

PIMCO HIGH INCOME FUND
Form N-Q
February 23, 2012

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

FORM N-Q

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

Investment Company Act file number 811-21311

PIMCO High Income Fund
(Exact name of registrant as specified in charter)

1633 Broadway New York, New York
(Address of principal executive offices)

10019
(Zip code)

Lawrence G. Altadonna 1633 Broadway New York, New York 10019
(Name and address of agent for service)

Registrant's telephone number, including area code: 212-739-3371

Date of fiscal year March 31, 2012
end:

Date of reporting period: December 31, 2011

Form N-Q is to be used by management investment companies, other than small business investment companies registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than 60 days after the close of the first and third fiscal quarters, pursuant to rule 30b 1-5 under the Investment Company Act of 1940 (17 CFR 270.30b1-5). The Commission may use the information provided on Form N-Q in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-Q, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-Q unless the Form displays a currently valid Office of Management and Budget (OMB) control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-2001. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

Item 1. Schedule of Investments

PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited)

| Principal Amount (000s) | | Value* |
|--|---|-------------|
| CORPORATE BONDS & NOTES 63.1% | | |
| Airlines 1.7% | | |
| \$6,915 | American Airlines, Inc., 10.50%, 3/15/13 (b)(e) | \$4,304,587 |
| 4,789 | American Airlines Pass Through Trust, 10.18%, 1/2/13 (b)(e) | 2,969,011 |
| 939 | 10.375%, 1/2/21 (j) | 985,548 |
| 12,362 | United Air Lines Pass Through Trust, 10.40%, 5/1/18 (j) | 13,675,382 |
| | | 21,934,528 |
| Automotive 1.4% | | |
| | Ford Motor Co., | |
| 5,000 | 7.125%, 11/15/25 | 5,200,000 |
| 5,900 | 7.50%, 8/1/26 | 6,298,250 |
| 5,000 | 9.215%, 9/15/21 (j) | 5,925,000 |
| | | 17,423,250 |
| Banking 10.0% | | |
| 5,000 | AgFirst Farm Credit Bank, 7.30%, 1/30/12 (a)(b)(d)(g)(k) (acquisition cost-\$4,500,000; purchased 12/7/10) | 4,787,340 |
| 12,500 | AmSouth Bancorp, 6.75%, 11/1/25 | 10,150,637 |
| £29,775 | Barclays Bank PLC, 14.00%, 6/15/19 (g) | 52,483,053 |
| \$5,000 | BPCE S.A., 12.50%, 9/30/19 (a)(b)(d)(g)(j)(k) (acquisition cost-\$5,600,000; purchased 1/11/11) | 4,521,565 |
| 3,000 | Intesa Sanpaolo SpA, 8.375%, 10/14/19 (g) | 2,737,340 |
| \$45,000 | Lloyds TSB Bank PLC, 12.00%, 12/16/24 (a)(d)(g) | 41,282,190 |
| 11,900 | Regions Financial Corp., 7.375%, 12/10/37 | 10,115,000 |
| £900 | Santander Finance Preferred S.A. Unipersonal, 11.30%, 7/27/14 (g) | 1,220,192 |
| | | 127,297,317 |
| Consumer Products 0.2% | | |
| \$3,200 | Reynolds Group Issuer, Inc., 9.00%, 4/15/19 (a)(d) | 3,056,000 |
| Electric 0.0% | | |
| 475 | GenOn REMA LLC, 9.237%, 7/2/17 | 465,903 |
| Entertainment 0.1% | | |
| 550 | Speedway Motorsports, Inc., 8.75%, 6/1/16 | 602,250 |
| Financial Services 26.0% | | |
| 25,710 | AGFC Capital Trust I, 6.00%, 1/15/67, (converts to FRN on 1/15/17) (a)(d) | 10,798,200 |
| 97 | Ally Financial, Inc., 5.85%, 5/15/13 | 95,173 |
| 280 | 5.90%, 1/15/19 | 228,799 |
| 82 | 5.90%, 2/15/19 | 68,277 |
| 1,256 | 6.00%, 2/15/19 | 1,048,465 |
| 1,534 | 6.00%, 3/15/19 | 1,273,064 |
| 120 | 6.00%, 4/15/19 | 98,755 |

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| | | |
|-------|------------------|-----------|
| 50 | 6.00%, 9/15/19 | 41,079 |
| 652 | 6.10%, 9/15/19 | 533,557 |
| 241 | 6.125%, 10/15/19 | 198,612 |
| 1,620 | 6.15%, 3/15/16 | 1,481,365 |

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PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited) (continued)

| Principal Amount (000s) | | Value* |
|---------------------------------------|-----------------|-------------|
| Financial Services (continued) | | |
| \$2,351 | 6.20%, 3/15/16 | \$2,164,011 |
| 127 | 6.20%, 4/15/19 | 107,111 |
| 170 | 6.25%, 3/15/13 | 167,932 |
| 20 | 6.25%, 2/15/16 | 18,225 |
| 30 | 6.25%, 12/15/18 | 24,806 |
| 622 | 6.25%, 1/15/19 | 529,996 |
| 199 | 6.25%, 4/15/19 | 166,256 |
| 7 | 6.25%, 5/15/19 | 5,860 |
| 385 | 6.25%, 7/15/19 | 325,670 |
| 25 | 6.30%, 3/15/13 | 24,710 |
| 2,680 | 6.30%, 3/15/16 | 2,451,479 |
| 543 | 6.35%, 2/15/16 | 498,271 |
| 643 | 6.35%, 4/15/16 | 586,248 |
| 82 | 6.35%, 4/15/19 | 70,080 |
| 141 | 6.35%, 7/15/19 | 117,105 |
| 112 | 6.40%, 3/15/13 | 110,826 |
| 2,641 | 6.40%, 3/15/16 | 2,416,206 |
| 250 | 6.40%, 12/15/18 | 211,970 |
| 361 | 6.40%, 11/15/19 | 303,274 |
| 209 | 6.45%, 2/15/13 | 207,071 |
| 239 | 6.50%, 2/15/13 | 236,920 |
| 160 | 6.50%, 4/15/13 | 158,405 |
| 3,069 | 6.50%, 2/15/16 | 2,826,385 |
| 1,155 | 6.50%, 3/15/16 | 1,060,663 |
| 2,036 | 6.50%, 9/15/16 | 1,857,543 |
| 453 | 6.50%, 6/15/18 | 395,244 |
| 164 | 6.50%, 12/15/18 | 141,974 |
| 456 | 6.50%, 5/15/19 | 392,799 |
| 40 | 6.50%, 2/15/20 | 34,029 |
| 1,160 | 6.55%, 10/15/16 | 1,048,373 |
| 112 | 6.55%, 12/15/19 | 95,951 |
| 1,093 | 6.60%, 8/15/16 | 1,011,671 |
| 282 | 6.60%, 5/15/18 | 247,925 |
| 753 | 6.60%, 6/15/19 | 638,617 |
| 969 | 6.65%, 4/15/16 | 902,080 |
| 649 | 6.65%, 8/15/16 | 598,520 |
| 1,437 | 6.65%, 10/15/18 | 1,259,457 |
| 48 | 6.70%, 5/15/14 | 46,957 |
| 571 | 6.70%, 8/15/16 | 531,618 |
| 65 | 6.70%, 6/15/18 | 56,074 |
| 10 | 6.70%, 11/15/18 | 8,610 |
| 412 | 6.70%, 6/15/19 | 356,284 |
| 20 | 6.70%, 12/15/19 | 17,301 |
| 45 | 6.75%, 4/15/13 | 44,686 |
| 1,391 | 6.75%, 7/15/16 | 1,282,953 |
| 2,916 | 6.75%, 8/15/16 | 2,697,235 |
| 261 | 6.75%, 9/15/16 | 242,421 |
| 113 | 6.75%, 7/15/18 | 99,235 |

