MFS SPECIAL VALUE TRUST Form N-Q September 26, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF

REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-5912

MFS SPECIAL VALUE TRUST

(Exact name of registrant as specified in charter)

500 Boylston Street, Boston, Massachusetts 02116

(Address of principal executive offices) (Zip code)

Susan S. Newton

Massachusetts Financial Services Company

500 Boylston Street

Boston, Massachusetts 02116

(Name and address of agents for service)

Registrant s telephone number, including area code: (617) 954-5000

Date of fiscal year end: October 31

Date of reporting period: July 31, 2012

ITEM 1. SCHEDULE OF INVESTMENTS.

QUARTERLY REPORT

July 31, 2012

MFS® SPECIAL VALUE TRUST

PORTFOLIO OF INVESTMENTS

7/31/12 (unaudited)

The Portfolio of Investments is a complete list of all securities owned by your fund. It is categorized by broad-based asset classes.

Issuer	Shares/Par		Value (\$)	
Bonds - 72.5%				
Aerospace - 1.4%				
Bombardier, Inc., 7.5%, 2018 (n)	\$	105,000	•	115,466
Bombardier, Inc., 7.5%, 2010 (n) Bombardier, Inc., 7.75%, 2020 (n)	φ	55,000	φ	61,806
CPI International, Inc., 8%, 2018		115,000		108,100
Heckler & Koch GmbH, 9.5%, 2018 (z)	ELID	100,000		89,204
				139,588
Huntington Ingalls Industries, Inc., 7.125%, 2021	\$	130,000		
Kratos Defense & Security Solutions, Inc., 10%, 2017		150,000		161,250
Agricultural Products - 0.4%			\$	675,414
Virgolino de Oliveira Finance Ltd., 10.5%, 2018	\$	200,000	\$	196,000
	-		-	-, -,
Apparel Manufacturers - 0.4%				
Hanesbrands, Inc., 8%, 2016	\$	50,000	\$	55,563
Hanesbrands, Inc., 6.375%, 2020		60,000		64,125
Jones Group, Inc., 6.875%, 2019		65,000		63,131
Levi Strauss & Co., 6.875%, 2022		15,000		15,431
			\$	198,250
Asset-Backed & Securitized - 0.3%	ф	220.051	ф	46.040
Banc of America Commercial Mortgage, Inc., FRN, 6.248%, 2051 (z)	\$	328,951	\$	46,843
Citigroup Commercial Mortgage Trust, FRN, 5.7%, 2049		220,000		50,041
Falcon Franchise Loan LLC, FRN, 5.459%, 2025 (i)(z)		123,045		19,318
JPMorgan Chase Commercial Mortgage Securities Corp., C, FRN, 6.049%, 2051		95,000		21,240
Morgan Stanley Capital I, Inc., FRN, 1.332%, 2039 (i)(z)		245,698		5,221
Preferred Term Securities XII Ltd., CDO, 0%, 2033 (a)(c)(z)		225,000		68
Preferred Term Securities XVI Ltd., CDO, 0%, 2035 (a)(c)(z)		300,000		30
Preferred Term Securities XVII Ltd., CDO, 0%, 2035 (a)(c)(z)		187,000		19
Automotive - 3.3%			\$	142,780
Accuride Corp., 9.5%, 2018	\$	180,000	¢	181,575
Actuate Corp., 9.5 %, 2018 Allison Transmission, Inc., 7.125%, 2019 (n)	φ	100,000	φ	105,125
Chrysler Group LLC/CG Co-Issuer, Inc., 8.25%, 2021		200,000		208,250
Ford Motor Co., 7.45%, 2031		35,000		43,444
Ford Motor Credit Co. LLC, 12%, 2015		445,000		549,920
General Motors Financial Co., Inc., 6.75%, 2018		20,000		22,019
Goodyear Tire & Rubber Co., 7%, 2022		40,000		40,850
IDQ Holdings, Inc., 11.5%, 2017 (z)		35,000		36,706
Jaguar Land Rover PLC, 8.125%, 2021 (n)		300,000		318,750
Lear Corp., 8.125%, 2020		36,000		40,545
			\$ 1	1,547,184
Basic Industry - 0.2%			Ψ	.,,101
Trimas Corp., 9.75%, 2017	\$	80,000	\$	89,200
Broadcasting - 4.3%	Ψ	00,000	Ψ	07,200
Allbritton Communications Co., 8%, 2018	\$	55,000	\$	58,438
AMC Networks, Inc., 7.75%, 2021	-	71,000	- T	80,408
Clear Channel Communications, Inc., 9%, 2021		187,000		156,145
Clear Channel Worldwide Holdings, Inc., 7.625%, 2020 (n)		55,000		52,663
Clear Channel Worldwide Holdings, Inc., A , 7.625%, 2020 (n)		5,000		4,688
Hughes Network Systems LLC, 7.625%, 2021		70,000		77,350

