

KENNAMETAL INC
Form 11-K
June 17, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 11-K
FOR ANNUAL REPORTS OF EMPLOYEE STOCK PURCHASE, SAVINGS AND SIMILAR
PLANS PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934
(Mark One)

ý ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
FOR THE FISCAL YEAR ENDED DECEMBER 31, 2013

.. TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF
1934

Commission File Number: 1-5318

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

KENNAMETAL RETIREMENT
INCOME SAVINGS PLAN

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

Kennametal Inc.
1600 Technology Way
P.O. Box 231
Latrobe, Pennsylvania 15650

KENNAMETAL RETIREMENT INCOME SAVINGS PLAN
INDEX TO FINANCIAL STATEMENTS

	Page
<u>Report of Independent Registered Public Accounting Firm</u>	<u>3</u>
Financial Statements:	
<u>Statements of Net Assets Available for Benefits December 31, 2013 and 2012</u>	<u>4</u>
<u>Statement of Changes in Net Assets Available for Benefits For the Year Ended December 31, 2013</u>	<u>5</u>
<u>Notes to Financial Statements</u>	<u>6</u>
Supplemental Schedule:	
<u>Schedule H, Line 4i - Schedule of Assets (Held at End of Year) December 31, 2013</u>	<u>17</u>
<u>Signatures</u>	<u>18</u>

Exhibit 23 – Consent of Independent Registered Public Accounting Firm

Note: Other schedules required by Section 2520.103-10 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Participants and Administrator of
the Kennametal Retirement Income Savings Plan:

We have audited the accompanying statements of net assets available for benefits of the Kennametal Retirement Income Savings Plan (Plan) as of December 31, 2013 and 2012, and the related statement of changes in net assets available for benefits for the year ended December 31, 2013. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements 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 audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles 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 referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2013 and 2012, and the changes in its net assets available for benefits for the year ended December 31, 2013, in conformity with accounting principles generally accepted in the United States of America.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held at end of year (supplemental information) as of December 31, 2013 is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Pittsburgh, Pennsylvania
June 17, 2014

KENNAMETAL RETIREMENT INCOME SAVINGS PLAN
 STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
 DECEMBER 31, 2013 AND 2012

	2013	2012
ASSETS		
Receivables:		
Notes receivable from participants	\$298,569	\$337,028
Employer contributions	22,628	24,599
Participant contributions	—	13,553
Total receivables	321,197	375,180
Investments at fair value (Note 3):		
Mutual funds	5,165,636	4,374,276
Master trust	4,652,154	5,198,709
Common / collective trusts	2,967,249	2,933,072
Kennametal Inc. capital stock	2,696,538	2,261,911
Total investments at fair value	15,481,577	14,767,968
Net assets reflecting investments at fair value	15,802,774	15,143,148
Adjustment from fair value to contract value for fully benefit- responsive investment contracts	(108,643	) (271,016)
NET ASSETS AVAILABLE FOR BENEFITS	\$ 15,694,131	\$ 14,872,132

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

KENNAMETAL RETIREMENT INCOME SAVINGS PLAN
 STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
 FOR THE YEAR ENDED DECEMBER 31, 2013

	2013
ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Net appreciation in fair value of investments	\$2,068,593
Dividends and interest	277,570
Participant contributions	118,204
Employer contributions	101,544
Interest - notes receivable from participants	16,107
Total additions	2,582,018
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	1,731,539
Administrative fees	19,713
Loan distributions	8,767
Total deductions	1,760,019
NET INCREASE	821,999
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of year	14,872,132
End of year	\$15,694,131

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

KENNAMETAL RETIREMENT INCOME SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013 AND 2012

NOTE 1 - DESCRIPTION OF PLAN

The following general description of the Kennametal Retirement Income Savings Plan, as amended (the Plan), is provided for general information purposes only. Participants should refer to the plan document for complete information.

The Plan is a defined contribution plan, established to encourage investment and savings for eligible union employees of Kennametal Inc. (Kennametal or the Company), and to provide a method to supplement their retirement income. The Plan provides these employees the opportunity to defer a portion of their annual compensation for federal income tax purposes in accordance with Section 401(k) of the Internal Revenue Code, as amended (IRC). The Plan also provides for Company contributions. The Plan is subject to certain provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Company is the Plan sponsor.

Effective May 1, 2013, the Plan was amended to accept Roth contributions in accordance with IRC § 402(A).

ADMINISTRATION OF THE PLAN – The management of the Company has the authority and responsibility for the general administration of the Plan. Fidelity Management Trust Company functions as the trustee, and Fidelity Investments Institutional Operations Company functions as the recordkeeper.

ELIGIBILITY – Employees are participants in the Plan on the first day of the first payroll period subsequent to completing six (6) months of service. Under present federal income tax law, Company contributions and all earnings of the Plan do not constitute taxable income to the participants until withdrawn from the Plan by the participants (excluding where applicable, earnings on Roth contributions).

VESTING – All participant and Company contributions vest immediately. At December 31, 2013 and 2012 forfeited nonvested accounts totaled \$3,112 and \$2,276, respectively. These amounts will be used to reduce future Company contributions

PARTICIPANT ACCOUNTS – A separate account is maintained for each participant in the Plan. Each participant's account is credited with the participant's contributions and Company matching contributions and the Company required base contribution. Fixed administrative expenses are deducted quarterly from the participants' accounts. The benefit to which a participant is entitled is the balance of the participant's vested account.

CONTRIBUTIONS – The Company is required to contribute quarterly, a base amount of 2% of each eligible employee's wages, which include base salary, overtime, shift differential pay and incentive compensation. Participants may elect to contribute to the Plan from 1% to 20% of their eligible wages through payroll deductions. Employees who are age 50 or older and who exceed the annual dollar limit under the law or the Plan are eligible to make catch-up contributions. Unless otherwise amended, the Plan provides for Company matching contribution of 50% of employee contributions, excluding catch-up contributions up to 4%, also made on a quarterly basis. As such, the maximum Company matching contribution is 2%. Under the Plan, the Company has the discretion to make its Company matching contributions in Kennametal capital stock.

The participants can elect to have their contributions (pre-tax, Roth, catch-up and rollover amounts) invested in the different investment funds available under the Plan. Currently, the Plan offers 12 mutual funds, 9 common / collective trusts, Kennametal capital stock, a Master Trust, as well as a self-directed brokerage account. Company contributions were invested in the same investment elections that the employee elected for their pre-tax or after-tax contributions.

DISTRIBUTIONS – Distributions to participants due to disability, retirement or death are payable, at the participant's election, as a single distribution consisting of whole shares of Kennametal capital stock plus cash for fractional shares, a cash lump sum or periodic payments for a period not to extend beyond the life (or life expectancy) of the participant or the joint lives (or life expectancy) of the participant and his or her designated beneficiary. If a participant's vested interest in his or her account exceeds \$1,000, a participant may elect to defer distribution to a future date as more fully described in the plan document.

In addition, while still employed, participants may withdraw pre-tax employee and Company contributions if over age 59.5, at any time. In the event of an involuntary layoff of six months or more, participants may withdraw Company contributions. Pre-tax employee and Company contributions cannot be withdrawn by participants under age 59.5 for any other purpose except specific hardship reasons.

NOTES RECEIVABLE FROM PARTICIPANTS – Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 less the excess of the highest outstanding note balance during the previous one-year period over the outstanding balance as of the date of the note or 50% of their account balance as defined by the Plan or the IRC. Principal and interest are paid ratably through payroll deductions. The maximum term permissible for a general-purpose note is 5 years and 30 years for a residential note. The interest rate is determined by the plan administrator based on existing market conditions and is fixed over the life of the note. Interest rates on notes receivable from participants ranged from 4.25% to 9.50% at both December 31, 2013 and 2012. Notes receivable from participants outstanding at December 31, 2013 have maturity dates ranging from 2014 to 2036.

INVESTMENTS – Participants direct their contributions and Company cash contributions by electing that such contributions be placed in a single investment or allocated to any combination of investments or the self-directed brokerage account available under the Plan. Earnings derived from the assets of any investment are reinvested in the investment to which they relate. Participants may elect at any time to transfer all or a portion of the value of their accounts among the investment options.

For Company contributions made in Kennametal capital stock, participants have the ability to exchange the Kennametal capital stock for a single investment or for any combination of investments offered by the Plan.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING – The financial statements of the Plan are prepared under the accrual basis of accounting.

