, Class D, 2.69%, 6/15/22 (144A)
1,000,000(c)(d)	BBB/Ba1	Goldman Sachs Asset Management Plc, Series 2007-1A, Class D, 3.063%, 8/1/22 (144A)
1,000,000(c)(d)	BBB/Baa3	Gulf Stream Sextant, Ltd., Series 2007-1A, Class D, 2.79%, 6/17/21 (144A)
1,000,000(c)(d)	BB/Ba3	Landmark CDO, Ltd., Series 2007-9A, Class E, 3.84%, 4/15/21 (144A)
2,000,000(c)(d)	BB+/Baa3	Stone Tower, Ltd., Series 2007-6A, Class C, 1.68%, 4/17/21 (144A)
		Total Banks
		TOTAL COLLATERALIZED LOAN OBLIGATIONS (Cost $6,890,232)
		SENIOR SECURED FLOATING RATE LOAN INTERESTS -- 138.4% of Net Assets*
		AUTOMOBILES & COMPONENTS -- 7.2%
		Auto Parts & Equipment -- 5.1%
726,178	BB-/Ba3	Allison Transmission, Inc., Term Loan B-1, 2.5 8/7/14

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Auto Parts & Equipment -- (continued)
2,689,375	BB-/Ba3	Allison Transmission, Inc., Term Loan B-3, 3.25%, 8/23/19
835,438	B/B1	Federal-Mogul Corp., Tranche B Term Loan, 1.9375%, 12/29/14
426,244	B/B1	Federal-Mogul Corp., Tranche C Term Loan,

		1.9375%, 12/28/15
2,500,000	NR/NR	HHI Holdings, LLC, Term Loan 2012, 2.5%, 9/18/18
3,776,517	B+/B1	Key Safety Systems, Inc., First Lien Term Loan 2.25%, 3/8/14
2,188,768	B+/B1	Metaldyne LLC, Term Loan, 4.25%, 5/18/17
1,228,825	B+/Ba3	TI Group Automotive Systems LLC, Term Loan, 6.75%, 3/14/18
987,642	BB/Ba2	Tomkins LLC, Term Loan B-1, 3.0%, 9/29/16
1,105,313	B+/Ba2	UCI International, Inc., (United Components) T Loan, 5.5%, 7/26/17
		Automobile Manufacturers -- 1.1%
3,580,183	BB/Ba2	Chrysler Group LLC, Tranche B Term Loan, 4.75%, 5/24/17
		Tires & Rubber -- 1.0%
3,250,000	BB/Ba1	Goodyear Tire & Rubber Co., Extended Second Lien Term Loan, 4.75%, 4/30/19
		Total Automobiles & Components
		BANKS -- 0.3%
		Thrifts & Mortgage Finance -- 0.3%
938,329	B/B1	Ocwen Financial Corp., Initial Term Loan, 5.5% 9/1/16
		Total Banks
		CAPITAL GOODS -- 12.6%
		Aerospace & Defense -- 5.7%
2,857,105	B/Caa1	API Technologies Corp., Term Loan, 7.25%, 6/1/16
1,807,758	BBB-/Ba2	AWAS Finance Luxembourg 2012 SA, Term Loan, 3.5%, 7/16/18
1,052,515	B-/B2	DAE Aviation Holdings, Inc., Tranche B-1 Loan, 5.0%, 11/2/18
250,000	BBB-/Ba2	Delos Aircraft, Inc., Term Loan, 4.75%, 4/12/1
2,069,363	BB+/Ba3	Digitalglobe, Inc., Term Loan, 5.75%, 10/12/18
758,541	BB-/Ba2	DynCorp International, Inc., Term Loan, 4.5%, 7/7/16
1,326,090	BB-/B1	Hunter Defense Technologies, Inc., Term Loan, 5.5%, 8/22/14

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Aerospace & Defense -- (continued)
1,680,920	NR/NR	IAP Worldwide Services, Inc., First Lien

		Term Loan, 8.5%, 12/31/15
623,438	B-/B2	PRV Aerospace LLC, Term Loan, 5.25%, 5/9/18
1,088,041	B+/B1	Scotsman Industries, Inc., Term Loan, 4.25%, 4/30/16
1,174,650	B/B1	Sequa Corp., Term Loan, 3.25%, 12/3/14
1,769,981	B+/Ba3	SI Organization, Inc., New Tranche B Term Loan 4.5%, 11/22/16
987,504	B/B3	Sotera Defense Solutions, Inc., Term Loan B, 5.5%, 4/22/17
477,141	B/B2	Standard Aero, Ltd., Tranche B-2 Loan, 6.25%, 11/2/18
985,751	BB-/B1	TASC, Inc., New Tranche B Term Loan, 3.25%, 12/18/15
		Building Products -- 2.2%
1,898,123	BB-/B1	Armstrong World Industries, Inc., Term Loan B- 4.0%, 3/10/18
2,725,000	B/B1	CPG International I, Inc., Term Loan, 5.75%, 9/21/19
800,847	B+/B1	Custom Building Products, Inc., Term Loan, 5.75%, 3/19/15
1,741,250	BB-/B1	Summit Materials LLC, Term Loan, 6.0%, 1/30/19
		Construction & Farm Machinery & Heavy Trucks -
1,000,000	NR/Ba2	GWF Energy, Term Loan, 4.75%, 11/25/18
1,886,064	BB/Ba2	Manitowoc Co., Inc., Term Loan B, 5.25%, 11/13/17
1,450,000	B+/Ba2	Navistar International Corp., Tranche B, Term Loan, 7.0%, 7/16/14
945,450	BB/NR	Terex Corp., New U.S. Term Loan, 4.5%, 4/28/17
865,385	BB-/B2	Waupaca Foundry, Inc., Term Loan, 5.75%, 6/29/17
		Electrical Components & Equipment -- 1.1%
2,229,413	B+/B1	Pelican Products, Inc., First Lien Term Loan, 7/11/18
1,225,000	BB-/Ba2	WireCo WorldGroup, Inc., Term Loan, 6.0%, 2/15/17

The accompanying notes are an integral part of these financial statements.

Principal	S&P/Moody's

Amount USD ($)	Ratings (unaudited)	
		Industrial Conglomerates -- 0.6%
1,742,158	B+/B2	Pro Mach, Inc., Term Loan, 3.75%, 7/6/17
		Industrial Machinery -- 0.8%
2,103,660	B+/B1	Schaeffler AG, USD Facility Term Loan C-2, 4.75%, 1/27/17
482,639	BB/Ba3	TriMas Co., LLC, Tranche B Term Loan, 3.75%, 10/11/19
		Trading Companies & Distributors -- 0.3%
1,000,000	BB/Ba1	Hertz Corp., Tranche B-1 Term Loan, 2.75%, 3/11/18
		Total Capital Goods
		COMMERCIAL & PROFESSIONAL SERVICES -- 6.0%
		Commercial Printing -- 0.4%
1,222,218	BB-/Ba3	Cenveo Corp., Facility Term Loan B, 6.625%, 12/21/16
		Diversified Support Services -- 1.3%
1,289,300	B/B1	InfoGroup, Inc., Term Loan B, 5.75%, 5/26/18
1,159,147	BB-/Ba3	KAR Auction Services, Inc., Term Loan, 5.0%, 5/19/17
1,843,621	B/Ba3	Language Line LLC, Tranche B Term Loan, 5.00%, 6/20/16
		Environmental & Facilities Services -- 1.2%
1,094,500	BB+/Baa3	Convata Energy Corp., Term Loan, 4.0%, 3/28/19
1,296,955	B+/B1	Waste Industries USA, Inc., Term Loan B, 4.75% 3/17/17
1,427,326	B+/B1	WCA Waste Corp., Term Loan, 5.5%, 3/23/18
		Environmental & Professional Services -- 0.2%
495,833	BB-/B1	Safety-Kleen Systems, Inc., Term Loan B, 5.0%, 2/21/17
		Human Resource & Employment Services -- 0.5%
1,647,555	BB-/Ba3	On Assignment, Inc., Initial Term Loan B, 3.75 5/15/19
		Office Services & Supplies -- 0.1%
394,042	BB+/Ba1	ACCO Brands Corp., Term Loan B, 4.25%, 5/1/19

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Research & Consulting Services -- 0.8%
2,636,044	BB/Ba3	Wyle Services Corp., First Lien Term Loan, 5.0 3/26/17
		Security & Alarm Services -- 1.5%
1,029,325	B+/Ba3	Allied Security Holdings LLC, First Lien Term Loan, 5.25%, 2/4/17
500,000	BB/Ba1	Garda Security, Term Loan B, 4.5%, 11/13/19
2,407,900	B/Ba3	Monitronics International, Inc., Term Loan, 4.25%, 3/23/18
829,555	B+/B1	Protection One, Inc., Term Loan, 5.75%, 3/21/19
		Total Commercial & Professional Services
		CONSUMER DURABLES & APPAREL -- 3.9%
		Home Furnishings -- 0.9%
1,000,000	B+/B1	Serta Simmons Holdings LLC, Term Loan, 3.75%, 10/1/19
1,725,000	NR/NR	Temper Pedic International, Term Loan, 6.5%, 11/20/19
		Homebuilding -- 0.1%
1,000,000(b)(c)(e)	NR/NR	WAICCS Las Vegas 3 LLC, First Lien Term Loan, 7.75%, 7/30/09
4,500,000(b)(c)(e)	NR/NR	WAICCS Las Vegas 3 LLC, Second Lien Term Loan, 13.25%, 7/30/09
		Housewares & Specialties -- 2.2%
1,488,665	BB+/Ba1	Jarden Corp., Tranche B Term Loan, 3.0%, 3/31/18
1,249,242	BB-/Ba3	Prestige Brands, Inc., Term B Loan, 4.0%, 1/31/19
2,550,000	B+/B1	Reynolds Group Holdings, Inc., U.S. Term Loan, 4.75%, 9/28/18
1,661,650	B+/B1	Yankee Candle Co., Inc., Initial Term Loan, 5.25%, 4/2/19
		Textiles -- 0.7%
2,369,063	B/Ba3	Klockner Pentaplast of America, Inc., (Kleopat Acquisition Corp), Term Loan B-1, 4.50%, 12/21/16
		Total Consumer Durables & Apparel

The accompanying notes are an integral part of these financial statements.

Schedule of Investments | 11/30/12 (continued)

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		CONSUMER SERVICES -- 10.6%
		Casinos & Gaming -- 1.7%
147,804	BB+/Ba2	Ameristar Casinos, Inc., Term Loan B, 3.0%, 4/16/18
1,636,250	BB-/Ba3	Boyd Gaming Corp., Increased Term Loan, 4.75%, 12/17/15
1,167,000	B/B2	Caesars Entertainment Operating Co., Inc., Term Loan B-4, 7.50%, 10/31/16
1,200,000	B/B2	Caesars Entertainment Operating Co., Inc., Term Loan B-6, 5.25%, 1/28/18
28,398	BBB-/Ba2	Las Vegas Sands LLC, Delayed Draw I Term Loan, 2.71%, 11/23/16
141,292	BBB-/Ba2	Las Vegas Sands LLC, Tranche B Term Loan, 2.71%, 11/23/16
1,089,525	BB+/Ba1	Pinnacle Entertainment, Inc., Series A Incremental Term Loan, 3.0%, 3/19/19
		Education Services -- 1.8%
2,063,342	B-/B1	Ascend Learning LLC, First Lien Term Loan, 5.25%, 5/23/17
3,780,010	BB-/Ba2	Bright Horizons Family Solutions, Inc., Tranch Term Loan, 6.25%, 5/28/15
		Hotels, Resorts & Cruise Lines -- 0.8%
1,728,125	NR/Ba2	Seven Sea Cruises, Inc., Term Loan B, 6.25%, 12/21/18
1,034,199	B/B3	Yellowstone Mountain Club LLC, Senior First Lien Term Loan, 6.0%, 7/16/14
		Internet Software & Services -- 0.3%
1,000,000	B/B1	Sabre, Inc., Incremental Term Loan, 6.0%, 12/29/17
		Leisure Facilities -- 0.9%
1,677,479	BB/Ba2	Cedar Fair, LP, U.S. Term Loan-1, 4.0%, 12/15/17
1,150,000	BB+/B1	Six Flags Theme Parks, Inc., Tranche B Term Loan, 3.25%, 12/20/18

		Restaurants -- 3.9%
1,122,000	BB/Ba3	Burger King Corp., Tranche B Term Loan, 3.75%, 9/28/19
212,095	BB-/Ba2	DineEquity, Inc., Term Loan B-1, 3.0%, 10/19/17

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Restaurants -- (continued)
3,952,416	B+/B2	Dunkin Brands, Inc., Term Loan B-2, 4.0%, 11/23/17
3,233,750	B+/B1	Landry's Inc., Term Loan B, 6.5%, 4/24/18
1,791,542	NR/Ba3	NPC International, Inc., Term Loan, 3.25%, 12/28/18
2,190,000	BB-/B1	Wendy's International, Inc., Term Loan B, 4.75%, 5/15/19
		Specialized Consumer Services -- 1.2%
3,801,211	B+/B1	Wash MultiFamily Laundry Systems LLC, Term Loan, 5.0%, 8/28/14
		Total Consumer Services
		DIVERSIFIED FINANCIALS -- 1.6%
		Consumer Finance -- 0.8%
2,550,000	CCC+/B3	Springleaf Financial Funding Co., Initial Term Loan, 5.5%, 5/10/17
		Investment Banking & Brokerage -- 0.1%
547,250	BB-/Ba2	LPL Holdings, Inc., Initial Tranche B Term Loa 4.0%, 3/29/19
		Other Diversified Financial Services -- 0.7%
369,473	B-/B3	BNY ConvergEX Group LLC, Second Lien (EZE) Term Loan, 8.75%, 12/17/17
880,527	B-/B3	BNY ConvergEX Group LLC, Second Lien (TOP) Term Loan, 8.75%, 12/17/17
989,394	BB/Ba2	Ship Luxco 3 S.a.r.l. (RBS Worldpay), Facility Term Loan B2A, 5.25%, 11/30/17
		Total Diversified Financials
		ENERGY -- 4.4%

		Coal & Consumable Fuels -- 0.3%
1,000,000	NR/NR	PT Bumi Resources Tbk, Term Loan, 11.208%, 8/7/13
		Environmental Facilities & Services -- 0.4%
1,427,593	NR/B3	Aquilex Holdings LLC, Term Loan, 8.75%, 4/1/16
		Integrated Oil & Gas -- 0.3%
1,014,303	BBB/Baa2	Glenn Pool Oil & Gas Trust 1, Term Loan, 4.00% 5/2/16
		Oil & Gas Equipment & Services -- 0.5%
2,031,954	CCC+/B3	Frac Tech Services, Term Loan, 8.5%, 5/6/16

The accompanying notes are an integral part of these financial statements.

Schedule of Investments | 11/30/12 (continued)

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Oil & Gas Exploration & Production -- 2.2%
1,600,000	BB-/Ba3	Chesapeake Energy Corp., Term Loan, 5.75%, 12/2/17
2,500,000	NR/NR	EP Energy LLC, Tranche B-1 Term Loan, 5.0%, 5/24/18
1,500,000	BB/Baa1	Plains Exploration & Production, Inc., Term Loan B, 3.0%, 11/30/19
1,300,000	B+/B1	Samson Investment Co., Initial Term Loan, 4.75%, 9/25/18
		Oil & Gas Refining & Marketing -- 0.5%
1,563,904	BB/Ba2	Pilot Travel Centers LLC, Refinancing Tranche Term Loan, 3.75%, 3/30/18
		Oil & Gas Storage & Transportation -- 0.2%
497,500	BB-/Ba3	Gibson Energy ULC, Tranche B Term Loan, 4.75%, 6/15/18
		Total Energy
		FOOD & STAPLES RETAILING -- 0.7%
		Drug Retail -- 0.5%
1,581,811	B+/B2	Rite Aid Corp., Tranche 5 Term Loan, 3.25%, 3/3/18
		Food Retail -- 0.2%
621,875	B+/B1	Roundy's Supermarkets, Inc., Tranche B Term Loan, 5.75%, 2/13/19

		Total Food & Staples Retailing
		FOOD, BEVERAGE & TOBACCO -- 3.3%
		Packaged Foods & Meats -- 3.3%
590,000	B/B1	AdvancePierre Foods, Inc., First Lien Term Loa 4.5%, 7/10/17
950,000	BB/NR	Aramark Canada, Ltd., Extended Canadian Term Loan B, 3.612%, 7/26/16
2,226,610	B/Ba3	Del Monte Foods Co., Initial Term Loan, 4.5%, 3/8/18
1,221,938	NR/B2	Heartshide Food Solutions LLC, Term Loan A, 6.5%, 6/7/18
1,525,288	B+/B1	Michael Foods Group, Inc., Facility Term Loan 4.25%, 2/25/18
1,335,644	B+/Ba3	Pinnacle Foods Finance LLC, Term Loan, 2.5%, 4/2/14
1,745,625	B+/Ba3	Pinnacle Foods Finance LLC, Tranche F Term Loan, 3.25%, 10/17/18
952,000	BB-/B1	Windsor Quality Food Co., Ltd., Tranche B Term Loan, 5.0%, 2/16/17
		Total Food, Beverage & Tobacco

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		HEALTH CARE EQUIPMENT & SERVICES -- 19.0%
		Health Care Equipment -- 1.2%
556,378	B+/NR	Fenwal, Inc., Delayed Draw First Lien Term Loa 2.25%, 2/28/14
3,244,346	B+/NR	Fenwal, Inc., Initial First Lien Term Loan, 2. 2/28/14
		Health Care Equipment & Services -- 1.4%
231,413	BBB-/Baa2	Fresenius SE, Tranche D-1 Dollar Term Loan, 2.5%, 9/10/14
132,189	BBB-/Baa2	Fresenius SE, Tranche D-2 Term Loan, 2.5%, 9/10/14
1,995,000	BBB-/Ba2	Hologic, Inc., Tranche B Term Loan, 3.5%, 8/1/19
486,325	BB-/Ba2	Kinetic Concepts, Inc., Dollar C-1 Term Loan, 5.5%, 5/4/18
1,698,367	BB-/B1	Onex Carestream Finance, LP, Term Loan, 5.0%, 2/25/17

		Health Care Facilities -- 5.3%
2,314,238	B/B1	Ardent Medical Services, Inc., Term Loan, 5.0% 9/15/15
1,116,865	BB/Ba3	CHS/Community Health Systems, Inc., Extended Term Loan, 3.862%, 1/25/17
3,471,473	BB/Ba3	HCA, Inc., Tranche B-2 Term Loan, 3.499%, 3/31/17
2,698,472	BB/Ba3	HCA, Inc., Tranche B-3 Term Loan, 3.612250%, 5/1/18
1,625,250	B/Ba3	Iasis Healthcare LLC, Term Loan B, 5.0%, 5/3/1
800,000	NR/B3	Kindred Healthcare, Inc., Incremental Term Loa 5.25%, 6/1/18
300,000	B+/Ba3	Kindred Healthcare, Inc., Term Loan, 5.25%, 6/1/18
2,168,697(f)	CCC-/B2	LifeCare Holdings, Term Loan, 8.093%, 2/1/16
2,039,188	BB-/Ba3	Select Medical Corp., Tranche B Term Loan, 6.0 6/1/18
589,727	BB+/Ba2	Universal Health Services, Inc., 2011 Tranche Term Loan, 3.75%, 11/15/16
		Health Care Services -- 7.1%
626,996	B+/B2	AccentCare, Inc., Term Loan, 5.0%, 12/22/16
542,541	B+/Ba3	Alliance HealthCare Services, Inc., Initial Te Loan, 7.25%, 6/1/16

The accompanying notes are an integral part of these financial statements.

