

PUTNAM PREMIER INCOME TRUST  
Form N-CSR  
September 29, 2016

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: (811-05452)

Exact name of registrant as specified in charter: Putnam Premier Income Trust

Address of principal executive offices: One Post Office Square, Boston, Massachusetts 02109

Name and address of agent for service: Robert T Burns, Vice President  
One Post Office Square  
Boston, Massachusetts 02109

Copy to: Bryan Chegwidden, Esq.  
Ropes & Gray LLP  
1211 Avenue of the Americas  
New York, New York 10036

Registrant's telephone number, including area code: (617) 292-1000

Date of fiscal year end: July 31, 2016

Date of reporting period: August 1, 2015 — July 31, 2016

Item 1. Report to Stockholders:

The following is a copy of the report transmitted to stockholders pursuant to Rule 30e-1 under the Investment Company Act of 1940:

# Putnam Premier Income Trust

## Annual report 7 | 31 | 16

<b>Message from the Trustees</b>	<b>1</b>
<b>About the fund</b>	<b>2</b>
<b>Interview with your fund's portfolio manager</b>	<b>4</b>
<b>Performance snapshot</b>	<b>4</b>
<b>Your fund's performance</b>	<b>12</b>
<b>Terms and definitions</b>	<b>14</b>
<b>Other information for shareholders</b>	<b>15</b>
<b>Important notice regarding Putnam's privacy policy</b>	<b>16</b>
<b>Summary of dividend reinvestment plans</b>	<b>17</b>
<b>Trustee approval of management contract</b>	<b>19</b>
<b>Financial statements</b>	<b>24</b>
<b>Federal tax information</b>	<b>94</b>
<b>Shareholder meeting results</b>	<b>95</b>
<b>About the Trustees</b>	<b>96</b>
<b>Officers</b>	<b>98</b>

**Consider these risks before investing:** International investing involves currency, economic, and political risks. Emerging-market securities carry illiquidity and volatility risks. Lower-rated bonds may offer higher yields in return for more risk. Bond investments are subject to interest-rate risk (the risk of bond prices falling if interest rates rise) and credit risk (the risk of an issuer defaulting on interest or principal payments). Interest-rate risk is greater for

longer-term bonds, and credit risk is greater for below-investment-grade bonds. Unlike bonds, funds that invest in bonds have fees and expenses. Bond prices may fall or fail to rise over time for several reasons, including general financial market conditions, changing market perceptions of the risk of default, changes in government intervention, and factors related to a specific issuer or industry. These factors may also lead to periods of high volatility and reduced liquidity in the bond markets. Funds that invest in government securities are not guaranteed. Mortgage-backed securities are subject to prepayment risk and the risk that they may increase in value less when interest rates decline and decline in value more when interest rates rise. You can lose money by investing in the fund. The fund's shares trade on a stock exchange at market prices, which may be lower than the fund's net asset value.

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## Message from the Trustees

Dear Fellow Shareholder:

Through the first half of 2016, markets around the world have shown great resilience in the face of multiple challenges. Now, as we enter the fall, many additional factors raise new concerns.

Against a backdrop of sluggish growth and following a colorful political campaign, the United States will be electing a new president in a few short weeks. Overseas, challenges are widespread, from sluggish growth in Europe, Japan, and many emerging markets to global fallout from the United Kingdom's decision to leave the European Union. As non-U.S. central banks consider new actions to boost economic growth, here at home the Federal Reserve seeks stronger economic data before it raises interest rates. The uncertainty caused by these unfolding events could well spur renewed bouts of market volatility.

But we believe that opportunities can emerge despite the markets' ups and downs. At Putnam, our portfolio managers actively pursue these opportunities. Backed by a network of global analysts, they draw on their long experience and expertise in navigating changing conditions.

We share Putnam's deep conviction that an active approach based on fundamental research can play a valuable role in your portfolio. In the following pages, you will find an overview of your fund's performance for the reporting period ended July 31, 2016, as well as an outlook for the coming months.

Now may be a good time for you to consult with your financial advisor, who can help you in determining if your portfolio remains aligned with your long-term goals, time horizon, and tolerance for risk.

As always, thank you for investing with Putnam.

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## Interview with your fund's portfolio manager

**Bill, what was the bond market environment like for the 12 months ended July 31, 2016?**

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From the beginning of the reporting period through mid-February, an environment of increasing risk aversion bolstered the performance of government bonds and other higher-quality securities, while riskier assets, such as high-yield bonds, experienced substantial volatility.

Oil prices also declined from the beginning of the period until mid-February, falling to levels not seen since 2004. This factor, along with increasing worries about a collapse in commodity prices generally, as well as mounting fears of an economic slowdown in China, weighed on credit markets. Credit spreads, or the yield advantage bonds with credit risk offer over comparable-maturity U.S. Treasuries, rose significantly, as risk-off sentiment permeated the markets.

Market turbulence reached a peak on February 11, after which incremental improvements across a broad range of global issues helped credit-sensitive bonds stage a broad-based rally. Oil prices rose well above the low point reached in January, China's central bank eased concerns by implementing additional stimulus measures, and improving U.S.

*Data are historical. Past performance does not guarantee future results. More recent returns may be less or more than those shown. Investment return and net asset value will fluctuate, and you may have a gain or a loss when you sell your shares. Performance assumes reinvestment of distributions and does not account for taxes. Fund returns in the bar chart are at NAV. See pages 5 and 12–13 for additional performance information, including fund returns at market price. Index and Lipper results should be compared with fund performance at NAV.*

### 4 Premier Income Trust

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economic data helped allay fears that global economic developments would stall the U.S. expansion. After raising the federal funds rate in December, the Federal Reserve backed away from its earlier statements, saying that it would take a gradual approach toward raising interest rates, based on a variety of U.S. and global economic factors. As risk appetite resurfaced, investors reemerged, seeking to capitalize on an expanded set of attractive investment opportunities.

The market rebound accelerated considerably in March and April, as demand for risk assets continued to improve and credit spreads tightened. The upturn carried on through May into mid-June, bolstered by a six-month high for oil prices and rising stock prices.

The rally in credit-sensitive bonds was temporarily disrupted in late June, as the referendum vote by the United Kingdom to exit the European Union surprised investors and reverberated throughout global markets. However, as investors reassessed Brexit in the days immediately following the vote, concluding that its impact outside of Britain would likely be limited, credit-sensitive securities moved higher once again.

### **The fund lagged its benchmark by a significant margin during the period. What factors hampered relative performance?**

With respect to relative performance, I think it's important to point out that the fund's benchmark comprises U.S. Treasury and government-agency securities. These areas of the market generally benefited from investor risk aversion, particularly during the first half of the reporting period. In addition, securitized mortgage-backed bonds, an out-of-benchmark area of the market that had served the fund well over the long term, did not work as well during the 12-month reporting period.

Looking at individual strategies, our interest-rate and yield-curve positioning in the United States was the primary detractor from performance. We continued our efforts to de-emphasize interest-rate risk by keeping the portfolio's duration — a key measure of interest-rate sensitivity — shorter than that of the benchmark. We also positioned the

This comparison shows your fund's performance in the context of broad market indexes for the 12 months ended 7/31/16. See pages 4 and 12-13 for additional fund performance information. Index descriptions can be found on page 14.

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portfolio to benefit from a potentially steeper U.S. Treasury yield curve. This strategy was particularly detrimental during the first half of the period, when risk-off sentiment fueled demand for the perceived safety of Treasuries, driving their prices higher and yields lower. Our positioning was also hurt by the fact that the yield curve generally flattened during the period.

Within our mortgage-credit strategies, substantial exposure to mezzanine commercial mortgage-backed securities [CMBS] worked against the fund's results. Credit spreads rose considerably during the third quarter of 2015, pushed higher by risk-off sentiment and fears of liquidity constraints within the market. This spread widening hampered all bonds with credit risk, including CMBS.

CMBS were then negatively affected by the flight from risk that spread through the marketplace in January and early February. A challenging supply-and-demand backdrop also weighed on CMBS, as increased regulations led many broker/dealers to continue reducing their inventory of these securities. The asset class rebounded during the balance of the period as investor risk appetite improved, but not enough to completely offset earlier weakness.

Non-agency residential mortgage-backed securities were also hampered by the risk aversion that gripped the market during the period's first half. However, this sector

Credit qualities are shown as a percentage of the fund's net assets as of 7/31/16. A bond rated BBB or higher (A-3 or higher, for short-term debt) is considered investment grade. This chart reflects the highest security rating provided by one or more of Standard & Poor's, Moody's, and Fitch. To-be-announced (TBA) mortgage commitments, if any, are included based on their issuer ratings. Ratings may vary over time.

Cash, derivative instruments, and net other assets are shown in the not-rated category. Payables and receivables for TBA mortgage commitments are included in the not-rated category and may result in negative weights. The fund itself has not been rated by an independent rating agency.

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rebounded strongly from mid-February through period-end, and served as a minor partial offset to our CMBS holdings.

### **How did your currency strategies affect performance?**

On balance, active currency strategies detracted for the period. A short position in the Swedish krona added value when that currency weakened during the summer months. Long exposure to the New Zealand dollar also proved beneficial. Unfortunately, these contributions were negated by long positions in the weakening Mexican peso and Canadian dollar, tactical positioning in the euro, and underweight exposure to the strengthening Japanese yen and Norwegian krone.

### **Turning to the positive side, which holdings and strategies aided the fund's results?**

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Holdings of emerging-market [EM] debt contributed the most, led by our investments in Venezuela. Bonds from this country rebounded strongly as oil prices rose and investor risk appetite strengthened during the period's second half. Our positions in Argentina also performed well, bolstered by the election of a new president who

This table shows the fund's top holdings across three key sectors and the percentage of the fund's net assets that each represented as of 7/31/16. Short-term holdings, TBA commitments, and derivatives, if any, are excluded. Holdings may vary over time.

Premier Income Trust 7

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has emphasized market-friendly reforms, which helped facilitate an agreement between Argentina and its holdout creditors. Additionally, Argentina's issuance of \$16.5 billion in bonds in April — the country's first bond issuance since 2001 — attracted intense investor interest. Elsewhere, securities in Russia, Ukraine, and Brazil also contributed.

In addition, our international interest-rate and yield-curve strategies generated positive results and partially offset the negative impact of our U.S. positioning. Our holdings in Greece were of particular note, as they continued to benefit from the country's August 2015 agreement for a new bailout program, and the reelection of Prime Minister Alexis Tsipras in September 2015.

An allocation to high-yield bonds provided a further modest boost to performance. After sharply underperforming during the first half of the period, high yield rallied strongly in the second half, buoyed by rising oil prices, resurgent demand for riskier asset classes, and signs of stabilization in the global economy.

### **How did you use derivatives during the period?**

We used bond futures and interest-rate swaps to take tactical positions at various points along the yield curve, and to hedge the risk associated with the fund's yield-curve positioning. In addition, we employed interest-rate swaps to gain exposure to rates in various countries. We also utilized options

This chart shows how the fund's sector weightings have changed over the past six months. Allocations are shown as a percentage of the fund's net assets. Cash and net other assets, if any, represent the market value weights of cash, derivatives, short-term securities, and other unclassified assets in the portfolio. Current period summary information may differ from the portfolio schedule included in the financial statements due to the inclusion of derivative securities, any interest accruals, the use of different classifications of securities for presentation purposes, and rounding.

Allocations may not total 100% because the table includes the notional value of certain derivatives (the economic value for purposes of calculating periodic payment obligations), in addition to the market value of securities. Holdings and allocations may vary over time.

8 Premier Income Trust

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to hedge the fund's interest-rate risk, to isolate the prepayment risk associated with our holdings of various mortgage-backed securities, and to help manage overall downside risk. Additionally, we used total return swaps as a hedging tool, and to help manage the portfolio's sector exposure, as well as its inflation risk. We employed credit default swaps to hedge the fund's credit and market risks, and to gain exposure to specific sectors and securities. Lastly, we utilized currency forward contracts to hedge the foreign exchange risk associated with non-U.S. bonds and to efficiently gain exposure to foreign currencies.

**What is your outlook for the coming months, and how do you plan to position the fund?**

We've seen dramatic shifts in investor sentiment during the past 12 months, stemming from factors such as the outlook for China's economy, the strength of the U.S. dollar, and the United Kingdom's decision to leave the European Union. Through all of this, the U.S. economy continued to demonstrate underlying strength. Although the domestic economy appears to have lost some momentum recently, we continue to believe that gross domestic product may expand by roughly 2% in 2016. As a result, we think it's possible that the Fed could implement another rate hike before the end of the year. However, this is far from certain and will depend on a variety of factors, both here at home and abroad.

We expect the policy response to Brexit will materially impact the U.K. economy. Consequently, we shifted to an underweight in the British pound sterling shortly after the referendum vote. While we believe Brexit is likely to have some effect on the European Union, we currently think its influence on the rest of the world, including the United States, will be limited.

**ABOUT DERIVATIVES**

Derivatives are an increasingly common type of investment instrument, the performance of which is *derived* from an underlying security, index, currency, or other area of the capital markets. Derivatives employed by the fund's managers generally serve one of two main purposes: to implement a strategy that may be difficult or more expensive to invest in through traditional securities, or to hedge unwanted risk associated with a particular position.

For example, the fund's managers might use currency forward contracts to capitalize on an anticipated change in exchange rates between two currencies. This approach would require a significantly smaller outlay of capital than purchasing traditional bonds denominated in the underlying currencies. In another example, the managers may identify a bond that they believe is undervalued relative to its risk of default, but may seek to reduce the interest-rate risk of that bond by using interest-rate swaps, a derivative through which two parties "swap" payments based on the movement of certain rates.

Like any other investment, derivatives may not appreciate in value and may lose money. Derivatives may amplify traditional investment risks through the creation of leverage and may be less liquid than traditional securities. And because derivatives typically represent contractual agreements between two financial institutions, derivatives entail "counterparty risk," which is the risk that the other party is unable or unwilling to pay. Putnam monitors the counterparty risks we assume. For example, Putnam often enters into collateral agreements that require the counterparties to post collateral on a regular basis to cover their obligations to the fund. Counterparty risk for exchange-traded futures and centrally cleared swaps is mitigated by the daily exchange of margin and other safeguards against default through their respective clearinghouses.

Premier Income Trust 9

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We think economic growth in Europe and Japan is likely to remain weak for the foreseeable future. Although central banks in these regions have implemented substantial monetary stimulus, we think policymakers have yet to take meaningful steps to address serious structural issues.

In our view, Japan appears to be running out of options for its monetary policy. The yen has appreciated significantly this year despite negative interest rates and other policy measures undertaken by the Bank of Japan. And a stronger yen is a major hindrance to an economy that is highly dependent on exports. Fiscal policy remains an option but whether it will be effective at bolstering confidence in the Japanese economy and capital markets is highly uncertain.

Against this backdrop, we plan to continue seeking investment opportunities offering what we consider to be attractive liquidity premiums while de-emphasizing interest-rate risk. As of period-end, we believed the most compelling opportunities existed among various mortgage-backed securities, both commercial and residential, as well as EM debt and high-yield bonds.

**Thanks for your time and for bringing us up to date, Bill.**

*The views expressed in this report are exclusively those of Putnam Management and are subject to change. They are not meant as investment advice.*

*Please note that the holdings discussed in this report may not have been held by the fund for the entire period. Portfolio composition is subject to review in accordance with the fund's investment strategy and may vary in the future. Current and future portfolio holdings are subject to risk. Statements in the Q&A concerning the fund's performance or portfolio composition relative to those of the fund's Lipper peer group may reference information produced by Lipper Inc. or through a third party.*

Portfolio Manager **D. William Kohli** is Co-Head of Fixed Income at Putnam. He has an M.B.A. from the Haas School of Business at the University of California, Berkeley, and a B.A. from the University of California, San Diego. Bill joined Putnam in 1994 and has been in the investment industry since 1988.

In addition to Bill, your fund's portfolio managers are Michael J. Atkin; Michael V. Salm; and Paul D. Scanlon, CFA.

10 Premier Income Trust

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## HOW CLOSED-END FUNDS DIFFER FROM OPEN-END FUNDS

Closed-end funds and open-end funds share many common characteristics but also have some key differences that you should understand as you consider your portfolio strategies.

**More assets at work** Open-end funds are subject to ongoing sales and redemptions that can generate transaction costs for long-term shareholders. Closed-end funds, however, are typically fixed pools of capital that do not need to hold cash in connection with sales and redemptions, allowing the funds to keep more assets actively invested.

**Traded like stocks** Closed-end fund shares are traded on stock exchanges and, as a result, their prices fluctuate because of the influence of several factors.

**They have a market price** Like an open-end fund, a closed-end fund has a per-share net asset value (NAV). However, closed-end funds also have a "market price" for their shares — which is how much you pay when you buy shares of the fund, and how much you receive when you sell them.

When looking at a closed-end fund's performance, you will usually see that the NAV and the market price differ. The market price can be influenced by several factors that cause it to vary from the NAV, including fund distributions, changes in supply and demand for the fund's shares, changing market conditions, and investor perceptions of the fund or its investment manager. A fund's performance at market price typically differs from its results at NAV.

Premier Income Trust 11

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## Your fund's performance

This section shows your fund's performance, price, and distribution information for periods ended July 31, 2016, the end of its most recent fiscal year. In accordance with regulatory requirements for mutual funds, we also include performance information as of the most recent calendar quarter-end. Performance should always be considered in light of a fund's investment strategy. Data represent past performance. Past performance does not guarantee future results. More recent returns may be less or more than those shown. Investment return, net asset value, and market price will fluctuate, and you may have a gain or a loss when you sell your shares.

**Fund performance** Total return for periods ended 7/31/16

NAV

Market price



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Annual average		
Life of fund (since 2/29/88)	6.59%	6.42%
10 years	58.36	72.29
Annual average	4.70	5.59
5 years	14.06	5.79
Annual average	2.67	1.13
3 years	4.20	7.60
Annual average	1.38	2.47
1 year	-2.16	-1.31

Performance assumes reinvestment of distributions and does not account for taxes.

Performance includes the deduction of management fees and administrative expenses.

**Comparative index returns** For periods ended 7/31/16

	<b>Bloomberg Barclays Government Bond Index</b>	<b>Lipper General Bond Funds (closed-end) category average*</b>
Annual average		
Life of fund (since 2/29/88)	6.25%	7.35%
10 years	57.46	108.14
Annual average	4.64	7.12
5 years	16.62	41.43
Annual average	3.12	6.84
3 years	11.24	19.03
Annual average	3.62	5.82
1 year	5.61	4.04

Index and Lipper results should be compared with fund performance at net asset value.

\* Over the 1-year, 3-year, 5-year, 10-year, and life-of-fund periods ended 7/31/16, there were 36, 28, 22, 18, and 3 funds, respectively, in this Lipper category.

**Fund price and distribution information** For the 12-month period ended 7/31/16**Distributions**

Number	12
Income	\$0.312
Capital gains	—
<b>Total</b>	<b>\$0.312</b>

<b>Share value</b>	<b>NAV</b>	<b>Market price</b>
7/31/15	\$5.72	\$5.10
7/31/16	5.28	4.72

<b>Current rate (end of period)</b>	<b>NAV</b>	<b>Market price</b>
Current dividend rate*	5.91%	6.61%

The classification of distributions, if any, is an estimate. Final distribution information will appear on your year-end tax forms.

\* Most recent distribution, including any return of capital and excluding capital gains, annualized and divided by NAV or market price at end of period.

**Fund performance as of most recent calendar quarter**

Total return for periods ended 6/30/16

	<b>NAV</b>	<b>Market price</b>
Annual average		
Life of fund (since 2/29/88)	6.53%	6.40%
10 years	56.98	71.76
Annual average	4.61	5.56
5 years	12.53	-1.78
Annual average	2.39	-0.36

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3 years	3.08	5.09
Annual average	1.02	1.67
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1 year	-4.18	-1.76
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See the discussion following the fund performance table on page 12 for information about the calculation of fund performance.

Premier Income Trust 13

## Terms and definitions

### Important terms

**Total return** shows how the value of the fund's shares changed over time, assuming you held the shares through the entire period and reinvested all distributions in the fund.

**Net asset value (NAV)** is the value of all your fund's assets, minus any liabilities, divided by the number of outstanding shares.

**Market price** is the current trading price of one share of the fund. Market prices are set by transactions between buyers and sellers on exchanges such as the New York Stock Exchange.

### Fixed-income terms

**Current rate** is the annual rate of return earned from dividends or interest of an investment. Current rate is expressed as a percentage of the price of a security, fund share, or principal investment.

**Mortgage-backed security (MBS)**, also known as a mortgage "pass-through," is a type of asset-backed security that is secured by a mortgage or collection of mortgages. The following are types of MBSs:

**Agency "pass-through"** has its principal and interest backed by a U.S. government agency, such as the Federal National Mortgage Association (Fannie Mae), Government National Mortgage Association (Ginnie Mae), and Federal Home Loan Mortgage Corporation (Freddie Mac).

**Collateralized mortgage obligation (CMO)** represents claims to specific cash flows from pools of home mortgages. The streams of principal and interest payments on the mortgages are distributed to the different classes of CMO interests in "tranches." Each tranche may have different principal balances, coupon rates, prepayment risks, and maturity dates. A CMO is highly sensitive to changes in interest rates and any resulting change in the rate at which homeowners sell their properties, refinance, or otherwise prepay loans. CMOs are subject to prepayment, market, and liquidity risks.

**Interest-only (IO) security** is a type of CMO in which the underlying asset is the interest portion of mortgage, Treasury, or bond payments.

**Non-agency residential mortgage-backed security (RMBS)** is an MBS not backed by Fannie Mae, Ginnie Mae, or Freddie Mac. One type of RMBS is an Alt-A mortgage-backed security.

**Commercial mortgage-backed security (CMBS)** is secured by the loan on a commercial property.

**Yield curve** is a graph that plots the yields of bonds with equal credit quality against their differing maturity dates, ranging from shortest to longest. It is used as a benchmark for other debt, such as mortgage or bank lending rates.

### **Comparative indexes**

**Bloomberg Barclays Government Bond Index** is an unmanaged index of U.S. Treasury and agency securities.

**Bloomberg Barclays U.S. Aggregate Bond Index** is an unmanaged index of U.S. investment-grade fixed-income securities.

**BofA Merrill Lynch U.S. 3-Month Treasury Bill Index** is an unmanaged index that seeks to measure the performance of U.S. Treasury bills available in the marketplace.

**S&P 500 Index** is an unmanaged index of common stock performance.

Indexes assume reinvestment of all distributions and do not account for fees. Securities and performance of a fund and an index will differ. You cannot invest directly in an index.

14 Premier Income Trust

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**Lipper** is a third-party industry-ranking entity that ranks mutual funds. Its rankings do not reflect sales charges. Lipper rankings are based on total return at net asset value relative to other funds that have similar current investment styles or objectives as determined by Lipper. Lipper may change a fund's category assignment at its discretion. Lipper category averages reflect performance trends for funds within a category.

## **Other information for shareholders**

### **Important notice regarding share repurchase program**

In September 2015, the Trustees of your fund approved the renewal of a share repurchase program that had been in effect since 2005. This renewal allows your fund to repurchase, in the 12 months beginning October 8, 2015, up to 10% of the fund's common shares outstanding as of October 7, 2015.

### **Important notice regarding delivery of shareholder documents**

In accordance with Securities and Exchange Commission (SEC) regulations, Putnam sends a single copy of annual and semiannual shareholder reports, prospectuses, and proxy statements to Putnam shareholders who share the same address, unless a shareholder requests otherwise. If you prefer to receive your own copy of these documents, please call Putnam at 1-800-225-1581, and Putnam will begin sending individual copies within 30 days.

### **Proxy voting**

Putnam is committed to managing our mutual funds in the best interests of our shareholders. The Putnam funds' proxy voting guidelines and procedures, as well as information regarding how your fund voted proxies relating to portfolio securities during the 12-month period ended June 30, 2016, are available in the Individual Investors section of putnam.com, and on the SEC's website, www.sec.gov. If you have questions about finding forms on the SEC's website, you may call the SEC at 1-800-SEC-0330. You may also obtain the Putnam funds' proxy voting guidelines and procedures at no charge by calling Putnam's Shareholder Services at 1-800-225-1581.

### **Fund portfolio holdings**

The fund will file a complete schedule of its portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. Shareholders may obtain the fund's Form N-Q on the SEC's website at www.sec.gov. In

addition, the fund's Form N-Q may be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. You may call the SEC at 1-800-SEC-0330 for information about the SEC's website or the operation of the Public Reference Room.

### Trustee and employee fund ownership

Putnam employees and members of the Board of Trustees place their faith, confidence, and, most importantly, investment dollars in Putnam mutual funds. As of July 31, 2016, Putnam employees had approximately \$495,000,000 and the Trustees had approximately \$131,000,000 invested in Putnam mutual funds. These amounts include investments by the Trustees' and employees' immediate family members as well as investments through retirement and deferred compensation plans.

Premier Income Trust 15

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## Important notice regarding Putnam's privacy policy

In order to conduct business with our shareholders, we must obtain certain personal information such as account holders' names, addresses, Social Security numbers, and dates of birth. Using this information, we are able to maintain accurate records of accounts and transactions.

It is our policy to protect the confidentiality of our shareholder information, whether or not a shareholder currently owns shares of our funds. In particular, it is our policy not to sell information about you or your accounts to outside marketing firms. We have safeguards in place designed to prevent unauthorized access to our computer systems and procedures to protect personal information from unauthorized use.

Under certain circumstances, we must share account information with outside vendors who provide services to us, such as mailings and proxy solicitations. In these cases, the service providers enter into confidentiality agreements with us, and we provide only the information necessary to process transactions and perform other services related to your account. Finally, it is our policy to share account information with your financial representative, if you've listed one on your Putnam account.

16 Premier Income Trust

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## Summary of Putnam Closed-End Funds' Amended and Restated Dividend Reinvestment Plans

Putnam High Income Securities Fund, Putnam Managed Municipal Income Trust, Putnam Master Intermediate Income Trust, Putnam Municipal Opportunities Trust and Putnam Premier Income Trust (each, a "Fund" and collectively, the "Funds") each offer **dividend reinvestment plan** (each, a "Plan" and collectively, the "Plans"). If you participate in a Plan, all income dividends and capital gain distributions are **automatically reinvested** in Fund shares by the Fund's agent, Putnam Investor Services, Inc. (the "Agent"). If you are not participating in a Plan, every month you will receive all dividends and other distributions in cash, paid by check and mailed directly to you.

Upon a purchase (or, where applicable, upon registration of transfer on the shareholder records of a Fund) of shares of a Fund by a registered shareholder, each such shareholder **will be deemed to have elected to participate** in that Fund's Plan. Each such shareholder will have all distributions by a Fund automatically reinvested in additional shares, unless such shareholder elects to terminate participation in a Plan by instructing the Agent to pay future distributions in cash. Shareholders who were not participants in a Plan as of January 31, 2010, will continue to receive distributions in cash but may enroll in a Plan at any time by contacting the Agent.

If you participate in a Fund's Plan, the Agent will automatically reinvest subsequent distributions, and the Agent will send you a confirmation in the mail telling you how many additional shares were issued to your account.

To change your enrollment status or to request additional information about the Plans, you may contact the Agent either in writing, at P.O. Box 8383, Boston, MA 02266-8383, or by telephone at 1-800-225-1581 during normal East Coast business hours.

**How you acquire additional shares through a Plan** If the market price per share for your Fund's shares (plus estimated brokerage commissions) is greater than or equal to their net asset value per share on the payment date for a distribution, you will be issued shares of the Fund at a value equal to the higher of the net asset value per share on that date or 95% of the market price per share on that date.

If the market price per share for your Fund's shares (plus estimated brokerage commissions) is less than their net asset value per share on the payment date for a distribution, the Agent will buy Fund shares for participating accounts in the open market. The Agent will aggregate open-market purchases on behalf of all participants, and the average price (including brokerage commissions) of all shares purchased by the Agent will be the price per share allocable to each participant. The Agent will generally complete these open-market purchases within five business days following the payment date. If, before the Agent has completed open-market purchases, the market price per share (plus estimated brokerage commissions) rises to exceed the net asset value per share on the payment date, then the purchase price may exceed the net asset value per share, potentially resulting in the acquisition of fewer shares than if the distribution had been paid in newly issued shares.

**How to withdraw from a Plan** Participants may withdraw from a Fund's Plan at any time by notifying the Agent, either in writing or by telephone. Such withdrawal will be effective immediately if notice is received by the Agent with sufficient time prior to any distribution record date; otherwise, such withdrawal will be effective with respect to any subsequent

Premier Income Trust 17

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distribution following notice of withdrawal. There is no penalty for withdrawing from or not participating in a Plan.

**Plan administration** The Agent will credit all shares acquired for a participant under a Plan to the account in which the participant's common shares are held. Each participant will be sent reasonably promptly a confirmation by the Agent of each acquisition made for his or her account.

**About brokerage fees** Each participant pays a proportionate share of any brokerage commissions incurred if the Agent purchases additional shares on the open market, in accordance with the Plans. There are no brokerage charges applied to shares issued directly by the Funds under the Plans.

#### **About taxes and Plan amendments**

Reinvesting dividend and capital gain distributions in shares of the Funds does not relieve you of tax obligations, which are the same as if you had received cash distributions. The Agent supplies tax information to you and to the IRS annually. Each Fund reserves the right to amend or terminate its Plan upon 30 days' written notice. However, the Agent may assign its rights, and delegate its duties, to a successor agent with the prior consent of a Fund and without prior notice to Plan participants.

**If your shares are held in a broker or nominee name** If your shares are held in the name of a broker or nominee offering a dividend reinvestment service, consult your broker or nominee to ensure that an appropriate election is made on your behalf. If the broker or nominee holding your shares does not provide a reinvestment service, you may need to register your shares in your own name in order to participate in a Plan.

In the case of record shareholders such as banks, brokers or nominees that hold shares for others who are the beneficial owners of such shares, the Agent will administer the Plan on the basis of the number of shares certified by the record shareholder as representing the total amount registered in such shareholder's name and held for the account of beneficial owners who are to participate in the Plan.

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## Trustee approval of management contract

### General conclusions

The Board of Trustees of The Putnam Funds oversees the management of each fund and, as required by law, determines annually whether to approve the continuance of your fund's management contract with Putnam Investment Management, LLC ("Putnam Management") and the sub-management contract with respect to your fund between Putnam Management and its affiliate, Putnam Investments Limited ("PIL"). The Board, with the assistance of its Contract Committee, requests and evaluates all information it deems reasonably necessary under the circumstances in connection with its annual contract review. The Contract Committee consists solely of Trustees who are not "interested persons" (as this term is defined in the Investment Company Act of 1940, as amended (the "1940 Act")) of The Putnam Funds ("Independent Trustees").

At the outset of the review process, members of the Board's independent staff and independent legal counsel discussed with representatives of Putnam Management the annual contract review materials furnished to the Contract Committee during the course of the previous year's review, identifying possible changes in these materials that might be necessary or desirable for the coming year. Following these discussions and in consultation with the Contract Committee, the Independent Trustees' independent legal counsel requested that Putnam Management and its affiliates furnish specified information, together with any additional information that Putnam Management considered relevant, to the Contract Committee. Over the course of several months ending in June 2016, the Contract Committee met on a number of occasions with representatives of Putnam Management, and separately in executive session, to consider the information that Putnam Management provided, as well as supplemental information provided in response to an additional request made by the Contract Committee. Throughout this process, the Contract Committee was assisted by the members of the Board's independent staff and by independent legal counsel for The Putnam Funds and the Independent Trustees.

In May 2016, the Contract Committee met in executive session to discuss and consider its recommendations with respect to the continuance of the contracts. At the Trustees' June 24, 2016 meeting, the Contract Committee met in executive session with the other Independent Trustees to review a summary of the key financial, performance and other data that the Contract Committee considered in the course of its review. The Contract Committee then presented its written report, which summarized the key factors that the Committee had considered and set forth its recommendations. The Contract Committee then recommended, and the Independent Trustees approved, the continuance of your fund's management and sub-management contracts, effective July 1, 2016. (Because PIL is an affiliate of Putnam Management and Putnam Management remains fully responsible for all services provided by PIL, the Trustees have not attempted to evaluate PIL as a separate entity, and all subsequent references to Putnam Management below should be deemed to include reference to PIL as necessary or appropriate in the context.)

The Independent Trustees' approval was based on the following conclusions:

- That the fee schedule in effect for your fund represented reasonable compensation in light of the nature and quality of the services being provided to the fund, the fees paid by competitive funds, and the costs incurred by Putnam Management in providing services to the fund; and

Premier Income Trust 19

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- That the fee schedule in effect for your fund represented an appropriate sharing between fund shareholders and Putnam Management of such economies of scale as may exist in the management of the fund at current asset levels.

These conclusions were based on a comprehensive consideration of all information provided to the Trustees and were not the result of any single factor. Some of the factors that figured particularly in the Trustees' deliberations

and how the Trustees considered these factors are described below, although individual Trustees may have evaluated the information presented differently, giving different weights to various factors. It is also important to recognize that the management arrangements for your fund and the other Putnam funds are the result of many years of review and discussion between the Independent Trustees and Putnam Management, that some aspects of the arrangements may receive greater scrutiny in some years than others, and that the Trustees' conclusions may be based, in part, on their consideration of fee arrangements in previous years.

### **Management fee schedules and total expenses**

The Trustees reviewed the management fee schedules in effect for all Putnam funds, including fee levels and breakpoints. The Trustees also reviewed the total expenses of each Putnam fund, recognizing that in most cases management fees represented the major, but not the sole, determinant of total costs to shareholders. (In a few instances, funds have implemented so-called "all-in" management fees covering substantially all routine fund operating costs.)

In reviewing fees and expenses, the Trustees generally focus their attention on material changes in circumstances — for example, changes in assets under management, changes in a fund's investment style, changes in Putnam Management's operating costs or profitability, or changes in competitive practices in the mutual fund industry — that suggest that consideration of fee changes might be warranted. The Trustees concluded that the circumstances did not indicate that changes to the management fee structure for your fund would be appropriate at this time.

Under its management contract, your fund has the benefit of breakpoints in its management fee schedule that provide shareholders with economies of scale in the form of reduced fee rates as the fund's assets under management increase. The Trustees noted, however, that because your fund is a closed-end management investment company, it has relatively stable levels of assets under management and is not expected to be affected significantly by breakpoints in its management fee schedule. The Trustees concluded that the fee schedule in effect for your fund represented an appropriate sharing of economies of scale between fund shareholders and Putnam Management.

The Trustees reviewed comparative fee and expense information for a custom group of competitive funds selected by Lipper Inc. ("Lipper"). This comparative information included your fund's percentile ranking for effective management fees and total expenses, which provides a general indication of your fund's relative standing. In the custom peer group, your fund ranked in the second quintile in effective management fees (determined for your fund and the other funds in the custom peer group based on fund asset size and the applicable contractual management fee schedule) and in the second quintile in total expenses as of December 31, 2015. The first quintile represents the least expensive funds and the fifth quintile the most expensive funds. The fee and expense data reported by Lipper as of December 31, 2015 reflected the most recent fiscal year-end data available in Lipper's database at that time.

#### 20 Premier Income Trust

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In connection with their review of fund management fees and total expenses, the Trustees also reviewed the costs of the services provided and the profits realized by Putnam Management and its affiliates from their contractual relationships with the funds. This information included trends in revenues, expenses and profitability of Putnam Management and its affiliates relating to the investment management, investor servicing and distribution services provided to the funds. In this regard, the Trustees also reviewed an analysis of Putnam Management's revenues, expenses and profitability, allocated on a fund-by-fund basis, with respect to the funds' management, distribution, and investor servicing contracts. For each fund, the analysis presented information about revenues, expenses and profitability for each of the agreements separately and for the agreements taken together on a combined basis. The Trustees concluded that, at current asset levels, the fee schedules in place represented reasonable compensation for the services being provided and represented an appropriate sharing between fund shareholders and Putnam Management of such economies of scale as may exist in the management of the Putnam funds at that time.

The information examined by the Trustees as part of their annual contract review for the Putnam funds included information regarding fees charged by Putnam Management and its affiliates to institutional clients such as defined benefit pension plans, college endowments, sub-advised third-party mutual funds, and the like. This information



included comparisons of those fees with fees charged to the Putnam funds, as well as an assessment of the differences in the services provided to these different types of clients. The Trustees observed that the differences in fee rates between these clients and the Putnam funds are by no means uniform when examined by individual asset sectors, suggesting that differences in the pricing of investment management services to these types of clients may reflect, among other things, historical competitive forces operating in separate markets. The Trustees considered the fact that in many cases fee rates across different asset classes are higher on average for mutual funds than for institutional clients, as well as the differences between the services that Putnam Management provides to the Putnam funds and those that it provides to its other clients. The Trustees did not rely on these comparisons to any significant extent in concluding that the management fees paid by your fund are reasonable.

### Investment performance

The quality of the investment process provided by Putnam Management represented a major factor in the Trustees' evaluation of the quality of services provided by Putnam Management under your fund's management contract. The Trustees were assisted in their review of the Putnam funds' investment process and performance by the work of the investment oversight committees of the Trustees, which meet on a regular basis with the funds' portfolio teams and with the Chief Investment Officer and other senior members of Putnam Management's Investment Division throughout the year. The Trustees concluded that Putnam Management generally provides a high-quality investment process — based on the experience and skills of the individuals assigned to the management of fund portfolios, the resources made available to them, and in general Putnam Management's ability to attract and retain high-quality personnel — but also recognized that this does not guarantee favorable investment results for every fund in every time period.

The Trustees considered that 2015 was a year of mixed performance results for the Putnam funds, with generally strong results for the international equity, global sector and global asset allocation funds, but generally disappointing results for the U.S. and small-cap equity, Spectrum and fixed income funds. They

Premier Income Trust 21

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noted that the longer-term performance of the Putnam funds generally continued to be strong, exemplified by the fact that the Putnam funds were ranked by the Barron's/Lipper Fund Families survey as the 18th-best performing mutual fund complex out of 58 complexes for the five-year period ended December 31, 2015. They also noted, however, the disappointing investment performance of some funds for periods ended December 31, 2015 and considered information provided by Putnam Management regarding the factors contributing to the underperformance and actions being taken to improve the performance of these particular funds. The Trustees indicated their intention to continue to monitor performance trends to assess the effectiveness of these efforts and to evaluate whether additional actions to address areas of underperformance are warranted.

For purposes of evaluating investment performance, the Trustees generally focus on a competitive industry ranking of each fund's total net return over a one-year, three-year and five-year period. For a number of Putnam funds with relatively unique investment mandates for which meaningful competitive performance rankings are not considered to be available, the Trustees evaluated performance based on their total gross and net returns and, in most cases, comparisons of those returns with the returns of selected investment benchmarks. In the case of your fund, the Trustees considered that its common share cumulative total return performance at net asset value was in the following quartiles of its Lipper peer group (Lipper General Bond Funds (closed-end)) for the one-year, three-year and five-year periods ended December 31, 2015 (the first quartile representing the best-performing funds and the fourth quartile the worst-performing funds):

One-year period	2nd
Three-year period	2nd
Five-year period	4th

Over the one-year, three-year and five-year periods ended December 31, 2015, there were 28, 23 and 21 funds, respectively, in your fund's Lipper peer group. (When considering performance information, shareholders should be mindful that past performance is not a guarantee of future results.)

The Trustees expressed concern about your fund's fourth quartile performance over the five-year period ended December 31, 2015 and considered the circumstances that may have contributed to this disappointing performance. The Trustees considered Putnam Management's observation that the fund's underperformance over the five-year period was attributable largely to the fund's interest-rate positioning.

The Trustees considered that Putnam Management remained confident in the portfolio managers and their investment process. The Trustees also considered Putnam Management's continued efforts to support fund performance through initiatives including structuring compensation for portfolio managers and research analysts to enhance accountability for fund performance, emphasizing accountability in the portfolio management process, and affirming its commitment to a fundamental-driven approach to investing. The Trustees noted further that Putnam Management continued to strengthen its fundamental research capabilities by adding new investment personnel.

As a general matter, the Trustees believe that cooperative efforts between the Trustees and Putnam Management represent the most effective way to address investment performance issues that may arise from time to time. The Trustees noted that investors in the Putnam funds have, in effect, placed their trust in the Putnam organization, under the oversight of the funds' Trustees, to make appropriate decisions regarding the management of the funds. Based on past responsiveness of Putnam

22 Premier Income Trust

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Management to Trustee concerns about investment performance, the Trustees concluded that it is preferable to seek change within Putnam Management to address performance shortcomings. In the Trustees' view, the alternative of engaging a new investment adviser for an underperforming fund would entail significant disruptions and would not likely provide any greater assurance of improved investment performance.

### **Brokerage and soft-dollar allocations; investor servicing**

The Trustees considered various potential benefits that Putnam Management may receive in connection with the services it provides under the management contract with your fund. These include benefits related to brokerage allocation and the use of soft dollars, whereby a portion of the commissions paid by a fund for brokerage may be used to acquire research services that are expected to be useful to Putnam Management in managing the assets of the fund and of other clients. Subject to policies established by the Trustees, soft dollars generated by these means are used primarily to acquire brokerage and research services (including third-party research and market data) that enhance Putnam Management's investment capabilities and supplement Putnam Management's internal research efforts. However, the Trustees noted that a portion of available soft dollars continues to be used to pay fund expenses. The Trustees indicated their continued intent to monitor regulatory and industry developments in this area with the assistance of their Brokerage Committee and also indicated their continued intent to monitor the allocation of the Putnam funds' brokerage in order to ensure that the principle of seeking best price and execution remains paramount in the portfolio trading process.

Putnam Management may also receive benefits from payments that the funds make to Putnam Management's affiliates for investor services. In conjunction with the annual review of your fund's management and sub-management contracts, the Trustees reviewed your fund's investor servicing agreement with Putnam Investor Services, Inc. ("PSERV"), which is an affiliate of Putnam Management. The Trustees concluded that the fees payable by the funds to PSERV for such services are reasonable in relation to the nature and quality of such services, the fees paid by competitive funds, and the costs incurred by PSERV in providing such services.

## Financial statements

**These sections of the report, as well as the accompanying Notes, preceded by the Report of Independent Registered Public Accounting Firm, constitute the fund's financial statements.**

**The fund's portfolio** lists all the fund's investments and their values as of the last day of the reporting period. Holdings are organized by asset type/and industry sector, country, or state to show areas of concentration and/diversification.