As described in the accounting guidance on “Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans,” investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by this standard, the statements of net assets available for benefits presents the fair value of the investment contract as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statements of net assets available for benefits are prepared on a contract value basis.

USE OF ESTIMATES – The preparation of financial statements in conformity with U.S. Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

INVESTMENT VALUATION AND INCOME RECOGNITION – Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by the investment advisers, investment consultants and the custodian. See Note 3 for discussion of fair value measurements.

Investment transactions are recorded on a trade date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

INVESCO Institutional, Inc. reported that all the investment contracts held in the Master Trust under the Stable Value Fund (see Note 5) are fully benefit-responsive. Fully benefit-responsive investment contracts are reported at fair value with a corresponding adjustment to contract value for purposes of reporting net assets available for investments. Shares of mutual funds and common stock are valued at the net asset value (NAV) of shares held by the Plan at year-end. Investments in Kennametal capital stock are valued at their quoted market price at year-end.

NOTES RECEIVABLE FROM PARTICIPANTS – Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded in the period earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2013 or 2012. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

PAYMENT OF BENEFITS – Benefit payments are recorded when paid to participants / beneficiaries.

NET APPRECIATION – Net appreciation in fair value of investments is composed of unrealized gains and losses, which represent the change in market value, compared to the cost of investments in each year, and realized gains and losses on security transactions, which represent the difference between proceeds received and average cost. Net appreciation in fair value of investments for the year ended

December 31, 2013 was as follows:

	2013
Mutual funds	\$1,062,578
Kennametal Inc. Capital Stock	634,068
Common / collective trusts	371,947
Total	\$2,068,593

PLAN EXPENSES – Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Record keeping fees are charged equally to each participant and are classified as administrative fees on the statement of changes in net assets. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative fees. Investment related expenses are included in net appreciation of fair value of investments.

NOTE 3 - FAIR VALUE MEASUREMENTS

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy consists of three levels to prioritize the inputs used in valuations, as defined below:

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3: Inputs that are unobservable.

The following sections describe the valuation methodologies used by the Plan to measure investments at fair value, including an indication of the level in the fair value hierarchy in which each major category of investments is generally classified. Where appropriate, the description includes details of the valuation models and any significant assumptions. There have been no changes in the methodologies used and no transfers between fair value levels at December 31, 2013 and 2012.

Mutual Funds Investments in mutual funds are valued at quoted net asset values at year end.

Master Trust The plan has an undivided interest in the underlying assets of the Master Trust. Assets of the Master Trust are held in a stable value fund by INVESCO. The Master Trust primarily invests in wrapper contracts, or synthetic guaranteed investment contracts. See Note 5 for additional disclosures related to the Master Trust. The fair value of the underlying assets of the Master Trust were determined using a present value model and the principal inputs are discount rate, fee periods, fee invoice schedule, contract value, replacement cost and actual cost.

Capital Stock Investments in capital stock are valued at their quoted market price at year-end.

Common / collective trusts Investments in common / collective trusts are valued using the NAV of units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner. These investments do not have any unfunded commitments as of December 31, 2013 and have a nominal redemption period.

As of December 31, 2013, the fair values of the Plan's investments measured on a recurring basis are categorized as follows:

	Level 1	Level 2	Level 3	Total
Mutual funds:				
Growth funds	\$1,870,705	\$—	\$—	\$1,870,705
Index funds	1,560,341	—	—	1,560,341
Value funds	1,473,811	—	—	1,473,811
Fixed income funds	260,779	—	—	260,779
Plan's interest in Kennametal Inc. Master Trust:				
Synthetic guaranteed investment contracts	—	4,598,547	—	4,598,547
Money market fund	—	53,607	—	53,607
Common / collective trusts:				
Balanced funds *	—	2,967,249	—	2,967,249
Kennametal Inc. capital stock	2,696,538	—	—	2,696,538
Total investments	\$7,862,174	\$7,619,403	\$—	\$15,481,577

* Common / collective trusts consist of various JP Morgan investments. The investment strategies of these investments are detailed below.

Common / collective trusts investment strategies:

Investment Holdings	JP Morgan SmartRetirement 2015 Fund	JP Morgan SmartRetirement 2020 Fund	JP Morgan SmartRetirement 2025 Fund	JP Morgan SmartRetirement 2030 Fund	JP Morgan SmartRetirement 2035 Fund	
Domestic equity funds	22.0	%27.5	%30.6	%33.3	%35.5	%
International funds	16.4	%21.1	%24.3	%27.8	%30.3	%
Taxable fixed income	45.2	%41.0	%33.5	%26.7	%20.4	%
Specialty funds	11.2	%7.2	%7.4	%7.9	%9.2	%
Money market fund	3.8	%2.3	%3.2	%3.0	%3.4	%
U.S. Treasuries	0.6	%0.7	%1.0	%1.3	%1.2	%
Exchange-traded notes	0.8	%0.2	%—	%—	%—	%
	100	%100	%100	%100	%100	%
Fair value as of December 31, 2013	\$1,852,814	\$375,317	\$177,942	\$308,938	\$41,687	

	JP Morgan SmartRetirement 2040 Fund	JP Morgan SmartRetirement 2045 Fund	JP Morgan SmartRetirement 2050 Fund	JP Morgan SmartRetirement Income Fund	
Investment Holdings					
Domestic equity funds	36.2	% 35.1	% 36.2	% 17.7	%
International funds	31.2	% 31.2	% 30.8	% 12.8	%
Taxable fixed income	18.0	% 18.2	% 17.9	% 46.2	%
Specialty funds	9.8	% 9.7	% 9.8	% 11.9	%
Money market fund	3.5	% 4.5	% 4.0	% 9.3	%
U.S. Treasuries	1.3	% 1.3	% 1.3	% 0.6	%
Exchange-traded notes	—	% —	% —	% 1.5	%
	100	% 100	% 100	% 100	%
Fair value as of December 31, 2013	\$39,345	\$0	\$5,845	\$165,361	

As of December 31, 2012, the fair values of the Plan's investments measured on a recurring basis are categorized as follows:

	Level 1	Level 2	Level 3	Total
Mutual funds:				
Growth funds	\$ 1,583,781	\$ —	\$ —	\$ 1,583,781
Index funds	1,260,700	—	—	1,260,700
Value funds	1,212,956	—	—	1,212,956
Fixed income funds	316,839	—	—	316,839
Plan's interest in Kennametal Inc. Master Trust:				
Synthetic guaranteed investment contracts	—	5,033,861	—	5,033,861
Money market fund	—	164,848	—	164,848
Common / collective trusts:				
Balanced funds *	—	2,933,072	—	2,933,072
Kennametal Inc. capital stock	2,261,911	—	—	2,261,911
Total investments	\$6,636,187	\$8,131,781	\$ —	\$14,767,968

* Common / collective trusts consist of various JP Morgan investments. The investment strategies of these investments are detailed below.

Common / collective trusts investment strategies:

	JP Morgan SmartRetirement 2015 Fund	JP Morgan SmartRetirement 2020 Fund	JP Morgan SmartRetirement 2025 Fund	JP Morgan SmartRetirement 2030 Fund	JP Morgan SmartRetirement 2035 Fund	
Investment Holdings						
Domestic equity funds	23.4	% 26.5	% 29.7	% 33.4	% 34.5	%
International funds	20.5	% 24.4	% 27.6	% 30.6	% 33.0	%
Taxable fixed income	42.5	% 39.4	% 32.4	% 27.2	% 21.1	%
Specialty funds	10.1	% 6.9	% 7.2	% 5.1	% 7.3	%
Money market fund	1.8	% 1.7	% 1.9	% 2.0	% 2.4	%
U.S. Treasuries	0.8	% 0.9	% 1.2	% 1.7	% 1.7	%
Exchange-traded notes	0.9	% 0.2	% —	% —	% —	%
	100.0	% 100.0	% 100.0	% 100.0	% 100.0	%
Fair value as of December 31, 2012	\$2,052,781	\$288,919	\$140,647	\$238,634	\$30,725	

	JP Morgan SmartRetirement 2040 Fund	JP Morgan SmartRetirement 2045 Fund	JP Morgan SmartRetirement 2050 Fund	JP Morgan SmartRetirement Income Fund	
Investment Holdings					
Domestic equity funds	36.3	% 36.7	% 35.1	% 18.0	%
International funds	34.1	% 33.8	% 34.0	% 17.7	%
Taxable fixed income	19.2	% 18.8	% 18.8	% 41.5	%
Specialty funds	6.3	% 6.6	% 7.7	% 12.8	%
Money market fund	2.3	% 2.3	% 2.6	% 7.9	%
U.S. Treasuries	1.8	% 1.8	% 1.8	% 0.8	%
Exchange-traded notes	—	% —	% —	% 1.3	%
	100.0	% 100.0	% 100.0	% 100.0	%
Fair value as of December 31, 2012	\$26,662	\$2,646	\$0	\$152,058	