Books continued Section continued Inel sat Bermuda Ld., I.1.5%, 2017 (p) \$2,000 \$10,000 Inel sat Bermuda Ld., I.1.5%, 2017 (p) \$2,000 \$10,000 Inel sat Bermuda Ld., I.1.5%, 2016 \$2,000 \$4,700 LBI Media Holdings, Inc., II.49, 2013 \$9,000 \$9,500 LBI Media Holdings, Inc., II.49, 2019 \$9,000 \$9,275 Liberty Media Corp., \$3,500, 2039 \$9,000 \$1,752 Liberty Media Corp., \$2,500, 2015 (p/c) \$11,675 \$10,007 Newport Television I.C., 138, 2017 (nyg) \$11,672 \$10,008 Newport Television I.C., 138, 2017 (nyg) \$11,672 \$10,008 Newport Television I.C., 138, 2017 (nyg) \$15,000 \$10,000 Sinclus Broadcast Group, I.c., \$43,758, 2018 \$15,000 \$10,000 Sinclus SA Madio, Inc., \$3,758, 2018 \$15,000 \$10,000 SillUS XM Radio, Inc., \$3,758, 2015 (n) \$15,000 \$10,000 SillUS XM Radio, Inc., \$3,758, 2015 (n) \$15,000 \$10,000 SillUS XM Radio, Inc., \$3,758, 2015 (n) \$15,000 \$10,000 SillUs XM Radio, Inc., \$3,758, 2015 (n) \$10,000 <th>Issuer</th> <th>Shares</th> <th>Par</th> <th>•</th> <th>Value (\$)</th>	Issuer	Shares	Par	•	Value (\$)
Incides Bermuda Lul, 11.5%, 2017 (c)	Bonds - continued				
Incisal alemuda Lud., 11.5%, 2017 (p)	Broadcasting - continued				
Intelsal Askson Holdings, Inc., 114, 2013 \$14,000 60,000 LBI Media Holdings, Inc., 114, 2013 \$14,000 60,000 LBI Media, Inc., 8, 85%, 2017 (r) \$5,000 99,275 Liberty Media Corp, 8, 25%, 2029 \$5,000 \$15,752 Liberty Media Corp, 8, 25%, 2017 (n) \$15,527 160,678 Newport Television LLC, 13%, 2017 (n) (p) \$14,372 \$22,590 Sinclair Broadcast Group, Inc., 9,25%, 2017 (n) \$5,000 \$1,500 Sinclair Broadcast Group, Inc., 9,25%, 2017 (n) \$5,000 \$16,300 Sirilly XM Radio, Inc., 13%, 2014 (n) \$5,000 \$1,500 SIRUS XM Radio, Inc., 37%, 2018 (n) \$15,000 \$1,917 SIRUS XM Radio, Inc., 7,625%, 2018 (n) \$15,000 \$1,917 SIRUS XM Radio, Inc., 7,625%, 2019 (n) \$2,000 \$2,000 Univision Communications, Inc., 8375%, 2019 (n) \$2,000 \$2,000 Univision Communications, Inc., 8375%, 2016 \$15,000 \$13,000 E*TRADE Financial Corp., 2 25%, 2017 \$15,000 \$15,800 Building -1.2% \$15,000 \$15,800 \$15,800 Building -1.2%	Intelsat Bermuda Ltd., 11.25%, 2017	\$ 205	000	\$	213,200
BB Media Holdings, Inc., 1745, 2013 19,000 19,757 15,150 19,500 19,757 15,150 19,500 19,757 15,150 19,500 19,757 15,150 19,500 19,757 15,150 19,750 15,757 16,078 15,757 16,078 114,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 122,590 144,372 142,590 144,372 142,590 144,372 142,590 142,59	Intelsat Bermuda Ltd., 11.5%, 2017 (p)	125	000		130,000
BIM Media Inc., 25%, 2017 (2)					
Liberty Media Corp. 8.25%, 2009 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,750 50,000 51,					
Disbry Media Corp. 825%, 2015 (p)(2)					
Local TV Finance LLC, 92.5%, 2015 (pigz) 175.727 100.678 Nexport Television LLC, 13%, 2017 (pigp) 114.372 122.958 Nextat Broadcasting Group, Inc., 8.875%, 2017 55.000 55.000 Sinclair Broadcast Group, Inc., 8.875%, 2018 15.000 16.350 SIRIUS XM Radio, Inc., 13%, 2014 (p) 55.000 17.150 SIRIUS XM Radio, Inc., 13%, 2015 (p) 75.000 18.1375 SIRIUS XM Radio, Inc., 15%, 2015 (p) 18.000 25.000 SIRIUS XM Radio, Inc., 15%, 2016 (p) 25.000 26.000 Univision Communications, Inc., 6875%, 2020 (p) 25.000 26.000 Univision Communications, Inc., 85%, 2021 (p) 18.000 80.000 Univision Communications, Inc., 85%, 2021 (p) 18.000 80.000 Univision Communications, Inc., 85%, 2021 (p) 18.000 80.000 Univision Communications, Inc., 85%, 2021 (p) 18.000 18.290 E*TRADE Financial Corp., 125%, 2015 \$155.000 \$15.500 \$15.829 E*TRADE Financial Corp., 125%, 2016 \$45.000 \$14.000 19.000 21.755 Building Anterials Holding Corp., 7%, 2020 (p)					
Newport Television LLC, 13%, 2017 (n)(p)	•				
Nextar Broadcasting Group, Inc., 8.875%, 2017 (n) 50,000 51,000 Sinclair Broadcast Group, Inc., 8.375%, 2018 15,000 16,350 SIRILIS XM Radio, Inc., 18.9, 2014 (n) 65,000 71,215 SIRIUS XM Radio, Inc., 8.75%, 2015 (n) 105,000 119,175 SIRIUS XM Radio, Inc., 7.625%, 2018 (n) 75,000 18,137 Townsquare Radio LLC, 9%, 2019 (n) 40,000 22,000 Univision Communications, Inc., 6875%, 2019 (n) 20,000 25,000 Univision Communications, Inc., 85784, 2020 (n) 30,000 86,200 Univision Communications, Inc., 8588, 2021 (n) 30,000 86,200 Univision Communications, Inc., 8589, 2021 (n) 30,000 86,200 Univision Communications, Inc., 8589, 2021 (n) 130,000 131,000 E*TRADE Financial Corp., 78.7596, 2015 \$15,000 \$18,294 E*TRADE Financial Corp., 78.7596, 2017 90,000 \$20,000 Building Alacrials Holding Corp., 7%, 2020 (n) \$45,000 \$49,050 CEMEX SAA, 92.95%, 2020 30,000 154,000 49,050 CEMEX SAS, 92.95%, 2020 30,000 154,000 49,05					
Sinclair Broadcast Group, Inc., 25%, 2017 (n) 55,000 16,308 Sinclair Broadcast Group, Inc., 8,75%, 2018 15,000 16,500 SIRILIS XM Radio, Inc., 13%, 2014 (n) 65,000 72,150 SIRILIS XM Radio, Inc., 13%, 2014 (n) 75,000 81,375 SIRILIS XM Radio, Inc., 7,625%, 2018 (n) 75,000 26,000 Univision Communications, Inc., 6,875%, 2019 (n) 25,000 26,000 Univision Communications, Inc., 8,57%, 2020 (n) 30,000 36,200 Univision Communications, Inc., 85%, 2021 (n) 310,000 310,000 Brokerage & Asset Managers - 0.8% 2 203,000 E**TRADE Financial Corp., 7,875%, 2015 155,000 \$ 18,204 E**TRADE Financial Corp., 7,875%, 2017 91,000 21,500 Building Allerial Holding Corp., 794, 2020 (n) \$ 45,000 \$ 94,000 CEMEX S.A., 9,25%, 2020 30,000 114,400 DS supply, 16, 8, 125%, 2019 (n) 45,000 30,000 124,00 DS supply, 16, 8, 125%, 2016 (n) 45,000 47,800 47,800 CEMEX S.A., 9, 25%, 2021 (n) 45,000 47,800 47,800	•				
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Townsquare Radio LLC, 9%, 2019 (2) 40,000 42,300 Univision Communications, Inc., 7875%, 2019 (n) 80,000 86,200 Univision Communications, Inc., 85%, 2021 (n) 130,000 131,300 Brokerage & Asset Managers - 0.8% \$2,000,500 E*TRADE Financial Corp., 7875%, 2015 \$155,000 \$158,294 E*TRADE Financial Corp., 12.5%, 2017 90,000 21,755 Building - 1.2% \$45,000 \$45,000 \$49,050 CEMEX S.A., 9.25%, 2020 30,000 11,440 19,000 124,050 Masonic International Corp., 8.25%, 2021 (n) 90,000 124,000 49,050 CEMEX S.A., 9.25%, 2020 105,000 19,200 105,000 19,200 Masonic International Corp., 8.25%, 2021 (n) 105,000 32,075 105,000 12,000 12,050 Roofing Supply Group LLC/Roofing Supply Finance, Inc., 10%, 2020 (n) 30,000 32,175 12,000 47,860 18,000 32,175 12,000 12,050 14,000 14,400 10,000 32,175 12,000 12,050 14,000 14,000 10,000 16,					
Inivision Communications, Inc., 6878, 2019 (n) 25,00 26,000 Univision Communications, Inc., 7875%, 2021 (n) 80,000 86,200 Univision Communications, Inc., 8.5%, 2021 (n) 130,000 131,300 Brokerage & Asset Managers - 0.8% \$2,030,950 E*TRADE Financial Corp., 7.875%, 2015 \$155,000 \$158,294 E*TRADE Financial Corp., 12.5%, 2017 90,000 217,550 Building - 1.2% \$45,000 \$45,000 \$14,000 Building Materials Holding Corp., 7%, 2020 (n) \$45,000 \$49,050 MB Soulis International Corp. 82.5%, 2019 (n) \$45,000 \$49,050 MB sonite International Corp. 82.5%, 2021 (n) \$105,000 \$19,200 Norte, I. Inc., 8.12%, 2019 (n) \$10,000 \$14,500 \$49,050 Masonite International Corp. 82.5%, 2021 (n) \$30,000 \$2,175 Norte, I. Inc., 8.12%, 2021 (n) \$10,000 \$14,500 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000 \$45,000<		75	000		81,375
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Univision Communications, Inc., 8.5%, 2021 (m) 130,000 131,300 Brokerage & Asset Managers - 0.8% \$2,030,950 E*TRADE Financial Corp., 7.875%, 2015 \$155,000 \$158,294 E*TRADE Financial Corp., 12.5%, 2017 \$90,000 \$217,550 Building - 1.2% \$375,844 Building Materials Holding Corp., 7%, 2020 (n) \$45,000 \$49,050 CEMEX SA., 25%, 2020 \$3000 \$114,400 HD Supply, Inc., 8.125%, 2019 (n) 45,000 \$49,050 Masonite International Corp., 8.25%, 2021 (n) 150,000 109,200 Nortek, Inc., 8.5%, 2021 \$30,000 32,175 USG Corp., 7.875%, 2020 (n) \$30,000 32,175 USG Corp., 7.875%, 2020 (n) \$56,244 Business Services - 0.8% \$56,244 Ceridian Corp., 825%, 2015 (p) \$70,000 \$69,475 Ceridian Corp., \$25%, 2015 (p) \$70,000 \$69,475 Ceridian Corp., \$25%, 2015 (p) \$70,000 \$10,500 Lordian Corp., \$25%, 2015 (p) \$20,000 \$21,500 Ceridian Corp., \$375%, 2019 \$20,000 \$21,500	Univision Communications, Inc., 6.875%, 2019 (n)				26,000
Section					
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Issuer	Sh	ares/Par		Value (\$)
Bonds - continued				
Cable TV - continued				
Virgin Media Finance PLC, 9.5%, 2016	\$	42,000	\$	46,988
Ziggo Bond Co. B.V., 8%, 2018 (n)	EUR	100,000		134,114
			\$	1,019,540
Chemicals - 1.8%	ф	65.000	ф	G1 1G5
Celanese U.S. Holdings LLC, 6.625%, 2018	\$	65,000	\$	71,175
Hexion U.S. Finance Corp./Hexion Nova Scotia Finance, 8.875%, 2018		120,000		121,500
Hexion U.S. Finance Corp./Hexion Nova Scotia Finance, 9%, 2020		25,000		21,125
Huntsman International LLC, 8.625%, 2021		80,000		92,000
INEOS Group Holdings PLC, 8.5%, 2016 (n)		150,000		135,750
Momentive Performance Materials, Inc., 12.5%, 2014		193,000		201,203
Momentive Performance Materials, Inc., 11.5%, 2016		167,000		114,813
Polypore International, Inc., 7.5%, 2017		100,000		107,000
			\$	864,566
Computer Software - 1.0%		220.000		240 176
Lawson Software, Inc., 11.5%, 2018 (n)	\$	220,000	\$	249,150
Lawson Software, Inc., 9.375%, 2019 (n)		20,000		21,400
Syniverse Holdings, Inc., 9.125%, 2019		125,000		136,563
TransUnion Holding Co., Inc., 9.625%, 2018 (n)(p)		45,000		48,600
TransUnion LLC/TransUnion Financing Corp., 11.375%, 2018		15,000		17,681
			\$	473,394
Computer Software - Systems - 0.8%			_	
Audatex North America, Inc., 6.75%, 2018 (n)	\$	40,000	\$	42,700
CDW LLC/CDW Finance Corp., 12.535%, 2017		55,000		58,988
CDW LLC/CDW Finance Corp., 8.5%, 2019		150,000		159,000
DuPont Fabros Technology, Inc., REIT, 8.5%, 2017		95,000		104,738
			\$	365,426
Conglomerates - 0.9%	ф	105.000	ф	106 100
Amsted Industries, Inc., 8.125%, 2018 (n)	\$	185,000	\$	196,100
Dynacast International LLC, 9.25%, 2019		75,000		77,438
Griffon Corp., 7.125%, 2018		150,000		156,750
			\$	430,288
Consumer Products - 0.6%	ф	15 000	¢.	16 105
ACCO Brands Corp., 6.75%, 2020	\$	15,000	\$	16,125
Easton-Bell Sports, Inc., 9.75%, 2016		85,000		92,863
Elizabeth Arden, Inc., 7.375%, 2021		90,000		99,000
FGI Operating Co./FGI Finance, Inc., 7.875%, 2020 (z)		5,000		5,275
Libbey Glass, Inc., 6.875%, 2020 (n)		30,000		31,650
Prestige Brands, Inc., 8.125%, 2020 (n)		10,000		11,063
			\$	255,976
Consumer Services - 0.3%	th.	145 000	d.	157 (00
Service Corp. International, 7%, 2019	\$	145,000	\$	157,688
Containers - 1.2%	th.	200.000	ф	200.250
Ardagh Packaging Finance PLC, 9.125%, 2020 (n)	\$	200,000	\$	208,250
Consolidated Container Co. LLC/Consolidated Container Finance, Inc., 10.125%, 2020 (z)		35,000		36,488
Reynolds Group, 7.125%, 2019		175,000		185,938
Reynolds Group, 8.5%, 2021		115,000		112,988
Sealed Air Corp., 8.125%, 2019 (n)		15,000		16,838
Sealed Air Corp., 8.375%, 2021 (n)		15,000		17,100
			\$	577,602