Schedule of Investments | 11/30/12 (continued)

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Health Care Services -- (continued)
875,000	B+/Ba3	BSN Medical Luxembourg Holding, S.a.r.l. (P & F Capital), Facility Term Loan B-1A, 5.0%, 8/28/19
2,204,443	B-/B3	CCS Medical, Inc., First Lien Term Loan, 8.25% 3/31/15
908,686(f)	CCC/Caa2	CCS Medical, Inc., Second Lien Term Loan, 10.25%, 3/31/16
1,400,000	BB-/Ba2	Davita, Inc., Term Loan B2, 4.0%, 11/1/19
1,483,817	B/B1	Gentiva Health Services, Inc., Term Loan B-1, 6.5%, 8/17/16
1,425,948	B+/Ba3	Inventiv Health, Inc., Consolidated Term Loan, 5.0%, 8/4/16
2,350,000	BB-/Ba3	MModal, Inc., Term Loan B, 6.75%, 8/17/19
2,506,825	NR/NR	National Mentor Holdings, Inc., Tranche B-1 Te Loan, 5.25%, 2/9/17
1,074,526	B/B2	National Specialty Hospitals, Inc., Initial Te Loan, 6.5%, 2/3/17

2,123,125	B+/B1	Rural/Metro Operating Co., LLC, First Lien Ter Loan, 5.75%, 6/30/18
2,022,222	BB-/Ba1	Sun Healthcare Group, Inc., Term Loan, 8.75%, 10/18/16
1,335,994	B/B2	Surgery Center Holdings, Inc., Term Loan, 5.0% 2/6/17
740,625	B/Ba3	Valitas Health Services, Inc., Term Loan B, 5. 6/2/17
2,210,625	B+/B1	Virtual Radiologic Corp., Term Loan A, 7.75%, 12/22/16
		Health Care Supplies -- 0.9%
719,093	B+/Ba3	Alere, Inc., Term Loan B, 3.75%, 6/30/17
1,501,238	B+/B1	Bausch & Lomb, Inc., Parent Term Loan, 4.25%, 5/17/19
519,973	BB/Ba3	Butler Animal Health Supply LLC, Tranche B Ter Loan, 4.5%, 12/31/15
		Health Care Technology -- 1.8%
750,000	B+/Ba3	ConvaTec, Inc., Dollar Term Loan, 5.0%, 12/22/16
2,129,300	BB-/Ba3	Emdeon, Inc., Term Loan B-1, 5.0%, 11/2/18
1,143,041	BB-/Ba3	MedAssets, Inc., Term Loan, 3.75%, 11/16/16
1,095,000	CCC/Caa3	Medical Card System, Inc., Term Loan, 10.0%, 9/17/15

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Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Health Care Technology -- (continued)
99,490	B/NR	Physician Oncology Services, LP, Delayed Draw Term Loan, 7.75%, 1/31/17
818,923	B/B2	Physician Oncology Services, LP, Effective Dat Term Loan, 7.75%, 1/31/17
		Healthcare Services -- 0.1%
500,000	NR/NR	Air Medical Group Holdings, Inc., 5.25%, 6/30/18
		Managed Health Care -- 1.2%
1,277,719	B+/B1	Aveta, Inc., MMM Facility Term Loan, 8.5%, 4/4/17
1,277,719	B+/B1	Aveta, Inc., NAMM Facility Term Loan, 8.5%, 4/4/17
1,300,000	B+/B1	MMM Holdings, Inc., MMM Term Loan, 8.25%,

		10/26/17
		Total Health Care Equipment & Services
		HOUSEHOLD & PERSONAL PRODUCTS -- 2.0%
		Household Products -- 1.1%
1,190,000	B/Ba3	Spectrum Brands Holdings, Term Loan, 5.0%, 10/9/19
1,521,397	B/Ba3	Spectrum Brands, Inc., New Term Loan, 6.25%, 6/17/16
895,806	B+/Ba3	SRAM LLC, First Lien Term Loan, 5.75%, 6/7/18
		Personal Products -- 0.9%
344,571	BB-/Ba3	NBTY, Inc., Term Loan B-1, 3.25%, 10/1/17
2,444,063	BB-/Ba3	Revlon Consumer Products Corp., Term Loan B, 3.5%, 11/19/17
		Total Household & Personal Products
		INSURANCE -- 3.0%
		Insurance Brokers -- 1.9%
1,000,000	CCC+/B3	AmWINS Group, Inc., Second Lien, Term Loan, 9.25%, 12/6/19
824,606	B+/B1	HUB International, Ltd., 2017 Additional Term Loan, 4.75%, 12/13/17
3,876,460	B+/B1	HUB International, Ltd., 2017 Initial Term Loa 6.75%, 6/13/17
485,000	B/B1	U.S.I. Holdings Corp., New Term Loan Series C, 7.0%, 5/5/14

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Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Life & Health Insurance -- 0.3%
1,000,000	NR/Ba3	CNO Financial Group, Inc., Tranche B-2 Term Loan 5.0%, 9/28/18
		Property & Casualty Insurance -- 0.8%
2,500,000	B-/B2	Confie Seguros Holding II Co., First Lien Term

		Loan B, 6.5%, 11/9/18
		Total Insurance
		MATERIALS -- 10.9%
		Aluminum -- 1.1%
1,378,075	B+/Ba2	Noranda Aluminum Acquisition Corp., Term Loan B, 4.5%, 2/28/19
2,210,625	BB-/Ba2	Novelis, Inc., Term Loan, 4.0%, 3/10/17
		Commodity Chemicals -- 0.6%
1,194,000	BB-/B1	Taminco Global Chemical Corp., Tranche B-1 Dollar Term Loan, 5.25%, 2/15/19
627,000	BBB-/Ba2	Tronox Pigments (Netherlands) B.V., Closing Date Term Loan, 3.25%, 2/8/18
171,000	BBB-/Ba2	Tronox Pigments (Netherlands) B.V., Delayed Draw Term Loan, 3.25%, 2/8/18
		Diversified Chemicals -- 1.9%
329,994	BBB-/Ba1	Celanese US Holdings LLC, Dollar Term Loan C, 2.75%, 10/31/16
1,168,544	B/B1	General Chemical Corp., New Tranche B Term Loan, 3.5%, 10/6/15
1,243,750	B+/B1	Ineos US Finance LLC, Cash Dollar Term Loan, 5.25%, 5/4/18
1,871,500	B/B1	Nexeo Solutions LLC, Initial Term Loan, 5.0%, 9/8/17
1,444,275	B+/B2	Univar, Inc., Term Loan B, 5.0%, 6/30/17
		Diversified Metals & Mining -- 1.9%
1,913,407	BB-/B1	Fairmount Minerals, Ltd., Tranche B Term Loan, 4.0%, 3/15/17
2,481,250	B+/B2	Preferred Proppants LLC, Initial Term Loan B, 6.0%, 12/15/16
395,001	BB+/Ba1	SunCoke Energy, Inc., Tranche B Term Loan, 4.0%, 7/26/18
1,036,875	BB-/B1	U.S. Silica Co., Term Loan, 4.75%, 6/8/17
511,726	B+/Ba3	Walter Energy, Inc., Term Loan B, 4.75%, 4/1/18

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Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)

		Metal & Glass Containers -- 0.6%
195,000	B/Ba3	BWAY Holding Co., Initial Term Loan, 3.25%, 8/6/17
1,684,183	B/B1	Tank Holding Corp., Initial Term Loan, 4.25%, 7/9/19
		Paper Packaging -- 1.0%
2,216,938	B/B2	Exopack LLC/Cello-Foil Products, Inc., Term Loan B, 6.5%, 5/31/17
885,000	BB/Ba1	Sealed Air Corp., Facility Term Loan B-1, 3.0% 10/3/18
		Paper Products -- 0.1%
209,170	BB-/Ba3	Ranpak Corp., First Lien USD Term Loan, 3.5%, 4/20/17
		Specialty Chemicals -- 2.5%
4,000,000	BB+/Ba1	Chemtura Corp., Facility Term Loan, 5.5%, 8/29/16
1,831,500	BB-/Ba2	Harko C.V. (OM Group, Inc.), Dollar Term Loan 4.25%, 8/2/17
153,156	BB+/Ba1	Huntsman International LLC, Extended Term B Loan, 2.757%, 4/19/17
1,017,312	BB-/Ba1	PolyOne Corp., Term Loan B, 5.0%, 12/20/17
1,000,000	B+/B2	PQ Corp., Term Loan B, 5.25%, 5/8/17
		Steel -- 1.2%
500,000	B/B1	Essar Steel Algoma, Inc., Term Loan, 7.5%, 9/19/14
2,500,000	NR/NR	FMG Resources (August 2006) Pty, Ltd., Term Loan, 5.25%, 10/18/17
894,210	BB/B1	JMC Steel Group, Inc., Term Loan, 4.75%, 4/1/17
		Total Materials
		MEDIA -- 16.6%
		Advertising -- 2.2%
922,688	NR/NR	Acosta, Inc., Term Loan D, 5.0%, 3/2/18
1,473,750	B+/NR	Advantage Sales & Marketing, Inc., First Lien Term Loan, 5.25%, 12/17/17
3,412,603	B+/Ba3	Affinion Group, Inc., Tranche B Term Loan, 6.5 10/9/16
500,000	B/B1	Getty Images, Inc., New Initial Term Loan, 3.5 10/18/19

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Advertising -- (continued)
1,103,178	BB+/Baa3	Lamar Media Corp., Term Loan B, 4.0%, 12/30/16
		Broadcasting -- 6.5%
7,462,500	BB-/Ba2	Cequel Communications LLC, Term Loan, 4.0%, 2/14/19
476,027	BB-/Ba3	Entercom Radio LLC, Term Loan B, 3.75%, 11/23/18
1,503,608	B+/B2	FoxCo Acquisition Sub LLC, Initial Term Loan, 4.5%, 7/14/17
212,730	B+/Ba3	Hubbard Radio LLC, First Lien Term Loan, 3.75%, 4/28/17
1,241,147	BB+/Ba1	Sinclair Television Group, Inc., New Tranche B Term Loan, 4.0%, 10/28/16
748,125	B+/Ba3	Thomas Reuters, Inc., New Tranche B Term Loan, 5.75%, 6/6/19
1,762,544	BB-/Ba3	TWCC Holding Corp., 2011 Term Loan, 3.25%, 2/13/17
7,768,290	B+/B2	Univision Communications, Inc., Extended First Lien Term Loan, 4.25%, 3/31/17
		Cable & Satellite -- 5.2%
3,314,924	BB+/Ba1	Charter Communications Operating LLC, Term Loan C, 3.25%, 9/6/16
980,075	BB+/Ba1	Charter Communications Operating LLC, Term Loan D, 3.0%, 5/15/19
1,000,000	B-/Caa1	Hargray Acquisition Co., Second Lien Term Loan 5.5%, 1/29/15
1,200,000	BB-/Ba2	Kabel Deutschland Gmbh, Facility Term Loan F, 3.25%, 2/1/19
1,955,000	BB-/Ba3	MCC Iowa LLC, Tranche F Term Loan, 4.5%, 10/23/17
1,750,000	NR/NR	MCC Iowa LLC, Tranche G Term Loan, 4.0%, 1/20/20
3,745,613	BB-/Ba3	Telesat Canada, U.S. Term Loan B, 4.25%, 3/28/19
2,806,965	B/B1	WideOpenWest Finance LLC, Term Loan, 6.25%, 7/17/18
		Movies & Entertainment -- 1.3%
1,414,313	BB-/Ba2	AMC Entertainment, Inc., Term Loan B-3, 3.75%, 2/22/18
1,108,676	NR/Ba1	Cinedigm Digital Funding I LLC, Term Loan, 5.2 4/29/16
1,087,451	CCC/Caa1	Lodgenet Interactive Corp., Closing Date Term Loan, 7.0%, 4/4/14

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Movies & Entertainment -- (continued)
750,000	BB-/Ba2	WMG Acquisitions Corp., Initial Term Loan, 5.2 11/1/18
		Publishing -- 1.4%
974,359	CCC+/Caa2	Cengage Learning Acquisitions, Inc., Term Loan 2.71%, 7/3/14
960,175	NR/B2	Houghton Mifflin Co., Term Loan, 6.0%, 5/22/18
1,637,764	BB-/Ba3	Interactive Data Corp., Term Loan B, 4.5%, 2/11/18
EUR 895,659(f)	B/Ba3	Mediannuaire Holding, Term Loan B-2, 2.25%, 10/13/14
EUR 894,987	B/Ba3	Mediannuaire Holding, Term Loan C, 2.75%, 10/12/15
498,750	BB-/Ba3	MTL Publishing LLC, Term Loan B, 4.25%, 6/29/18
		Total Media
		PHARMACEUTICALS, BIOTECHNOLOGY & LIFE SCIENCES -- 4.4%
		Biotechnology -- 2.2%
600,000	BB/B1	Alkermes, Inc., 2019 Term Loan, 3.5%, 9/25/19
3,031,013	BB/B2	Aptalis Pharma, Inc., Term Loan B-1, 5.5%, 2/11/17
1,529,751	BB+/Ba2	Grifols, Inc., New U.S. Tranche B Term Loan, 3 6/1/17
359,700	BBB-/Ba3	Warner Chilcott Co., LLC, Term Loan B-2, 4.25% 3/15/18
992,597	BBB-/Ba3	Warner Chilcott Corp., Term Loan B-1, 4.25%, 3/15/18
494,587	BBB-/Ba3	WC Luxco S.a.r.l., Term Loan B-3, 4.25%, 3/15/18
		Pharmaceuticals -- 2.2%
1,575,000	B/B1	AssuraMed Holding, Inc., First Lien Initial Te Loan, 5.5%, 10/24/19
2,669,325(f)	CCC+/NR	Graceway Pharmaceuticals LLC, Mezzanine Term Loan, 14.0%, 11/1/13

1,113,043	NR/B1	Harvard Drug Group, LLC, Term Loan, 4.75%, 10/29/19
1,060,673	B+/B2	Medpace Intermediateco, Inc., Term Loan B, 5.0%, 6/19/17
1,500,000	B+/B1	Par Pharmaceutical Cos., Inc., Term Loan B, 5. 9/30/19

The accompanying notes are an integral part of these financial statements.

Schedule of Investments | 11/30/12 (continued)

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Pharmaceuticals -- (continued)
1,000,000	BBB-/Ba1	Valeant Pharmaceuticals International, Inc., Tranche B Term Loan, Series C, 3.25%, 9/27/19
750,000	NR/NR	Valeant Pharmaceuticals International, Inc., Tranche B Term Loan, Series D, 3.25%, 2/13/19
		Total Pharmaceuticals, Biotechnology & Life Sciences
		REAL ESTATE -- 1.5%
		Real Estate Services -- 1.5%
1,400,000	BB-/B1	Altisource Solutions, S.a.r.l, Term Loan B, 4. 11/27/19
987,500	BB/Ba1	CB Richard Ellis Services, Inc., Incremental Tranche C Term Loan, 3.459%, 3/4/18
987,500	BB/Ba1	CB Richard Ellis Services, Inc., Incremental Tranche D Term Loan, 3.708%, 9/4/19
1,500,000	NR/B1	GCA Services Group, Inc., First Lien Initial T Loan, 5.25%, 11/1/19
		Total Real Estate
		RETAILING -- 5.2%
		Apparel Retail -- 1.0%
2,344,824	B-/B2	Gymboree Corp., Term Loan, 5.0%, 2/23/18
647,986(f)	NR/NR	Johnny Appleseed's, Inc., First Lien Second Ou Term Loan, 6.5%, 4/25/16
145,331(f)	NR/NR	Johnny Appleseed's, Inc., Junior Term Loan, 8.0%, 4/25/17
619,910	BB/Ba3	Lord & Taylor Holdings LLC, Term Loan, 5.75%, 1/11/19
		Automotive Retail -- 0.8%

2,000,000	B+/B1	ARC Automotive Group, Inc., Term Loan, 6.25%, 11/15/18
550,000	BB/Ba1	Avis Budget Car Rental LLC, Tranche C Term Loan, 4.25%, 3/15/19
		Computer & Electronics Retail -- 0.6%
1,891,062	B/B2	Targus Group International, Inc., Term Loan, 9.5%, 5/24/16
		General Merchandise Stores -- 2.2%
2,841,135	BBB/Ba1	Dollar General Corp., Tranche B-1 Term Loan, 2.75%, 7/7/14
4,268,478	BBB-/Ba2	Dollar General Corp., Tranche B-2 Term Loan, 2.75%, 7/7/14

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Home Improvement Retail -- 0.6%
1,880,282	B+/Ba3	Hillman Group, Inc., Term Loan, 3.5%, 5/28/16
		Total Retailing
		SEMICONDUCTORS & SEMICONDUCTOR EQUIPMENT -- 1.
		Semiconductor Equipment -- 1.0%
1,909,186	BB-/B1	Aeroflex, Inc., Tranche B Term Loan, 5.75%, 5/9/18
1,481,250	BB+/Ba2	Sensata Technology BV/Sensata Technology Finance Co., LLC, Term Loan, 3.0%, 5/12/18
		Semiconductors -- 0.8%
2,159,436	BB/Ba2	Microsemi Corp., Term Loan B, 3.0%, 2/2/18
313,425	BBB-/Ba2	Semtech Corp., Term Loan B, 3.25%, 3/20/17
		Total Semiconductors & Semiconductor Equipment
		SOFTWARE & SERVICES -- 9.0%
		Application Software -- 4.7%
1,617,866	CC/B1	Allen Systems Group, Inc., Term Loan B, 7.5%, 11/21/15
1,421,307	B+/B1	Applied Systems, Inc., First Lien Term Loan,

		5.5%, 12/8/16
1,300,000	B+/B1	Applied Systems, Inc., Second Lien Term Loan, 9.5%, 6/8/17
1,250,000	B+/B1	Deltek, Inc., First Lien Term Loan, 6.0%, 10/10/18
997,500	B+/Ba3	Infor (US), Inc., Tranche B-2 Term Loan, 5.25% 4/5/18
1,557,670	BB+/Baa2	Nuance Communications, Inc., Term Loan C, 3.0%, 3/31/16
1,509,527	B+/B1	Serena Software, Inc., Extended 2016 Term Loan, 4.0%, 3/10/16
2,466,222	B+/B1	Verint Systems, Inc., 2011 Term Loan, 4.5%, 10/28/17
1,917,362	B+/B1	Vertafore, Inc., First Lien Term Loan, 5.25%, 7/29/16
1,000,000	CCC+/Caa1	Vertafore, Inc., Second Lien Term Loan, 9.75%, 10/29/17
		Data Processing & Outsourced Services -- 1.5%
60,879	B+/NR	First Data Corp., 2017 Dollar Term Loan, 5.208 3/24/17

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Data Processing & Outsourced Services -- (cont
802,493	B+/B1	First Data Corp., 2018 Dollar Term Loan, 4.208 3/24/18
1,875,000	NR/NR	Genpact, Ltd., Term Loan B, 3.25%, 8/30/19
1,584,000	BB+/Ba2	Neustar, Inc., Advance Term Loan, 3.75%, 11/8/18
568,571	BBB-/Ba2	Vantiv LLC, Tranche B Term Loan, 3.75%, 3/27/19
		Internet Software & Services -- 0.1%
394,000	BB+/Ba3	Autotrader.com, Inc., Tranche B-1 Term Loan, 4.0%, 12/15/16
		IT Consulting & Other Services -- 1.7%
2,000,000	BB/Ba3	Booz Allen Hamilton, Inc., Initial Tranche B T Loan, 4.5%, 7/31/19
500,000	B/Ba3	Kronos, Inc., First Lien Initial Term Loan, 5. 10/30/19
2,944,049	BB/Ba3	SunGuard Data Systems, Inc., Tranche C Term Loan, 3.959%, 2/28/17

		Systems Software -- 1.0%
1,112,786	BBB-/Ba2	Dealer Computer Services, Inc., Tranche B Term Loan, 2.75%, 4/21/18
2,213,875	NR/Ba2	Rovi Solutions Corp., Tranche B-2 Term Loan, 4.0%, 3/29/19
		Total Software & Services
		TECHNOLOGY HARDWARE & EQUIPMENT -- 3.5%
		Aerospace & Defense -- 0.5%
1,578,455	B/B2	Scitor Corp., Term Loan, 5.0%, 2/15/17
		Communications Equipment -- 0.8%
1,500,000	B+/NR	Audio Visual Services Group, Inc., First Lien Term Loan, 5.5%, 11/9/18
982,519	BB/Ba3	CommScope, Inc., Tranche 1 Term Loan, 4.25%, 1/14/18
		Electronic Components -- 0.8%
35,267	BB+/Ba2	Flextronics International, Ltd., Delayed Draw Term Loan A-1-B, 2.25%, 10/1/14

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Electronic Components -- (continued)
1,122,202	BB+/Ba2	Flextronics International, Ltd., Delayed Draw Loan A-3, 2.459%, 10/1/14
1,496,250	B+/B2	Generac Power Systems, Inc., Term Loan, 6.25%, 5/30/18
		Electronic Equipment & Instruments -- 0.3%
994,950	B+/Ba3	Sensus USA, Inc., Term Loan, 4.75%, 5/9/17
		Electronic Manufacturing Services -- 0.2%
609,375	B+/B2	Clover Technologies Group LLC (Clover Holdings Inc.), Term Loan, 5.5%, 5/7/18
		Technology Distributors -- 0.4%
1,298,506	BB-/B1	Excelitas Technologies Corp., New Term Loan B, 4.0%, 11/29/16

		Telecommunication Services -- 0.5%
1,645,403	B/B2	Securus Technologies Holdings, Inc., First Lie Term Loan, 6.5%, 5/31/17
		Total Technology Hardware & Equipment
		TELECOMMUNICATION SERVICES -- 5.4%
		Alternative Carriers -- 0.7%
EUR 745,314	B/B2	Amsterdamse Beheere-En Consultingmaatschappij B.V., Casema Facility Term Loan B-3, 3.107%, 3/31/17
EUR 257,598	NR/B2	Amsterdamse Beheere-En Consultingmaatschappij B.V., Casema Facility Term Loan B-4, 3.107%, 3/31/17
EUR 849,351	B/B2	Amsterdamse Beheere-En Consultingmaatschappij B.V., Kabelcom Facility Term Loan B-2, 3.107%, 3/31/17
		Application Software -- 1.1%
3,482,500	B/Ba3	Expert Global Solutions, Inc., Advance First L Term Loan B, 6.75%, 4/3/18
		Integrated Telecommunication Services -- 0.6%
637,760	B+/Ba3	West Corp., Term Loan B-5, 4.25%, 7/15/16
1,145,414	BB+/Baa3	Windstream Corp., Tranche B-2 Term Loan, 3.09% 12/17/15
		Wireless Telecommunication Services -- 3.0%
1,463,938	B+/Ba2	Crown Castle Operating Co., Tranche B Term Loa 4.0%, 1/31/19
5,521,281	BB/Ba1	MetroPCS Wireless, Inc., Tranche B-2 Term Loan 4.071%, 11/3/16

The accompanying notes are an integral part of these financial statements.