**Statement of assets and liabilities** shows how the fund's net assets and share price are determined. All investment and non-investment assets are added together. Any unpaid expenses and other liabilities are subtracted from this total. The result is divided by the number of shares to determine the net asset value per share. (For funds with preferred shares, the amount subtracted from total assets includes the liquidation preference of preferred shares.)

**Statement of operations** shows the fund's net investment gain or loss. This is done by first adding up all the fund's earnings — from dividends and interest income — and subtracting its operating expenses to determine net investment income (or loss). Then, any net gain or loss the fund realized on the sales of its holdings — as well as any unrealized gains or losses over the period — is added to or subtracted from the net investment result to determine the fund's net gain or loss for the fiscal year.

**Statement of changes in net assets** shows how the fund's net assets were affected by the fund's net investment gain or loss, by distributions to shareholders, and by changes in the number of the fund's shares. It lists distributions and their sources (net investment income or realized capital gains) over the current reporting period and the most recent fiscal year-end. The distributions listed here may not match the sources listed in the Statement of operations because the distributions are determined on a tax basis and may be paid in a different period from the one in which they were/earned.

**Financial highlights** provide an overview of the fund's investment results, per-share distributions, expense ratios, net investment income ratios, and portfolio turnover in one summary table, reflecting the five most recent reporting periods. In a semiannual report, the highlights table also includes the current reporting period.

24 Premier Income Trust

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### Report of Independent Registered Public Accounting Firm

The Board of Trustees and Shareholders  
Putnam Premier Income Trust:

We have audited the accompanying statement of assets and liabilities of Putnam Premier Income Trust (the fund), including the fund's portfolio, as of July 31, 2016, and the related statement of operations for the year then ended, the statements of changes in net assets for each of the years in the two-year period then ended, and the financial highlights for each of the years in the five-year period then ended. These financial statements and financial highlights are the responsibility of the fund'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. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of July 31, 2016, by correspondence with the custodian and brokers or by other appropriate auditing procedures. An audit also includes assessing the accounting principles

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used and significant estimates made by management, as well as evaluating the overall financial statement presentation. 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 Putnam Premier Income Trust as of July 31, 2016, the results of its operations for the year then ended, the changes in its net assets for each of the years in the two-year period then ended, and the financial highlights for each of the years in the five-year period then ended, in conformity with U.S. generally accepted accounting principles.

Boston, Massachusetts  
September 15, 2016

Premier Income Trust 25

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**The fund's portfolio**7/31/16

**U.S. GOVERNMENT AND AGENCY**

**MORTGAGE OBLIGATIONS (89.4%)\***

**Principal amount**

**Value**

**U.S. Government Guaranteed Mortgage Obligations (4.4%)**

Government National Mortgage Association Pass-Through Certificates

3.50%, TBA, 8/1/46

\$24,000,000

\$25,511,251

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**25,511,251**

**U.S. Government Agency Mortgage Obligations (85.0%)**

Federal National Mortgage Association Pass-Through Certificates

5.50%, TBA, 8/1/46

5,000,000

5,614,063

4.50%, TBA, 8/1/46

5,000,000

5,451,953

4.00%, TBA, 8/1/46

2,000,000

2,143,906

3.50%, TBA, 9/1/46

98,000,000

103,367,029

3.50%, TBA, 8/1/46

98,000,000

103,504,846

3.00%, TBA, 9/1/46

59,000,000

61,274,727

3.00%, TBA, 8/1/46

201,000,000

209,181,323

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**490,537,847**

**Total U.S. government and agency mortgage obligations (cost \$515,164,571)**

**\$516,049,098**

**U.S. TREASURY OBLIGATIONS (0.1%)\***

**Principal amount**

**Value**

U.S. Treasury Inflation Protected Securities 2.125%, February 15, 2041 <sup>i</sup>

\$106,355

\$145,591

U.S. Treasury Notes

1.625%, February 15, 2026 <sup>i</sup>

149,000

150,092

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1.375%, October 31, 2020 <sup>i</sup> 111,000 113,246

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**Total U.S. treasury obligations (cost \$408,929) \$408,929**

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**MORTGAGE-BACKED SECURITIES (49.2%)\*** **Principal amount** **Value**

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**Agency collateralized mortgage obligations (15.7%)**

Federal Home Loan Mortgage Corporation		
IFB Ser. 3408, Class EK, 23.856%, 4/15/37	\$119,242	\$202,796
IFB Ser. 2979, Class AS, 22.508%, 3/15/34	10,488	11,134
IFB Ser. 3072, Class SM, 22.032%, 11/15/35	232,281	370,531
Ser. 4122, Class TI, IO, 4.50%, 10/15/42	3,979,348	582,975
Ser. 4000, Class PI, IO, 4.50%, 1/15/42	2,239,184	310,127
Ser. 4024, Class PI, IO, 4.50%, 12/15/41	3,852,931	549,035
Ser. 4546, Class TI, IO, 4.00%, 12/15/45	8,355,234	793,747
Ser. 4462, IO, 4.00%, 4/15/45	3,754,134	547,878
Ser. 4425, IO, 4.00%, 1/15/45	10,117,047	1,017,977
Ser. 4452, Class QI, IO, 4.00%, 11/15/44	7,811,935	1,010,669
Ser. 4193, Class PI, IO, 4.00%, 3/15/43	5,999,554	858,992
Ser. 4062, Class DI, IO, 4.00%, 9/15/39	9,484,212	781,148
Ser. 4501, Class BI, IO, 3.50%, 10/15/43	8,828,775	612,011
Ser. 4122, Class AI, IO, 3.50%, 10/15/42	6,949,886	813,901
Ser. 4122, Class CI, IO, 3.50%, 10/15/42	6,297,360	737,484
Ser. 4105, Class HI, IO, 3.50%, 7/15/41	3,248,344	403,913
Ser. 304, Class C37, IO, 3.50%, 12/15/27	3,968,117	389,786
Ser. 4165, Class TI, IO, 3.00%, 12/15/42	14,246,306	1,322,057
Ser. 4183, Class MI, IO, 3.00%, 2/15/42	6,505,074	589,360
Ser. 4210, Class PI, IO, 3.00%, 12/15/41	4,305,567	298,362

26 Premier Income Trust

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**MORTGAGE-BACKED SECURITIES (49.2%)\* cont.** **Principal amount** **Value**

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**Agency collateralized mortgage obligations cont.**

Federal Home Loan Mortgage Corporation		
FRB Ser. 57, Class 1AX, IO, 0.378%, 7/25/43	\$3,395,559	\$36,319
Ser. 3326, Class WF, zero %, 10/15/35	2,204	1,841
Federal National Mortgage Association		
IFB Ser. 06-62, Class PS, 36.973%, 7/25/36	178,003	361,413
IFB Ser. 07-53, Class SP, 22.411%, 6/25/37	196,502	315,128
IFB Ser. 08-24, Class SP, 21.494%, 2/25/38	191,149	276,111

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IFB Ser. 05-75, Class GS, 18.786%, 8/25/35	156,892	224,302
IFB Ser. 05-83, Class QP, 16.125%, 11/25/34	231,384	309,777
Ser. 16-3, Class NI, IO, 6.00%, 2/25/46	7,893,514	1,779,815
IFB Ser. 13-18, Class SB, IO, 5.662%, 10/25/41	3,201,100	334,515
Ser. 374, Class 6, IO, 5.50%, 8/25/36	351,640	71,329
Ser. 12-132, Class PI, IO, 5.00%, 10/25/42	5,214,004	796,736
Ser. 378, Class 19, IO, 5.00%, 6/25/35	1,119,656	179,145
Ser. 15-16, Class MI, IO, 4.50%, 4/25/45	5,537,621	976,006
Ser. 12-127, Class BI, IO, 4.50%, 11/25/42	1,654,951	311,998
Ser. 12-30, Class HI, IO, 4.50%, 12/25/40	11,550,300	1,265,486
Ser. 409, Class 81, IO, 4.50%, 11/25/40	5,332,614	709,510
Ser. 409, Class 82, IO, 4.50%, 11/25/40	6,683,390	881,118
Ser. 366, Class 22, IO, 4.50%, 10/25/35	280,739	12,496
Ser. 15-88, Class QI, IO, 4.00%, 10/25/44	6,474,204	683,925
Ser. 13-41, Class IP, IO, 4.00%, 5/25/43	4,350,301	655,938
Ser. 13-44, Class PI, IO, 4.00%, 1/25/43	4,155,735	554,044
Ser. 13-60, Class IP, IO, 4.00%, 10/25/42	3,231,883	424,185
Ser. 12-96, Class PI, IO, 4.00%, 7/25/41	2,573,027	252,661
Ser. 409, Class C16, IO, 4.00%, 11/25/40	4,134,655	506,752
Ser. 12-145, Class TI, IO, 3.00%, 11/25/42	6,179,861	480,175
Ser. 13-35, Class IP, IO, 3.00%, 6/25/42	5,534,002	491,143
Ser. 13-53, Class JI, IO, 3.00%, 12/25/41	4,840,468	381,429
Ser. 13-23, Class PI, IO, 3.00%, 10/25/41	5,532,320	396,114
FRB Ser. 03-W10, Class 1, IO, 0.659%, 6/25/43	511,383	6,772
Ser. 99-51, Class N, PO, zero %, 9/17/29	23,681	21,313

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Federal National Mortgage Association Grantor Trust Ser. 00-T6, IO, 0.721%, 3/30/30	2,498,908	53,102
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Government National Mortgage Association		
IFB Ser. 13-129, Class SN, IO, 5.663%, 9/20/43	2,257,681	367,325
Ser. 14-122, Class IC, IO, 5.00%, 8/20/44	3,192,673	586,558
Ser. 14-76, IO, 5.00%, 5/20/44	4,092,858	646,396
Ser. 14-25, Class MI, IO, 5.00%, 11/20/43	2,620,786	401,400
Ser. 15-187, Class KI, IO, 5.00%, 6/20/43	9,452,369	988,378
Ser. 13-22, Class IE, IO, 5.00%, 2/20/43	6,342,303	1,038,495
Ser. 13-22, Class OI, IO, 5.00%, 1/20/43	5,610,992	917,509
Ser. 13-3, Class IT, IO, 5.00%, 1/20/43	3,132,130	507,230
Ser. 13-6, Class IC, IO, 5.00%, 1/20/43	2,872,635	481,741
Ser. 12-146, IO, 5.00%, 12/20/42	2,822,899	471,622
Ser. 13-6, Class CI, IO, 5.00%, 12/20/42	2,114,705	322,577
Ser. 13-130, Class IB, IO, 5.00%, 12/20/40	1,806,417	117,634
Ser. 13-16, Class IB, IO, 5.00%, 10/20/40	1,535,340	52,331

Premier Income Trust 27

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**MORTGAGE-BACKED SECURITIES (49.2%)\* cont.**

**Principal amount**

**Value**

**Agency collateralized mortgage obligations cont.**

Government National Mortgage Association

Ser. 11-41, Class BI, IO, 5.00%, 5/20/40	\$1,185,074	\$77,441
Ser. 10-35, Class UI, IO, 5.00%, 3/20/40	983,719	164,910
Ser. 10-20, Class UI, IO, 5.00%, 2/20/40	2,958,577	466,952
Ser. 10-9, Class UI, IO, 5.00%, 1/20/40	13,405,751	2,191,358
Ser. 09-121, Class UI, IO, 5.00%, 12/20/39	6,899,185	1,168,032
Ser. 15-79, Class GI, IO, 5.00%, 10/20/39	2,632,598	401,354
Ser. 14-147, Class IJ, IO, 4.50%, 2/20/44	5,110,698	625,243
Ser. 13-182, Class IQ, IO, 4.50%, 12/16/43	5,813,533	973,767
Ser. 14-100, Class LI, IO, 4.50%, 10/16/43	7,912,483	1,021,185
Ser. 13-34, Class IH, IO, 4.50%, 3/20/43	5,701,286	858,135
Ser. 14-108, Class IP, IO, 4.50%, 12/20/42	1,292,155	150,665
Ser. 11-140, Class BI, IO, 4.50%, 12/20/40	804,253	30,339
Ser. 11-18, Class PI, IO, 4.50%, 8/20/40	364,335	36,659
Ser. 10-35, Class AI, IO, 4.50%, 3/20/40	5,859,950	858,365
Ser. 10-35, Class QI, IO, 4.50%, 3/20/40	5,307,376	792,572
Ser. 13-151, Class IB, IO, 4.50%, 2/20/40	5,996,604	884,151
Ser. 10-9, Class QI, IO, 4.50%, 1/20/40	3,560,247	520,754
Ser. 09-121, Class BI, IO, 4.50%, 12/16/39	2,600,874	527,093
Ser. 10-168, Class PI, IO, 4.50%, 11/20/39	1,268,709	103,577
Ser. 10-158, Class IP, IO, 4.50%, 6/20/39	3,790,633	260,606
Ser. 10-98, Class PI, IO, 4.50%, 10/20/37	940,947	24,107
Ser. 15-186, Class AI, IO, 4.00%, 12/20/45	12,951,447	1,700,914
Ser. 15-53, Class MI, IO, 4.00%, 4/16/45	6,185,339	1,294,041
Ser. 15-40, IO, 4.00%, 3/20/45	7,129,928	1,407,041
Ser. 15-64, Class YI, IO, 4.00%, 11/20/44	7,117,136	1,032,839
Ser. 14-4, Class IC, IO, 4.00%, 1/20/44	2,776,851	374,323
Ser. 14-100, Class NI, IO, 4.00%, 6/20/43	13,747,085	1,439,870
Ser. 13-165, Class IL, IO, 4.00%, 3/20/43	2,570,826	359,222
Ser. 12-56, Class IB, IO, 4.00%, 4/20/42	2,420,343	328,905
Ser. 12-38, Class MI, IO, 4.00%, 3/20/42 <b>F</b>	7,113,492	1,199,446
Ser. 12-47, Class CI, IO, 4.00%, 3/20/42	6,228,528	826,562
Ser. 16-48, Class MI, IO, 3.50%, 4/16/46	5,597,233	1,004,144
Ser. 15-95, Class PI, IO, 3.50%, 7/20/45	9,759,428	768,555
Ser. 15-64, Class PI, IO, 3.50%, 5/20/45	8,078,267	589,148
Ser. 13-76, IO, 3.50%, 5/20/43	10,641,727	977,762
Ser. 13-28, IO, 3.50%, 2/20/43	3,369,073	320,062
Ser. 13-54, Class JI, IO, 3.50%, 2/20/43	5,131,305	460,637
Ser. 13-37, Class JI, IO, 3.50%, 1/20/43	7,238,836	649,541
Ser. 13-14, IO, 3.50%, 12/20/42	14,845,956	1,533,884
Ser. 13-27, Class PI, IO, 3.50%, 12/20/42	5,248,834	466,674
Ser. 12-136, Class BI, IO, 3.50%, 11/20/42	5,495,875	901,323
Ser. 12-140, Class IC, IO, 3.50%, 11/20/42	6,649,491	1,147,536

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Ser. 12-113, Class ID, IO, 3.50%, 9/20/42	3,134,952	581,976
Ser. 15-52, Class KI, IO, 3.50%, 11/20/40	9,873,371	974,916
Ser. 15-96, Class NI, IO, 3.50%, 1/20/39	7,108,170	622,676
Ser. 15-124, Class DI, IO, 3.50%, 1/20/38	5,535,075	682,215
Ser. 13-H08, IO, 2.922%, 3/20/63	12,633,216	923,488

28 Premier Income Trust

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**MORTGAGE-BACKED SECURITIES (49.2%)\* cont.** **Principal amount** **Value**

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**Agency collateralized mortgage obligations cont.**

Government National Mortgage Association		
Ser. 15-H15, Class BI, IO, 2.479%, 6/20/65	\$6,877,612	\$903,656
Ser. 16-H09, Class BI, IO, 2.239%, 4/20/66	13,565,064	1,721,325
Ser. 16-H16, Class EI, IO, 2.165%, 6/20/66	8,238,000	1,101,833
Ser. 15-H20, Class CI, IO, 2.084%, 8/20/65	11,729,945	1,581,396
Ser. 16-H03, Class AI, IO, 2.053%, 1/20/66	10,413,977	1,299,373
Ser. 16-H03, Class DI, IO, 2.041%, 12/20/65	11,254,695	1,192,356
Ser. 15-H24, Class AI, IO, 2.028%, 9/20/65	10,873,807	1,432,080
Ser. 16-H02, Class HI, IO, 1.867%, 1/20/66	13,527,496	1,543,487
Ser. 16-H10, Class AI, IO, 1.861%, 4/20/66	24,268,332	2,390,431
Ser. 15-H25, Class EI, IO, 1.846%, 10/20/65	10,744,981	1,181,948
Ser. 15-H20, Class AI, IO, 1.835%, 8/20/65	10,818,592	1,195,454
FRB Ser. 15-H08, Class CI, IO, 1.79%, 3/20/65	8,208,559	858,418
Ser. 16-H06, Class DI, IO, 1.728%, 7/20/65	16,498,705	1,899,001
Ser. 15-H23, Class BI, IO, 1.723%, 9/20/65	11,690,222	1,236,825
Ser. 13-H08, Class CI, IO, 1.661%, 2/20/63	14,835,281	1,115,613
Ser. 16-H06, Class CI, IO, 1.609%, 2/20/66	15,157,417	1,400,545
Ser. 15-H26, Class CI, IO, 0.684%, 8/20/65	35,199,001	911,654
Ser. 06-36, Class OD, PO, zero %, 7/16/36	7,568	6,671

**90,530,708**

**Commercial mortgage-backed securities (21.0%)**

Banc of America Commercial Mortgage Trust Ser. 06-4, Class AJ, 5.695%, 7/10/46	1,812,000	1,750,845
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Banc of America Commercial Mortgage Trust 144A FRB Ser. 07-5, Class XW, IO, 0.341%, 2/10/51	133,304,911	463,221
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Banc of America Merrill Lynch Commercial Mortgage, Inc. FRB Ser. 05-5, Class D, 5.404%, 10/10/45	659,111	659,183
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Bear Stearns Commercial Mortgage Securities Trust



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FRB Ser. 07-PW17, Class AJ, 5.874%, 6/11/50	607,000	600,930
FRB Ser. 07-T26, Class AJ, 5.566%, 1/12/45	2,750,000	2,509,375
Ser. 05-PWR7, Class D, 5.304%, 2/11/41	1,026,000	870,971
Ser. 05-PWR7, Class B, 5.214%, 2/11/41	1,524,806	1,513,370
<hr/>		
Bear Stearns Commercial Mortgage Securities Trust 144A		
FRB Ser. 06-PW11, Class B, 5.429%, 3/11/39	1,877,000	1,731,533
FRB Ser. 06-PW11, Class C, 5.429%, 3/11/39	1,554,000	1,369,074
FRB Ser. 06-PW14, Class XW, IO, 0.637%, 12/11/38	32,694,203	140,585
<hr/>		
CD Mortgage Trust 144A		
FRB Ser. 07-CD5, Class E, 6.115%, 11/15/44	2,160,000	2,096,369
FRB Ser. 07-CD5, Class XS, IO, 0.148%, 11/15/44	44,958,739	56,013
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CFCRE Commercial Mortgage Trust 144A		
FRB Ser. 11-C2, Class E, 5.623%, 12/15/47	1,068,000	1,090,731
FRB Ser. 11-C2, Class F, 5.25%, 12/15/47	2,275,000	2,088,450
<hr/>		
Citigroup Commercial Mortgage Trust Ser. 06-C5, Class AJ, 5.482%, 10/15/49		
	1,022,000	843,487
<hr/>		
Citigroup Commercial Mortgage Trust 144A FRB Ser. 14-GC21, Class D, 4.835%, 5/10/47		
	951,000	797,509
<hr/>		
COBALT CMBS Commercial Mortgage Trust FRB Ser. 07-C3, Class AJ, 5.765%, 5/15/46		
	7,172,000	7,062,192
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Premier Income Trust 29

**MORTGAGE-BACKED SECURITIES (49.2%)\* cont.**

**Principal amount**

**Value**

**Commercial mortgage-backed securities cont.**

COMM Mortgage Pass-Through Certificates 144A Ser. 12-CR3, Class F, 4.75%, 10/15/45	\$1,755,510	\$1,384,149
<hr/>		
COMM Mortgage Trust		
FRB Ser. 07-C9, Class F, 5.813%, 12/10/49	1,138,000	1,124,706
Ser. 06-C8, Class AJ, 5.377%, 12/10/46	3,972,000	3,803,190
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COMM Mortgage Trust 144A		
FRB Ser. 13-CR11, Class D, 5.169%, 10/10/46	284,000	274,230

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FRB Ser. 13-CR9, Class D, 4.257%, 7/10/45	1,196,000	1,176,646
Ser. 13-LC13, Class E, 3.719%, 8/10/46	1,331,000	987,076
Ser. 14-CR18, Class E, 3.60%, 7/15/47	1,371,000	884,222
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Credit Suisse Commercial Mortgage Trust FRB Ser. 06-C5, Class AX, IO, 0.653%, 12/15/39	31,589,454	183,219
<hr/>		
Crest, Ltd. 144A Ser. 03-2A, Class E2, 8.00%, 12/28/38 (Cayman Islands)	1,296,012	648,006
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FFCA Secured Franchise Loan Trust 144A FRB Ser. 00-1, IO, 0.958%, 7/18/20	3,471,347	51,411
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GCCFC Commercial Mortgage Trust FRB Ser. 05-GG3, Class E, 5.087%, 8/10/42	779,082	774,173
<hr/>		
GE Capital Commercial Mortgage Corp. Trust FRB Ser. 06-C1, Class AJ, 5.309%, 3/10/44	3,020,193	2,978,666
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GMAC Commercial Mortgage Securities, Inc. Trust Ser. 04-C3, Class B, 4.965%, 12/10/41	500,792	486,269
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GS Mortgage Securities Corp. II 144A FRB Ser. 13-GC10, Class D, 4.41%, 2/10/46	1,084,000	1,003,025
FRB Ser. 05-GG4, Class XC, IO, 0.704%, 7/10/39	5,114,208	10,228
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GS Mortgage Securities Trust 144A FRB Ser. 13-GC16, Class E, 5.32%, 11/10/46	1,693,000	1,400,450
Ser. 11-GC3, Class E, 5.00%, 3/10/44	1,347,000	1,305,340
FRB Ser. 14-GC18, Class D, 4.942%, 1/10/47	4,405,000	3,731,797
FRB Ser. 14-GC26, Class D, 4.511%, 11/10/47	2,204,000	1,701,598
<hr/>		
JPMBB Commercial Mortgage Securities Trust 144A FRB Ser. 14-C18, Class D, 4.813%, 2/15/47	1,046,000	910,438
FRB Ser. 13-C14, Class E, 4.563%, 8/15/46	1,068,000	899,897
FRB Ser. 14-C18, Class E, 4.313%, 2/15/47	914,000	664,295
FRB Ser. 14-C25, Class D, 3.949%, 11/15/47	2,308,000	1,851,016
Ser. 14-C25, Class E, 3.332%, 11/15/47	1,823,000	1,092,813
<hr/>		
JPMorgan Chase Commercial Mortgage Securities Trust FRB Ser. 07-CB20, Class AJ, 6.078%, 2/12/51	2,310,000	2,295,678
FRB Ser. 06-LDP7, Class B, 5.987%, 4/17/45	1,231,000	613,161
FRB Ser. 06-LDP6, Class B, 5.674%, 4/15/43	155,393	155,393
Ser. 06-LDP8, Class B, 5.52s, 5/15/45	736,000	729,376
FRB Ser. 05-LDP2, Class E, 4.981%, 7/15/42	870,000	870,000
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JPMorgan Chase Commercial Mortgage Securities Trust 144A

FRB Ser. 07-CB20, Class B, 6.178%, 2/12/51	1,087,000	1,097,544
FRB Ser. 07-CB20, Class C, 6.178%, 2/12/51	1,904,000	1,764,132
FRB Ser. 11-C3, Class F, 5.614%, 2/15/46	1,113,000	1,154,070
Ser. 13-C13, Class E, 3.986%, 1/15/46	1,537,000	1,251,118
Ser. 13-C10, Class E, 3.50%, 12/15/47	1,865,000	1,357,534

30 Premier Income Trust

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**MORTGAGE-BACKED SECURITIES (49.2%)\* cont.**

**Principal amount**

**Value**

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**Commercial mortgage-backed securities cont.**

JPMorgan Chase Commercial Mortgage Securities Trust 144A

FRB Ser. 13-LC11, Class E, 3.25%, 4/15/46	\$1,249,000	\$926,508
FRB Ser. 07-CB20, Class X1, IO, 0.313%, 2/12/51	87,919,255	256,469

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LB Commercial Mortgage Trust 144A

Ser. 99-C1, Class G, 6.41%, 6/15/31	516,747	526,034
Ser. 98-C4, Class J, 5.60%, 10/15/35	965,000	998,968

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LB-UBS Commercial Mortgage Trust

Ser. 06-C6, Class D, 5.502%, 9/15/39	3,168,000	687,456
FRB Ser. 06-C6, Class C, 5.482%, 9/15/39	3,000,000	1,498,500

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LSTAR Commercial Mortgage Trust 144A FRB Ser. 15-3, Class C, 3.265%, 4/20/48

977,000 866,521

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Merrill Lynch Mortgage Trust

FRB Ser. 08-C1, Class AJ, 6.263%, 2/12/51	428,000	442,723
Ser. 06-C2, Class AJ, 5.802%, 8/12/43	2,490,800	2,475,233
Ser. 04-KEY2, Class D, 5.046%, 8/12/39	2,759,372	2,732,423

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Mezz Cap Commercial Mortgage Trust 144A

FRB Ser. 04-C1, Class X, IO, 9.321%, 1/15/37	48,248	2,113
FRB Ser. 07-C5, Class X, IO, 5.482%, 12/15/49	1,782,963	112,327

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ML-CFC Commercial Mortgage Trust Ser. 06-3, Class AJ, 5.485%, 7/12/46

2,191,000 2,173,910

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ML-CFC Commercial Mortgage Trust 144A Ser. 06-4, Class AJFX, 5.147%, 12/12/49

893,000 882,731

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Morgan Stanley Bank of America Merrill Lynch Trust 144A		
Ser. 14-C17, Class D, 4.698%, 8/15/47	1,803,000	1,504,583
FRB Ser. 12-C6, Class G, 4.50%, 11/15/45	830,000	647,483
FRB Ser. 13-C10, Class E, 4.083%, 7/15/46	1,634,000	1,327,625
Ser. 14-C17, Class E, 3.50%, 8/15/47	1,673,000	1,036,475
Ser. 14-C19, Class D, 3.25%, 12/15/47	1,200,000	915,993
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Morgan Stanley Capital I Trust		
Ser. 06-HQ9, Class C, 5.842%, 7/12/44	3,417,000	3,410,937
Ser. 07-HQ11, Class C, 5.558%, 2/12/44	2,693,000	1,753,143
Ser. 06-HQ10, Class B, 5.448%, 11/12/41	1,600,000	1,529,672
FRB Ser. 06-HQ8, Class C, 5.42%, 3/12/44	1,300,000	1,300,000
FRB Ser. 06-HQ8, Class D, 5.42%, 3/12/44	2,090,000	1,527,790
Ser. 06-HQ10, Class AJ, 5.389%, 11/12/41	2,349,000	2,340,074
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Morgan Stanley Capital I Trust 144A FRB Ser. 08-T29, Class F, 6.275%, 1/11/43	798,000	797,282
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Morgan Stanley Capital I, Inc. 144A FRB Ser. 04-RR, Class F7, 6.00%, 4/28/39	1,768,059	1,613,177
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STRIPS CDO 144A FRB Ser. 03-1A, Class N, 5.00%, 3/24/18 (Cayman Islands)	376,000	75,200
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TIAA Real Estate CDO, Ltd. 144A Ser. 03-1A, Class E, 8.00%, 12/28/38	1,188,500	297,125
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UBS-Barclays Commercial Mortgage Trust 144A FRB Ser. 13-C6, Class D, 4.347%, 4/10/46	727,000	678,364
<hr/>		
Wachovia Bank Commercial Mortgage Trust		
FRB Ser. 06-C26, Class AJ, 6.058%, 6/15/45	3,695,000	3,038,768
FRB Ser. 07-C34, IO, 0.295%, 5/15/46	25,787,604	167,619
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Premier Income Trust 31

**MORTGAGE-BACKED SECURITIES (49.2%)\* cont.**

**Principal amount**

**Value**

**Commercial mortgage-backed securities cont.**

Wachovia Bank Commercial Mortgage Trust 144A FRB Ser. 04-C15, Class G, 5.395%, 10/15/41	\$1,500,000	\$1,400,850
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Wells Fargo Commercial Mortgage Trust 144A		
Ser. 12-LC5, Class E, 4.777s, 10/15/45	1,094,000	945,982
FRB Ser. 13-LC12, Class D, 4.297%, 7/15/46	456,000	425,560
Ser. 14-LC18, Class D, 3.957%, 12/15/47	1,734,000	1,377,391
WF-RBS Commercial Mortgage Trust 144A		
Ser. 12-C6, Class E, 5.00%, 4/15/45	1,243,000	1,022,368
Ser. 11-C4, Class F, 5.00%, 6/15/44	1,993,000	1,821,403
FRB Ser. 13-C16, Class D, 4.983%, 9/15/46	981,000	966,285
FRB Ser. 14-C19, Class E, 4.97%, 3/15/47	2,746,000	2,012,120
FRB Ser. 12-C7, Class E, 4.836%, 6/15/45	801,000	753,191
FRB Ser. 13-C18, Class D, 4.666%, 12/15/46	530,000	504,630
FRB Ser. 13-C15, Class D, 4.48%, 8/15/46	1,763,000	1,615,753
Ser. 14-C19, Class D, 4.234%, 3/15/47	2,677,000	2,191,796
Ser. 13-C12, Class E, 3.50%, 3/15/48	1,664,000	1,293,261
		<b>121,132,520</b>
<b>Residential mortgage-backed securities (non-agency) (12.5%)</b>		
BCAP, LLC Trust 144A		
FRB Ser. 15-RR5, Class 2A3, 1.508%, 1/26/46	1,380,000	864,378
FRB Ser. 12-RR5, Class 4A8, 0.623%, 6/26/35	505,923	469,120
Bear Stearns Alt-A Trust FRB Ser. 04-3, Class B, 3.413%, 4/25/34		
	988,181	974,288
Bear Stearns Asset Backed Securities I Trust FRB Ser. 04-FR3, Class M6, 5.363%, 9/25/34		
	76,336	44,478
Bellemeade Re Ltd. 144A FRB Ser. 15-1A, Class M2, 4.788%, 7/25/25 (Bermuda)		
	1,062,000	1,077,266
Countrywide Alternative Loan Trust		
FRB Ser. 06-OA7, Class 1A1, 2.161%, 6/25/46	1,340,075	1,180,338
FRB Ser. 06-OA10, Class 1A1, 1.415%, 8/25/46	912,371	653,222
FRB Ser. 06-OA7, Class 1A2, 1.395%, 6/25/46	1,480,893	1,169,905
FRB Ser. 05-38, Class A3, 0.838%, 9/25/35	1,975,581	1,736,752
FRB Ser. 05-59, Class 1A1, 0.817%, 11/20/35	3,471,917	2,919,154
FRB Ser. 06-OC2, Class 2A3, 0.778%, 2/25/36	653,361	470,420
FRB Ser. 07-OH1, Class A1D, 0.698%, 4/25/47	1,240,412	929,248
FRB Ser. 06-OA10, Class 4A1, 0.678%, 8/25/46	8,363,572	5,951,518
Federal Home Loan Mortgage Corporation		
Structured Agency Credit Risk Debt Notes FRB Ser. 16-HQA1, Class B, 13.238%, 9/25/28	510,000	573,612
Structured Agency Credit Risk Debt Notes FRB Ser. 15-DN1,		

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Class B, 11.988%, 1/25/25 Structured Agency Credit Risk Debt Notes FRB Ser. 16-DNA2, Class B, 10.988%, 10/25/28	2,359,740 440,000	2,531,765 458,216
Structured Agency Credit Risk Debt Notes FRB Ser. 15-HQA2, Class B, 10.988%, 5/25/28	704,000	708,687
Structured Agency Credit Risk Debt Notes FRB Ser. 16-DNA1, Class B, 10.488%, 7/25/28	2,035,818	2,055,361
Structured Agency Credit Risk Debt Notes FRB Ser. 15-DNA3, Class B, 9.838%, 4/25/28	1,495,904	1,475,157

32 Premier Income Trust

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**MORTGAGE-BACKED SECURITIES (49.2%)\* cont.**

**Principal amount**

**Value**

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**Residential mortgage-backed securities (non-agency) cont.**

Federal Home Loan Mortgage Corporation

Structured Agency Credit Risk Debt Notes FRB Ser. 15-DNA2, Class B, 8.038%, 12/25/27	\$1,395,809	\$1,360,339
Structured Agency Credit Risk FRB Ser. 16-HQA2, Class M3, 5.638%, 11/25/28	1,500,000	1,573,934
Structured Agency Credit Risk FRB Ser. 16-DNA2, Class M3, 5.138%, 10/25/28	660,000	684,552

Federal National Mortgage Association

Connecticut Avenue Securities FRB Ser. 16-C03, Class 2B, 13.238%, 10/25/28	680,000	771,902
Connecticut Avenue Securities FRB Ser. 16-C02, Class 1B, 12.738%, 9/25/28	2,320,000	2,561,512
Connecticut Avenue Securities FRB Ser. 16-C03, Class 1B, 12.238%, 10/25/28	1,300,000	1,439,464
Connecticut Avenue Securities FRB Ser. 16-C01, Class 1B, 12.238%, 8/25/28	1,820,000	2,024,965
Connecticut Avenue Securities FRB Ser. 16-C04, Class 1B, 10.743%, 1/25/29	3,680,000	3,718,272
Connecticut Avenue Securities FRB Ser. 16-C03, Class 2M2, 6.388%, 10/25/28	4,715,000	5,092,153
Connecticut Avenue Securities FRB Ser. 15-C04, Class 1M2, 6.188%, 4/25/28	5,621,000	6,082,161
Connecticut Avenue Securities FRB Ser. 15-C04, Class 2M2, 6.038%, 4/25/28	640,000	686,266
Connecticut Avenue Securities FRB Ser. 15-C03, Class 1M2, 5.488%, 7/25/25	5,513,000	5,789,343
Connecticut Avenue Securities FRB Ser. 15-C03, Class 2M2, 5.488%, 7/25/25	1,920,000	2,022,854

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Connecticut Avenue Securities FRB Ser. 15-C01, Class 2M2, 5.038%, 2/25/25	899,318	934,392
Connecticut Avenue Securities FRB Ser. 16-C04, Class 1M2, 4.743%, 1/25/29	550,000	551,540
Connecticut Avenue Securities FRB Ser. 15-C02, Class 1M2, 4.488%, 5/25/25	204,000	209,222
Connecticut Avenue Securities FRB Ser. 15-C02, Class 2M2, 4.488%, 5/25/25	307,000	316,559
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MortgageIT Trust FRB Ser. 05-3, Class M2, 1.018%, 8/25/35	612,467	537,817
<hr/>		
Nomura Resecuritization Trust 144A FRB Ser. 15-4R, Class 1A14, 0.684%, 3/26/47	1,200,000	672,000
<hr/>		
Structured Asset Mortgage Investments II Trust FRB Ser. 07-AR1, Class 2A1, 0.668%, 1/25/37	1,707,130	1,423,346
<hr/>		
WaMu Mortgage Pass-Through Certificates Trust FRB Ser. 05-AR10, Class 1A3, 2.507%, 9/25/35	427,084	413,888
FRB Ser. 05-AR19, Class A1C3, 0.988%, 12/25/45	2,114,763	1,836,249
FRB Ser. 05-AR13, Class A1C3, 0.978%, 10/25/45	4,847,817	4,152,498
FRB Ser. 05-AR19, Class A1C4, 0.888%, 12/25/45	1,205,219	1,036,439
<hr/>		
		<b>72,134,552</b>
<b>Total mortgage-backed securities (cost \$304,685,842)</b>		<b>\$283,797,780</b>

Premier Income Trust 33

<b>CORPORATE BONDS AND NOTES (35.3%)*</b>	<b>Principal amount</b>	<b>Value</b>
<hr/>		
<b>Basic materials (3.1%)</b>		
A Schulman, Inc. 144A company guaranty sr. unsec. unsub. notes 6.875%, 6/1/23	\$400,000	\$406,000
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ArcelorMittal SA sr. unsec. unsub. bonds 10.85%, 6/1/19 (France)	371,000	436,853
<hr/>		
ArcelorMittal SA sr. unsec. unsub. bonds 6.125%, 6/1/25 (France)	207,000	218,903
<hr/>		
ArcelorMittal SA sr. unsec. unsub. notes 8.00%,		

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10/15/39 (France)	70,000	74,200
Beacon Roofing Supply, Inc. company guaranty sr. unsec. unsub. notes 6.375%, 10/1/23	517,000	555,775
Blue Cube Spinco, Inc. 144A company guaranty sr. unsec. notes 9.75%, 10/15/23	209,000	238,783
Boise Cascade Co. company guaranty sr. unsec. notes 6.375%, 11/1/20	781,000	800,525
Builders FirstSource, Inc. 144A company guaranty sr. unsec. notes 10.75%, 8/15/23	753,000	835,830
Builders FirstSource, Inc. 144A sr. notes 7.625%, 6/1/21	28,000	29,680
Celanese US Holdings, LLC company guaranty sr. unsec. notes 5.875%, 6/15/21 (Germany)	355,000	403,369
Celanese US Holdings, LLC company guaranty sr. unsec. unsub. notes 4.625%, 11/15/22 (Germany)	32,000	34,560
Cemex Finance, LLC 144A company guaranty sr. notes 6.00%, 4/1/24 (Mexico)	485,000	497,125
Cemex SAB de CV 144A company guaranty sr. notes 6.50%, 12/10/19 (Mexico)	420,000	451,500
Cemex SAB de CV 144A company guaranty sr. sub. notes 5.70%, 1/11/25 (Mexico)	250,000	250,313
Compass Minerals International, Inc. 144A company guaranty sr. unsec. notes 4.875%, 7/15/24	456,000	437,760
Coveris Holdings SA 144A company guaranty sr. unsec. notes 7.875%, 11/1/19 (Luxembourg)	750,000	751,875
CPG Merger Sub, LLC 144A company guaranty sr. unsec. notes 8.00%, 10/1/21	189,000	190,890
First Quantum Minerals, Ltd. 144A company guaranty sr. unsec. notes 7.25%, 5/15/22 (Canada)	463,000	408,598
Freeport-McMoran Oil & Gas, LLC/FCX Oil & Gas, Inc. company guaranty sr. unsec. notes 6.75%, 2/1/22	208,000	202,280



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Freeport-McMoran Oil & Gas, LLC/FCX Oil & Gas, Inc. company guaranty sr. unsec. unsub. notes 6.875%, 2/15/23	340,000	328,950
Freeport-McMoRan, Inc. company guaranty sr. unsec. notes 3.55%, 3/1/22 (Indonesia)	35,000	29,925
GCP Applied Technologies, Inc. 144A company guaranty sr. unsec. notes 9.50%, 2/1/23	625,000	706,250
HD Supply, Inc. company guaranty sr. unsec. sub. notes 7.50%, 7/15/20	681,000	711,645
HudBay Minerals, Inc. company guaranty sr. unsec. notes 9.50%, 10/1/20 (Canada)	516,000	491,490
Huntsman International, LLC company guaranty sr. unsec. notes 5.125%, 11/15/22	100,000	101,500
Huntsman International, LLC company guaranty sr. unsec. unsub. notes 4.875%, 11/15/20	546,000	554,190

34 Premier Income Trust

<b>CORPORATE BONDS AND NOTES (35.3%)* cont.</b>	<b>Principal amount</b>	<b>Value</b>
<b>Basic materials cont.</b>		
Joseph T Ryerson & Son, Inc. 144A sr. notes 11.00%, 5/15/22	\$315,000	\$343,350
Louisiana-Pacific Corp. company guaranty sr. unsec. notes 7.50%, 6/1/20	526,000	547,040
Mercer International, Inc. company guaranty sr. unsec. notes 7.75%, 12/1/22 (Canada)	367,000	376,175
New Gold, Inc. 144A company guaranty sr. unsec. unsub. notes 6.25%, 11/15/22 (Canada)	187,000	191,208
Norbord, Inc. 144A company guaranty sr. notes 6.25%, 4/15/23 (Canada)	320,000	337,600

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Novelis, Inc. company guaranty sr. unsec. notes 8.75%, 12/15/20	722,000	752,685
Pactiv, LLC sr. unsec. unsub. bonds 8.375%, 4/15/27	45,000	50,400
Perstorp Holding AB 144A company guaranty sr. notes 8.75%, 5/15/17 (Sweden)	653,000	653,000
PQ Corp. 144A company guaranty sr. notes 6.75%, 11/15/22	105,000	111,038
Sealed Air Corp. 144A company guaranty sr. unsec. notes 6.875%, 7/15/33	502,000	532,120
Sealed Air Corp. 144A company guaranty sr. unsec. notes 6.50%, 12/1/20	247,000	283,124
Sealed Air Corp. 144A company guaranty sr. unsec. notes 5.25%, 4/1/23	320,000	339,200
Sealed Air Corp. 144A company guaranty sr. unsec. notes 5.125%, 12/1/24	140,000	147,175
Sealed Air Corp. 144A company guaranty sr. unsec. notes 4.875%, 12/1/22	129,000	135,611
Smurfit Kappa Acquisitions 144A company guaranty sr. unsec. notes 4.875%, 9/15/18 (Ireland)	200,000	209,750
Smurfit Kappa Treasury Funding, Ltd. company guaranty sr. unsec. unsub. notes 7.50%, 11/20/25 (Ireland)	278,000	328,388
Steel Dynamics, Inc. company guaranty sr. unsec. unsub. notes 6.375%, 8/15/22	285,000	299,250
Steel Dynamics, Inc. company guaranty sr. unsec. unsub. notes 5.50%, 10/1/24	110,000	116,600
Steel Dynamics, Inc. company guaranty sr. unsec. unsub. notes 5.25%, 4/15/23	45,000	47,138
Steel Dynamics, Inc. company guaranty sr. unsec. unsub. notes 5.125%, 10/1/21	70,000	72,800