Issuer	SI	ares/Par	,	Value (\$)
Bonds - continued				
Defense Electronics - 0.3%				
Ducommun, Inc., 9.75%, 2018	\$	98,000	\$	101,430
ManTech International Corp., 7.25%, 2018	-	20,000	-	21,150
		20,000		21,100
			\$	122,580
Electrical Equipment - 0.2%				
Avaya, Inc., 9.75%, 2015	\$	110,000	\$	85,800
Avaya, Inc., 7%, 2019 (n)		25,000		22,531
Electronics - 0.9%			\$	108,331
Freescale Semiconductor, Inc., 9.25%, 2018 (n)	\$	210,000	¢	224,700
Nokia Corp., 5.375%, 2019	φ	80,000	φ	62,084
Sensata Technologies B.V., 6.5%, 2019 (n)		105,000		109,463
Sensata Technologies B. V., 0.3%, 2019 (II)		103,000		109,403
			\$	396,247
Emerging Market Quasi-Sovereign - 0.7%				
Banco de la Provincia de Buenos Aires, 11.75%, 2015 (n)	\$	124,000	\$	91,760
OAO Gazprom, 9.625%, 2013		60,000		62,880
Petroleos de Venezuela S.A., 5.25%, 2017		250,000		181,575
			\$	336,215
Emerging Market Sovereign - 0.6%				
Republic of Argentina, 7%, 2015	\$	230,000	\$	189,443
Republic of Venezuela, 7%, 2038		160,000		106,720
			\$	296,163
Energy - Independent - 4.3%				
ATP Oil & Gas Corp., 11.875%, 2015	\$	110,000	\$	42,350
BreitBurn Energy Partners LP, 8.625%, 2020		50,000		53,375
BreitBurn Energy Partners LP, 7.875%, 2022 (n)		55,000		55,550
Carrizo Oil & Gas, Inc., 8.625%, 2018		45,000		48,713
Chaparral Energy, Inc., 7.625%, 2022 (n)		65,000		68,088
Chesapeake Energy Corp., 6.875%, 2020		60,000		59,400
Concho Resources, Inc., 8.625%, 2017		25,000		27,625
Denbury Resources, Inc., 8.25%, 2020		135,000		151,875
Energy XXI Gulf Coast, Inc., 9.25%, 2017		165,000		182,738
Everest Acquisition LLC/Everest Acquisition Finance, Inc., 9.375%, 2020 (n)		245,000		263,681
EXCO Resources, Inc., 7.5%, 2018		150,000		135,750
Harvest Operations Corp., 6.875%, 2017 (n)		30,000		32,175
Hilcorp Energy I/Hilcorp Finance Co., 8%, 2020 (n)		40,000		44,100
Laredo Petroleum, Inc., 9.5%, 2019		65,000		73,450
LINN Energy LLC, 8.625%, 2020		20,000		21,700
LINN Energy LLC, 7.75%, 2021		20,000		21,100
Newfield Exploration Co., 6.875%, 2020		55,000		60,225
OGX Petroleo e Gas Participacoes S.A., 8.5%, 2018 (n)		220,000		193,875
Pioneer Natural Resources Co., 7.5%, 2020		27,000		33,547
Plains Exploration & Production Co., 8.625%, 2019		90,000		101,250
QEP Resources, Inc., 6.875%, 2021		80,000		90,400
SandRidge Energy, Inc., 8%, 2018 (n)		235,000		244,400
Whiting Petroleum Corp., 6.5%, 2018		20,000		21,450
Energy - Integrated - 0.2%			\$ 2	2,026,817
Pacific Rubiales Energy Corp., 7.25%, 2021 (n)	¢	100,000	\$	112,500
Tablic Tablic Energy Corp., 7.25 /6, 2021 (ii)	Ψ	100,000	Ψ	112,500