NOTE 4 - INVESTMENTS EXCEEDING FIVE PERCENT OF NET ASSETS

The fair values of individual investments that represent five percent or more of the Plan's total net assets as of December 31 were as follows:

	2013	2012
Stable Value Fund	\$4,652,154	\$5,198,709
Kennametal Inc. Capital Stock	2,696,538	2,261,911
JP Morgan SmartRetirement 2015 Fund	1,852,814	2,052,781
Vanguard Institutional Index Fund	1,553,466	1,250,149
Prudential Jennison Mid-Cap Growth Fund	1,292,080	1,135,655
Vanguard Equity Income Fund Admiral Shares	952,397	879,693

NOTE 5 - MASTER TRUST

A portion of the Plan's investments are held in a Master Trust, which was established for the investment of assets of the Plan and two other Company-sponsored defined contribution plans. Each plan has an undivided interest in the underlying assets of the Master Trust. The assets of the Master Trust are held in a stable value fund by INVESCO. Investment income relating to the Master Trust is allocated to the individual plans based upon average monthly balances invested by each plan. The underlying assets of the Master Trust include benefit-responsive investment contracts (the contracts).

The Master Trust's key objectives are to provide preservation of principal, maintain a stable interest rate, and provide daily liquidity at contract value for participant withdrawals and transfers in accordance with the provisions of the Plan. To accomplish the objectives described above, the Master Trust primarily invests in wrapper contracts, or synthetic guaranteed investment contracts (GICs). In wrapper contracts, the investments are owned and held by the Master Trust for Plan participants. The Trust purchases a wrapper contract from an insurance company or bank. The wrapper contract amortizes the realized and unrealized gains and losses on the underlying fixed-income investments, typically over the duration of the investments, through adjustments to the future interest-crediting rate, the rate earned by participants in the Master Trust for the underlying investments. The issuer of the wrapper contract provides assurance that the adjustment to the interest-crediting rate will not result in a future interest-crediting rate that is less than zero. An interest-crediting rate less than zero would result in a loss of principal or accrued interest.

The key factors that influence future interest-crediting rates for a wrapper contract include the level of market interest rates, the amount and timing of participant activity within the wrapper contract, the investment returns and the duration of the underlying investments. Most wrapper contracts use a formula based on the characteristics of the underlying fixed-income portfolio to determine a crediting rate. Over time, the crediting rate formula amortizes the Master Trust's realized and unrealized market value gains and losses over the duration of the investments. The wrapper contracts' interest-crediting rates are typically reset on a monthly or quarterly basis.

The average yield earned by the Plan based on actual earnings was 1.36% and 0.88% for the years ended December 31, 2013 and 2012, respectively. The average yield earned by the Plan based on the interest rate credited to participants was 1.89% and 2.34% for the years ended December 31, 2013 and 2012, respectively.

In certain circumstances, the amount withdrawn from the wrapper contract would be payable at fair value rather than at contract value. These events include termination of the Plan, a material adverse change to the provisions of the Plan, if the employer elects to withdraw from a contract in order to switch to a different investment provider, or if the terms of a successor plan do not meet the wrapper contract issuer's underwriting criteria for issuance of a clone wrapper contract. Management believes that the events described above could result in the payment of benefits at fair value rather than contract value and are not probable of occurring in the foreseeable future.

Investments held by the Master Trust at December 31, 2013 were as follows:

Security	Issuer Rating	Investments at Fair Value	Adjustments to Contract Value	Investments at Contract Value
Wrapped Portfolios				
Common Collective Trusts:				
Pacific Life IGT INVESCO Multi-Mgr A or Better Interm. G/C Fund	A+/A1	\$22,393,262	\$(854,297)	) \$21,538,965
ING IGT INVESCO Multi-Mgr A or Better Interm. G/C Fund	A-/A3	22,299,900	(853,883)	) 21,446,017
RGA IGT INVESCO Short Term Bond Fund	AA-/A1	21,666,900	(335,024)	) 21,331,876
Prudential Insurance IGT INVESCO Short Term Bond Fund	AA-/A1	18,127,602	(186,316)	) 17,941,286
Monumental IGT INVESCO Short Term Bond Fund	AA-/A1	16,594,524	(314,145)	) 16,280,379
Monumental IGT Goldman Sachs Core A	AA-/A1	4,703,485	(89,040)	) 4,614,445
Monumental IGT BlackRock A or Better Core Fixed Income Fund	AA-/A1	4,694,580	(88,871)	) 4,605,709
Prudential Insurance IGT INVESCO A or Better Core Fixed Income Fund	AA-/A1	3,882,514	(39,905)	) 3,842,609
Prudential Insurance IGT PIMCO A or Better Core Fixed Income Fund	AA-/A1	3,870,297	(39,779)	) 3,830,518
Monumental IGT INVESCO A or Better Core Fixed Income Fund	AA-/A1	829,305	(15,699)	) 813,606
Monumental IGT PIMCO A or Better Core Fixed Income Fund	AA-/A1	826,696	(15,650)	) 811,046
Monumental Wrapper Contracts	AA-/A1	35,370	(670)	) 34,700
Short Term Investments				
Fidelity Money Market	N/A	1,398,006	—	1,398,006
Total		\$121,322,441	\$(2,833,279)	) \$118,489,162

At December 31, 2013, the Plan's interest in the Master Trust was approximately 4 percent. Total investment income for the Master Trust was \$2,355,874 for the year ended December 31, 2013. The investment income for the Master Trust is recorded in dividends and interest in the statement of changes in net assets available for benefits.

Investments held by the Master Trust at December 31, 2012 were as follows:

Security	Issuer Rating	Investments at Fair Value	Adjustments to Contract Value	Investments at Contract Value
Wrapped Portfolios Common Collective Trusts: Pacific Life IGT INVESCO Multi-Mgr A or Better Interm. G/C Fund	A+/A1	\$23,102,264	\$ (1,726,976)	\$21,375,288
ING IGT INVESCO Multi-Mgr A or Better Interm. G/C Fund	A-/A3	23,096,358	(1,725,671)	21,370,687
NATIXIS IGT INVESCO Short Term Bond Fund Prudential Insurance IGT INVESCO Short Term Bond Fund	A/A2	22,221,178	(816,299)	21,404,879
Monumental IGT INVESCO Short Term Bond Fund Monumental IGT Goldman Sachs Core A Monumental IGT BlackRock A or Better Core Fixed Income Fund Prudential Insurance IGT INVESCO A or Better Core Fixed Income Fund	AA-/A1	17,161,278	(841,421)	16,319,857
Monumental IGT Goldman Sachs Core A Monumental IGT BlackRock A or Better Core Fixed Income Fund Prudential Insurance IGT INVESCO A or Better Core Fixed Income Fund	AA-/A1	4,854,356	(238,010)	4,616,346
Prudential Insurance IGT INVESCO A or Better Core Fixed Income Fund	AA-/A1	4,846,210	(237,611)	4,608,599
Prudential Insurance IGT INVESCO A or Better Core Fixed Income Fund	AA-/A2	3,999,155	(148,262)	3,850,893
Prudential Insurance IGT PIMCO A or	AA-/A2	3,996,205	(148,153)	3,848,052

Better Core
Fixed Income
Fund
Monumental
IGT INVESCO

A or Better AA-/A1 855,779 (41,959) 813,820

Core Fixed
Income Fund
Monumental
IGT PIMCO A

or Better Core AA-/A1 855,148 (41,928) 813,220

Fixed Income
Fund
Monumental

Wrapper AA-/A1 34,167
Contracts (1.42)

**PIMCO Dynamic
Credit Income
Fund (Consolidated)**

07/01/2015 -									
12/31/2015+	\$	23.00	\$ 0.57	\$ (1.95)	\$ (1.38)	\$ (1.20)	\$ 0.00	\$ 0.00	\$ (1.20)
01/01/2015 -									
06/30/2015 ^(e)		22.83	0.76	0.35	1.11	(0.94)	0.00	0.00	(0.94) ⁽ⁱ⁾
12/31/2014		24.04	1.79	(0.53)	1.26	(2.47)	0.00	0.00	(2.47)
01/31/2013 -									
12/31/2013		23.88	1.33	0.76	2.09	(1.68)	(0.24)	0.00	(1.92)

**PIMCO Dynamic
Income
Fund (Consolidated)**

07/01/2015 -									
12/31/2015+	\$	31.38	\$ 1.44	\$ (1.74)	\$ (0.30)	\$ (2.92)	\$ (0.99)	\$ 0.00	\$ (3.91)
04/01/2015 -									
06/30/2015 ^(f)		30.74	0.80	0.47	1.27	(0.63)	0.00	0.00	(0.63) ⁽ⁱ⁾
03/31/2015		32.11	3.25	(0.49)	2.76	(4.13)	0.00	0.00	(4.13)
03/31/2014		30.69	3.70	1.24	4.94	(3.29)	(0.23)	0.00	(3.52)
05/30/2012 -									
03/31/2013		23.88	2.79	6.50	9.29	(2.18)	(0.27)	0.00	(2.45)

+ Unaudited

* Annualized

^ Reflects an amount rounding to less than one cent.