Schedule of Investments | 11/30/12 (continued)

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Wireless Telecommunication Services -- (contin
689,491	BB/Ba1	MetroPCS Wireless, Inc., Tranche B-3 Term Loan 4.0%, 3/17/18
1,970,063	BB-/B1	Syniverse Holdings, Inc., Initial Term Loan, 3.75%, 4/23/19
		Total Telecommunication Services

		TRANSPORTATION -- 3.4%
		Air Freight & Logistics -- 0.6%
300,000	B/B1	Ceva Group Plc, Dollar Tranche B Pre-Funded L/C Term Loan, 0.262%, 8/31/16
1,200,000	CCC+/Caa1	Ceva Group Plc, EGL Tranche B Term Loan, 5.313%, 8/31/16
465,000	B-/Ba3	Ozburn-Hessey Holding Co., LLC, First Lien Ter Loan, 8.25%, 4/8/16
		Airlines -- 2.3%
837,250	BB-/Ba3	Allegiant Travel Co., Term Loan, 4.25%, 3/10/17
1,333,125	BB-/Ba2	Delta Air Lines, Inc., 2011 Term Loan, 5.5%, 4/20/17
1,500,000	B+/Ba2	Delta Air Lines, Inc., Term Loan B-1, 5.25%, 10/18/18
246,308	BB-/Ba3	United Air Lines, Inc., Tranche B Term Loan, 2.25%, 2/1/14
3,500,000	B+/B2	US Airways Group, Inc., Term Loan, 2.5%, 3/21/14
		Trucking -- 0.5%
1,834,970	BB/B1	Swift Transportation Co., LLC, Tranche B-2 Ter Loan, 5.0%, 12/21/17
		Total Transportation
		UTILITIES -- 2.1%
		Electric Utilities -- 0.7%
3,506,137	CCC/Caa1	Texas Competitive Electric Holdings Co., LLC, 2017 Term Loan, 4.5%, 10/10/17
		Independent Power Producers & Energy Traders -- 1.4%
1,260,118	BB+/Ba1	AES Corp., Initial Term Loan, 3.25%, 6/1/18
500,000	BB-/B1	Calpine Corp., 2012 Term Loan, 3.25%, 10/9/19

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Independent Power Producers & Energy Traders -- (continued)
1,699,125	BB-/B1	Calpine Corp., Term Loan, 3.25%, 4/1/18
849,250	BB+/Baa3	NRG Energy, Inc., Term Loan, 3.0%, 7/1/18

		Total Utilities
		TOTAL SENIOR SECURED FLOATING RATE LOAN INTERESTS (Cost $456,311,713)
		CLAIMS -- 0.0%+ of Net Assets
		TRANSPORTATION -- 0.0%+
		Airlines -- 0.0%+
1,200,000(a)(g)	NR/NR	Northwest Airlines, Inc., ALPA Claim-Escrow, 0.0%
2,500,000(a)(g)	NR/NR	Northwest Airlines, Inc., Bell Atlantic Claim-Escrow, 0.0%
2,500,000(a)(g)	NR/NR	Northwest Airlines, Inc., EDC Claim-Escrow, 0.
2,130,600(a)(g)	NR/NR	Northwest Airlines, Inc., Flight Attendant Cla Escrow, 0.0%
1,500,000(a)(g)	NR/NR	Northwest Airlines, Inc., GE Claim-Escrow, 0.0
1,264,500(a)(g)	NR/NR	Northwest Airlines, Inc., IAM Claim-Escrow, 0.
1,404,900(a)(g)	NR/NR	Northwest Airlines, Inc., Retiree Claim-Escrow 0.0%
		Total Transportation
		TOTAL CLAIMS (Cost $0)
		CORPORATE BONDS & NOTES -- 8.2% of Net Assets
		BANKS -- 0.3%
		Diversified Banks -- 0.3%
1,000,000(d)	BBB+/Baa2	Intesa Sanpaolo S.p.A., 2.712%, 2/24/14 (144A)
		Total Banks
		CAPITAL GOODS -- 1.0%
		Aerospace & Defense -- 0.6%
1,850,000	BB-/Ba3	Spirit Aerosystems, Inc., 7.5%, 10/1/17
		Construction & Farm Machinery & Heavy Trucks -- 0.4%
1,000,000	B+/B3	Manitowoc Co., Inc., 9.5%, 2/15/18
		Total Capital Goods

The accompanying notes are an integral part of these financial statements.

Principal Amount	S&P/Moody's Ratings

USD ($) (unaudited)

		CONSUMER DURABLES & APPAREL -- 0.3%
		Housewares & Specialties -- 0.3%
1,000,000	BB-/Ba3	Jarden Corp., 8.0%, 5/1/16
		Total Consumer Durables & Apparel
		DIVERSIFIED FINANCIALS -- 0.6%
		Consumer Finance -- 0.1%
200,000	BBB/Baa1	Capital One Financial Corp., 7.375%, 5/23/14
		Other Diversified Financial Services -- 0.5%
250,000(d)	BB/NR	East Lane Re V, Ltd., 9.041%, 3/16/16 (144A)
500,000(d)	BB/NR	Lodestone Re, Ltd., 6.041%, 1/8/14 (144A)
500,000(d)	BB-/NR	Lodestone Re, Ltd., 8.291%, 5/17/13 (144A)
500,000(d)	BBB-/NR	Vita Capital V, Ltd., 3.124%, 1/15/17 (144A)
		Total Diversified Financials
		ENERGY -- 1.0%
		Oil & Gas Drilling -- 0.1%
250,000	B-/B3	Offshore Group Investments, Ltd., 7.5%, 11/1/19 (144A)
271,000	B-/B3	Offshore Group Investments, Ltd., 11.5%, 8/1/15
		Oil & Gas Exploration & Production -- 0.9%
2,490,000	BB/B1	Denbury Resources, Inc., 8.25%, 2/15/20
		Total Energy
		HEALTH CARE EQUIPMENT & SERVICES -- 2.1%
		Health Care Equipment & Services -- 0.3%
950,000	B+/B2	Physio-Control International, Inc., 9.875%, 1/15/19 (144A)
		Health Care Supplies -- 1.8%
8,153,342(c)	NR/NR	Azithromycin Royalty Sub LLC, 16.0%, 5/15/19
		Total Health Care Equipment & Services
		INSURANCE -- 0.5%
		Reinsurance -- 0.5%
250,000(d)	BB-/NR	Atlas Reinsurance VII, Ltd., 8.131%, 1/7/16 (144A)
500,000(d)	NR/Baa1	Combine Re, Ltd., 4.541%, 1/7/15 (144A)
250,000(d)	BB/NR	Mystic Re, Ltd., 9.041%, 3/12/15 (144A)

The accompanying notes are an integral part of these financial statements.

Principal Amount USD ($)	S&P/Moody's Ratings (unaudited)	
		Reinsurance -- (continued)
250,000(d)	B+/NR	Mythen Re, Ltd., Series 2012-2 Class A, 8.5%, 1/5/17 (144A)
250,000(d)	B/NR	Queen Street VII Capital, Ltd., 8.641%, 4/8/16 (144A)
		Total Insurance
		MATERIALS -- 1.2%
		Diversified Metals & Mining -- 0.3%
1,050,000	CCC+/B3	Molycorp, Inc., 10.0%, 6/1/20 (144A)
		Paper Packaging -- 0.3%
1,000,000(d)	B+/B1	Berry Plastics Corp., 5.09%, 2/15/15
		Paper Products -- 0.6%
1,750,000	B+/B1	Appleton Papers, Inc., 10.5%, 6/15/15 (144A)
		Total Materials
		MEDIA -- 0.3%
		Advertising -- 0.3%
936,000	B/B3	MDC Partners, Inc., 11.0%, 11/1/16
		Total Media
		RETAILING -- 0.6%
		Catalog Retail -- 0.6%
1,825,000	BBB-/Ba2	QVC, Inc., 7.5%, 10/1/19 (144A)
		Total Retailing
		TELECOMMUNICATION SERVICES -- 0.0%+
		Integrated Telecommunication Services -- 0.0%+
6,000	BB/Ba2	Frontier Communications Corp., 8.25%, 5/1/14
		Total Telecommunication Services
		TRANSPORTATION -- 0.3%
		Air Freight & Logistics -- 0.3%
1,000,000	CCC+/Caa2	CEVA Group Plc, 11.5%, 4/1/18 (144A)
		Total Transportation
		TOTAL CORPORATE BONDS & NOTES (Cost $27,800,725)

The accompanying notes are an integral part of these financial statements.

Schedule of Investments | 11/30/12 (continued)

Shares	
	COMMON STOCKS -- 2.4% of Net Assets
	AUTOMOBILES & COMPONENTS -- 2.1%
	Auto Parts & Equipment -- 2.1%
197,208(h)	Delphi Automotive Plc
	Total Automobiles & Components
	HEALTH CARE EQUIPMENT & SERVICES -- 0.0%+
	Health Care Services -- 0.0%+
15,034(h)	CCS Medical Holdings, Inc.
	Total Health Care Equipment & Services
	MEDIA -- 0.3%
	Broadcasting -- 0.3%
266(h)	New Young Broadcasting Holding Co., Inc.
	Total Media
	RETAILING -- 0.0%+
	Apparel Retail -- 0.0%+
569(h)	Johnny Appleseed's, Inc.
	Total Retailing
	TELECOMMUNICATION SERVICES -- 0.0%+
	Alternative Carriers -- 0.0%+
57,813(h)	Clearwire Corp.
	Total Telecommunication Services
	TRANSPORTATION -- 0.0%+
	Airlines -- 0.0%+
960(h)	Delta Air Lines, Inc.
	Total Transportation
	UTILITIES -- 0.0%+
	Independent Power Producers -- 0.0%+
6,378(h)	GenOn Energy, Inc.
	Total Utilities
	TOTAL COMMON STOCKS (Cost $5,339,638)

The accompanying notes are an integral part of these financial statements.

Shares	
	PREFERRED STOCK -- 0.2% of Net Assets
	PHARMACEUTICALS, BIOTECHNOLOGY &
	LIFE SCIENCES -- 0.2%
	Biotechnology -- 0.2%
153,554(h)	Molecular Insight Pharmaceuticals, Inc., 0.0 %
	Total Pharmaceuticals, Biotechnology & Life Sciences
	TOTAL PREFERRED STOCK (Cost $1,305,209)
	LIQUIDATING TRUSTS -- 0.0%+ of Net Assets
	CONSUMER SERVICES -- 0.0%+
	Hotels, Resorts & Cruise Lines -- 0.0%+
3,377,886(a)(h)(i)	Yellowstone Mountain Club LLC, Liquidating Trust
	Total Consumer Services
	ENERGY -- 0.0%+
	Oil & Gas Exploration & Production -- 0.0%+
4,995,000 (a)(h)(i)	Crusader Energy Group, Inc., Liquidating Trust
	Total Energy
	TOTAL LIQUIDATING TRUSTS (Cost $0)
	RIGHTS/WARRANTS -- 0.8% of Net Assets
	MEDIA -- 0.8%
	Broadcasting -- 0.8%
721(h)	New Young Broadcasting Holding Co., Inc., Expires 12/24/24
	Total Media
	TOTAL RIGHTS/WARRANTS (Cost $1,418,144)

The accompanying notes are an integral part of these financial statements.

Schedule of Investments | 11/30/12 (continued)

Principal Amount	
	TEMPORARY CASH INVESTMENTS -- 2.2% -- of Net Assets

$ 7,000,000	REPURCHASE AGREEMENT: 2.2% Deustche Bank AG, 0.23%, dated 11/30/12, repurchase price of $7,000,000 plus accrued interest on 12/3/12 collateralized by the following: $2,049,228 U.S. Treasury Bonds, 6.125% - 9.0%, 11/15/18 - 8/15/29, $796,083 U.S. Treasury Notes, 2.75% - 3.125%, 2/15/19 - 5/15/19, $4,300,211 U.S. Treasury Strips, 0.0% - 1.375%, 5/15/13 - 11/15/37.
	TOTAL TEMPORARY CASH INVESTMENTS (Cost $7,000,000)
	TOTAL INVESTMENTS IN SECURITIES -- 154.6% (Cost -- $506,293,256) (j)
	OTHER ASSETS AND LIABILITIES -- 2.0%
	PREFERRED SHARES AT REDEMPTION VALUE, INCLUDING DIVIDENDS PAYABLE -- (56.6)%
	NET ASSETS APPLICABLE TO COMMON SHAREOWNERS -- 100.0%

+ Amount round to less than 0.01%.

NR Security not rated by S&P or Moody's.

(144A) Security is exempt from registration under Rule 144A of the Securities Act of 1933. Such securities may be resold normally to qualified institutional buyers in a transaction exempt from registration. At November 30, 2012, the value of these securities amounted to $17,988,692, or 5.6% of total net assets applicable to common shareowners.

* Senior secured floating rate loan interests in which the Trust invests generally pay interest at rates that are periodically redetermined by reference to a base lending plus a premium. These base lending rates are generally (i) the lending rate offered by one or more major European banks, such as LIBOR (London InterBank Offered Rate), (ii) the prime rate offered by one or more major United States banks, (iii) the certificate of deposit or (iv) other base lending rates used by commercial lenders. The interest rate shown is the rate accruing at November 30, 2012.

(a) Security is valued using fair value methods (other than prices supplied by independent pricing services) See Notes to Financial Statements -- Note 1A.

(b) Security is in default and is non income producing.

The accompanying notes are an integral part of these financial statements.

(c) Indicates a security that has been deemed as illiquid. As of November 30, 2012, the aggregate cost of illiquid securities in the Trust's portfolio was $20,498,280. As of that date the aggregate fair value of illiquid securities in the Trust's portfolio of $13,449,765 represented 4.2% of total net assets applicable to common shareowners.

(d) Floating rate note. The rate shown is the coupon rate at November 30, 2012.

(e) The company and agent bank are in the process of negotiating forbearance.

(f) Payment-in-Kind (PIK) security which may pay interest in the form of additional principal amount.

(g) Security represents a claim which is subject to bankruptcy court findings which may result in an exchange of money, assets or equity.

(h) Non-income producing.

(i) Security represents a liquidating trust which is a vehicle which through future settlements of bankruptcy claims are dispersed to creditors.

(j) At November 30, 2012, the net unrealized loss on investments based on cost for federal tax purposes of $505,992,849 was as follows:

Aggregate gross unrealized gain for all investments in which there is an excess of value over tax cost	$ 12,786,261
Aggregate gross unrealized loss for all investments in which there is an excess of tax cost over value	(20,002,856)
Net unrealized loss	$ (7,216,595)

For financial reporting purposes net unrealized loss on investments was $7,517,002 and cost of investments aggregated $506,293,256.

Purchases and sales of securities (excluding temporary cash investments) for the year ended November 30, 2012 aggregated $313,312,710 and $308,961,330, respectively.

Principal amounts are denominated in U.S. dollars unless otherwise noted.

EUR -- Euro

Various inputs are used in determining the value of the Trust's investments. These inputs are summarized in the three broad levels below.

Level 1 -- quoted prices in active markets for identical securities

Level 2 -- other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds credit risks, etc.)See Notes to Financial Statements -- Note 1A.

Level 3 -- significant unobservable inputs (including the Trust's own assumptions in determining fair value of investments) See Notes to Financial Statements -- Note 1A.

Generally, equity securities are categorized as Level 1, fixed income securities and senior loans are categorized as Level 2, and securities valued using fair value methods (other than prices supplied by independent pricing services) are categorized as Level 3. See Notes to Financial Statements -- Note 1A.

The accompanying notes are an integral part of these financial statements.

The following is a summary of the inputs used as of November 30, 2012, in valuing the Trust's investments.

	Level 1	Level 2	Level 3
Asset Backed Security	$ --	$ 231,009	$ --
Collateralized Loan Obligations			
Diversified Banks	--	--	2,375,695
Thrifts & Mortgage Finance	--	--	4,984,230
Senior Secured Floating Rate Loan Interests	--	446,765,838	--
Claims			
Airlines	--	--	--*
Corporate Bonds & Notes			
Health Care Supplies	--	--	5,707,340
All Other	--	20,756,649	--
Common Stocks			
Leisure Facilities	--	937,650	--
Apparel Retail	--	1,423	--
Health Care Services	--	112,755	--
All Other	6,863,090	--	--
Preferred Stock			
Biotechnology	--	499,050	--
Liquidating Trusts			
Oil & Gas Exploration & Production	--	--	--*
Hotels, Resorts & Cruise Lines	--	--	--*
Rights/Warrants			
Leisure Facilities	--	--	--
Broadcasting	--	2,541,525	--
Temporary Cash Investments			
Repurchase Agreement	--	7,000,000	--
Total Investments in Securities - Assets	$ 6,863,090	$478,845,899	$ 13,067,265

* Security is valued at $0.

The accompanying notes are an integral part of these financial statements.

The following is a reconciliation of assets valued using significant unobservable inputs (Level 3):

	Balance as of 11/30/11	Realized gain (loss)(1)	Change in Unrealized appreciation (depreciation)(2)	Purchases	Sales	Accrued discounts premiums
Collateralized Loan Obligations						
Diversified Banks	$1,949,302	$ --	$ 426,393	$ --	$ --	$ -
Thrifts & Mortgage Finance	4,082,010	--	902,220	--	--	-
Senior Secured Floating Rate Loan Interests						
Oil & Gas Drilling	464,340	--	(373,353)	19,083	(112,671)	2,60
Cable & Satellite	9,143,647	(12,519,125)	11,865,726	--	(8,493,243)	2,99
Electric Utilities	83,697	(755,933)	571,194	--	(74,554)	175,59
Corporate Bonds & Notes						
Pharmaceuticals & Biotechnology & Life Sciences	15,673,871	760,317	7,167,148	1,735,269	(19,868,272)	239,40
Common Stocks						
Oil & Gas Drilling	1,302	(1,302)	--	--	--	-
Electric Utilities	16	(16)	--	--	--	-
Leisure Facilities	762,990	(614,917)	(148,073)	--	--	-
Total	$32,161,175	$(13,130,976)	$ 20,411,255	$1,754,352	$(28,549,140)	$ 420,59

* Transfers are calculated on the beginning of period values.