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TMS International Corp. 144A company guaranty sr. unsec. sub. notes 7.625%, 10/15/21	384,000	276,480
Univar USA, Inc. 144A company guaranty sr. unsec. notes 6.75%, 7/15/23	310,000	319,325
USG Corp. 144A company guaranty sr. unsec. notes 5.875%, 11/1/21	285,000	298,894
USG Corp. 144A company guaranty sr. unsec. notes 5.50%, 3/1/25	266,000	283,955
Weekley Homes, LLC/Weekley Finance Corp. sr. unsec. notes 6.00%, 2/1/23	125,000	115,000
WR Grace & Co.- Conn. 144A company guaranty sr. unsec. notes 5.625%, 10/1/24	489,000	524,453
WR Grace & Co.- Conn. 144A company guaranty sr. unsec. notes 5.125%, 10/1/21	268,000	283,410
		<b>18,123,938</b>

Premier Income Trust 35

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

	<b>Principal amount</b>	<b>Value</b>
<b>Capital goods (2.1%)</b>		
Advanced Disposal Services, Inc. company guaranty sr. unsec. notes 8.25%, 10/1/20	\$1,115,000	\$1,154,025
American Axle & Manufacturing, Inc. company guaranty sr. unsec. notes 7.75%, 11/15/19	503,000	567,133
Amstead Industries, Inc. 144A company guaranty sr. unsec. sub. notes 5.375%, 9/15/24	280,000	280,000
Amstead Industries, Inc. 144A company guaranty sr. unsec. sub. notes 5.00%, 3/15/22	367,000	370,670
Ardagh Packaging Finance PLC/Ardagh Holdings USA,		

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Inc. 144A company guaranty sr. unsec. notes 7.25%, 5/15/24 (Ireland)	630,000	664,650
ATS Automation Tooling Systems, Inc. 144A sr. unsec. notes 6.50%, 6/15/23 (Canada)	419,000	428,734
Belden, Inc. 144A company guaranty sr. unsec. sub. notes 5.25%, 7/15/24	524,000	524,000
Berry Plastics Corp. company guaranty notes 6.00%, 10/15/22	155,000	164,494
Berry Plastics Corp. company guaranty notes 5.50%, 5/15/22	240,000	250,800
Berry Plastics Corp. company guaranty unsub. notes 5.125%, 7/15/23	154,000	159,005
Briggs & Stratton Corp. company guaranty sr. unsec. notes 6.875%, 12/15/20	553,000	612,448
Crown Cork & Seal Co., Inc. company guaranty sr. unsec. bonds 7.375%, 12/15/26	145,000	161,313
DH Services Luxembourg Sarl 144A company guaranty sr. unsec. sub. notes 7.75%, 12/15/20 (Luxembourg)	237,000	248,258
Gates Global, LLC/Gates Global Co. 144A company guaranty sr. unsec. notes 6.00%, 7/15/22	818,000	744,380
KLX, Inc. 144A company guaranty sr. unsec. notes 5.875%, 12/1/22	537,000	543,713
Legrand France SA sr. unsec. unsub. notes 8.50%, 2/15/25 (France)	158,000	215,586
Manitowoc Foodservice, Inc. 144A sr. unsec. notes 9.50%, 2/15/24	535,000	606,556
MasTec, Inc. company guaranty sr. unsec. unsub. notes 4.875%, 3/15/23	467,000	447,153
Moog, Inc. 144A company guaranty sr. unsec. notes 5.25%, 12/1/22	514,000	529,420
Oshkosh Corp. company guaranty sr. unsec. sub. notes 5.375%, 3/1/25	215,000	222,525

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Oshkosh Corp. company guaranty sr. unsec. sub. notes 5.375%, 3/1/22	744,000	774,690
Reynolds Group Issuer, Inc./Reynolds Group Issuer, LLC/ Reynolds Group Issuer Lu company guaranty sr. unsec. unsub. notes 8.25%, 2/15/21 (New Zealand)	100,000	104,000
Reynolds Group Issuer, Inc./Reynolds Group Issuer, LLC/ Reynolds Group Issuer Lu 144A company guaranty sr. unsec. unsub. notes 7.00%, 7/15/24	329,000	347,712
Terex Corp. company guaranty sr. unsec. notes 6.00%, 5/15/21	276,000	280,830
TI Group Automotive Systems, LLC 144A sr. unsec. notes 8.75%, 7/15/23	356,000	365,790

36 Premier Income Trust

<b>CORPORATE BONDS AND NOTES (35.3%)* cont.</b>	<b>Principal amount</b>	<b>Value</b>
<b>Capital goods cont.</b>		
TransDigm, Inc. company guaranty sr. unsec. sub. notes 7.50%, 7/15/21	\$105,000	\$111,038
TransDigm, Inc. company guaranty sr. unsec. unsub. notes 6.50%, 7/15/24	95,000	98,675
ZF North America Capital, Inc. 144A company guaranty sr. unsec. unsub. notes 4.75%, 4/29/25	540,000	564,300
ZF North America Capital, Inc. 144A company guaranty sr. unsec. unsub. notes 4.50%, 4/29/22	330,000	342,375
		<b>11,884,273</b>
<b>Communication services (4.3%)</b>		
Altice Financing SA 144A company guaranty sr. notes 6.625%, 2/15/23 (Luxembourg)	400,000	401,000
Altice SA 144A company guaranty sr. unsec. notes 7.75%,		

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5/15/22 (Luxembourg)	1,000,000	1,013,750
Altice SA 144A company guaranty sr. unsec. notes 7.625%, 2/15/25 (Luxembourg)	350,000	346,500
Cablevision Systems Corp. sr. unsec. unsub. notes 8.625%, 9/15/17	472,000	501,500
Cablevision Systems Corp. sr. unsec. unsub. notes 8.00%, 4/15/20	400,000	417,000
Cablevision Systems Corp. sr. unsec. unsub. notes 7.75%, 4/15/18	45,000	48,206
CCO Holdings, LLC/CCO Holdings Capital Corp. company guaranty sr. unsec. notes 5.25%, 9/30/22	618,000	641,175
CCO Holdings, LLC/CCO Holdings Capital Corp. 144A company guaranty sr. unsec. bonds 5.50%, 5/1/26	237,000	247,369
CCO Holdings, LLC/CCO Holdings Capital Corp. 144A company guaranty sr. unsec. notes 5.875%, 4/1/24	563,000	601,003
CCO Holdings, LLC/CCO Holdings Capital Corp. 144A sr. unsec. notes 5.75%, 2/15/26	112,000	118,160
CCO Holdings, LLC/CCO Holdings Capital Corp. 144A sr. unsec. unsub. notes 5.125%, 5/1/23	815,000	842,506
CenturyLink, Inc. sr. unsec. unsub. notes 6.75%, 12/1/23	348,000	361,920
CenturyLink, Inc. sr. unsec. unsub. notes 5.625%, 4/1/20	95,000	100,463
Cequel Communications Holdings I, LLC/Cequel Capital Corp. 144A sr. unsec. unsub. notes 5.125%, 12/15/21	469,000	466,362
Cequel Communications Holdings I, LLC/Cequel Capital Corp. 144A sr. unsec. unsub. notes 5.125%, 12/15/21	381,000	380,048
Crown Castle International Corp. sr. unsec. notes 4.875%, 4/15/22 <b>R</b>	205,000	228,063
CSC Holdings, LLC sr. unsec. unsub. bonds 5.25%, 6/1/24	525,000	499,742

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CSC Holdings, LLC sr. unsec. unsub. notes 6.75%, 11/15/21	124,000	131,595
Digicel Group, Ltd. 144A sr. unsec. notes 8.25%, 9/30/20 (Jamaica)	480,000	438,000
Digicel, Ltd. 144A company guaranty sr. unsec. notes 6.75%, 3/1/23 (Jamaica)	610,000	565,775
DISH DBS Corp. company guaranty sr. unsec. unsub. notes 5.875%, 11/15/24	305,000	294,325
Frontier Communications Corp. sr. unsec. notes 11.00%, 9/15/25	348,000	371,490

Premier Income Trust 37

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

	Principal amount	Value
<b>Communication services cont.</b>		
Frontier Communications Corp. sr. unsec. notes 10.50%, 9/15/22	\$465,000	\$502,200
Frontier Communications Corp. sr. unsec. notes 8.875%, 9/15/20	142,000	152,606
Frontier Communications Corp. sr. unsec. notes 6.25%, 9/15/21	160,000	155,600
Frontier Communications Corp. sr. unsec. unsub. notes 7.625%, 4/15/24	115,000	105,800
Intelsat Jackson Holdings SA company guaranty sr. unsec. notes 7.50%, 4/1/21 (Bermuda)	270,000	191,700
Intelsat Jackson Holdings SA company guaranty sr. unsec. unsub. bonds 6.625%, 12/15/22 (Bermuda)	22,000	15,180
Intelsat Luxembourg SA company guaranty sr. unsec. bonds 7.75%, 6/1/21 (Luxembourg)	49,000	11,270
Intelsat Luxembourg SA company guaranty sr. unsec. sub.		

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bonds 8.125%, 6/1/23 (Luxembourg)	90,000	20,925
Level 3 Communications, Inc. sr. unsec. unsub. notes 5.75%, 12/1/22	140,000	146,300
Level 3 Financing, Inc. company guaranty sr. unsec. unsub. notes 6.125%, 1/15/21	150,000	156,188
Level 3 Financing, Inc. company guaranty sr. unsec. unsub. notes 5.375%, 1/15/24	170,000	178,288
Level 3 Financing, Inc. company guaranty sr. unsec. unsub. notes 5.375%, 8/15/22	475,000	498,750
Numericable-SFR SA 144A company guaranty sr. notes 6.00%, 5/15/22 (France)	1,075,000	1,045,438
Numericable-SFR SA 144A sr. bonds 6.25%, 5/15/24 (France)	450,000	432,563
Quebecor Media, Inc. sr. unsec. unsub. notes 5.75%, 1/15/23 (Canada)	88,000	91,740
Qwest Corp. sr. unsec. unsub. notes 7.25%, 9/15/25	382,000	416,476
SFR Group SA 144A company guaranty sr. notes 5.625%, 5/15/24 (France)	EUR 110,000	125,286
Sprint Capital Corp. company guaranty sr. unsec. unsub. notes 6.875%, 11/15/28	\$745,000	638,838
Sprint Communications, Inc. sr. unsec. notes 7.00%, 8/15/20	238,000	226,695
Sprint Communications, Inc. sr. unsec. unsub. notes 8.375%, 8/15/17	695,000	720,194
Sprint Communications, Inc. 144A company guaranty sr. unsec. notes 9.00%, 11/15/18	656,000	710,940
Sprint Corp. company guaranty sr. unsec. sub. notes 7.875%, 9/15/23	929,000	848,298
Sprint Corp. company guaranty sr. unsec. sub. notes 7.25%, 9/15/21	465,000	433,905



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T-Mobile USA, Inc. company guaranty sr. unsec. notes 6.625%, 4/1/23	658,000	703,238
T-Mobile USA, Inc. company guaranty sr. unsec. notes 6.375%, 3/1/25	320,000	342,400
T-Mobile USA, Inc. company guaranty sr. unsec. notes 6.25%, 4/1/21	480,000	504,000
T-Mobile USA, Inc. company guaranty sr. unsec. notes 6.00%, 3/1/23	291,000	307,657

38 Premier Income Trust

<b>CORPORATE BONDS AND NOTES (35.3%)* cont.</b>	<b>Principal amount</b>	<b>Value</b>
<b>Communication services cont.</b>		
T-Mobile USA, Inc. company guaranty sr. unsec. unsub. notes 6.464%, 4/28/19	\$175,000	\$178,281
T-Mobile USA, Inc. company guaranty sr. unsec. unsub. notes 6.125%, 1/15/22	455,000	480,025
Telenet Finance V Luxembourg SCA 144A sr. notes 6.75%, 8/15/24 (Luxembourg)	EUR 680,000	848,114
Unitymedia Hessen GmbH & Co. KG/Unitymedia NRW GmbH company guaranty sr. notes 5.625%, 4/15/23 (Germany)	EUR 115,200	137,964
Unitymedia Hessen GmbH & Co. KG/Unitymedia NRW GmbH company guaranty sr. notes Ser. REGS, 5.75%, 1/15/23 (Germany)	EUR 88,290	105,728
Unitymedia Hessen GmbH & Co. KG/Unitymedia NRW GmbH 144A company guaranty sr. notes 5.125%, 1/21/23 (Germany)	EUR 433,350	512,876
Videotron, Ltd. company guaranty sr. unsec. unsub. notes 5.00%, 7/15/22 (Canada)	\$662,000	680,205
Virgin Media Secured Finance PLC 144A sr. notes 6.00%,		

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4/15/21 (United Kingdom)	GBP	481,500	664,642
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West Corp. 144A company guaranty sr. unsec. sub. notes 5.375%, 7/15/22		\$609,000	570,938
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WideOpenWest Finance, LLC/WideOpenWest Capital Corp. company guaranty sr. unsec. sub. notes 10.25%, 7/15/19		396,000	412,335
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Wind Acquisition Finance SA 144A company guaranty notes 7.375%, 4/23/21 (Luxembourg)		225,000	223,875
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Wind Acquisition Finance SA 144A company guaranty sr. notes 4.00%, 7/15/20 (Luxembourg)	EUR	290,000	327,057
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Windstream Services, LLC company guaranty sr. unsec. notes 7.75%, 10/1/21		\$32,000	30,400
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Windstream Services, LLC company guaranty sr. unsec. notes 6.375%, 8/1/23		659,000	570,035
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Ziggo Bond Finance BV 144A sr. unsec. bonds 4.625%, 1/15/25 (Netherlands)	EUR	115,000	127,040
<hr/>			
			<b>24,567,942</b>
<b>Consumer cyclicals (5.4%)</b>			
AMC Entertainment, Inc. company guaranty sr. unsec. sub. notes 5.875%, 2/15/22		\$255,000	260,738
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AMC Entertainment, Inc. 144A company guaranty sr. unsec. sub. notes 5.75%, 6/15/25		240,000	240,000
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American Builders & Contractors Supply Co., Inc. 144A sr. unsec. notes 5.75%, 12/15/23		377,000	397,264
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American Tire Distributors, Inc. 144A sr. unsec. sub. notes 10.25%, 3/1/22		561,000	515,419
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Autonation, Inc. company guaranty sr. unsec. unsub. notes 5.50%, 2/1/20		512,000	559,618
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Bon-Ton Department Stores, Inc. (The) company guaranty notes 10.625%, 7/15/17		238,000	218,960
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Bon-Ton Department Stores, Inc. (The) company guaranty notes 8.00%, 6/15/21		222,000	98,790

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Boyd Gaming Corp. company guaranty sr. unsec. sub. notes 6.875%, 5/15/23	344,000	368,510
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Brookfield Residential Properties, Inc. 144A company guaranty sr. unsec. notes 6.50%, 12/15/20 (Canada)	535,000	545,700
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Premier Income Trust 39

<b>CORPORATE BONDS AND NOTES (35.3%)* cont.</b>	<b>Principal amount</b>	<b>Value</b>
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**Consumer cyclicals cont.**

Brookfield Residential Properties, Inc./Brookfield Residential US Corp. 144A company guaranty sr. unsec. notes 6.125%, 7/1/22 (Canada)	\$225,000	\$222,750
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CalAtlantic Group, Inc. company guaranty sr. unsec. sub. notes 6.25%, 12/15/21	562,000	609,770
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CalAtlantic Group, Inc. company guaranty sr. unsec. sub. notes 5.875%, 11/15/24	195,000	208,163
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Cedar Fair LP/Canada's Wonderland Co./Magnum Management Corp. company guaranty sr. unsec. notes 5.25%, 3/15/21	235,000	244,400
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Cinemark USA, Inc. company guaranty sr. unsec. notes 5.125%, 12/15/22	165,000	170,363
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Cinemark USA, Inc. company guaranty sr. unsec. sub. notes 4.875%, 6/1/23	140,000	142,800
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Clear Channel Worldwide Holdings, Inc. company guaranty sr. unsec. sub. notes 7.625%, 3/15/20	298,000	296,510
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Clear Channel Worldwide Holdings, Inc. company guaranty sr. unsec. unsub. notes 6.50%, 11/15/22	865,000	895,275
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Dollar Tree, Inc. company guaranty sr. unsec. unsub. notes 5.75%, 3/1/23	155,000	167,400
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Dollar Tree, Inc. company guaranty sr. unsec. unsub. notes 5.25%, 3/1/20		105,000	109,331
Eldorado Resorts, Inc. company guaranty sr. unsec. unsub. notes 7.00%, 8/1/23		440,000	462,000
Fiat Chrysler Automobiles NV sr. unsec. unsub. notes 5.25%, 4/15/23 (Italy)		430,000	434,300
General Motors Co. sr. unsec. unsub. notes 6.75%, 4/1/46		80,000	103,942
Gibson Brands, Inc. 144A sr. notes 8.875%, 8/1/18		172,000	97,610
GLP Capital LP/GLP Financing II, Inc. company guaranty sr. unsec. sub. notes 4.875%, 11/1/20		400,000	423,048
GLP Capital LP/GLP Financing II, Inc. company guaranty sr. unsec. unsub. notes 5.375%, 4/15/26		165,000	175,931
Goodyear Tire & Rubber Co. (The) company guaranty sr. unsec. notes 5.00%, 5/31/26		120,000	126,450
Gray Television, Inc. company guaranty sr. unsec. sub. notes 7.50%, 10/1/20		487,000	508,306
Great Canadian Gaming Corp. 144A company guaranty sr. unsec. notes 6.625%, 7/25/22 (Canada)	CAD	541,000	429,891
Grupo Televisa SAB sr. unsec. unsub. bonds 6.625%, 1/15/40 (Mexico)		\$195,000	232,369
Hanesbrands, Inc. 144A company guaranty sr. unsec. unsub. notes 4.625%, 5/15/24		320,000	328,000
Howard Hughes Corp. (The) 144A sr. unsec. notes 6.875%, 10/1/21		729,000	756,338
iHeartCommunications, Inc. company guaranty sr. notes 9.00%, 12/15/19		674,000	542,354
Isle of Capri Casinos, Inc. company guaranty sr. unsec. notes 5.875%, 3/15/21		289,000	301,283
JC Penney Corp, Inc. company guaranty sr. unsec. bonds 8.125%, 10/1/19		168,000	175,560

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JC Penney Corp, Inc. company guaranty sr. unsec. unsub. notes 5.65%, 6/1/20	71,000	68,249
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40 Premier Income Trust

<b>CORPORATE BONDS AND NOTES (35.3%)* cont.</b>	<b>Principal amount</b>	<b>Value</b>
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**Consumer cyclicals cont.**

Jo-Ann Stores Holdings, Inc. 144A sr. unsec. notes 9.75%, 10/15/19 ††	\$280,000	\$246,400
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Jo-Ann Stores, Inc. 144A sr. unsec. notes 8.125%, 3/15/19	535,000	522,294
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L Brands, Inc. company guaranty sr. unsec. notes 6.625%, 4/1/21	457,000	523,265
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L Brands, Inc. company guaranty sr. unsec. sub. notes 5.625%, 2/15/22	190,000	209,950
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Lamar Media Corp. company guaranty sr. unsec. sub. notes 5.875%, 2/1/22	130,000	135,688
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Lamar Media Corp. company guaranty sr. unsec. sub. notes 5.375%, 1/15/24	187,000	196,350
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Lear Corp. company guaranty sr. unsec. notes 5.25%, 1/15/25	56,000	59,780
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Lear Corp. company guaranty sr. unsec. unsub. notes 5.375%, 3/15/24	125,000	133,750
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Lennar Corp. company guaranty sr. unsec. notes 4.50%, 6/15/19	200,000	209,500
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Lennar Corp. company guaranty sr. unsec. unsub. notes 4.75%, 11/15/22	580,000	609,000
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Lennar Corp. company guaranty sr. unsec. unsub. notes 4.75%, 4/1/21	240,000	252,600
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LIN Television Corp. company guaranty sr. unsec. unsub. notes

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5.875%, 11/15/22	59,000	61,213
Masonite International Corp. 144A company guaranty sr. unsec. notes 5.625%, 3/15/23	126,000	132,773
Mattamy Group Corp. 144A sr. unsec. notes 6.50%, 11/15/20 (Canada)	537,000	530,959
MGM Resorts International company guaranty sr. unsec. notes 6.75%, 10/1/20	410,000	453,050
MGM Resorts International company guaranty sr. unsec. notes 5.25%, 3/31/20	67,000	71,355
MGM Resorts International company guaranty sr. unsec. unsub. notes 6.625%, 12/15/21	337,000	373,228
Navistar International Corp. company guaranty sr. unsec. notes 8.25%, 11/1/21	188,000	139,120
Neiman Marcus Group, LLC (The) company guaranty sr. notes 7.125%, 6/1/28	260,000	245,700
Neiman Marcus Group, Ltd. 144A company guaranty sr. unsec. sub. notes 8.75%, 10/15/21 ‡	721,000	569,590
Neiman Marcus Group, Ltd. 144A company guaranty sr. unsec. sub. notes 8.00%, 10/15/21	220,000	186,472
Nexstar Escrow Corp. 144A company guaranty sr. unsec. notes 5.625%, 8/1/24	350,000	355,688
Nielsen Co. Luxembourg Sarl (The) 144A company guaranty sr. unsec. sub. notes 5.50%, 10/1/21 (Luxembourg)	598,000	621,920
Nortek, Inc. company guaranty sr. unsec. sub. notes 8.50%, 4/15/21	607,000	637,350
Outfront Media Capital, LLC/Outfront Media Capital Corp. company guaranty sr. unsec. sub. notes 5.875%, 3/15/25	315,000	335,869
Outfront Media Capital, LLC/Outfront Media Capital Corp. company guaranty sr. unsec. sub. notes 5.625%, 2/15/24	209,000	221,018
Owens Corning company guaranty sr. unsec. notes		

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4.20%, 12/1/24	296,000	313,518
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Premier Income Trust 41

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

**Principal amount**

**Value**

**Consumer cyclicals cont.**

Penn National Gaming, Inc. sr. unsec. sub. notes

5.875%, 11/1/21	\$513,000	\$532,879
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Penske Automotive Group, Inc. company guaranty sr. unsec.  
sub. notes 5.75%, 10/1/22

439,000	445,629
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Penske Automotive Group, Inc. company guaranty sr. unsec.  
sub. notes 5.50%, 5/15/26

126,000	124,425
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Penske Automotive Group, Inc. company guaranty sr. unsec.  
sub. notes 5.375%, 12/1/24

290,000	288,550
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PulteGroup, Inc. company guaranty sr. unsec. unsub. notes  
7.875%, 6/15/32

265,000	308,063
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PulteGroup, Inc. company guaranty sr. unsec. unsub. notes  
5.50%, 3/1/26

400,000	417,144
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Regal Entertainment Group sr. unsec. sub. notes 5.75%, 2/1/25

390,000	393,900
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Regal Entertainment Group sr. unsec. sub. notes 5.75%, 6/15/23

312,000	319,800
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Rivers Pittsburgh Borrower LP/Rivers Pittsburgh Finance Corp.  
144A sr. notes 6.125%, 8/15/21

430,000	440,750
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ROC Finance, LLC/ROC Finance 1 Corp. 144A notes  
12.125%, 9/1/18

555,000	564,713
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Sabre GLOBL, Inc. 144A company guaranty sr. notes  
5.375%, 4/15/23

365,000	382,338
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Scientific Games International, Inc. company guaranty sr. unsec.  
notes 10.00%, 12/1/22

1,203,000	1,069,166
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Scientific Games International, Inc. company guaranty sr. unsec. sub. notes 6.25%, 9/1/20	115,000	78,200
Scientific Games International, Inc. 144A company guaranty sr. notes 7.00%, 1/1/22	345,000	358,800
Sinclair Television Group, Inc. company guaranty sr. unsec. sub. notes 6.375%, 11/1/21	59,000	62,098
Sinclair Television Group, Inc. company guaranty sr. unsec. sub. notes 5.375%, 4/1/21	17,000	17,680
Sinclair Television Group, Inc. 144A company guaranty sr. unsec. sub. notes 5.625%, 8/1/24	653,000	674,223
Sirius XM Radio, Inc. 144A company guaranty sr. unsec. sub. notes 6.00%, 7/15/24	263,000	278,780
Sirius XM Radio, Inc. 144A company guaranty sr. unsec. unsub. notes 5.875%, 10/1/20	20,000	20,650
Six Flags Entertainment Corp. 144A company guaranty sr. unsec. unsub. notes 5.25%, 1/15/21	676,000	696,280
Spectrum Brands, Inc. company guaranty sr. unsec. notes 5.75%, 7/15/25	240,000	259,800
Spectrum Brands, Inc. company guaranty sr. unsec. sub. notes 6.625%, 11/15/22	25,000	26,594
Spectrum Brands, Inc. company guaranty sr. unsec. sub. notes 6.375%, 11/15/20	30,000	31,313
Standard Industries, Inc. 144A sr. unsec. notes 6.00%, 10/15/25	100,000	108,250
Standard Industries, Inc. 144A sr. unsec. notes 5.375%, 11/15/24	501,000	525,424
Standard Industries, Inc./NJ 144A sr. unsec. notes 5.125%, 2/15/21	50,000	52,250
SugarHouse HSP Gaming Prop. Mezz LP/SugarHouse HSP Gaming Finance Corp. 144A sr. notes 6.375%, 6/1/21	417,000	414,915



## 42 Premier Income Trust

<b>CORPORATE BONDS AND NOTES (35.3%)* cont.</b>	<b>Principal amount</b>	<b>Value</b>
<b>Consumer cyclicals cont.</b>		
Taylor Morrison Communities, Inc./Monarch Communities, Inc. 144A company guaranty sr. unsec. notes 5.25%, 4/15/21	\$747,000	\$760,073
Taylor Morrison Communities, Inc./Monarch Communities, Inc. 144A company guaranty sr. unsec. sub. notes 5.625%, 3/1/24	165,000	167,475
TEGNA, Inc. 144A company guaranty sr. unsec. unsub. notes 4.875%, 9/15/21	218,000	226,175
Tempur Sealy International, Inc. 144A company guaranty sr. unsec. unsub. bonds 5.50%, 6/15/26	185,000	187,198
Thomas Cook Finance PLC 144A company guaranty sr. unsec. bonds 6.75%, 6/15/21 (United Kingdom)	EUR 713,000	749,322
Tribune Media Co. company guaranty sr. unsec. notes 5.875%, 7/15/22	\$420,000	428,400
Univision Communications, Inc. 144A company guaranty sr. unsec. notes 8.50%, 5/15/21	100,000	104,963
		<b>31,301,012</b>
<b>Consumer staples (1.8%)</b>		
1011778 BC ULC/New Red Finance, Inc. 144A company guaranty notes 6.00%, 4/1/22 (Canada)	795,000	833,756
1011778 BC ULC/New Red Finance, Inc. 144A company guaranty sr. notes 4.625%, 1/15/22 (Canada)	170,000	175,525
Ashtead Capital, Inc. 144A company guaranty notes 6.50%, 7/15/22	828,000	873,540
Ashtead Capital, Inc. 144A company guaranty notes 5.625%, 10/1/24	310,000	322,400

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Avis Budget Car Rental, LLC/Avis Budget Finance, Inc. company guaranty sr. unsec. unsub. notes 5.50%, 4/1/23	400,000	397,000
BlueLine Rental Finance Corp. 144A notes 7.00%, 2/1/19	324,000	298,080
CEC Entertainment, Inc. company guaranty sr. unsec. sub. notes 8.00%, 2/15/22	241,000	237,385
Ceridian HCM Holding, Inc. 144A sr. unsec. notes 11.00%, 3/15/21	926,000	935,260
Constellation Brands, Inc. company guaranty sr. unsec. notes 4.25%, 5/1/23	115,000	121,900
Constellation Brands, Inc. company guaranty sr. unsec. notes 3.75%, 5/1/21	585,000	615,713
Constellation Brands, Inc. company guaranty sr. unsec. unsub. notes 6.00%, 5/1/22	200,000	231,000
Corrections Corp. of America company guaranty sr. unsec. notes 4.625%, 5/1/23 <b>R</b>	461,000	467,915
Corrections Corp. of America company guaranty sr. unsec. sub. notes 4.125%, 4/1/20 <b>R</b>	153,000	157,016
Dean Foods Co. 144A company guaranty sr. unsec. notes 6.50%, 3/15/23	330,000	348,150
ESAL GmbH 144A company guaranty sr. unsec. notes 6.25%, 2/5/23 (Brazil)	310,000	303,800
JBS USA, LLC/JBS USA Finance, Inc. 144A company guaranty sr. unsec. notes 7.25%, 6/1/21 (Brazil)	810,000	836,325
JBS USA, LLC/JBS USA Finance, Inc. 144A sr. unsec. notes 8.25%, 2/1/20 (Brazil)	150,000	155,625
KFC Holding Co./Pizza Hut Holdings, LLC/Taco Bell of America, LLC 144A company guaranty sr. unsec. notes 5.25%, 6/1/26	295,000	312,145

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<b>CORPORATE BONDS AND NOTES (35.3%)* cont.</b>	<b>Principal amount</b>	<b>Value</b>
<b>Consumer staples cont.</b>		
KFC Holding Co./Pizza Hut Holdings, LLC/Taco Bell of America, LLC 144A company guaranty sr. unsec. notes 5.00%, 6/1/24	\$295,000	\$308,275
Landry's Holdings II, Inc. 144A sr. unsec. notes 10.25%, 1/1/18	85,000	86,594
Pilgrim's Pride Corp. 144A company guaranty sr. unsec. notes 5.75%, 3/15/25	202,000	204,525
Prestige Brands, Inc. 144A company guaranty sr. unsec. notes 5.375%, 12/15/21	320,000	326,000
Revlon Consumer Products Corp. company guaranty sr. unsec. sub. notes 5.75%, 2/15/21	540,000	548,100
Revlon Escrow Corp. 144A sr. unsec. notes 6.25%, 8/1/24	161,000	163,013
Rite Aid Corp. 144A company guaranty sr. unsec. unsub. notes 6.125%, 4/1/23	473,000	501,971
Vander Intermediate Holding II Corp. 144A sr. unsec. notes 9.75%, 2/1/19 ‡	112,000	63,840
WhiteWave Foods Co. (The) company guaranty sr. unsec. notes 5.375%, 10/1/22	454,000	518,128
		<b>10,342,981</b>
<b>Energy (7.7%)</b>		
Antero Resources Corp. company guaranty sr. unsec. notes 5.625%, 6/1/23	178,000	168,433
Antero Resources Corp. company guaranty sr. unsec. sub. notes 5.125%, 12/1/22	208,000	193,960
Antero Resources Finance Corp. company guaranty sr. unsec. sub. notes 5.375%, 11/1/21	324,000	310,230
Archrock Partners LP/Archrock Partners Finance Corp. company guaranty sr. unsec. notes 6.00%, 10/1/22	355,000	319,500

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Archrock Partners LP/Archrock Partners Finance Corp. company guaranty sr. unsec. notes 6.00%, 4/1/21	146,000	134,685
Baytex Energy Corp. 144A company guaranty sr. unsec. sub. notes 5.625%, 6/1/24 (Canada)	295,000	233,050
Baytex Energy Corp. 144A company guaranty sr. unsec. sub. notes 5.125%, 6/1/21 (Canada)	41,000	33,723
California Resources Corp. 144A company guaranty notes 8.00%, 12/15/22	634,000	405,887
CHC Helicopter SA company guaranty sr. notes 9.25%, 10/15/20 (Canada) (In default) †	211,500	101,784
Chesapeake Energy Corp. 144A company guaranty notes 8.00%, 12/15/22	411,000	357,570
Concho Resources, Inc. company guaranty sr. unsec. notes 5.50%, 4/1/23	448,000	442,400
Concho Resources, Inc. company guaranty sr. unsec. unsub. notes 5.50%, 10/1/22	204,000	202,470
Continental Resources, Inc. company guaranty sr. unsec. notes 3.80%, 6/1/24	250,000	213,750
Denbury Resources, Inc. company guaranty sr. unsec. sub. notes 6.375%, 8/15/21	81,000	53,865
Denbury Resources, Inc. 144A company guaranty notes 9.00%, 5/15/21	448,000	448,000
EP Energy, LLC/Everest Acquisition Finance, Inc. company guaranty sr. unsec. notes 6.375%, 6/15/23	180,000	90,000

44 Premier Income Trust

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

**Principal amount**

**Value**

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**Energy** *cont.*

EP Energy, LLC/Everest Acquisition Finance, Inc. company guaranty sr. unsec. sub. notes 9.375%, 5/1/20	\$781,000	\$452,980
Gazprom OAO Via Gaz Capital SA sr. unsec. unsub. notes Ser. REGS, EMTN, 7.288%, 8/16/37 (Russia)	780,000	877,500
Gazprom OAO Via Gaz Capital SA 144A sr. unsec. unsub. notes 9.25%, 4/23/19 (Russia)	394,000	452,115
Gazprom OAO Via Gaz Capital SA 144A sr. unsec. unsub. notes 7.288%, 8/16/37 (Russia)	575,000	647,594
Halcon Resources Corp. company guaranty sr. unsec. notes 9.75%, 7/15/20 (In default) †	390,000	85,800
Halcon Resources Corp. company guaranty sr. unsec. unsub. notes 8.875%, 5/15/21 (In default) †	765,000	168,300
Hess Corp. sr. unsec. unsub. notes 7.30%, 8/15/31	210,000	242,257
Holly Energy Partners LP/Holly Energy Finance Corp. 144A company guaranty sr. unsec. notes 6.00%, 8/1/24	351,000	354,510
Key Energy Services, Inc. company guaranty sr. unsec. unsub. notes 6.75%, 3/1/21 (In default) †	62,000	21,390
Laredo Petroleum, Inc. company guaranty sr. unsec. notes 7.375%, 5/1/22	428,000	416,230
Lightstream Resources, Ltd. 144A sr. unsec. notes 8.625%, 2/1/20 (Canada) (In default) †	340,000	27,200
Linn Energy, LLC/Linn Energy Finance Corp. 144A company guaranty notes 12.00%, 12/15/20 (In default) †	993,000	368,651
Lone Pine Resources Canada, Ltd. escrow company guaranty sr. unsec. notes 10.375%, 2/15/17 (Canada) <b>F</b>	184,000	10
Lukoil International Finance BV 144A company guaranty sr. unsec. unsub. bonds 6.656%, 6/7/22 (Russia)	1,080,000	1,219,147
MEG Energy Corp. 144A company guaranty sr. unsec. notes 7.00%, 3/31/24 (Canada)	108,000	78,300

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MEG Energy Corp. 144A company guaranty sr. unsec. notes 6.50%, 3/15/21 (Canada)	208,000	154,960
Milagro Oil & Gas, Inc. company guaranty notes 10.50%, 5/15/17 (In default) †	520,000	183,300
Newfield Exploration Co. sr. unsec. unsub. notes 5.75%, 1/30/22	180,000	179,100
Newfield Exploration Co. sr. unsec. unsub. notes 5.375%, 1/1/26	240,000	229,200
Oasis Petroleum, Inc. company guaranty sr. unsec. sub. notes 6.875%, 1/15/23	196,000	164,640
Oasis Petroleum, Inc. company guaranty sr. unsec. unsub. notes 6.875%, 3/15/22	324,000	282,690
Pertamina Persero PT 144A sr. unsec. unsub. notes 4.875%, 5/3/22 (Indonesia)	270,000	287,684
Pertamina Persero PT 144A sr. unsec. unsub. notes 4.30%, 5/20/23 (Indonesia)	400,000	411,250
Petrobras Global Finance BV company guaranty sr. unsec. unsub. notes 8.75%, 5/23/26 (Brazil)	4,900,000	5,094,530
Petrobras Global Finance BV company guaranty sr. unsec. unsub. notes 8.375%, 5/23/21 (Brazil)	1,938,000	2,049,435
Petrobras Global Finance BV company guaranty sr. unsec. unsub. notes 7.875%, 3/15/19 (Brazil)	960,000	1,014,000
Petrobras Global Finance BV company guaranty sr. unsec. unsub. notes 6.875%, 1/20/40 (Brazil)	40,000	32,950

Premier Income Trust 45

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

**Principal amount**

**Value**

**Energy cont.**

Petrobras Global Finance BV company guaranty sr. unsec.

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unsub. notes 6.25%, 3/17/24 (Brazil)	\$4,115,000	\$3,826,950
Petrobras Global Finance BV company guaranty sr. unsec. unsub. notes 5.375%, 1/27/21 (Brazil)	960,000	910,800
Petroleos de Venezuela SA company guaranty sr. unsec. unsub. notes 5.375%, 4/12/27 (Venezuela)	2,067,000	754,992
Petroleos de Venezuela SA sr. unsec. notes 5.125%, 10/28/16 (Venezuela)	3,438,000	3,266,100
Petroleos de Venezuela SA 144A company guaranty sr. unsec. notes 8.50%, 11/2/17 (Venezuela)	5,470,000	4,198,225
Petroleos de Venezuela SA 144A company guaranty sr. unsec. notes 6.00%, 11/15/26 (Venezuela)	2,345,000	855,925
Petroleos Mexicanos company guaranty sr. unsec. unsub. bonds 6.625%, 6/15/35 (Mexico)	340,000	351,543
Petroleos Mexicanos company guaranty sr. unsec. unsub. bonds 5.625%, 1/23/46 (Mexico)	525,000	480,953
Petroleos Mexicanos company guaranty sr. unsec. unsub. notes 8.00%, 5/3/19 (Mexico)	1,440,000	1,618,992
Petroleos Mexicanos company guaranty sr. unsec. unsub. notes 4.50%, 1/23/26 (Mexico)	5,265,000	5,091,255
Rose Rock Midstream LP/Rose Rock Finance Corp. company guaranty sr. unsec. sub. notes 5.625%, 11/15/23	192,000	171,360
Rose Rock Midstream LP/Rose Rock Finance Corp. company guaranty sr. unsec. sub. notes 5.625%, 7/15/22	58,000	52,055
Sabine Pass Liquefaction, LLC sr. notes 6.25%, 3/15/22	220,000	230,175
Sabine Pass Liquefaction, LLC sr. notes 5.75%, 5/15/24	210,000	215,250
Sabine Pass Liquefaction, LLC sr. notes 5.625%, 4/15/23	210,000	214,200
Sabine Pass LNG LP company guaranty sr. sub. notes 6.50%, 11/1/20	175,000	182,000

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Samson Investment Co. company guaranty sr. unsec. notes 9.75%, 2/15/20 (In default) †		950,000	26,125
SandRidge Energy, Inc. 144A company guaranty notes 8.75%, 6/1/20 (In default) †		470,000	160,975
Seven Generations Energy, Ltd. 144A sr. unsec. sub. notes 8.25%, 5/15/20 (Canada)		365,000	375,950
Seventy Seven Energy, Inc. sr. unsec. sub. notes 6.50%, 7/15/22 (In default) †		45,000	2,700
SM Energy Co. sr. unsec. sub. notes 5.00%, 1/15/24		208,000	166,400
SM Energy Co. sr. unsec. unsub. notes 6.50%, 1/1/23		267,000	225,615
Tervita Corp. 144A company guaranty sr. notes 9.00%, 11/15/18 (Canada)	CAD	103,000	75,338
Tervita Corp. 144A sr. notes 8.00%, 11/15/18 (Canada)		\$125,000	120,313
Tervita Corp. 144A sr. unsec. notes 10.875%, 2/15/18 (Canada) (In default) †		105,000	27,300
Triangle USA Petroleum Corp. 144A company guaranty sr. unsec. notes 6.75%, 7/15/22 (In default) †		70,000	16,100
Unit Corp. company guaranty sr. unsec. sub. notes 6.625%, 5/15/21		109,000	85,020
Williams Partners LP/ACMP Finance Corp. company guaranty sr. unsec. unsub. notes 6.125%, 7/15/22		340,000	347,694

46 Premier Income Trust

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

**Principal amount**

**Value**

**Energy cont.**

Williams Partners LP/ACMP Finance Corp. sr. unsec. unsub. notes 4.875%, 5/15/23		\$469,000	\$465,483
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WPX Energy, Inc. sr. unsec. notes 7.50%, 8/1/20	430,000	423,550
WPX Energy, Inc. sr. unsec. unsub. notes 6.00%, 1/15/22	532,000	481,460
		<b>44,625,828</b>
<b>Financials (5.1%)</b>		
Alliance Data Systems Corp. 144A company guaranty sr. unsec. notes 5.375%, 8/1/22	778,000	762,440
Ally Financial, Inc. company guaranty sr. unsec. notes 8.00%, 11/1/31	543,000	661,103
Ally Financial, Inc. company guaranty sr. unsec. unsub. notes 7.50%, 9/15/20	1,320,000	1,508,100
Ally Financial, Inc. sub. unsec. notes 5.75%, 11/20/25	220,000	229,075
American International Group, Inc. jr. unsec. sub. FRB 8.175%, 5/15/58	163,000	211,900
Banco Nacional de Costa Rica 144A sr. unsec. unsub. notes 4.875%, 11/1/18 (Costa Rica)	250,000	257,268
Bank of America Corp. jr. unsec. sub. FRN Ser. AA, 6.10%, perpetual maturity	148,000	154,290
Bank of America Corp. jr. unsec. sub. FRN Ser. Z, 6.50%, perpetual maturity	185,000	201,997
CBRE Services, Inc. company guaranty sr. unsec. notes 5.25%, 3/15/25	175,000	187,137
CBRE Services, Inc. company guaranty sr. unsec. unsub. notes 5.00%, 3/15/23	191,000	199,759
CIT Group, Inc. sr. unsec. notes 3.875%, 2/19/19	155,000	158,100
CIT Group, Inc. sr. unsec. sub. notes 5.00%, 8/1/23	255,000	269,025
CIT Group, Inc. sr. unsec. unsub. notes 5.375%, 5/15/20	310,000	328,600
CIT Group, Inc. sr. unsec. unsub. notes 5.00%, 8/15/22	315,000	331,538

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CIT Group, Inc. 144A sr. unsec. notes 5.50%, 2/15/19	380,000	402,800
CNO Financial Group, Inc. sr. unsec. unsub. notes 5.25%, 5/30/25	443,000	459,613
Credit Acceptance Corp. company guaranty sr. unsec. notes 6.125%, 2/15/21	372,000	367,350
DFC Finance Corp. 144A company guaranty sr. notes 10.50%, 6/15/20	373,000	195,825
Dresdner Funding Trust I jr. unsec. sub. notes 8.151%, 6/30/31	500,000	589,475
Dresdner Funding Trust I 144A jr. unsec. sub. notes 8.151%, 6/30/31	379,000	446,822
E*Trade Financial Corp. sr. unsec. unsub. notes 5.375%, 11/15/22	277,000	293,620
E*Trade Financial Corp. sr. unsec. unsub. notes 4.625%, 9/15/23	371,000	382,130
ESH Hospitality, Inc. 144A company guaranty sr. unsec. notes 5.25%, 5/1/25 <b>R</b>	360,000	358,200
Genworth Holdings, Inc. company guaranty jr. unsec. sub. FRN 6.15%, 11/15/66	172,000	55,040
Hub Holdings, LLC/Hub Holdings Finance, Inc. 144A sr. unsec. sub. notes 8.125%, 7/15/19 <b>‡</b>	161,000	155,365
HUB International, Ltd. 144A sr. unsec. notes 7.875%, 10/1/21	475,000	476,188
Icahn Enterprises LP/Icahn Enterprises Finance Corp. company guaranty sr. unsec. notes 5.875%, 2/1/22	440,000	420,200

Premier Income Trust 47

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

**Principal amount**

**Value**

**Financials** cont.

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International Lease Finance Corp. sr. unsec. unsub. notes 5.875%, 8/15/22	\$20,000	\$22,800
iStar, Inc. sr. unsec. notes 5.00%, 7/1/19 <b>R</b>	25,000	24,625
Liberty Mutual Insurance Co. 144A unsec. sub. notes 7.697%, 10/15/97	670,000	883,667
Lloyds Banking Group PLC 144A jr. unsec. sub. FRN 6.657%, perpetual maturity (United Kingdom)	320,000	350,400
MPT Operating Partnership LP/MPT Finance Corp. company guaranty sr. unsec. notes 6.375%, 2/15/22 <b>R</b>	505,000	529,619
MPT Operating Partnership LP/MPT Finance Corp. company guaranty sr. unsec. sub. notes 6.875%, 5/1/21 <b>R</b>	177,000	183,248
Nationstar Mortgage, LLC/Nationstar Capital Corp. company guaranty sr. unsec. unsub. notes 7.875%, 10/1/20	185,000	174,015
Nationstar Mortgage, LLC/Nationstar Capital Corp. company guaranty sr. unsec. unsub. notes 6.50%, 7/1/21	499,000	429,140
OneMain Financial Holdings, LLC 144A company guaranty sr. unsec. sub. notes 6.75%, 12/15/19	228,000	230,622
OneMain Financial Holdings, LLC 144A company guaranty sr. unsec. unsub. notes 7.25%, 12/15/21	275,000	275,000
Provident Funding Associates LP/PFG Finance Corp. 144A company guaranty sr. unsec. notes 6.75%, 6/15/21	560,000	538,300
Royal Bank of Scotland Group PLC jr. unsec. sub. FRB 8.00%, perpetual maturity (United Kingdom)	230,000	227,728
Royal Bank of Scotland Group PLC jr. unsec. sub. FRB 7.50%, perpetual maturity (United Kingdom)	410,000	398,110
Royal Bank of Scotland Group PLC unsec. sub. bonds 5.125%, 5/28/24 (United Kingdom)	235,000	235,809
Russian Agricultural Bank OJSC Via RSHB Capital SA 144A sr. unsec. unsub. notes 7.75%, 5/29/18 (Russia)	550,000	592,515
Russian Agricultural Bank OJSC Via RSHB Capital SA 144A sr.		