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| | | |
|-----|-----------------|---------|
| 41 | 6.75%, 9/15/18 | 35,502 |
| 330 | 6.75%, 10/15/18 | 283,274 |
| 6 | 6.75%, 11/15/18 | 5,279 |

PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited) (continued)

| Principal Amount (000s) | | Value* |
|---------------------------------------|------------------|-----------|
| Financial Services (continued) | | |
| \$1,121 | 6.75%, 5/15/19 | \$967,160 |
| 2,137 | 6.75%, 6/15/19 | 1,827,220 |
| 255 | 6.80%, 4/15/13 | 253,375 |
| 890 | 6.80%, 9/15/16 | 820,369 |
| 10 | 6.80%, 9/15/18 | 8,853 |
| 13 | 6.80%, 10/15/18 | 11,495 |
| 2,861 | 6.85%, 4/15/16 | 2,670,783 |
| 646 | 6.85%, 5/15/16 | 599,567 |
| 526 | 6.85%, 7/15/16 | 487,070 |
| 679 | 6.875%, 8/15/16 | 629,891 |
| 169 | 6.875%, 7/15/18 | 148,034 |
| 50 | 6.90%, 6/15/17 | 45,436 |
| 52 | 6.90%, 7/15/18 | 45,743 |
| 141 | 6.90%, 8/15/18 | 125,668 |
| 30 | 6.95%, 6/15/17 | 27,193 |
| 593 | 7.00%, 1/15/13 | 585,456 |
| 873 | 7.00%, 5/15/16 | 808,408 |
| 120 | 7.00%, 6/15/16 | 111,899 |
| 638 | 7.00%, 7/15/16 | 595,608 |
| 1,106 | 7.00%, 8/15/16 | 1,028,990 |
| 256 | 7.00%, 11/15/16 | 239,304 |
| 100 | 7.00%, 12/15/16 | 92,829 |
| 71 | 7.00%, 6/15/17 | 64,820 |
| 1,445 | 7.00%, 2/15/18 | 1,281,781 |
| 905 | 7.00%, 5/15/18 | 802,893 |
| 1,466 | 7.00%, 8/15/18 | 1,313,752 |
| 85 | 7.00%, 9/15/18 | 74,347 |
| 168 | 7.00%, 6/15/22 | 141,737 |
| 183 | 7.05%, 3/15/18 | 165,224 |
| 332 | 7.05%, 4/15/18 | 299,576 |
| 3,012 | 7.10%, 1/15/13 | 2,969,335 |
| 253 | 7.125%, 10/15/17 | 231,113 |
| 545 | 7.15%, 6/15/16 | 511,158 |
| 1,087 | 7.15%, 9/15/18 | 981,054 |
| 43 | 7.20%, 10/15/17 | 39,248 |
| 2,153 | 7.25%, 6/15/16 | 2,017,037 |
| 1,225 | 7.25%, 9/15/17 | 1,122,280 |
| 324 | 7.25%, 1/15/18 | 293,496 |
| 238 | 7.25%, 4/15/18 | 211,616 |
| 273 | 7.25%, 8/15/18 | 246,893 |
| 180 | 7.25%, 9/15/18 | 163,343 |
| 80 | 7.30%, 1/15/18 | 73,071 |
| 235 | 7.35%, 1/15/17 | 222,756 |
| 22 | 7.35%, 4/15/18 | 19,953 |
| 356 | 7.375%, 11/15/16 | 347,720 |
| 10 | 7.375%, 4/15/18 | 9,176 |
| 1,037 | 7.50%, 5/15/16 | 995,362 |
| 784 | 7.50%, 6/15/16 | 745,220 |

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| | | |
|-------|-----------------|-----------|
| 20 | 7.50%, 11/15/16 | 18,986 |
| 1,260 | 7.50%, 8/15/17 | 1,168,271 |
| 12 | 7.50%, 11/15/17 | 11,061 |

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PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited) (continued)

| Principal Amount (000s) | | Value* |
|--|---|-------------|
| Financial Services (continued) | | |
| \$1,505 | 7.50%, 12/15/17 | \$1,390,135 |
| 1,324 | 7.55%, 5/15/16 | 1,261,757 |
| 79 | 8.00%, 10/15/17 | 74,681 |
| 197 | 8.00%, 11/15/17 | 187,642 |
| 20 | 8.125%, 11/15/17 | 19,153 |
| 25 | 8.25%, 3/15/17 | 24,585 |
| 35 | 8.65%, 8/15/15 | 34,657 |
| 121 | 9.00%, 7/15/20 | 117,888 |
| 160 | BankAmerica Capital II, 8.00%, 12/15/26 | 144,800 |
| 5,100 | BankAmerica Institutional Capital B, 7.70%, 12/31/26 (a)(d) | 4,551,750 |
| 5,000 | Capital One Capital III, 7.686%, 8/1/66, (converts to FRN 8/15/36) | 5,006,250 |
| 38,750 | Capital One Capital V, 10.25%, 8/15/39 | 40,445,312 |
| 3,600 | Citigroup Capital XXI, 8.30%, 12/21/77, (converts to FRN on 12/21/37) | 3,604,500 |
| 13,002 | ILFC E-Capital Trust I, 4.45%, 12/21/65, FRN (a)(d) | 7,735,930 |
| 28,430 | ILFC E-Capital Trust II, 6.25%, 12/21/65, (converts to FRN on 12/21/15) (a)(d) | 19,332,400 |
| 18,000 | International Lease Finance Corp., 6.98%, 10/15/17, VRN (f) | 16,651,264 |
| | LBG Capital No.1 PLC, 7.375%, 3/12/20 | 1,756,557 |
| 1,885 | 7.588%, 5/12/20 | 1,034,298 |
| £900 | 7.869%, 8/25/20 | 3,933,749 |
| £3,400 | 8.50%, 12/17/21 (a)(d)(g) | 1,390,000 |
| \$2,000 | LBG Capital No.2 PLC, 8.875%, 2/7/20 | 1,003,044 |
| 1,000 | 9.00%, 12/15/19 | 340,161 |
| £284 | 9.125%, 7/15/20 | 6,576,955 |
| £5,500 | 9.334%, 2/7/20 | 1,764,887 |
| £1,425 | 11.25%, 9/14/23 | 1,148,444 |
| £850 | National City Preferred Capital Trust I, 12.00%, 12/10/12 (g)(j) | 6,630,391 |
| \$6,300 | NSG Holdings LLC, 7.75%, 12/15/25 (a)(d) | 45,211,850 |
| 43,895 | PNC Preferred Funding Trust I, 6.517%, 3/15/12 (a)(d)(g)(j) | 3,552,500 |
| 4,900 | Royal Bank of Scotland Group PLC, 7.648%, 9/30/31 (g) | 1,509,750 |
| 2,200 | SLM Corp., 8.00%, 3/25/20 | 9,112,500 |
| 9,000 | 8.45%, 6/15/18 (j) | 53,442,225 |
| 51,635 | Springleaf Finance Corp., 5.40%, 12/1/15 | 7,325,000 |
| 10,000 | 6.90%, 12/15/17 | 6,597,500 |
| 9,100 | State Street Capital Trust III, 5.536%, 3/15/12, VRN (j) | 3,149,856 |
| 3,200 | USB Capital IX, 3.50%, 1/15/12, VRN (j) | 1,187,518 |
| 1,700 | | 330,908,957 |
| Healthcare & Hospitals 1.0% | | |
| 11,552 | HCA, Inc., 9.00%, 12/15/14 | 12,100,720 |
| Hotels/Gaming 0.3% | | |
| 5,000 | Buffalo Thunder Development Authority, 9.375%, 12/15/14 (a)(b)(d)(e)(k)(l) | |

