

BARINGS PARTICIPATION INVESTORS

Form N-Q

November 29, 2017

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 811-05531

Barings Participation Investors

(Exact name of registrant as specified in charter)

1500 Main Street, Springfield, MA 01115

(Address of principal executive offices) (Zip code)

Janice M. Bishop, Vice President, Secretary and Chief Legal Officer
Independence Wharf, 470 Atlantic Avenue, Boston, MA 02210

(Name and address of agent for service)

Registrant's telephone number, including area code: 413-226-1000

Date of fiscal year end: 12/31

Date of reporting period: 09/30/17

ITEM 1. SCHEDULE OF INVESTMENTS

CONSOLIDATED SCHEDULE OF INVESTMENTS

September 30, 2017

(Unaudited)

	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
Corporate Restricted Securities - 79.17%: (A)				
Private Placement Investments - 66.73%: (C)				
1492 Acquisition LLC				
A leading producer of premium Italian cured meats and deli meats in the U.S.				
Limited Liability Company Unit Class A Preferred (B)	102 uts.	10/17/12	\$102,270	\$148,310
Limited Liability Company Unit Class A Common (B)	11,364 uts.	10/17/12	11,364	240,224
			113,634	388,534
ABC Industries, Inc.				
A manufacturer of mine and tunneling ventilation products in the U.S.				
13% Senior Subordinated Note due 07/31/2019	\$109,335	08/01/12	105,086	108,740
	125,000			
Preferred Stock Series A (B)	shs.	08/01/12	125,000	251,460
Warrant, exercisable until 2022, to purchase common stock at \$.02 per share (B)	22,414 shs.	08/01/12	42,446	42,589
			272,532	402,789
Advanced Manufacturing Enterprises LLC				
A designer and manufacturer of large, custom gearing products for a number of critical customer applications.				
Limited Liability Company Unit (B)	1,945 uts.	*	207,910	—
* 12/07/12, 07/11/13 and 06/30/15.				
AFC - Dell Holding Corporation				
A distributor and provider of inventory management services for "C-Parts" used by OEMs in their manufacturing and production facilities.				
12.5% (1% PIK) Senior Subordinated Note due 09/27/2020	\$1,212,377	03/27/15	1,197,524	1,224,501
Preferred Stock (B)	1,122 shs.	03/27/15	112,154	130,707
Common Stock (B)	346 shs.	03/27/15	346	—
			1,310,024	1,355,208
Airxcel Holdings				
A leading manufacturer of a broad range of climate control solutions, including air-conditioners, heat pumps, cooking appliances, furnaces, powered vents, and water heaters.				
Limited Liability Company Unit	288 uts.	11/18/14	288,000	617,324

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AM Conservation Holding Corp.

A supplier of energy efficiency ("EE") products, including lighting, shower heads and aerators, and weatherization products such as door seals and weather stripping.

11.75% (1.5% PIK) Senior Subordinated Note

due 04/30/2023

\$1,568,182	10/31/16	1,539,920	1,576,467
156,818			

Common Stock (B)

shs.	10/31/16	156,818	237,645
		1,696,738	1,814,112

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Barings Participation Investors

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
AMS Holding LLC				
A leading multi-channel direct marketer of high-value collectible coins and proprietary-branded jewelry and watches.				
Limited Liability Company Unit Class A Preferred (B)(F)	114 uts.	10/04/12	\$ 113,636	\$ 284,979
API Technologies Corp.				
A designer, developer and manufacturer of electronic systems, subsystems, modules and secure communications for technically demanding defense, aerospace and commercial applications in the U.S. and internationally.				
12% (1% PIK) Senior Subordinated Note due 04/22/2023	\$ 1,399,969	04/22/16	1,388,664	1,423,830
Limited Liability Company Unit (B)	0.40% int.	04/20/16	345,000	417,450
			1,733,664	1,841,280
ARI Holding Corporation				
A leading national supplier of products used primarily by specialty contractors.				
11.5% (0.5% PIK) Senior Subordinated Note due 02/01/2020	\$ 1,719,544	*	1,706,033	1,719,544
Limited Partnership Interest	524 uts.	08/01/14	523,950	581,460
* 05/21/13 and 08/01/14.			2,229,983	2,301,004
ASC Holdings, Inc.				
A manufacturer of capital equipment used by corrugated box manufacturers.				
13% (1% PIK) Senior Subordinated Note due 05/18/2021	\$ 754,313	11/19/15	743,388	726,916
	111,100			
Limited Liability Company Unit (B)	uts.	11/18/15	111,100	42,885
			854,488	769,801
Aurora Parts & Accessories LLC				
A distributor of aftermarket over-the-road semi-trailer parts and accessories sold to customers across North America.				
11% Senior Subordinated Note due 02/17/2022	\$ 1,515,400	08/17/15	1,493,316	1,487,572
Preferred Stock (B)	210 shs.	08/17/15	209,390	152,452
Common Stock (B)	210 shs.	08/17/15	210	—