Issuer	Shares/Par		Value (\$)	
Bonds - continued				
Engineering - Construction - 0.2%				
B-Corp. Merger Sub, Inc., 8.25%, 2019 (n)	\$	85,000	\$	85,000
	Ψ	02,000	Ψ	02,000
Entertainment - 0.9%	ф.	100.000		105 200
AMC Entertainment, Inc., 8.75%, 2019	\$	180,000	\$	195,300
AMC Entertainment, Inc., 9.75%, 2020		105,000		113,925
Cinemark USA, Inc., 8.625%, 2019		75,000		83,625
NAI Entertainment Holdings LLC, 8.25%, 2017 (n)		40,000		44,500
			\$	437,350
Financial Institutions - 3.4%				,
Ally Financial, Inc., 5.5%, 2017	\$	120,000	\$	125,012
CIT Group, Inc., 7%, 2017 (n)		82,541		82,954
CIT Group, Inc., 5.25%, 2018		40,000		42,350
CIT Group, Inc., 6.625%, 2018 (n)		119,000		130,305
CIT Group, Inc., 5.5%, 2019 (n)		118,000		124,490
Credit Acceptance Corp., 9.125%, 2017		105,000		116,025
GMAC, Inc., 8%, 2031		20,000		23,950
Icahn Enterprise LP, 8%, 2018 (z)		16,000		17,000
Icahn Enterprises LP, 8%, 2018		96,000		102,000
International Lease Finance Corp., 7.125%, 2018 (n)		137,000		154,981
Nationstar Mortgage LLC/Capital Corp., 10.875%, 2015		320,000		345,600
PHH Corp., 9.25%, 2016		115,000		124,200
SLM Corp., 8.45%, 2018		25,000		28,500
SLM Corp., 8%, 2020		130,000		145,925
SLM Corp., 7.25%, 2022		15,000		16,064
Food & Beverages - 1.3%			\$ 1	1,579,356
ARAMARK Corp., 8.5%, 2015	\$	105,000	\$	107,495
B&G Foods, Inc., 7.625%, 2018		130,000		140,400
Constellation Brands, Inc., 7.25%, 2016		55,000		62,838
JBS USA LLC/JBS USA Finance, 8.25%, 2020 (n)		25,000		24,905
Pinnacle Foods Finance LLC, 9.25%, 2015		130,000		132,925
Pinnacle Foods Finance LLC, 8.25%, 2017		30,000		32,063
TreeHouse Foods, Inc., 7.75%, 2018		80,000		86,400
			¢	597.026
Forest & Paper Products - 1.1%			\$	587,026
Boise, Inc., 8%, 2020	\$	105,000	\$	118,388
Cascades, Inc., 7.75%, 2017		70,000		72,450
Georgia-Pacific Corp., 8%, 2024		28,000		38,457
Graphic Packaging Holding Co., 7.875%, 2018		65,000		72,150
Millar Western Forest Products Ltd., 8.5%, 2021		25,000		19,250
Smurfit Kappa Group PLC, 7.75%, 2019 (n)	EU	R 50,000		66,749
Tembec Industries, Inc., 11.25%, 2018	\$	50,000		51,875
Tembec Industries, Inc., 11.25%, 2018 (n)		5,000		5,188
Xerium Technologies, Inc., 8.875%, 2018		100,000		82,500
			\$	527,007
Gaming & Lodging - 3.2%				
Boyd Gaming Corp., 7.125%, 2016	\$	87,000	\$	83,955
Caesars Operating Escrow LLC, 8.5%, 2020 (n)		25,000		25,094
Choice Hotels International, Inc., 5.75%, 2022		15,000		15,975
Fontainebleau Las Vegas Holdings LLC, 10.25%, 2015 (a)(d)(n)		290,000		181
GWR Operating Partnership LLP, 10.875%, 2017		85,000		96,050

Issuer	Shares/Par		Value (\$)	
Bonds - continued				
Gaming & Lodging - continued				
Harrah s Operating Co., Inc., 11.25%, 2017	\$	210,000	\$	227,325
Harrah s Operating Co., Inc., 10%, 2018		66,000		41,910
Host Hotels & Resorts, Inc., 5.25%, 2022 (n)		55,000		58,231
Isle of Capri Casinos, Inc., 8.875%, 2020 (z)		40,000		40,050
MGM Mirage, 6.625%, 2015		40,000		41,350
MGM Mirage, 7.5%, 2016		20,000		20,675
MGM Resorts International, 11.375%, 2018		235,000		271,425
MGM Resorts International, 9%, 2020		45,000		50,119
Penn National Gaming, Inc., 8.75%, 2019		160,000		177,000
Pinnacle Entertainment, Inc., 8.75%, 2020		50,000		54,375
Rivers Pittsburgh Borrower LP/Rivers Pittsburgh Finance Corp., 9.5%, 2019 (n)		15,000		15,656
Seven Seas Cruises S. DE R.L., 9.125%, 2019		130,000		135,525
Wyndham Worldwide Corp., 7.375%, 2020		50,000		60,141
Wynn Las Vegas LLC, 7.75%, 2020		95,000		105,450
Laboration 1 000			\$ 3	1,520,487
Industrial - 1.0% Altra Holdings, Inc., 8.125%, 2016	\$	63,000	\$	67,253
·	Ф		Ф	90,313
Hillman Group, Inc., 10.875%, 2018 Hyva Global B.V., 8.625%, 2016 (n)		85,000 200,000		170,500
Mueller Water Products, Inc., 8.75%, 2020		74,000		82,695
SPL Logistics Escrow, LLC, 8.875%, 2020 (z)		45,000		45,900
51 2 20gistaes 25010 tt, 2220, 0.075 tt, 2020 (2)		13,000	\$	456,661
Insurance - 1.0%				
American International Group, Inc., 8.25%, 2018	\$		\$	123,202
American International Group, Inc., 8.175% to 2038, FRN to 2068		305,000		347,700
Incurrence Decements & Compiler 110			\$	470,902
Insurance - Property & Casualty - 1.1% Liberty Mutual Group, Inc., 10.75% to 2038, FRN to 2088 (n)	\$	235,000	Ф	325,475
XL Group PLC, 6.5% to 2017, FRN to 2049	Ф	205,000	Ф	177,838
AL Gloup FLC, 0.3% to 2017, PAN to 2049		203,000		177,030
International Market Quasi-Sovereign - 0.2%			\$	503,313
Irish Life & Permanent PLC, 3.6%, 2013 (e)(n)	\$	100,000	\$	98,854
Machinery & Tools - 1.0%				
Case Corp., 7.25%, 2016	\$	50,000	\$	55,500
Case New Holland, Inc., 7.875%, 2017		95,000		111,388
NESCO LLC/NESCO Holdings Corp., 11.75%, 2017 (z)		65,000		67,600
RSC Equipment Rental, Inc., 8.25%, 2021		140,000		151,900
UR Financing Escrow Corp., 5.75%, 2018 (n)		45,000		47,025
UR Financing Escrow Corp., 7.625%, 2022 (n)		48,000		51,060
Maior Deviles 0.000			\$	484,473
Major Banks - 0.8%	ď	50,000	¢	55 200
Bank of America Corp., 5.65%, 2018 PRS Control Trust II. 6.435% to 2024 FRN to 2040 (a)(d)	\$	50,000	\$	55,200
RBS Capital Trust II, 6.425% to 2034, FRN to 2049 (a)(d)		95,000		71,725
Royal Bank of Scotland Group PLC, 6.99% to 2017, FRN to 2049 (a)(d)(n)		100,000		81,500
Royal Bank of Scotland Group PLC, 7.648% to 2031, FRN to 2049		210,000		182,700