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| | | |
|-------|---|-----------|
| | (acquisition cost-\$5,118,750; purchased 12/8/06) | 1,625,000 |
| 2,100 | MGM Resorts International, 11.125%, 11/15/17 | 2,404,500 |
| | | 4,029,500 |

PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited) (continued)

| Principal Amount (000s) | | Value* |
|--------------------------------|--|-------------|
| Insurance 17.2% | | |
| | American International Group, Inc., | |
| \$3,150 | 5.85%, 1/16/18 (j) | \$3,087,690 |
| 3,600 | 6.25%, 3/15/87 | 2,623,500 |
| £37,880 | 6.765%, 11/15/17 (a)(d) | 55,723,482 |
| 3,562 | 6.797%, 11/15/17 (a)(b)(d)(k) | |
| | (acquisition cost-\$1,373,167; purchased 1/29/09) | 4,389,968 |
| MXN 30,000 | 7.98%, 6/15/17 | 1,988,932 |
| 8,200 | 8.00%, 5/22/68, (converts to FRN on 5/22/18) | 8,543,347 |
| 3,750 | 8.00%, 5/22/68, (converts to FRN on 5/22/18) (a)(d) | 3,907,018 |
| \$87,250 | 8.175%, 5/15/68, (converts to FRN on 5/15/38) (j) | 78,525,000 |
| 6,150 | 8.25%, 8/15/18 | 6,524,726 |
| £24,400 | 8.625%, 5/22/68, (converts to FRN on 5/22/18) | 30,693,492 |
| £4,650 | 8.625%, 5/22/68, (converts to FRN on 5/22/18) (a)(d) | 5,849,375 |
| \$2,000 | Pacific Life Insurance Co., 7.90%, 12/30/23 (a)(d) | 2,416,732 |
| 3,500 | Transatlantic Holdings, Inc., 8.00%, 11/30/39 (j) | 3,978,496 |
| 10,000 | Validus Holdings Ltd., 8.875%, 1/26/40 (j) | 10,939,310 |
| | | 219,191,068 |
| Multi-Media 0.0% | | |
| 2,420 | Lighthouse International Co. S.A., 8.00%, 4/30/14 (e) | 281,888 |
| Oil & Gas 0.1% | | |
| \$1,000 | Cie Generale de Geophysique-Veritas, 7.75%, 5/15/17 | 1,017,500 |
| Telecommunications 2.4% | | |
| | CenturyLink, Inc., | |
| 3,000 | 6.00%, 4/1/17 | 3,045,669 |
| 1,122 | 7.20%, 12/1/25 | 1,131,413 |
| 2,200 | 7.60%, 9/15/39 | 2,161,731 |
| 15,200 | Mountain States Telephone & Telegraph Co., 7.375%, 5/1/30 | 16,044,565 |
| 10,000 | Sprint Capital Corp., 8.75%, 3/15/32 | 8,137,500 |
| | | 30,520,878 |
| Utilities 2.7% | | |
| 7,300 | AES Andres Dominicana Ltd., 9.50%, 11/12/20 (a)(d) | 7,300,000 |
| 2,162 | Ameren Energy Generating Co., 7.95%, 6/1/32 | 2,110,903 |
| 23,990 | Dynegy Roseton LLC, 7.67%, 11/8/16, Ser. B (e) | 14,633,900 |
| 4,455 | Energy Future Holdings Corp., 9.75%, 10/15/19 | 4,477,275 |
| 5,445 | Energy Future Intermediate Holding Co. LLC, 9.75%, 10/15/19 | 5,472,225 |
| | | 33,994,303 |
| | Total Corporate Bonds & Notes (cost \$729,303,609) | 802,824,062 |
| MUNICIPAL BONDS 12.8% | | |
| California 4.6% | | |
| 3,000 | Fresno Cnty. Rev., zero coupon, 8/15/25, Ser. A (FGIC-NPFGC) | 1,204,200 |
| 4,130 | La Quinta Financing Auth., Tax Allocation, 8.07%, 9/1/36, Ser. A | 4,374,207 |
| 3,425 | Long Beach Redev. Agcy., Tax Allocation, 8.36%, 8/1/40, Ser. Z | 3,721,194 |
| 11,600 | Oakland Unified School Dist., Alameda Cnty., GO, 9.50%, 8/1/34 | 12,984,692 |
| | Riverside Cnty. Dev. Agcy., Tax Allocation, Ser. A-T, | |
| 8,720 | 7.50%, 10/1/30 | 8,903,033 |

2,020

7.75%, 10/1/37

2,061,955

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PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited) (continued)