(a) Per share amounts based on average number of shares outstanding during the year or period.

(b) Determined in accordance with federal income tax regulations, see Note 2(c) in the Notes to Financial Statements for more information.

(c) Total investment return is calculated assuming a purchase of a share at the market price on the first day and a sale of a share at the market price on the last day of each year reported. Dividends and distributions, if any, are assumed, for purposes of this calculation, to be reinvested at prices obtained under the Funds dividend reinvestment plan. Total investment return does not reflect brokerage commissions in connection with the purchase or sale of Fund shares.

16 PIMCO CLOSED-END FUNDS

See Accompanying Notes

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Offering Cost Charged to Paid in Capital in Excess of Par	Common Share			Ratios/Supplemental Data Ratios to Average Net Assets						
	Net Asset Value End of Year or Period	Market Price End of Year or Period	Total Investment Return (c)	Net Assets End of Year or Period (000s)	Expenses (d)	Expenses Excluding Interest Expense (d)	Expenses Excluding Interest Expense and Waivers	Net Investment Income	Portfolio Turnover Rate	
\$ N/A	\$ 9.82	\$ 9.24	(3.38)%	\$ 113,316	2.54%*	1.58%*	1.58%*	8.00%*	9%	
N/A	10.68	10.05	(1.28)	123,235	2.26*	1.54*	1.54*	8.32*	20	
N/A	10.72	10.65	0.34	123,633	1.89	1.40	1.40	8.38	11	
N/A	11.17	11.65	6.49	128,672	2.05	1.52	1.52	9.75	6	
N/A	11.35	12.02	23.34	130,461	2.59	1.76	1.76	10.05	13	
N/A	9.48	10.77	10.43	108,810	2.44	1.75	1.75	11.30	26	
N/A	9.88	10.80	54.01	113,020	2.41	1.75	1.75	11.91	28	
\$ N/A	\$ 10.88	\$ 18.12	14.55%	\$ 115,016	2.45%*	1.73%*	1.73%*	8.58%*	9%	
N/A	12.88	16.92	(21.82)	135,468	2.34*	1.72*	1.72*	10.35*	3	
N/A	12.82	22.27	4.05	134,594	2.30	1.78	1.78	8.29	92	
N/A	14.72	23.67	19.44	153,393	1.94	1.67	1.67	9.62	197	
N/A	14.32	21.95	21.57	148,170	2.64	2.10	2.10	10.75	33	
N/A	12.57	20.18	(8.00)	128,952	2.71	2.12	2.12	12.70	90	
N/A	14.88	24.48	43.45	150,881	2.81	2.20	2.20	13.07	80	
\$ N/A	\$ 22.68	\$ 21.17	(5.86)%	\$ 339,424	2.50%*	1.72%*	1.72%*	8.78%*	5%	
N/A	25.94	24.20	0.22	388,353	2.43*	1.79*	1.79*	8.93*	14	
N/A	28.38	27.26	4.39	424,632	2.01	1.65	1.65	9.44	175	
N/A	28.67	28.90	6.81	426,561	1.93	1.66	1.66	10.03	65	
N/A	27.86	29.85	26.98	411,976	2.29	1.86	1.86	10.38	57	
N/A	24.62	26.45	11.68	359,909	2.44	1.93	1.93	12.40	194	
N/A	26.97	26.92	39.51	391,730	2.36	1.86	1.86	13.07	77	
\$ N/A	\$ 8.03	\$ 8.95	9.45%	\$ 336,374	1.24%*	0.96%*	0.96%*	8.31%*	35%	
N/A	8.58	8.69	(5.81)	357,692	1.16*	0.96*	0.96*	8.58*	17	
N/A	8.57	9.65	5.92	355,942	1.18	0.98	0.98	10.01	90	
N/A	9.24	10.12	(4.58)	379,762	1.39	1.00	1.00	10.48	208	
N/A	9.66	11.84	12.21	392,317	1.55	1.00	1.00	11.14	293	
N/A	8.91	11.80	28.34	357,712	1.48	1.01	1.01	14.27	147	
N/A	9.97	10.44	11.82	394,695	1.43	1.04	1.04	12.98	168	
\$ N/A	\$ 20.42	\$ 18.03	(4.74)%	\$ 2,801,620	2.95%*	1.99%*	1.99%*	5.12%*	14%	
N/A	23.00	20.18	2.23	3,155,689	2.63*	1.97*	1.97*	6.71*	31	
(0.00)^	22.83	20.65	2.68	3,132,146	2.36	1.91	1.91	7.29	35	
(0.01)	24.04	22.48	(2.79)	3,298,673	1.52*	1.42*	1.42*	6.06*	76	
\$ N/A	\$ 27.17	\$ 27.36	7.31%	\$ 1,246,052	3.34%*	2.07%*	2.07%*	9.29%*	6%	
N/A	31.38	29.21	2.87	1,426,891	2.83*	2.01*	2.01*	10.23*	5	
N/A	30.74	29.00	9.04	1,397,987	3.12	2.12	2.12	9.97	10	
N/A	32.11	30.32	9.62	1,458,961	3.15	2.17	2.17	11.90	18	
(0.03)	30.69	31.10	35.21	1,393,099	2.91*	2.04*	2.04*	12.04*	16	

(d) Interest expense primarily relates to participation in borrowing and financing transactions. See Note 5 in the Notes to Financial Statements for more information.

(c) Fiscal year end changed from December 31st to June 30th.

(f) Fiscal year end changed from March 31st to June 30th.

(g) Fiscal year end changed from October 31st to June 30th.

(h) Fiscal year end changed from January 31st to June 30th.

(i) Total distributions for the period ended June 30, 2015 may be lower than prior fiscal years due to fiscal year end changes resulting in a reduction of the amount of days in the period ended June 30, 2015.

Statements of Assets and Liabilities

(Unaudited)

December 31, 2015

	PIMCO PCM Fund, Inc.	PIMCO Global StocksPLUS® & Income Fund	PIMCO Income Opportunity Fund	PIMCO Strategic Income Fund, Inc.
(Amounts in thousands, except per share amounts)				
Assets:				
<i>Investments, at value</i>				
Investments in securities*	\$ 195,235	\$ 170,159	\$ 552,769	\$ 870,919
<i>Financial Derivative Instruments</i>				
Exchange-traded or centrally cleared	8	1,220	16	92
Over the counter	0	693	507	1,171
Cash	12	280	0	439
Deposits with counterparty	591	28,381	2,918	12,724
Foreign currency, at value	0	69	189	140
Receivable for investments sold	2,578	7,568	10,703	2
Receivable for mortgage dollar rolls	0	0	0	299,865
Interest and dividends receivable	1,110	1,384	4,329	3,369
Other assets	2	2	3	9
Total Assets	199,536	209,756	571,434	1,188,730
Liabilities:				
<i>Borrowings & Other Financing Transactions</i>				
Payable for reverse repurchase agreements	\$ 82,849	\$ 75,066	\$ 211,969	\$ 122,275
Payable for sale-buyback transactions	0	0	0	57,103
Payable for mortgage dollar rolls	0	0	0	299,865
<i>Financial Derivative Instruments</i>				
Exchange-traded or centrally cleared	13	2,421	248	1,062
Over the counter	1,661	6,881	12,492	2,726
Payable for investments purchased	582	7,840	2,850	452
Payable for TBA investments purchased	0	0	0	364,210
Deposits from counterparty	0	399	210	840
Distributions payable to common shareholders	923	1,938	2,844	3,350
Overdraft due to custodian	0	0	849	0
Accrued management fees	169	194	548	299
Other liabilities	23	1	0	174
Total Liabilities	86,220	94,740	232,010	852,356
Net Assets	\$ 113,316	\$ 115,016	\$ 339,424	\$ 336,374
Net Assets Consist of:				
Shares:				
Par value (\$0.001 per share), (\$0.00001 per share), (\$0.00001 per share), (\$0.00001 per share)	\$ 12	\$ 0	\$ 0	\$ 0
Paid in capital in excess of par	125,541	232,983	343,103	427,496
(Overdistributed) net investment income	(1,363)	(7,315)	(5,932)	(3,651)
Accumulated undistributed net realized (loss)	(13,722)	(131,019)	(2,705)	(97,728)
Net unrealized appreciation	2,848	20,367	4,958	10,257
	\$ 113,316	\$ 115,016	\$ 339,424	\$ 336,374
Common Shares Issued and Outstanding	11,538	10,567	14,968	41,890
Net Asset Value Per Common Share	\$ 9.82	\$ 10.88	\$ 22.68	\$ 8.03
Cost of investments in securities	\$ 192,280	\$ 160,925	\$ 542,704	\$ 860,061
Cost of foreign currency held	\$ 0	\$ 70	\$ 195	\$ 139
Cost or premiums of financial derivative instruments, net	\$ (1,676)	\$ (692)	\$ (6,418)	\$ (762)