\$ 391,125

Issuer	Sh	ares/Par		Value (\$)
Bonds - continued				
Medical & Health Technology & Services - 5.4%				
Biomet, Inc., 10.375%, 2017 (p)	\$	50,000	\$	53,500
Biomet, Inc., 11.625%, 2017	Ψ	135,000	Ψ	145,294
Biomet, Inc., 6.5%, 2020 (z)		20,000		20,600
Davita, Inc., 6.625%, 2020		265,000		280,900
Fresenius Medical Care AG & Co. KGaA, 9%, 2015 (n)		120,000		138,450
HCA, Inc., 9%, 2014		320,000		355,200
HCA, Inc., 8.5%, 2019		200,000		225,375
HCA, Inc., 7.5%, 2022		90,000		101,025
HealthSouth Corp., 8.125%, 2020		175,000		193,594
Hologic, Inc., 6.25%, 2020 (z)		15,000		15,863
IASIS Healthcare LLC/IASIS Capital Corp., 8.375%, 2019		70,000		68,600
Physio-Control International, Inc., 9.875%, 2019 (z)		65,000		70,038
Select Medical Corp., 7.625%, 2015		75,000		75,750
Surgical Care Affiliates, Inc., 10%, 2017 (n)		185,000		188,238
Teleflex, Inc., 6.875%, 2019		50,000		53,125
Tenet Healthcare Corp., 9.25%, 2015		65,000		72,638
Truven Health Analytics, Inc., 10.625%, 2020 (z)		45,000		47,813
Universal Health Services, Inc., 7%, 2018		30,000		32,400
Universal Hospital Services, Inc., 8.5%, 2015 (p)		105,000		107,678
Universal Hospital Services, Inc., 7.625%, 2020 (z)		80,000		81,600
Universal Hospital Services, Inc., FRN, 4.111%, 2015		35,000		34,081
Vanguard Health Systems, Inc., 0%, 2016		2,000		1,360
Vanguard Health Systems, Inc., 8%, 2018		65,000		67,925
WP Rocket Merger Sub, Inc., 10.125%, 2019 (n)		100,000		98,000
			\$ 1	2,529,047
Metals & Mining - 1.1%			7	-,,
Arch Coal, Inc., 7.25%, 2020	\$	90,000	\$	78,075
Cloud Peak Energy, Inc., 8.25%, 2017		140,000		147,000
Cloud Peak Energy, Inc., 8.5%, 2019		85,000		89,888
Consol Energy, Inc., 8%, 2017		75,000		79,313
Consol Energy, Inc., 8.25%, 2020		50,000		53,125
Fortescue Metals Group Ltd., 8.25%, 2019 (n)		85,000		89,463
Natural Gas - Distribution - 0.3%			\$	536,864
AmeriGas Finance LLC, 6.75%, 2020	\$	80,000	\$	84,600
Ferrellgas LP/Ferrellgas Finance Corp., 6.5%, 2021	Ψ	60,000	Ψ	57,000
Tellengas Li /Tellengas i manec Corp., 0.5 %, 2021		00,000		37,000
Natural Gas - Pipeline - 1.7%			\$	141,600
Atlas Pipeline Partners LP, 8.75%, 2018	\$	160,000	¢	171,600
Crosstex Energy, Inc., 8.875%, 2018	φ	110,000	φ	116,600
El Paso Corp., 7%, 2017		105,000		120,312
El Paso Corp., 7.75%, 2032		105,000		120,312
Energy Transfer Equity LP, 7.5%, 2020		135,000		154,238
Enterprise Products Partners LP, 7.034% to 2018, FRN to 2068		40,000		43,600
Rockies Express Pipeline LLC, 5.625%, 2020 (n)		51,000		48,450
ROCKIES Express Pipeline LLC, 3.025%, 2020 (II)		31,000		40,430
Network & Telecom - 1.5%			\$	777,776
Cincinnati Bell, Inc., 8.25%, 2017	\$	30,000	\$	31,725
Citizens Communications Co., 9%, 2031	φ	65,000	φ	64,025
Eileme 2 AB, 11.625%, 2020 (n)		200,000		210,000
Frontier Communications Corp., 8.125%, 2018		70,000		76,300
10.11.01.01.01.01.01.01.01.01.01.01.01.0		70,000		70,500

Issuer	Sh	ares/Par	Value (\$)
Bonds - continued			
Network & Telecom - continued			
Qwest Communications International, Inc., 7.125%, 2018 (n)	\$	105,000	\$ 111,694
Telefonica S.A., 5.877%, 2019		25,000	23,509
Windstream Corp., 8.125%, 2018		20,000	21,350
Windstream Corp., 7.75%, 2020		105,000	111,825
Windstream Corp., 7.75%, 2021		40,000	42,800
•		·	·
			\$ 693,228
Oil Services - 1.4%		200.000	* 247 520
Afren PLC, 11.5%, 2016 (n)	\$	200,000	\$ 217,530
Chesapeake Energy Corp., 6.625%, 2019 (n)		35,000	31,850
Dresser-Rand Group, Inc., 6.5%, 2021		45,000	47,250
Edgen Murray Corp., 12.25%, 2015		150,000	151,500
Pioneer Energy Services Corp., 9.875%, 2018		115,000	123,625
Unit Corp., 6.625%, 2021 (z)		100,000	99,250
			¢ 671 005
Other Banks & Diversified Financials - 1.6%			\$ 671,005
Capital One Financial Corp., 10.25%, 2039	\$	130,000	\$ 134,550
Groupe BPCE S.A., 12.5% to 2019, FRN to 2049 (n)	Ψ	100,000	103,234
LBG Capital No. 1 PLC, 7.875%, 2020 (n)		200,000	187,587
Santander UK PLC, 8.963% to 2030, FRN to 2049		299,000	304,980
Summander GR 1 Ec, 6,505% to 2650, 1 RN to 2647		277,000	304,700
			\$ 730,351
Pharmaceuticals - 0.6%			ψ 750,551
Capsugel FinanceCo. SCA, 9.875%, 2019 (n)	EUR	100,000	\$ 136,574
Valeant Pharmaceuticals International, Inc., 6.5%, 2016 (n)	\$	35,000	37,100
Valeant Pharmaceuticals International, Inc., 7%, 2020 (n)	·	100,000	103,250
			\$ 276,924
Pollution Control - 0.1%	ф	60.000	Ф. 57.200
Heckmann Corp., 9.875%, 2018 (z)	\$	60,000	\$ 57,300
Printing & Publishing - 0.4%			
American Media, Inc., 13.5%, 2018 (z)	\$	23,764	\$ 22,516
Morris Publishing Group LLC, 10%, 2014		47,484	48,078
Nielsen Finance LLC, 11.5%, 2016		62,000	69,750
Nielsen Finance LLC, 7.75%, 2018		45,000	50,625
D. LE Asst			\$ 190,969
Real Estate - 0.5% CB Pichard Ellis Group, Inc., 11,625%, 2017	\$	120,000	¢ 125 450
CB Richard Ellis Group, Inc., 11.625%, 2017	Þ		\$ 135,450
CNL Lifestyle Properties, Inc., REIT, 7.25%, 2019		50,000	46,000
Kennedy Wilson, Inc., 8.75%, 2019		45,000	47,250
			\$ 228,700
Retailers - 1.8%			
Academy Ltd., 9.25%, 2019 (n)	\$	55,000	\$ 60,500
Burlington Coat Factory Warehouse Corp., 10%, 2019		100,000	106,125
J. Crew Group, Inc., 8.125%, 2019		85,000	87,444
Limited Brands, Inc., 6.9%, 2017		75,000	84,656
Limited Brands, Inc., 6.95%, 2033		40,000	39,150
Pantry, Inc., 8.375%, 2020 (z)		40,000	40,650
QVC, Inc., 7.375%, 2020 (n)		50,000	55,934
Rite Aid Corp., 9.25%, 2020		45,000	45,450
Sally Beauty Holdings, Inc., 6.875%, 2019		45,000	50,231