| Principal Amount (000s) | | Value* |
|--|--|-------------|
| California (continued) | | |
| \$500 | San Diego Redev. Agcy., Tax Allocation, 7.625%, 9/1/30, Ser. A | \$521,280 |
| 4,000 | San Luis Obispo Cnty. Rev., zero coupon, 9/1/27, Ser. C (NPFGC) | 1,447,320 |
| 1,600 | San Marcos Unified School Dist., GO, zero coupon, 8/1/32 | 476,080 |
| | State Public Works Board Rev., | |
| 12,955 | 7.804%, 3/1/35, Ser. B-2 | 14,481,358 |
| 7,070 | 8.00%, 3/1/35, Ser. A-2 | 7,534,287 |
| | | 57,709,606 |
| Illinois 0.5% | | |
| 5,700 | State, GO, 6.90%, 3/1/35 | 6,068,391 |
| Louisiana 0.5% | | |
| | New Orleans, Public Improvements, GO, Ser. A, | |
| 1,800 | 8.30%, 12/1/29 | 2,018,934 |
| 3,850 | 8.55%, 12/1/34 | 4,236,656 |
| | | 6,255,590 |
| Ohio 1.1% | | |
| 10,000 | American Municipal Power-Ohio, Inc. Rev., 8.084%, 2/15/50, Ser. B | 13,967,200 |
| Pennsylvania 0.1% | | |
| 3,700 | Philadelphia Auth. for Industrial Dev. Rev., zero coupon, 4/15/26, Ser. B (AMBAC) | 1,251,154 |
| Texas 6.0% | | |
| | North Texas Tollway Auth. Rev., | |
| 18,600 | 8.41%, 2/1/30 | 21,007,584 |
| 49,495 | 8.91%, 2/1/30 | 55,732,855 |
| | | 76,740,439 |
| | Total Municipal Bonds (cost \$145,884,005) | 161,992,380 |
| MORTGAGE-BACKED SECURITIES 9.2% | | |
| 2,225 | American Home Mortgage Assets, 6.25%, 6/25/37, CMO | 978,841 |
| 10,984 | Banc of America Alternative Loan Trust, 6.00%, 3/25/36, CMO | 7,272,681 |
| 77 | Banc of America Mortgage Securities, Inc., 2.881%, 2/25/36, CMO, FRN | 54,848 |
| | BCAP LLC Trust, CMO, VRN (a)(d), | |
| 4,700 | 5.636%, 3/26/37 | 361,900 |
| 3,535 | 10.491%, 6/26/36 | 406,525 |
| | Bear Stearns Adjustable Rate Mortgage Trust, CMO, VRN, | |
| 14,566 | 2.733%, 8/25/35 | 8,016,383 |
| 986 | 5.131%, 5/25/47 | 603,114 |
| | Chase Mortgage Finance Corp., CMO, | |
| 128 | 2.806%, 12/25/35, FRN | 123,376 |
| 192 | 5.50%, 5/25/36 | 175,105 |
| 399 | 5.890%, 9/25/36, FRN | 340,667 |
| | Citigroup Mortgage Loan Trust, Inc., CMO, VRN, | |
| 261 | 2.527%, 7/25/46 | 155,139 |
| 474 | 5.181%, 7/25/37 | 296,627 |

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| | | |
|-------|-----------------|-----------|
| 1,849 | 5.611%, 9/25/37 | 1,047,545 |
| 4,008 | 5.673%, 8/25/37 | 2,798,826 |

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PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited) (continued)

| Principal Amount (000s) | | Value* |
|-------------------------------|--|-------------|
| \$4,522 | 5.784%, 3/25/37 Countrywide Alternative Loan Trust, CMO, | \$3,748,744 |
| 825 | 4.796%, 2/25/37, VRN | 477,342 |
| 1,706 | 5.291%, 7/25/21, VRN | 1,257,736 |
| 752 | 5.50%, 3/25/36 | 488,277 |
| 628 | 6.00%, 11/25/36 | 366,765 |
| 9,346 | 6.00%, 2/25/37 | 5,988,372 |
| 347 | 6.50%, 6/25/36 | 182,786 |
| | Countrywide Home Loan Mortgage Pass Through Trust, CMO, | |
| 1,412 | 2.778%, 9/20/36, VRN | 710,295 |
| 5,697 | 5.50%, 10/25/35 | 5,314,800 |
| 170 | 5.593%, 9/25/47, VRN | 102,546 |
| 5,529 | 5.75%, 3/25/37 | 4,417,201 |
| 4,875 | 5.75%, 6/25/37 | 4,134,609 |
| 1,599 | 6.00%, 5/25/36 | 1,276,991 |
| 1,152 | 6.00%, 4/25/37 | 987,779 |
| 15,000 | 6.00%, 5/25/37 | 11,360,392 |
| 3,152 | Credit Suisse Mortgage Capital Certificates, 6.00%, 2/25/37, CMO | 2,446,619 |
| 218 | First Horizon Asset Securities, Inc., 5.615%, 5/25/37, CMO, FRN GSR Mortgage Loan Trust, CMO, | 129,709 |
| 1,341 | 5.50%, 5/25/36 | 1,071,315 |
| 1,447 | 6.00%, 7/25/37 | 1,245,407 |
| | Harborview Mortgage Loan Trust, CMO, VRN, | |
| 145 | 5.249%, 8/19/36 | 94,808 |
| 1,443 | 5.75%, 8/19/36 | 738,876 |
| 13,232 | JPMorgan Alternative Loan Trust, 5.843%, 3/25/37, CMO, VRN | 6,819,767 |
| | JPMorgan Mortgage Trust, CMO, | |
| 836 | 5.687%, 1/25/37, VRN | 629,987 |
| 1,245 | 5.75%, 1/25/36 | 1,145,948 |
| 567 | Merrill Lynch Alternative Note Asset, 4.687%, 6/25/37, CMO, VRN | 275,504 |
| 354 | Merrill Lynch Mortgage-Backed Securities Trust, 5.261%, 4/25/37, CMO, VRN | 225,619 |
| | Residential Asset Securitization Trust, CMO, | |
| 1,987 | 6.00%, 9/25/36 | 1,049,865 |
| 1,529 | 6.25%, 10/25/36 | 972,626 |
| 615 | 6.50%, 8/25/36 | 345,589 |
| 5,872 | Residential Funding Mortgage Securities I, 6.25%, 8/25/36, CMO | 4,605,937 |
| | Sequoia Mortgage Trust, CMO, VRN, | |
| 171 | 2.418%, 1/20/47 | 112,997 |
| 2,068 | 5.372%, 7/20/37 | 1,495,683 |
| | Suntrust Adjustable Rate Mortgage Loan Trust, CMO, FRN, | |
| 3,064 | 5.511%, 4/25/37 | 2,113,536 |
| 2,319 | 5.801%, 2/25/37 | 1,477,487 |
| | WaMu Mortgage Pass Through Certificates, CMO, | |
| 2,277 | 2.312%, 11/25/36, VRN | 1,509,762 |
| 184 | 2.394%, 12/25/36, FRN | 119,069 |
| 730 | 2.560%, 12/25/36, VRN | 472,053 |
| 251 | 2.607%, 3/25/37, VRN | 188,945 |
| 1,182 | 2.610%, 2/25/37, VRN | 786,133 |

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| | | |
|-----|----------------------|---------|
| 294 | 4.294%, 1/25/37, FRN | 200,655 |
| 253 | 5.002%, 4/25/37, FRN | 163,197 |
| 556 | 5.062%, 2/25/37, VRN | 346,818 |

PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited) (continued)