(1) Realized gain (loss) on these securities is included in the realized gain (loss) from investments in the Statement of Operations.

(2) Unrealized appreciation (depreciation) on these securities is included in the change in unrealized gain (loss) from investments in the Statement of Operations.

Net change in unrealized appreciation of Level 3 investments still held and considered Level 3 at 11/30/12: $(394,693).

During the year ended November 30, 2012, there were no transfers between levels 1, 2 and 3.

The accompanying notes are an integral part of these financial statements.

The following table presents additional information about valuation techniques and inputs used for investments categorized as Level 3 at November 30, 2012:

	Fair Value 11/30/2012	Valuation Technique(s)	Unobservable Input	Value/Range
Collateralized Loan Obligations	7,359,925	Third Party Vendor	Broker Quote	$76.42-$86.88 per bond
Corporate Bonds & Notes	5,707,340	Third Party Vendor	Broker Quote	$70.00 per bond
Liquidating Trusts (1)	--	Discounted Cash Flow	Residual Value	0
Claims (2)	--	Discounted Cash Flow	Residual Value	0

(1) The significant unobservable input used in the fair value measurement of liquidating trusts is the projected cash flow. Significant increases (decreases) in this input would result in a significantly higher (lower) fair value measurement.

(2) The significant unobservable input used in the fair value measurement of claims is the projected cash flow. Significant increases (decreases) in this input would result in a significantly higher (lower) fair value measurement.

The accompanying notes are an integral part of these financial statements.

Statement of Assets and Liabilities | 11/30/12

ASSETS:	
Investments in securities, at value (cost $506,293,256)	$
Cash	
Foreign currencies, at value (cost $6,245)	
Receivables --	
Investment securities sold	
Interest receivable	
Unrealized appreciation on bridge loans and unfunded loans	
Prepaid expenses	
Total assets	$
LIABILITIES:	
Payables --	
Investment securities purchased	$
Dividend payable to common shareholders	
Due to affiliates	
Administration fee payable	
Accrued expenses	
Other liabilities	
Total liabilities	$

PREFERRED SHARES AT REDEMPTION VALUE:	
$25,000 liquidation value per share applicable to 7,298 shares, including dividends payable of $19,924	$
NET ASSETS APPLICABLE TO COMMON SHAREOWNERS:	
Paid-in capital	$
Undistributed net investment income	
Accumulated net realized loss on investments and foreign currency transactions	(
Net unrealized loss on investments	
Net unrealized appreciation on bridge loans and unfunded loans	
Net unrealized gain on other assets and liabilities denominated in foreign currencies	
Net assets applicable to common shareowners	$
NET ASSET VALUE PER COMMON SHARE:	
No par value (unlimited number of shares authorized)	
Based on $322,714,141/24,705,145 common shares	$

The accompanying notes are an integral part of these financial statements.

Statement of Operations

For the Year Ended 11/30/12

INVESTMENT INCOME:		
Interest	$ 33,611,898	
Facility and other fees	633,747	
Dividends	1,420	
Total Investment income		$
EXPENSES:		
Management fees	$ 3,504,121	
Administrative reimbursements	366,169	
Transfer agent fees and expenses	17,078	
Shareowner communications expense	10,050	
Auction agent fees	462,510	
Custodian fees	44,134	
Registration fees	26,068	
Professional fees	320,289	
Printing expenses	25,999	
Trustees' fees	17,942	
Miscellaneous	198,816	
Total expenses		$
Net investment income		$
REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCY TRANSACTIONS:		
Net realized loss on:		

Investments	$ (21,527,442)	
Forward foreign currency contracts and other assets and liabilities denominated in foreign currencies	(60,501)	$
Change in net unrealized loss on:		
Investments	$ 35,231,788	
Unfunded loan commitments	14,711	
Forward foreign currency contracts and other assets and liabilities denominated in foreign currencies	51,280	$
Net gain on investments and foreign currency transactions		$
DISTRIBUTIONS TO PREFERRED SHAREOWNERS FROM NET INVESTMENT INCOME:		$
Net increase in net assets applicable to common shareowners resulting from operations		$

The accompanying notes are an integral part of these financial statements.

Statements of Changes in Net Assets

	Year Ended 11/30/12	Yea End 11/
FROM OPERATIONS:		
Net investment income	$ 29,253,889	$
Net realized loss on investments and foreign currency transactions	(21,587,943)	
Change in net unrealized gain (loss) on investments, unfunded loan commitments and foreign currency transactions	35,297,779	
Distributions to preferred shareowners from net investment income	(2,841,944)	
Net increase in net assets applicable to common shareowners resulting from operations	$ 40,121,781	$
DISTRIBUTIONS TO COMMON SHAREOWNERS:		
Net investment income ($1.01 and $0.94 per share, respectively)	$ (25,046,607)	$
Total distributions to common shareowners	$ (25,046,607)	$
FROM TRUST SHARE TRANSACTIONS:		
Reinvestment of distributions	$ 816,896	$
Net increase in net assets applicable to common shareowners from Trust share transactions	$ 816,896	$
Net increase (decrease) in net assets applicable to common shareowners	$ 15,892,070	$

NET ASSETS		
Beginning of year	306,822,071	
End of year	$ 322,714,141	$
Undistributed net investment income	$ 5,462,051	$

The accompanying notes are an integral part of these financial statements.

Financial Highlights

	Year Ended 11/30/12	Year Ended 11/30/11	Ye En 11
Per Share Operating Performance			
Net asset value, beginning of period	$12.45	$ 12.52	$1
Increase (decrease) from investment operations:(a)			
Net investment income	$ 1.19	$ 1.28	$
Net realized and unrealized gain (loss) on investments and foreign currency transactions	0.55	(0.30)	
Dividends and distributions to preferred shareowners from:			
Net investment income	(0.12)	(0.11)	(
Net realized gains	--	--	
Net increase (decrease) from investment operations	$ 1.62	$ 0.87	$
Distributions to common shareowners from:			
Net investment income	(1.01)	(0.94)	(
Net realized gains	--	--	
Tax return of capital	--	--	
Net increase (decrease) in net asset value	$ 0.61	$ (0.07)	$
Net asset value, end of period(b)	$13.06	$ 12.45	$1
Market value, end of period(b)	$13.41	$ 12.55	$1
Total return at market value(c)	15.66%	2.60%	2
Ratios to average net assets of common shareowners:			
Net expenses (d)	1.58%	1.67%	
Net investment income before preferred share dividends	9.24%	9.96%	
Preferred share dividends	0.90%	0.85%	
Net investment income available to common shareowners	8.34%	9.11%	
Portfolio turnover	63%	42%	

The accompanying notes are an integral part of these financial statements.

	Year Ended 11/30/12	Year Ended 11/30/11	Year Ende 11/3
Net assets of common shareowners, end of period (in thousands)	$322,714	$306,822	$307
Preferred shares outstanding (in thousands)	$182,450	$182,450	$182
Asset coverage per preferred share, end of period	$ 69,222	$ 67,047	$ 69
Average market value per preferred share (e)	$ 25,000	$ 25,000	$ 25
Liquidation value, including dividends payable, per preferred share	$ 25,003	$ 25,005	$ 25
Ratios to average net assets of common shareowners before waivers and reimbursement of expenses			
Total expenses (d)	1.58%	1.67%	
Net investment income before preferred share distributions	9.24%	9.96%	
Preferred share distributions	0.90%	0.85%	
Net investment income available to common shareowners	8.32%	9.11%	

(a) The per common share data presented above is based upon the average common shares outstanding for the periods presented.

(b) Net asset value and market value are published in Barron's on Saturday, The Wall Street Journal on Monday and The New York Times on Monday and Saturday.

(c) Total investment return is calculated assuming a purchase of common shares at the current market value on the first day and a sale at the current market value on the last day of the periods reported. Dividends and distributions, if any, are assumed for purposes of this calculation to be reinvested at prices obtained under the Trust's dividend reinvestment plan. Total investment return does not reflect brokerage commissions. Past performance is not a guarantee of future results.

(d) Expense ratios do not reflect the effect of distribution payments to preferred shareowners.

(e) Market value is redemption value without an active market.

The information above represents the audited operating performance data for a share of common stock outstanding, total investment return, ratios to average net assets and other supplemental data for the periods indicated. This information has been determined based upon financial information provided in the financial statements and market value data for the Trust's common shares.

The accompanying notes are an integral part of these financial statements.

Notes to Financial Statements | 11/30/12

1. Organization and Significant Accounting Policies

Pioneer Floating Rate Trust (the "Trust") was organized as a Delaware statutory trust on October 6, 2004. Prior to commencing operations on December 28, 2004, the Trust had no operations other than matters relating to its organization and registration as a closed-end management investment company under the Investment Company Act of 1940, as amended. The Trust is a diversified fund. The investment objective of the Trust is to provide a high level of current income. The Trust will, as a secondary objective, also seek preservation of capital to the extent consistent with its primary objective of high current income.

The Trust's financial statements have been prepared in conformity with U.S. generally accepted accounting principles that require the management of the Trust to, among other things, make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income, expenses and gain or loss on investments during the reporting period. Actual results could differ from those estimates.

The following is a summary of significant accounting policies followed by the Trust in the preparation of its financial statements, which are consistent with those policies generally accepted in the investment company industry:

A. Security Valuation

Security transactions are recorded as of trade date. Senior floating rate loan interests (senior loans) are valued in accordance with guidelines established by the Board of Trustees at the mean between the last available bid and asked prices from one or more brokers or dealers as obtained from Loan Pricing Corporation, an independent pricing service. Senior loans for which no reliable price quotes are available will be valued using furnished inputs/data by Loan Pricing Corporation through the use of pricing matrices to determine valuations. Fixed-income securities with remaining maturity of more than sixty days are valued at prices supplied by independent pricing services, which consider such factors as market prices, market events, quotations from one or more brokers, Treasury spreads, yields, maturities and ratings. Valuations may be supplemented by dealers and other sources, as required. Equity securities that have traded on an exchange are valued at the last sale price on the principal exchange where they are traded. Equity securities that have not traded on the date of valuation, or securities for which sale prices are not available, generally are valued using the mean between the last bid and asked prices. Short-term fixed income securities

with remaining maturities of sixty days or less generally are valued at amortized cost. Shares of money market mutual funds are valued at their net asset value.

Trading in the foreign securities is substantially completed each day at various times prior to the close of the NYSE. The values of such securities used in computing the net asset value of the Trust's shares are determined as of such times.

Securities or loan interests for which independent pricing services are unable to supply prices or for which market prices and/or quotations are not readily available or are considered to be unreliable are valued by or at the direction or with the approval of the Valuation Committee using fair value methods pursuant to procedures adopted by the Board of Trustees. The Valuation Committee is comprised of certain members of the Board of Trustees. The Trust may use fair value methods if it is determined that a significant event has occurred after the close of the exchange or market on which the security trades and prior to the determination of the Trust's net asset value. Examples of a significant event might include political or economic news, corporate restructurings, natural disasters, terrorist activity or trading halts. Thus, the valuation of the Trust's securities may differ significantly from exchange prices and such differences could be material. PIM is responsible for monitoring developments that may impact fair valued securities and for discussing and assessing fair values on an ongoing basis, and at least quarterly, with the Valuation Committee.

At November 30, 2012, nine securities were valued using fair value methods (in addition to securities valued using prices supplied by independent pricing services), representing 0.0% of net assets applicable to common shareowners. Inputs used when applying fair value methods to value a security may include credit ratings, the financial condition of the company, current market conditions and comparable securities.

Discounts and premiums on debt securities are accreted or amortized, respectively, daily, into interest income on an effective yield to maturity basis with a corresponding increase or decrease in the cost basis of the security. Premiums and discounts related to certain mortgage-backed securities are amortized or accreted in proportion to the monthly paydowns. Interest income, including income on interest bearing cash accounts, is recorded on an accrual basis, net of unrecoverable foreign taxes withheld at the applicable country rates.

Dividend income is recorded on the ex-dividend date, except that certain dividends from foreign securities where the ex-dividend date may have passed are recorded as soon as the Trust becomes aware of the ex-dividend data in the exercise of reasonable diligence.

Gains and losses on sales of investments are calculated on the identified cost method for both financial reporting and federal income tax purposes.

B. Foreign Currency Translation

The books and records of the Trust are maintained in U.S. dollars. Amounts denominated in foreign currencies are translated into U.S. dollars using current exchange rates.

Net realized gains and losses on foreign currency transactions, if any, represent, among other things, the net realized gains and losses on foreign currency contracts, disposition of foreign currencies and the difference between the amount of income accrued and the U.S. dollars actually received. Further, the effects of changes in foreign currency exchange rates on investments are not segregated in the Statement of Operations from the effects of changes in market prices of those securities but are included with the net realized and unrealized gain or loss on investments.

C. Forward Foreign Currency Contracts

The Trust may enter into forward foreign currency contracts (contracts) for the purchase or sale of a specific foreign currency at a fixed price on a future date. All contracts are marked to market daily at the applicable exchange rates, and any resulting unrealized gains or losses are recorded in the Trust's financial statements. The Trust records realized gains and losses at the time a portfolio hedge is offset by entry into a closing transaction or extinguished by delivery of the currency. Risks may arise upon entering into these contracts from the potential inability of counterparties to meet the terms of the contracts and from unanticipated movements in the value of foreign currencies relative to the U.S. dollar (see Note 5).

D. Federal Income Taxes

It is the Trust's policy to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute all of its taxable income and net realized capital gains, if any, to its shareowners. Therefore, no provision for federal income taxes is required. As of November 30, 2012, the Trust did not have any interest and penalties related to uncertain tax positions, which, if applicable, would be recorded as an income tax expense in the Statement of Operations. Tax years for the prior three fiscal years remain subject to examination by federal and state tax authorities.

The amount and character of income and capital gain distributions to shareowners are determined in accordance with federal income tax rules, which may differ from U.S. generally accepted accounting principles. Distributions in excess of net investment income or net realized gains are temporary overdistributions for financial statement purposes resulting from differences in the recognition or classification of income or distributions for financial statement and tax purposes. Capital accounts within the financial statements are adjusted for permanent book/tax differences to reflect tax character, but are not adjusted for temporary differences. At November 30, 2012, the Fund reclassified $1,844,181 to decrease undistributed net investment income, and $1,844,181 to decrease accumulated net realized loss on investments to reflect permanent book/tax differences. These adjustments have no impact on net assets or the results of operations.

At November 30, 2012, the Trust was permitted to carry forward $7,828,711 of long term losses under the Regulated Investment Company Modernization Act of 2010 without limitation. Additionally, at November 30, 2012, the Trust had a net capital loss carryforward of $120,602,379 of which the following amounts will expire between 2016 and 2019 if not utilized: $27,976,876 in 2016, $62,461,978 in 2017, $11,415,660 in 2018 and $18,747,865 in 2019. Since unlimited losses are required to be utilized prior to losses incurred in pr-enactment years, pre-enactment capital loss carryforwards may be more likely to expire unused.

The Trust has elected to defer approximately $11,915,051 of capital losses recognized between November 1, 2012 and November 30, 2012 to its fiscal year ending November 30, 2013.

The tax character of distributions paid to shareowners during the years ended November 30, 2012 and November 30, 2011 was as follows:

	2012	2011
Distributions paid from:		
Ordinary income	$27,888,551	$25,801,555
Total	$27,881,551	$25,801,555

The following shows the components of distributable earnings (losses) on a federal income tax basis at November 30, 2012:

	2012
Distributable earnings:	
Undistributed ordinary income	$ 7,034,454
Capital loss carryforward	(128,431,090)
Late Year loss deferred	(11,915,051)
Dividends payable	(1,872,810)
Unrealized depreciation	(7,209,302)
Total	$(142,393,799)

The difference between book-basis and tax-basis unrealized appreciation is primarily attributable to the realization for tax purposes of unrealized gains on investments in passive foreign investment companies, the book/tax differences in the accrual of income on securities in default, the difference between book and tax amortization methods for premiums and discounts on fixed income securities and other temporary book/tax differences.

E. Risk

Information regarding the Trust's principal risks is contained in the Trust's original offering prospectus with additional information included in the Trust's shareowner reports from time to time. Please refer to those documents when considering the Trust's risks. At times, the Trust's investments may represent industries or industry sectors that are interrelated or have common risks, making the Trust more susceptible to any economic, political, or regulatory developments or other risks affecting those industries and sectors.

The Trust invests primarily in senior floating rate loans (Senior Loans). The Trust may also invest in other floating and variable rate instruments, including second lien loans, investment grade fixed-income debt securities and high yield, high risk corporate bonds. The Trust may also invest in below investment grade securities. Below investment grade securities are commonly referred to as "junk bonds" and are considered speculative with respect to the issuer's capacity to pay interest and repay principal. These securities involve greater risk of loss, are subject to greater price volatility, and are less liquid, especially during periods of economic uncertainty or change, than higher rated debt securities. The Trust may invest in securities of issuers that are in default or that are in bankruptcy. Additionally, the Trust may invest in "event-linked" bonds, which sometimes are referred to as "insurance-linked" or "catastrophe" bonds. The return of principal and the payment of interest on event-linked bonds are contingent on the non-occurrence of a pre-defined "trigger" event, such as a hurricane or an earthquake of a specific magnitude. In addition to the specified trigger events, event-linked bonds may expose the Trust to other risks, including but not limited to issuer (credit) default, adverse regulatory or jurisdictional interpretations and adverse tax consequences.

The Trust's investments in certain foreign markets or countries with limited developing markets may subject the Trust to a greater degree of risk than in a developed market. These risks include disruptive political or economic conditions and the possible imposition of adverse governmental laws or currency exchange restrictions.

The Trust is not limited in the percentage of its assets that may be invested in Senior Loans and other securities deemed to be illiquid. Illiquid securities may be difficult to sell at a fair price at times when the Trust believes it is desirable to do so and their market price is generally more volatile than that of more liquid securities. Illiquid securities are also more difficult to value, and investment of the Trust's assets in illiquid securities may restrict the Trust's ability to take advantage of market opportunities.

F. Repurchase Agreements

With respect to repurchase agreements entered into by the Trust, the value of the underlying securities (collateral), including accrued interest, is required to be equal to or in excess of the repurchase price. The collateral for all repurchase agreements is held in safekeeping in the customer-only account of the Trust's custodian or a custodian of the Trust. The Trust's investment adviser, Pioneer Investment Management, Inc. (PIM), is responsible for determining that the value of the collateral remains at least equal to the repurchase price.

G. Automatic Dividend Reinvestment Plan

All common shareowners whose shares are registered in their own names automatically participate in the Automatic Dividend Reinvestment Plan (the Plan), under which participants receive all dividends and capital gain distributions (collectively, dividends) in full and fractional common shares of the Trust in lieu of cash. Shareowners may elect not to participate in the Plan. Shareowners not participating in the Plan receive all dividends and capital gain distributions in cash. Participation in the Plan is completely voluntary and may be terminated or resumed at any time without penalty by notifying American Stock Transfer & Trust Company, the agent for shareowners in administering the Plan (the Plan Agent), in writing prior to any dividend record date; otherwise such termination or resumption will be effective with respect to any subsequently declared dividend or other distribution.

If a shareowner's shares are held in the name of a brokerage firm, bank or other nominee, the shareowner can ask the firm or nominee to participate in the Plan on the shareowner's behalf. If the firm or nominee does not offer the Plan, dividends will be paid in cash to the shareowner of record. A firm or nominee may reinvest a shareowner's cash dividends in common shares of the Trust on terms that differ from the terms of the Plan.

Whenever the Trust declares a dividend on common shares payable in cash, participants in the Plan will receive the equivalent in common shares acquired by the Plan Agent either (i) through receipt of additional unissued but authorized common shares from the Trust or (ii) by purchase of outstanding common shares on the New York Stock Exchange or elsewhere. If, on the payment date for any dividend, the net asset value per common share is equal to or less than the market price per share plus estimated brokerage trading fees (market premium), the Plan Agent will invest the dividend amount in newly issued common shares. The number of newly issued common shares to be credited to each account will be determined by dividing the dollar amount of the dividend by the net asset value per common share on the date the shares are issued, provided that the maximum discount from the then current market price per share on the date of issuance does not exceed 5%. If, on the payment date for any dividend, the net asset value per common share is greater than the market value (market discount), the Plan Agent will invest the dividend amount in common shares acquired in open-market purchases. There are no brokerage charges with respect to newly issued common shares. However, each participant will pay a pro rata share of brokerage trading fees incurred with respect to the Plan Agent's open-market purchases. Participating in the Plan does not relieve shareowners from any federal, state or local taxes which may be due on dividends paid in any taxable year. Shareowners holding Plan shares in a brokerage account may not be able to transfer the shares to another broker and continue to participate in the Plan.