Issuer	Si	nares/Par	,	Value (\$)
Bonds - continued				
Retailers - continued				
Toys R Us Property Co. II LLC, 8.5%, 2017	\$	60,000	\$	64,800
Toys R Us, Inc., 10.75%, 2017		140,000		154,700
Yankee Acquisition Corp., 8.5%, 2015		2,000		2,033
YCC Holdings LLC/Yankee Finance, Inc., 10.25%, 2016 (p)		50,000		50,938
			\$	842,611
Specialty Chemicals - 0.1%			-	0.2,000
Koppers, Inc., 7.875%, 2019	\$	40,000	\$	43,600
Specialty Stores - 0.4%	ф	45.000	ф	11006
Gymboree Corp., 9.125%, 2018	\$	15,000	\$	14,006
Michaels Stores, Inc., 11.375%, 2016		125,000		132,345
Michaels Stores, Inc., 7.75%, 2018		50,000		53,563
			\$	199,914
Supermarkets - 0.1%			Ψ	,
SUPERVALU, Inc., 7.5%, 2014	\$	50,000	\$	47,625
Telecommunications - Wireless - 3.2%				
Clearwire Corp., 12%, 2015 (n)	\$	110,000	\$	103,950
Cricket Communications, Inc., 7.75%, 2016		95,000		100,700
Cricket Communications, Inc., 7.75%, 2020		125,000		119,375
Crown Castle International Corp., 9%, 2015		80,000		87,250
Crown Castle International Corp., 7.125%, 2019		50,000		54,875
Digicel Group Ltd., 10.5%, 2018 (n)		265,000		282,888
MetroPCS Wireless, Inc., 7.875%, 2018		50,000		53,000
Sprint Capital Corp., 6.875%, 2028		80,000		71,600
Sprint Nextel Corp., 6%, 2016		145,000		146,813
Sprint Nextel Corp., 8.375%, 2017		140,000		152,950
Sprint Nextel Corp., 9%, 2018 (n)		25,000		29,188
Wind Acquisition Finance S.A., 11.75%, 2017 (n)		350,000		290,500
			\$ 1	,493,089
Telephone Services - 0.4%	¢	45,000	¢	10 712
Cogent Communications Group, Inc., 8.375%, 2018 (n) Level 3 Financing, Inc., 9.375%, 2019	\$	45,000 90,000	\$	48,713 98,550
Level 3 Financing, Inc., 8.625%, 2020		45,000		48,263
Level 5 Financing, Inc., 8.025%, 2020		45,000		46,203
			¢	105 526
Transportation - 0.2%			\$	195,526
Navios South American Logistics. Inc., 9.25%, 2019	\$	112,000	\$	102,480
	Ψ	112,000	Ψ	102,100
Transportation - Services - 2.8%	_		_	
ACL I Corp., 10.625%, 2016 (p)	\$	145,207	\$	136,773
Aguila American Resources Ltd., 7.875%, 2018 (n)		150,000		159,000
Atlas Airlines, Inc. Pass-Through Certificates, B , 7.68%, 2015		46,464		44,141
Avis Budget Car Rental LLC, 8.25%, 2019 (n)		20,000		21,475
Avis Budget Car Rental LLC, 8.25%, 2019		45,000		48,319
Avis Budget Car Rental LLC, 9.75%, 2020		40,000		44,750
CEVA Group PLC, 8.375%, 2017 (n)		160,000		156,400
Commercial Barge Line Co., 12.5%, 2017		205,000		231,138
Navios Maritime Acquisition Corp., 8.625%, 2017		165,000		154,688
Navios Maritime Holdings, Inc., 8.875%, 2017 (z)		35,000		35,000
Navios Maritime Holdings, Inc., 8.875%, 2017		70,000		70,700
Swift Services Holdings, Inc., 10%, 2018		180,000		195,750
			\$:	,298,134

Issuer	Shares/Par			Value (\$)
Bonds - continued				
Utilities - Electric Power - 4.6%				
AES Corp., 8%, 2017	\$	175,000	\$	203,438
Atlantic Power Corp., 9%, 2018		60,000		62,550
Calpine Corp., 8%, 2016 (n)		125,000		135,469
Calpine Corp., 7.875%, 2020 (n)		120,000		135,300
Covanta Holding Corp., 7.25%, 2020		75,000		82,316
Covanta Holding Corp., 6.375%, 2022		25,000		26,832
Dolphin Subsidiary II, Inc., 7.25%, 2021 (n)		80,000		91,000
Edison Mission Energy, 7%, 2017		90,000		49,050
EDP Finance B.V., 6%, 2018 (n)		300,000		271,745
Energy Future Holdings Corp., 10%, 2020		180,000		194,625
Energy Future Holdings Corp., 10%, 2020		250,000		275,313
Energy Future Holdings Corp., 11.75%, 2022 (n)		85,000		87,975
GenOn Energy, Inc., 9.875%, 2020		165,000		180,675
NGC Corp. Capital Trust, 8.316%, 2027 (a)		275,000		41,250
NRG Energy, Inc., 8.25%, 2020		195,000		210,113
Texas Competitive Electric Holdings Co. LLC, 11.5%, 2020 (n)		125,000		92,500
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T-4-1 D J-				2,140,151
Total Bonds			\$ 3	4,060,771
Common Stocks - 23.2%				
Aerospace - 1.7%				
Lockheed Martin Corp.		4,540	\$	405,286
United Technologies Corp.		5,200		387,088
			\$	792,374
Alcoholic Beverages - 0.7%			_	
Diageo PLC, ADR		2,940	\$	314,286
Automotive - 0.4%				
Accuride Corp. (a)		2,414	\$	12,529
Delphi Automotive PLC (a)		6,410	Ψ	181,980
Delpiii Autoinouve i Lee (a)		0,410		101,700
			\$	194,509
Broadcasting - 0.9%				
New Young Broadcasting Holding Co., Inc. (a)		18	\$	52,200
Viacom, Inc., B		7,430		347,055
			\$	399,255
Brokerage & Asset Managers - 0.6%		1 700	ф	202.250
BlackRock, Inc.		1,723	\$	293,358
Business Services - 0.7%				
Accenture PLC, A		5,710	\$	344,313
Chemicals - 1.4%				
3M Co.		4,080	\$	372,218
PPG Industries, Inc.		2,460		269,272
			\$	641,490
Computer Software - 0.7%				
Oracle Corp.		11,590	\$	350,018

Issuer	Shares/Par	Value (\$)
Common Stocks - continued		
Computer Software - Systems - 0.9%		
International Business Machines Corp.	2,250	\$ 440,955
Electrical Equipment - 1.6%		
Danaher Corp.	7,130	\$ 376,535
Tyco International Ltd.	7,160	393,370
		\$ 769,905
Energy - Independent - 0.9%		+ 102,200
Occidental Petroleum Corp.	4,750	\$ 413,393
Energy - Integrated - 0.7% Exxon Mobil Corp.	3,890	\$ 337,847
	2,070	Ψ 227,017
Food & Beverages - 0.8%	0.010	¢ 270.647
General Mills, Inc.	9,810	\$ 379,647
General Merchandise - 0.9%		
Target Corp.	6,760	\$ 409,994
Insurance - 1.3%		
MetLife, Inc.	8,130	\$ 250,160
Travelers Cos., Inc.	5,900	369,635
		\$ 619,795
Machinery & Tools - 0.4%		+
Eaton Corp.	4,730	\$ 207,363
Major Banks - 2.3%		
Bank of New York Mellon Corp.	12,760	\$ 271,533
Goldman Sachs Group, Inc.	2,600 14,710	262,340 529,560
JPMorgan Chase & Co.	14,/10	329,300
		\$ 1,063,433
Medical Equipment - 0.6%	6.070	d 260 200
St. Jude Medical, Inc.	6,970	\$ 260,399
Other Banks & Diversified Financials - 0.5%		
Western Union Co.	14,330	\$ 249,772
Pharmaceuticals - 2.4%		
Abbott Laboratories	5,400	\$ 358,074
Johnson & Johnson	4,590	317,720
Pfizer, Inc.	18,160	436,566
		\$ 1,112,360
Printing & Publishing - 0.1%		h 22.05°
American Media Operations, Inc. (a)	6,090	\$ 33,800
Telecommunications - Wireless - 0.7% Vodafone Group PLC, ADR	11,260	\$ 323,725
Telephone Services - 0.8%		
AT&T, Inc.	9,800	\$ 371,616
·	.,	,