| Principal Amount (000s) | | Value* |
|--|---|-------------|
| \$487 | 5.223%, 5/25/37, FRN | \$337,572 |
| 623 | 5.446%, 2/25/37, FRN | 416,629 |
| 1,811 | 5.836%, 9/25/36, VRN | 1,221,087 |
| | Washington Mutual Alternative Mortgage Pass Through Certificates, CMO, | |
| 13,095 | 6.00%, 6/25/37 | 8,793,532 |
| 7,438 | 6.50%, 3/25/36 | 4,132,322 |
| | Wells Fargo Mortgage-Backed Securities Trust, CMO, FRN, | |
| 8,048 | 2.612%, 10/25/36 | 5,836,289 |
| 2,660 | 2.729%, 7/25/36 | 1,772,444 |
| 421 | 2.730%, 7/25/36 | 297,373 |
| 271 | 2.743%, 9/25/36 | 181,835 |
| | Total Mortgage-Backed Securities (cost \$126,062,359) | 117,219,206 |
| Shares | | |
| PREFERRED STOCK 6.0% | | |
| Banking 4.1% | | |
| 758,600 | CoBank Acb, 11.00%, 7/1/13, Ser. C (a)(b)(d)(g)(k)(m) (acquisition cost-\$42,106,600; purchased 8/23/10-2/1/11) | 39,921,325 |
| 10,000 | Farm Credit Bank, 10.00%, 12/15/20, Ser. 1 (g) | 11,706,250 |
| | | 51,627,575 |
| Financial Services 1.0% | | |
| | Ally Financial, Inc. (g), | |
| 3,000 | 7.00%, 1/30/12 (a)(d) | 2,150,719 |
| 150,000 | 8.50%, 5/15/16, Ser. A (m) | 2,758,500 |
| 150,000 | Bank of America Corp., 8.20%, 5/1/13, Ser. H (g) | 3,315,000 |
| 200,000 | GMAC Capital Trust I, 8.125%, 2/15/16, Ser. 2 (m) | 3,868,000 |
| 7 | Union Planters Preferred Funding Corp., 7.75%, 7/15/23 (a)(b)(d)(g)(k) (acquisition cost-\$630,000; purchased 3/3/11) | 498,531 |
| | | 12,590,750 |
| Real Estate Investment Trust 0.9% | | |
| 10,570 | Sovereign Real Estate Investment Trust, 12.00%, 5/16/20 (a)(d)(g) | 11,785,941 |
| | Total Preferred Stock (cost \$79,463,150) | 76,004,266 |
| Principal Amount (000s) | | |
| ASSET-BACKED SECURITIES 1.5% | | |
| | Countrywide Asset-Backed Certificates, | |
| \$3,000 | 5.595%, 8/25/35 | 1,964,394 |
| 13,700 | 5.884%, 7/25/36 | 5,478,281 |
| 707 | GSAA Trust, 0.594%, 3/25/37, FRN | 283,906 |
| 20,347 | Indymac Residential Asset-Backed Trust, 0.454%, 7/25/37, FRN | 9,616,780 |
| 2,760 | Morgan Stanley Mortgage Loan Trust, 6.25%, 7/25/47, VRN | 1,758,839 |
| 503 | Washington Mutual Asset-Backed Certificates, 0.444%, 5/25/36, FRN | 225,233 |
| | Total Asset-Backed Securities (cost \$24,959,238) | 19,327,433 |
| SENIOR LOANS (a)(c) 1.4% | | |
| Utilities 1.4% | | |

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27,758

Texas Competitive Electric Holdings Co. LLC, 4.776%, 10/10/17
(cost \$22,247,097)

17,672,843

PIMCO High Income Fund Schedule of Investments

December 31, 2011 (unaudited) (continued)

| Shares | | Value* |
|--|---|------------------------|
| MUTUAL FUNDS 0.0% | | |
| 5,940 | BlackRock MuniYield Quality Fund II, Inc. | \$81,378 |
| 14,868 | BlackRock MuniYield Quality Fund III, Inc. | 210,234 |
| | Total Mutual Funds (cost \$258,945) | 291,612 |
| COMMON STOCK 0.0% | | |
| Software 0.0% | | |
| 20,748 | Zynga, Inc., Class A (i) (cost \$207,480) | 195,239 |
| Principal Amount (000s) | | |
| SHORT-TERM INVESTMENTS 6.0% | | |
| U.S. Treasury Obligations (h)(n) 1.4% | | |
| \$17,395 | U.S. Treasury Bills, 0.001%-0.006%, 2/2/12-2/9/12 (cost \$17,394,988) | 17,394,988 |
| Corporate Notes 0.3% | | |
| Airlines 0.3% | | |
| 4,754 | American Airlines, Inc., 10.50%, 3/15/12 (b)(e) | 3,497,161 |
| Financial Services 0.0% | | |
| 210 | Ally Financial, Inc., 7.50%, 10/15/12 | 208,838 |
| | Total Corporate Notes (cost \$4,951,084) | 3,705,999 |
| Repurchase Agreements 4.3% | | |
| 53,500 | RBC Capital Markets, dated 12/30/11, 0.05%, due 1/3/12, proceeds \$53,500,297; collateralized by U.S. Treasury Notes, 1.50%, due 8/31/18, valued at \$54,567,076 including accrued interest | 53,500,000 |
| 1,512 | State Street Bank & Trust Co., dated 12/30/11, 0.01%, due 1/3/12, proceeds \$1,512,002; collateralized by Freddie Mac, 5.50%, due 8/20/12, valued at \$1,543,744 including accrued interest | 1,512,000 |
| | Total Repurchase Agreements (cost \$55,012,000) | 55,012,000 |
| | Total Short-Term Investments (cost \$77,358,072) | 76,112,987 |
| | Total Investments (cost \$1,205,743,955) (o) 100.0% | \$1,271,640,028 |

Notes to Schedule of Investments:

* Portfolio securities and other financial instruments for which market quotations are readily available are stated at market value. Market value is generally determined on the basis of last reported sales prices, or if no sales are reported, on the basis of quotes obtained from a quotation reporting system, established market makers, or independent pricing services.

Portfolio securities and other financial instruments for which market quotations are not readily available, or for which a development/event occurs that may significantly impact the value of a security, are fair-valued, in good faith, pursuant to procedures established by the Board of Trustees, or persons acting at their discretion pursuant to procedures established by the Board of Trustees, including certain fixed income securities which may be valued with reference to securities whose prices are more readily available. The Fund's investments are valued daily using prices supplied by an independent pricing service or dealer quotations, or by using the last sale price on the exchange that is the primary market for such securities, or the mean between the last quoted bid and ask price. Independent pricing services use information provided by market makers or estimates of market values obtained from yield data relating to investments or securities with similar characteristics. Centrally cleared swaps are valued at the price determined by the relevant exchange. Short-term securities maturing in 60 days or less are valued at amortized cost, if their original term to maturity was 60 days or less, or by amortizing their value on the 61st day prior to maturity, if the original term to maturity exceeded 60 days. Investments initially valued in currencies other than the U.S. dollar are converted to the U.S. dollar using exchange rates obtained from pricing services. As a result, the net asset value (NAV) of the Fund's shares may be affected by changes in the value of currencies in relation to the U.S. dollar. The value of securities traded in markets outside the United States or denominated in currencies other than the U.S. dollar may be affected significantly on a day that the New York Stock Exchange (NYSE) is closed.

The prices used by the Fund to value securities may differ from the value that would be realized if the securities were sold, and these differences could be material. The Fund's NAV is normally determined as of the close of regular trading (normally, 4:00 p.m. Eastern time) on the NYSE on each day the NYSE is open for business.

- (a) Private Placement Restricted as to resale and may not have a readily available market. Securities with an aggregate value of \$300,229,084, representing 23.6% of total investments.
- (b) Illiquid.
- (c) These securities generally pay interest at rates which are periodically pre-determined by reference to a base lending rate plus a premium. These base lending rates are generally either the lending rate offered by one or more major European banks, such as the LIBOR or the prime rate offered by one or more major United States banks, or the certificate of deposit rate. These securities are generally considered to be restricted as the Fund is ordinarily contractually obligated to receive approval from the Agent bank and/or borrower prior to disposition. Remaining maturities of senior loans may be less than the stated maturities shown as a result of contractual or optional payments by the borrower. Such prepayments cannot be predicted with certainty. The interest rate disclosed reflects the rate in effect on December 31, 2011.
- (d) 144A Exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration, typically only to qualified institutional buyers. Unless otherwise indicated, these securities are not considered to be illiquid.
- (e) In default.
- (f) Fair-Valued Security with a value of \$16,651,264, representing 1.3% of total investments.
- (g) Perpetual maturity. The date shown is the next call date. For Corporate Bonds & Notes, the interest rate is fixed until the first call date and variable thereafter.
- (h) All or partial amount segregated for the benefit of the counterparty as collateral for derivatives.
- (i) Non-income producing.
- (j) All or partial amount transferred for the benefit of the counterparty as collateral for reverse repurchase agreements.
- (k) Restricted. The aggregate acquisition cost of such securities is \$59,328,517 and the aggregate market value is \$55,743,729, representing 4.4% of total investments.