2. Management Agreement

PIM, a wholly owned indirect subsidiary of UniCredit S.p.A. (UniCredit), manages the Trust's portfolio. Management fees payable under the Trust's Advisory Agreement with PIM are calculated daily at the annual rate of 0.70% of the Trust's average daily managed assets. "Managed assets" means (a) the total assets of the Trust, including any form of investment leverage, minus (b) all accrued liabilities incurred in the normal course of operations, which shall not include any liabilities or obligations attributable to investment leverage obtained through (i) indebtedness of any type (including, without limitation, borrowing through a credit facility of the issuance of debt securities), (ii) the issuance of preferred stock or other similar preference securities, and/or (iii) any other means. For the year ended November 30, 2012, the net management fee was 0.70% of the Trust's average daily managed assets, which was equivalent to 1.11% of the Trust's average daily net assets.

In addition, under PIM's management and administration agreements, certain other services and costs are paid by PIM and reimbursed by the Trust. At November 30, 2012, $411,226 was payable to PIM related to

management costs, administrative costs and certain other services and is included in "Due to affiliates" and "Administration fee" on the Statement of Assets and Liabilities.

Effective April 2, 2012, PIM has retained Brown Brothers Harriman & Co. (BBH) to provide certain administrative and accounting services to the Trust on its behalf. For such services, PIM pays BBH a monthly fee at an annual rate of 0.025% of the Trust's average daily managed assets subject to a minimum monthly fee of $6,250. Previously, PIM had retained State Street Bank and Trust Company (State Street) to provide such services. PIM paid State Street a monthly fee at an annual rate of 0.07% of the Trust's average daily managed assets up to $500 million, subject to a minimum monthly fee of $10,000. Neither BBH nor State Street has received compensation directly from the Trust for providing such services.

3. Transfer Agents

Pioneer Investment Management Shareholder Services, Inc. (PIMSS), a wholly owned indirect subsidiary of UniCredit, through a sub-transfer agency agreement with American Stock Transfer & Trust Company, provides substantially all transfer agent and shareowner services related to the Trust's common shares at negotiated rates.

In addition, the Trust reimburses PIMSS for out-of-pocket expenses incurred by PIMSS related to shareowner communications activities such as proxy and statement mailings and outgoing phone calls.

4. Expense Offset Arrangement

The Trust has entered into an arrangement with its custodian whereby credits realized as a result of uninvested cash balances are used to reduce a portion of the Trust's custodian expenses. For the year ended November 30, 2012, the Trust's expenses were not reduced under such arrangement.

5. Forward Foreign Currency Contracts

The Trust may enter into various forward foreign currency contracts that obligate the Trust to deliver or take delivery of currencies at specified future maturity dates. Alternatively, prior to the settlement date of a forward foreign currency contract, the Trust may close out such contract by entering into an offsetting contract.

At November 30, 2012, the Trust had no open forward portfolio or settlement contracts.

6. Unfunded Loan Commitments

As of November 30, 2012, the Trust had unfunded loan commitments amounting to $166,957 (excluding unrealized depreciation on this commitment of $2,681 as of November 30, 2012) which could be extended at the option of the borrower, pursuant to the following loan agreement:

Borrower	Par	Cost	Value	Unrealized Gain
Harvard Drug Group, LLC, Delayed Draw Term Loan	$166,957	$165,319	$168,000	$2,681
Total				$2,681

In addition the Trust had the following bridge loan commitments outstanding at November 30, 2012.

Loan	Par	Cost	Value	Unrealized Gain
Hamilton Sundstrand Corp., Term Loan	$ 750,000	$ 750,000	$ 753,750	$ 3,750
Spectrum Brands, Inc., Term Loan	$1,650,000	$1,650,000	$1,650,000	--
Clean Harbors, Inc., Term Loan	$ 685,000	$ 685,000	$ 685,000	--

Total	$ 3,750

7. Trust Shares

There are an unlimited number of common shares of beneficial interest authorized.

Transactions in common shares of beneficial interest for the years ended November 30, 2012 and November 30, 2011 were as follows:

	11/30/12	11/30/11
Shares outstanding at beginning of period	24,640,650	24,536,526
Reinvestment of distributions	64,495	104,124
Shares outstanding at end of period	24,705,145	24,640,650

The Trust may classify or reclassify any unissued shares of beneficial interest into one or more series of preferred shares of beneficial interest. As of November 30, 2012, there were 7,298 auction market preferred shares (AMPS) AMPS as follows: Series M7-2,434, Series W7,-2,432 and Series TH7-2,432.

Dividends on Series M7, Series W7, and Series TH7 are cumulative at a rate which is to be reset every seven days based on the results of an auction. An auction fails if there are more AMPS offered for sale than there are buyers. When an auction fails, the dividend rate for the period will be the maximum rate on the auction dates described in the prospectus for the AMPS. Preferred

shareowners are not able to sell their AMPS at an auction if the auction fails. Since February 2008, the Trust's auctions related to the AMPS have failed. The maximum rate for each series is the greater of 125% of the one week LIBOR rate or the LIBOR rate plus a spread of 1.25%. Dividend rates on AMPS ranged from 1.438% to 1.687% during the year ended November 30, 2012.

The Trust may not declare dividends or make other distributions on its common shares or purchase any such shares if, at the time of the declaration, distribution or purchase, the Trust does not comply with the asset coverage ratios described in the prospectus for the AMPS.

The AMPS are redeemable at the option of the Trust, in whole or in part, on any dividend payment date at $25,000 per share plus any accumulated or unpaid dividends, whether or not declared. The AMPS are also subject to mandatory redemption at $25,000 per share plus any accumulated or unpaid dividends, whether or not declared, if certain requirements relating to the composition of the assets and liabilities of the Trust as set forth in the Statement of Preferences are not satisfied.

The holders of AMPS have voting rights equal to the holders of the Trust's common shares (one vote per share) and will vote together with holders of the common shares as a single class. Holders of AMPS are also entitled to elect two of the Trust's Trustees. In addition, the Investment Company Act of 1940, as amended, requires that along with approval by shareowners that might otherwise be required, the approval of the holders of a majority of any outstanding preferred shares, voting separately as a class, would be required to (a) adopt any plan of reorganization that would adversely affect the preferred shares and (b) take any action requiring a vote of security holders, including, among other things, changes in the Trust's subclassification as a closed-end management investment company or changes in its fundamental investment restrictions.

8. Additional Disclosures about Derivative Instruments and Hedging Activities:

The effect of derivative instruments on the Statement of Operations for the year ended November 30, 2012 was as follows:

Derivatives not Accounted for as Hedging Instruments Under Accounting Codification (ASC) 815	Location of Gain or (Loss) on Derivatives Recognized in Income	Realized Loss on Derivatives Recognized in Income	Change in Unrealized Gain or (Loss) on Derivatives Recognized in Income
Forward Foreign Currency Portfolio Hedge Contracts	Change in net unrealized gain (loss) on forward foreign currency contracts and other assets and liabilities denominated in foreign currencies		$51,280

9. Pending Litigation

The Trust is currently involved in a litigation matter relating to Trust investments. The Trust believes this claim is without merit and is defending it vigorously. At November 30, 2012, it is reasonably possible that an adverse outcome may result. Currently, the amount of the judgment cannot be reasonably estimated.

10. Subsequent Events

The Board of Trustees of the Trust declared on December 3, 2012 a dividend from undistributed net investment income of $0.075 per common share payable December 20, 2012, to shareowners of record on December 13, 2012.

Subsequent to November 30, 2012, dividends declared and paid on preferred shares totaled $230,686 in aggregate for the outstanding preferred share series through December 27, 2012.

ADDITIONAL INFORMATION (unaudited)

During the year, there have been no material changes in the Trust's investment objective or fundamental policies that have not been approved by the shareowners. There have been no changes in the Trust's charter or By-Laws that would delay or prevent a change in control of the Trust which has not been approved by the shareowners. During the year, there have been no changes in the principal risk factors associated with investment in the Trust. There were no changes in the persons who are primarily responsible for the day-to-day management of the Trust's portfolio.

Notice is hereby given in accordance with Section 23(c) of the Investment Company Act of 1940 that the Trust may purchase, from time to time, its common shares in the open market.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees and the Shareowners of
Pioneer Floating Rate Trust:

We have audited the accompanying statement of assets and liabilities of Pioneer Floating Rate Trust (the "Trust"), including the schedule of investments, as of November 30, 2012, and the related statement of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended. These financial statements and financial highlights are the responsibility of the Trust's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. We were not engaged to perform an audit of the Trust's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements and financial highlights, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of November 30, 2012, by correspondence with the custodian, brokers, and agent banks or by other appropriate auditing procedures where replies from brokers and agent banks were not received. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Pioneer Floating Rate Trust at November 30, 2012, the results of its operations for the year then ended, the changes in its net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended, in conformity with U.S. generally accepted accounting principles.

/s/ Ernst & Young LLP

Boston, Massachusetts
January 25, 2013

Results of Shareholder Meeting (unaudited)

At the annual meeting of shareowners held on September 18, 2012, shareowners of Pioneer Floating Rate Trust were asked to consider the proposal described below. A report of the total votes cast by the Trust's shareholders follows:

Proposal 1 -- To elect Class III Trustees.

Nominee	For	Withheld
Thomas J. Perna	14,523,321.338	328,406.000
Marguerite A. Piret*	2,472.000	106.000

* Elected by preferred shares only.

Approval of Investment Advisory Agreement

Pioneer Investment Management, Inc. (PIM) serves as the investment adviser to Pioneer Floating Rate Trust (the Trust) pursuant to an investment advisory agreement between PIM and the Trust. In order for PIM to remain the investment adviser of the Trust, the Trustees of the Trust must determine annually whether to renew the investment advisory agreement for the Trust.

The contract review process began in March 2012 as the Trustees of the Trust agreed on, among other things, an overall approach and timeline for the process. In July 2012, the Trustees approved the format of the contract review materials and submitted their formal request to PIM to furnish information necessary to evaluate the terms of the investment advisory agreement. The contract review materials were provided to the Trustees in July 2012 and September 2012. After reviewing and discussing the materials, the Trustees submitted a request for additional information to PIM, and materials were provided in response to this request. Meetings of the Independent Trustees of the Trust were held in July, September, October, and November, 2012 to review and discuss the contract review materials. In addition, the Trustees took into account the information related to the Trust provided to the Trustees at each regularly scheduled meeting.

At a meeting held on November 13, 2012, based on their evaluation of the information provided by PIM and third parties, the Trustees of the Trust, including the Independent Trustees voting separately, unanimously approved the renewal of the investment advisory agreement for another year. In considering the renewal of the investment advisory agreement, the Trustees considered various factors that they determined were relevant, including the factors described below. The Trustees did not identify any single factor as the controlling factor in determining to approve the renewal of the agreement.

Nature, Extent and Quality of Services

The Trustees considered the nature, extent and quality of the services that had been provided by PIM to the Trust, taking into account the investment objective and strategy of the Trust. The Trustees reviewed the terms of the investment advisory agreement. The Trustees also reviewed PIM's investment approach for the Trust, its research process and its process for trade execution. The Trustees considered the resources of PIM and the personnel of PIM who provide investment management services to the Trust. The Trustees considered the non-investment resources and personnel of PIM involved in PIM's services to the Trust, including PIM's compliance and legal resources and personnel. The Trustees also considered the substantial attention and high priority given

by PIM's senior management to the Pioneer fund complex. In addition, the Trustees considered PIM's plans to increase resources in its investment management function and other enhancements to PIM's advisory capabilities.

The Trustees considered that PIM supervises and monitors the performance of the Trust's service providers and provides the Trust with personnel (including Trust officers) and other resources that are necessary for the Trust's business management and operations. The Trustees also considered that, as administrator, PIM is responsible for the administration of the Trust's business and other affairs. The Trustees considered the fees paid to PIM for the provision of administration services.

Based on these considerations, the Trustees concluded that the nature, extent and quality of services that had been provided by PIM to the Trust were satisfactory and consistent with the terms of the investment advisory agreement.

Performance of the Trust

The Trustees considered the performance results of the Trust over various time periods. They reviewed information comparing the Trust's performance with the performance of its peer group of funds as classified by Morningstar, Inc. (Morningstar), an independent provider of investment company data, and with the performance of the Trust's benchmark index. The Trustees considered that the Trust's annualized total return was in the fifth quintile of its Morningstar category for the one period ended June 30, 2012, the fourth quintile of its Morningstar category for the three year period ended June 30, 2012, and the second quintile of its Morningstar category for the five year period ended June 30, 2012. (In all quintile rankings referred to throughout this disclosure, first quintile is most favorable to the Trust's shareowners. Thus, highest relative performance would be first quintile and lowest relative expenses would also be first quintile.) The Trustees considered that the Trust's twelve month average gross portfolio yield (using month end 30 day effective yields) exceeded the twelve month average yield of the Trust's benchmark index. The Trustees reviewed data provided by PIM showing how leverage had benefited the Trust's common shareholders. The Trustees noted that PIM assumed sole responsibility for the Trust's assets effective January 1, 2009. The Trustees considered reasons for the underperformance of the Trust relative to its peer group and the steps recently taken by PIM in an effort to improve the performance of the Trust. The Trustees agreed that they would continue to closely monitor the Trust's performance.

Management Fee and Expenses

The Trustees considered information on the fees and expenses of the Trust in comparison to the management fees and the expense ratios of a peer group of funds selected on the basis of criteria determined by the Independent Trustees for this purpose using data provided by Strategic Insight Mutual Fund Research and Consulting, LLC (Strategic Insight), an independent third party. The Trustees considered that the Trust's management fee rate (based on managed assets) for the twelve months ended June 30, 2012 was in the second quintile relative to the management fees paid by other funds in its Strategic Insight peer group for the comparable period.

The Trustees also considered that the Trust's expense ratio (based on managed assets) for the twelve months ended June 30, 2012 was in the second quintile relative to its Strategic Insight peer group for the comparable period. The Trustees reviewed gross and net management fees charged by PIM to its institutional and other clients, including publicly offered European funds, U.S. registered investment companies (in a sub-advisory capacity), and unaffiliated foreign and domestic separate accounts. The Trustees also considered PIM's costs in providing services to the Trust and to its other clients and considered the differences in management fees and profit margins for PIM's Trust and non-Trust services. In evaluating the fees associated with PIM's client accounts, the Trustees took into account the respective demands, resources and complexity associated with the Trust and client accounts. The Trustees noted that in some instances the fee rates for those clients were lower than the management fee for the Trust and considered that, under the investment advisory agreement with the Trust, PIM performs additional services for the Trust that it does not provide to those other clients or services that are broader in scope, including oversight of the Trust's other service providers and activities related to compliance and the extensive regulatory and tax regimes to which the Trust is subject. The Trustees also considered the different entrepreneurial risks associated with PIM's management of the Trust and the other client accounts. The Trustees concluded that the management fee payable by the Trust to PIM was reasonable in relation to the nature and quality of the services provided by PIM.

Profitability

The Trustees considered information provided by PIM regarding the profitability of PIM with respect to the advisory services provided by PIM to the Trust, including the methodology used by PIM in allocating certain of its costs to the management of the Trust. The Trustees also considered PIM's profit margin in connection with the overall operation of the Trust. They further reviewed the financial results realized by PIM and its affiliates from

non-fund businesses. The Trustees considered PIM's profit margins with respect to the Trust in comparison to the limited industry data available and noted that the profitability of any adviser was affected by numerous factors, including its organizational structure and method for allocating expenses. The Trustees concluded that PIM's profitability with respect to the management of the Trust was not unreasonable.

Economies of Scale

The Trustees considered the extent to which PIM may realize economies of scale or other efficiencies in managing and supporting the Trust. Since the Trust is a closed-end fund that has not raised additional capital, the Trustees concluded that economies of scale were not a relevant consideration in the renewal of the investment advisory agreement.

Other Benefits

The Trustees considered the other benefits to PIM from its relationship with the Trust. The Trustees considered the character and amount of fees paid by the Trust, other than under the investment advisory agreement, for services provided by PIM and its affiliates. The Trustees further considered the revenues and profitability of PIM's businesses other than the fund business. The Trustees considered the intangible benefits to PIM by virtue of its relationship with the Trust and the other Pioneer funds. The Trustees concluded that the receipt of these benefits was reasonable in the context of the overall relationship between

PIM and the Trust.

Conclusion

After consideration of the factors described above as well as other factors, the Trustees, including all of the Independent Trustees, concluded that the investment advisory agreement between PIM and the Trust, including the fees payable thereunder, was fair and reasonable and voted to approve the proposed renewal of the investment advisory agreement for the Trust.

Trustees, Officers and Service Providers

Investment Adviser
Pioneer Investment Management, Inc.

Custodian and Sub-Administrator
Brown Brothers Harriman & Co.

Independent Registered Public Accounting Firm
Ernst & Young LLP

Legal Counsel
Bingham McCutchen LLP

Transfer Agent
Pioneer Investment Management Shareholder Services, Inc.

Shareowner Services and Sub-Transfer Agent
American Stock Transfer & Trust Company

Preferred Share Auction/Transfer Agent and Registrar
Deutsche Bank Trust Company Americas

Proxy Voting Policies and Procedures of the Trust are available without charge, upon request, by calling our toll free number (1-800-225-6292). Information regarding how the Trust voted proxies relating to portfolio securities during the most recent 12-month period ended June 30 is publicly available to shareowners at us.pioneerinvestments.com. This information is also available on the Securities and Exchange Commission's web site at www.sec.gov.

Trustees and Officers

The Trust's Trustees and officers are listed on the following pages, together with their principal occupations during at least the past five years. Trustees who are interested persons of the Trust within the meaning of the 1940 Act are referred to as Interested Trustees. Trustees who are not interested persons of the Trust are referred to as Independent Trustees. Each of the Trustees serves as a trustee of each of the 56 U.S. registered investment portfolios for which Pioneer serves as investment adviser (the "Pioneer Funds"). The address for all Trustees and all officers of the Trust is 60 State Street, Boston, Massachusetts 02109.

The Statement of Additional Information of the Fund includes additional information about the Trustees and is available, without charge, upon request, by calling 1-800-225-6292.