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unsec. unsub. notes 5.298%, 12/27/17 (Russia)	600,000	610,500
Sberbank of Russia Via SB Capital SA 144A sr. unsec. notes 6.125%, 2/7/22 (Russia)	500,000	545,625
Springleaf Finance Corp. company guaranty sr. unsec. unsub. notes 6.00%, 6/1/20	1,385,000	1,343,450
Springleaf Finance Corp. sr. unsec. unsub. notes 5.25%, 12/15/19	238,000	230,860
TMX Finance, LLC/TitleMax Finance Corp. 144A company guaranty sr. notes 8.50%, 9/15/18	158,000	124,030
TRI Pointe Group, Inc./TRI Pointe Homes, Inc. company guaranty sr. unsec. unsub. notes 5.875%, 6/15/24	344,000	354,320
UBS AG/Jersey jr. unsec. sub. FRN Ser. EMTN, 7.152%, perpetual maturity (Jersey)	EUR 400,000	485,105
USI, Inc./NY 144A sr. unsec. notes 7.75%, 1/15/21	\$456,000	460,560
VEREIT Operating Partnership LP company guaranty sr. unsec. unsub. bonds 4.875%, 6/1/26 <b>R</b>	55,000	57,750
Vnesheconombank Via VEB Finance PLC 144A sr. unsec. unsub. notes 6.902%, 7/9/20 (Russia)	150,000	160,688
Vnesheconombank Via VEB Finance PLC 144A sr. unsec. unsub. notes 6.80%, 11/22/25 (Russia)	468,000	499,716

48 Premier Income Trust

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

**Principal amount**

**Value**

**Financials cont.**

Vnesheconombank Via VEB Finance PLC 144A sr. unsec. unsub. notes 5.942%, 11/21/23 (Russia)	\$200,000	\$204,173
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VTB Bank OJSC Via VTB Capital SA 144A sr. unsec. notes

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6.875%, 5/29/18 (Russia)	2,486,000	2,639,287
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VTB Bank OJSC Via VTB Capital SA 144A unsec. sub. bonds 6.95%, 10/17/22 (Russia)	5,600,000	5,810,000
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VTB Bank PJSC via VTB Eurasia, Ltd. 144A unsec. sub. FRN 9.50%, perpetual maturity (Russia)	450,000	470,813
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Walter Investment Management Corp. company guaranty sr. unsec. notes 7.875%, 12/15/21	69,000	33,465
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		<b>29,188,900</b>
<b>Health care (2.5%)</b>		
Acadia Healthcare Co., Inc. company guaranty sr. unsec. sub. notes 6.125%, 3/15/21	455,000	469,788
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Acadia Healthcare Co., Inc. company guaranty sr. unsec. sub. notes 5.125%, 7/1/22	195,000	192,075
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AMAG Pharmaceuticals, Inc. 144A company guaranty sr. unsec. notes 7.875%, 9/1/23	442,000	428,077
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Centene Corp. sr. unsec. unsubs. notes 6.125%, 2/15/24	395,000	424,380
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Centene Corp. sr. unsec. unsubs. notes 5.625%, 2/15/21	125,000	132,031
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Centene Corp. sr. unsec. unsubs. notes 4.75%, 5/15/22	305,000	314,150
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CHS/Community Health Systems, Inc. company guaranty sr. unsec. notes 6.875%, 2/1/22	410,000	352,600
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Concordia International Corp. 144A company guaranty sr. unsec. notes 7.00%, 4/15/23 (Canada)	298,000	245,850
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Crimson Merger Sub, Inc. 144A sr. unsec. notes 6.625%, 5/15/22	563,000	479,958
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DPx Holdings BV 144A sr. unsec. sub. notes 7.50%, 2/1/22 (Netherlands)	489,000	519,563
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Endo Finance, LLC/Endo Finco, Inc. 144A company guaranty sr. unsec. unsubs. notes 5.375%, 1/15/23	295,000	255,175
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Endo Limited/Endo Finance LLC/Endo Finco, Inc. 144A company guaranty sr. unsec. notes 6.00%, 2/1/25 (Ireland)	200,000	172,500
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Endo Limited/Endo Finance LLC/Endo Finco, Inc. 144A company guaranty sr. unsec. unsub. notes 6.00%, 7/15/23 (Ireland)	540,000	473,175
Halyard Health, Inc. company guaranty sr. unsec. unsub. notes 6.25%, 10/15/22	323,000	324,615
HCA, Inc. company guaranty sr. bonds 5.25%, 6/15/26	256,000	271,360
HCA, Inc. company guaranty sr. notes 6.50%, 2/15/20	1,744,000	1,918,400
HCA, Inc. company guaranty sr. unsec. unsub. notes 7.50%, 2/15/22	128,000	145,280
HCA, Inc. company guaranty sr. unsec. unsub. notes 5.375%, 2/1/25	120,000	124,876
Jaguar Holding Co. II/Pharmaceutical Product Development, LLC 144A company guaranty sr. unsec. notes 6.375%, 8/1/23	370,000	392,496
Kinetic Concepts, Inc./KCI USA, Inc. company guaranty sub. notes 10.50%, 11/1/18	12,000	12,255
Kinetic Concepts, Inc./KCI USA, Inc. 144A company guaranty sr. notes 7.875%, 2/15/21	360,000	388,127

Premier Income Trust 49

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

	Principal amount	Value
<b>Health care cont.</b>		
Mallinckrodt International Finance SA/Mallinckrodt CB, LLC 144A company guaranty sr. unsec. unsub. notes 5.50%, 4/15/25 (Luxembourg)	\$329,000	\$305,970
MEDNAX, Inc. 144A company guaranty sr. unsec. unsub. notes 5.25%, 12/1/23	160,000	166,800
Molina Healthcare, Inc. 144A company guaranty sr. unsec. notes 5.375%, 11/15/22	270,000	275,400

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Omega Healthcare Investors, Inc. company guaranty sr. unsec. unsub. notes 4.95%, 4/1/24 <b>R</b>	220,000	228,656
Service Corp. International/US sr. unsec. notes 5.375%, 1/15/22	577,000	605,850
Service Corp. International/US sr. unsec. unsub. notes 5.375%, 5/15/24	1,075,000	1,147,563
Sterigenics-Nordion Holdings, LLC 144A sr. unsec. notes 6.50%, 5/15/23	220,000	227,700
Tenet Healthcare Corp. company guaranty sr. bonds 4.50%, 4/1/21	80,000	80,400
Tenet Healthcare Corp. company guaranty sr. bonds 4.375%, 10/1/21	228,000	227,430
Tenet Healthcare Corp. company guaranty sr. FRN 4.153%, 6/15/20	390,000	387,075
Tenet Healthcare Corp. company guaranty sr. notes 6.25%, 11/1/18	833,000	882,980
Tenet Healthcare Corp. company guaranty sr. notes 4.75%, 6/1/20	80,000	81,300
Tenet Healthcare Corp. company guaranty sr. sub. notes 6.00%, 10/1/20	393,000	415,578
Valeant Pharmaceuticals International, Inc. 144A company guaranty sr. unsec. notes 7.00%, 10/1/20	70,000	64,925
Valeant Pharmaceuticals International, Inc. 144A company guaranty sr. unsec. notes 6.375%, 10/15/20	53,000	47,833
Valeant Pharmaceuticals International, Inc. 144A company guaranty sr. unsec. notes 6.125%, 4/15/25	370,000	307,100
Valeant Pharmaceuticals International, Inc. 144A company guaranty sr. unsec. notes 5.875%, 5/15/23	413,000	343,823
Valeant Pharmaceuticals International, Inc. 144A company guaranty sr. unsec. notes 5.625%, 12/1/21	90,000	76,838

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Valeant Pharmaceuticals International, Inc. 144A company guaranty sr. unsec. notes 5.50%, 3/1/23	195,000	160,875
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Valeant Pharmaceuticals International, Inc. 144A company guaranty sr. unsec. notes 5.375%, 3/15/20	282,000	251,509
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**14,322,336**

**Technology (1.4%)**

Avaya, Inc. 144A company guaranty notes 10.50%, 3/1/21	126,000	34,020
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Avaya, Inc. 144A company guaranty sr. notes 7.00%, 4/1/19	1,085,000	819,175
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Black Knight InfoServ, LLC/Black Knight Lending Solutions, Inc. company guaranty sr. unsec. notes 5.75%, 4/15/23	374,000	397,375
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CommScope Technologies Finance, LLC 144A sr. unsec. notes 6.00%, 6/15/25	273,000	288,015
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Diamond 1 Finance Corp./Diamond 2 Finance Corp. 144A sr. bonds 8.35%, 7/15/46	80,000	91,360
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50 Premier Income Trust

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

**Principal amount**

**Value**

**Technology cont.**

Diamond 1 Finance Corp./Diamond 2 Finance Corp. 144A sr. notes 5.45%, 6/15/23	\$440,000	\$466,018
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First Data Corp. 144A company guaranty sr. unsec. unsub. notes 7.00%, 12/1/23	450,000	462,938
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First Data Corp. 144A notes 5.75%, 1/15/24	435,000	437,166
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First Data Corp. 144A sr. notes 5.375%, 8/15/23	375,000	384,844
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Freescale Semiconductor, Inc. 144A company guaranty sr. notes 6.00%, 1/15/22	250,000	264,000
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Infor Software Parent LLC/Infor Software Parent, Inc. 144A



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company guaranty sr. unsec. notes 7.125%, 5/1/21 #		149,000	139,688
Infor US, Inc. company guaranty sr. unsec. notes 6.50%, 5/15/22		734,000	726,660
Infor US, Inc. 144A company guaranty sr. notes 5.75%, 8/15/20		132,000	139,260
Iron Mountain, Inc. company guaranty sr. unsec. notes 6.00%, 8/15/23 <b>R</b>		430,000	456,875
Iron Mountain, Inc. 144A company guaranty sr. unsec. notes 6.00%, 10/1/20 <b>R</b>		165,000	174,075
Micron Technology, Inc. company guaranty sr. unsec. unsub. notes 5.875%, 2/15/22		433,000	417,845
Micron Technology, Inc. 144A sr. notes 7.50%, 9/15/23		88,000	96,223
NXP BV/NXP Funding, LLC 144A Company guaranty sr. unsec. notes 4.625%, 6/1/23 (Netherlands)		485,000	502,281
Syniverse Holdings, Inc. company guaranty sr. unsec. notes 9.125%, 1/15/19		286,000	142,643
Techem Energy Metering Service GmbH & Co. KG 144A company guaranty sr. unsec. sub. notes 7.875%, 10/1/20 (Germany)	EUR	380,000	445,798
Trionista TopCo GmbH 144A company guaranty sr. unsec. sub. notes 6.875%, 4/30/21 (Germany)	EUR	515,000	605,140
Zebra Technologies Corp. sr. unsec. unsub. bonds 7.25%, 10/15/22		\$532,000	567,910
			<b>8,059,309</b>
<b>Transportation (0.2%)</b>			
Air Medical Merger Sub Corp. 144A sr. unsec. notes 6.375%, 5/15/23		475,000	457,188
Watco Cos., LLC/Watco Finance Corp. 144A company guaranty sr. unsec. notes 6.375%, 4/1/23		864,000	864,000
			<b>1,321,188</b>
<b>Utilities and power (1.7%)</b>			
AES Corp./Virginia (The) sr. unsec. notes 5.50%, 4/15/25		965,000	990,331

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AES Corp./Virginia (The) sr. unsec. notes 4.875%, 5/15/23	160,000	162,400
AES Corp./Virginia (The) sr. unsec. unsub. notes 7.375%, 7/1/21	310,000	351,850
Boardwalk Pipelines LP company guaranty sr. unsec. unsub. bonds 5.95%, 6/1/26	135,000	141,025
Calpine Corp. sr. unsec. sub. notes 5.75%, 1/15/25	790,000	789,013
Calpine Corp. 144A company guaranty sr. notes 6.00%, 1/15/22	110,000	114,950
Calpine Corp. 144A company guaranty sr. sub. notes 5.875%, 1/15/24	85,000	89,463
Colorado Interstate Gas Co., LLC company guaranty sr. unsec. notes 6.85%, 6/15/37	615,000	653,257
Dynegy, Inc. company guaranty sr. unsec. notes 7.375%, 11/1/22	40,000	39,200

Premier Income Trust 51

**CORPORATE BONDS AND NOTES (35.3%)\* cont.**

**Principal amount**

**Value**

**Utilities and power cont.**

Dynegy, Inc. company guaranty sr. unsec. notes 6.75%, 11/1/19	\$783,000	\$797,681
Dynegy, Inc. company guaranty sr. unsec. unsub. notes 7.625%, 11/1/24	30,000	29,100
El Paso Natural Gas Co., LLC company guaranty sr. unsec. notes 8.625%, 1/15/22	577,000	690,537
Energy Future Intermediate Holding Co., LLC/EFIH Finance, Inc. 144A notes 11.75%, 3/1/22 (In default) †	321,338	386,007
Energy Transfer Equity LP company guaranty sr. notes 7.50%, 10/15/20	346,000	372,815
Energy Transfer Equity LP sr. sub. notes 5.875%, 1/15/24	190,000	190,587

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GenOn Energy, Inc. sr. unsec. notes 9.50%, 10/15/18	46,000	37,145
GenOn Energy, Inc. sr. unsec. sub. notes 9.875%, 10/15/20	329,000	233,590
Hiland Partners Holdings, LLC/Hiland Partners Finance Corp. 144A company guaranty sr. unsec. notes 7.25%, 10/1/20	340,000	354,450
Hiland Partners Holdings, LLC/Hiland Partners Finance Corp. 144A company guaranty sr. unsec. sub. notes 5.50%, 5/15/22	100,000	101,250
NRG Energy, Inc. company guaranty sr. unsec. sub. notes 7.875%, 5/15/21	1,375,000	1,426,563
NRG Energy, Inc. 144A company guaranty sr. unsec. bonds 6.625%, 1/15/27	393,000	388,579
NRG Energy, Inc. 144A company guaranty sr. unsec. notes 7.25%, 5/15/26	272,000	279,140
Regency Energy Partners LP/Regency Energy Finance Corp. company guaranty sr. unsec. notes 5.00%, 10/1/22	195,000	205,406
Regency Energy Partners LP/Regency Energy Finance Corp. company guaranty sr. unsec. unsub. notes 5.875%, 3/1/22	396,000	431,901
Regency Energy Partners LP/Regency Energy Finance Corp. company guaranty sr. unsec. unsub. notes 5.50%, 4/15/23	280,000	290,198
Southern Star Central Corp. 144A sr. unsec. notes 5.125%, 7/15/22	457,000	452,430
Texas Competitive Electric Holdings Co., LLC/TCEH Finance, Inc. 144A company guaranty sr. notes 11.50%, 10/1/20 (In default) †	205,000	69,700
		<b>10,068,568</b>
<b>Total corporate bonds and notes (cost \$207,971,378)</b>		<b>\$203,806,275</b>

**FOREIGN GOVERNMENT AND AGENCY**

**BONDS AND NOTES (9.3%)\***

	<b>Principal amount/units</b>	<b>Value</b>
Argentina (Republic of) 144A sr. unsec. bonds 7.125%, 7/6/36 (Argentina)	\$3,472,000	\$3,536,003

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Argentina (Republic of) 144A sr. unsec. notes 7.50%, 4/22/26 (Argentina)		3,776,000	4,087,520
Brazil (Federal Republic of) sr. unsec. unsub. notes 10.00%, 1/1/17 (Brazil) (units)	BRL	6,400	1,959,177
Buenos Aires (Province of) 144A sr. unsec. notes 9.125%, 3/16/24 (Argentina)		\$2,287,000	2,516,310
Buenos Aires (Province of) 144A sr. unsec. unsub. notes 10.875%, 1/26/21 (Argentina)		100,000	113,750
Cordoba (Province of) 144A sr. unsec. unsub. notes 7.125%, 6/10/21 (Argentina)		2,915,000	2,936,863

52 Premier Income Trust

**FOREIGN GOVERNMENT AND AGENCY  
BONDS AND NOTES (9.3%)\* cont.**

		<b>Principal amount/units</b>	<b>Value</b>
Costa Rica (Republic of) 144A sr. unsec. unsub. notes 7.00%, 4/4/44 (Costa Rica)		\$250,000	\$264,375
Croatia (Republic of) 144A sr. unsec. unsub. notes 6.375%, 3/24/21 (Croatia)		620,000	683,240
Croatia (Republic of) 144A sr. unsec. unsub. notes 6.25%, 4/27/17 (Croatia)		65,000	66,950
Croatia (Republic of) 144A sr. unsec. unsub. notes 6.00%, 1/26/24 (Croatia)		375,000	414,375
Dominican (Republic of) 144A sr. unsec. unsub. bonds 5.50%, 1/27/25 (Dominican Republic)		1,650,000	1,711,875
Egypt (Government of) 144A sr. unsec. notes 5.875%, 6/11/25 (Egypt)		945,000	879,039
Hellenic (Republic of) sr. unsec. notes 3.375%, 7/17/17 (Greece)	EUR	888,000	954,791

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Hellenic (Republic of) sr. unsec. unsub. bonds 4.75%, 4/17/19 (Greece)	EUR	3,969,000	3,971,911
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, 3.00%, 2/24/40 (Greece)	EUR	618,000	410,817
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, 3.00%, 2/24/39 (Greece)	EUR	410,000	273,176
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, stepped-coupon 3.00% (3.65s, 2/24/20), 2/24/38 (Greece) ††	EUR	953,472	635,944
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, stepped-coupon 3.00% (3.65s, 2/24/20), 2/24/30 (Greece) ††	EUR	2,547,586	1,853,895
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, stepped-coupon 3.00% (3.65s, 2/24/20), 2/24/29 (Greece) ††	EUR	1,971,295	1,457,379
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, stepped-coupon 3.00% (3.65s, 2/24/20), 2/24/28 (Greece) ††	EUR	3,790,624	2,857,841
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, stepped-coupon 3.00% (3.65s, 2/24/20), 2/24/27 (Greece) ††	EUR	904,042	694,425
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, stepped-coupon 3.00% (3.65s, 2/24/20), 2/24/25 (Greece) ††	EUR	6,491,811	5,227,900
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, stepped-coupon 3.00% (3.65s, 2/24/20), 2/24/24 (Greece) ††	EUR	1,388,656	1,147,823
Hellenic (Republic of) sr. unsec. unsub. bonds Ser. PSI, stepped-coupon 3.00% (3.65s, 2/24/20), 2/24/23 (Greece) ††	EUR	5,934,365	5,016,107
Indonesia (Republic of) 144A sr. unsec. notes 4.75%, 1/8/26 (Indonesia)		\$300,000	334,500
Indonesia (Republic of) 144A sr. unsec. unsub. bonds 6.625%, 2/17/37 (Indonesia)		1,555,000	2,009,838
Indonesia (Republic of) 144A sr. unsec. unsub. notes 5.95%, 1/8/46 (Indonesia)		200,000	249,500
Indonesia (Republic of) 144A sr. unsec. unsub. notes 3.375%, 4/15/23 (Indonesia)		1,355,000	1,383,794

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Mexico (Republic of) sr. unsec. notes 5.75%, 10/12/10 (Mexico)	1,030,000	1,130,425
Russia (Federation of) 144A sr. unsec. notes 4.50%, 4/4/22 (Russia)	465,000	493,405
Russia (Federation of) 144A sr. unsec. unsub. bonds 12.75%, 6/24/28 (Russia)	125,000	222,500
Russia (Federation of) 144A sr. unsec. unsub. bonds 5.625%, 4/4/42 (Russia)	1,600,000	1,778,000

Premier Income Trust 53

**FOREIGN GOVERNMENT AND AGENCY**

**BONDS AND NOTES (9.3%)\* cont.**

	Principal amount/units	Value
Ukraine (Government of) 144A unsec. FRN Ser. GDP, zero %, 5/31/40 (Ukraine)	\$648,000	\$218,830
Ukraine (Government of) 144A unsec. notes 7.75%, 9/1/27 (Ukraine)	316,000	304,213
Venezuela (Bolivarian Republic of) sr. unsec. bonds 7.00%, 3/31/38 (Venezuela)	650,000	264,063
Venezuela (Bolivarian Republic of) sr. unsec. unsub. bonds 9.25%, 9/15/27 (Venezuela)	605,000	290,400
Venezuela (Bolivarian Republic of) 144A sr. unsec. unsub. bonds 13.625%, 8/15/18 (Venezuela)	2,215,000	1,375,515
<b>Total foreign government and agency bonds and notes (cost \$55,998,849)</b>		<b>\$53,726,469</b>

**SENIOR LOANS (1.9%)\* c**

	Principal amount	Value
Academy, Ltd. bank term loan FRN Ser. B, 5.00%, 7/2/22	\$537,743	\$519,035
Asurion, LLC bank term loan FRN 8.50%, 3/3/21	329,000	325,402

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Avaya, Inc. bank term loan FRN Ser. B6, 6.50%, 3/31/18	319,198	248,974
Avaya, Inc. bank term loan FRN Ser. B7, 6.25%, 5/29/20	509,532	380,875
Caesars Entertainment Operating Co., Inc. bank term loan FRN Ser. B6, 11.25%, 3/1/17	1,955,958	2,021,156
Caesars Entertainment Operating Co., Inc. bank term loan FRN Ser. B7, 10.75%, 3/1/17	164,175	172,247
Caesars Growth Properties Holdings, LLC bank term loan FRN 6.25%, 5/8/21	588,000	554,680
CPG International, Inc. bank term loan FRN Ser. B, 4.75%, 9/30/20	82,770	82,356
Dell International, LLC bank term loan FRN Ser. B2, 4.00%, 4/29/20	408,107	407,888
DPx Holdings BV bank term loan FRN Ser. B, 4.25%, 3/11/21 (Netherlands)	279,300	277,415
Gates Global, LLC/Gates Global Co. bank term loan FRN 4.25%, 7/6/21	201,528	197,246
Getty Images, Inc. bank term loan FRN Ser. B, 4.75%, 10/18/19	487,257	380,873
iHeartCommunications, Inc. bank term loan FRN Ser. D, 6.938%, 1/30/19	743,000	575,361
Jeld-Wen, Inc. bank term loan FRN 5.25%, 10/15/21	362,242	363,600
Jeld-Wen, Inc. bank term loan FRN Ser. B, 4.75%, 7/1/22	238,200	238,895
Kraton Polymers, LLC/Kraton Polymers Capital Corp. bank term loan FRN Ser. B , 6.00%, 1/6/22	615,000	610,985
MEG Energy Corp. bank term loan FRN Ser. B, 3.75%, 3/31/20 (Canada)	289,243	264,055
Navistar, Inc. bank term loan FRN Ser. B, 6.50%, 8/7/20	373,125	351,204
Neiman Marcus Group, Ltd., Inc. bank term loan FRN 4.25%, 10/25/20	660,096	620,160

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Ortho-Clinical Diagnostics, Inc. bank term loan FRN Ser. B, 4.75%, 6/30/21	181,300	175,317
Petco Animal Supplies, Inc. bank term loan FRN Ser. B1, 5.00%, 1/26/23	338,300	339,569
Revlon Consumer Products Corp. bank term loan FRN Ser. B, 4.25%, 7/14/23	415,000	414,481
ROC Finance, LLC bank term loan FRN 5.00%, 6/20/19	758,238	729,173

54 Premier Income Trust

<b>SENIOR LOANS (1.9%)* c cont.</b>	<b>Principal amount</b>	<b>Value</b>
Talbots, Inc. (The) bank term loan FRN 9.50%, 3/19/21	\$134,913	\$125,132
Talbots, Inc. (The) bank term loan FRN 5.50%, 3/19/20	265,501	258,864
Texas Competitive Electric Holdings Co., LLC bank term loan FRN 4.676%, 10/10/17	1,053,286	350,481
Texas Competitive Electric Holdings Co., LLC bank term loan FRN 4.676%, 10/10/17	10,810	3,597
Valeant Pharmaceuticals International, Inc. bank term loan FRN Ser. E, 3.75%, 8/5/20	232,927	229,600
<b>Total senior loans (cost \$12,393,165)</b>		<b>\$11,218,621</b>

<b>PREFERRED STOCKS (0.1%)*</b>	<b>Shares</b>	<b>Value</b>
GMAC Capital Trust I Ser. 2, \$2.031 cum. ARP	16,265	\$413,456
<b>Total preferred stocks (cost \$412,195)</b>		<b>\$413,456</b>

**PURCHASED SWAP OPTIONS OUTSTANDING (0.1%)\***



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<b>Counterparty</b>	<b>Fixed right % to receive or (pay)/ Floating rate index/Maturity date</b>	<b>Expiration date/strike</b>	<b>Contract amount</b>	<b>Value</b>
<b>Credit Suisse International</b>				
	(2.915)/3 month USD-LIBOR-BBA/Apr-47	Apr-17/2.915	\$9,241,300	\$25,968
	(3.315)/3 month USD-LIBOR-BBA/Apr-47	Apr-17/3.315	9,241,300	7,023
<b>Goldman Sachs International</b>				
	1.5595/3 month USD-LIBOR-BBA/Sep-21	Sep-16/1.5595	25,884,200	103,278
	(2.0745)/3 month USD-LIBOR-BBA/Sep-21	Sep-16/2.0745	25,884,200	31,061
<b>JPMorgan Chase Bank N.A.</b>				
	1.49825/3 month USD-LIBOR-BBA/Sep-21	Sep-16/1.49825	25,884,200	80,500
	0.95/3 month USD-LIBOR-BBA/Aug-18	Aug-16/0.95	51,768,400	80,241
	(2.01575)/3 month USD-LIBOR-BBA/Sep-21	Sep-16/2.01575	25,884,200	39,085
<b>Total purchased swap options outstanding (cost \$1,384,505)</b>				<b>\$367,156</b>

<b>PURCHASED OPTIONS OUTSTANDING (0.1%)*</b>	<b>Expiration date/ strike price</b>	<b>Contract amount</b>	<b>Value</b>
Federal National Mortgage Association 30 yr 2.50% TBA commitments (Call)	Aug-16/\$100.88	\$8,000,000	\$55,520
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Call)	Aug-16/104.06	94,000,000	142,880
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Call)	Aug-16/103.48	7,000,000	42,700
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Call)	Aug-16/103.78	12,000,000	41,280
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Call)	Aug-16/103.52	7,000,000	40,110
Federal National Mortgage Association 30 yr 3.00% TBA			

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commitments (Call)	Aug-16/103.48	5,000,000	30,500
<hr/>			
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Sep-16/103.39	46,000,000	91,540
<hr/>			
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Sep-16/103.20	46,000,000	70,380

Premier Income Trust 55

<b>PURCHASED OPTIONS OUTSTANDING (0.1%)* cont.</b>	<b>Expiration date/ strike price</b>	<b>Contract amount</b>	<b>Value</b>
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/\$101.39	\$23,000,000	\$23
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/101.52	23,000,000	23
<b>Total purchased options outstanding (cost \$1,369,453)</b>			<b>\$514,956</b>

<b>CONVERTIBLE BONDS AND NOTES (0.1%)*</b>	<b>Principal amount</b>	<b>Value</b>
iStar, Inc. cv. sr. unsec. unsub. notes 3.00%, 11/15/16 <b>R</b>	\$230,000	\$231,725
Navistar International Corp. cv. sr. unsec. sub. bonds 4.50%, 10/15/18	156,000	99,840
<b>Total convertible bonds and notes (cost \$356,736)</b>		<b>\$331,565</b>

<b>COMMON STOCKS (—%)*</b>	<b>Shares</b>	<b>Value</b>
Lone Pine Resources Canada, Ltd. (Canada) † <b>F</b>	22,950	\$230
Lone Pine Resources, Inc. Class A (Canada) † <b>F</b>	22,950	230
Tribune Media Co. Class 1C <b>F</b>	92,963	23,241

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**Total common stocks (cost \$149,872) \$23,701**

<b>SHORT-TERM INVESTMENTS (4.5%)*</b>	<b>Principal amount/shares</b>		<b>Value</b>
Putnam Short Term Investment Fund 0.44% <b>L</b>	Shares	10,615,872	\$10,615,872
SSgA Prime Money Market Fund Class N 0.34% <b>P</b>	Shares	141,000	141,000
U.S. Treasury Bills 0.272%, 10/6/16 $\Delta$ §		\$1,059,000	1,058,530
U.S. Treasury Bills 0.266%, 8/18/16 # $\Delta$ §		8,198,000	8,197,303
U.S. Treasury Bills 0.204%, 8/11/16 # $\Delta$ §		4,821,000	4,820,807
U.S. Treasury Bills 0.213%, 8/4/16 # $\Delta$		1,367,000	1,366,988
<b>Total short-term investments (cost \$26,200,047)</b>			<b>\$26,200,500</b>

**TOTAL INVESTMENTS**

**Total investments (cost \$1,126,495,542) \$1,096,858,506**

**Key to holding's currency abbreviations**

AUD	Australian Dollar
BRL	Brazilian Real
CAD	Canadian Dollar
CHF	Swiss Franc
EUR	Euro
GBP	British Pound
JPY	Japanese Yen
MXN	Mexican Peso
NOK	Norwegian Krone
NZD	New Zealand Dollar
SEK	Swedish Krona

**Key to holding's abbreviations**

ARP	Adjustable Rate Preferred Stock: the rate shown is the current interest rate at the close of the reporting period
bp	Basis Points
EMTN	Euro Medium Term Notes
FRB	Floating Rate Bonds: the rate shown is the current interest rate at the close of the reporting period

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FRN	Floating Rate Notes: the rate shown is the current interest rate or yield at the close of the reporting period
IFB	Inverse Floating Rate Bonds, which are securities that pay interest rates that vary inversely to changes in the market interest rates. As interest rates rise, inverse floaters produce less current income. The rate shown is the current interest rate at the close of the reporting period.
IO	Interest Only
OAD	Open Joint Stock Company
OJSC	Open Joint Stock Company
PJSC	Public Joint Stock Company
PO	Principal Only
REGS	Securities sold under Regulation S may not be offered, sold or delivered within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act of 1933.
TBA	To Be Announced Commitments

### Notes to the fund's portfolio

Unless noted otherwise, the notes to the fund's portfolio are for the close of the fund's reporting period, which ran from August 1, 2015 through July 31, 2016 (the reporting period). Within the following notes to the portfolio, references to "ASC 820" represent Accounting Standards Codification 820 *Fair Value Measurements and Disclosures* and references to "OTC", if any, represent over-the-counter.

\* Percentages indicated are based on net assets of \$577,235,813.

† This security is non-income-producing.

‡ The interest rate and date shown parenthetically represent the new interest rate to be paid and the date the fund will begin accruing interest at this rate.

‡ Income may be received in cash or additional securities at the discretion of the issuer.

# This security, in part or in entirety, was pledged and segregated with the broker to cover margin requirements for futures contracts at the close of the reporting period.

Δ This security, in part or in entirety, was pledged and segregated with the custodian for collateral on certain derivative contracts at the close of the reporting period.

§ This security, in part or in entirety, was pledged and segregated with the custodian for collateral on the initial margin on certain centrally cleared derivative contracts at the close of the reporting period.

© Senior loans are exempt from registration under the Securities Act of 1933, as amended, but contain certain restrictions on resale and cannot be sold publicly. These loans pay interest at rates which adjust periodically. The interest rates shown for senior loans are the current interest rates at the close of the reporting period. Senior loans are also subject to mandatory and/or optional prepayment which cannot be predicted. As a result, the remaining maturity may be substantially less than the stated maturity shown (Notes 1 and 6).

F This security is valued by Putnam Management at fair value following procedures approved by the Trustees. Securities may be classified as Level 2 or Level 3 for ASC 820 based on the securities' valuation inputs (Note 1).

i This security was pledged, or purchased with cash that was pledged, to the fund for collateral on certain derivative contracts (Note 1).

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**L** Affiliated company (Note 5). The rate quoted in the security description is the annualized 7-day yield of the fund at the close of the reporting period.

**P** This security was pledged, or purchased with cash that was pledged, to the fund for collateral on certain derivative contracts. The rate quoted in the security description is the annualized 7-day yield of the fund at the close of the reporting period (Note 1).

**R** Real Estate Investment Trust.

At the close of the reporting period, the fund maintained liquid assets totaling \$321,351,880 to cover certain derivative contracts and delayed delivery securities.

Unless otherwise noted, the rates quoted in Short-term investments security descriptions represent the weighted average yield to maturity.

Debt obligations are considered secured unless otherwise indicated.

Premier Income Trust 57

144A after the name of an issuer represents securities exempt from registration under Rule 144A under the Securities Act of 1933, as amended. These securities may be resold in transactions exempt from registration, normally to qualified institutional buyers.

See Note 1 to the financial statements regarding TBA commitments.

The dates shown on debt obligations are the original maturity dates.