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- (l) Security is subject to a forbearance agreement entered into by the Fund which forbears the Fund from taking action to, among other things, accelerate and collect payments on the subject note with respect to specified events of default.
- (m) Dividend rate is fixed until the first call date and variable thereafter.
- (n) Rates reflect the effective yields at purchase date.
- (o) At December 31, 2011, the cost basis of portfolio securities for federal income tax purposes was \$1,207,063,164. Gross unrealized appreciation was \$129,987,477; gross unrealized depreciation was \$65,410,613; and net unrealized appreciation was \$64,576,864. The difference between book and tax cost basis was attributable to wash sale loss deferrals.

Glossary:

AMBAC insured by American Municipal Bond Assurance Corp.

£ British Pound

CMO Collateralized Mortgage Obligation

Euro

FGIC insured by Financial Guaranty Insurance Co.

FRN Floating Rate Note. The interest rate disclosed reflects the rate in effect on December 31, 2011.

GO General Obligation Bond

LIBOR London Inter-Bank Offered Rate

MXN Mexican Peso

NPFGC insured by National Public Finance Guarantee Corp.

VRN Variable Rate Note. Instruments whose interest rates change on a specified date (such as a coupon date or interest payment date) and/or whose interest rates vary with changes in a designated base rate (such as the prime interest rate). The interest rate disclosed reflects the rate in effect on December 31, 2011.

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Other Investments:

(A) Over-the-Counter (OTC) credit default swap agreements:

Sell protection swap agreements outstanding at December 31, 2011 (1):

| Swap Counterparty/ Referenced Debt Issuer | Notional Amount (000s) (1) | Credit Spread | Termination Date | Payments Received | Market Value (2) | Upfront Premiums Received | Unrealized Appreciation |
|--|-------------------------------|------------------|---------------------|----------------------|---------------------|---------------------------------|----------------------------|
| Goldman Sachs: MBIA Insurance Corp. | \$1,700 | 18.05% | 3/20/12 | 5.00% | \$(44,892) | \$(93,500) | \$48,608 |

(1) This represents the maximum potential amount the Fund could be required to make available as a seller of credit protection or receive as a buyer of credit protection if a credit event occurs as defined under the terms of that particular swap agreement.

(2) The quoted market prices and resulting values for credit default swap agreements serve as an indicator of the status at December 31, 2011 of the payment/performance risk and represent the likelihood of an expected liability (or profit) for the credit derivative should the notional amount of the swap agreement been closed/sold as of the period end. Increasing market values, in absolute terms when compared to the notional amount of the swap, represent a deterioration of the referenced entity's credit soundness and a greater likelihood or risk of default or other credit event occurring as defined under the terms of the agreement.

(B) Centrally cleared interest rate swaps outstanding at December 31, 2011:

| Broker | Notional Amount (000s) | Termination Date | Payments Made | Rate Type | Payments Received | Market Value | Unrealized Appreciation (Depreciation) |
|---------------------|---------------------------|---------------------|------------------|----------------------|----------------------|-----------------|--|
| Barclays Bank (CME) | \$200,000 | 6/16/20 | 4.00% | 3-Month USD-LIBOR | | \$35,036,541 | \$1,997,472 |
| Credit Suisse (CME) | 1,150,000 | 12/16/16 | 4.00% | 3-Month USD-LIBOR | | 158,868,571 | 2,527,682 |
| Credit Suisse (CME) | 1,150,000 | 6/20/17 | USD-LIBOR | 3-Month | 1.50% | (5,747,953) | (3,447,953) |
| Credit Suisse (CME) | 200,000 | 6/20/22 | USD-LIBOR | 3-Month | 2.25% | (1,635,218) | (635,218) |
| | | | | | | \$186,521,941 | \$441,983 |

CME Chicago Mercantile Exchange

LIBOR London Inter-Bank Offered Rate

(C) Forward foreign currency contracts outstanding at December 31, 2011:

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| | Counterparty | U.S.\$ Value on Origination Date | U.S.\$ Value December 31, 2011 | Unrealized Appreciation (Depreciation) |
|---|----------------|-------------------------------------|-----------------------------------|--|
| Purchased: | | | | |
| 424,460 Brazilian Real settling 1/4/12 | JPMorgan Chase | \$226,282 | \$227,562 | \$1,280 |
| 424,460 Brazilian Real settling 3/2/12 | JPMorgan Chase | 224,523 | 224,665 | 142 |
| 424,460 Brazilian Real settling 1/4/12 | Morgan Stanley | 238,742 | 227,562 | (11,180) |
| 530,000 Euro settling 1/17/12 | Barclays Bank | 702,284 | 686,007 | (16,277) |
| 861,000 Euro settling 1/17/12 | Citigroup | 1,120,859 | 1,114,438 | (6,421) |
| 17,568,000 Euro settling 1/4/12 | Goldman Sachs | 23,049,216 | 22,737,391 | (311,825) |
| 348,000 Euro settling 1/17/12 | JPMorgan Chase | 477,311 | 450,435 | (26,876) |
| 7,010,000 Euro settling 1/17/12 | UBS | 9,142,386 | 9,073,413 | (68,973) |
| 4,658,000 Indian Rupee settling 7/12/12 | JPMorgan Chase | 100,215 | 84,980 | (15,235) |
| 1,095,255 Mexican Peso settling 3/15/12 | Barclays Bank | 78,420 | 78,040 | (380) |
| 109,526 Mexican Peso settling 3/15/12 | HSBC Bank | 7,789 | 7,804 | 15 |
| 3,040,200 South African Rand settling 1/26/12 | JPMorgan Chase | 416,837 | 375,263 | (41,574) |
| Sold: | | | | |
| 424,460 Brazilian Real settling 1/4/12 | JPMorgan Chase | 227,288 | 227,562 | (274) |
| 848,920 Brazilian Real settling 1/4/12 | Morgan Stanley | 226,282 | 227,562 | (1,280) |
| 19,958,000 British Pound settling 3/12/12 | Barclays Bank | 31,206,628 | 30,974,729 | 231,899 |
| 54,524,000 British Pound settling 3/12/12 | Deutsche Bank | 85,061,529 | 84,621,010 | 440,519 |
| 20,060,000 British Pound settling 3/12/12 | JPMorgan Chase | 31,460,600 | 31,133,033 | 327,567 |
| 26,465,000 British Pound settling 3/12/12 | UBS | 41,481,903 | 41,073,565 | 408,338 |
| 8,014,000 Euro settling 1/17/12 | Barclays Bank | 11,007,229 | 10,372,944 | 634,285 |
| 17,568,000 Euro settling 1/4/12 | Credit Suisse | 23,469,443 | 22,737,392 | 732,051 |
| 11,641,000 Euro settling 1/17/12 | Deutsche Bank | 16,072,335 | 15,067,561 | 1,004,774 |
| 17,568,000 Euro settling 2/2/12 | Goldman Sachs | 23,054,311 | 22,741,405 | 312,906 |
| 4,658,000 Indian Rupee settling 7/12/12 | JPMorgan Chase | 91,555 | 84,980 | 6,575 |
| 5,318,100 Mexican Peso settling 3/15/12 | HSBC Bank | 400,000 | 378,931 | 21,069 |
| 5,348,400 Mexican Peso settling 3/15/12 | Morgan Stanley | 400,000 | 381,090 | 18,910 |
| 9,333,450 Mexican Peso settling 3/15/12 | UBS | 700,000 | 665,036 | 34,964 |
| 43,101 South African Rand settling 1/26/12 | Barclays Bank | 5,333 | 5,320 | 13 |
| 2,697,099 South African Rand settling 1/26/12 | Goldman Sachs | 339,228 | 332,913 | 6,315 |
| 300,000 South African Rand settling 1/26/12 | JPMorgan Chase | 37,318 | 37,030 | 288 |
| | | | | \$3,681,615 |