Independent Trustees

Name, Age and Position Held with the Fund	Term of Office and Length of Service	Principal Occupation
Thomas J. Perna (62) Chairman of the Board and Trustee	Class III Trustee since 2006. Term expires in 2015.	Chairman and Chief Executive Officer, Quadriserv, Inc. (technology products for securities lending industry) (2008 - present); Private investor (2004 - 2008); and Senior Executive Vice President, The Bank of New York (financial and securities services) (1986 - 2004)
David R. Bock (68) Trustee	Class I Trustee since 2005. Term expires in 2013.	Managing Partner, Federal City Capital Advisors (corporate advisory services company) (1997 - 2004 and 2008 - present); Interim Chief Executive Officer, Oxford Analytica, Inc. (privately held research and consulting company) (2010); Executive Vice President and Chief Financial Officer, I-trax, Inc. (publicly traded health care services company) (2004 - 2007); and Executive Vice President and Chief Financial Officer, Pedestal Inc. (internet-based mortgage trading company) (2000 - 2002)
Benjamin M. Friedman (68) Trustee	Class II Trustee since 2008. Term expires in 2014.	William Joseph Maier Professor of Political Economy, Harvard University (1972 - present)

Independent Trustees (continued)

Name, Age and Position Held with the Fund	Term of Office and Length of Service	Principal Occupation
Margaret B.W. Graham (65) Trustee	Class II Trustee since 2004. Term expires in 2014.	Founding Director, Vice President and Corporate Secretary, The Winthrop Group, Inc. (consulting firm) (1982-present); Desautels Faculty of Management, McGill University (1999 - present); and Manager of Research Operations and Organizational Learning, Xerox PARC, Xerox's advance

		research center (1990-1994)
Marguerite A. Piret (64) Trustee	Class III Trustee since 2004. Term expires in 2015. Elected by Preferred Shares only.	President and Chief Executive Officer, Newbury, Piret & Company, Inc. (investment banking firm) (1981 - present)
Stephen K. West (84) Trustee	Class I Trustee since 2004. Term expires in 2013.	Senior Counsel, Sullivan & Cromwell LLP (law firm) (1998 - present); and Partner, Sullivan & Cromwell LLP (prior to 1998)

Interested Trustees

Name, Age and Position Held with the Fund	Term of Office and Length of Service	Principal Occupation
John F. Cogan, Jr. (86)* Trustee, President and Chief Executive Officer of the Trust	Class I Trustee since 2004. Term expires in 2013. Elected by Preferred Shares only.	Non-Executive Chairman and a director of Pioneer Investment Management USA Inc. ("PIM-USA"); Chairman and a director of Pioneer; Chairman and Director of Pioneer Institutional Asset Management, Inc. (since 2006); Director of Pioneer Alternative Investment Management Limited (Dublin) (until October 2011); President and a director of Pioneer Alternative Investment Management (Bermuda) Limited and affiliated funds; Deputy Chairman and a director of Pioneer Global Asset Management S.p.A. ("PGAM") (until April 2010); Director of Nano-C, Inc. (since 2003); Director of Cole Management Inc. (2004 - 2011); Director of Fiduciary Counseling, Inc. (until December 2011); President of all of the Pioneer Funds; and Retired Partner, Wilmer Cutler Pickering Hale and Dorr LLP
Daniel K. Kingsbury (54)* Trustee and Executive Vice President	Class II Trustee since 2007. Term expires in 2014.	Director, CEO and President of PIM-USA (since February 2007); Director and President of Pioneer and Pioneer Institutional Asset Management, Inc. (since February 2007); Executive Vice President of all of the Pioneer Funds (since March 2007); Director of PGAM (2007 - 2010); Head of New Europe Division, PGAM (2000 - 2005); and Head of New Markets Division, PGAM (2005 - 2007)

* Mr. Cogan and Mr. Kingsbury are Interested Trustees because they are officers or directors of the Trust's investment adviser and certain of its affiliates.

Fund Officers

Name, Age and Position Held with the Fund	Term of Office and Length of Service	Principal Occupation
Christopher J. Kelley (47) Secretary and Chief Legal Officer	Since 2004. Serves at the discretion of the Board.	Vice President and Associate General Counsel of Pioneer since January 2008; Secretary and Chief Legal Officer of all of the Pioneer Funds since June 2010; Assistant Secretary of all of the Pioneer Funds from September 2003 to May 2010; and Vice President and Senior Counsel of Pioneer from July 2002 to December 2007
Carol B. Hannigan (51) Assistant Secretary	Since 2010. Serves at the discretion of the Board.	Fund Governance Director of Pioneer since December 2006 and Assistant Secretary of all the Pioneer Funds since June 2010; Manager - Fund Governance of Pioneer from December 2003 to November 2006; and Senior Paralegal of Pioneer from January 2000 to November 2003
Thomas Reyes (50) Assistant Secretary	Since 2010. Serves at the discretion of the Board.	Counsel of Pioneer since June 2007 and Assistant Secretary of all the Pioneer Funds since June 2010; and Vice President and Counsel at State Street Bank from October 2004 to June 2007
Mark E. Bradley (53) Treasurer and Chief Financial and Accounting Officer of the Trust	Since 2008. Serves at the discretion of the Board.	Vice President - Fund Treasury of Pioneer; Treasurer of all of the Pioneer Funds since March 2008; Deputy Treasurer of Pioneer from March 2004 to February 2008; and Assistant Treasurer of all of the Pioneer Funds from March 2004 to February 2008
Luis I. Presutti (47) Assistant Treasurer	Since 2004. Serves at the discretion of the Board.	Assistant Vice President - Fund Treasury of Pioneer; and Assistant Treasurer of all of the Pioneer Funds
Gary Sullivan (54) Assistant Treasurer	Since 2004. Serves at the discretion of the Board.	Fund Accounting Manager - Fund Treasury of Pioneer; and Assistant Treasurer of all of the Pioneer Funds

Name, Age and Position Held with the Fund	Term of Office and Length of Service	Principal Occupation
David F. Johnson (33) Assistant Treasurer	Since 2009. Serves at the discretion of the Board.	Fund Administration Manager - Fund Treasury of Pioneer since November 2008; Assistant Treasurer of all of the Pioneer Funds since January 2009; and Client Service Manager - Institutional Investor Services at State Street Bank from March 2003 to March 2007
Jean M. Bradley (60) Chief Compliance Officer	Since 2010. Serves at the discretion of the Board.	Chief Compliance Officer of Pioneer and of all the Pioneer Funds since March 2010; Director of Adviser and Portfolio Compliance at Pioneer since October 2005; and Senior Compliance Officer for Columbia Management Advisers, Inc. from October 2003 to October 2005
Kelly O'Donnell (41) Anti-Money Laundering Officer	Since 2006. Serves at the discretion of the Board.	Director - Transfer Agency Compliance of Pioneer and Anti-Money Laundering Officer of all the Pioneer funds since 2006

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How to Contact Pioneer

We are pleased to offer a variety of convenient ways for you to contact us for assistance or information.

You can call American Stock Transfer & Trust Company (AST) for:

Account Information	1-800-710-0935

Or write to AST:

For	Write to
General inquiries, lost dividend checks, change of address, lost stock certificates, stock transfer	American Stock Transfer & Trust Operations Center 6201 15th Ave. Brooklyn, NY 11219
Dividend reinvestment plan (DRIP)	American Stock Transfer & Trust Wall Street Station P.O. Box 922 New York, NY 10269-0560

Website www.amstock.com

For additional information, please contact your investment advisor or visit our web site us.pioneerinvestments.com.

The Trust files a complete schedule of investments with the Securities and Exchange Commission for the first and third quarters for each fiscal year on Form N-Q. Shareowners may view the filed Form N-Q by visiting the Commission's web site at www.sec.gov. The filed form may also be viewed and copied at the Commission's Public Reference Room in Washington, DC. Information regarding the operations of the Public Reference Room may be obtained by calling 1-800-SEC-0330.

[LOGO] PIONEER
Investments(R)

Pioneer Investment Management, Inc.
60 State Street
Boston, MA 02109
us.pioneerinvestments.com

Securities offered through Pioneer Funds Distributor, Inc.
60 State Street, Boston, MA 02109
Underwriter of Pioneer Mutual Funds, Member SIPC

ITEM 2. CODE OF ETHICS.

(a) Disclose whether, as of the end of the period covered by the report, the registrant has adopted a code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, regardless of whether these individuals are employed by the registrant or a third party. If the registrant has not adopted such a code of ethics, explain why it has not done so.

The registrant has adopted, as of the end of the period covered by this report, a code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer and controller.

(b) For purposes of this Item, the term "code of ethics" means written standards that are reasonably designed to deter wrongdoing and to promote:

(1) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

(2) Full, fair, accurate, timely, and understandable disclosure in reports and documents that a registrant files with, or submits to, the Commission and in other public communications made by the registrant;

(3) Compliance with applicable governmental laws, rules, and regulations;

(4) The prompt internal reporting of violations of the code to an appropriate person or persons identified in the code; and

(5) Accountability for adherence to the code.

(c) The registrant must briefly describe the nature of any amendment, during the period covered by the report, to a provision of its code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, regardless of whether these individuals are employed by the registrant or a third party, and that relates to any element of the code of ethics definition enumerated in paragraph (b) of this Item. The registrant must file a copy of any such amendment as an exhibit pursuant to Item 10(a), unless the registrant has elected to satisfy paragraph (f) of this Item by posting its code of ethics on its website pursuant to paragraph (f)(2) of this Item, or by undertaking to provide its code of ethics to any person without charge, upon request, pursuant to paragraph (f)(3) of this Item.

The registrant has made no amendments to the code of ethics during the period covered by this report.

(d) If the registrant has, during the period covered by the report, granted a waiver, including an implicit waiver, from a provision of the code of ethics to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, regardless of whether these individuals are employed by the registrant or a third party, that relates to one or more of the items set forth in paragraph (b) of this Item, the registrant must briefly describe the nature of the waiver, the name of the person to whom the waiver was granted, and the date of the waiver.

Not applicable.

(e) If the registrant intends to satisfy the disclosure requirement under paragraph (c) or (d) of this Item regarding an amendment to, or a waiver from, a provision of its code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions and that relates to any element of the code of ethics definition enumerated in paragraph (b) of this Item by posting such information on its Internet website, disclose the registrant's Internet address and such intention.

Not applicable.

(f) The registrant must:

(1) File with the Commission, pursuant to Item 10(a), a copy of its code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, as an exhibit to its annual report on this Form N-CSR (see attachment);

(2) Post the text of such code of ethics on its Internet website and disclose, in its most recent report on this Form N-CSR, its Internet address and the fact that it has posted such code of ethics on its Internet website; or

(3) Undertake in its most recent report on this Form N-CSR to provide to any person without charge, upon request, a copy of such code of ethics and explain the manner in which such request may be made.
See Item 10(2)

ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.

(a) (1) Disclose that the registrant's board of trustees has determined that the registrant either:

(i) Has at least one audit committee financial expert serving on its audit committee; or

(ii) Does not have an audit committee financial expert serving on its audit committee.

The registrant's Board of Trustees has determined that the registrant has at least one audit committee financial expert.

(2) If the registrant provides the disclosure required by paragraph (a)(1)(i) of this Item, it must disclose the name of the audit committee financial expert and whether that person is "independent." In order to be considered "independent" for purposes of this Item, a member of an audit committee may not, other than in his or her capacity as a member of the audit committee, the board of trustees, or any other board committee:

(i) Accept directly or indirectly any consulting, advisory, or other compensatory fee from the issuer; or

(ii) Be an "interested person" of the investment company as defined in Section 2(a)(19) of the Act (15 U.S.C. 80a-2(a)(19)).

Ms. Marguerite A. Piret, an independent trustee, is such an audit committee financial expert.

(3) If the registrant provides the disclosure required by paragraph (a)(1)(ii) of this Item, it must explain why it does not have an audit committee financial expert.

Not applicable.

ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

(a) Disclose, under the caption AUDIT FEES, the aggregate fees billed for each of the last two fiscal years for professional services rendered by the principal accountant for the audit of the registrant's annual financial statements or services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for those fiscal years.

Audit Fees
Fees for audit services provided to the Fund, including fees associated with the filings of its Form N-1A, totaled approximately $64,476 in 2012 and approximately $74,486 in 2011.

(b) Disclose, under the caption AUDIT-RELATED FEES, the aggregate fees billed in each of the last two fiscal years for assurance and related services by the principal accountant that are reasonably related to the performance of the audit of the registrant's financial statements and are not reported under paragraph (a) of this Item. Registrants shall describe the nature of the services comprising the fees disclosed under this category.

Audit-Related Fees
Audit related fees for the Fund's audit related services totaled approximately $9,652 and $9,652 in 2012 and 2011, respectively.

(c) Disclose, under the caption TAX FEES, the aggregate fees billed in each of the last two fiscal years for professional services rendered by the principal accountant for tax compliance, tax advice, and tax planning. Registrants shall describe the nature of the services comprising the fees disclosed under this category.

Tax Fees
Fees for tax compliance services, primarily for tax returns, totaled $8,290 in 2012 and $8,290 in 2011.

(d) Disclose, under the caption ALL OTHER FEES, the aggregate fees billed in each of the last two fiscal years for products and services provided by the principal accountant, other than the services reported in paragraphs (a) through (c) of this Item. Registrants shall describe the nature of the services comprising the fees disclosed under this category.

Other Fees
There were no fees for other services in 2012 and 2011.

(e) (1) Disclose the audit committee's pre-approval policies and procedures described in paragraph (c)(7) of Rule 2-01 of Regulation S-X.

PIONEER FUNDS

APPROVAL OF AUDIT, AUDIT-RELATED, TAX AND OTHER SERVICES
PROVIDED BY THE INDEPENDENT AUDITOR

SECTION I - POLICY PURPOSE AND APPLICABILITY

The Pioneer Funds recognize the importance of maintaining the independence of their outside auditors. Maintaining independence is a shared responsibility involving Pioneer Investment Management, Inc ("PIM"), the audit committee and the independent auditors.

The Funds recognize that a Fund's independent auditors: 1) possess knowledge of the Funds, 2) are able to incorporate certain services into the scope of the audit, thereby avoiding redundant work, cost and disruption of Fund personnel and processes, and 3) have expertise that has value to the Funds. As a result, there are situations where it is desirable to use the Fund's independent auditors for services in addition to the annual audit and where the potential for conflicts of interests are minimal. Consequently, this policy, which is intended to comply with Rule 210.2-01(C)(7), sets forth guidelines and procedures to be followed by the Funds when retaining the independent audit firm to perform audit, audit-related tax and other services under those circumstances, while also maintaining independence.

Approval of a service in accordance with this policy for a Fund shall also constitute approval for any other Fund whose pre-approval is required pursuant to Rule 210.2-01(c)(7)(ii).

In addition to the procedures set forth in this policy, any non-audit services that may be provided consistently with Rule 210.2-01 may be approved by the Audit Committee itself and any pre-approval that may be waived in accordance with Rule 210.2-01(c)(7)(i)(C) is hereby waived.

Selection of a Fund's independent auditors and their compensation shall be determined by the Audit Committee and shall not be subject to this policy.

SECTION II - POLICY

SERVICE CATEGORY	SERVICE CATEGORY DESCRIPTION	SPECIFIC PRE-APPROVED SERVICE SUBCATEGORIES
I. AUDIT SERVICES	Services that are directly related to performing the independent audit of the Funds	o Accounting research assistance o SEC consultation, registration statements, and reporting o Tax accrual related matters o Implementation of new accounting standards o Compliance letters (e.g. rating agency letters) o Regulatory reviews and assistance regarding financial matters o Semi-annual reviews (if requested) o Comfort letters for closed end offerings
II. AUDIT-RELATED SERVICES	Services which are not prohibited under Rule 210.2-01(C)(4) (the "Rule") and are related extensions of the audit services support the audit, or use the knowledge/expertise gained from the audit procedures as a foundation to complete the project. In most cases, if the Audit-Related Services are not performed by the Audit firm, the scope of the Audit Services would likely increase. The Services are typically well-defined and governed by accounting professional standards (AICPA, SEC, etc.)	o AICPA attest and agreed-upon procedures o Technology control assessments o Financial reporting control assessments o Enterprise security architecture assessment

AUDIT COMMITTEE APPROVAL POLICY	AUDIT COMMITTEE REPORTING POLICY
o "One-time" pre-approval for the audit period for all pre-approved specific service subcategories. Approval of the independent auditors as	o A summary of all such services and related fees reported at each regularly scheduled Audit Committee meeting.

auditors for a Fund shall constitute pre approval for these services.	
o "One-time" pre-approval for the fund fiscal year within a specified dollar limit for all pre-approved specific service subcategories o Specific approval is needed to exceed the pre-approved dollar limit for these services (see general Audit Committee approval policy below for details on obtaining specific approvals) o Specific approval is needed to use the Fund's auditors for Audit-Related Services not denoted as "pre-approved", or to add a specific service subcategory as "pre-approved"	o A summary of all such services and related fees (including comparison to specified dollar limits) reported quarterly.

SECTION III - POLICY DETAIL, CONTINUED

SERVICE CATEGORY	SERVICE CATEGORY DESCRIPTION	SPECIFIC PRE-APPROVED SERVICE SUBCATEGORIES
III. TAX SERVICES	Services which are not prohibited by the Rule, if an officer of the Fund determines that using the Fund's auditor to provide these services creates significant synergy in the form of efficiency, minimized disruption, or the ability to maintain a desired level of confidentiality.	o Tax planning and support o Tax controversy assistance o Tax compliance, tax returns, excise tax returns and support o Tax opinions

AUDIT COMMITTEE APPROVAL POLICY	AUDIT COMMITTEE REPORTING POLICY
o "One-time" pre-approval for the fund fiscal year within a specified dollar limit	o A summary of all such services and related fees (including comparison to specified dollar limits) reported

o Specific approval is needed to exceed the pre-approved dollar limits for these services (see general Audit Committee approval policy below for details on obtaining specific approvals)	quarterly.
o Specific approval is needed to use the Fund's auditors for tax services not denoted as pre-approved, or to add a specific service subcategory as "pre-approved"	

SECTION III - POLICY DETAIL, CONTINUED

SERVICE CATEGORY	SERVICE CATEGORY DESCRIPTION	SPECIFIC PRE-APPROVED SERVICE SUBCATEGORIES
IV. OTHER SERVICES A. SYNERGISTIC, UNIQUE QUALIFICATIONS	Services which are not prohibited by the Rule, if an officer of the Fund determines that using the Fund's auditor to provide these services creates significant synergy in the form of efficiency, minimized disruption, the ability to maintain a desired level of confidentiality, or where the Fund's auditors posses unique or superior qualifications to provide these services, resulting in superior value and results for the Fund.	o Business Risk Management support o Other control and regulatory compliance projects

AUDIT COMMITTEE APPROVAL POLICY	AUDIT COMMITTEE REPORTING POLICY
o "One-time" pre-approval for the fund fiscal year within a specified dollar limit	o A summary of all such services and related fees (including comparison to specified dollar limits) reported quarterly.
o Specific approval is needed to exceed the	

pre-approved dollar limits for these services (see general Audit Committee approval policy below for details on obtaining specific approvals)

o Specific approval is needed to use the Fund's auditors for "Synergistic" or "Unique Qualifications" Other Services not denoted as pre-approved to the left, or to add a specific service subcategory as "pre-approved"

SECTION III - POLICY DETAIL, CONTINUED

SERVICE CATEGORY	SERVICE CATEGORY DESCRIPTION	SPECIFIC PROHIBITED SERVICE SUBCATEGORIES
PROHIBITED SERVICES	Services which result in the auditors losing independence status under the Rule.	1. Bookkeeping or other services related to the accounting records or financial statements of the audit client* 2. Financial information systems design and implementation* 3. Appraisal or valuation services, fairness* opinions, or contribution-in-kind reports 4. Actuarial services (i.e., setting actuarial reserves versus actuarial audit work)* 5. Internal audit outsourcing services* 6. Management functions or human resources 7. Broker or dealer, investment advisor, or investment banking services 8. Legal services and expert services unrelated to the audit 9. Any other service that the Public Company Accounting Oversight Board determines, by regulation, is impermissible

AUDIT COMMITTEE APPROVAL POLICY	AUDIT COMMITTEE REPORTING POLICY
o These services are not to be performed with the exception of the(*) services that may be permitted if they would not be subject to audit procedures at the audit client (as defined in rule 2-01(f)(4)) level the firm providing the service.	o A summary of all services and related fees reported at each regularly scheduled Audit Committee meeting will serve as continual confirmation that has

	not provided any restricted services.

GENERAL AUDIT COMMITTEE APPROVAL POLICY:

- For all projects, the officers of the Funds and the Fund's auditors will each make an assessment to determine that any proposed projects will not impair independence.

- Potential services will be classified into the four non-restricted service categories and the "Approval of Audit, Audit-Related, Tax and Other Services" Policy above will be applied. Any services outside the specific pre-approved service subcategories set forth above must be specifically approved by the Audit Committee.

- At least quarterly, the Audit Committee shall review a report summarizing the services by service category, including fees, provided by the Audit firm as set forth in the above policy.

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(2) Disclose the percentage of services described in each of paragraphs (b) through (d) of this Item that were approved by the audit committee pursuant to paragraph (c)(7)(i)(C) of Rule 2-01 of Regulation S-X.

Non-Audit Services
Beginning with non-audit service contracts entered into on or after May 6, 2003, the effective date of the new SEC pre-approval rules, the Fund's audit committee is required to pre-approve services to affiliates defined by SEC rules to the extent that the services are determined to have a direct impact on the operations or financial reporting of the Fund. For the years ended November 30, 2012 and 2011, there were no services provided to an affiliate that required the Fund's audit committee pre-approval.

(f) If greater than 50 percent, disclose the percentage of hours expended on the principal accountant's engagement to audit the registrant's financial statements for the most recent fiscal year that were attributed to work performed by persons other than the principal accountant's full-time, permanent employees.