Issuer			Sha	ares/Par		Value (\$)
Common Stocks - continued						
Tobacco - 1.2%						
Philip Morris International, Inc.				6,220	\$	568,757
Total Common Stocks					\$ 1	0,892,364
Preferred Stocks - 0.3%						
Other Banks & Diversified Financials - 0.3%						
Ally Financial, Inc., 7% (z)				60	\$	53,918
GMAC Capital Trust I, 8.125%				3,325		81,064
Total Preferred Stocks					\$	134,982
Convertible Bonds - 0.2%						
Network & Telecom - 0.2%						
Nortel Networks Corp., 2.125%, 2014 (a)(d)			\$	105,000	\$	103,950
***			Ψ	105,000	Ψ	103,730
Convertible Preferred Stocks - 0.1%						
Automotive - 0.1%						
General Motors Co., 4.75%				1,690	\$	56,564
Floating Rate Loans (g)(r) - 0.1%						
Utilities - Electric Power - 0.1%						
Dynegy Midwest Generation LLC, Term Loan, 9.25%, 2017			\$	13,304	\$	13,608
Dynegy Power LLC, Term Loan, 9.25%, 2017				19,956		20,655
Total Floating Rate Loans					\$	34,263
	Strike	First				
	Price	Exercise				
Warrants - 0.1%						
Broadcasting - 0.1%						
New Young Broadcasting Holding Co., Inc. (1 share for 1 warrant) (a)	\$ 0.01	12/24/24		15	\$	43,500
Money Market Funds - 2.6%						
MFS Institutional Money Market Portfolio, 0.15%, at Net Asset Value (v)			1	,208,149	\$	1,208,149
Total Investments					\$4	6,534,543
Other Assets, Less Liabilities - 0.9%						440,569
Net Assets - 100.0%					\$ 4	6,975,112
1101 /155015 - 1000 /6					ΨΨ	0,773,112

- (a) Non-income producing security.
- (c) The rate shown represents a current effective yield, not a coupon rate.
- (d) In default. Interest and/or scheduled principal payment(s) have been missed.
- (e) Guaranteed by Minister for Finance of Ireland.
- (g) The rate shown represents a weighted average coupon rate on settled positions at period end, unless otherwise indicated.
- (i) Interest only security for which the fund receives interest on notional principal (Par amount). Par amount shown is the notional principal and does not reflect the cost of the security.
- (n) Securities exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in the ordinary course of business in transactions exempt from registration, normally to qualified institutional buyers. At period end, the aggregate value of these securities was \$9,739,429, representing 20.7% of net assets.
- (p) Payment-in-kind security.
- (r) Remaining maturities of floating rate loans may be less than stated maturities shown as a result of contractual or optional prepayments by the borrower. Such prepayments cannot be predicted with certainty. These loans may be subject to restrictions on resale. Floating rate loans generally have rates of interest which are determined periodically by reference to a base lending rate plus a premium.
- (v) Underlying affiliated fund that is available only to investment companies managed by MFS. The rate quoted for the MFS Institutional Money Market Portfolio is the annualized seven-day yield of the fund at period end.

Portfolio of Investments (unaudited) continued

(z) Restricted securities are not registered under the Securities Act of 1933 and are subject to legal restrictions on resale. These securities generally may be resold in transactions exempt from registration or to the public if the securities are subsequently registered. Disposal of these securities may involve time-consuming negotiations and prompt sale at an acceptable price may be difficult. The fund holds the following restricted securities:

	Acquisition		
Restricted Securities	Date	Cost	Value
Ally Financial, Inc., 7%	4/13/11-4/14/11	\$56,250	\$53,918
American Media, Inc., 13.5%, 2018	12/22/10	24,090	22,516
Banc of America Commercial Mortgage, Inc., FRN, 6.248%, 2051	6/19/08	240,903	46,843
Biomet, Inc., 6.5%, 2020	7/25/12	20,000	20,600
Ceridian Corp., 8.875%, 2019	6/28/12	20,000	21,050
Consolidated Container Co. LLC/Consolidated Container Finance, Inc., 10.125%, 2020	6/28/12-7/17/12	35,498	36,488
FGI Operating Co./FGI Finance, Inc., 7.875%, 2020	4/12/12	5,000	5,275
Falcon Franchise Loan LLC, FRN, 5.459%, 2025	1/29/03	9,148	19,318
Heckler & Koch GmbH, 9.5%, 2018	5/06/11	141,969	89,204
Heckmann Corp., 9.875%, 2018	4/04/12	59,678	57,300
Icahn Enterprise LP, 8%, 2018	7/09/12	16,873	17,000
Hologic, Inc., 6.25%, 2020	7/19/12	15,000	15,863
IDQ Holdings, Inc., 11.5%, 2017	3/20/12	34,337	36,706
Isle of Capri Casinos, Inc., 8.875%, 2020	7/26/12-8/06/12	40,200	40,050
LBI Media, Inc., 8.5%, 2017	7/18/07	89,102	19,575
Local TV Finance LLC, 9.25%, 2015	11/14/07-2/16/11	155,085	160,678
Morgan Stanley Capital I, Inc., FRN, 1.332%, 2039	7/20/04	6,494	5,221
Nara Cable Funding Ltd., 8.875%, 2018	1/26/12	194,197	176,000
Navios Maritime Holdings, Inc., 8.875%, 2017	6/27/12	35,000	35,000
NESCO LLC/NESCO Holdings Corp., 11.75%, 2017	4/05/12-6/15/12	64,584	67,600
Pantry, Inc., 8.375%, 2020	7/25/12	40,000	40,650
Physio-Control International, Inc., 9.875%, 2019	1/13/12-1/30/12	66,068	70,038
Preferred Term Securities XII Ltd., CDO, 0%, 2033	1/07/05	127,734	68
Preferred Term Securities XVI Ltd., CDO, 0%, 2035	12/08/04	187,576	30
Preferred Term Securities XVII Ltd., CDO, 0%, 2035	3/09/05	114,513	19
SPL Logistics Escrow, LLC, 8.875%, 2020	7/24/12	45,000	45,900
Townsquare Radio LLC, 9%, 2019	3/30/12	39,614	42,300
Truven Health Analytics, Inc., 10.625%, 2020	5/24/12-6/15/12	45,802	47,813
Unit Corp., 6.625%, 2021	7/12/12	98,752	99,250
Universal Hospital Services, Inc., 7.625%, 2020	7/24/12	80,000	81,600
Total Restricted Securities			\$1,373,873
% of Net assets			2.9%

The following abbreviations are used in this report and are defined:

Abbreviations indicate amounts shown in currencies other than the U.S. dollar. All amounts are stated in U.S. dollars unless otherwise indicated. A list of abbreviations is shown below:

EUR Euro

ADR American Depositary Receipt

CDO Collateralized Debt Obligation

FRN Floating Rate Note. Interest rate resets periodically and may not be the rate reported at period end.

PLC Public Limited Company

REIT Real Estate Investment Trust

Portfolio of Investments (unaudited) continued

Derivative Contracts at 7/31/12

Forward Foreign Currency Exchange Contracts at 7/31/12

	Туре	Currency	Counterparty	Contracts to Deliver/Receive	Settlement Date Range	In Exchange For	Contracts at Value	App	Unrealized preciation preciation)
]	Liability Deri	vatives							
	SELL	EUR	Goldman Sachs	174,240	10/12/12	\$ 213,152	\$ 214,574	\$	(1,422)
	SELL	EUR	UBS AG	174,240	10/12/12	213,252	214,574		(1,322)

\$ (2,744)

See attached supplemental information. For more information see notes to financial statements as disclosed in the most recent semiannual or annual report.