At December 31, 2011, the Fund held \$4,480,000 in cash as collateral for derivatives. Cash collateral held may be invested in accordance with the Fund's investment strategy.

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(D) Open reverse repurchase agreements at December 31, 2011:

| Counterparty | Rate | Trade Date | Due Date | Principal & Interest | Principal |
|----------------------|--------|------------|----------|----------------------|---------------|
| Barclays Bank | 0.75% | 11/16/11 | 2/21/12 | \$20,165,307 | \$20,146,000 |
| | 0.764% | 8/24/11 | 2/14/12 | 4,961,656 | 4,948,000 |
| | 0.80% | 11/29/11 | 2/27/12 | 6,168,520 | 6,164,000 |
| Credit Suisse | 0.85% | 12/16/11 | 3/19/12 | 979,370 | 979,000 |
| | 1.10% | 11/16/11 | 2/16/12 | 29,302,128 | 29,261,000 |
| Deutsche Bank | 0.65% | 11/8/11 | 2/8/12 | 3,503,412 | 3,500,000 |
| | 0.65% | 11/10/11 | 2/8/12 | 1,047,983 | 1,047,000 |
| | 0.65% | 11/14/11 | 2/16/12 | 6,472,605 | 6,467,000 |
| Royal Bank of Canada | 0.956% | 11/29/11 | 2/27/12 | 14,352,568 | 14,340,000 |
| UBS | 0.80% | 8/24/11 | 2/21/12 | 23,901,851 | 23,833,000 |
| | | | | | \$110,685,000 |

The weighted average daily balance of reverse repurchase agreements outstanding during the nine months ended December 31, 2011 was \$144,578,140 at a weighted average interest rate of 0.47%. The total market value of underlying collateral (refer to the Schedule of Investments for positions transferred for the benefit of the counterparty as collateral for reverse repurchase agreements) for open reverse repurchase agreements at December 31, 2011 was \$121,580,885.

At December 31, 2011, the Fund held \$770,000 in principal value of Corporate Bonds as collateral for open reverse repurchase agreements. Securities held as collateral will not be pledged and are not reflected in the Schedule of Investments.

Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e. the exit price) in an orderly transaction between market participants. The three levels of the fair value hierarchy are described below:

- Level 1 quoted prices in active markets for identical investments that the Fund has the ability to access
- Level 2 valuations based on other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.) or quotes from inactive exchanges
- Level 3 valuations based on significant unobservable inputs (including the Fund's own assumptions in determining the fair value of investments)

An investment asset's or liability's level within the fair value hierarchy is based on the lowest level input, individually or in the aggregate, that is significant to fair value measurement. The objective of fair value measurement remains the same even when there is a significant decrease in the volume and level of activity for an asset or liability and regardless of the valuation technique used.

The valuation techniques used by the Fund to measure fair value during the nine months ended December 31, 2011 maximized the use of observable inputs and minimized the use of unobservable inputs. When fair-valuing securities, the Fund utilized option adjusted spread pricing techniques.

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. The following are certain inputs and techniques that the Fund generally uses to evaluate how to classify each major category of assets and liabilities for Level 2 and Level 3, in accordance with Generally Accepted Accounting Principles.

Equity Securities (Common and Preferred Stock) Equity securities traded in inactive markets and certain foreign equity securities are valued using inputs which include broker-dealer quotes, recently executed transactions adjusted for changes in the benchmark index, or evaluated price quotes received from independent pricing services that take into account the integrity of the market sector and issuer, the individual characteristics of the security, and information received from broker-dealers and other market sources pertaining to the issuer or security. To the extent that these inputs are observable, the values of equity securities are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

U.S. Treasury Obligations U.S. Treasury obligations are valued by independent pricing services based on pricing models that evaluate the mean between the most recently quoted bid and ask price. The models also take into consideration data received from active market makers and broker-dealers, yield curves, and the spread over comparable U.S. Treasury issues. The spreads change daily in response to market conditions and are generally obtained from the new issue market and broker-dealer sources. To the extent that these inputs are observable, the values of U.S. Treasury obligations are categorized as Level 2 to the extent that these inputs are unobservable, the values are categorized as Level 3.

Government Sponsored Enterprise and Mortgage-Backed Securities Government sponsored enterprise and mortgage-backed securities are valued by independent pricing services using pricing models based on inputs that include issuer type, coupon, cash flows, mortgage prepayment projection tables and Adjustable Rate Mortgage evaluations that incorporate index data, periodic and life caps, the next coupon reset date, and the convertibility of the bond. To the extent that these inputs are observable, the values of Government sponsored enterprise and