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* Includes repurchase agreements of:	\$	268	\$	983	\$	0	\$	3,612
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A zero balance may reflect actual amounts rounding to less than one thousand.

18 PIMCO CLOSED-END FUNDS

See Accompanying Notes

Consolidated Statements of Assets and Liabilities

(Unaudited)

December 31, 2015

	PIMCO Dynamic Credit Income Fund	PIMCO Dynamic Income Fund
(Amounts in thousands, except per share amounts)		
Assets:		
<i>Investments, at value</i>		
Investments in securities*	\$ 4,880,995	\$ 2,326,446
<i>Financial Derivative Instruments</i>		
Exchange-traded or centrally cleared	3,465	1,130
Over the counter	36,343	6,844
Cash	0	5,961
Deposits with counterparty	46,042	20,687
Foreign currency, at value	23,790	189
Receivable for investments sold	48,394	22,968
Interest and dividends receivable	30,598	13,042
Other assets	12	5
Total Assets	5,069,639	2,397,272
Liabilities:		
<i>Borrowings & Other Financing Transactions</i>		
Payable for reverse repurchase agreements	\$ 2,134,233	\$ 1,100,940
<i>Financial Derivative Instruments</i>		
Exchange-traded or centrally cleared	4,071	1,921
Over the counter	46,343	17,335
Payable for investments purchased	26,644	11,614
Deposits from counterparty	27,037	6,810
Distributions payable to common shareholders	22,513	10,028
Overdraft due to custodian	1,844	0
Accrued management fees	5,333	2,572
Other liabilities	1	0
Total Liabilities	2,268,019	1,151,220
Net Assets Applicable to Common Shareholders	\$ 2,801,620	\$ 1,246,052
Composition of Net Assets Applicable to Common Shareholders:		
Par value (\$0.00001 per share)	\$ 1	\$ 0
Paid in capital in excess of par	3,274,224	1,096,765
(Overdistributed) net investment income	(94,646)	(32,279)
Accumulated undistributed net realized gain (loss)	(68,411)	11,659
Net unrealized appreciation (depreciation)	(309,548)	169,907
	\$ 2,801,620	\$ 1,246,052
Common Shares Issued and Outstanding	137,221	45,851
Net Asset Value Per Common Share	\$ 20.42	\$ 27.17
Cost of investments in securities	\$ 5,161,818	\$ 2,175,482
Cost of foreign currency held	\$ 23,768	\$ 187
Cost or premiums of financial derivative instruments, net	\$ 1,590	\$ (27,080)
* Includes repurchase agreements of:	\$ 49,000	\$ 62,569

A zero balance may reflect actual amounts rounding to less than one thousand.

Statements of Operations

Six Months Ended December 31, 2015 (Unaudited)

(Amounts in thousands)	PIMCO PCM Fund, Inc.	PIMCO Global StocksPLUS® & Income Fund	PIMCO Income Opportunity Fund	PIMCO Strategic Income Fund, Inc.
Investment Income:				
Interest, net of foreign taxes*	\$ 6,396	\$ 6,997	\$ 20,669	\$ 16,916
Dividends	2	14	592	7
Total Income	6,398	7,011	21,261	16,923
Expenses:				
Management fees	955	1,095	3,219	1,692
Trustee fees and related expenses	5	5	26	16
Interest expense	582	455	1,465	495
Total Expenses	1,542	1,555	4,710	2,203
Net Investment Income	4,856	5,456	16,551	14,720
Net Realized Gain (Loss):				
Investments in securities	1,899	989	3,346	2,529
Exchange-traded or centrally cleared financial derivative instruments	(133)	(9,980)	(3,342)	(9,216)
Over the counter financial derivative instruments	3,324	1,835	9,659	3,176
Foreign currency	0	2	271	(15)
Net Realized Gain (Loss)	5,090	(7,154)	9,934	(3,526)
Net Change in Unrealized Appreciation (Depreciation):				
Investments in securities	(10,980)	(10,022)	(36,303)	(12,572)
Exchange-traded or centrally cleared financial derivative instruments	(95)	7,155	313	804
Over the counter financial derivative instruments	(3,252)	(5,436)	(15,782)	(611)
Foreign currency assets and liabilities	0	357	1,056	(29)
Net Change in Unrealized (Depreciation)	(14,327)	(7,946)	(50,716)	(12,408)
Net (Decrease) in Net Assets Resulting from Operations	\$ (4,381)	\$ (9,644)	\$ (24,231)	\$ (1,214)
* Foreign tax withholdings	\$ 0	\$ 0	\$ 1	\$ 0

A zero balance may reflect actual amounts rounding to less than one thousand.

20 PIMCO CLOSED-END FUNDS

See Accompanying Notes

Consolidated Statements of Operations

Six Months Ended December 31, 2015 (Unaudited)

(Amounts in thousands)	PIMCO Dynamic Credit Income Fund	PIMCO Dynamic Income Fund
Investment Income:		
Interest, net of foreign taxes*	\$ 124,287	\$ 88,732
Dividends	0	336
Total Income	124,287	89,068
Expenses:		
Management fees	30,305	14,450
Trustee fees and related expenses	197	94
Interest expense	14,840	8,971
Miscellaneous Expense	91	61
Total Expenses	45,433	23,576
Net Investment Income	78,854	65,492
Net Realized Gain (Loss):		
Investments in securities	(46,446)	(9,365)
Exchange-traded or centrally cleared financial derivative instruments	17,690	2,409
Over the counter financial derivative instruments	34,869	25,445
Foreign currency	(1,685)	(824)
Net Realized Gain	4,428	17,665
Net Change in Unrealized Appreciation (Depreciation):		
Investments in securities	(228,517)	(85,201)
Exchange-traded or centrally cleared financial derivative instruments	(29,151)	(10,246)
Over the counter financial derivative instruments	(26,922)	(5,918)
Foreign currency assets and liabilities	11,733	5,153
Net Change in Unrealized (Depreciation)	(272,857)	(96,212)
Net (Decrease) in Net Assets Resulting from Operations	\$ (189,575)	\$ (13,055)
* Foreign tax withholdings	\$ 12	\$ 0

A zero balance may reflect actual amounts rounding to less than one thousand.