### **DIVERSIFICATION BY COUNTRY**

Distribution of investments by country of risk at the close of the reporting period, excluding collateral received, if any (as a percentage of Portfolio Value):

United States	88.2%	Mexico	0.9%
Greece	2.2	Canada	0.7
Russia	1.6	Luxembourg	0.5
Brazil	1.5	Other	2.2
Argentina	1.2	<b>Total</b>	<b>100.0%</b>
Venezuela	1.0		

### **FORWARD CURRENCY CONTRACTS at 7/31/16 (aggregate face value \$378,665,869)**

	Contract	Delivery	Aggregate	Unrealized appreciation/
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Counterparty	Currency	type	date	Value	face value	(depreciation)
<b>Bank of America N.A.</b>						
	Australian Dollar	Buy	10/19/16	\$6,141,024	\$6,018,459	\$122,565
	British Pound	Sell	9/21/16	2,623,716	2,714,884	91,168
	Canadian Dollar	Sell	10/19/16	505,292	510,008	4,716
	Euro	Sell	9/21/16	1,592,413	1,477,760	(114,653)
	Hong Kong Dollar	Sell	8/18/16	2,959,819	2,960,720	901
	Japanese Yen	Sell	8/18/16	189,954	220,209	30,255
	Malaysian Ringgit	Buy	8/18/16	2,906,978	2,917,940	(10,962)
	Malaysian Ringgit	Sell	8/18/16	2,906,978	2,913,688	6,710
	Mexican Peso	Sell	10/19/16	36,961	16,740	(20,221)
	New Zealand Dollar	Buy	10/19/16	4,852,206	4,802,472	49,734
	Norwegian Krone	Buy	9/21/16	5,722,838	5,729,437	(6,599)
	Swedish Krona	Sell	9/21/16	1,964,094	2,133,846	169,752
<b>Barclays Bank PLC</b>						
	Australian Dollar	Buy	10/19/16	1,690,703	1,647,192	43,511
	British Pound	Sell	9/21/16	2,516,955	2,716,268	199,313
	Canadian Dollar	Sell	10/19/16	3,224,215	3,251,634	27,419
	Euro	Buy	9/21/16	6,743,051	6,639,572	103,479
	Japanese Yen	Sell	8/18/16	6,158,470	6,054,061	(104,409)
	New Zealand Dollar	Sell	10/19/16	1,433,948	1,419,365	(14,583)
	Norwegian Krone	Buy	9/21/16	2,795,502	2,825,069	(29,567)
	Swedish Krona	Sell	9/21/16	5,801,020	5,727,521	(73,499)

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	Swiss Franc	Sell	9/21/16	25,657	31,921	6,264
<b>Citibank, N.A.</b>						
	Australian Dollar	Buy	10/19/16	2,980,374	2,920,224	60,150
	Brazilian Real	Sell	10/3/16	123,741	115,193	(8,548)
	British Pound	Buy	9/21/16	2,428,076	2,742,817	(314,741)
	Canadian Dollar	Sell	10/19/16	4,038,735	4,074,139	35,404

58 Premier Income Trust

**FORWARD CURRENCY CONTRACTS at 7/31/16 (aggregate face value \$378,665,869) cont.**

Counterparty	Currency	Contract type	Delivery date	Value	Aggregate face value	Unrealized appreciation/ (depreciation)
<b>Citibank, N.A. cont.</b>						
	Euro	Buy	9/21/16	\$1,571,687	\$1,490,420	\$81,267
	Mexican Peso	Sell	10/19/16	402,695	404,175	1,480
	New Zealand Dollar	Buy	10/19/16	5,217,027	5,160,261	56,766
	South African Rand	Buy	10/19/16	2,996,822	2,805,277	191,545
<b>Credit Suisse International</b>						
	Australian Dollar	Buy	10/19/16	2,850,664	2,809,858	40,806
	British Pound	Sell	9/21/16	2,838,562	2,899,779	61,217
	Canadian Dollar	Sell	10/19/16	6,175,442	6,228,488	53,046
	Euro	Sell	9/21/16	383,259	383,629	370
	Hong Kong Dollar	Sell	8/18/16	2,235,966	2,236,704	738
	Japanese Yen	Sell	8/18/16	3,113,346	2,896,885	(216,461)

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New Zealand Dollar	Buy	10/19/16	5,281,441	5,212,664	68,777
Norwegian Krone	Sell	9/21/16	8,185,035	8,280,132	95,097
Swedish Krona	Sell	9/21/16	17,014,802	17,379,531	364,729
<b>Deutsche Bank AG</b>					
Australian Dollar	Buy	10/19/16	93,852	92,586	1,266
Australian Dollar	Sell	10/19/16	1,505,273	1,475,307	(29,966)
Euro	Buy	9/21/16	5,857,332	5,817,216	40,116
Euro	Sell	9/21/16	2,390,524	2,392,950	2,426
Japanese Yen	Buy	8/18/16	3,031,622	2,961,398	70,224
Japanese Yen	Sell	8/18/16	3,132,255	2,915,457	(216,798)
<b>Goldman Sachs International</b>					
Australian Dollar	Buy	10/19/16	9,243,147	9,127,464	115,683
Australian Dollar	Sell	10/19/16	2,997,052	2,956,247	(40,805)
British Pound	Buy	9/21/16	86,495	94,563	(8,068)
British Pound	Sell	9/21/16	8,411,309	8,711,066	299,757
Canadian Dollar	Buy	10/19/16	5,783,390	5,783,216	174
Canadian Dollar	Sell	10/19/16	2,920,120	2,923,617	3,497
Euro	Buy	9/21/16	8,735,415	8,708,037	27,378
Euro	Sell	9/21/16	983,859	978,492	(5,367)
Indonesian Rupiah	Buy	8/18/16	2,943,450	2,860,135	83,315
Japanese Yen	Sell	8/18/16	6,312,176	6,292,986	(19,190)
Mexican Peso	Buy	10/19/16	2,829,503	2,900,500	(70,997)



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Mexican Peso	Sell	10/19/16	2,865,755	2,868,641	2,886
New Zealand Dollar	Buy	10/19/16	4,970,598	4,918,047	52,551
New Zealand Dollar	Sell	10/19/16	2,878,548	2,851,675	(26,873)
Norwegian Krone	Buy	9/21/16	2,881,368	2,872,551	8,817
Russian Ruble	Buy	9/21/16	2,800,208	2,837,206	(36,998)
Russian Ruble	Sell	9/21/16	2,811,563	2,852,386	40,823
South African Rand	Buy	10/19/16	3,116,823	2,907,644	209,179
South African Rand	Sell	10/19/16	2,946,747	2,845,893	(100,854)
South Korean Won	Buy	8/18/16	3,088,354	2,966,262	122,092

Premier Income Trust 59

**FORWARD CURRENCY CONTRACTS at 7/31/16 (aggregate face value \$378,665,869) cont.**

Counterparty	Currency	Contract type	Delivery date	Value	Aggregate face value	Unrealized appreciation/ (depreciation)
<b>Goldman Sachs International cont.</b>						
	South Korean Won	Sell	8/18/16	\$3,088,354	\$2,919,700	\$(168,654)
	Swedish Krona	Sell	9/21/16	11,059,712	11,196,763	137,051
<b>HSBC Bank USA, National Association</b>						
	Australian Dollar	Buy	10/19/16	124,479	114,965	9,514
	British Pound	Sell	9/21/16	2,838,562	2,899,835	61,273
	Canadian Dollar	Sell	10/19/16	37,389	57,219	19,830
	Euro	Sell	9/21/16	1,537,069	1,592,094	55,025
	Hong Kong Dollar	Sell	8/18/16	2,956,003	2,957,208	1,205

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New Zealand Dollar	Sell	10/19/16	2,848,105	2,848,805	700
Polish Zloty	Sell	9/21/16	93,576	115,135	21,559
<b>JPMorgan Chase Bank N.A.</b>					
Australian Dollar	Buy	10/19/16	4,394,524	4,343,341	51,183
British Pound	Sell	9/21/16	10,431,549	10,713,015	281,466
Canadian Dollar	Buy	10/19/16	2,755,699	2,745,717	9,982
Euro	Buy	9/21/16	5,012,279	5,065,341	(53,062)
Hong Kong Dollar	Sell	8/18/16	3,023,942	3,024,902	960
Indonesian Rupiah	Buy	11/16/16	2,871,060	2,841,995	29,065
Japanese Yen	Sell	8/18/16	1,909,388	1,876,651	(32,737)
New Zealand Dollar	Buy	10/19/16	7,853,249	7,797,125	56,124
Norwegian Krone	Buy	9/21/16	3,247,353	3,350,278	(102,925)
Russian Ruble	Buy	9/21/16	2,783,593	2,854,600	(71,007)
Swedish Krona	Sell	9/21/16	22,541,318	23,044,760	503,442
<b>Royal Bank of Scotland PLC (The)</b>					
Australian Dollar	Sell	10/19/16	444,092	433,974	(10,118)
British Pound	Sell	9/21/16	2,407,413	2,418,084	10,671
Canadian Dollar	Sell	10/19/16	1,935,509	2,000,401	64,892
Euro	Sell	9/21/16	5,466,007	5,532,878	66,871
Japanese Yen	Sell	8/18/16	2,892,928	2,879,679	(13,249)
New Zealand Dollar	Buy	10/19/16	1,226,960	1,186,298	40,662
Norwegian Krone	Sell	9/21/16	143,936	189,929	45,993

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**State Street Bank and Trust Co.**

Australian Dollar	Buy	10/19/16	1,070,733	1,049,314	21,419
Brazilian Real	Sell	10/3/16	1,848,045	1,722,560	(125,485)
British Pound	Sell	9/21/16	2,591,396	2,782,300	190,904
Canadian Dollar	Buy	10/19/16	4,235,565	4,332,969	(97,404)
Japanese Yen	Sell	8/18/16	2,841,672	2,783,850	(57,822)
Singapore Dollar	Buy	8/18/16	2,985,666	2,953,560	32,106
Singapore Dollar	Sell	8/18/16	2,985,666	2,949,347	(36,319)

**UBS AG**

Australian Dollar	Buy	10/19/16	2,672,284	2,618,652	53,632
Canadian Dollar	Sell	10/19/16	3,329,564	3,357,957	28,393
Euro	Buy	9/21/16	3,166,116	3,134,597	31,519

60 Premier Income Trust

**FORWARD CURRENCY CONTRACTS at 7/31/16 (aggregate face value \$378,665,869) cont.**

Counterparty	Currency	Contract type	Delivery date	Value	Aggregate face value	Unrealized appreciation/ (depreciation)
<b>UBS AG cont.</b>						
	Euro	Sell	9/21/16	\$2,872,818	\$2,921,874	\$49,056
	Japanese Yen	Buy	8/18/16	3,031,622	2,968,521	63,101
	Japanese Yen	Sell	8/18/16	3,099,474	2,954,854	(144,620)
	New Zealand Dollar	Buy	10/19/16	3,045,737	3,012,690	33,047
<b>WestPac Banking Corp.</b>						
	Australian Dollar	Buy	10/19/16	2,702,684	2,651,745	50,939

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Canadian Dollar	Buy	10/19/16	2,304,192	2,324,588	(20,396)
New Zealand Dollar	Buy	10/19/16	1,481,449	1,465,315	16,134
<b>Total</b>					<b>\$2,681,124</b>

**FUTURES CONTRACTS OUTSTANDING at 7/31/16**

	Number of contracts	Value	Expiration date	Unrealized appreciation/ (depreciation)	
U.S. Treasury Bond 30 yr (Short)	22	\$3,837,625	Sep-16	\$(254,512)	
U.S. Treasury Bond Ultra 30 yr (Long)	44	8,383,375	Sep-16	691,881	
U.S. Treasury Note 10 yr (Short)	207	27,540,703	Sep-16	(757,256)	
U.S. Treasury Note Ultra 10 yr (Short)	23	3,362,672	Sep-16	(122,413)	
<b>Total</b>					<b>\$(442,300)</b>

**WRITTEN SWAP OPTIONS OUTSTANDING at 7/31/16 (premiums \$6,027,051)**

Counterparty	Fixed Obligation % to receive or (pay)/ Floating rate index/Maturity date	Expiration date/strike	Contract amount	Value
<b>Credit Suisse International</b>				
	2.515/3 month USD-LIBOR-BBA/Apr-47	Apr-17/2.515	\$9,241,300	\$105,231
<b>Goldman Sachs International</b>				
	(0.6665)/3 month USD-LIBOR-BBA/Dec-17	Dec-16/0.6665	103,536,800	53,839
	1.1665/3 month USD-LIBOR-BBA/Dec-17	Dec-16/1.1665	103,536,800	102,501
<b>JPMorgan Chase Bank N.A.</b>				
	(0.634)/3 month USD-LIBOR-BBA/Dec-17	Dec-16/0.634	103,536,800	46,592
	(1.15)/3 month USD-LIBOR-BBA/Aug-18	Aug-16/1.15	51,768,400	99,913

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1.134/3 month USD-LIBOR-BBA/Dec-17	Dec-16/1.134	103,536,800	113,890
(6.00 Floor)/3 month USD-LIBOR-BBA/Mar-18	Mar-18/6.00	26,070,000	2,374,534
<b>Total</b>			<b>\$2,896,500</b>

**WRITTEN OPTIONS OUTSTANDING at 7/31/16 (premiums \$1,369,453)**

	<b>Expiration date/ strike price</b>	<b>Contract amount</b>	<b>Value</b>
Federal National Mortgage Association 30 yr 2.50% TBA commitments (Put)	Aug-16/\$100.88	\$8,000,000	\$1,760
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Sep-16/102.97	46,000,000	49,680

Premier Income Trust 61

**WRITTEN OPTIONS OUTSTANDING at 7/31/16 (premiums \$1,369,453) cont.**

	<b>Expiration date/ strike price</b>	<b>Contract amount</b>	<b>Value</b>
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Sep-16/\$102.78	\$46,000,000	\$37,720
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Sep-16/102.55	46,000,000	26,680
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Sep-16/102.36	46,000,000	19,780
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/104.06	94,000,000	120,320
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/103.78	12,000,000	4,800
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/103.52	7,000,000	700

Federal National Mortgage Association 30 yr 3.00%

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TBA commitments (Put)	Aug-16/103.48	7,000,000	560
<hr/>			
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/103.48	5,000,000	400
<hr/>			
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/100.68	23,000,000	23
<hr/>			
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/99.97	23,000,000	23
<hr/>			
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/100.09	23,000,000	23
<hr/>			
Federal National Mortgage Association 30 yr 3.00% TBA commitments (Put)	Aug-16/100.80	23,000,000	23
<hr/>			
<b>Total</b>			<b>\$262,492</b>

**TBA SALE COMMITMENTS OUTSTANDING at 7/31/16 (proceeds receivable \$294,722,500)**

Agency	Principal amount	Settlement date	Value
Federal National Mortgage Association, 3.50%, 8/1/46	\$98,000,000	8/11/16	\$103,504,846
Federal National Mortgage Association, 3.00%, 8/1/46	184,000,000	8/11/16	191,489,371
<b>Total</b>			<b>\$294,994,217</b>

**OTC INTEREST RATE SWAP CONTRACTS OUTSTANDING at 7/31/16**

Swap counterparty/ Notional amount	Upfront premium received (paid)	Termination date	Payments made by fund per annum	Payments received by fund per annum	Unrealized appreciation/ (depreciation)
<b>JPMorgan Chase Bank N.A.</b>					
MXN 84,723,000	\$—	1/1/26	1 month MXN-TIIE-BANXICO	6.16%	\$(4,322)
MXN 51,234,000	—	1/2/26	1 month MXN-TIIE-BANXICO	6.14%	(6,917)
<b>Total</b>	<b>\$—</b>				<b>\$(11,239)</b>

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62 Premier Income Trust

**CENTRALLY CLEARED INTEREST RATE SWAP CONTRACTS OUTSTANDING at 7/31/16**

<b>Notional amount</b>	<b>Upfront premium received (paid)</b>	<b>Termination date</b>	<b>Payments made by fund per annum</b>	<b>Payments received by fund per annum</b>	<b>Unrealized appreciation/ (depreciation)</b>
\$209,963,300 <b>E</b>	\$450,296	9/21/18	1.12%	3 month USD-LIBOR-BBA	\$(437,428)
33,659,100 <b>E</b>	215,767	9/21/21	1.40%	3 month USD-LIBOR-BBA	(323,283)
48,186,700 <b>E</b>	525,490	9/21/26	1.75%	3 month USD-LIBOR-BBA	(1,229,181)
448,200 <b>E</b>	10,562	9/21/46	2.17%	3 month USD-LIBOR-BBA	(36,878)
116,957,000	(439)	6/8/18	0.95082%	3 month USD-LIBOR-BBA	(208,838)
26,341,000	(212)	6/8/21	3 month USD-LIBOR-BBA	1.22839%	251,673
16,370,000	(557)	6/8/46	3 month USD-LIBOR-BBA	2.06188%	1,349,830
15,842,000 <b>E</b>	9,528	9/21/18	1.05%	3 month USD-LIBOR-BBA	(35,432)
8,886,000 <b>E</b>	12,335	9/21/46	3 month USD-LIBOR-BBA	2.10%	797,004
98,652,000 <b>E</b>	(818,756)	9/21/21	3 month USD-LIBOR-BBA	1.30%	276,382
42,665,000 <b>E</b>	(14,149)	9/21/26	1.65%	3 month USD-LIBOR-BBA	(1,158,808)
41,123,800	(160,471)	7/15/26	3 month USD-LIBOR-BBA	1.4825%	373,017

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24,600,000	(92)	6/29/18	3 month USD-LIBOR-BBA	0.711%	(74,676)
24,600,000	(92)	6/29/18	3 month USD-LIBOR-BBA	0.7115%	(74,443)
24,600,000	(92)	6/29/18	3 month USD-LIBOR-BBA	0.716%	(72,229)
70,313,000	(569)	7/7/21	0.93974%	3 month USD-LIBOR-BBA	358,507
178,970,400 <b>E</b>	(675)	2/27/19	0.80%	3 month USD-LIBOR-BBA	559,682
13,993,000	(113)	7/8/21	3 month USD-LIBOR-BBA	0.934%	(75,788)
16,540,300 <b>E</b>	56,973	9/21/26	3 month USD-LIBOR-BBA	1.300%	(54,128)
11,371,000	(151)	7/13/26	1.319%	3 month USD-LIBOR-BBA	29,967
10,136,000	(134)	7/14/26	1.4065%	3 month USD-LIBOR-BBA	(58,067)
13,368,000	(177)	7/18/26	1.39174%	3 month USD-LIBOR-BBA	(55,594)
24,854,000	(330)	7/20/26	1.44191%	3 month USD-LIBOR-BBA	(221,200)

Premier Income Trust 63

**CENTRALLY CLEARED INTEREST RATE SWAP CONTRACTS OUTSTANDING at 7/31/16** *cont.*

<b>Notional amount</b>	<b>Upfront premium received (paid)</b>	<b>Termination date</b>	<b>Payments made by fund per annum</b>	<b>Payments received by fund per annum</b>	<b>Unrealized appreciation/ (depreciation)</b>
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	\$24,746,000	\$(328)	7/25/26	1.4995%	3 month USD-LIBOR-BBA	\$(351,795)
	8,226,000	(109)	7/26/26	1.482%	3 month USD-LIBOR-BBA	(102,816)
AUD	68,000 E	(1,062)	9/28/26	6 month AUD-BBR-BBSW	2.35%	30
AUD	646,000 E	(211)	9/28/18	3 month AUD-BBR-BBSW	1.75%	435
AUD	54,000 E	27	9/28/21	2.05%	6 month AUD-BBR-BBSW	(221)
CAD	60,000 E	(38)	9/21/18	3 month CAD-BA-CDOR	0.90%	(59)
CAD	17,390,000 E	142,484	9/21/26	1.50%	3 month CAD-BA-CDOR	(116,345)
CAD	23,924,000 E	72,193	9/21/21	1.05%	3 month CAD-BA-CDOR	2,839
CHF	5,932,000 E	107,579	9/21/26	6 month CHF-LIBOR-BBA	0.15%	(19,782)
CHF	15,000 E	(10)	9/21/18	0.70%	6 month CHF-LIBOR-BBA	3
CHF	26,449,000 E	215,808	9/21/21	6 month CHF-LIBOR-BBA	0.55%	50,678
EUR	23,319,000 E	197,864	9/21/21	0.05%	6 month EUR-EURIBOR-REUTERS	(55,205)
EUR	12,948,000 E	(227,548)	9/21/26	6 month EUR-EURIBOR-Telerate	0.55%	158,292
GBP	18,000 E	145	9/21/18	0.75%	6 month GBP-LIBOR-BBA	10
GBP	5,706,000 E	153,765	9/21/21	1.00%	6 month GBP-LIBOR-BBA	(17,151)

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GBP	5,597,000 E	(320,521)	9/21/26	6 month GBP- LIBOR-BBA	1.35%	66,282
JPY	293,484,000	(43)	11/13/45	6 month JPY- LIBOR-BBA	1.32125%	848,283
JPY	375,884,000	(90)	11/26/35	6 month JPY- LIBOR-BBA	1.09%	603,959
JPY	293,484,000	(44)	1/5/46	1.22015%	6 month JPY- LIBOR-BBA	(761,619)
JPY	375,884,000	(100)	1/5/36	1.00875%	6 month JPY- LIBOR-BBA	(543,708)
NOK	22,438,000 E	(42,916)	9/21/26	6 month NOK- NIBOR-NIBR	1.50%	(2,307)
NOK	1,599,000 E	(1)	9/21/18	0.80%	6 month NOK- NIBOR-NIBR	504
NOK	99,367,000 E	113,219	9/21/21	1.10%	6 month NOK- NIBOR-NIBR	57,053

64 Premier Income Trust

**CENTRALLY CLEARED INTEREST RATE SWAP CONTRACTS OUTSTANDING at 7/31/16** *cont.*

Notional amount	Upfront premium received (paid)	Termination date	Payments made by fund per annum	Payments received by fund per annum	Unrealized appreciation/ (depreciation)	
NZD	38,067,000 E	\$324,753	9/21/21	2.50%	3 month NZD- BBR-FRA	\$(120,205)
NZD	6,934,000 E	156,869	9/21/26	2.90%	3 month NZD- BBR-FRA	(33,806)
NZD	171,000 E	(97)	9/21/18	3 month NZD- BBR-FRA	2.25%	426

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SEK	106,621,000 E	(186,298)	9/21/26	3 month SEK-STIBOR-SIDE	1.10%	348,078
SEK	98,380,000 E	(171,317)	9/21/21	3 month SEK-STIBOR-SIDE	0.30%	23,445
<b>Total</b>		<b>\$817,915</b>				<b>\$(84,613)</b>

E

Extended effective date.

**OTC TOTAL RETURN SWAP CONTRACTS OUTSTANDING at 7/31/16**

Swap counterparty/ Notional amount	Upfront premium received (paid)	Termination date	Payments received (paid) by fund per annum	Total return received by or paid by fund	Unrealized appreciation/ (depreciation)
<b>Barclays Bank PLC</b> \$853,033	\$—	1/12/42	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	\$1,630
307,154	—	1/12/40	4.00% (1 month USD-LIBOR)	Synthetic MBX Index 4.00% 30 year Fannie Mae pools	273
722,807	—	1/12/39	6.00% (1 month USD-LIBOR)	Synthetic TRS Index 6.00% 30 year Fannie Mae pools	1,566
743,330	—	1/12/40	4.00% (1 month USD-LIBOR)	Synthetic MBX Index 4.00% 30 year Fannie Mae pools	660
91,790	—	1/12/38	6.50% (1 month USD-LIBOR)	Synthetic TRS Index 6.50% 30 year Fannie Mae pools	222
391,769	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic MBX Index 5.00% 30 year Ginnie	(367)

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Mae II pools

1,811,527	—	1/12/40	4.00% (1 month USD-LIBOR)	Synthetic MBX Index 4.00% 30 year Fannie Mae pools	1,609
2,548,034	—	1/12/40	4.50% (1 month USD-LIBOR)	Synthetic MBX Index 4.50% 30 year Fannie Mae pools	2,920
856,703	—	1/12/39	(6.00%) 1 month USD-LIBOR	Synthetic MBX Index 6.00% 30 year Fannie Mae pools	(1,513)

Premier Income Trust 65

**OTC TOTAL RETURN SWAP CONTRACTS OUTSTANDING at 7/31/16** *cont.*

Swap counterparty/ Notional amount	Upfront premium received (paid)	Termination date	Payments received (paid) by fund per annum	Total return received by or paid by fund	Unrealized appreciation/ (depreciation)
<b>Barclays Bank PLC</b> <i>cont.</i>					
\$1,180,179	\$—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic TRS Index 5.00% 30 year Ginnie Mae II pools	\$2,135
710,446	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic TRS Index 5.00% 30 year Ginnie Mae II pools	1,285
900,970	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic TRS Index 5.00% 30 year Ginnie Mae II pools	1,630
1,358,789	—	1/12/38	6.50% (1 month USD-LIBOR)	Synthetic TRS Index 6.50% 30 year Fannie Mae pools	3,287

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	194,983	—	1/12/38	6.50% (1 month USD-LIBOR)	Synthetic TRS Index 6.50% 30 year Fannie Mae pools	472
	3,264,790	—	1/12/41	(5.00%) 1 month USD-LIBOR	Synthetic TRS Index 5.00% 30 year Fannie Mae pools	(4,884)
	1,269,160	—	1/12/43	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	2,291
	4,535,239	—	1/12/41	(4.00%) 1 month USD-LIBOR	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	(7,959)
	6,085,952	—	1/12/39	(5.50%) 1 month USD-LIBOR	Synthetic MBX Index 5.50% 30 year Fannie Mae pools	(9,196)
	4,029,234	—	1/12/40	5.00% (1 month USD-LIBOR)	Synthetic MBX Index 5.00% 30 year Fannie Mae pools	(2,520)
	24,337,899	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic MBX Index 5.00% 30 year Fannie Mae pools	(3,826)
	14,030,022	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(48,148)
EUR	6,626,000	—	9/15/17	(0.4975%)	Eurostat Eurozone HICP excluding tobacco	(40,002)
EUR	3,313,000	—	9/15/17	(0.46%)	Eurostat Eurozone HICP excluding tobacco	(17,186)

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EUR	4,713,000	—	9/15/17	(0.435%)	Eurostat Eurozone HICP excluding tobacco	(21,814)
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66 Premier Income Trust

**OTC TOTAL RETURN SWAP CONTRACTS OUTSTANDING at 7/31/16** *cont.*

Swap counterparty/ Notional amount	Upfront premium received (paid)	Termination date	Payments received (paid) by fund per annum	Total return received by or paid by fund	Unrealized appreciation/ (depreciation)
<b>Citibank, N.A.</b>					
\$1,432,488	\$—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic MBX Index 5.00% 30 year Fannie Mae pools	\$(225)
3,259,358	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic MBX Index 5.00% 30 year Fannie Mae pools	(512)
497,867	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic MBX Index 5.00% 30 year Fannie Mae pools	(78)
<b>Credit Suisse International</b>					
1,086,453	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic MBX Index 5.00% 30 year Fannie Mae pools	(171)
1,031,927	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(3,541)
1,883,559	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic TRS Index 5.00% 30 year Ginnie Mae II pools	3,407

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1,998,801	—	1/12/41	(5.00%) 1 month USD-LIBOR	Synthetic TRS Index 5.00% 30 year Fannie Mae pools	(2,990)
2,193,820	—	1/12/41	(5.00%) 1 month USD-LIBOR	Synthetic TRS Index 5.00% 30 year Fannie Mae pools	(3,282)
2,011,469	—	1/12/41	5.00% (1 month USD-LIBOR)	Synthetic MBX Index 5.00% 30 year Ginnie Mae II pools	3,639
1,165,502	—	1/12/41	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	2,045
93,410	—	1/12/41	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	164
88,883	—	1/12/44	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	133
779,872	—	1/12/44	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	1,164
1,493,869	—	1/12/43	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	2,697
411,668	—	1/12/43	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	743

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**OTC TOTAL RETURN SWAP CONTRACTS OUTSTANDING at 7/31/16** *cont.*

<b>Swap counterparty/ Notional amount</b>	<b>Upfront premium received (paid)</b>	<b>Termination date</b>	<b>Payments received (paid) by fund per annum</b>	<b>Total return received by or paid by fund</b>	<b>Unrealized appreciation/ (depreciation)</b>
<b>Credit Suisse International</b> <i>cont.</i>					
\$235,496	\$—	1/12/43	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	\$425
6,760,804	—	1/12/45	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	10,831
2,424,374	—	1/12/45	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	3,884
2,411,998	—	1/12/45	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	4,369
4,059,697	—	1/12/41	(4.00%) 1 month USD-LIBOR	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	(7,125)
<b>Deutsche Bank AG</b>					
1,031,927	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(3,541)
<b>Goldman Sachs International</b>					
1,054,863	—	1/12/39	6.00% (1 month USD-LIBOR)	Synthetic TRS Index 6.00% 30 year Fannie Mae pools	2,286
427,476	—	1/12/38	6.50% (1 month USD-LIBOR)	Synthetic TRS Index 6.50% 30 year Fannie Mae pools	1,034



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2,116,515	—	1/12/42	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	4,043
2,116,515	—	1/12/42	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	4,043
653,622	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(2,243)
245,547	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(843)
506,415	—	1/12/39	6.00% (1 month USD-LIBOR)	Synthetic TRS Index 6.00% 30 year Fannie Mae pools	1,097
76,165	—	1/12/39	6.00% (1 month USD-LIBOR)	Synthetic TRS Index 6.00% 30 year Fannie Mae pools	165
1,362,872	—	1/12/40	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	2,820

68 Premier Income Trust

**OTC TOTAL RETURN SWAP CONTRACTS OUTSTANDING at 7/31/16 cont.**

Swap counterparty/ Notional amount	Upfront premium received (paid)	Termination date	Payments received (paid) by fund per annum	Total return received by or paid by fund	Unrealized appreciation/ (depreciation)
<b>Goldman Sachs International cont.</b>					
\$509,505	\$—	1/12/39	6.00% (1 month	Synthetic TRS Index	\$1,104

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			USD-LIBOR)	6.00% 30 year Fannie Mae pools	
1,018,959	—	1/12/39	6.00% (1 month USD-LIBOR)	Synthetic TRS Index 6.00% 30 year Fannie Mae pools	2,208
30,751	—	1/12/38	6.50% (1 month USD-LIBOR)	Synthetic TRS Index 6.50% 30 year Fannie Mae pools	74
460,755	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(1,581)
895,454	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(3,073)
552,855	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(1,897)
42,361	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(145)
112,996	—	1/12/38	(6.50%) 1 month USD-LIBOR	Synthetic MBX Index 6.50% 30 year Fannie Mae pools	(388)
4,817,530	—	1/12/42	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	9,203
4,169,149	—	1/12/42	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	7,964
3,377,015	—	1/12/41	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie	5,927

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Mae pools

3,129,255	—	1/12/41	(5.00%) 1 month USD-LIBOR	Synthetic TRS Index 5.00% 30 year Fannie Mae pools	(4,681)
3,768,905	—	1/12/44	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	5,625
2,985,449	—	1/12/44	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	4,455
1,575,514	—	1/12/44	3.50% (1 month USD-LIBOR)	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	2,351
2,405,757	—	1/12/45	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	3,854

Premier Income Trust 69

**OTC TOTAL RETURN SWAP CONTRACTS OUTSTANDING at 7/31/16** *cont.*

Swap counterparty/ Notional amount	Upfront premium received (paid)	Termination date	Payments received (paid) by fund per annum	Total return received by or paid by fund	Unrealized appreciation/ (depreciation)
<b>Goldman Sachs International</b> <i>cont.</i>					
\$2,557,495	\$—	1/12/43	(3.50%) 1 month USD-LIBOR	Synthetic TRS Index 3.50% 30 year Fannie Mae pools	\$(4,617)
8,427,388	(11,193)	1/12/45	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	1,389

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EUR	23,854,000	—	8/10/17	(0.63%)	Eurostat Eurozone HICP excluding tobacco	(228,018)
EUR	7,876,000	—	8/11/17	(0.63%)	Eurostat Eurozone HICP excluding tobacco	(75,286)
EUR	6,626,000	—	8/31/17	(0.27%)	Eurostat Eurozone HICP excluding tobacco	(9,482)
EUR	6,626,000	—	9/1/17	(0.37%)	Eurostat Eurozone HICP excluding tobacco	(20,964)
EUR	6,626,000	—	9/10/20	(0.7975%)	Eurostat Eurozone HICP excluding tobacco	(106,303)
EUR	3,884,000	—	1/26/21	(0.75%)	Eurostat Eurozone HICP excluding tobacco	(36,818)
<b>JPMorgan Chase Bank N.A.</b>						
	\$6,270,906	—	1/12/41	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	11,005
	3,638,442	—	1/12/41	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	6,385
	1,209,478	—	1/12/41	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	2,123
	3,377,318	—	1/12/41	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	5,927

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	3,129,255	—	1/12/41	(5.00%) 1 month USD-LIBOR	Synthetic TRS Index 5.00% 30 year Fannie Mae pools	(4,681)
EUR	3,313,000	—	9/4/20	(0.8675%)	Eurostat Eurozone HICP excluding tobacco	(68,338)
EUR	3,313,000	—	9/7/20	(0.85%)	Eurostat Eurozone HICP excluding tobacco	(64,893)

70 Premier Income Trust

**OTC TOTAL RETURN SWAP CONTRACTS OUTSTANDING at 7/31/16 cont.**

Swap counterparty/ Notional amount	Upfront premium received (paid)	Termination date	Payments received (paid) by fund per annum	Total return received by or paid by fund	Unrealized appreciation/ (depreciation)	
<b>JPMorgan Chase Bank N.A. cont.</b>						
EUR	4,155,000	\$—	1/27/21	(0.755%)	Eurostat Eurozone HICP excluding tobacco	\$(40,609)
EUR	3,418,000	—	1/26/21	(0.75%)	Eurostat Eurozone HICP excluding tobacco	(32,401)
<b>JPMorgan Securities LLC</b>						
	\$3,793,127	(27,263)	1/12/44	4.00% (1 month USD-LIBOR)	Synthetic TRS Index 4.00% 30 year Fannie Mae pools	(19,470)
<b>Total</b>		<b>\$(38,456)</b>				<b>\$(767,048)</b>

**OTC CREDIT DEFAULT CONTRACTS OUTSTANDING at  
7/31/16**

<b>Swap counterparty/ Referenced debt*</b>	<b>Rating***</b>	<b>Upfront premium received (paid)**</b>	<b>Notional amount</b>	<b>Termi- nation date</b>	<b>Payments received (paid) by fund per annum</b>	<b>Unrealized appreciation/ (depreciation)</b>
<b>Bank of America N.A.</b>						
CMBX NA BBB- Index	BBB-/P	\$9,980	\$146,000	5/11/63	300 bp	\$2,940
CMBX NA BBB- Index	BBB-/P	19,586	325,000	5/11/63	300 bp	3,915
CMBX NA BBB- Index	BBB-/P	40,127	650,000	5/11/63	300 bp	8,787
CMBX NA BBB- Index	BBB-/P	38,247	671,000	5/11/63	300 bp	5,894
<b>Credit Suisse International</b>						
CMBX NA BB Index	—	(156,621)	1,116,000	1/17/47	(500 bp)	9,583
CMBX NA BB Index	—	(104,332)	5,911,000	5/11/63	(500 bp)	507,621
CMBX NA BB Index	—	(3,146)	324,000	1/17/47	(500 bp)	45,107
CMBX NA BBB- Index	BBB-/P	22,063	246,000	5/11/63	300 bp	10,202
CMBX NA BBB- Index	BBB-/P	15,055	1,040,000	5/11/63	300 bp	(35,091)
CMBX NA BBB- Index	BBB-/P	19,307	1,470,000	5/11/63	300 bp	(51,572)
CMBX NA BBB- Index	BBB-/P	33,925	355,000	1/17/47	300 bp	9,388
CMBX NA BBB- Index	BBB-/P	46,627	442,000	1/17/47	300 bp	16,078

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CMBX NA	BBB-/P	55,792	526,000	1/17/47	300 bp	19,436
BBB- Index						

Premier Income Trust 71

**OTC CREDIT DEFAULT CONTRACTS OUTSTANDING at 7/31/16**

*cont.*

Swap counterparty/ Referenced debt*	Rating***	Upfront premium received (paid)**	Notional amount	Termination date	Payments received (paid) by fund per annum	Unrealized appreciation/ (depreciation)
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**Credit Suisse International** *cont.*

CMBX NA	BBB-/P	\$203,915	\$2,030,000	1/17/47	300 bp	\$63,608
BBB- Index						

CMBX NA	BBB-/P	248,751	6,989,000	1/17/47	300 bp	(234,305)
BBB- Index						

CMBX NA	BBB-/P	773,422	10,353,000	1/17/47	300 bp	57,857
BBB- Index						

CMBX NA	BBB-/P	853,538	24,884,000	1/17/47	300 bp	(866,361)
BBB- Index						

**Goldman Sachs International**

CMBX NA BB Index	—	(266,285)	2,603,000	5/11/63	(500 bp)	4,283
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CMBX NA BB Index	—	(71,729)	474,000	1/17/47	(500 bp)	(1,006)
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CMBX NA	BBB-/P	1,834	68,000	1/17/47	300 bp	(2,866)
BBB- Index						

CMBX NA	BBB-/P	1,683	169,000	1/17/47	300 bp	(9,998)
BBB- Index						

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CMBX NA BBB- Index	BBB-/P	678	190,000	1/17/47	300 bp	(12,454)
CMBX NA BBB- Index	BBB-/P	681	191,000	1/17/47	300 bp	(12,520)
CMBX NA BBB- Index	BBB-/P	1,714	401,000	1/17/47	300 bp	(26,002)
CMBX NA BBB- Index	BBB-/P	1,430	401,000	1/17/47	300 bp	(26,286)
CMBX NA BBB- Index	BBB-/P	1,430	401,000	1/17/47	300 bp	(26,286)
CMBX NA BBB- Index	BBB-/P	2,668	680,000	1/17/47	300 bp	(44,332)
CMBX NA BBB- Index	BBB-/P	93,617	1,935,000	5/11/63	300 bp	(328)
CMBX NA BBB- Index	BBB-/P	14,507	349,000	1/17/47	300 bp	(9,614)
CMBX NA BBB- Index	BBB-/P	17,607	408,000	1/17/47	300 bp	(10,593)
CMBX NA BBB- Index	BBB-/P	16,424	408,000	1/17/47	300 bp	(11,776)
CMBX NA BBB- Index	BBB-/P	16,424	408,000	1/17/47	300 bp	(11,776)
CMBX NA BBB- Index	BBB-/P	9,570	454,000	1/17/47	300 bp	(21,809)
CMBX NA BBB- Index	BBB-/P	13,682	457,000	1/17/47	300 bp	(17,904)



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72 Premier Income Trust

**OTC CREDIT DEFAULT CONTRACTS OUTSTANDING at 7/31/16**

*cont.*

<b>Swap counterparty/ Referenced debt*</b>	<b>Rating***</b>	<b>Upfront premium received (paid)**</b>	<b>Notional amount</b>	<b>Termi- nation date</b>	<b>Payments received (paid) by fund per annum</b>	<b>Unrealized appreciation/ (depreciation)</b>
<b>Goldman Sachs International</b> <i>cont.</i>						
CMBX NA BBB- Index	BBB-/P	\$23,756	\$575,000	1/17/47	300 bp	\$(15,986)
CMBX NA BBB- Index	BBB-/P	89,605	646,000	1/17/47	300 bp	44,956
CMBX NA BBB- Index	BBB-/P	21,210	700,000	1/17/47	300 bp	(27,171)
CMBX NA BBB- Index	BBB-/P	25,565	863,000	1/17/47	300 bp	(34,082)
CMBX NA BBB- Index	BBB-/P	243,350	1,223,000	1/17/47	300 bp	158,820
CMBX NA BBB- Index	BBB-/P	45,151	1,417,000	1/17/47	300 bp	(52,788)
CMBX NA BBB- Index	BBB-/P	66,630	2,152,000	1/17/47	300 bp	(82,109)
<b>JPMorgan Securities LLC</b>						
CMBX NA BBB- Index	BBB-/P	3,348	132,000	1/17/47	300 bp	(5,776)
CMBX NA BBB- Index	BBB-/P	22,785	432,000	1/17/47	300 bp	(7,074)
CMBX NA	BBB-/P	25,838	467,000	1/17/47	300 bp	(6,439)

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BBB- Index

CMBX NA	BBB-/P	24,808	949,000	1/17/47	300 bp	(40,781)
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BBB- Index

<b>Total</b>		<b>\$2,564,217</b>				<b>\$(736,610)</b>
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\*Payments related to the referenced debt are made upon a credit default event.

\*\*Upfront premium is based on the difference between the original spread on issue and the market spread on day of execution.

\*\*\*Ratings are presented for credit default contracts in which the fund has sold protection on the underlying referenced debt. Ratings for an underlying index represent the average of the ratings of all the securities included in that index. The Moody's, Standard & Poor's or Fitch ratings are believed to be the most recent ratings available at July 31, 2016. Securities rated by Putnam are indicated by "/P." The Putnam rating categories are comparable to the Standard & Poor's classifications.

Premier Income Trust 73

ASC 820 establishes a three-level hierarchy for disclosure of fair value measurements. The valuation hierarchy is based upon the transparency of inputs to the valuation of the fund's investments. The three levels are defined as follows:

Level 1: Valuations based on quoted prices for identical securities in active markets.

Level 2: Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

Level 3: Valuations based on inputs that are unobservable and significant to the fair value measurement.

The following is a summary of the inputs used to value the fund's net assets as of the close of the reporting period:

Investments in securities:	Valuation inputs		
	Level 1	Level 2	Level 3
Common stocks*:			
Consumer cyclicals	\$---	\$---	\$23,241
Energy	---	---	460
<b>Total common stocks</b>	---	---	<b>23,701</b>
Convertible bonds and notes	---	331,565	---
Corporate bonds and notes	---	203,806,265	10
Foreign government and agency bonds and notes	---	53,726,469	---

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Mortgage-backed securities	---	283,074,574	723,206
Preferred stocks	413,456	---	---
Purchased options outstanding	---	514,956	---
Purchased swap options outstanding	---	367,156	---
Senior loans	---	11,218,621	---
U.S. government and agency mortgage obligations	---	516,049,098	---
U.S. treasury obligations	---	408,929	---
Short-term investments	10,756,872	15,443,628	---
<b>Totals by level</b>	<b>\$11,170,328</b>	<b>\$1,084,941,261</b>	<b>\$746,917</b>

**Valuation inputs**

<b>Other financial instruments:</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
Forward currency contracts	\$---	\$2,681,124	\$---
Futures contracts	(442,300)	---	---
Written options outstanding	---	(262,492)	---
Written swap options outstanding	---	(2,896,500)	---
TBA sale commitments	---	(294,994,217)	---
Interest rate swap contracts	---	(913,767)	---
Total return swap contracts	---	(728,592)	---
Credit default contracts	---	(3,300,827)	---
<b>Totals by level</b>	<b>\$(442,300)</b>	<b>\$(300,415,271)</b>	<b>\$---</b>

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\* Common stock classifications are presented at the sector level, which may differ from the fund's portfolio presentation.

During the reporting period, transfers between Level 1 and Level 2 within the fair value hierarchy, if any (other than certain transfers involving non-U.S. equity securities as described in Note 1), did not represent, in the aggregate, more than 1% of the fund's net assets measured as of the end of the period. Transfers are accounted for using the end of period pricing valuation method.

74 Premier Income Trust

The following is a reconciliation of Level 3 assets as of the close of the reporting period:

Investments in securities:	Balance as of 7/31/15	Accrued discounts/ premiums	Realized gain/ (loss)	Change in net unrealized appreciation/ (deprecia- tion) #	Cost of purchases	Proceeds from sales	Total transfers into Level 3†	Total transfers out of Level 3†
Common stocks*:								
Consumer cyclicals	\$23,241	\$---	\$---	\$---	\$---	\$---	\$---	\$---
Energy	1,836	---	---	(1,376)	---	---	---	---
<b>Total common stocks</b>	<b>\$25,077</b>	<b>\$---</b>	<b>\$---</b>	<b>\$(1,376)</b>	<b>\$---</b>	<b>\$---</b>	<b>\$---</b>	<b>\$---</b>
Corporate bonds and notes	\$13	---	---	(3)	---	---	---	---
Mortgage- backed securities	\$7,399,831	(344,942)	(149,675)	(314,861)	54,646	(2,305,588)	648,006	(4,264,211)
<b>Totals</b>	<b>\$7,424,921</b>	<b>\$(344,942)</b>	<b>\$(149,675)</b>	<b>\$(316,240)</b>	<b>\$54,646</b>	<b>\$(2,305,588)</b>	<b>\$648,006</b>	<b>\$(4,264,211)</b>

\* Common stock classifications are presented at the sector level, which may differ from the fund's portfolio presentation.

† Transfers during the reporting period are accounted for using the end of period market value and did not represent, in the aggregate, more than 1% of the fund's net assets measured as of the end of the period.

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# Includes (\$1,376) related to Level 3 securities still held at period end. Total change in unrealized appreciation/ (depreciation) for securities (including Level 1 and Level 2) can be found in the Statement of operations.

Level 3 securities which are fair valued by Putnam Management, are not material to the fund.

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

Premier Income Trust 75

### Statement of assets and liabilities 7/31/16

#### ASSETS

Investment in securities, at value (Note 1):	
Unaffiliated issuers (identified cost \$1,115,879,670)	\$1,086,242,634
Affiliated issuers (identified cost \$10,615,872) (Notes 1 and 5)	10,615,872
<hr/>	
Cash	1,698,471
<hr/>	
Foreign currency (cost \$1,449) (Note 1)	1,449
<hr/>	
Dividends, interest and other receivables	8,312,035
<hr/>	
Receivable for investments sold	3,333,344
<hr/>	
Receivable for sales of delayed delivery securities (Note 1)	198,422,318
<hr/>	
Receivable for variation margin (Note 1)	7,027,109
<hr/>	
Unrealized appreciation on forward currency contracts (Note 1)	5,085,081
<hr/>	
Unrealized appreciation on OTC swap contracts (Note 1)	1,107,038
<hr/>	
Premium paid on OTC swap contracts (Note 1)	640,569
<hr/>	
<b>Total assets</b>	<b>1,322,485,920</b>

#### LIABILITIES

Payable for investments purchased	5,190,212
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Payable for purchases of delayed delivery securities (Note 1)	420,182,259
Payable for shares of the fund repurchased	416,314
Payable for compensation of Manager (Note 2)	1,075,028
Payable for custodian fees (Note 2)	52,205
Payable for investor servicing fees (Note 2)	48,262
Payable for Trustee compensation and expenses (Note 2)	284,396
Payable for administrative services (Note 2)	2,234
Payable for variation margin (Note 1)	7,939,245
Distributions payable to shareholders	2,854,827
Unrealized depreciation on OTC swap contracts (Note 1)	2,621,935
Premium received on OTC swap contracts (Note 1)	3,166,330
Unrealized depreciation on forward currency contracts (Note 1)	2,403,957
Written options outstanding, at value (premiums \$7,396,504) (Notes 1 and 3)	3,158,992
TBA sale commitments, at value (proceeds receivable \$294,722,500) (Note 1)	294,994,217
Collateral on certain derivative contracts, at value (Note 1)	549,929
Other accrued expenses	309,765
<b>Total liabilities</b>	<b>745,250,107</b>
<b>Net assets</b>	<b>\$577,235,813</b>

(Continued on next page)

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**Statement of assets and liabilities** (Continued)

**REPRESENTED BY**

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Paid-in capital (Unlimited shares authorized) (Notes 1 and 4)	\$872,216,469
Undistributed net investment income (Note 1)	1,282,812
Accumulated net realized loss on investments and foreign currency transactions (Note 1)	(271,229,681)
Net unrealized depreciation of investments and assets and liabilities in foreign currencies	(25,033,787)
<b>Total — Representing net assets applicable to capital shares outstanding</b>	<b>\$577,235,813</b>

**COMPUTATION OF NET ASSET VALUE**

**Net asset value per share**

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(\$577,235,813 divided by 109,420,660 shares)	\$5.28
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The accompanying notes are an integral part of these financial statements.