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mortgage-backed securities are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Municipal Bonds Municipal bonds are valued by independent pricing services based on pricing models that take into account, among other factors, information received from market makers and broker-dealers, current trades, bid-want lists, offerings, market movements, the callability of the bond, state of issuance, benchmark yield curves, and bond insurance. To the extent that these inputs are observable, the values of municipal bonds are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Corporate Bonds & Notes Corporate bonds and notes are generally comprised of two main categories: investment grade bonds and high yield bonds. Investment grade bonds are valued by independent pricing services using various inputs and techniques, which include broker-dealer quotations, live trading levels, recently executed transactions in securities of the issuer or comparable issuers, and option adjusted spread models that include base curve and spread curve inputs. Adjustments to individual bonds can be applied to recognize trading differences compared to other bonds issued by the same issuer. High yield bonds are valued by independent pricing services based primarily on broker-dealer quotations from relevant market makers and recently executed transactions in securities of the issuer or comparable issuers. The broker-dealer quotations received are supported by credit analysis of the issuer that takes into consideration credit quality assessments, daily trading activity, and the activity of the underlying equities, listed bonds and sector-specific trends. To the extent that these inputs are observable, the values of corporate bonds and notes are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Asset-Backed Securities and Collateralized Mortgage Obligations Asset-backed securities and collateralized mortgage obligations are valued by independent pricing services using pricing models based on a security's average life volatility. The models also take into account tranche characteristics such as coupon average life, collateral types, ratings, the issuer and tranche type, underlying collateral and performance of the collateral, and discount margin for certain floating rate issues. To the extent that these inputs are observable, the values of asset-backed securities and collateralized mortgage obligations are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Forward Foreign Currency Contracts Forward foreign currency contracts are valued by independent pricing services using various inputs and techniques, which include broker-dealer quotations, actual trading information and foreign currency exchange rates gathered from leading market makers and foreign currency exchange trading centers throughout the world. To the extent that these inputs are observable, the values of forward foreign currency contracts are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Interest Rate Swaps OTC interest rate swaps are valued by independent pricing services using pricing models that are based on real-time intraday snapshots of relevant interest rate curves that are built using the most actively traded securities for a given maturity. The pricing models also incorporate cash and money market rates. In addition, market data pertaining to interest rate swaps is monitored regularly to ensure that interest rates are properly depicting the current market rate. Centrally cleared swaps are valued at the price determined by the relevant exchange. To the extent that these inputs are observable, the values of interest rate swaps are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Credit Default Swaps OTC credit default swaps are valued by independent pricing services using pricing models that take into account, among other factors, information received from market makers and broker-dealers, default probabilities from index specific credit spread curves, recovery rates, and cash flows. To the extent that these inputs are observable, the values of OTC credit default swaps are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

Senior Loans Senior Loans are valued by independent pricing services based on the average of quoted prices received from multiple dealers or valued relative to other benchmark securities when broker-dealer quotes are unavailable. To the extent that these inputs are observable, the values of Senior Loans are categorized as Level 2. To the extent that these inputs are unobservable, the values are categorized as Level 3.

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The Fund's policy is to recognize transfers between levels at the end of the reporting period.

A summary of the inputs used at December 31, 2011 in valuing the Fund's assets and liabilities is listed below (Refer to Schedule of Investments and notes (A), (B) and (C) for detailed information on Investments in Securities and Other Financial Instruments):

| | Level 1 - Quoted Prices | Level 2 - Other Significant Observable Inputs | Level 3 - Significant Unobservable Inputs | Value at 12/31/11 |
|---|----------------------------|--|--|------------------------|
| Investments in Securities - Assets | | | | |
| Corporate Bonds & Notes: | | | | |
| Airlines | | \$4,304,587 | \$17,629,941 | \$21,934,528 |
| Electric | | | 465,903 | 465,903 |
| Financial Services | | 314,257,693 | 16,651,264 | 330,908,957 |
| Utilities | | 19,360,403 | 14,633,900 | 33,994,303 |
| All Other | | 415,520,371 | | 415,520,371 |
| Municipal Bonds | | 161,992,380 | | 161,992,380 |
| Mortgage-Backed Securities | | 116,450,781 | 768,425 | 117,219,206 |
| Preferred Stock: | | | | |
| Financial Services | \$9,941,500 | 2,649,250 | | 12,590,750 |
| All Other | | 63,413,516 | | 63,413,516 |
| Asset-Backed Securities | | 19,327,433 | | 19,327,433 |
| Senior Loans | | 17,672,843 | | 17,672,843 |
| Mutual Funds | 291,612 | | | 291,612 |
| Common Stock | 195,239 | | | 195,239 |
| Short-Term Investments | | 76,112,987 | | 76,112,987 |
| Total Investments in Securities - Assets | \$10,428,351 | \$1,211,062,244 | \$50,149,433 | \$1,271,640,028 |
| Other Financial Instruments* - Assets | | | | |
| Credit Contracts | | \$48,608 | | \$48,608 |
| Foreign Exchange Contracts | | 4,181,910 | | 4,181,910 |
| Interest Rate Contracts | | 4,525,154 | | 4,525,154 |
| Total Other Financial Instruments* - Assets | | \$8,755,672 | | \$8,755,672 |
| Other Financial Instruments* - Liabilities | | | | |
| Foreign Exchange Contracts | | \$(500,295) | | \$(500,295) |
| Interest Rate Contracts | | (4,083,171) | | (4,083,171) |
| Total Other Financial Instruments* - Liabilities | | \$(4,583,466) | | \$(4,583,466) |
| Total Investments | \$10,428,351 | \$1,215,234,450 | \$50,149,433 | \$1,275,812,234 |

*Other financial instruments not reflected in the Schedule of Investments, such as swap agreements and forward foreign currency contracts, are valued at the unrealized appreciation (depreciation) of the instrument.

There were no significant transfers between Levels 1 and 2 during the nine months ended December 31, 2011.

A roll forward of fair value measurements using significant unobservable inputs (Level 3) for the nine months ended December 31, 2011, was as follows:

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| | Beginning Balance 3/31/11 | Purchases | Sales | Accrued Discounts (Premiums) | Net Realized Gain (Loss) | Net Change in Unrealized Appreciation/ Depreciation | Transfers into Level 3 | Transfers out of Level 3** | Ending Balance 12/31/11 |
|---|---------------------------------|--------------|---------------|------------------------------------|--------------------------------|--|------------------------------|----------------------------------|-------------------------------|
| Investments in Securities - Assets | | | | | | | | | |
| Corporate Bonds & Notes: | | | | | | | | | |
| Airlines | \$5,927,697 | \$15,972,453 | \$(2,315,264) | \$(29,805) | \$(211,513) | \$(1,713,627) | | | \$17,629,941 |
| Electric | 590,230 | | (68,580) | (1,870) | (2,623) | (51,254) | | | 465,903 |
| Financial Services | 17,273,655 | | | 438,669 | (16,356) | 345,296 | | \$(1,390,000) | 16,651,264 |
| Utilities | 22,670,550 | | | 207,499 | | (8,244,149) | | | 14,633,900 |
| Mortgage-Backed Securities | | 888,271 | (271,485) | 175,909 | 233,599 | (257,869) | | | 768,425 |
| Total Investments | \$46,462,132 | \$16,860,724 | \$(2,655,329) | \$790,402 | \$3,107 | \$(9,921,603) | | \$(1,390,000) | \$50,149,433 |

**Transferred out of Level 3 into Level 2 because sufficient observable inputs were available.

The net change in unrealized appreciation/depreciation of Level 3 investments which the Fund held at December 31, 2011 was \$(9,445,931).

Item 2. Controls and Procedures

(a) The registrant's President & Chief Executive Officer and Treasurer, Principal Financial & Accounting Officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Act (17 CFR 270.30a-3(c)), as amended) are effective based on their evaluation of these controls and procedures as of a date within 90 days of the filing date of this document.

(b) There were no significant changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the Act (17 CFR 270.30a-3(d))) that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

Item 3. Exhibits

(a) Exhibit 99.302 Cert. Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

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: PIMCO High Income Fund

By: */s/ Brian S. Shlissel*
President & Chief Executive Officer

Date: February 23, 2012

By: */s/ Lawrence G. Altadonna*
Treasurer, Principal Financial & Accounting Officer

Date: February 23, 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: */s/ Brian S. Shlissel*
President & Chief Executive Officer

Date: February 23, 2012

By: */s/ Lawrence G. Altadonna*
Treasurer, Principal Financial & Accounting Officer

Date: February 23, 2012