Statements of Changes in Net Assets

	PCM Fund, Inc.			PIMCO Global StocksPLUS® & Income Fund		
	Six Months Ended December 31, 2015	Period from January 1, 2015 to June 30, 2015 (a)	Year Ended December 31, 2014	Six Months Ended December 31, 2015	Period from April 1, 2015 to June 30, 2015 (b)	Year Ended March 31, 2015
(Amounts in thousands)						
Increase (Decrease) in Net Assets from:						
Operations:						
Net investment income	\$ 4,856	\$ 5,058	\$ 10,813	\$ 5,456	\$ 3,559	\$ 12,039
Net realized gain (loss)	5,090	5,586	64	(7,154)	8,310	(19,967)
Net change in unrealized appreciation (depreciation)	(14,327)	(5,577)	(4,000)	(7,946)	(5,604)	10,460
Net Increase (Decrease) in Net assets Resulting from Operations	(4,381)	5,067	6,877	(9,644)	6,265	2,532
Distributions to Common Shareholders:						
From net investment income ^(e)	(5,538)	(5,537)	(12,094)	(11,602)	(5,782)	(23,021)
From net realized capital gains ^(e)	0	0	0	0	0	0
Tax basis return of capital ^(e)	0	0	0	0	0	0
Total Distributions to Common Shareholders	(5,538)	(5,537) ^(f)	(12,094)	(11,602)	(5,782) ^(f)	(23,021)
Common Share Transactions**:						
Issued as reinvestment of distributions	0	72	178	794	391	1,690
Total Increase (Decrease) in Net Assets	(9,919)	(398)	(5,039)	(20,452)	874	(18,799)
Net Assets Applicable to Common Shareholders:						
Beginning of year or period	123,235	123,633	128,672	135,468	134,594	153,393
End of year or period*	\$ 113,316	\$ 123,235	\$ 123,633	\$ 115,016	\$ 135,468	\$ 134,594
* Including undistributed (overdistributed) net investment income of:	\$ (1,363)	\$ (681)	\$ (540)	\$ (7,315)	\$ (1,169)	\$ (3,939)
** Common Share Transactions:						
Shares issued as reinvestment of distributions	0	7	16	49	18	78

A zero balance may reflect actual amounts rounding to less than one thousand.

(a) Fiscal year end changed from December 31st to June 30th.

(b) Fiscal year end changed from March 31st to June 30th.

(c) Fiscal year end changed from October 31st to June 30th.

(d) Fiscal year end changed from January 31st to June 30th.

(e) Determined in accordance with federal income tax regulations, see Note 2(c) in the Notes to Financial Statements for more information.

(f) Total distributions for the period ended June 30, 2015 may be lower than prior fiscal years due to fiscal year end changes resulting in a reduction of the amount of days in the period ended June 30, 2015.

PIMCO Income Opportunity Fund			PIMCO Strategic Income Fund, Inc.		
Six Months Ended December 31, 2015	Period from November 1, 2014 to June 30, 2015 ^(c)	Year Ended October 31, 2014	Six Months Ended December 31, 2015	Period from February 1, 2015 to June 30, 2015 ^(d)	Year Ended January 31, 2015
\$ 16,551	\$ 23,106	\$ 40,467	\$ 14,720	\$ 12,571	\$ 37,303
9,934	(3,967)	18,425	(3,526)	11,358	15,398
(50,716)	(9,047)	(20,170)	(12,408)	(7,166)	(38,494)
(24,231)	10,092	38,722	(1,214)	16,763	14,207
(17,064)	(34,865)	(42,972)	(21,736)	(16,651)	(42,226)
(7,634)	(11,498)	0	0	0	0
0	(224)	0	0	0	0
(24,698)	(46,587) ^(f)	(42,972)	(21,736)	(16,651) ^(f)	(42,226)
0	216	2,321	1,632	1,638	4,199
(48,929)	(36,279)	(1,929)	(21,318)	1,750	(23,820)
388,353	424,632	426,561	357,692	355,942	379,762
\$ 339,424	\$ 388,353	\$ 424,632	\$ 336,374	\$ 357,692	\$ 355,942
\$ (5,932)	\$ (5,419)	\$ 6,094	\$ (3,651)	\$ 3,365	\$ 2,692
0	8	82	190	182	432

Consolidated Statements of Changes in Net Assets

	PIMCO Dynamic Credit Income Fund			PIMCO Dynamic Income Fund		
	Six Months Ended December 31, 2015	Period from January 1, 2015 to June 30, 2015 ^(a)	Year Ended December 31, 2014	Six Months Ended December 31, 2015	Period from April 1, 2015 to June 30, 2015 ^(b)	Year Ended March 31, 2015
(Amounts in thousands)						
Increase (Decrease) in Net Assets from:						
Operations:						
Net investment income	\$ 78,854	\$ 104,043	\$ 245,912	\$ 65,492	\$ 36,172	\$ 147,564
Net realized gain (loss)	4,428	29,622	12,922	17,665	37,320	76,891
Net change in unrealized appreciation (depreciation)	(272,857)	18,523	(85,852)	(96,212)	(15,937)	(99,042)
Net Increase (Decrease) in Net Assets Resulting from Operations	(189,575)	152,188	172,982	(13,055)	57,555	125,413
Distributions to Common Shareholders:						
From net investment income ^(c)	(164,494)	(128,645)	(339,486)	(132,888)	(28,651)	(187,696)
From net realized capital gains ^(c)	0	0	0	(45,024)	0	0
Total Distributions to Common Shareholders	(164,494)	(128,645) ^(d)	(339,486)	(177,912)	(28,651) ^(d)	(187,696)
Common Share Transactions**:						
Offering costs charged to paid in capital in excess of par	0	0	(23)	0	0	0
Issued as reinvestment of distributions	0	0	0	10,128	0	1,309
Net increase (decrease) resulting from common share transactions	0	0	(23)	10,128	0	1,309
Total Increase (Decrease) in Net Assets	(354,069)	23,543	(166,527)	(180,839)	28,904	(60,974)
Net Assets Applicable to Common Shareholders:						
Beginning of year or period	3,155,689	3,132,146	3,298,673	1,426,891	1,397,987	1,458,961
End of year or period*	\$ 2,801,620	\$ 3,155,689	\$ 3,132,146	\$ 1,246,052	\$ 1,426,891	\$ 1,397,987
* Including undistributed (overdistributed) net investment income of:	\$ (94,646)	\$ (9,006)	\$ (24,101)	\$ (32,279)	\$ 35,117	\$ 22,795
** Common Share Transactions:						
Shares issued as reinvestment of distributions	0	0	0	372	0	41

A zero balance may reflect actual amounts rounding to less than one thousand.

^(a) Fiscal year end changed from December 31st to June 30th.

^(b) Fiscal year end changed from March 31st to June 30th.

^(c) Determined in accordance with federal income tax regulations, see Note 2(c) in the Notes to Financial Statements for more information.

^(d) Total distributions for the period ended June 30, 2015 may be lower than prior fiscal years due to fiscal year end changes resulting in a reduction of the amount of days in the period ended June 30, 2015.

Statements of Cash Flows

Six Months Ended December 31, 2015 (Unaudited)

(Amounts in thousands)	PCM Fund, Inc	PIMCO Global StocksPLUS® & Income Fund	PIMCO Income Opportunity Fund	PIMCO Strategic Income Fund, Inc.
Cash Flows Provided by Operating Activities:				
Net (decrease) in net assets resulting from operations	\$ (4,381)	\$ (9,644)	\$ (24,231)	\$ (1,214)
Adjustments to Reconcile Net (Decrease) in Net Assets from Operations to Net Cash Provided by Operating Activities:				
Purchases of long-term securities	(20,222)	(13,731)	(27,495)	(303,474)
Proceeds from sales of long-term securities	26,421	19,681	75,986	323,581
(Purchases) Proceeds from sales of short-term portfolio investments, net	(1,004)	4,407	15,497	10,871
(Increase) decrease in deposits with counterparty	31	(12,839)	(1,102)	(3,762)
(Increase) decrease in receivable for investments sold	11	(5,433)	(1,243)	3,070
(Increase) decrease in interest and dividends receivable	101	(143)	282	328
Decrease in exchange-traded or centrally cleared financial derivative instruments	(213)	(1,020)	(2,683)	(7,260)
(Increase) decrease in over the counter financial derivative instruments	109	(332)	296	3,197
(Increase) decrease in other assets	0	0	(1)	2
Increase in payable for investments purchased	575	7,352	1,738	42,885
Increase (decrease) in deposits from counterparty	0	182	(3,009)	(830)
Increase (decrease) in accrued investment advisory fees	9	3	(64)	18
Proceeds from (Payments on) foreign currency transactions	0	(8)	209	(44)
(Decrease) in other liabilities	(65)	(58)	(94)	(443)
<i>Net Realized (Gain) Loss</i>				
Investments in securities	(1,899)	(989)	(3,346)	(2,529)
Exchange-traded or centrally cleared financial derivative instruments	133	9,980	3,342	9,216
Over the counter financial derivative instruments	(3,324)	(1,835)	(9,659)	(3,176)
Foreign currency	0	(2)	(271)	15
<i>Net Change in Unrealized (Appreciation) Depreciation</i>				
Investments in securities	10,980	10,022	36,303	12,572
Exchange-traded or centrally cleared financial derivative instruments	95	(7,155)	(313)	(804)
Over the counter financial derivative instruments	3,252	5,436	15,782	611
Foreign currency assets and liabilities	0	(357)	(1,056)	29
Net amortization (accretion) on investments	55	157	(1,294)	(200)
Net Cash Provided by Operating Activities	10,664	3,674	73,574	82,659
Cash Flows (Used for) Financing Activities:				
Increase (decrease) in overdraft due to custodian	0	0	849	0
Cash dividend paid*	(5,538)	(10,798)	(24,698)	(20,090)
Proceeds from reverse repurchase agreements	145,811	115,802	428,749	401,921
Payments on reverse repurchase agreements	(151,007)	(109,215)	(479,046)	(417,846)
Proceeds from sale-buyback transactions	0	0	0	3,419,948
Payments on sale-buyback transactions	0	0	0	(3,466,649)
Proceeds from mortgage dollar rolls	0	0	0	2,038,825
Payments on mortgage dollar rolls	0	0	0	(2,038,671)
Proceeds from deposits from counterparty	0	0	768	280
Payments on deposits from counterparty	0	0	(1,316)	(280)
Net Cash (Used for) Financing Activities	(10,734)	(4,211)	(74,694)	(82,562)
Net Increase (Decrease) in Cash and Foreign Currency	(70)	(537)	(1,120)	97
Cash and Foreign Currency:				
Beginning of period	82	886	1,309	482
End of period	\$ 12	\$ 349	\$ 189	\$ 579