Premier Income Trust 77

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**Statement of operations** Year ended 7/31/16

**INVESTMENT INCOME**

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Interest (net of foreign tax of \$3,960 ) (including interest income of \$63,013 from investments in affiliated issuers) (Note 5)	\$40,310,454
Dividends	56,168
<b>Total investment income</b>	<b>40,366,622</b>

**EXPENSES**

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Compensation of Manager (Note 2)	4,433,850
Investor servicing fees (Note 2)	303,419
Custodian fees (Note 2)	136,623
Trustee compensation and expenses (Note 2)	48,955
Administrative services (Note 2)	16,420
Other	601,123
<b>Total expenses</b>	<b>5,540,390</b>
Expense reduction (Note 2)	(187)
<b>Net expenses</b>	<b>5,540,203</b>
<b>Net investment income</b>	<b>34,826,419</b>
Net realized loss on investments (Notes 1 and 3)	(28,677,973)
Net increase from payments by affiliates (Note 2)	1,502
Net realized loss on swap contracts (Note 1)	(38,317,951)
Net realized gain on futures contracts (Note 1)	522,403
Net realized loss on foreign currency transactions (Note 1)	(5,127,705)
Net realized gain on written options (Notes 1 and 3)	19,734,430
Net unrealized appreciation of assets and liabilities in foreign currencies during the year	1,899,283
Net unrealized depreciation of investments, futures contracts, swap contracts, written options, and TBA sale commitments during the year	(4,724,880)
<b>Net loss on investments</b>	<b>(54,690,891)</b>
<b>Net decrease in net assets resulting from operations</b>	<b>\$(19,864,472)</b>



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

78 Premier Income Trust

**Statement of changes in net assets**

<b>DECREASE IN NET ASSETS</b>	<b>Year ended 7/31/16</b>	<b>Year ended 7/31/15</b>
<b>Operations:</b>		
Net investment income	\$34,826,419	\$34,045,484
Net realized gain (loss) on investments and foreign currency transactions	(51,865,294)	10,880,728
Net unrealized depreciation of investments and assets and liabilities in foreign currencies	(2,825,597)	(70,117,624)
<b>Net decrease in net assets resulting from operations</b>	<b>(19,864,472)</b>	<b>(25,191,412)</b>
Distributions to shareholders (Note 1):		
From ordinary income		
Net investment income	(35,145,808)	(37,829,741)
Decrease from shares repurchased (Note 4)	(37,648,101)	(42,902,048)
<b>Total decrease in net assets</b>	<b>(92,658,381)</b>	<b>(105,923,201)</b>
<b>NET ASSETS</b>		
Beginning of year	669,894,194	775,817,395
<b>End of year</b> (including undistributed net investment income of \$1,282,812 and \$20,901,416, respectively)	<b>\$577,235,813</b>	<b>\$669,894,194</b>
<b>NUMBER OF FUND SHARES</b>		
Shares outstanding at beginning of year	117,160,420	125,224,458

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Shares repurchased (Note 4)	(7,739,760)	(8,064,038)
Shares outstanding at end of year	109,420,660	117,160,420

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

Premier Income Trust 79

**Financial highlights** (For a common share outstanding throughout the period)

**PER-SHARE OPERATING PERFORMANCE**

	Year ended				
	7/31/16	7/31/15	7/31/14	7/31/13	7/31/12
<b>Net asset value, beginning of period</b>	<b>\$5.72</b>	<b>\$6.20</b>	<b>\$5.96</b>	<b>\$5.76</b>	<b>\$6.17</b>
<i>Investment operations:</i>					
Net investment income <b>a</b>	.31	.28	.32	.32	.27
Net realized and unrealized gain (loss) on investments	(.48)	(.49)	.17	.19	(.28)
<b>Total from investment operations</b>	<b>(.17)</b>	<b>(.21)</b>	<b>.49</b>	<b>.51</b>	<b>(.01)</b>
<i>Less distributions:</i>					
From net investment income	(.31)	(.31)	(.31)	(.33)	(.34)
From return of capital	—	—	—	—	(.06)
<b>Total distributions</b>	<b>(.31)</b>	<b>(.31)</b>	<b>(.31)</b>	<b>(.33)</b>	<b>(.40)</b>
<b>Increase from shares repurchased</b>	<b>.04</b>	<b>.04</b>	<b>.06</b>	<b>.02</b>	—
<b>Net asset value, end of period</b>	<b>\$5.28</b>	<b>\$5.72</b>	<b>\$6.20</b>	<b>\$5.96</b>	<b>\$5.76</b>
<b>Market price, end of period</b>	<b>\$4.72</b>	<b>\$5.10</b>	<b>\$5.47</b>	<b>\$5.25</b>	<b>\$5.63</b>

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<b>Total return at market price (%) <sup>b</sup></b>	<b>(1.31)</b>	<b>(1.14)</b>	<b>10.29</b>	<b>(1.06)</b>	<b>(0.63)</b>
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**RATIOS AND SUPPLEMENTAL DATA**

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<b>Net assets, end of period (in thousands)</b>	<b>\$577,236</b>	<b>\$669,894</b>	<b>\$775,817</b>	<b>\$825,433</b>	<b>\$818,077</b>
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Ratio of expenses to average net assets (%) <sup>c</sup>	.91	.87	.90	.86	.88
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Ratio of net investment income to average net assets (%)	5.75	4.74	5.23	5.49	4.80
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Portfolio turnover (%)	808 <sup>d</sup>	654 <sup>d</sup>	189 <sup>e</sup>	215 <sup>e</sup>	153 <sup>e</sup>
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<sup>a</sup> Per share net investment income has been determined on the basis of the weighted average number of shares outstanding during the period.

<sup>b</sup> Total return assumes dividend reinvestment.

<sup>c</sup> Includes amounts paid through expense offset arrangements, if any (Note 2).

<sup>d</sup> Portfolio turnover includes TBA purchase and sale commitments.

<sup>e</sup> Portfolio turnover excludes TBA purchase and sales commitments. Including TBA purchase and sale commitments to conform with current year presentation, the portfolio turnover would have been the following:

	<b>Portfolio turnover %</b>
July 31, 2014	485%
July 31, 2013	586
July 31, 2012	458

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

**Notes to financial statements 7/31/16**

Within the following Notes to financial statements, references to “State Street” represent State Street Bank and Trust Company, references to “the SEC” represent the Securities and Exchange Commission, references to “Putnam Management” represent Putnam Investment Management, LLC, the fund’s manager, an indirect wholly-owned subsidiary of Putnam Investments, LLC and references to “OTC”, if any, represent over-the-counter. Unless otherwise noted, the “reporting period” represents the period from August 1, 2015 through July 31, 2016.

Putnam Premier Income Trust (the fund) is a non-diversified Massachusetts business trust, which is registered under the Investment Company Act of 1940, as amended, as a closed-end management investment company. The fund is currently operating as a diversified fund. In the future, the fund may operate as a non-diversified fund to the extent permitted by applicable law. Under current law, shareholder approval would be required before the fund could operate as a non-diversified fund. The goal of the fund is to seek high current income consistent with the preservation of capital by allocating its investments among the U.S. government sector, high yield sector and international sector of the fixed-income securities market.

The fund’s shares trade on a stock exchange at market prices, which may be lower than the fund’s net asset value.

In the normal course of business, the fund enters into contracts that may include agreements to indemnify another party under given circumstances. The fund’s maximum exposure under these arrangements is unknown as this would involve future claims that may be, but have not yet been, made against the fund. However, the fund’s management team expects the risk of material loss to be remote.

The fund has entered into contractual arrangements with an investment adviser, administrator, transfer agent and custodian, who each provide services to the fund. Unless expressly stated otherwise, shareholders are not parties to, or intended beneficiaries of these contractual arrangements, and these contractual arrangements are not intended to create any shareholder right to enforce them against the service providers or to seek any remedy under them against the service providers, either directly or on behalf of the fund.

Under the fund’s Declaration of Trust, any claims asserted against or on behalf of the Putnam Funds, including claims against Trustees and Officers, must be brought in state and federal courts located within the Commonwealth of Massachusetts.

**Note 1: Significant accounting policies**

The following is a summary of significant accounting policies consistently followed by the fund in the preparation of its financial statements. The preparation of financial statements is in conformity with accounting principles generally accepted in the United States of America and requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities in the financial statements and the reported amounts of increases and decreases in net assets from operations. Actual results could differ from those estimates. Subsequent events after the Statement of assets and liabilities date through the date that the financial statements were issued have been evaluated in the preparation of the financial statements.

**Security valuation** Portfolio securities and other investments are valued using policies and procedures adopted by the Board of Trustees. The Trustees have formed a Pricing Committee to oversee the implementation of these procedures and have delegated responsibility for valuing the fund’s assets in accordance with these procedures to Putnam Management. Putnam Management has established an internal Valuation Committee that is responsible for making fair value determinations, evaluating the effectiveness of the pricing policies of the fund and reporting to the Pricing Committee.

Investments for which market quotations are readily available are valued at the last reported sales price on their principal exchange, or official closing price for certain markets, and are classified as Level 1 securities under Accounting Standards Codification 820 *Fair Value Measurements and Disclosures* (ASC 820). If no sales are reported, as in the case of some securities that are traded OTC, a security is valued at its last reported bid price and is generally categorized as a Level 2 security.

Investments in open-end investment companies (excluding exchange-traded funds), if any, which can be classified as Level 1 or Level 2 securities, are valued based on their net asset value. The net asset value of such investment companies equals the total value of their assets less their liabilities and divided by the number of their outstanding shares.

Market quotations are not considered to be readily available for certain debt obligations (including short-term investments with remaining maturities of 60 days or less) and other investments; such investments are valued on

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the basis of valuations furnished by an independent pricing service approved by the Trustees or dealers selected by Putnam Management. Such services or dealers determine valuations for normal institutional-size trading units of such securities using methods based on market transactions for comparable securities and various relationships, generally recognized by institutional traders, between securities (which consider such factors as security prices, yields, maturities and ratings). These securities will generally be categorized as Level 2.

Many securities markets and exchanges outside the U.S. close prior to the scheduled close of the New York Stock Exchange and therefore the closing prices for securities in such markets or on such exchanges may not fully reflect events that occur after such close but before the scheduled close of the New York Stock Exchange. Accordingly, on certain days, the fund will fair value foreign equity securities taking into account multiple factors including movements in the U.S. securities markets, currency valuations and comparisons to the valuation of American Depository Receipts, exchange-traded funds and futures contracts. These securities, which would generally be classified as Level 1 securities, will be transferred to Level 2 of the fair value hierarchy when they are valued at fair value. The number of days on which fair value prices will be used will depend on market activity and it is possible that fair value prices will be used by the fund to a significant extent. Securities quoted in foreign currencies, if any, are translated into U.S. dollars at the current exchange rate.

To the extent a pricing service or dealer is unable to value a security or provides a valuation that Putnam Management does not believe accurately reflects the security's fair value, the security will be valued at fair value by Putnam Management in accordance with policies and procedures approved by the Trustees. Certain investments, including certain restricted and illiquid securities and derivatives, are also valued at fair value following procedures approved by the Trustees. These valuations consider such factors as significant market or specific security events such as interest rate or credit quality changes, various relationships with other securities, discount rates, U.S. Treasury, U.S. swap and credit yields, index levels, convexity exposures, recovery rates, sales and other multiples and resale restrictions. These securities are classified as Level 2 or as Level 3 depending on the priority of the significant inputs.

To assess the continuing appropriateness of fair valuations, the Valuation Committee reviews and affirms the reasonableness of such valuations on a regular basis after considering all relevant information that is reasonably available. Such valuations and procedures are reviewed periodically by the Trustees. Certain securities may be valued on the basis of a price provided by a single source. The fair value of securities is generally determined as the amount that the fund could reasonably expect to realize from an orderly disposition of such securities over a reasonable period of time. By its nature, a fair value price is a good faith estimate of the value of a security in a current sale and does not reflect an actual market price, which may be different by a material amount.

**Security transactions and related investment income** Security transactions are recorded on the trade date (the date the order to buy or sell is executed). Gains or losses on securities sold are determined on the identified cost basis.

Interest income, net of any applicable withholding taxes, is recorded on the accrual basis. Dividend income, net of any applicable withholding taxes, is recognized on the ex-dividend date except that certain dividends from foreign securities, if any, are recognized as soon as the fund is informed of the ex-dividend date. Non-cash dividends, if any, are recorded at the fair value of the securities received. Dividends representing a return of capital or capital gains, if any, are reflected as a reduction of cost and/or as a realized gain. All premiums/discounts are amortized/accreted on a yield-to-maturity basis.

The fund earned certain fees in connection with its senior loan purchasing activities. These fees are treated as market discount and are amortized into income in the Statement of operations.

Securities purchased or sold on a delayed delivery basis may be settled at a future date beyond customary settlement time; interest income is accrued based on the terms of the securities. Losses may arise due to changes in the fair value of the underlying securities or if the counterparty does not perform under the contract.

**Stripped securities** The fund may invest in stripped securities which represent a participation in securities that may be structured in classes with rights to receive different portions of the interest and principal. Interest-only securities receive all of the interest and principal-only securities receive all of the principal. If the interest-only securities experience greater than anticipated prepayments of principal, the fund may fail to recoup fully its initial investment in these securities. Conversely, principal-only securities increase in value if prepayments are greater than anticipated and decline if prepayments are slower than anticipated. The fair value of these securities is highly sensitive to changes in interest rates.

**Foreign currency translation** The accounting records of the fund are maintained in U.S. dollars. The fair value of foreign securities, currency holdings, and other assets and liabilities is recorded in the books and records of the fund after translation to U.S. dollars based on the exchange rates on that day. The cost of each security is

determined using historical exchange rates. Income and withholding taxes are translated at prevailing exchange rates when earned or incurred. The fund does not isolate that portion of realized or unrealized gains or losses resulting from changes in the foreign exchange rate on investments from fluctuations arising from changes in the market prices of the securities. Such gains and losses are included with the net realized and unrealized gain or loss on investments. Net realized gains and losses on foreign currency transactions represent net realized exchange gains or losses on closed forward currency contracts, disposition of foreign currencies, currency gains and losses realized between the trade and settlement dates on securities transactions and the difference between the amount of investment income and foreign withholding taxes recorded on the fund's books and the U.S. dollar equivalent amounts actually received or paid. Net unrealized appreciation and depreciation of assets and liabilities in foreign currencies arise from changes in the value of open forward currency contracts and assets and liabilities other than investments at the period end, resulting from changes in the exchange rate.

**Options contracts** The fund uses options contracts for hedging duration and convexity, to isolate prepayment risk, and to manage downside risks.

The potential risk to the fund is that the change in value of options contracts may not correspond to the change in value of the hedged instruments. In addition, losses may arise from changes in the value of the underlying instruments if there is an illiquid secondary market for the contracts, if interest or exchange rates move unexpectedly or if the counterparty to the contract is unable to perform. Realized gains and losses on purchased options are included in realized gains and losses on investment securities. If a written call option is exercised, the premium originally received is recorded as an addition to sales proceeds. If a written put option is exercised, the premium originally received is recorded as a reduction to the cost of investments.

Exchange-traded options are valued at the last sale price or, if no sales are reported, the last bid price for purchased options and the last ask price for written options. OTC traded options are valued using prices supplied by dealers.

Options on swaps are similar to options on securities except that the premium paid or received is to buy or grant the right to enter into a previously agreed upon interest rate or credit default contract. Forward premium swap option contracts include premiums that have extended settlement dates. The delayed settlement of the premiums is factored into the daily valuation of the option contracts. In the case of interest rate cap and floor contracts, in return for a premium, ongoing payments between two parties are based on interest rates exceeding a specified rate, in the case of a cap contract, or falling below a specified rate in the case of a floor contract.

Written option contracts outstanding at period end, if any, are listed after the fund's portfolio.

**Futures contracts** The fund uses futures contracts for hedging treasury term structure risk and for yield curve positioning.

The potential risk to the fund is that the change in value of futures contracts may not correspond to the change in value of the hedged instruments. In addition, losses may arise from changes in the value of the underlying instruments, if there is an illiquid secondary market for the contracts, if interest or exchange rates move unexpectedly or if the counterparty to the contract is unable to perform. With futures, there is minimal counterparty credit risk to the fund since futures are exchange traded and the exchange's clearinghouse, as counterparty to all exchange traded futures, guarantees the futures against default. Risks may exceed amounts recognized on the Statement of assets and liabilities. When the contract is closed, the fund records a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed.

Futures contracts are valued at the quoted daily settlement prices established by the exchange on which they trade. The fund and the broker agree to exchange an amount of cash equal to the daily fluctuation in the value of the futures contract. Such receipts or payments are known as "variation margin."

Futures contracts outstanding at period end, if any, are listed after the fund's portfolio.

**Forward currency contracts** The fund buys and sells forward currency contracts, which are agreements between two parties to buy and sell currencies at a set price on a future date. These contracts are used for hedging currency exposures and for gaining exposure to currencies.

The U.S. dollar value of forward currency contracts is determined using current forward currency exchange rates supplied by a quotation service. The fair value of the contract will fluctuate with changes in currency exchange rates. The contract is marked to market daily and the change in fair value is recorded as an unrealized gain or loss. The fund records a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed when the contract matures or by delivery of the currency. The fund could be exposed to risk if the value of the currency changes unfavorably, if the counterparties to the contracts are

unable to meet the terms of their contracts or if the fund is unable to enter into a closing position. Risks may exceed amounts recognized on the Statement of assets and liabilities.

Forward currency contracts outstanding at period end, if any, are listed after the fund's portfolio.

**Interest rate swap contracts** The fund entered into OTC and/or centrally cleared interest rate swap contracts, which are arrangements between two parties to exchange cash flows based on a notional principal amount, for hedging term structure risk, for yield curve positioning, and for gaining exposure to rates in various countries.

An OTC and centrally cleared interest rate swap can be purchased or sold with an upfront premium. For OTC interest rate swap contracts, an upfront payment received by the fund is recorded as a liability on the fund's books. An upfront payment made by the fund is recorded as an asset on the fund's books. OTC and centrally cleared interest rate swap contracts are marked to market daily based upon quotations from an independent pricing service or market makers. Any change is recorded as an unrealized gain or loss on OTC interest rate swaps. Daily fluctuations in the value of centrally cleared interest rate swaps are settled through a central clearing agent and are recorded in variation margin on the Statement of assets and liabilities and recorded as unrealized gain or loss. Payments, including upfront premiums, received or made are recorded as realized gains or losses at the reset date or the closing of the contract. Certain OTC and centrally cleared interest rate swap contracts may include extended effective dates. Payments related to these swap contracts are accrued based on the terms of the contract.

The fund could be exposed to credit or market risk due to unfavorable changes in the fluctuation of interest rates or if the counterparty defaults, in the case of OTC interest rate contracts, or the central clearing agency or a clearing member defaults, in the case of centrally cleared interest rate swap contracts, on its respective obligation to perform under the contract. The fund's maximum risk of loss from counterparty risk or central clearing risk is the fair value of the contract. This risk may be mitigated for OTC interest rate swap contracts by having a master netting arrangement between the fund and the counterparty and for centrally cleared interest rate swap contracts through the daily exchange of variation margin. There is minimal counterparty risk with respect to centrally cleared interest rate swap contracts due to the clearinghouse guarantee fund and other resources that are available in the event of a clearing member default. Risk of loss may exceed amounts recognized on the Statement of assets and liabilities.

OTC and centrally cleared interest rate swap contracts outstanding, including their respective notional amounts at period end, if any, are listed after the fund's portfolio.

**Total return swap contracts** The fund entered into OTC total return swap contracts, which are arrangements to exchange a market-linked return for a periodic payment, both based on a notional principal amount, for hedging sector exposure, for gaining exposure to specific sectors, for hedging inflation, and for gaining exposure to inflation.

To the extent that the total return of the security, index or other financial measure underlying the transaction exceeds or falls short of the offsetting interest rate obligation, the fund will receive a payment from or make a payment to the counterparty. OTC total return swap contracts are marked to market daily based upon quotations from an independent pricing service or market makers and the change, if any, is recorded as an unrealized gain or loss. Payments received or made are recorded as realized gains or losses. Certain OTC total return swap contracts may include extended effective dates. Payments related to these swap contracts are accrued based on the terms of the contract. The fund could be exposed to credit or market risk due to unfavorable changes in the fluctuation of interest rates or in the price of the underlying security or index, the possibility that there is no liquid market for these agreements or that the counterparty may default on its obligation to perform. The fund's maximum risk of loss from counterparty risk is the fair value of the contract. This risk may be mitigated by having a master netting arrangement between the fund and the counterparty. Risk of loss may exceed amounts recognized on the Statement of assets and liabilities.

OTC total return swap contracts outstanding, including their respective notional amounts at period end, if any, are listed after the fund's portfolio.

**Credit default contracts** The fund entered into OTC and/or centrally cleared credit default contracts for hedging credit risk, for gaining liquid exposure to individual names, for hedging market risk, and for gaining exposure to specific sectors.

In OTC and centrally cleared credit default contracts, the protection buyer typically makes a periodic stream of payments to a counterparty, the protection seller, in exchange for the right to receive a contingent payment upon the occurrence of a credit event on the reference obligation or all other equally ranked obligations of the reference entity. Credit events are contract specific but may include bankruptcy, failure to pay, restructuring and obligation acceleration. For OTC credit default contracts, an upfront payment received by the fund is recorded as a liability on the fund's books. An upfront payment made by the fund is recorded as an asset on the fund's books. Centrally

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cleared credit default contracts provide the same rights to the protection buyer and seller except the payments between parties, including upfront premiums, are settled through a central clearing agent through variation margin payments. Upfront and periodic payments received or paid by the fund for OTC and centrally cleared credit default contracts are recorded as realized gains or losses at the reset date or close of the contract. The OTC and centrally cleared credit default contracts are marked to market daily based upon quotations from an independent pricing service or market makers. Any change in value of OTC credit default contracts is recorded as an unrealized gain or loss. Daily fluctuations in the value of centrally cleared credit default contracts are recorded in variation margin on the Statement of assets and liabilities and recorded as unrealized gain or loss. Upon the occurrence of a credit event, the difference between the par value and fair value of the reference obligation, net of any proportional amount of the upfront payment, is recorded as a realized gain or loss.

In addition to bearing the risk that the credit event will occur, the fund could be exposed to market risk due to unfavorable changes in interest rates or in the price of the underlying security or index or the possibility that the fund may be unable to close out its position at the same time or at the same price as if it had purchased the underlying reference obligations. In certain circumstances, the fund may enter into offsetting OTC and centrally cleared credit default contracts which would mitigate its risk of loss. Risks of loss may exceed amounts recognized on the Statement of assets and liabilities. The fund's maximum risk of loss from counterparty risk, either as the protection seller or as the protection buyer, is the fair value of the contract. This risk may be mitigated for OTC credit default contracts by having a master netting arrangement between the fund and the counterparty and for centrally cleared credit default contracts through the daily exchange of variation margin. Counterparty risk is further mitigated with respect to centrally cleared credit default swap contracts due to the clearinghouse guarantee fund and other resources that are available in the event of a clearing member default. Where the fund is a seller of protection, the maximum potential amount of future payments the fund may be required to make is equal to the notional amount.

OTC and centrally cleared credit default contracts outstanding, including their respective notional amounts at period end, if any, are listed after the fund's portfolio.

**TBA commitments** The fund may enter into TBA (to be announced) commitments to purchase securities for a fixed unit price at a future date beyond customary settlement time. Although the unit price and par amount have been established, the actual securities have not been specified. However, it is anticipated that the amount of the commitments will not significantly differ from the principal amount. The fund holds, and maintains until settlement date, cash or high-grade debt obligations in an amount sufficient to meet the purchase price, or the fund may enter into offsetting contracts for the forward sale of other securities it owns. Income on the securities will not be earned until settlement date.

The fund may also enter into TBA sale commitments to hedge its portfolio positions, to sell mortgage-backed securities it owns under delayed delivery arrangements or to take a short position in mortgage-backed securities. Proceeds of TBA sale commitments are not received until the contractual settlement date. During the time a TBA sale commitment is outstanding, either equivalent deliverable securities or an offsetting TBA purchase commitment deliverable on or before the sale commitment date are held as "cover" for the transaction, or other liquid assets in an amount equal to the notional value of the TBA sale commitment are segregated. If the TBA sale commitment is closed through the acquisition of an offsetting TBA purchase commitment, the fund realizes a gain or loss. If the fund delivers securities under the commitment, the fund realizes a gain or a loss from the sale of the securities based upon the unit price established at the date the commitment was entered into.

TBA commitments, which are accounted for as purchase and sale transactions, may be considered securities themselves, and involve a risk of loss due to changes in the value of the security prior to the settlement date as well as the risk that the counterparty to the transaction will not perform its obligations. Counterparty risk is mitigated by having a master agreement between the fund and the counterparty.

Unsettled TBA commitments are valued at their fair value according to the procedures described under "Security valuation" above. The contract is marked to market daily and the change in fair value is recorded by the fund as an unrealized gain or loss. Based on market circumstances, Putnam Management will determine whether to take delivery of the underlying securities or to dispose of the TBA commitments prior to settlement.

TBA purchase commitments outstanding at period end, if any, are listed within the fund's portfolio and TBA sale commitments outstanding at period end, if any, are listed after the fund's portfolio.

**Master agreements** The fund is a party to ISDA (International Swaps and Derivatives Association, Inc.) Master Agreements that govern OTC derivative and foreign exchange contracts and Master Securities Forward Transaction Agreements that govern transactions involving mortgage-backed and other asset-backed securities that may



result in delayed delivery (Master Agreements) with certain counterparties entered into from time to time. The Master Agreements may contain provisions regarding, among other things, the parties' general obligations, representations, agreements, collateral requirements, events of default and early termination. With respect to certain counterparties, in accordance with the terms of the Master Agreements, collateral posted to the fund is held in a segregated account by the fund's custodian and, with respect to those amounts which can be sold or repledged, are presented in the fund's portfolio. Collateral posted to the fund which cannot be sold or repledged totaled \$206,595 at the close of the reporting period.

Collateral pledged by the fund is segregated by the fund's custodian and identified in the fund's portfolio. Collateral can be in the form of cash or debt securities issued by the U.S. Government or related agencies or other securities as agreed to by the fund and the applicable counterparty. Collateral requirements are determined based on the fund's net position with each counterparty.

With respect to ISDA Master Agreements, termination events applicable to the fund may occur upon a decline in the fund's net assets below a specified threshold over a certain period of time. Termination events applicable to counterparties may occur upon a decline in the counterparty's long-term or short-term credit ratings below a specified level. In each case, upon occurrence, the other party may elect to terminate early and cause settlement of all derivative and foreign exchange contracts outstanding, including the payment of any losses and costs resulting from such early termination, as reasonably determined by the terminating party. Any decision by one or more of the fund's counterparties to elect early termination could impact the fund's future derivative activity.

At the close of the reporting period, the fund had a net liability position of \$4,532,010 on open derivative contracts subject to the Master Agreements. Collateral posted by the fund at period end for these agreements totaled \$4,505,346 and may include amounts related to unsettled agreements.

**Interfund lending** The fund, along with other Putnam funds, may participate in an interfund lending program pursuant to an exemptive order issued by the SEC. This program allows the fund to lend to other Putnam funds that permit such transactions. Interfund lending transactions are subject to each fund's investment policies and borrowing and lending limits. Interest earned or paid on the interfund lending transaction will be based on the average of certain current market rates. During the reporting period, the fund did not utilize the program.

**Federal taxes** It is the policy of the fund to distribute all of its taxable income within the prescribed time period and otherwise comply with the provisions of the Internal Revenue Code of 1986, as amended (the Code), applicable to regulated investment companies. It is also the intention of the fund to distribute an amount sufficient to avoid imposition of any excise tax under Section 4982 of the Code.

The fund is subject to the provisions of Accounting Standards Codification 740 *Income Taxes* (ASC 740). ASC 740 sets forth a minimum threshold for financial statement recognition of the benefit of a tax position taken or expected to be taken in a tax return. The fund did not have a liability to record for any unrecognized tax benefits in the accompanying financial statements. No provision has been made for federal taxes on income, capital gains or unrealized appreciation on securities held nor for excise tax on income and capital gains. Each of the fund's federal tax returns for the prior three fiscal years remains subject to examination by the Internal Revenue Service.

The fund may also be subject to taxes imposed by governments of countries in which it invests. Such taxes are generally based on either income or gains earned or repatriated. The fund accrues and applies such taxes to net investment income, net realized gains and net unrealized gains as income and/or capital gains are earned. In some cases, the fund may be entitled to reclaim all or a portion of such taxes, and such reclaim amounts, if any, are reflected as an asset on the fund's books. In many cases, however, the fund may not receive such amounts for an extended period of time, depending on the country of investment.

At July 31, 2016, the fund had a capital loss carryover of \$234,727,957 available to the extent allowed by the Code to offset future net capital gain, if any. The amounts of the carryovers and the expiration dates are:

#### Loss carryover

Short-term	Long-term	Total	Expiration
\$68,585,963	\$20,864,254	\$89,450,217	*

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58,742,308	N/A	58,742,308	July 31, 2017
86,535,432	N/A	86,535,432	July 31, 2018

\* Under the Regulated Investment Company Modernization Act of 2010, the fund will be permitted to carry forward capital losses incurred in taxable years beginning after December 22, 2010 for an unlimited period. However, any

86 Premier Income Trust

losses incurred will be required to be utilized prior to the losses incurred in pre-enactment tax years. As a result of this ordering rule, pre-enactment capital loss carryforwards may be more likely to expire unused. Additionally, post-enactment capital losses that are carried forward will retain their character as either short-term or long-term capital losses rather than being considered all short-term as under previous law.

Pursuant to federal income tax regulations applicable to regulated investment companies, the Fund has elected to defer certain capital losses of \$18,809,232 recognized during the period between November 1, 2015 and July 31, 2016 to its fiscal year ending July 31, 2017.

**Distributions to shareholders** Distributions to shareholders from net investment income are recorded by the fund on the ex-dividend date. Distributions from capital gains, if any, are recorded on the ex-dividend date and paid at least annually. The amount and character of income and gains to be distributed are determined in accordance with income tax regulations, which may differ from generally accepted accounting principles. These differences include temporary and/or permanent differences from losses on wash sale transactions, from foreign currency gains and losses, from late year loss deferrals, from the expiration of a capital loss carryover, from dividends payable, from realized gains and losses on certain futures contracts, from unrealized gains and losses on certain futures contracts, from income on swap contracts, and from interest-only securities. Reclassifications are made to the fund's capital accounts to reflect income and gains available for distribution (or available capital loss carryovers) under income tax regulations. At the close of the reporting period, the fund reclassified \$19,299,215 to decrease undistributed net investment income, \$17,302,669 to decrease paid-in capital and \$36,601,884 to decrease accumulated net realized loss.

The tax basis components of distributable earnings and the federal tax cost as of the close of the reporting period were as follows:

Unrealized appreciation	\$3,613,988
Unrealized depreciation	(50,710,183)
<hr/>	
Net unrealized depreciation	(47,096,195)
Undistributed ordinary income	9,158,705
Capital loss carryforward	(234,727,957)
Post-October capital loss deferral	(18,809,232)
Cost for federal income tax purposes	\$1,143,925,289

**Note 2: Management fee, administrative services and other transactions**

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The fund pays Putnam Management for management and investment advisory services quarterly based on the average net assets (including assets, but excluding liabilities, attributable to leverage for investment purposes) of the fund. The fee is based on the following annual rates:

0.750%	of the first \$500 million of average net assets,	0.480%	of the next \$5 billion of average net assets,
0.650%	of the next \$500 million of average net assets,	0.470%	of the next \$5 billion of average net assets,
0.600%	of the next \$500 million of average net assets,	0.460%	of the next \$5 billion of average net assets,
0.550%	of the next \$5 billion of average net assets,	0.450%	of the next \$5 billion of average net assets,
0.525%	of the next \$5 billion of average net assets,	0.440%	of the next \$5 billion of average net assets,
0.505%	of the next \$5 billion of average net assets,	0.430%	of the next \$8.5 billion of average net assets and
0.490%	of the next \$5 billion of average net assets,	0.420%	of any excess thereafter.

For the reporting period, the management fee represented an effective rate of 0.732% of the fund's average net assets.

Putnam Investments Limited (PIL), an affiliate of Putnam Management, is authorized by the Trustees to manage a separate portion of the assets of the fund as determined by Putnam Management from time to time. PIL did not manage any portion of the assets of the fund during the reporting period. If Putnam Management were to engage

Premier Income Trust 87

the services of PIL, Putnam Management would pay a quarterly sub-management fee to PIL for its services at an annual rate of 0.40% of the average net assets (including assets, but excluding liabilities, attributable to leverage for investment purposes) of the portion of the fund managed by PIL.

Putnam Management has agreed to reimburse the fund \$1,502 for a compliance exception which occurred during the reporting period. The effect of the loss incurred and the reimbursement by Putnam Management of such amounts had no material impact on total return.

The fund reimburses Putnam Management an allocated amount for the compensation and related expenses of certain officers of the fund and their staff who provide administrative services to the fund. The aggregate amount of all such reimbursements is determined annually by the Trustees.

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Custodial functions for the fund's assets are provided by State Street. Custody fees are based on the fund's asset level, the number of its security holdings and transaction volumes.

Putnam Investor Services, Inc., an affiliate of Putnam Management, provides investor servicing agent functions to the fund. Putnam Investor Services, Inc. was paid a monthly fee for investor servicing at an annual rate of 0.05% of the fund's average daily net assets. The amounts incurred for investor servicing agent functions during the reporting period are included in Investor servicing fees in the Statement of operations.

The fund has entered into expense offset arrangements with Putnam Investor Services, Inc. and State Street whereby Putnam Investor Services, Inc.'s and State Street's fees are reduced by credits allowed on cash balances. For the reporting period, the fund's expenses were reduced by \$187 under the expense offset arrangements.

Each Independent Trustee of the fund receives an annual Trustee fee, of which \$429, as a quarterly retainer, has been allocated to the fund, and an additional fee for each Trustees meeting attended. Trustees also are reimbursed for expenses they incur relating to their services as Trustees.

The fund has adopted a Trustee Fee Deferral Plan (the Deferral Plan) which allows the Trustees to defer the receipt of all or a portion of Trustees fees payable on or after July 1, 1995. The deferred fees remain invested in certain Putnam funds until distribution in accordance with the Deferral Plan.

The fund has adopted an unfunded noncontributory defined benefit pension plan (the Pension Plan) covering all Trustees of the fund who have served as a Trustee for at least five years and were first elected prior to 2004. Benefits under the Pension Plan are equal to 50% of the Trustee's average annual attendance and retainer fees for the three years ended December 31, 2005. The retirement benefit is payable during a Trustee's lifetime, beginning the year following retirement, for the number of years of service through December 31, 2006. Pension expense for the fund is included in Trustee compensation and expenses in the Statement of operations. Accrued pension liability is included in Payable for Trustee compensation and expenses in the Statement of assets and liabilities. The Trustees have terminated the Pension Plan with respect to any Trustee first elected after 2003.

### Note 3: Purchases and sales of securities

During the reporting period, the cost of purchases and the proceeds from sales, excluding short-term investments, were as follows:

	<b>Cost of purchases</b>	<b>Proceeds from sales</b>
Investments in securities, including TBA commitments		
(Long-term)	\$6,402,676,759	\$6,456,660,063
U.S. government securities (Long-term)	—	—
<b>Total</b>	<b>\$6,402,676,759</b>	<b>\$6,456,660,063</b>

The fund may purchase or sell investments from or to other Putnam funds in the ordinary course of business, which can reduce the fund's transaction costs, at prices determined in accordance with SEC requirements and policies approved by the Trustees. During the reporting period, purchases or sales from or to other Putnam funds, if any, did not represent more than 5% of the fund's total cost of purchases and/or total proceeds from sales.

88 Premier Income Trust

Written option transactions during the reporting period are summarized as follows:

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		<b>Written swap option contract amounts</b>	<b>Written swap option premiums</b>	<b>Written option contract amounts</b>	<b>Written option premiums</b>
<hr/>					
Written options outstanding at the beginning of the reporting period					
	USD	\$1,562,930,450	\$8,693,980	\$261,000,000	\$1,591,875
	EUR	\$—	\$—	\$—	\$—
<hr/>					
Options opened					
	USD	5,478,086,050	29,328,266	2,251,000,000	10,159,297
	EUR	21,077,200	808,309	—	—
<hr/>					
Options exercised					
	USD	(675,251,650)	(5,430,694)	—	—
	EUR	—	—	—	—
<hr/>					
Options expired					
	USD	(2,987,874,050)	(7,901,232)	(194,000,000)	(800,938)
	EUR	(21,077,200)	(808,309)	—	—
<hr/>					
Options closed					
	USD	(2,876,663,900)	(18,663,269)	(1,909,000,000)	(9,580,781)
	EUR	—	—	—	—
<hr/>					
Written options outstanding at the end of the reporting period					
	USD	\$501,226,900	\$6,027,051	\$409,000,000	\$1,369,453

EUR

\$—

\$—

\$—

\$—

**Note 4: Shares repurchased**

In September 2015, the Trustees approved the renewal of the repurchase program to allow the fund to repurchase up to 10% of its outstanding common shares over the 12-month period ending October 7, 2016 (based on shares outstanding as of October 7, 2015). Prior to this renewal, the Trustees had approved a repurchase program to allow the fund to repurchase up to 10% of its outstanding common shares over the 12-month period ending October 7, 2015 (based on shares outstanding as of October 7, 2014). Repurchases are made when the fund's shares are trading at less than net asset value and in accordance with procedures approved by the fund's Trustees.

For the reporting period, the fund repurchased 7,739,760 common shares for an aggregate purchase price of \$37,648,101, which reflects a weighted-average discount from net asset value per share of 10.24%. The weighted-average discount reflects the payment of commissions by the fund to execute repurchase trades.

At the close of the reporting period, Putnam Investments, LLC owned approximately 2,462 shares of the fund (less than 0.01% of the fund's shares outstanding), valued at \$12,999 based on net asset value.

In September 2016, the Trustees approved the renewal of the repurchase program of the fund to repurchase up to 10% of the outstanding common shares over the 12-month period ending October 7, 2017 (based on shares outstanding as of October 7, 2016).

Premier Income Trust 89

**Note 5: Affiliated transactions**

Transactions during the reporting period with Putnam Short Term Investment Fund, which is under common ownership and control, were as follows:

Name of affiliate	Fair value at the beginning of the reporting period	Purchase cost	Sale proceeds	Investment	Fair value at the end of the reporting period
				income	
Putnam Short Term Investment Fund*	\$28,926,448	\$211,657,589	\$229,968,165	\$63,013	\$10,615,872
<b>Totals</b>	<b>\$28,926,448</b>	<b>\$211,657,589</b>	<b>\$229,968,165</b>	<b>\$63,013</b>	<b>\$10,615,872</b>

\* Management fees charged to Putnam Short Term Investment Fund have been waived by Putnam Management.

**Note 6: Senior loan commitments**

Senior loans are purchased or sold on a when-issued or delayed delivery basis and may be settled a month or more after the trade date, which from time to time can delay the actual investment of available cash balances; interest income is accrued based on the terms of the securities. Senior loans can be acquired through an agent, by assignment from another holder of the loan, or as a participation interest in another holder's portion of the loan. When the fund invests in a loan or participation, the fund is subject to the risk that an intermediate participant between the fund and the borrower will fail to meet its obligations to the fund,

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in addition to the risk that the borrower under the loan may default on its obligations.

### **Note 7: Market, credit and other risks**

In the normal course of business, the fund trades financial instruments and enters into financial transactions where risk of potential loss exists due to changes in the market (market risk) or failure of the contracting party to the transaction to perform (credit risk). The fund may be exposed to additional credit risk that an institution or other entity with which the fund has unsettled or open transactions will default. Investments in foreign securities involve certain risks, including those related to economic instability, unfavorable political developments, and currency fluctuations. The fund may invest in higher-yielding, lower-rated bonds that may have a higher rate of default. The fund may invest a significant portion of its assets in securitized debt instruments, including mortgage-backed and asset-backed investments. The yields and values of these investments are sensitive to changes in interest rates, the rate of principal payments on the underlying assets and the market's perception of the issuers. The market for these investments may be volatile and limited, which may make them difficult to buy or sell.

### **Note 8: Summary of derivative activity**

The volume of activity for the reporting period for any derivative type that was held during the period is listed below and was based on an average of the holdings at the end of each fiscal quarter:

Purchased TBA commitment option contracts (contract amount)	\$194,300,000
<hr/>	
Purchased swap option contracts (contract amount)	\$1,161,600,000
<hr/>	
Written TBA commitment option contracts (contract amount) (Note 3)	\$352,200,000
<hr/>	
Written swap option contracts (contract amount) (Note 3)	\$1,340,700,000
<hr/>	
Futures contracts (number of contracts)	300
<hr/>	
Forward currency contracts (contract amount)	\$549,900,000
<hr/>	
OTC interest rate swap contracts (notional)	\$60,600,000
<hr/>	
Centrally cleared interest rate swap contracts (notional)	\$2,922,300,000
<hr/>	
OTC total return swap contracts (notional)	\$279,900,000
<hr/>	
OTC credit default contracts (notional)	\$82,400,000
<hr/>	

90 Premier Income Trust

The following is a summary of the fair value of derivative instruments as of the close of the reporting period:

### **Fair value of derivative instruments as of the close of the reporting period**

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Derivatives not accounted for as hedging instruments under ASC 815	Asset derivatives		Liability derivatives	
	Statement of assets and liabilities location	Fair value	Statement of assets and liabilities location	Fair value
Credit contracts	Receivables	\$1,167,701–	Payables	\$4,468,528–
Foreign exchange contracts	Receivables	5,085,081	Payables	2,403,957
Interest rate contracts	Investments, Receivables, Net assets — Unrealized appreciation	9,694,204*	Payables, Net assets — Unrealized depreciation	14,055,743*
<b>Total</b>		<b>\$15,946,986</b>		<b>\$20,928,228</b>

\* Includes cumulative appreciation/depreciation of futures contracts and/or centrally cleared swaps as reported in the fund's portfolio. Only current day's variation margin is reported within the Statement of assets and liabilities.