Supplemental Information

7/31/12 (unaudited)

(1) Investment Valuations

Equity securities, including restricted equity securities, are generally valued at the last sale or official closing price as provided by a third-party pricing service on the market or exchange on which they are primarily traded. Equity securities, for which there were no sales reported that day, are generally valued at the last quoted daily bid quotation as provided by a third-party pricing service on the market or exchange on which such securities are primarily traded. Debt instruments and floating rate loans (other than short-term instruments), including restricted debt instruments, are generally valued at an evaluated or composite bid as provided by a third-party pricing service. Short-term instruments with a maturity at issuance of 60 days or less generally are valued at amortized cost, which approximates market value. Forward foreign currency exchange contracts are generally valued at the mean of bid and asked prices for the time period interpolated from rates provided by a third-party pricing service for proximate time periods. Open-end investment companies are generally valued at net asset value per share. Securities and other assets generally valued on the basis of information from a third-party pricing service may also be valued at a broker/dealer bid quotation. Values obtained from third-party pricing services can utilize both transaction data and market information such as yield, quality, coupon rate, maturity, type of issue, trading characteristics, and other market data. The values of foreign securities and other assets and liabilities expressed in foreign currencies are converted to U.S. dollars using the mean of bid and asked prices for rates provided by a third-party pricing service.

The Board of Trustees has delegated primary responsibility for determining or causing to be determined the value of the fund s investments (including any fair valuation) to the adviser pursuant to valuation policies and procedures approved by the Board. If the adviser determines that reliable market quotations are not readily available, investments are valued at fair value as determined in good faith by the adviser in accordance with such procedures under the oversight of the Board of Trustees. Under the fund s valuation policies and procedures, market quotations are not considered to be readily available for most types of debt instruments and floating rate loans and many types of derivatives. These investments are generally valued at fair value based on information from third-party pricing services. In addition, investments may be valued at fair value if the adviser determines that an investment s value has been materially affected by events occurring after the close of the exchange or market on which the investment is principally traded (such as foreign exchange or market) and prior to the determination of the fund s net asset value, or after the halting of trading of a specific security where trading does not resume prior to the close of the exchange or market on which the security is principally traded. Events that occur on a frequent basis after foreign markets close (such as developments in foreign markets and significant movements in the U.S. markets) and prior to the determination of the fund s net asset value may be deemed to have a material effect on the value of securities traded in foreign markets. Accordingly, the fund s foreign equity securities may often be valued at fair value. The adviser generally relies on third-party pricing services or other information (such as the correlation with price movements of similar securities in the same or other markets; the type, cost and investment characteristics of the security; the business and financial condition of the issuer; and trading and other market data) to assist in determining whether to fair value and at what value to fair value an investment. The value of an investment for purposes of calculating the fund s net asset value can differ depending on the source and method used to determine value. When fair valuation is used, the value of an investment used to determine the fund s net asset value may differ from quoted or published prices for the same investment. There can be no assurance that the fund could obtain the fair value assigned to an investment if it were to sell the investment at the same time at which the fund determines its net asset value per share.

Various inputs are used in determining the value of the fund s assets or liabilities. These inputs are categorized into three broad levels. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment s level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The fund s assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the investment. Level 1 includes unadjusted quoted prices in active markets for identical assets or liabilities. Level 2 includes other significant observable market-based inputs (including quoted prices for similar securities, interest rates, prepayment speed, and credit risk). Level 3 includes unobservable inputs, which may include the adviser s own assumptions in determining the fair value of investments. Other financial instruments are derivative instruments not reflected in total investments, such as forward foreign currency exchange contracts. The following is a summary of the levels used as of July 31, 2012 in valuing the fund s assets or liabilities:

Investments at Value	Level 1	Level 2	Level 3	Total
Equity Securities				
United States	\$10,305,982	\$149,617	\$33,800	\$10,489,399
United Kingdom	638,011			638,011
Non-U.S. Sovereign Debt		731,232		731,232
Corporate Bonds		27,214,232		27,214,232
Commercial Mortgage-Backed Securities		142,663		142,663
Asset-Backed Securities (including CDOs)		117		117

Foreign Bonds		6,076,477		6,076,477
Floating Rate Loans		34,263		34,263
Mutual Funds	1,208,149			1,208,149
Total Investments	\$12,152,142	\$34,348,601	\$33,800	\$46,534,543
Other Financial Instruments				
Forward Foreign Currency Exchange Contracts		(2,744)		(2,744)

Supplemental Information (unaudited) continued

For further information regarding security characteristics, see the Portfolio of Investments.

The following is a reconciliation of level 3 assets for which significant unobservable inputs were used to determine fair value. The fund s policy is to recognize transfers between the levels as of the end of the period. The table presents the activity of level 3 securities held at the beginning and the end of the period.

	Equity
	Securities
Balance as of 10/31/11	\$79,962
Change in unrealized appreciation (depreciation)	(46,162)
Realized gain (loss)	0
Disposition of worthless securities	0
Balance as of 7/31/12	\$33,800

The net change in unrealized appreciation (depreciation) from investments still held as level 3 at July 31, 2012 is \$(46,162).

(2) Portfolio Securities

The cost and unrealized appreciation and depreciation in the value of the investments owned by the fund, as computed on a federal income tax basis, are as follows:

Aggregate cost	\$46,743,683
Gross unrealized appreciation	\$3,130,824
Gross unrealized depreciation	(3,339,964)
Net unrealized appreciation (depreciation)	\$(209,140)

The aggregate cost above includes prior fiscal year end tax adjustments, if applicable.

(3) Transactions in Underlying Affiliated Funds Affiliated Issuers

An affiliated issuer may be considered one in which the fund owns 5% or more of the outstanding voting securities, or a company which is under common control. For the purposes of this report, the fund assumes the following to be an affiliated issuer:

Underlying Affiliated Fund	Beginning	Acquisitions	Dispositions	Ending
	Shares/Par	Shares/Par	Shares/Par	Shares/Par
	Amount	Amount	Amount	Amount
MFS Institutional Money Market Portfolio	547,157	9,266,590	(8,605,598)	1,208,149
Underlying Affiliated Fund	Realized	Capital Gain	Dividend	Ending
	Gain (Loss)	Distributions	Income	Value
MFS Institutional Money Market Portfolio	\$	\$	\$1,052	\$1,208,149

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ITEM 2. CONTROLS AND PROCEDURES.

- (a) Based upon their evaluation of the effectiveness of the registrant s disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940 (the Act)) as conducted within 90 days of the filing date of this Form N-Q, the registrant s principal financial officer and principal executive officer have concluded that those disclosure controls and procedures provide reasonable assurance that the material information required to be disclosed by the registrant on this report is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission s rules and forms.
- (b) There were no changes in the registrant s internal controls over financial reporting (as defined in Rule 30a-3(d) under the Act) that occurred during the registrant s last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant s internal control over financial reporting.

ITEM 3. EXHIBITS.

File as exhibits as part of this Form a separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the Act (17 CFR 270.30a-2): Attached hereto.

Notice

A copy of the Amended and Restated Declaration of Trust, as amended, of the Registrant is on file with the Secretary of State of The Commonwealth of Massachusetts and notice is hereby given that this instrument is executed on behalf of the Registrant by an officer of the Registrant as an officer and not individually and the obligations of or arising out of this instrument are not binding upon any of the Trustees or shareholders individually, but are binding only upon the assets and property of the respective constituent series of the Registrant.

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.

Registrant: MFS SPECIAL VALUE TRUST

By (Signature and Title)*

JOHN M. CORCORAN

John M. Corcoran, President

Date: September 18, 2012

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)*

JOHN M. CORCORAN

John M. Corcoran, President

(Principal Executive Officer)

Date: September 18, 2012

By (Signature and Title)* DAVID L. DILORENZO

David L. DiLorenzo, Treasurer (Principal Financial Officer

and Accounting Officer)

Date: September 18, 2012

^{*} Print name and title of each signing officer under his or her signature.