N/A

(g) Disclose the aggregate non-audit fees billed by the registrant's accountant for services rendered to the registrant, and rendered to the registrant's investment adviser (not including any sub-adviser whose role is primarily portfolio management and is subcontracted with or overseen by another investment adviser), and any entity controlling, controlled by, or under common control with the adviser that provides ongoing services to the registrant for each of the last two fiscal years of the registrant.

The aggregate non-audit fees for the Fund and affiliates, as previously defined, totaled approximately $17,942 in 2012 and $17,942 in 2011.

(h) Disclose whether the registrant's audit committee of the board of trustees has considered whether the provision of non-audit services that were rendered to the registrant's investment adviser (not including any subadviser whose role is primarily portfolio management and is subcontracted with or overseen by another investment adviser), and any entity controlling, controlled by, or under common control with the investment adviser that provides ongoing services to the registrant that were not pre-approved pursuant to paragraph (c)(7)(ii) of Rule 2-01 of Regulation S-X is compatible with maintaining the principal accountant's independence.

The Trust's audit committee of the Board of Trustees has considered whether the provision of non-audit services that were rendered to the Affiliates (as defined) that were not pre-approved pursuant to paragraph (c)(7)(ii) of Rule 2-01 of Regulation S-X is compatible with maintaining the principal accountant's independence.

Item 5. Audit Committee of Listed Registrants

(a) If the registrant is a listed issuer as defined in Rule 10A-3 under the Exchange Act (17 CFR 240.10A-3), state whether or not the registrant has a separately-designated standing audit committee established in accordance with Section 3(a)(58)(A) of the Exchange Act (15 U.S.C. 78c(a)(58)(A)). If the registrant has such a committee, however designated, identify each committee member. If the entire board of directors is acting as the registrants audit committee as specified in Section 3(a)(58)(B) of the Exchange Act (15 U.S.C. 78c(a)(58)(B)), so state.

The registrant has a separately-designated standing audit committee established in accordance with Section 3(a)(58)(A) of the Exchange Act (15 U.S.C. 78c(a)(58)(A)).

(b) If applicable, provide the disclosure required by Rule 10A-3(d) under the Exchange Act (17 CFR 240.10A-3(d)) regarding an exemption from the listing standards for audit committees.

N/A

Item 6. Schedule of Investments.

File Schedule I Investments in securities of unaffiliated issuers as of the close of the reporting period as set forth in 210.12-12 of Regulation S-X [17 CFR 210.12-12], unless the schedule is included as part of the report to shareholders filed under Item 1 of this Form.

Included in Item 1

ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

A closed-end management investment company that is filing an annual report on this Form N-CSR must, unless it invests exclusively in non-voting securities, describe the policies and procedures that it uses to determine how to vote proxies relating to portfolio securities, including the procedures that the company uses when a vote presents a conflict between the interests of its shareholders, on the one hand, and those of the company's investment adviser; principal underwriter; or any affiliated person (as defined in Section 2(a)(3) of the Investment Company Act of 1940 (15 U.S.C. 80a-2(a)(3)) and the rules thereunder) of the company, its investment adviser, or its principal underwriter, on the other. Include any policies and procedures of the company's investment adviser, or any other third party, that the company uses, or that are used on the company's behalf, to determine how to vote proxies relating to portfolio securities.

Proxy Voting Policies and Procedures of
Pioneer Investment Management, Inc.

VERSION DATED July, 2004

Overview

Pioneer Investment Management, Inc. ("Pioneer") is a fiduciary that owes each of its client's duties of care and loyalty with respect to all services undertaken on the client's behalf, including proxy voting. When Pioneer has been delegated proxy-voting authority for a client, the duty of care requires Pioneer to monitor corporate events and to vote the proxies. To satisfy its duty of loyalty, Pioneer must place its client's interests ahead of its own and must cast proxy votes in a manner consistent with the best interest of its clients. Pioneer will vote all proxies presented in a timely manner.

The Proxy Voting Policies and Procedures are designed to complement Pioneer's investment policies and procedures regarding its general responsibility to monitor the performance and/or corporate events of companies that are issuers of securities held in accounts managed by Pioneer. Pioneer's Proxy Voting Policies summarize Pioneer's position on a number of issues solicited by companies held by Pioneer's clients. The policies are guidelines that provide a general indication on how Pioneer would vote but do not include all potential voting scenarios.

Pioneer's Proxy Voting Procedures detail monitoring of voting, exception votes, and review of conflicts of interest and ensure that case-by-case votes are handled within the context of the overall guidelines (i.e. best interest of client). The overriding goal is that all proxies for US and non-US companies that are received promptly will be voted in accordance with Pioneer's policies or specific client instructions. All shares in a company held by Pioneer-managed accounts will be voted alike, unless a client has given us specific voting instructions on an issue or has not delegated authority to us or the Proxy Voting Oversight Group determines that the circumstances justify a different approach.

Pioneer does not delegate the authority to vote proxies relating to its clients to any of its affiliates, which include other subsidiaries of UniCredito.

Any questions about these policies and procedures should be directed to the Proxy Coordinator.

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Proxy Voting Procedures

Proxy Voting Service

Pioneer has engaged an independent proxy voting service to assist in the voting of proxies. The proxy voting service works with custodians to ensure that all proxy materials are received by the custodians and are processed in a timely fashion. To the extent applicable, the proxy voting service votes all proxies in accordance with the proxy voting policies established by Pioneer. The proxy voting service will refer proxy questions to the Proxy Coordinator (described below) for instructions under circumstances where: (1) the application of the proxy voting guidelines is unclear; (2) a particular proxy question is not covered by the guidelines; or (3) the guidelines call for specific instructions on a case-by-case basis. The proxy voting service is also requested to call to the Proxy Coordinator's attention specific proxy questions that, while governed by a guideline, appear to involve unusual or controversial issues. Pioneer reserves the right to attend a meeting in person and may do so when it determines that the company or the matters to be voted on at the meeting are strategically important to its clients.

Proxy Coordinator
Pioneer's Director of Investment Operations (the "Proxy Coordinator") coordinates the voting, procedures and reporting of proxies on behalf of Pioneer's clients. The Proxy Coordinator will deal directly with the proxy voting service and, in the case of proxy questions referred by the proxy voting service, will solicit voting recommendations and instructions from the Director of Portfolio Management US or, to the extent applicable, investment sub-advisers. The Proxy Coordinator is responsible for ensuring that these questions and referrals are responded to in a timely fashion and for transmitting appropriate voting instructions to the proxy voting service. The Proxy Coordinator is responsible for verifying with the Compliance Department whether Pioneer's voting power is subject to any limitations or guidelines issued by the client (or in the case of an employee benefit plan, the plan's trustee or other fiduciaries).

Referral Items
From time to time, the proxy voting service will refer proxy questions to the Proxy Coordinator that are described by Pioneer's policy as to be voted on a case-by-case basis, that are not covered by Pioneer's guidelines or where Pioneer's guidelines may be unclear with respect to the matter to be voted on. Under such certain circumstances, the Proxy Coordinator will seek a written voting recommendation from the Director of Portfolio Management US. Any such recommendation will include: (i) the manner in which the proxies should be voted; (ii) the rationale underlying any such decision; and (iii) the disclosure of any contacts or communications made between Pioneer and any outside parties concerning the proxy proposal prior to the time that the voting instructions are provided. In addition, the Proxy Coordinator will ask the Compliance Department to review the question for any actual or apparent conflicts of interest as described below under "Conflicts of

Interest." The Compliance Department will provide a "Conflicts of Interest Report," applying the criteria set forth below under "Conflicts of Interest," to the Proxy Coordinator summarizing the results of its review. In the absence of a conflict of interest, the Proxy Coordinator will vote in accordance with the recommendation of the Director of Portfolio Management US.

If the matter presents a conflict of interest for Pioneer, then the Proxy Coordinator will refer the matter to the Proxy Voting Oversight Group for a decision. In general, when a conflict of interest is present, Pioneer will vote according to the recommendation of the Director of Portfolio Management US where such recommendation would go against Pioneer's interest or where the conflict is deemed to be immaterial. Pioneer will vote according to the recommendation of its proxy voting service when the conflict is deemed to be material and the Pioneer's internal vote recommendation would favor Pioneer's interest, unless a client specifically requests Pioneer to do otherwise. When making the final determination as to how to vote a proxy, the Proxy Voting Oversight Group will review the report from the Director of Portfolio Management US and the Conflicts of Interest Report issued by the Compliance Department.

Conflicts of Interest

A conflict of interest occurs when Pioneer's interests interfere, or appear to interfere with the interests of Pioneer's clients. Occasionally, Pioneer may have a conflict that can affect how its votes proxies. The conflict may be actual or perceived and may exist when the matter to be voted on concerns:

- An affiliate of Pioneer, such as another company belonging to the UniCredito Italiano S.p.A. banking group (a "UniCredito Affiliate");

- An issuer of a security for which Pioneer acts as a sponsor, advisor, manager, custodian, distributor, underwriter, broker, or other similar capacity (including those securities specifically declared by PGAM to present a conflict of interest for Pioneer);

- An issuer of a security for which UniCredito has informed Pioneer that a UniCredito Affiliate acts as a sponsor, advisor, manager, custodian, distributor, underwriter, broker, or other similar capacity; or

- A person with whom Pioneer (or any of its affiliates) has an existing, material contract or business relationship that was not entered into in the ordinary course of Pioneer's business.

- Pioneer will abstain from voting with respect to companies directly or indirectly owned by UniCredito Italiano Group, unless otherwise directed by a client. In addition, Pioneer will inform PGAM Global Compliance and the PGAM Independent Directors before exercising such rights.

Any associate involved in the proxy voting process with knowledge of any apparent or actual conflict of interest must disclose such conflict to the Proxy Coordinator and the Compliance Department. The Compliance Department will review each item referred to Pioneer to determine whether an actual or potential conflict of interest with Pioneer exists in connection with the proposal(s) to be voted upon. The review will be conducted by comparing the apparent parties affected by the proxy proposal being

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voted upon against the Compliance Department's internal list of interested persons and, for any matches found, evaluating the anticipated magnitude and possible probability of any conflict of interest being present. For each referral item, the determination regarding the presence or absence of any actual or potential conflict of interest will be documented in a Conflicts of Interest Report to the Proxy Coordinator.

Securities Lending

In conjunction with industry standards Proxies are not available to be voted when the shares are out on loan through either Pioneer's lending program or a client's managed security lending program. However, Pioneer will reserve the right to recall lent securities so that they may be voted according to the Pioneer's instructions. If a portfolio manager would like to vote a block of previously lent shares, the Proxy Coordinator will work with the portfolio manager and Investment Operations to recall the security, to the extent possible, to facilitate the vote on the entire block of shares.

Share-Blocking

"Share-blocking" is a market practice whereby shares are sent to a custodian (which may be different than the account custodian) for record keeping and voting at the general meeting. The shares are unavailable for sale or delivery until the end of the blocking period (typically the day after general meeting date).

Pioneer will vote in those countries with "share-blocking." In the event a manager would like to sell a security with "share-blocking", the Proxy Coordinator will work with the Portfolio Manager and Investment Operations Department to recall the shares (as allowable within the market time-frame and practices) and/or communicate with executing brokerage firm. A list of countries with "share-blocking" is available from the Investment Operations Department upon request.

Record Keeping
The Proxy Coordinator shall ensure that Pioneer's proxy voting service:

- Retains a copy of the proxy statement received (unless the proxy statement is available from the SEC's Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system);
- Retains a record of the vote cast;
- Prepares Form N-PX for filing on behalf of each client that is a registered investment company; and
- Is able to promptly provide Pioneer with a copy of the voting record upon its request.

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The Proxy Coordinator shall ensure that for those votes that may require additional documentation (i.e. conflicts of interest, exception votes and case-by-case votes) the following records are maintained:

- A record memorializing the basis for each referral vote cast;
- A copy of any document created by Pioneer that was material in making the decision on how to vote the subject proxy; and
- A copy of any conflict notice, conflict consent or any other written communication (including emails or other electronic communications) to or from the client (or in the case of an employee benefit plan, the plan's trustee or other fiduciaries) regarding the subject proxy vote cast by, or the vote recommendation of, Pioneer.
- Pioneer shall maintain the above records in the client's file for a period not less than ten (10) years.

Disclosure
Pioneer shall take reasonable measures to inform its clients of the process or procedures clients must follow to obtain information regarding how Pioneer voted with respect to assets held in their accounts. In addition, Pioneer shall describe to clients its proxy voting policies and procedures and will furnish a copy of its proxy voting policies and procedures upon request. This information may be provided to clients through Pioneer's Form ADV (Part II) disclosure, by separate notice to the client, or through Pioneer's website.

Proxy Voting Oversight Group
The members of the Proxy Voting Oversight Group are Pioneer's: Director of

Portfolio Management US, Head of Investment Operations, and Director of Compliance. Other members of Pioneer will be invited to attend meetings and otherwise participate as necessary. The Head of Investment Operations will chair the Proxy Voting Oversight Group.

The Proxy Voting Oversight Group is responsible for developing, evaluating, and changing (when necessary) Pioneer's Proxy Voting Policies and Procedures. The group meets at least annually to evaluate and review these policies and procedures and the services of its third-party proxy voting service. In addition, the Proxy Voting Oversight Group will meet as necessary to vote on referral items and address other business as necessary.

Amendments

Pioneer may not amend its Proxy Voting Policies And Procedures without the prior approval of the Proxy Voting Oversight Group and its corporate parent, Pioneer Global Asset Management S.p.A

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Proxy Voting Policies

Pioneer's sole concern in voting proxies is the economic effect of the proposal on the value of portfolio holdings, considering both the short- and long-term impact. In many instances, Pioneer believes that supporting the company's strategy and voting "for" management's proposals builds portfolio value. In other cases, however, proposals set forth by management may have a negative effect on that value, while some shareholder proposals may hold the best prospects for enhancing it. Pioneer monitors developments in the proxy-voting arena and will revise this policy as needed.

All proxies that are received promptly will be voted in accordance with the specific policies listed below. All shares in a company held by Pioneer-managed accounts will be voted alike, unless a client has given us specific voting instructions on an issue or has not delegated authority to us. Proxy voting issues will be reviewed by Pioneer's Proxy Voting Oversight Group, which consists of the Director of Portfolio Management US, the Director of Investment Operations (the Proxy Coordinator), and the Director of Compliance.

Pioneer has established Proxy Voting Procedures for identifying and reviewing conflicts of interest that may arise in the voting of proxies.

Clients may request, at any time, a report on proxy votes for securities held in their portfolios and Pioneer is happy to discuss our proxy votes with company management. Pioneer retains a proxy voting service to provide research on proxy issues and to process proxy votes.

Administrative

While administrative items appear infrequently in U.S. issuer proxies, they are quite common in non-U.S. proxies.

We will generally support these and similar management proposals:

o Corporate name change.

o A change of corporate headquarters.

o Stock exchange listing.

o Establishment of time and place of annual meeting.

- Adjournment or postponement of annual meeting.
- Acceptance/approval of financial statements.
- Approval of dividend payments, dividend reinvestment plans and other dividend-related proposals.
- Approval of minutes and other formalities.

- Authorization of the transferring of reserves and allocation of income.
- Amendments to authorized signatories.
- Approval of accounting method changes or change in fiscal year-end.
- Acceptance of labor agreements.
- Appointment of internal auditors.

Pioneer will vote on a case-by-case basis on other routine business; however, Pioneer will oppose any routine business proposal if insufficient information is presented in advance to allow Pioneer to judge the merit of the proposal. Pioneer has also instructed its proxy voting service to inform Pioneer of its analysis of any administrative items inconsistent, in its view, with supporting the value of Pioneer portfolio holdings so that Pioneer may consider and vote on those items on a case-by-case basis.

Auditors

We normally vote for proposals to:

- Ratify the auditors. We will consider a vote against if we are concerned about the auditors' independence or their past work for the company. Specifically, we will oppose the ratification of auditors and withhold votes from audit committee members if non-audit fees paid by the company to the auditing firm exceed the sum of audit fees plus audit-related fees plus permissible tax fees according to the disclosure categories proposed by the Securities and Exchange Commission.
- Restore shareholder rights to ratify the auditors.

We will normally oppose proposals that require companies to:

- Seek bids from other auditors.
- Rotate auditing firms, except where the rotation is statutorily required or where rotation would demonstrably strengthen financial disclosure.
- Indemnify auditors.
- Prohibit auditors from engaging in non-audit services for the company.

Board of Directors

On issues related to the board of directors, Pioneer normally supports management. We will, however, consider a vote against management in instances where corporate performance has been very poor or where the board appears to lack independence.

General Board Issues
Pioneer will vote for:

- Audit, compensation and nominating committees composed of independent directors exclusively.

- Indemnification for directors for actions taken in good faith in accordance with the business judgment rule. We will vote against proposals for broader indemnification.

- Changes in board size that appear to have a legitimate business purpose and are not primarily for anti-takeover reasons.

- Election of an honorary director.

We will vote against:

- Minimum stock ownership by directors.

- Term limits for directors. Companies benefit from experienced directors, and shareholder control is better achieved through annual votes.

- Requirements for union or special interest representation on the board.

- Requirements to provide two candidates for each board seat.

We will vote on a case-by case basis on these issues:

- Separate chairman and CEO positions. We will consider voting with shareholders on these issues in cases of poor corporate performance.

Elections of Directors
In uncontested elections of directors we will vote against:

- Individual directors with absenteeism above 25% without valid reason. We support proposals that require disclosure of director attendance.

- Insider directors and affiliated outsiders who sit on the audit, compensation, stock option or nominating committees. For the purposes of our policy, we accept the definition of affiliated directors provided by our proxy voting service.

We will also vote against:

- Directors who have failed to act on a takeover offer where the majority of shareholders have tendered their shares.

- Directors who appear to lack independence or are associated with very poor corporate performance.

We will vote on a case-by case basis on these issues:

- Re-election of directors who have implemented or renewed a dead-hand or modified dead-hand poison pill (a "dead-hand poison pill" is a shareholder rights plan that may be altered only by incumbent or "dead " directors. These plans prevent a potential acquirer from disabling a poison pill by obtaining control of the board through a proxy vote).
- Contested election of directors.
- Prior to phase-in required by SEC, we would consider supporting election of a majority of independent directors in cases of poor performance.
- Mandatory retirement policies.
- Directors who have ignored a shareholder proposal that has been approved by shareholders for two consecutive years.

Takeover-Related Measures
Pioneer is generally opposed to proposals that may discourage takeover attempts. We believe that the potential for a takeover helps ensure that corporate performance remains high.

Pioneer will vote for:

- Cumulative voting.
- Increase ability for shareholders to call special meetings.
- Increase ability for shareholders to act by written consent.
- Restrictions on the ability to make greenmail payments.
- Submitting rights plans to shareholder vote.
- Rescinding shareholder rights plans ("poison pills").
- Opting out of the following state takeover statutes:

- Control share acquisition statutes, which deny large holders voting rights on holdings over a specified threshold.
- Control share cash-out provisions, which require large holders to acquire shares from other holders.
- Freeze-out provisions, which impose a waiting period on large holders before they can attempt to gain control.
- Stakeholder laws, which permit directors to consider interests of non-shareholder constituencies.

- Disgorgement provisions, which require acquirers to disgorge profits on purchases made before gaining control.
- Fair price provisions.
- Authorization of shareholder rights plans.

o Labor protection provisions.

o Mandatory classified boards.

We will vote on a case-by-case basis on the following issues:

- Fair price provisions. We will vote against provisions requiring supermajority votes to approve takeovers. We will also consider voting against proposals that require a supermajority vote to repeal or amend the provision. Finally, we will consider the mechanism used to determine the fair price; we are generally opposed to complicated formulas or requirements to pay a premium.

- Opting out of state takeover statutes regarding fair price provisions. We will use the criteria used for fair price provisions in general to determine our vote on this issue.

- Proposals that allow shareholders to nominate directors.

We will vote against:

- Classified boards, except in the case of closed-end mutual funds.

- Limiting shareholder ability to remove or appoint directors. We will support proposals to restore shareholder authority in this area. We will review on a case-by-case basis proposals that authorize the board to make interim appointments.

- Classes of shares with unequal voting rights.

- Supermajority vote requirements.

- Severance packages ("golden" and "tin" parachutes). We will support proposals to put these packages to shareholder vote.