The following is a summary of realized and change in unrealized gains or losses of derivative instruments in the Statement of operations for the reporting period (see Note 1):

**Amount of realized gain or (loss) on derivatives recognized in net gain or (loss) on investments**

Derivatives not accounted for as hedging instruments under ASC 815	Forward currency contracts				
	Options	Futures	contracts	Swaps	Total
Credit contracts	\$—	\$—	\$—	\$741,971	\$741,971
Foreign exchange contracts	(217,567)	—	(4,997,914)	—	\$(5,215,481)
Interest rate contracts	(5,405,419)	522,403	—	(39,059,922)	\$(43,942,938)
<b>Total</b>	<b>\$(5,622,986)</b>	<b>\$522,403</b>	<b>\$(4,997,914)</b>	<b>\$(38,317,951)</b>	<b>\$(48,416,448)</b>

**Change in unrealized appreciation or (depreciation) on derivatives recognized in net gain or (loss) on investments**



Derivatives not accounted for as hedging instruments under ASC 815	Options	Futures	Forward currency contracts	Swaps	Total
Credit contracts	\$—	\$—	\$—	\$(1,297,031)	\$(1,297,031)
Foreign exchange contracts	—	—	1,897,757	—	\$1,897,757
Interest rate contracts	1,187,832	(1,143,153)	—	10,204,661	\$10,249,340
<b>Total</b>	<b>\$1,187,832</b>	<b>\$(1,143,153)</b>	<b>\$1,897,757</b>	<b>\$8,907,630</b>	<b>\$10,850,066</b>

Premier Income Trust 91

**Note 9: Offsetting of financial and derivative assets and liabilities**

The following table summarizes any derivatives, repurchase agreements and reverse repurchase agreements, at the end of the reporting period, that are subject to an enforceable master netting agreement or similar agreement. For securities lending transactions or borrowing transactions associated with securities sold short, if any, see Note 1. For financial reporting purposes, the fund does not offset financial assets and financial liabilities that are subject to the master netting agreements in the Statement of assets and liabilities.

	Bank of America N.A.	Barclays Bank PLC	Barclays Capital Inc. (clearing broker)	Citibank, N.A.	Credit Suisse International	Deutsche Bank AG
<b>Assets:</b>						
OTC Interest rate swap contracts*#	\$—	\$—	\$—	\$—	\$—	\$—
Centrally cleared interest rate swap contracts <sup>§</sup>	—	—	7,027,109	—	—	—
OTC Total return swap contracts*#	—	19,980	—	—	33,501	—
OTC Credit default contracts*#	—	—	—	—	826,410	—
Futures contracts <sup>§</sup>	—	—	—	—	—	—

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Forward currency contracts <sup>#</sup>	475,801	379,986	—	426,612	684,780	114,032
Purchased swap options <sup>**#</sup>	—	—	—	—	32,991	
Purchased options <sup>**#</sup>	—	—	—	—	—	
<b>Total Assets</b>	<b>\$475,801</b>	<b>\$399,966</b>	<b>\$7,027,109</b>	<b>\$426,612</b>	<b>\$1,577,682</b>	<b>\$114,032</b>
<b>Liabilities:</b>						
OTC Interest rate swap contracts <sup>*#</sup>	—	—	—	—	—	
Centrally cleared interest rate swap contracts <sup>§</sup>	—	—	7,848,562	—	—	
OTC Total return swap contracts <sup>*#</sup>	—	157,415	—	815	17,109	3,541
OTC Credit default contracts <sup>*#</sup>	86,404	—	—	—	3,283,155	
Futures contracts <sup>§</sup>	—	—	—	—	—	
Forward currency contracts <sup>#</sup>	152,435	222,058	—	323,289	216,461	246,764
Written swap options <sup>#</sup>	—	—	—	—	105,231	
Written options <sup>#</sup>	—	—	—	—	—	
<b>Total Liabilities</b>	<b>\$238,839</b>	<b>\$379,473</b>	<b>\$7,848,562</b>	<b>\$324,104</b>	<b>\$3,621,956</b>	<b>\$250,305</b>
<b>Total Financial and Derivative Net Assets</b>	<b>\$236,962</b>	<b>\$20,493</b>	<b>\$(821,453)</b>	<b>\$102,508</b>	<b>\$(2,044,274)</b>	<b>\$(136,273)</b>
Total collateral received (pledged) <sup>##</sup>	\$—	\$20,493	\$—	\$(130,000)	\$(1,700,707)	\$(129,987)
Net amount	\$236,962	\$—	\$(821,453)	\$232,508	\$(343,567)	\$(6,286)

\* Excludes premiums, if any. Included in unrealized appreciation and depreciation on OTC swap contracts on the Statement of assets and liabilities.

\*\* Included with Investments in securities on the Statement of assets and liabilities.

†Additional collateral may be required from certain brokers based on individual agreements.

# Covered by master netting agreement (Note 1).

## Any over-collateralization of total financial and derivative net assets is not shown. Collateral may include amounts related to unsettled agreements.

§ Includes current day's variation margin only as reported on the Statement of assets and liabilities, which is not collateralized. Cumulative appreciation/(depreciation) for futures contracts and centrally cleared swap contracts is represented in the tables listed after the fund's portfolio.

92 Premier Income Trust

Premier Income Trust 93

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## **Federal tax information (Unaudited)**

For the reporting period, pursuant to §871(k) of the Internal Revenue Code, the fund hereby designates \$25,133,570 of distributions paid as qualifying to be taxed as interest-related dividends, and no monies to be taxed as short-term capital gain dividends for nonresident alien shareholders.

The Form 1099 that will be mailed to you in January 2017 will show the tax status of all distributions paid to your account in calendar 2016.

94 Premier Income Trust

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## **Shareholder meeting results (Unaudited)**

### **April 29, 2016 meeting**

At the meeting, a proposal to fix the number of Trustees at 13 was approved as follows:

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<b>Votes for</b>	<b>Votes against</b>	<b>Abstentions</b>
91,141,015	7,839,170	1,101,837

At the meeting, each of the nominees for Trustees was elected as follows:

	<b>Votes for</b>	<b>Votes withheld</b>
Liaquat Ahamed	84,948,893	15,133,139
Ravi Akhoury	84,877,334	15,204,698
Barbara M. Baumann	85,154,836	14,927,196
Jameson A. Baxter	90,663,862	9,418,169
Robert J. Darretta	85,049,714	15,032,317
Katinka Domotorffy	85,064,831	15,017,201
John A. Hill	90,745,063	9,336,969
Paul L. Joskow	90,883,441	9,198,591
Kenneth R. Leibler	85,066,523	15,015,509
Robert E. Patterson	90,791,253	9,290,778
George Putnam, III	90,945,637	9,136,394
Robert L. Reynolds	84,994,539	15,087,493
W. Thomas Stephens	84,863,842	15,218,189

The conversion of your Fund From Closed-End To Open-End status was not approved as follows:

<b>Votes</b>	<b>Votes</b>
--------------	--------------

<b>for</b>	<b>against</b>	<b>Abstentions</b>
18,794,713	42,828,212	1,258,720

All tabulations are rounded to the nearest whole number.

Premier Income Trust 95

## About the Trustees

96 Premier Income Trust

\* Mr. Reynolds is an "interested person" (as defined in the Investment Company Act of 1940) of the fund and Putnam Investments. He is President and Chief Executive Officer of Putnam Investments, as well as the President of your fund and each of the other Putnam funds.

The address of each Trustee is One Post Office Square, Boston, MA 02109.

As of July 31, 2016, there were 117 Putnam funds. All Trustees serve as Trustees of all Putnam funds.

Each Trustee serves for an indefinite term, until his or her resignation, retirement at age 75, removal, or death.

Premier Income Trust 97

## Officers

In addition to Robert L. Reynolds, the other officers of the fund are shown below:

**Jonathan S. Horwitz** *(Born 1955)*

Executive Vice President, Principal Executive Officer, and Compliance Liaison  
*Since 2004*

**Steven D. Krichmar** *(Born 1958)*

Vice President and Principal Financial Officer  
*Since 2002*

**Janet C. Smith** *(Born 1965)*

Vice President, Principal Accounting Officer, and Assistant Treasurer  
*Since 2007*

Director of Fund Administration Services,  
Putnam Investments and Putnam Management

**Susan G. Malloy** *(Born 1957)*

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Chief of Operations, Putnam Investments and Putnam Management

**Robert T. Burns** (Born 1961)

Vice President and Chief Legal Officer

Since 2011

General Counsel, Putnam Investments, Putnam Management, and Putnam Retail Management

**James F. Clark** (Born 1974)

Vice President and Chief Compliance Officer

Since 2016

Chief Compliance Officer, Putnam Investments and Putnam Management

**Michael J. Higgins** (Born 1976)

Vice President, Treasurer, and Clerk

Since 2010

Manager of Finance, Dunkin' Brands (2008–2010); Senior Financial Analyst, Old Mutual Asset Management (2007–2008); Senior Financial Analyst, Putnam Investments (1999–2007)

Vice President and Assistant Treasurer

Since 2007

Director of Accounting & Control Services, Putnam Investments and Putnam Management

**James P. Pappas** (Born 1953)

Vice President

Since 2004

Director of Trustee Relations, Putnam Investments and Putnam Management

**Mark C. Trenchard** (Born 1962)

Vice President and BSA Compliance Officer

Since 2002

Director of Operational Compliance, Putnam Investments and Putnam Retail Management

**Nancy E. Florek** (Born 1957)

Vice President, Director of Proxy Voting and Corporate Governance, Assistant Clerk, and Associate Treasurer

Since 2000

The principal occupations of the officers for the past five years have been with the employers as shown above, although in some cases they have held different positions with such employers. The address of each officer is One Post Office Square, Boston, MA 02109.

98 Premier Income Trust

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## Putnam family of funds

The following is a list of Putnam's open-end mutual funds offered to the public. *Investors should carefully consider the investment objective, risks, charges, and expenses of a fund before investing. For a prospectus, or a summary prospectus if available, containing this and other information for any Putnam fund or product, contact your financial advisor or call Putnam Investor Services at 1-800-225-1581. Please read the prospectus carefully before investing.*

### Growth

Growth Opportunities Fund

International Growth Fund

Multi-Cap Growth Fund

International Value Fund

Multi-Cap Value Fund

Small Cap Value Fund

Small Cap Growth Fund

Voyager Fund

**Blend**

Asia Pacific Equity Fund

Capital Opportunities Fund

Capital Spectrum Fund

Emerging Markets Equity Fund

Equity Spectrum Fund

Europe Equity Fund

Global Equity Fund

International Capital Opportunities Fund

International Equity Fund

Investors Fund

Low Volatility Equity Fund

Multi-Cap Core Fund

Research Fund

Strategic Volatility Equity Fund

**Value**

Convertible Securities Fund

Equity Income Fund

Global Dividend Fund

The Putnam Fund for Growth and Income

**Income**

American Government Income Fund

Diversified Income Trust

Emerging Markets Income Fund

Floating Rate Income Fund

Global Income Trust

Government Money Market Fund\*

High Yield Advantage Fund

High Yield Trust

Income Fund

Money Market Fund\*

Short Duration Income Fund

U.S. Government Income Trust

**Tax-free Income**

AMT-Free Municipal Fund

Intermediate-Term Municipal Income Fund

Short-Term Municipal Income Fund

Tax Exempt Income Fund

Tax-Free High Yield Fund

*State tax-free income funds†:*

Arizona, California, Massachusetts, Michigan, Minnesota, New Jersey, New York, Ohio, and Pennsylvania.

Premier Income Trust 99

**Absolute Return**

Absolute Return 100 Fund<sup>®</sup>

Absolute Return 300 Fund<sup>®</sup>

Absolute Return 500 Fund<sup>®</sup>

Absolute Return 700 Fund<sup>®</sup>

**Global Sector**

Global Consumer Fund

Global Energy Fund

Global Financials Fund

Global Health Care Fund

*Retirement Income Lifestyle Funds —*

portfolios with managed allocations to stocks, bonds, and money market investments to generate retirement income.

Retirement Income Fund Lifestyle 1

Retirement Income Fund Lifestyle 2

Retirement Income Fund Lifestyle 3

*RetirementReady<sup>®</sup> Funds —* portfolios with adjusting allocations to stocks, bonds, and

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Global Industrials Fund money market instruments, becoming more conservative over time.

Global Natural Resources Fund

Global Sector Fund

Global Technology Fund

RetirementReady<sup>®</sup> 2060 Fund

Global Telecommunications Fund

RetirementReady<sup>®</sup> 2055 Fund

Global Utilities Fund

RetirementReady<sup>®</sup> 2050 Fund

### Asset Allocation

RetirementReady<sup>®</sup> 2045 Fund

George Putnam Balanced Fund

RetirementReady<sup>®</sup> 2040 Fund

RetirementReady<sup>®</sup> 2035 Fund

RetirementReady<sup>®</sup> 2030 Fund

*Global Asset Allocation Funds* — four investment portfolios that spread your money across a variety of stocks, bonds, and money market instruments.

RetirementReady<sup>®</sup> 2025 Fund

RetirementReady<sup>®</sup> 2020 Fund

Dynamic Asset Allocation Balanced Fund

Dynamic Asset Allocation Conservative Fund

Dynamic Asset Allocation Growth Fund

Dynamic Risk Allocation Fund

**\* An investment in a money market fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the fund seeks to preserve the value of your investment at \$1.00 per share, it is possible to lose money by investing in the fund.**

† Not available in all states.

Check your account balances and the most recent month-end performance in the Individual Investors section at [putnam.com](http://putnam.com).

100 Premier Income Trust

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## Fund information

Founded over 75 years ago, Putnam Investments was built around the concept that a balance between risk and reward is the hallmark of a well-rounded financial program. We manage over 100 funds across income, value, blend, growth, asset allocation, absolute return, and global sector categories.

### Investment Manager

Putnam Investment

Management, LLC

One Post Office Square

Boston, MA 02109

### Trustees

Jameson A. Baxter, *Chair*

Kenneth R. Leibler, *Vice Chair*

Liaquat Ahamed

Ravi Akhoury

Barbara M. Baumann

Robert J. Darretta

Katinka Domotorffy

James F. Clark

*Vice President and*

*Chief Compliance Officer*

Michael J. Higgins

*Vice President, Treasurer,*

*and Clerk*

### Investment Sub-Advisor

Putnam Investments Limited



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57-59 St James's Street  
London, England SW1A 1LD

**Marketing Services**

Putnam Retail Management  
One Post Office Square  
Boston, MA 02109

**Custodian**

State Street Bank  
and Trust Company

**Independent Registered**

**Public Accounting Firm**

KPMG LLP

John A. Hill  
Paul L. Joskow  
Robert E. Patterson  
George Putnam, III  
Robert L. Reynolds  
W. Thomas Stephens

**Officers**

Robert L. Reynolds  
*President*  
  
Jonathan S. Horwitz  
*Executive Vice President,*  
*Principal Executive Officer, and*  
*Compliance Liaison*

Steven D. Krichmar  
*Vice President and*  
*Principal Financial Officer*

Robert T. Burns  
*Vice President and*  
*Chief Legal Officer*

Janet C. Smith  
*Vice President,*  
*Principal Accounting Officer,*  
*and Assistant Treasurer*

Susan G. Malloy  
*Vice President and*  
*Assistant Treasurer*

James P. Pappas  
*Vice President*

Mark C. Trenchard  
*Vice President and*  
*BSA Compliance Officer*

Nancy E. Florek  
*Vice President, Director of*  
*Proxy Voting and Corporate*  
*Governance, Assistant Clerk,*  
*and Associate Treasurer*

Call 1-800-225-1581 Monday through Friday between 8:00 a.m. and 8:00 p.m. Eastern Time, or visit [putnam.com](http://putnam.com) anytime for up-to-date information about the fund's NAV.

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Item 2. Code of Ethics:

(a) The Fund's principal executive, financial and accounting officers are employees of Putnam Investment Management, LLC, the Fund's investment manager. As such they are subject to a comprehensive Code of Ethics adopted and administered by Putnam Investments which is designed to protect the interests of the firm and its clients. The Fund has adopted a Code of Ethics which incorporates the Code of Ethics of Putnam Investments with respect to all of its officers and Trustees who are employees of Putnam Investment Management, LLC. For this reason, the Fund has not adopted a separate code of ethics governing its principal executive, financial and accounting officers.

(c) In November 2015, the Code of Ethics of Putnam Investment Management, LLC was amended. The key changes to the Code of Ethics are as follows: (i) Non-Access Persons are no longer required to

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pre-clear their trades, (ii) a new provision governing conflicts of interest has been added, (iii) modifying certain provisions of the pre-clearance requirements, Contra-Trading Rule and 60-Day Short-Term Rule, (iv) modifying and adding language relating to reporting of unethical or illegal acts, including anti-retaliation provision, and (v) certain other changes.

### Item 3. Audit Committee Financial Expert:

The Funds' Audit, Compliance and Distributions Committee is comprised solely of Trustees who are "independent" (as such term has been defined by the Securities and Exchange Commission ("SEC") in regulations implementing Section 407 of the Sarbanes-Oxley Act (the "Regulations")). The Trustees believe that each of the members of the Audit, Compliance and Distributions Committee also possess a combination of knowledge and experience with respect to financial accounting matters, as well as other attributes, that qualify them for service on the Committee. In addition, the Trustees have determined that each of Mr. Darretta, Mr. Patterson, Mr. Hill, and Ms. Baumann qualifies as an "audit committee financial expert" (as such term has been defined by the Regulations) based on their review of his or her pertinent experience and education. The SEC has stated, and the funds' amended and restated agreement and Declaration of Trust provides, that the designation or identification of a person as an audit committee financial expert pursuant to this Item 3 of Form N-CSR does not impose on such person any duties, obligations or liability that are greater than the duties, obligations and liability imposed on such person as a member of the Audit, Compliance and Distribution Committee and the Board of Trustees in the absence of such designation or identification.

### Item 4. Principal Accountant Fees and Services:

The following table presents fees billed in each of the last two fiscal years for services rendered to the fund by the fund's independent auditor:

Fiscal year ended	Audit Fees	Audit-Related Fees	Tax Fees	All Other Fees
July 31, 2016	\$174,736	\$ —	\$7,000	\$ —
July 31, 2015	\$169,191	\$ —	\$6,750	\$ —

For the fiscal years ended July 31, 2016 and July 31, 2015, the fund's independent auditor billed aggregate non-audit fees in the amounts of \$7,000 and \$6,750 respectively, to the fund, Putnam Management and any entity controlling, controlled by or under common control with Putnam Management that provides ongoing services to the fund.

Audit Fees represent fees billed for the fund's last two fiscal years relating to the audit and review of the financial statements included in annual reports and registration statements, and other services that are normally provided in connection with statutory and regulatory filings or engagements.

Audit-Related Fees represent fees billed in the fund's last two fiscal years for services traditionally performed by the fund's auditor, including accounting consultation for proposed transactions or concerning financial accounting and reporting standards and other audit or attest services not required by statute or regulation.

Tax Fees represent fees billed in the fund's last two fiscal years for tax compliance, tax planning and tax advice services. Tax planning and tax advice services include assistance with tax audits, employee benefit plans and requests for rulings or technical advice from taxing authorities.

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Pre-Approval Policies of the Audit, Compliance and Distributions Committee. The Audit, Compliance and Distributions Committee of the Putnam funds has determined that, as a matter of policy, all work performed for the funds by the funds' independent auditors will be pre-approved by the Committee itself and thus will generally not be subject to pre-approval procedures.

The Audit, Compliance and Distributions Committee also has adopted a policy to pre-approve the engagement by Putnam Management and certain of its affiliates of the funds' independent auditors, even in circumstances where pre-approval is not required by applicable law. Any such requests by Putnam Management or certain of its affiliates are typically submitted in writing to the Committee and explain, among other things, the nature of the proposed engagement, the estimated fees, and why this work should be performed by that particular audit firm as opposed to another one. In reviewing such requests, the Committee considers, among other things, whether the provision of such services by the audit firm are compatible with the independence of the audit firm.

The following table presents fees billed by the fund's independent auditor for services required to be approved pursuant to paragraph (c)(7)(ii) of Rule 2-01 of Regulation S-X.

Fiscal year ended	Audit-Related Fees	Tax Fees	All Other Fees	Total Non-Audit Fees
July 31, 2016	\$ —	\$ —	\$ —	\$ —
July 31, 2015	\$ —	\$ —	\$ —	\$ —

### Item 5. Audit Committee of Listed Registrants

(a) The fund has a separately-designated Audit, Compliance and Distributions Committee established in accordance with Section 3(a)(58)(A) of the Securities Exchange Act of 1934, as amended. The Audit, Compliance and Distribution Committee of the fund's Board of Trustees is composed of the following persons:

Robert J. Darretta (Chairperson)

Ravi Akhoury

Robert E. Patterson

John A. Hill

Barbara M. Baumann

Katinka Domotorffy

(b) Not applicable

### Item 6. Schedule of Investments:

The registrant's schedule of investments in unaffiliated issuers is included in the report to shareholders in Item 1 above.

### Item 7. Disclosure of Proxy Voting Policies and Procedures For Closed-End Management Investment Companies:

## Proxy voting guidelines of the Putnam funds

The proxy voting guidelines below summarize the funds' positions on various issues of concern to investors, and give a general indication of how fund portfolio securities will be voted on proposals dealing with particular issues. The funds' proxy voting service is instructed to vote all proxies relating to fund portfolio securities in accordance with these guidelines, except as otherwise instructed by the Director of Proxy Voting and Corporate Governance ("Proxy Voting Director"), a member of the Office of the Trustees who is appointed to assist in the coordination and voting of the funds' proxies.

The proxy voting guidelines are just that — guidelines. The guidelines are not exhaustive and do not address all potential voting issues. Because the circumstances of individual companies are so varied, there may be instances when the funds do not vote in strict adherence to these guidelines. For example, the proxy voting service is expected to bring to the Proxy Voting Director's attention proxy questions that are company-specific and of a non-routine nature and that, even if covered by the guidelines, may be more appropriately handled on a case-by-case basis.

Similarly, Putnam Management's investment professionals, as part of their ongoing review and analysis of all fund portfolio holdings, are responsible for monitoring significant corporate developments, including proxy proposals submitted to shareholders, and notifying the Proxy Voting Director of circumstances where the interests of fund shareholders may warrant a vote contrary to these guidelines. In such instances, the investment professionals submit a written recommendation to the Proxy Voting Director and the person or persons designated by Putnam Management's Legal and Compliance Department to assist in processing referral items under the funds' "Proxy Voting Procedures." The Proxy Voting Director, in consultation with a senior member of the Office of the Trustees and/or the Chair of the Board Policy and Nominating Committee, as appropriate, will determine how the funds' proxies will be voted. When indicated, the Chair of the Board Policy and Nominating Committee may consult with other members of the Committee or the full Board of Trustees.

The following guidelines are grouped according to the types of proposals generally presented to shareholders. Part I deals with proposals submitted by management and approved and recommended by a company's board of directors. Part II deals with proposals submitted by shareholders. Part III addresses unique considerations pertaining to non-U.S. issuers.

The Trustees of the Putnam funds are committed to promoting strong corporate governance practices and encouraging corporate actions that enhance shareholder value through the judicious voting of the funds' proxies. It is the funds' policy to vote their proxies at all shareholder meetings where it is practicable to do so. In furtherance of this, the funds' have requested that their securities lending agent recall each domestic issuer's voting securities that are on loan, in advance of the record date for the issuer's shareholder meetings, so that the funds may vote at the meetings.

The Putnam funds will disclose their proxy votes not later than August 31 of each year for the most recent 12-month period ended June 30, in accordance with the timetable established by SEC rules.

### I. BOARD-APPROVED PROPOSALS

The vast majority of matters presented to shareholders for a vote involve proposals made by a company itself (sometimes referred to as "management proposals"), which have been approved and recommended by its board of directors. In view of the enhanced corporate governance practices currently being implemented in public companies and of the funds' intent to hold corporate boards accountable for their actions in promoting shareholder interests, the funds' proxies generally will be voted **for** the decisions reached by majority independent boards of directors, except as otherwise indicated in these guidelines. Accordingly, the funds' proxies will be voted **for** board-approved proposals, except as follows:

## **Matters relating to the Board of Directors**

### ***Uncontested Election of Directors***

The funds' proxies will be voted **for** the election of a company's nominees for the board of directors, except as follows:

- The funds will **withhold votes** from the entire board of directors if
  - the board does not have a majority of independent directors,
  - the board has not established independent nominating, audit, and compensation committees,
  - the board has more than 19 members or fewer than five members, absent special circumstances,
  - the board has not acted to implement a policy requested in a shareholder proposal that received the support of a majority of the shares of the company cast at its previous two annual meetings, or
  - the board has adopted or renewed a shareholder rights plan (commonly referred to as a "poison pill") without shareholder approval during the current or prior calendar year.
- The funds will on a **case-by-case basis withhold votes** from the entire board of directors, or from particular directors as may be appropriate, if the board has approved compensation arrangements for one or more company executives that the funds determine are unreasonably excessive relative to the company's performance or has otherwise failed to observe good corporate governance practices.
- The funds will **withhold votes** from any nominee for director:
  - who is considered an independent director by the company and who has received compensation within the last three years from the company other than for service as a director (e.g., investment banking, consulting, legal, or financial advisory fees),
  - who attends less than 75% of board and committee meetings without valid reasons for the absences (e.g., illness, personal emergency, etc.),
  - of a public company (Company A) who is employed as a senior executive of another company (Company B), if a director of Company B serves as a senior executive of Company A (commonly referred to as an "interlocking directorate"),
  - who serves on more than five unaffiliated public company boards (for the purpose of this guideline, boards of affiliated registered investment companies will count as one board), or
  - who is a member of the governance or other responsible committee, if the company has adopted without shareholder approval a bylaw provision shifting legal fees and costs to unsuccessful plaintiffs in intra-corporate litigation.

### **Commentary:**

**Board independence:** Unless otherwise indicated, for the purposes of determining whether a board has a majority of independent directors and independent nominating, audit, and compensation committees, an "independent director" is a director who (1) meets all requirements to serve as an independent director of a company under the NYSE Corporate Governance Rules (e.g., no material business relationships with the company and no present or recent employment relationship with the

company including employment of an immediate family member as an executive officer), and (2) has not within the last three years accepted directly or indirectly any consulting, advisory, or other compensatory fee from the company other than in his or her capacity as a member of the board of directors or any board committee. The funds' Trustees believe that the recent (*i.e.*, within the last three years) receipt of any amount of compensation for services other than service as a director raises significant independence issues.

**Board size:** The funds' Trustees believe that the size of the board of directors can have a direct impact on the ability of the board to govern effectively. Boards that have too many members can be unwieldy and ultimately inhibit their ability to oversee management performance. Boards that have too few members can stifle innovation and lead to excessive influence by management.

**Time commitment:** Being a director of a company requires a significant time commitment to adequately prepare for and attend the company's board and committee meetings. Directors must be able to commit the time and attention necessary to perform their fiduciary duties in proper fashion, particularly in times of crisis. The funds' Trustees are concerned about over-committed directors. In some cases, directors may serve on too many boards to make a meaningful contribution. This may be particularly true for senior executives of public companies (or other directors with substantially full-time employment) who serve on more than a few outside boards. The funds may withhold votes from such directors on a case-by-case basis where it appears that they may be unable to discharge their duties properly because of excessive commitments.

**Interlocking directorships:** The funds' Trustees believe that interlocking directorships are inconsistent with the degree of independence required for outside directors of public companies.

**Corporate governance practices:** Board independence depends not only on its members' individual relationships, but also on the board's overall attitude toward management and shareholders. Independent boards are committed to good corporate governance practices and, by providing objective independent judgment, enhancing shareholder value. The funds may withhold votes on a case-by-case basis from some or all directors who, through their lack of independence or otherwise, have failed to observe good corporate governance practices or, through specific corporate action, have demonstrated a disregard for the interests of shareholders. Such instances may include cases where a board of directors has approved compensation arrangements for one or more members of management that, in the judgment of the funds' Trustees, are excessive by reasonable corporate standards relative to the company's record of performance. It may also represent a disregard for the interests of shareholders if a board of directors fails to register an appropriate response when a director who fails to win the support of a majority of shareholders in an election (sometimes referred to as a "rejected director") continues to serve on the board. While the Trustees recognize that it may in some circumstances be appropriate for a rejected director to continue his or her service on the board, steps should be taken to address the concerns reflected by the shareholders' lack of support for the rejected director. Adopting a fee-shifting bylaw provision without shareholder approval, which may discourage legitimate shareholders lawsuits as well as frivolous ones, is another example of disregard for shareholder interests.

### **Contested Elections of Directors**

- The funds will vote on a **case-by-case basis** in contested elections of directors.

#### Classified Boards

- The funds will vote **against** proposals to classify a board, absent special circumstances indicating that shareholder interests would be better served by this structure.

**Commentary:** Under a typical classified board structure, the directors are divided into three classes, with each class serving a three-year term. The classified board structure results in directors serving staggered terms, with usually only a third of the directors up for re-election at any given annual meeting. The funds' Trustees generally believe that it is appropriate for directors to stand for election each year, but recognize that, in special circumstances, shareholder interests may be better served

under a classified board structure.

### **Other Board-Related Proposals**

The funds will generally vote **for** proposals that have been approved by a majority independent board, and on a **case-by-case basis** on proposals that have been approved by a board that fails to meet the guidelines' basic independence standards (*i.e.*, majority of independent directors and independent nominating, audit, and compensation committees).

## **Executive Compensation**

The funds generally favor compensation programs that relate executive compensation to a company's long-term performance. The funds will vote on a **case-by-case basis** on board-approved proposals relating to executive compensation, except as follows:

- Except where the funds are otherwise withholding votes for the entire board of directors, the funds will vote **for** stock option and restricted stock plans that will result in an average annual dilution of 1.67% or less (based on the disclosed term of the plan and including all equity-based plans).
- The funds will vote **against** stock option and restricted stock plans that will result in an average annual dilution of greater than 1.67% (based on the disclosed term of the plan and including all equity-based plans).
- The funds will vote **against** any stock option or restricted stock plan where the company's actual grants of stock options and restricted stock under all equity-based compensation plans during the prior three (3) fiscal years have resulted in an average annual dilution of greater than 1.67%.
- The funds will vote **against** stock option plans that permit the replacing or repricing of underwater options (and against any proposal to authorize a replacement or repricing of underwater options).
- The funds will vote **against** stock option plans that permit issuance of options with an exercise price below the stock's current market price.
- Except where the funds are otherwise withholding votes for the entire board of directors, the funds will vote **for** an employee stock purchase plan that has the following features: (1) the shares purchased under the plan are acquired for no less than 85% of their market value; (2) the offering period under the plan is 27 months or less; and (3) dilution is 10% or less.
- The funds will vote **for** proposals to approve a company's executive compensation program (*i.e.*, "say on pay" proposals in which the company's board proposes that shareholders indicate their support for the company's compensation philosophy, policies, and practices), except that the funds will vote **against** the proposal if the company is assigned to the lowest category, through independent third party benchmarking performed by the funds' proxy voting service, for the correlation of the company's executive compensation program with its performance.
- The funds will vote **for** bonus plans under which payments are treated as performance-based compensation that is deductible under Section 162(m) of the Internal Revenue Code of 1986, as amended, except that the funds will vote on a **case-by-case basis** if any of the following circumstances exist:

the amount per employee under the plan is unlimited, or

the plan's performance criteria is undisclosed, or

the company is assigned to the lowest category, through independent third party benchmarking performed by the funds' proxy voting service, for the correlation of the company's executive compensation program with its performance.

Commentary: Companies should have compensation programs that are reasonable and that align shareholder and management interests over the longer term. Further, disclosure of compensation programs should provide absolute transparency to shareholders regarding the sources and amounts of, and the factors influencing, executive compensation. Appropriately designed equity-based compensation plans can be an effective way to align the interests of long-term shareholders with the interests of management. However, the funds may vote against these or other executive compensation proposals on a case-by-case basis where compensation is excessive by reasonable corporate standards, where a company fails to provide transparent disclosure of executive compensation, or, in some instances, where independent third-party benchmarking indicates that compensation is inadequately correlated with performance, relative to peer companies. (Examples of excessive executive compensation may include, but are not limited to, equity incentive plans that exceed the dilution criteria noted above, excessive perquisites, performance-based compensation programs that do not properly correlate reward and performance, "golden parachutes" or other severance arrangements that present conflicts between management's interests and the interests of shareholders, and "golden coffins" or unearned death benefits.) In voting on a proposal relating to executive compensation, the funds will consider whether the proposal has been approved by an independent compensation committee of the board.

## **Capitalization**

Many proxy proposals involve changes in a company's capitalization, including the authorization of additional stock, the issuance of stock, the repurchase of outstanding stock, or the approval of a stock split. The management of a company's capital structure involves a number of important issues, including cash flow, financing needs, and market conditions that are unique to the circumstances of the company. As a result, the funds will vote on a **case-by-case basis** on board-approved proposals involving changes to a company's capitalization, except that where the funds are not otherwise withholding votes from the entire board of directors:

- The funds will vote **for** proposals relating to the authorization and issuance of additional common stock (except where such proposals relate to a specific transaction).
- The funds will vote **for** proposals to effect stock splits (excluding reverse stock splits).
- The funds will vote **for** proposals authorizing share repurchase programs.

Commentary: A company may decide to authorize additional shares of common stock for reasons relating to executive compensation or for routine business purposes. For the most part, these decisions are best left to the board of directors and senior management. The funds will vote on a case-by-case basis, however, on other proposals to change a company's capitalization, including the authorization of common stock with special voting rights, the authorization or issuance of common stock in connection with a specific transaction (e.g., an acquisition, merger or reorganization), or the authorization or issuance of preferred stock. Actions such as these involve a number of considerations that may affect a shareholder's investment and that warrant a case-by-case determination.

## **Acquisitions, Mergers, Reincorporations, Reorganizations and Other Transactions**

Shareholders may be confronted with a number of different types of transactions, including acquisitions, mergers, reorganizations involving business combinations, liquidations, and the sale of all or substantially all of a company's assets, which may require their consent. Voting on such proposals involves considerations unique to each transaction. As a result, the funds will vote on a **case-by-case**



**basis** on board-approved proposals to effect these types of transactions, except as follows:

- The funds will vote **for** mergers and reorganizations involving business combinations designed solely to reincorporate a company in Delaware.

Commentary: A company may reincorporate into another state through a merger or reorganization by setting up a "shell" company in a different state and then merging the company into the new company. While reincorporation into states with extensive and established corporate laws — notably Delaware — provides companies and shareholders with a more well-defined legal framework, shareholders must carefully consider the reasons for a reincorporation into another jurisdiction, including especially an offshore jurisdiction.

## **Anti-Takeover Measures**

Some proxy proposals involve efforts by management to make it more difficult for an outside party to take control of the company without the approval of the company's board of directors. These include the adoption of a shareholder rights plan, requiring supermajority voting on particular issues, the adoption of fair price provisions, the issuance of blank check preferred stock, and the creation of a separate class of stock with disparate voting rights. Such proposals may adversely affect shareholder rights, lead to management entrenchment, or create conflicts of interest. As a result, the funds will vote **against** board-approved proposals to adopt such anti-takeover measures, except as follows:

- The funds will vote on a **case-by-case basis** on proposals to ratify or approve shareholder rights plans; and
- The funds will vote on a **case-by-case basis** on proposals to adopt fair price provisions.

Commentary: The funds' Trustees recognize that poison pills and fair price provisions may enhance or protect shareholder value under certain circumstances. For instance, where a company has incurred significant operating losses, a shareholder rights plan may be appropriately tailored to protect shareholder value by preserving a company's net operating losses. Thus, the funds will consider proposals to approve such matters on a case-by-case basis.

## **Other Business Matters**

Many proxies involve approval of routine business matters, such as changing a company's name, ratifying the appointment of auditors, and procedural matters relating to the shareholder meeting. For the most part, these routine matters do not materially affect shareholder interests and are best left to the board of directors and senior management of the company. The funds will vote **for** board-approved proposals approving such matters, except as follows:

- The funds will vote on a **case-by-case basis** on proposals to amend a company's charter or bylaws (except for charter amendments necessary to effect stock splits, to change a company's name or to authorize additional shares of common stock).
- The funds will vote **against** authorization to transact other unidentified, substantive business at the meeting.
- The funds will vote on a **case-by-case basis** on proposals to ratify the selection of independent auditors if there is evidence that the audit firm's independence or the integrity of an audit is compromised.

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- The funds will vote on a **case-by-case basis** on other business matters where the funds are otherwise withholding votes for the entire board of directors.

**Commentary:** Charter and bylaw amendments (for example, amendments implementing proxy access proposals) and the transaction of other unidentified, substantive business at a shareholder meeting may directly affect shareholder rights and have a significant impact on shareholder value. As a result, the funds do not view these items as routine business matters. Putnam Management's investment professionals and the funds' proxy voting service may also bring to the Proxy Voting Director's attention company-specific items that they believe to be non-routine and warranting special consideration. Under these circumstances, the funds will vote on a case-by-case basis.

The fund's proxy voting service may identify circumstances that call into question an audit firm's independence or the integrity of an audit. These circumstances may include recent material restatements of financials, unusual audit fees, egregious contractual relationships, and aggressive accounting policies. The funds will consider proposals to ratify the selection of auditors in these circumstances on a case-by-case basis. In all other cases, given the existence of rules that enhance the independence of audit committees and auditors by, for example, prohibiting auditors from performing a range of non-audit services for audit clients, the funds will vote for the ratification of independent auditors

## II. SHAREHOLDER PROPOSALS

SEC regulations permit shareholders to submit proposals for inclusion in a company's proxy statement. These proposals generally seek to change some aspect of the company's corporate governance structure or to change some aspect of its business operations. The funds generally will vote **in accordance with the recommendation of the company's board of directors** on all shareholder proposals, except as follows:

- The funds will vote on a **case-by-case basis** on shareholder proposals requiring that the chairman's position be filled by someone other than the chief executive officer.
- The funds will vote **for** shareholder proposals asking that director nominees receive support from holders of a majority of votes cast or a majority of shares outstanding in order to be (re)elected.
- The funds will vote **for** shareholder proposals to declassify a board, absent special circumstances which would indicate that shareholder interests are better served by a classified board structure.
- The funds will vote **for** shareholder proposals to eliminate supermajority vote requirements in the company's charter documents.
- The funds will vote **for** shareholder proposals to require shareholder approval of shareholder rights plans.
- The funds will vote for shareholder proposals to amend a company's charter documents to permit shareholders to call special meetings, but only if both of the following conditions are met:
  - the proposed amendment limits the right to call special meetings to shareholders holding at least 15% of the company's outstanding shares, and
  - applicable state law does not otherwise provide shareholders with the right to call special meetings.
- The funds will vote on a **case-by-case basis** on shareholder proposals relating to proxy access.
- The funds will vote **for** shareholder proposals requiring companies to make cash payments under management severance agreements only if both of the following conditions are met:

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- the company undergoes a change in control, and
  - the change in control results in the termination of employment for the person receiving the severance payment.
- The funds will vote **for** shareholder proposals requiring companies to accelerate vesting of equity awards under management severance agreements only if both of the following conditions are met:
- the company undergoes a change in control, and
  - the change in control results in the termination of employment for the person receiving the severance payment.
- The funds will vote **on a case-by-case basis** on shareholder proposals to limit a company's ability to make excise tax gross-up payments under management severance agreements.
- The funds will vote **on a case-by-case basis** on shareholder proposals requesting that the board adopt a policy to recoup, in the event of a significant restatement of financial results or significant extraordinary write-off, to the fullest extent practicable, for the benefit of the company, all performance-based bonuses or awards that were paid to senior executives based on the company having met or exceeded specific performance targets to the extent that the specific performance targets were not, in fact, met.
- The funds will vote **for** shareholder proposals calling for the company to obtain shareholder approval for any future golden coffins or unearned death benefits (payments or awards of unearned salary or bonus, accelerated vesting or the continuation of unvested equity awards, perquisites or other payments or awards in respect of an executive following his or her death), and **for** shareholder proposals calling for the company to cease providing golden coffins or unearned death benefits.
- The funds will vote **for** shareholder proposals requiring a company to report on its executive retirement benefits (e.g., deferred compensation, split-dollar life insurance, SERPs and pension benefits).
- The funds will vote **for** shareholder proposals requiring a company to disclose its relationships with executive compensation consultants (e.g., whether the company, the board or the compensation committee retained the consultant, the types of services provided by the consultant over the past five years, and a list of the consultant's clients on which any of the company's executives serve as a director).
- The funds will vote **for** shareholder proposals that are consistent with the funds' proxy voting guidelines for board-approved proposals.
- The funds will vote on a **case-by-case basis** on other shareholder proposals where the funds are otherwise withholding votes for the entire board of directors.

**Commentary:** The funds' Trustees believe that effective corporate reforms should be promoted by holding boards of directors — and in particular their independent directors — accountable for their actions, rather than by imposing additional legal restrictions on board governance through piecemeal proposals. As stated above, the funds' Trustees believe that boards of directors and management are responsible for ensuring that their businesses are operating in accordance with high legal and ethical standards and should be held accountable for resulting corporate behavior. Accordingly, the funds will generally support the recommendations of boards that meet the basic independence and governance standards established in these guidelines. Where boards fail to meet these standards, the funds will generally evaluate shareholder proposals on a case-by-case basis. The funds will also consider proposals requiring that the chairman's position be filled by someone other than the company's chief executive officer on a case-by-case basis, recognizing that in some cases this separation may advance the company's corporate governance while in other cases it may be less necessary to the sound

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governance of the company. The funds will take into account the level of independent leadership on a company's board in evaluating these proposals.

However, the funds generally support shareholder proposals to implement majority voting for directors, observing that majority voting is an emerging standard intended to encourage directors to be attentive to shareholders' interests. The funds also generally support shareholder proposals to declassify a board, to eliminate supermajority vote requirements, or to require shareholder approval of shareholder rights plans. The funds' Trustees believe that these shareholder proposals further the goals of reducing management entrenchment and conflicts of interest, and aligning management's interests with shareholders' interests in evaluating proposed acquisitions of the company. The Trustees also believe that shareholder proposals to limit severance payments may further these goals in some instances. In general, the funds favor arrangements in which severance payments are made to an executive only when there is a change in control and the executive loses his or her job as a result. Arrangements in which an executive receives a payment upon a change of control even if the executive retains employment introduce potential conflicts of interest and may distract management focus from the long term success of the company.