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* Reinvestment of distributions	\$	0	\$	794	\$	0	\$	1,632
Supplemental Disclosure of Cash Flow Information:								
Interest expense paid during the period	\$	453	\$	375	\$	1,254	\$	144

A zero balance may reflect actual amounts rounding to less than one thousand.

Consolidated Statements of Cash Flows

Six Months Ended December 31, 2015 (Unaudited)

	PIMCO Dynamic Credit Income Fund	PIMCO Dynamic Income Fund
(Amounts in thousands)		
Cash Flows Provided by (Used for) Operating Activities:		
Net (decrease) in net assets resulting from operations	\$ (189,575)	\$ (13,055)
Adjustments to Reconcile Net (Decrease) in Net Assets from Operations to Net Cash Provided by (Used for)		
Operating Activities:		
Purchases of long-term securities	(848,865)	(367,354)
Proceeds from sales of long-term securities	870,836	254,994
Proceeds from sales of short-term portfolio investments, net	137,373	35,760
(Increase) decrease in deposits with counterparty	(26,184)	5,000
(Increase) decrease in receivable for investments sold	127,823	(15,351)
Decrease in interest and dividends receivable	5,960	1,252
(Increase) in exchange-traded or centrally cleared financial derivative instruments	(8,675)	(6,723)
Decrease in over the counter financial derivative instruments	20,068	25,246
Decrease in other assets	4	3
Increase (decrease) in payable for investments purchased	(70,677)	9,713
Increase (decrease) in deposits from counterparty	1,958	(5,190)
Increase (decrease) in accrued investment advisory fees	(825)	140
Payments on foreign currency transactions	(2,529)	(1,065)
(Decrease) in other liabilities	(322)	(159)
<i>Net Realized (Gain) Loss</i>		
Investments in securities	46,446	9,365
Exchange-traded or centrally cleared financial derivative instruments	(17,690)	(2,409)
Over the counter financial derivative instruments	(34,869)	(25,445)
Foreign currency	1,685	824
<i>Net Change in Unrealized (Appreciation) Depreciation</i>		
Investments in securities	228,517	85,201
Exchange-traded or centrally cleared financial derivative instruments	29,151	10,246
Over the counter financial derivative instruments	26,922	5,918
Foreign currency assets and liabilities	(11,733)	(5,153)
Net amortization (accretion) on investments	(13,282)	(7,056)
Net Cash Provided by (Used for) Operating Activities	271,517	(5,298)
Cash Flows (Used for) Financing Activities:		
Increase in overdraft due to custodian	1,844	0
Cash dividend paid*	(163,422)	(167,307)
Proceeds from reverse repurchase agreements	4,119,478	1,780,149
Payments on reverse repurchase agreements	(4,229,896)	(1,613,974)
Proceeds from deposits from counterparty	8,969	981
Payments on deposits from counterparty	(8,787)	(2,661)
Net Cash (Used for) Financing Activities	(271,814)	(2,812)
Net (Decrease) in Cash and Foreign Currency	(297)	(8,110)
Cash and Foreign Currency:		
Beginning of period	24,087	14,260
End of period	\$ 23,790	\$ 6,150
* Reinvestment of distributions	\$ 0	\$ 10,128
Supplemental Disclosure of Cash Flow Information:		
Interest expense paid during the period	\$ 10,374	\$ 6,705

A zero balance may reflect actual amounts rounding to less than one thousand.

26 PIMCO CLOSED-END FUNDS

See Accompanying Notes

Schedule of Investments PCM Fund, Inc.

December 31, 2015 (Unaudited)

	PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
INVESTMENTS IN SECURITIES 172.2%		
BANK LOAN OBLIGATIONS 4.9%		
Cactus Wellhead LLC		
7.000% due 07/31/2020	\$ 494	\$ 367
Energy Future Intermediate Holding Co. LLC		
4.250% due 06/19/2016	2,274	2,270
Getty Images, Inc.		
4.750% due 10/18/2019	380	241
iHeartCommunications, Inc.		
7.174% due 01/30/2019	3,000	2,115
Sequa Corp.		
5.250% due 06/19/2017	830	577
Total Bank Loan Obligations (Cost \$6,857)		5,570
CORPORATE BONDS & NOTES 28.7%		
BANKING & FINANCE 12.6%		
American International Group, Inc.		
8.175% due 05/15/2068 (g)	600	791
Blackstone CQP Holdco LP		
9.296% due 03/19/2019	3,926	3,916
Cantor Fitzgerald LP		
7.875% due 10/15/2019 (g)	740	814
Communications Sales & Leasing, Inc.		
8.250% due 10/15/2023 (g)	600	515
Exeter Finance Corp.		
9.750% due 05/20/2019	800	786
Ford Motor Credit Co. LLC		
8.000% due 12/15/2016 (g)	500	529
Jefferies Finance LLC		
7.500% due 04/15/2021	187	165
Jefferies LoanCore LLC		
6.875% due 06/01/2020 (g)	800	768
KGH Intermediate Holdco LLC		
8.500% due 08/08/2019 (e)	1,453	1,217
Navient Corp.		
5.500% due 01/15/2019 (g)	1,000	937
8.450% due 06/15/2018 (g)	850	897
OneMain Financial Holdings, Inc.		
7.250% due 12/15/2021 (g)	536	539
Springleaf Finance Corp.		
6.500% due 09/15/2017 (g)	455	465
6.900% due 12/15/2017 (g)	1,200	1,245
Toll Road Investors Partnership LP		
0.000% due 02/15/2045 (c)	3,515	738
		14,322
INDUSTRIALS 13.6%		
Ancestry.com Holdings LLC (9.625% Cash or 10.375% PIK)		
9.625% due 10/15/2018 (b)(g)	255	252
Boxer Parent Co., Inc. (9.000% Cash or 9.750% PIK)		
9.000% due 10/15/2019 (b)(g)	1,089	679
Caesars Entertainment Operating Co., Inc.		