- Reimbursement of dissident proxy solicitation expenses. While we ordinarily support measures that encourage takeover bids, we believe that management should have full control over corporate funds.

- Extension of advance notice requirements for shareholder proposals.

- Granting board authority normally retained by shareholders (e.g., amend charter, set board size).

- Shareholder rights plans ("poison pills"). These plans generally allow shareholders to buy additional shares at a below-market price in the event of a change in control and may deter some bids.

Capital Structure

Managements need considerable flexibility in determining the company's financial structure, and Pioneer normally supports managements' proposals in this area. We will, however, reject proposals that impose high barriers to potential takeovers.

Pioneer will vote for:

- Changes in par value.

- Reverse splits, if accompanied by a reduction in number of shares.
- Share repurchase programs, if all shareholders may participate on equal terms.
- Bond issuance.
- Increases in "ordinary" preferred stock.
- Proposals to have blank-check common stock placements (other than shares issued in the normal course of business) submitted for shareholder approval.
- Cancellation of company treasury shares.

We will vote on a case-by-case basis on the following issues:

- Reverse splits not accompanied by a reduction in number of shares, considering the risk of delisting.
- Increase in authorized common stock. We will make a determination considering, among other factors:

- Number of shares currently available for issuance;
- Size of requested increase (we would normally approve increases of up to 100% of current authorization);
- Proposed use of the additional shares; and
- Potential consequences of a failure to increase the number of shares outstanding (e.g., delisting or bankruptcy).

- Blank-check preferred. We will normally oppose issuance of a new class of blank-check preferred, but may approve an increase in a class already outstanding if the company has demonstrated that it uses this flexibility appropriately.
- Proposals to submit private placements to shareholder vote.
- Other financing plans.

We will vote against preemptive rights that we believe limit a company's financing flexibility.

Compensation

Pioneer supports compensation plans that link pay to shareholder returns and believes that management has the best understanding of the level of compensation needed to attract and retain qualified people. At the same time, stock-related compensation plans have a significant economic impact and a direct effect on the balance sheet. Therefore, while we do not want to micromanage a company's compensation programs, we will place limits on the potential dilution these plans may impose.

Pioneer will vote for:

- 401(k) benefit plans.

- Employee stock ownership plans (ESOPs), as long as shares allocated to ESOPs are less than 5% of outstanding shares. Larger blocks of stock in ESOPs can serve as a takeover defense. We will support proposals to submit ESOPs to shareholder vote.

- Various issues related to the Omnibus Budget and Reconciliation Act of 1993 (OBRA), including:

o Amendments to performance plans to conform with OBRA;

o Caps on annual grants or amendments of administrative features;

o Adding performance goals; and

o Cash or cash-and-stock bonus plans.

- Establish a process to link pay, including stock-option grants, to performance, leaving specifics of implementation to the company.

- Require that option repricings be submitted to shareholders.

- Require the expensing of stock-option awards.

- Require reporting of executive retirement benefits (deferred compensation, split-dollar life insurance, SERPs, and pension benefits).

- Employee stock purchase plans where the purchase price is equal to at least 85% of the market price, where the offering period is no greater than 27 months and where potential dilution (as defined below) is no greater than 10%.

We will vote on a case-by-case basis on the following issues:

- Executive and director stock-related compensation plans. We will consider the following factors when reviewing these plans:

- The program must be of a reasonable size. We will approve plans where the combined employee and director plans together would generate less than 15% dilution. We will reject plans with 15% or more potential dilution.

  Dilution = (A + B + C) / (A + B + C + D), where

  A = Shares reserved for plan/amendment,

  B = Shares available under continuing plans,

  C = Shares granted but unexercised and

  D = Shares outstanding.

- The plan must not:

  - Explicitly permit unlimited option repricing authority or that have repriced in the past without shareholder approval.

  - Be a self-replenishing "evergreen" plan, plans that grant discount options and tax offset payments.

- We are generally in favor of proposals that increase participation beyond executives.

- We generally support proposals asking companies to adopt rigorous vesting provisions for stock option plans such as those that vest incrementally over, at least, a three- or four-year period with a pro rata portion of the shares becoming exercisable on an annual basis following grant date.

- We generally support proposals asking companies to disclose their window period policies for stock transactions. Window period policies ensure that employees do not exercise options based on insider information contemporaneous with quarterly earnings releases and other material corporate announcements.

- We generally support proposals asking companies to adopt stock holding periods for their executives.

  - All other employee stock purchase plans.

  - All other compensation-related proposals, including deferred compensation plans, employment agreements, loan guarantee programs and retirement plans.

  - All other proposals regarding stock compensation plans, including extending the life of a plan, changing vesting restrictions, repricing options, lengthening exercise periods or accelerating distribution of awards and pyramiding and cashless exercise programs.

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We will vote against:

- Pensions for non-employee directors. We believe these retirement plans reduce director objectivity.

- Elimination of stock option plans.

We will vote on a case-by case basis on these issues:

- Limits on executive and director pay.

- Stock in lieu of cash compensation for directors.

Corporate Governance
Pioneer will vote for:

- Confidential Voting.

- Equal access provisions, which allow shareholders to contribute their opinion to proxy materials.

- Proposals requiring directors to disclose their ownership of shares in the company.

We will vote on a case-by-case basis on the following issues:

- Change in the state of incorporation. We will support reincorporations supported by valid business reasons. We will oppose those that appear to be solely for the purpose of strengthening takeover defenses.

- o Bundled proposals. We will evaluate the overall impact of the proposal.
- o Adopting or amending the charter, bylaws or articles of association.
- o Shareholder appraisal rights, which allow shareholders to demand judicial review of an acquisition price.

We will vote against:

- o Shareholder advisory committees. While management should solicit shareholder input, we prefer to leave the method of doing so to management's discretion.
- o Limitations on stock ownership or voting rights.
- o Reduction in share ownership disclosure guidelines.

Mergers and Restructurings
Pioneer will vote on the following and similar issues on a case-by-case basis:

- o Mergers and acquisitions.
- o Corporate restructurings, including spin-offs, liquidations, asset sales, joint ventures, conversions to holding company and conversions to self-managed REIT structure.
- o Debt restructurings.
- o Conversion of securities.
- o Issuance of shares to facilitate a merger.
- o Private placements, warrants, convertible debentures.
- o Proposals requiring management to inform shareholders of merger opportunities.

We will normally vote against shareholder proposals requiring that the company be put up for sale.

Mutual Funds
Many of our portfolios may invest in shares of closed-end mutual funds or exchange-traded funds. The non-corporate structure of these investments raises several unique proxy voting issues.

Pioneer will vote for:

- o Establishment of new classes or series of shares.
- o Establishment of a master-feeder structure.

Pioneer will vote on a case-by-case on:

- o Changes in investment policy. We will normally support changes that do not affect the investment objective or overall risk level of the fund. We will examine more fundamental changes on a case-by-case basis.

- Approval of new or amended advisory contracts.
- Changes from closed-end to open-end format.
- Authorization for, or increase in, preferred shares.
- Disposition of assets, termination, liquidation, or mergers.
- Classified boards of closed-end mutual funds, but will typically support such proposals.

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Social Issues
Pioneer will abstain on stockholder proposals calling for greater disclosure of corporate activities with regard to social issues. "Social Issues" may generally be described as shareholder proposals for a company to:

- Conduct studies regarding certain issues of public concern and interest;
- Study the feasibility of the company taking certain actions with regard to such issues; or
- Take specific action, including ceasing certain behavior and adopting company standards and principles, in relation to issues of public concern and interest.

We believe these issues are important and should receive management attention.

Pioneer will vote against proposals calling for substantial changes in the company's business or activities. We will also normally vote against proposals with regard to contributions, believing that management should control the routine disbursement of funds.

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Item 8. Portfolio Managers of Closed-End Management Investment Companies.

(a) If the registrant is a closed-end management investment company that is filing an annual report on this Form N-CSR,provide the following information:
(1) State the name, title, and length of service of the person or persons employed by or associated with the registrant or an investment adviser of the registrant who are primarily responsible for the day-to-day management of the registrants portfolio (Portfolio Manager). Also state each Portfolio Managers business experience during the past 5 years.

Other Accounts Managed by the Portfolio Managers. The table below indicates, for each portfolio manager of the fund, information about the accounts other than the fund over which the portfolio manager has day-to-day investment responsibility. All information on the number of accounts and total assets in the table is as of November 30, 2012. For purposes of the table, "Other Pooled Investment Vehicles" may include investment partnerships, undertakings for collective investments in transferable securities ("UCITS") and other non-U.S. investment funds and group trusts, and "Other Accounts" may include separate accounts for institutions or individuals, insurance company general or separate accounts, pension funds and other similar institutional accounts but generally do not include the portfolio manager's personal investment accounts or those which the manager may be deemed to own beneficially under the code of ethics. Certain funds and other accounts managed by the portfolio manager may have substantially similar investment strategies.

Name of Portfolio Manager	Type of Account	Number of Accounts Managed	Total Assets Managed	Number of Accounts Managed for which Advisory Fee is Performance-Base
Jonathan Sharkey	Other Registered Investment Companies	3	$1,489,691,000	N/A
	Other Pooled Investment Vehicles	0	0	N/A
	Other Accounts	1	$49,912,000	N/A

Potential Conflicts of Interest. When a portfolio manager is responsible for the management of more than one account, the potential arises for the portfolio manager to favor one account over another. The principal types of potential conflicts of interest that may arise are discussed below. For the reasons outlined below, Pioneer does not believe that any material conflicts are likely to arise out of a portfolio manager's responsibility for the management of the fund as well as one or more other accounts. Although Pioneer has adopted procedures that it believes are reasonably designed to detect and prevent violations of the federal securities laws and to mitigate the potential for conflicts of interest to affect its portfolio management decisions, there can be no assurance that all conflicts will be identified or that all procedures will be effective in mitigating the potential for such risks. Generally, the risks of such conflicts of interest are increased to the extent that a portfolio manager has a financial incentive to favor one account over another. Pioneer has structured its compensation arrangements in a manner that is intended to limit such potential for conflicts of interest. See "Compensation of Portfolio Managers" below.

o A portfolio manager could favor one account over another in allocating new investment opportunities that have limited supply, such as initial public offerings and private placements. If, for example, an initial public offering that was expected to appreciate in value significantly shortly after the offering was allocated to a single account, that account may be expected to have better investment performance than other accounts that did not receive an allocation of the initial public offering. Generally, investments for which there is limited availability are allocated based upon a range of factors including available cash and consistency with the accounts' investment objectives and policies. This allocation methodology necessarily involves some subjective elements but is intended over time to treat each client in an equitable and fair manner. Generally, the investment opportunity is allocated among participating accounts on a pro rata basis. Although Pioneer believes that its practices are reasonably designed to treat each client in an equitable and fair manner, there may be instances where a fund may not participate, or may participate to a lesser degree than other clients, in the allocation of an investment opportunity.

- A portfolio manager could favor one account over another in the order in which trades for the accounts are placed. If a portfolio manager determines to purchase a security for more than one account in an aggregate amount that may influence the market price of the security, accounts that purchased or sold the security first may receive a more favorable price than accounts that made subsequent transactions. The less liquid the market for the security or the greater the percentage that the proposed aggregate purchases or sales represent of average daily trading volume, the greater the potential for accounts that make subsequent purchases or sales to receive a less favorable price. When a portfolio manager intends to trade the same security on the same day for more than one account, the trades typically are "bunched," which means that the trades for the individual accounts are aggregated and each account receives the same price. There are some types of accounts as to which bunching may not be possible for contractual reasons (such as directed brokerage arrangements). Circumstances may also arise where the trader believes that bunching the orders may not result in the best possible price. Where those accounts or circumstances are involved, Pioneer will place the order in a manner intended to result in as favorable a price as possible for such client.

- A portfolio manager could favor an account if the portfolio manager's compensation is tied to the performance of that account to a greater degree than other accounts managed by the portfolio manager. If, for example, the portfolio manager receives a bonus based upon the performance of certain accounts relative to a benchmark while other accounts are disregarded for this purpose, the portfolio manager will have a financial incentive to seek to have the accounts that determine the portfolio manager's bonus achieve the best possible performance to the possible detriment of other accounts. Similarly, if Pioneer receives a performance-based advisory fee, the portfolio manager may favor that account, whether or not the performance of that account directly determines the portfolio manager's compensation.

- A portfolio manager could favor an account if the portfolio manager has a beneficial interest in the account, in order to benefit a large client or to compensate a client that had poor returns. For example, if the portfolio manager held an interest in an investment partnership that was one of the accounts managed by the portfolio manager, the portfolio manager would have an economic incentive to favor the account in which the portfolio manager held an interest.

- If the different accounts have materially and potentially conflicting investment objectives or strategies, a conflict of interest could arise. For example, if a portfolio manager purchases a security for one account and sells the same security for another account, such trading pattern may disadvantage either the account that is long or short. In making portfolio manager assignments, Pioneer seeks to avoid such potentially conflicting situations. However, where a portfolio manager is responsible for accounts with differing investment objectives and policies, it is possible that the portfolio manager will conclude that it is in the best interest of one account to sell a portfolio security while another account continues to hold or increase the holding in such security.

Compensation of Portfolio Managers. Pioneer has adopted a system of compensation for portfolio managers that seeks to align the financial interests of the portfolio managers with those of shareholders of the accounts (including Pioneer funds) the portfolio managers manage, as well as with the financial performance of Pioneer. The compensation program for all Pioneer portfolio managers includes a base salary (determined by the rank and tenure of the employee) and an annual bonus program, as well as customary benefits that are offered generally to all full-time employees. Base compensation is fixed and normally reevaluated on an annual basis. Pioneer seeks to set base compensation at market rates, taking into account the experience and responsibilities of the portfolio manager. The bonus plan is intended to provide a competitive level of annual bonus compensation that is tied to the portfolio manager achieving superior investment performance and align the interests of the investment professional with those of shareholders, as well as with the financial performance of Pioneer. Any bonus under the plan is completely discretionary, with a maximum annual bonus that may be in excess of base salary. The annual bonus is based upon a combination of the following factors:

o Quantitative Investment Performance. The quantitative investment performance calculation is based on pre-tax investment performance of all of the accounts managed by the portfolio manager (which includes the fund and any other accounts managed by the portfolio manager) over a one-year period (20% weighting) and four-year period (80% weighting), measured for periods ending on December 31. The accounts, which include the fund, are ranked against a group of mutual funds with similar investment objectives and investment focus (60%) and a broad-based securities market index measuring the performance of the same type of securities in which the accounts invest (40%), which, in the case of the fund, is the Bank of America Merrill Lynch High Yield Master II Index. As a result of these two benchmarks, the performance of the portfolio manager for compensation purposes is measured against the criteria that are relevant to the portfolio manager's competitive universe.

o Qualitative Performance. The qualitative performance component with respect to all of the accounts managed by the portfolio manager includes objectives, such as effectiveness in the areas of teamwork, leadership, communications and marketing, that are mutually established and evaluated by each portfolio manager and management.

o Pioneer Results and Business Line Results. Pioneer's financial performance, as well as the investment performance of its investment management group, affect a portfolio manager's actual bonus by a leverage factor of plus or minus (+/-) a predetermined percentage.

The quantitative and qualitative performance components comprise 80% and 20%, respectively, of the overall bonus calculation (on a pre-adjustment basis). A portion of the annual bonus is deferred for a specified period and may be invested in one or more Pioneer funds.

Certain portfolio managers may participate in other programs designed to reward and retain key contributors. Senior executives or other key employees may be granted performance units based on the stock price performance of UniCredit and the financial performance of Pioneer Global Asset Management S.p.A., which are affiliates of Pioneer. Portfolio managers also may participate in a deferred compensation program, whereby deferred amounts are invested in one or more Pioneer funds.

Share Ownership by Portfolio Manager. The following table indicates as of November 30, 2012 the value, within the indicated range, of shares beneficially owned by the portfolio manager of the fund.

Name of Portfolio Manager	Beneficial Ownership of the Fund*
Jonathan Sharkey	A

*Key to Dollar Ranges

A. None
B. $1 - $10,000
C. $10,001 - $50,000
D. $50,001 - $100,000
E. $100,001 - $500,000
F. $500,001 - $1,000,000
G. Over $1,000,000

Item 9. Purchases of Equity Securities by Closed-End Management Investment Company and Affiliated Purchasers.

(a) If the registrant is a closed-end management investment company, in the following tabular format, provide the information specified in paragraph (b) of this Item with respect to any purchase made by or on behalf of the registrant or any affiliated purchaser, as defined in Rule 10b-18(a)(3) under the Exchange Act (17 CFR 240.10b-18(a)(3)), of shares or other units of any class of the registrants equity securities that is registered by the registrant pursuant to Section 12 of the Exchange Act (15 U.S.C. 781). Instruction to paragraph (a). Disclose all purchases covered by this Item, including purchases that do not satisfy the conditions of the safe harbor of Rule 10b-18 under the Exchange Act (17 CFR 240.10b-18), made in the period covered by the report. Provide disclosures covering repurchases made on a monthly basis. For example, if the reporting period began on January 16 and ended on July 15, the chart would show repurchases for the months from January 16 through February 15, February 16 through March 15, March 16 through April 15, April 16 through May 15, May 16 through June 15, and June 16 through July 15.

During the period covered by this report, there were no purchases made by or on behalf of the registrant or any affiliated purchaser as defined in Rule 10b-18(a)(3) under the Securities Exchange Act of 1934 (the Exchange Act), of shares of the registrants equity securities that are registered by the registrant pursuant to Section 12 of the Exchange Act.

Item 10. Submission of Matters to a Vote of Security Holders.

Describe any material changes to the procedures by which shareholders may recommend nominees to the registrants board of directors, where those changes were implemented after the registrant last provided disclosure in response to the requirements of Item 7(d)(2)(ii)(G) of Schedule 14A (17 CFR 240.14a-101), or this Item.

There have been no material changes to the procedures by which the shareholders may recommend nominees to the registrants board of directors since the registrant last provided disclosure in response to the requirements of Item 7(d)(2)(ii)(G) of Schedule 14(A) in its definitive proxy statement, or this Item.

ITEM 11. CONTROLS AND PROCEDURES.

(a) Disclose the conclusions of the registrant's principal executive officer or officers and principal financial officer or officers, or persons performing similar functions, about the effectiveness of the registrant's disclosure controls and procedures (as defined in Rule 30a-2(c) under the Act (17 CFR 270.30a-2(c))) based on their evaluation of these controls and procedures as of a date within 90 days of the filing date of the report that includes the disclosure required by this paragraph.

The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures are effective based on their evaluation of these controls and procedures as of a date within 90 days of the filing date of this report.

(b) Disclose whether or not there were significant changes in the registrant's internal controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

There were no significant changes in the registrant's internal control over financial reporting that occurred during the second fiscal quarter of the period covered by this report that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

The registrant's principal executive officer and principal financial officer, however, voluntarily are reporting the following information:

In August of 2006 the registrant's investment adviser enhanced its internal procedures for reporting performance information required to be included in prospectuses. Those enhancements involved additional internal controls over the appropriateness of performance data generated for this purpose. Such enhancements were made following an internal review which identified prospectuses relating to certain classes of shares of a limited number of registrants where, inadvertently, performance information not reflecting the deduction of applicable sales charges was included. Those prospectuses were revised, and the revised prospectuses were distributed to shareholders.

ITEM 12. EXHIBITS.

File the exhibits listed below as part of this Form. Letter or number the exhibits in the sequence indicated.

(a) Any code of ethics, or amendment thereto, that is the subject of the disclosure required by Item 2, to the extent that the registrant intends to satisfy the Item 2 requirements through filing of an exhibit.

(b) A separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2 under the Act (17 CFR 270.30a-2).

Filed herewith.

SIGNATURES

[See General Instruction F]

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Pioneer Floating Rate Trust

By (Signature and Title)* /s/ John F. Cogan, Jr.
John F. Cogan, Jr, President

Date January 29, 2013

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

By (Signature and Title)* /s/ John F. Cogan, Jr.
John F. Cogan, Jr., President

Date January 29, 2013

By (Signature and Title)* /s/ Mark Bradley
Mark Bradley, Treasurer & Chief Accounting & Financial Officer

Date January 29, 2013

* Print the name and title of each signing officer under his or her signature.