In evaluating shareholder proposals that address severance payments, the funds distinguish between cash and equity payments. The funds generally do not favor cash payments to executives upon a change in control transaction if the executive retains employment. However, the funds recognize that accelerated vesting of equity incentives, even without termination of employment, may help to align management and shareholder interests in some instances, and will evaluate shareholder proposals addressing accelerated vesting of equity incentive payments on a case-by-case basis.

When severance payments exceed a certain amount based on the executive's previous compensation, the payments may be subject to an excise tax. Some compensation arrangements provide for full excise tax gross-ups, which means that the company pays the executive sufficient additional amounts to cover the cost of the excise tax. The funds are concerned that the benefits of providing full excise tax gross-ups to executives may be outweighed by the cost to the company of the gross-up payments. Accordingly, the funds will vote on a case-by-case basis on shareholder proposals to curtail excise tax gross-up payments. The funds generally favor arrangements in which severance payments do not trigger an excise tax or in which the company's obligations with respect to gross-up payments are limited in a reasonable manner.

The funds' Trustees believe that performance-based compensation can be an effective tool for aligning management and shareholder interests. However, to fulfill its purpose, performance compensation should only be paid to executives if the performance targets are actually met. A significant restatement of financial results or a significant extraordinary write-off may reveal that executives who were previously paid performance compensation did not actually deliver the required business performance to earn that compensation. In these circumstances, it may be appropriate for the company to recoup this performance compensation. The funds will consider on a case-by-case basis shareholder proposals requesting that the board adopt a policy to recoup, in the event of a significant restatement of financial results or significant extraordinary write-off, performance-based bonuses or awards paid to senior executives based on the company having met or exceeded specific performance targets to the extent that the specific performance targets were not, in fact, met. The funds do not believe that such a policy should necessarily disadvantage a company in recruiting executives, as executives should understand that they are only entitled to performance compensation based on the actual performance they deliver.

The funds' Trustees disfavor golden coffins or unearned death benefits, and the funds will generally support shareholder proposals to restrict or terminate these practices. The Trustees will also consider whether a company's overall compensation arrangements, taking all of the pertinent circumstances into account, constitute excessive compensation or otherwise reflect poorly on the corporate governance practices of the company. As the Trustees evaluate these matters, they will be mindful of evolving practices and legislation relevant to executive compensation and corporate governance.

The funds' Trustees also believe that shareholder proposals that are intended to increase transparency, particularly with respect to executive compensation, without establishing rigid restrictions upon a

company's ability to attract and motivate talented executives, are generally beneficial to sound corporate governance without imposing undue burdens. The funds will generally support shareholder proposals calling for reasonable disclosure.

### III. VOTING SHARES OF NON-U.S. ISSUERS

Many of the Putnam funds invest on a global basis, and, as a result, they may hold, and have an opportunity to vote, shares in non-U.S. issuers — i.e., issuers that are incorporated under the laws of foreign jurisdictions and whose shares are not listed on a U.S. securities exchange or the NASDAQ stock market.

In many non-U.S. markets, shareholders who vote proxies of a non-U.S. issuer are not able to trade in that company's stock on or around the shareholder meeting date. This practice is known as "share blocking." In countries where share blocking is practiced, the funds will vote proxies only with direction from Putnam Management's investment professionals.

In addition, some non-U.S. markets require that a company's shares be re-registered out of the name of the local custodian or nominee into the name of the shareholder for the shareholder to be able to vote at the meeting. This practice is known as "share re-registration." As a result, shareholders, including the funds, are not able to trade in that company's stock until the shares are re-registered back in the name of the local custodian or nominee following the meeting. In countries where share re-registration is practiced, the funds will generally not vote proxies.

Protection for shareholders of non-U.S. issuers may vary significantly from jurisdiction to jurisdiction. Laws governing non-U.S. issuers may, in some cases, provide substantially less protection for shareholders than do U.S. laws. As a result, the guidelines applicable to U.S. issuers, which are premised on the existence of a sound corporate governance and disclosure framework, may not be appropriate under some circumstances for non-U.S. issuers. However, the funds will vote proxies of non-U.S. issuers **in accordance with the guidelines applicable to U.S. issuers** except as follows:

## **Uncontested Board Elections**

### ***China, India, Indonesia, Philippines, Taiwan and Thailand***

- The funds will **withhold votes** from the entire board of directors if
- fewer than one-third of the directors are independent directors, or
  - the board has not established audit, compensation and nominating committees each composed of a majority of independent directors.

Commentary: Whether a director is considered "independent" or not will be determined by reference to local corporate law or listing standards.

### ***Europe ex-United Kingdom***

- The funds will **withhold votes** from the entire board of directors if
- the board has not established audit and compensation committees each composed of a majority of independent, non-executive directors, or
  - the board has not established a nominating committee composed of a majority of independent directors.

Commentary: An “independent director” under the European Commission's guidelines is one who is free of any business, family or other relationship, with the company, its controlling shareholder or the management of either, that creates a conflict of interest such as to impair his judgment. A “non-executive director” is one who is not engaged in the daily management of the company.

### **Germany**

- For companies subject to “co-determination,” the funds will vote **for** the election of nominees to the supervisory board, except that the funds will vote on a **<b> case-by-case basis** for any nominee who is either an employee of the company or who is otherwise affiliated with the company (as determined by the funds' proxy voting service).
- The funds will **withhold votes** for the election of a former member of the company's managerial board to chair of the supervisory board.

Commentary: German corporate governance is characterized by a two-tier board system — a managerial board composed of the company's executive officers, and a supervisory board. The supervisory board appoints the members of the managerial board. Shareholders elect members of the supervisory board, except that in the case of companies with a large number of employees, company employees are allowed to elect some of the supervisory board members (one-half of supervisory board members are elected by company employees at companies with more than 2,000 employees; one-third of the supervisory board members are elected by company employees at companies with more than 500 employees but fewer than 2,000). This “co-determination” practice may increase the chances that the supervisory board of a large German company does not contain a majority of independent members. In this situation, under the Fund's proxy voting guidelines applicable to U.S. issuers, the funds would vote against all nominees. However, in the case of companies subject to “co-determination” and with the goal of supporting independent nominees, the Funds will vote for supervisory board members who are neither employees of the company nor otherwise affiliated with the company.

Consistent with the funds' belief that the interests of shareholders are best protected by boards with strong, independent leadership, the funds will withhold votes for the election of former chairs of the managerial board to chair of the supervisory board.

### **Hong Kong**

- The funds will **withhold votes** from the entire board of directors if
  - fewer than one-third of the directors are independent directors, or
  - the board has not established audit, compensation and nominating committees each with at least a majority of its members being independent directors, or
  - the chair of the audit, compensation or nominating committee is not an independent director.

Commentary. For purposes of these guidelines, an “independent director” is a director that has no material, financial or other current relationships with the company. In determining whether a director is independent, the funds will apply the standards included in the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited Section 3.13.

### Italy

- The funds will **withhold votes** from any director not identified in the proxy materials.

**Commentary:** In Italy, companies have the right to nominate co-opted directors for election to the board at the next annual general meeting, but do not have to indicate, until the day of the annual meeting, whether or not they are nominating a co-opted director for election. When a company does not explicitly state in its proxy materials that co-opted directors are standing for election, shareholders will not know for sure who the board nominees are until the actual meeting occurs. The funds will withhold support from any such co-opted director on the grounds that there was insufficient information for evaluation before the meeting.

### **Japan**

- For companies that have established a U.S.-style corporate governance structure, the funds will **withhold votes** from the entire board of directors if
  - the board does not have a majority of outside directors,
  - the board has not established nominating and compensation committees composed of a majority of outside directors, or
  - the board has not established an audit committee composed of a majority of independent directors.
- The funds will **withhold votes** for the appointment of members of a company's board of statutory auditors if a majority of the members of the board of statutory auditors is not independent.

**Commentary:**

**Board structure:** Recent amendments to the Japanese Commercial Code give companies the option to adopt a U.S.-style corporate governance structure (*i.e.*, a board of directors and audit, nominating, and compensation committees). The funds will vote **for** proposals to amend a company's articles of incorporation to adopt the U.S.-style corporate structure.

**Definition of outside director and independent director:** Corporate governance principles in Japan focus on the distinction between outside directors and independent directors. Under these principles, an outside director is a director who is not and has never been a director, executive, or employee of the company or its parent company, subsidiaries or affiliates. An outside director is "independent" if that person can make decisions completely independent from the managers of the company, its parent, subsidiaries, or affiliates and does not have a material relationship with the company (*i.e.*, major client, trading partner, or other business relationship; familial relationship with current director or executive; etc.). The guidelines have incorporated these definitions in applying the board independence standards above.

### **Korea**

- The funds will **withhold votes** from the entire board of directors if
  - fewer than half of the directors are outside directors,
  - the board has not established a nominating committee with at least half of the members being outside directors, or
  - the board has not established an audit committee composed of at least three members and in which at least two-thirds of its members are outside directors.
- The funds will vote **withhold votes** from nominees to the audit committee if the board has not established an audit committee composed of (or proposed to be composed of) at least three

members, and of which at least two-thirds of its members are (or will be) outside directors.

Commentary: For purposes of these guidelines, an “outside director” is a director that is independent from the management or controlling shareholders of the company, and holds no interests that might impair the performance his or her duties impartially with respect to the company, management or controlling shareholder. In determining whether a director is an outside director, the funds will also apply the standards included in Article 415-2(2) of the Korean Commercial Code (*i.e.*, no employment relationship with the company for a period of two years before serving on the committee, no director or employment relationship with the company's largest shareholder, etc.) and may consider other business relationships that would affect the independence of an outside director.

### **Malaysia**

- The funds will **withhold votes** from the entire board of directors if
- in the case of a board with an independent director serving as chair, fewer than one-third of the directors are independent directors; or, in the case of a board not chaired by an independent director, less than a majority of the directors are independent directors,
  - the board has not established audit and nominating committees with at least a majority of the members being independent directors and all of the members being non-executive directors, or
  - the board has not established a compensation committee with at least a majority of the members being non-executive directors.

Commentary. For purposes of these guidelines, an “independent director” is a director who has no material, financial or other current relationships with the company. In determining whether a director is independent, the funds will apply the standards included in the Malaysia Code of Corporate Governance, Commentary to Recommendation 3.1. A “non-executive director” is a director who does not take on primary responsibility for leadership of the company.

### **Russia**

- The funds will vote on a **case-by-case basis** for the election of nominees to the board of directors.

Commentary: In Russia, director elections are typically handled through a cumulative voting process. Cumulative voting allows shareholders to cast all of their votes for a single nominee for the board of directors, or to allocate their votes among nominees in any other way. In contrast, in “regular” voting, shareholders may not give more than one vote per share to any single nominee. Cumulative voting can help to strengthen the ability of minority shareholders to elect a director.

In Russia, as in some other emerging markets, standards of corporate governance are usually behind those in developed markets. Rather than vote against the entire board of directors, as the funds generally would in the case of a company whose board fails to meet the funds' standards for independence, the funds may, on a case by case basis, cast all of their votes for one or more independent director nominees. The funds believe that it is important to increase the number of independent directors on the boards of Russian companies to mitigate the risks associated with dominant shareholders.

### **Singapore**

- The funds will **withhold votes** from the entire board of directors if
- in the case of a board with an independent director serving as chair, fewer than one-third of the directors are independent directors; or, in the case of a board not chaired by an independent director, fewer than half of the directors are independent directors,



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- the board has not established audit and compensation committees, each with an independent director serving as chair, with at least a majority of the members being independent directors, and with all of the directors being non-executive directors, or
- the board has not established a nominating committee, with an independent director serving as chair, and with at least a majority of the members being independent directors.

**Commentary:** For purposes of these guidelines, an “independent director” is a director that has no material, financial or other current relationships with the company. In determining whether a director is independent, the funds will apply the standards included in the Singapore Code of Corporate Governance, Guideline 2.3. A “non-executive director” is a director who is not employed with the company.

### **United Kingdom**

- The funds will **withhold votes** from the entire board of directors if
  - fewer than half of the directors are independent non-executive directors,
  - the board has not established a nomination committee composed of a majority of independent non-executive directors, or
  - the board has not established compensation and audit committees composed of (1) at least three directors (in the case of smaller companies, two directors) and (2) solely independent non-executive directors, provided that, to the extent permitted under the United Kingdom's Combined Code on Corporate Governance, the company chairman may serve on (but not serve as chairman of) the compensation and audit committees if the chairman was considered independent upon his or her appointment as chairman.
- The funds will **withhold votes** from any nominee for director who is considered an independent director by the company and who has received compensation within the last three years from the company other than for service as a director, such as investment banking, consulting, legal, or financial advisory fees.
- The funds will vote **for** proposals to amend a company's articles of association to authorize boards to approve situations that might be interpreted to present potential conflicts of interest affecting a director.

### **Commentary:**

**Application of guidelines:** Although the United Kingdom's Combined Code on Corporate Governance (“Combined Code”) has adopted the “comply and explain” approach to corporate governance, the funds' Trustees believe that the guidelines discussed above with respect to board independence standards are integral to the protection of investors in U.K. companies. As a result, these guidelines will generally be applied in a prescriptive manner.

**Definition of independence:** For the purposes of these guidelines, a non-executive director shall be considered independent if the director meets the independence standards in section A.3.1 of the Combined Code (*i.e.*, no material business or employment relationships with the company, no remuneration from the company for non-board services, no close family ties with senior employees or directors of the company, etc.), except that the funds do not view service on the board for more than nine years as affecting a director's independence. Company chairmen in the U.K. are generally considered affiliated upon appointment as chairman due to the nature of the position of chairman. Consistent with the Combined Code, a company chairman who was considered independent upon appointment as chairman: may serve as a member of, but not as the chairman of, the compensation (remuneration) committee; and, in the case of smaller companies, may serve as a member of, but not

as the chairman of, the audit committee.

**Smaller companies:** A smaller company is one that is below the FTSE 350 throughout the year immediately prior to the reporting year.

**Conflicts of interest:** The Companies Act 2006 requires a director to avoid a situation in which he or she has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the company. This broadly written requirement could be construed to prevent a director from becoming a trustee or director of another organization. Provided there are reasonable safeguards, such as the exclusion of the relevant director from deliberations, the funds believe that the board may approve this type of potential conflict of interest in its discretion.

#### ***All other jurisdictions***

- The funds will vote **for** supervisory board nominees when the supervisory board meets the funds' independence standards, otherwise the funds will vote **against** supervisory board nominees.

Commentary: Companies in many jurisdictions operate under the oversight of supervisory boards. In the absence of jurisdiction-specific guidelines, the funds will generally hold supervisory boards to the same standards of independence as it applies to boards of directors in the United States.

## **Contested Board Elections**

### ***Italy***

- The funds will vote **for** the management- or board-sponsored slate of nominees if the board meets the funds' independence standards, and **against** the management- or board-sponsored slate of nominees if the board does not meet the funds' independence standards; the funds will not vote on shareholder-proposed slates of nominees.

Commentary: Contested elections in Italy may involve a variety of competing slates of nominees. In these circumstances, the funds will focus their analysis on the board- or management-sponsored slate.

## **Corporate Governance**

- The funds will vote **for** proposals to change the size of a board if the board meets the funds' independence standards, and **against** proposals to change the size of a board if the board does not meet the funds' independence standards.
- The funds will vote **for** shareholder proposals calling for a majority of a company's directors to be independent of management.
- The funds will vote **for** shareholder proposals seeking to increase the independence of board nominating, audit, and compensation committees.
- The funds will vote **for** shareholder proposals that implement corporate governance standards similar to those established under U.S. federal law and the listing requirements of U.S. stock exchanges, and that do not otherwise violate the laws of the jurisdiction under which the company is incorporated.

### ***Australia***

- The funds will vote on a **case-by-case basis** on board spill resolutions.

Commentary: The *Corporations Amendment (Improving Accountability on Director and Executive Compensation) Bill 2011* provides that, if a company's remuneration report receives a "no" vote of 25% or more of all votes cast at two consecutive annual general meetings, at the second annual general meeting, a spill resolution must be proposed. If the spill resolution is approved (by simple majority), then a further meeting to elect a new board (excluding the managing director) must be held within 90 days. The funds will consider board spill resolutions on a case-by-case basis.

### **Europe**

- The funds will vote **for** proposals to ratify board acts, except that the funds will consider these proposals on a **case-by-case basis** if the funds' proxy voting service has recommended a vote against the proposal.

### **Taiwan**

- The funds will vote **against** proposals to release directors from their non-competition obligations (their obligations not to engage in any business that is competitive with the company), unless the proposal is narrowly drafted to permit directors to engage in a business that is competitive with the company only on behalf of a wholly-owned subsidiary of the company.

## **Compensation**

- The funds will vote **for** proposals to approve annual directors' fees, except that the funds will consider these proposals on a **case-by-case basis** in each case in which the funds' proxy voting service has recommended a vote against such a proposal.
- The funds will vote **for** non-binding proposals to approve remuneration reports, except that the funds will vote **against** proposals to approve remuneration reports that indicate that awards under a long-term incentive plan are not linked to performance targets.

Commentary: Since proposals relating to directors' fees for non-U.S. issuers generally address relatively modest fees paid to non-executive directors, the funds generally support these proposals, provided that the fees are consistent with directors' fees paid by the company's peers and do not otherwise appear unwarranted. Consistent with the approach taken for U.S. issuers, the funds generally favor compensation programs that relate executive compensation to a company's long-term performance and will support non-binding remuneration reports unless such a correlation is not made.

### **Europe and Asia ex-Japan**

- In the case of proposals that do not include sufficient information for determining average annual dilution, the funds will will vote **for** stock option and restricted stock plans that will result in an average gross potential dilution of 5% or less.

Commentary: Asia ex-Japan means China, Hong Kong, India, Indonesia, Korea, Malaysia, Philippines, Singapore, Taiwan and Thailand. In these markets, companies may not disclose the life of the plan and there may not be a specific number of shares requested; therefore, it may not be possible to determine the average annual dilution related to the plan and apply the funds' standard dilution test.

### **France**

- The funds will vote **for** an employee stock purchase plan or share save scheme that has the following features: (1) the shares purchased under the plan are acquired for no less than 70% of their market value; (2) the vesting period is greater than or equal to 10 years; (3) the offering period

under the plan is 27 months or less; and (4) dilution is 10% or less.

Commentary: To conform to local market practice, the funds support plans or schemes at French issuers that permit the purchase of shares at up to a 30% discount (*i.e.*, shares may be purchased for no less than 70% of their market value). By comparison, for U.S. issuers, the funds do not support employee stock purchase plans that permit shares to be acquired at more than a 15% discount (*i.e.*, for less than 85% of their market value); in the United Kingdom, up to a 20% discount is permitted.

### **United Kingdom**

- The funds will vote **for** an employee stock purchase plan or share save scheme that has the following features: (1) the shares purchased under the plan are acquired for no less than 80% of their market value; (2) the offering period under the plan is 27 months or less; and (3) dilution is 10% or less.

Commentary: These are the same features that the funds require of employee stock purchase plans proposed by U.S. issuers, except that, to conform to local market practice, the funds support plans or schemes at United Kingdom issuers that permit the purchase of shares at up to a 20% discount (*i.e.*, shares may be purchased for no less than 80% of their market value). By comparison, for U.S. issuers, the funds do not support employee stock purchase plans that permit shares to be acquired at more than a 15% discount (*i.e.*, for less than 85% of their market value).

## **Capitalization**

Unless a proposal is directly addressed by a country-specific guideline:

- The funds will vote **for** proposals
  - to issue additional common stock representing up to 20% of the company's outstanding common stock, where shareholders *do not* have preemptive rights, or
  - to issue additional common stock representing up to 100% of the company's outstanding common stock, where shareholders *do have* preemptive rights.
- The funds will vote **for** proposals to authorize share repurchase programs that are recommended for approval by the funds' proxy voting service; otherwise, the funds will vote **against** such proposals.

### **Australia**

- The funds will vote **for** proposals to carve out, from the general cap on non-*pro rata* share issues of 15% of total equity in a rolling 12-month period, a particular proposed issue of shares or a particular issue of shares made previously within the 12-month period, if the company's board meets the funds' independence standards; if the company's board does not meet the funds' independence standards, then the funds will vote **against** these proposals.
- The funds will vote **for** proposals to approve the grant of equity awards to directors, except that the funds will consider these proposals on a **case-by-case basis** if the funds' proxy voting service has recommended a vote against the proposal.

### **China**

- The funds will vote **for** proposals to issue and/or to trade in non-convertible, convertible and/or exchangeable debt obligations, except that the funds will consider these proposals on a **case-by-case basis** if the funds' proxy voting service has recommended a vote against the proposal.

### **Hong Kong**

- The funds will vote **for** proposals to approve a general mandate permitting the company to engage in non-*pro rata* share issues of up to 20% of total equity in a year if the company's board meets the funds' independence standards; if the company's board does not meet the funds' independence standards, then the funds will vote **against** these proposals.
- The funds will **for** proposals to approve the reissuance of shares acquired by the company under a share repurchase program, provided that: (1) the funds supported (or would have supported, in accordance with these guidelines) the share repurchase program, (2) the reissued shares represent no more than 10% of the company's outstanding shares (measured immediately before the reissuance), and (3) the reissued shares are sold for no less than 85% of current market value.

### **France**

- The funds will vote **for** proposals to increase authorized shares, except that the funds will consider these proposals on a **case-by-case basis** if the funds' proxy voting service has recommended a vote against the proposal.
- The funds will vote **against** proposals to authorize the issuance of common stock or convertible debt instruments and against proposals to authorize the repurchase and/or reissuance of shares where those authorizations may be used, without further shareholder approval, as anti-takeover measures.

### **New Zealand**

- The funds will vote **for** proposals to approve the grant of equity awards to directors, except that the funds will consider these proposals on a **case-by-case basis** if the funds' proxy voting service has recommended a vote against the proposal.

Commentary: In light of the prevalence of certain types of capitalization proposals in Australia, China, Hong Kong, France and New Zealand, the funds have adopted guidelines specific to those jurisdictions.

## **Other Business Matters**

- The funds will vote **for** proposals permitting companies to deliver reports and other materials electronically (e.g., via website posting).
- The funds will vote **for** proposals permitting companies to issue regulatory reports in English.
- The funds will vote **against** proposals to shorten shareholder meeting notice periods to fourteen days.

Commentary: Under Directive 2007/36/EC of the European Parliament and the Council of the European Union, companies have the option to request shareholder approval to set the notice period for special meetings at 14 days provided that certain electronic voting and communication requirements are met. The funds believe that the 14 day notice period is too short to provide overseas shareholders with sufficient time to analyze proposals and to participate meaningfully at special meetings and, as a result, have determined to vote against such proposals.

- The funds will vote **for** proposals to amend a company's charter or bylaws, except that the funds will consider these proposals on a **case-by-case basis** if the funds' proxy voting service has recommended a vote against the proposal.

Commentary: If the substance of any proposed amendment is covered by a specific guideline included herein, then that guideline will govern.

### **France**

- The funds will vote **for** proposals to approve a company's related party transactions, except that the funds will consider these proposals on a **case-by-case basis** if the funds' proxy voting service has recommended a vote against the proposal.
- If a company has not proposed an opt-out clause in its articles of association and the implementation of double-voting rights has not been approved by shareholders, the funds will vote **against** the ratification of board acts for the previous fiscal year, will **withhold votes** from the re-election of members of the board's governance committee (or in the absence of a governance committee, against the chair of the board or the next session board member up for re-election) and, if there is no opportunity to vote against ratification of board acts or to withhold votes from directors, will vote **against** the approval of the company's accounts and reports.

Commentary: In France, shareholders are generally requested to approve any agreement between the company and: (i) its directors, chair of the board, CEO and deputy CEOs; (ii) the members of the supervisory board and management board, for companies with a dual structure; and (iii) a shareholder who directly or indirectly owns at least 10% of the company's voting rights. This includes agreements under which compensation may be paid to executive officers after the end of their employment, such as severance payments, supplementary retirement plans and non-competition agreements. The funds will generally support these proposals unless the funds' proxy voting service recommends a vote against, in which case the funds will consider the proposal on a case-by-case basis.

Under French law, shareholders of French companies with shares held in registered form under the same name for at least two years will automatically be granted double-voting rights, unless a company has amended its articles of association to opt out of the double-voting rights regime. Awarding double-voting rights in this manner is likely to disadvantage non-French institutional shareholders. Accordingly, the funds will take actions to signal disapproval of double-voting rights at companies that have not opted-out from the double-voting rights regime and that have not obtained shareholder approval of the double-voting rights regime.

### **Germany**

- The funds will vote **in accordance with the recommendation of the company's board of directors** on shareholder counter motions added to a company's meeting agenda, unless the counter motion is directly addressed by one of the funds' other guidelines.

Commentary: In Germany, shareholders are able to add both proposals and counter motions to a meeting agenda. Counter motions, which must correspond to a proposal on the agenda, generally call for shareholders to oppose the existing proposal, although they may also propose separate voting decisions. Counter motions may be proposed by any shareholder and they are typically added throughout the period between the publication of the meeting agenda and the meeting date. This guideline reflects the funds' intention to focus on the original proposal, which is expected to be presented a reasonable period of time before the shareholder meeting so that the funds will have an appropriate opportunity to evaluate it.

- The funds will vote **for** proposals to approve profit-and-loss transfer agreements between a controlling company and its subsidiaries.

Commentary: These agreements are customary in Germany and are typically entered into for tax purposes. In light of this and the prevalence of these proposals, the funds have adopted a guideline to vote for this type of proposal.

## **Taiwan**

- The funds will vote **for** proposals to amend a Taiwanese company's procedural rules.

**Commentary:** Since procedural rules, which address such matters as a company's policies with respect to capital loans, endorsements and guarantees, and acquisitions and disposal of assets, are generally adopted or amended to conform to changes in local regulations governing these transactions, the funds have adopted a guideline to vote for these transactions.

As adopted January 29, 2016

## **Proxy voting procedures of the Putnam funds**

The proxy voting procedures below explain the role of the funds' Trustees, proxy voting service and Director of Proxy Voting and Corporate Governance ("Proxy Voting Director"), as well as how the process will work when a proxy question needs to be handled on a case-by-case basis, or when there may be a conflict of interest.

### *The role of the funds' Trustees*

The Trustees of the Putnam funds exercise control of the voting of proxies through their Board Policy and Nominating Committee, which is composed entirely of independent Trustees. The Board Policy and Nominating Committee oversees the proxy voting process and participates, as needed, in the resolution of issues that need to be handled on a case-by-case basis. The Committee annually reviews and recommends, for Trustee approval, guidelines governing the funds' proxy votes, including how the funds vote on specific proposals and which matters are to be considered on a case-by-case basis. The Trustees are assisted in this process by their independent administrative staff ("Office of the Trustees"), independent legal counsel, and an independent proxy voting service. The Trustees also receive assistance from Putnam Investment Management, LLC ("Putnam Management"), the funds' investment advisor, on matters involving investment judgments. In all cases, the ultimate decision on voting proxies rests with the Trustees, acting as fiduciaries on behalf of the shareholders of the funds.

### *The role of the proxy voting service*

The funds have engaged an independent proxy voting service to assist in the voting of proxies. The proxy voting service is responsible for coordinating with the funds' custodian(s) to ensure that all proxy materials received by the custodians relating to the funds' portfolio securities are processed in a timely fashion. To the extent applicable, the proxy voting service votes all proxies in accordance with the proxy voting guidelines established by the Trustees. The proxy voting service will refer proxy questions to the Proxy Voting Director 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 attention of the Proxy Voting Director specific proxy questions that, while governed by a guideline, appear to involve unusual or controversial issues. The funds also utilize research services relating to proxy questions provided by the proxy voting service and by other firms.

### *The role of the Proxy Voting Director*

The Proxy Voting Director, a member of the Office of the Trustees, assists in the coordination and voting of the funds' proxies. The Proxy Voting Director 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 Office of the Trustees, the Chair of the Board Policy and

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Nominating Committee, and Putnam Management's investment professionals, as appropriate. The Proxy Voting Director 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. In addition, the Proxy Voting Director is the contact person for receiving recommendations from Putnam Management's investment professionals with respect to any proxy question in circumstances where the investment professional believes that the interests of fund shareholders warrant a vote contrary to the fund's proxy voting guidelines.

On occasion, representatives of a company in which the funds have an investment may wish to meet with the company's shareholders in advance of the company's shareholder meeting, typically to explain and to provide the company's perspective on the proposals up for consideration at the meeting. As a general matter, the Proxy Voting Director will participate in meetings with these company representatives.

### *Voting procedures for referral items*

As discussed above, the proxy voting service will refer proxy questions to the Proxy Voting Director under certain circumstances. Unless the referred proxy question involves investment considerations (*i.e.*, the proxy question might be seen as having a bearing on the economic interests of a shareholder in the company), the Proxy Voting Director will assist in interpreting the guidelines and, if necessary, consult with a senior staff member of the Office of the Trustees and/or the Chair of the Board Policy and Nominating Committee on how the funds' shares will be voted.

For referred proxy questions that involve investment considerations, the Proxy Voting Director will refer such questions, through an electronic request form, to Putnam Management's investment professionals for a voting recommendation. Such referrals will be made in cooperation with the person or persons designated by Putnam Management's Legal and Compliance Department to assist in processing such referral items. In connection with each item referred to Putnam Management's investment professionals, the Legal and Compliance Department will conduct a conflicts of interest review, as described below under "Conflicts of interest," and provide electronically a conflicts of interest report (the "Conflicts Report") to the Proxy Voting Director describing the results of such review. After receiving a referral item from the Proxy Voting Director, Putnam Management's investment professionals will provide a recommendation electronically to the Proxy Voting Director and the person or persons designated by the Legal and Compliance Department to assist in processing referral items. Such recommendation will set forth (1) how the proxies should be voted; and (2) any contacts the investment professionals have had with respect to the referral item with non-investment personnel of Putnam Management or with outside parties (except for routine communications from proxy solicitors). The Proxy Voting Director will review the recommendation of Putnam Management's investment professionals (and the related Conflicts Report) in determining how to vote the funds' proxies. The Proxy Voting Director will maintain a record of all proxy questions that have been referred to Putnam Management's investment professionals, the voting recommendation, and the Conflicts Report.

In some situations, the Proxy Voting Director may determine that a particular proxy question raises policy issues requiring consultation with the Chair of the Board Policy and Nominating Committee, who, in turn, may decide to bring the particular proxy question to the Committee or the full Board of Trustees for consideration.

### *Conflicts of interest*

Occasions may arise where a person or organization involved in the proxy voting process may have a conflict of interest. A conflict of interest may exist, for example, if Putnam Management has a business relationship with (or is actively soliciting business from) either the company soliciting the proxy or a third party that has a material interest in the outcome of a proxy vote or that is actively lobbying for a particular outcome of a proxy vote. Any individual with knowledge of a personal conflict of interest (*e.g.*, familial relationship with company management) relating to a particular referral item shall disclose that conflict to the Proxy Voting Director and the Legal and Compliance Department and otherwise remove himself or herself from the proxy voting process. The Legal and Compliance Department will review each item referred to Putnam Management's investment professionals to



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determine if a conflict of interest exists and will provide the Proxy Voting Director with a Conflicts Report for each referral item that (1) describes any conflict of interest; (2) discusses the procedures used to address such conflict of interest; and (3) discloses any contacts from parties outside Putnam Management (other than routine communications from proxy solicitors) with respect to the referral item not otherwise reported in an investment professional's recommendation. The Conflicts Report will also include written confirmation that any recommendation from an investment professional provided under circumstances where a conflict of interest exists was made solely on the investment merits and without regard to any other consideration.

*As adopted March 11, 2005 and revised June 12, 2009 and January 24, 2014.*

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

(a)(1) **Portfolio Managers.** The officers of Putnam Management identified below are primarily responsible for the day-to-day management of the fund's portfolio as of the filing date of this report.

<b>Portfolio managers</b>	<b>Joined Fund</b>	<b>Employer</b>	<b>Positions Over Past Five Years</b>
D. William Kohli	2002	<b>Putnam Management</b> 1994-Present	Co-Head of Fixed Income Previously, Team Leader, Portfolio Construction
Michael Atkin	2007	<b>Putnam Management</b> 1997-Present	Portfolio Manager Previously, Director of Sovereign Research
Michael Salm	2011	<b>Putnam Management</b> 1997-Present	Co-Head of Fixed Income Previously, Team Leader, Liquid Markets and Mortgage Specialist
Paul Scanlon	2005	<b>Putnam Management</b> 1999-Present	Co-Head of Fixed Income Previously, Team Leader, U.S. High Yield

(a)(2) **Other Accounts Managed by the Fund's Portfolio Managers.**

The following table shows the number and approximate assets of other investment accounts (or portions of investment accounts) that the fund's Portfolio Managers managed as of the fund's most recent fiscal year-end. Unless noted, none of the other accounts pays a fee based on the account's performance.

<b>Portfolio Leader or Member</b>	<b>Other SEC-registered open-end and closed-end funds</b>	<b>Other accounts that pool assets from more than one client</b>	<b>Other accounts (including separate accounts, managed account programs and single-sponsor defined contribution plan offerings)</b>
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	Number of accounts	Assets	Number of accounts	Assets	Number of accounts	Assets
William Kohli	18*	\$6,378,800,000	18	\$3,025,700,000	15**	\$9,417,000,000
Michael Salm	27*	\$14,711,000,000	31	\$7,772,100,000	19**	\$5,162,100,000
Michael Atkin	7	\$3,937,600,000	7	\$1,904,900,000	9**	\$2,457,800,000
Paul Scanlon	28*	\$10,913,800,000	37	\$9,004,400,000	26	\$13,861,000,000

\* 4 accounts, with total assets of \$1,332,400,000, pay an advisory fee based on account performance.

\*\* 1 accounts, with total assets of \$491,400,000 pay an advisory fee based on account performance.

Potential conflicts of interest in managing multiple accounts. Like other investment professionals with multiple clients, the fund's Portfolio Managers may face certain potential conflicts of interest in connection with managing both the fund and the other accounts listed under "Other Accounts Managed by the Fund's Portfolio Managers" at the same time. The paragraphs below describe some of these potential conflicts, which Putnam Management believes are faced by investment professionals at most major financial firms. As described below, Putnam Management and the Trustees of the Putnam funds have adopted compliance policies and procedures that attempt to address certain of these potential conflicts.

The management of accounts with different advisory fee rates and/or fee structures, including accounts that pay advisory fees based on account performance ("performance fee accounts"), may raise potential conflicts of interest by creating an incentive to favor higher-fee accounts. These potential conflicts may include, among others:

- The most attractive investments could be allocated to higher-fee accounts or performance fee accounts.
- The trading of higher-fee accounts could be favored as to timing and/or execution price. For example, higher-fee accounts could be permitted to sell securities earlier than other accounts when a prompt sale is desirable or to buy securities at an earlier and more opportune time.
- The trading of other accounts could be used to benefit higher-fee accounts (front- running).
- The investment management team could focus their time and efforts primarily on higher-fee accounts due to a personal stake in compensation.

Putnam Management attempts to address these potential conflicts of interest relating to higher-fee accounts through various compliance policies that are generally intended to place all accounts, regardless of fee structure, on the same footing for investment management purposes. For example, under Putnam Management's policies:

- Performance fee accounts must be included in all standard trading and allocation procedures with all other accounts.

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- All accounts must be allocated to a specific category of account and trade in parallel with allocations of similar accounts based on the procedures generally applicable to all accounts in those groups (e.g., based on relative risk budgets of accounts).
- All trading must be effected through Putnam's trading desks and normal queues and procedures must be followed (i.e., no special treatment is permitted for performance fee accounts or higher-fee accounts based on account fee structure).
- Front running is strictly prohibited.
- The fund's Portfolio Manager(s) may not be guaranteed or specifically allocated any portion of a performance fee.

As part of these policies, Putnam Management has also implemented trade oversight and review procedures in order to monitor whether particular accounts (including higher-fee accounts or performance fee accounts) are being favored over time.

Potential conflicts of interest may also arise when the Portfolio Manager(s) have personal investments in other accounts that may create an incentive to favor those accounts. As a general matter and subject to limited exceptions, Putnam Management's investment professionals do not have the opportunity to invest in client accounts, other than the Putnam funds. However, in the ordinary course of business, Putnam Management or related persons may from time to time establish "pilot" or "incubator" funds for the purpose of testing proposed investment strategies and products prior to offering them to clients. These pilot accounts may be in the form of registered investment companies, private funds such as partnerships or separate accounts established by Putnam Management or an affiliate. Putnam Management or an affiliate supplies the funding for these accounts. Putnam employees, including the fund's Portfolio Manager(s), may also invest in certain pilot accounts. Putnam Management, and to the extent applicable, the Portfolio Manager(s) will benefit from the favorable investment performance of those funds and accounts. Pilot funds and accounts may, and frequently do, invest in the same securities as the client accounts. Putnam Management's policy is to treat pilot accounts in the same manner as client accounts for purposes of trading allocation — neither favoring nor disfavoring them except as is legally required. For example, pilot accounts are normally included in Putnam Management's daily block trades to the same extent as client accounts (except that pilot accounts do not participate in initial public offerings).

A potential conflict of interest may arise when the fund and other accounts purchase or sell the same securities. On occasions when the Portfolio Manager(s) consider the purchase or sale of a security to be in the best interests of the fund as well as other accounts, Putnam Management's trading desk may, to the extent permitted by applicable laws and regulations, aggregate the securities to be sold or purchased in order to obtain the best execution and lower brokerage commissions, if any. Aggregation of trades may create the potential for unfairness to the fund or another account if one account is favored over another in allocating the securities purchased or sold — for example, by allocating a disproportionate amount of a security that is likely to increase in value to a favored account. Putnam Management's trade allocation policies generally provide that each day's transactions in securities that are purchased or sold by multiple accounts are, insofar as possible, averaged as to price and allocated between such accounts (including the fund) in a manner which in Putnam Management's opinion is equitable to each account and in accordance with the amount being purchased or sold by each account. Certain exceptions exist for specialty, regional or sector accounts. Trade allocations are reviewed on a periodic basis as part of Putnam Management's trade oversight procedures in an attempt to ensure fairness over time across accounts.

"Cross trades," in which one Putnam account sells a particular security to another account (potentially saving transaction costs for both accounts), may also pose a potential conflict of interest. Cross trades may be seen to involve a potential conflict of interest if, for example, one account is permitted to sell a security to another account at a higher price than an independent third party would pay, or if such trades result in more attractive investments being allocated to higher-fee accounts. Putnam Management and the fund's Trustees have adopted compliance procedures that provide that any



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Atkin,  
Michael J. 2016 \*

2015 \*

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Kohli, D.  
William 2016

2015

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Salm,  
Michael V. 2016 \*

2015 \*

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Scanlon,  
Paul D. 2016 \*

2015 \*

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(b) Not applicable

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

Registrant Purchase of Equity Securities

Period	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs*	Maximum Number (or Approximate Dollar Value) of Shares that May Yet Be Purchased under the Plans or Programs**
August 1 — August 31, 2015	967,158	\$5.01	967,158	5,275,270
September 1 — September 30, 2015	1,065,064	\$4.96	1,065,064	4,210,206
October 1 — October 7, 2015	—	—	—	4,210,206
October 8 — October 31, 2015	896,515	\$5.05	896,515	10,616,305
November 1 — November 30, 2015	461,352	\$5.06	461,352	10,154,953
December 1 — December 31, 2015	883,146	\$4.93	883,146	9,271,807

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January 1 — January 31, 2016	760,150	\$4.75	760,150	8,511,657
February 1 — February 28, 2016	852,776	\$4.55	852,776	7,658,881
March 1 — March 31, 2016	108,645	\$4.76	108,645	7,550,236
April 1 — April 30, 2016	—	—	—	7,550,236
May 1 — May 31, 2016	471,171	\$4.75	471,171	7,079,065
June 1 — June 30, 2016	470,920	\$4.71	470,920	6,608,145
July 1 — July 31, 2016	802,863	\$4.79	802,863	5,805,282

\* In October 2005, the Board of Trustees of the Putnam Funds initiated the closed-end fund share repurchase program, which, as subsequently amended, authorized the fund to repurchase of up to 10% of its fund's outstanding common shares over the two-years ending October 5, 2007. The Trustees have subsequently renewed the program on an annual basis. The program renewed by the Board in September 2014, which was in effect between October 8, 2014 and October 7, 2015, allowed the fund to repurchase up to 12,324,221 of its shares. The program renewed by the Board in September 2015, which is in effect between October 8, 2015 and October 7, 2016, allows the fund to repurchase up to 11,512,820 of its shares.

\* Information prior to October 7, 2015 is based on the total number of shares eligible for repurchase under the program, as amended through September 2014. Information from October 8, 2015 forward is based on the total number of shares eligible for repurchase under the program, as amended through September 2015.

In September 2016, the Trustees approved the renewal of the repurchase program of the fund to repurchase up to 10% of the outstanding common shares over the 12-month period ending October 7, 2017(based on shares outstanding as of October 7, 2016).

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

Not applicable

Item 11. Controls and Procedures:

(a) The registrant's principal executive officer and principal financial officer have concluded, based on their evaluation of the effectiveness of the design and operation of the registrant's disclosure controls and procedures as of a date within 90 days of the filing date of this report, that the design and operation of such procedures are generally effective to provide reasonable assurance that information required to be disclosed by the registrant in this report is recorded, processed, summarized and reported within the time periods specified in the Commission's rules and forms.

(b) Changes in internal control over financial reporting: Not applicable

Item 12. Exhibits:

(a)(1) The Code of Ethics of The Putnam Funds, which incorporates the Code of Ethics of Putnam Investments, is filed herewith.

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(a)(2) Separate certifications for the principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the Investment Company Act of 1940, as amended, are filed herewith.

(b) The certifications required by Rule 30a-2(b) under the Investment Company Act of 1940, as amended, are filed herewith.

SIGNATURES

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

Putnam Premier Income Trust

By (Signature and Title):

/s/ Janet C. Smith  
Janet C. Smith  
Principal Accounting Officer

Date: September 29, 2016

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/ Jonathan S. Horwitz  
Jonathan S. Horwitz  
Principal Executive Officer

Date: September 29, 2016

By (Signature and Title):

/s/ Steven D. Krichmar  
Steven D. Krichmar  
Principal Financial Officer

Date: September 29, 2016