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8.500% due 02/15/2020 ^ (d)(g)	3,143	2,404
9.000% due 02/15/2020 ^ (d)	182	139
California Resources Corp.		
6.000% due 11/15/2024 (g)	748	230
Chesapeake Energy Corp.		
3.571% due 04/15/2019	20	6
CVS Pass-Through Trust		
5.880% due 01/10/2028 (g)	1,402	1,508
7.507% due 01/10/2032 (g)	866	1,023
Forbes Energy Services Ltd.		
9.000% due 06/15/2019 (g)	1,900	921

	PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
Global Geophysical Services, Inc.		
10.500% due 05/01/2017 ^	\$ 285	\$ 20
Intrepid Aviation Group Holdings LLC		
6.875% due 02/15/2019	1,700	1,402
Rockies Express Pipeline LLC		
6.875% due 04/15/2040	252	218
Scientific Games International, Inc.		
10.000% due 12/01/2022 (g)	650	465
Sequa Corp.		
7.000% due 12/15/2017	1,140	368
Spanish Broadcasting System, Inc.		
12.500% due 04/15/2017 (g)	2,290	2,258
UAL Pass-Through Trust		
6.636% due 01/02/2024 (g)	618	659
9.750% due 07/15/2018	394	417
10.400% due 05/01/2018	210	223
UCP, Inc.		
8.500% due 10/21/2017	1,300	1,299
Warren Resources, Inc.		
9.000% due 08/01/2022	1,000	155
Westmoreland Coal Co.		
8.750% due 01/01/2022 (g)	1,264	784
		15,430

UTILITIES 2.5%

Frontier Communications Corp.		
8.875% due 09/15/2020	90	91
10.500% due 09/15/2022	150	149
11.000% due 09/15/2025	150	149
Illinois Power Generating Co.		
6.300% due 04/01/2020 (g)	1,515	917
7.950% due 06/01/2032 (g)	1,024	599
Sprint Corp.		
7.125% due 06/15/2024 (g)	1,246	913
		2,818

Total Corporate Bonds & Notes (Cost \$38,171) 32,570

MUNICIPAL BONDS & NOTES 1.1%

ARKANSAS 0.5%

Little Rock Municipal Property Owners Multipurpose Improvement District No. 10, Arkansas Special Tax Bonds, Series 2007		
7.200% due 03/01/2032	545	518

WEST VIRGINIA 0.6%

Tobacco Settlement Finance Authority, West Virginia Revenue Bonds, Series 2007		
7.467% due 06/01/2047	855	741

Total Municipal Bonds & Notes (Cost \$1,345) 1,259

U.S. GOVERNMENT AGENCIES 2.5%

Freddie Mac		
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0.645% due 01/25/2021 (a)	2,819	69
0.737% due 10/25/2020 (a)(g)	8,910	256
3.615% due 06/25/2041 (a)(g)	10,500	1,794
7.972% due 12/25/2027	700	655

Total U.S. Government Agencies (Cost \$2,581) 2,774

NON-AGENCY MORTGAGE-BACKED SECURITIES 74.1%

Adjustable Rate Mortgage Trust

	297 PRINCIPAL AMOUNT (000S)	257 MARKET VALUE (000S)
2.805% due 01/25/2036 ^		
Banc of America Alternative Loan Trust		
6.243% due 04/25/2037 ^(g)	\$ 394	\$ 305
Banc of America Funding Trust		
2.811% due 12/20/2034	626	569
5.660% due 03/20/2036	181	163
5.806% due 03/25/2037 ^	184	164
7.000% due 10/25/2037 ^	819	517
Banc of America Mortgage Trust		
2.761% due 06/20/2031	522	536
2.834% due 06/25/2035	227	220
2.869% due 11/25/2034	382	382
BCAP LLC Trust		
0.407% due 07/26/2036	87	67
BCRR Trust		
5.858% due 07/17/2040	1,000	1,042
Bear Stearns ALT-A Trust		
0.592% due 04/25/2037	1,265	936
2.660% due 08/25/2036 ^	993	846
2.702% due 11/25/2036 ^	1,090	790
2.753% due 01/25/2047	79	57
2.862% due 05/25/2036 ^	402	308
2.941% due 05/25/2036	61	44
2.956% due 08/25/2036 ^	448	337
3.617% due 09/25/2034	244	243
4.813% due 07/25/2035 ^	195	162
Bear Stearns Commercial Mortgage Securities Trust		
5.722% due 06/11/2040 (g)	1,579	1,618
6.901% due 05/11/2039 (g)	476	483
BRAD Resecuritization Trust		
2.178% due 03/12/2021	2,522	195
6.550% due 03/12/2021	471	481
CBA Commercial Small Balance Commercial Mortgage		
5.540% due 01/25/2039 ^	673	587
Chase Mortgage Finance Trust		
6.000% due 03/25/2037 ^	354	309
Citigroup Commercial Mortgage Trust		
0.530% due 05/15/2043 (a)	2,492	0
5.710% due 12/10/2049 (g)	2,500	2,586
Citigroup Mortgage Loan Trust, Inc.		
2.589% due 10/25/2035	228	186
2.684% due 11/25/2036 ^	269	240
2.792% due 08/25/2035 ^	179	169
Citigroup Mortgage Loan Trust, Inc. Mortgage Pass-Through Certificates		
2.838% due 09/25/2035 ^	340	296
CitiMortgage Alternative Loan Trust		
5.500% due 04/25/2022 ^	70	72
COBALT Commercial Mortgage Trust		
5.223% due 08/15/2048 (g)	1,494	1,519
Commercial Mortgage Trust		
6.126% due 07/10/2046 (g)	690	740
6.586% due 07/16/2034	618	633
6.922% due 07/16/2034 (g)	1,500	1,541
Countrywide Alternative Loan Trust		
0.702% due 02/25/2037 (g)	426	334
0.712% due 02/25/2036 ^	1,235	1,142
1.257% due 12/25/2035 (g)	2,761	2,319

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5.500% due 03/25/2035	932	784
6.000% due 11/25/2035 ^	227	114
6.000% due 04/25/2036 ^(g)	5,069	4,286
Countrywide Home Loan Mortgage Pass-Through Trust		
0.742% due 03/25/2035	299	235
2.559% due 09/20/2036 ^	214	191
2.593% due 02/20/2036 ^	22	20
2.718% due 09/25/2047 ^	834	754
6.000% due 05/25/2037 ^	492	445
Credit Suisse First Boston Mortgage Securities Corp.		
7.000% due 02/25/2033	98	103

See Accompanying Notes

SEMIANNUAL REPORT DECEMBER 31, 2015 27

Schedule of Investments PCM Fund, Inc. (Cont.)

	PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
Credit Suisse Mortgage Capital Mortgage-Backed Trust		
5.896% due 04/25/2036	\$ 350	\$ 268
6.000% due 07/25/2036	2,080	1,597
6.500% due 05/25/2036 ^	238	154
FFCA Secured Franchise Loan Trust		
0.959% due 09/18/2027 (a)	2,265	63
First Horizon Alternative Mortgage Securities Trust		
2.298% due 08/25/2035 ^	149	40
First Horizon Mortgage Pass-Through Trust		
2.608% due 04/25/2035	151	151
FREMF Mortgage Trust		
0.100% due 05/25/2020 (a)	14,337	46
GS Mortgage Securities Trust		
1.469% due 08/10/2043 (a)	14,720	795
2.519% due 05/10/2045 (a)	6,127	549
6.079% due 08/10/2043 (g)	1,670	1,758
GSR Mortgage Loan Trust		
2.835% due 03/25/2047 (g)	1,898	1,649
HarborView Mortgage Loan Trust		
0.453% due 01/19/2036	1,057	720
4.007% due 06/19/2036 ^	463	318
IndyMac Mortgage Loan Trust		
1.222% due 11/25/2034	175	159
2.813% due 05/25/2036	259	186
2.928% due 06/25/2037	686	636
JPMorgan Alternative Loan Trust		
6.500% due 03/25/2036	1,748	1,526
JPMorgan Chase Commercial Mortgage Securities Corp.		
1.334% due 03/12/2039 (a)	555	8
JPMorgan Chase Commercial Mortgage Securities Trust		
0.457% due 02/15/2046 (a)	61,000	1,567
5.695% due 02/12/2049 (g)	1,348	1,392
5.794% due 02/12/2051 (g)	1,056	1,099
5.937% due 02/15/2051	29	29
6.450% due 05/12/2034 (g)	2,848	2,913
JPMorgan Commercial Mortgage-Backed Securities Trust		
5.637% due 03/18/2051 (g)	4,100	4,293
JPMorgan Mortgage Trust		
2.726% due 07/25/2035	163	164
LB Commercial Mortgage Trust		
5.600% due 10/15/2035	286	293
5.898% due 07/15/2044 (g)	928	963
LB-UBS Commercial Mortgage Trust		
5.347% due 11/15/2038 (g)	1,278	1,302
Lehman Mortgage Trust		
5.000% due 08/25/2021 ^	566	549
5.945% due 04/25/2036	280	252
6.000% due 05/25/2037 ^	642	627
Luminent Mortgage Trust		
0.391% due 12/25/2036	1,055	857
MASTR Adjustable Rate Mortgages Trust		
2.632% due 11/25/2035 ^	774	599
MASTR Asset Securitization Trust		
6.000% due 06/25/2036 ^	810	785
Merrill Lynch Mortgage Investors Trust		
0.842% due 07/25/2030	336	309
1.082% due 11/25/2029	179	174
2.798% due 11/25/2035	306	305