1,702,916 1,640,024

Avantech Testing Services LLC

A manufacturer of custom Non-Destructive Testing ("NDT") systems and provider of NDT and inspections services primarily to the oil country tubular goods market.

15% (3.75% PIK) Senior Subordinated Note

due 01/31/2021 (D)	\$ 500,587	07/31/14	491,228	—
Limited Liability Company Unit (B)(F)	45,504 uts.	*	—	—
* 07/31/14 and 10/14/15.			491,228	—

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
Corporate Restricted Securities: (A) (Continued)				
BEI Precision Systems & Space Company, Inc. A provider of advanced design, manufacturing, and testing for custom optical encoder-based positioning systems, precision accelerometers, and micro scanners.				
12% (1% PIK) Senior Subordinated Note due 04/28/2024	\$1,455,118	04/28/17	\$1,427,284	\$1,472,294
Limited Liability Company Unit (B)(F)	2,760 uts.	04/28/17	276,000	188,967
			1,703,284	1,661,261
Blue Wave Products, Inc. A distributor of pool supplies.				
10% Senior Secured Term Note due 09/30/2018	\$79,433	10/12/12	79,100	79,433
13% (1% PIK) Senior Subordinated Note due 09/30/2019	\$333,907	10/12/12	324,664	333,907
Common Stock (B)	51,064 shs.	10/12/12	51,064	376,380
Warrant, exercisable until 2022, to purchase common stock at \$.01 per share (B)	20,216 shs.	10/12/12	20,216	149,007
			475,044	938,727
BlueSpire Holding, Inc. A marketing services firm that integrates strategy, technology, and content to deliver customized marketing solutions for clients in the senior living, financial services and healthcare end markets.				
12.5% (1.5% PIK) Senior Subordinated Note due 06/30/2021 (D)	\$1,585,908	06/30/15	1,561,276	—
Common Stock (B)	1,417 shs.	06/30/15	156,800	—
			1,718,076	—
BP SCI LLC A leading value-added distributor of branded pipes, valves, and fittings (PVF) to diversified end markets.				
Limited Liability Company Unit Class A (B)(F)	417 uts.	10/17/12	41,667	263,730
Limited Liability Company Unit Class B (B)(F)	167 uts.	10/17/12	166,666	292,916
			208,333	556,646
CG Holdings Manufacturing Company A coating provider serving the automotive, agricultural, heavy truck and other end markets.				
13% Senior Subordinated Note due 11/01/2019	\$1,412,605	*	1,370,751	1,412,606
Preferred Stock (B)	1,350 shs.	*	134,972	182,772
Preferred Stock (B)	489 shs.	*	48,721	66,245
Common Stock (B)	140 shs.	*	14,864	410,593
Warrant, exercisable until 2023, to purchase	58 shs.	*	5,430	170,546

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common stock at \$.01 per share (B)

* 05/09/13 and 11/01/13.

1,574,738 2,242,762

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CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
CHG Alternative Education Holding Company				
A leading provider of publicly-funded, for profit pre-K-12 education services targeting special needs children at therapeutic day schools and "at risk" youth through alternative education programs.				
13.5% (1.5% PIK) Senior Subordinated Note due 06/19/2020	\$788,793	01/19/11	\$782,350	\$788,793
14% (2% PIK) Senior Subordinated Note due 06/19/2020	\$208,134	08/03/12	206,653	208,134
Common Stock (B)	375 shs.	01/19/11	37,500	38,118
Warrant, exercisable until 2021, to purchase common stock at \$.01 per share (B)	295 shs.	01/19/11	29,250	29,963
			1,055,753	1,065,008
Church Services Holding Company				
A provider of diversified residential services to homeowners in the Houston, Dallas, and Austin markets.				
Limited Liability Company Unit (B)(F)	1 ut.	03/26/12	189,978	—
Clarion Brands Holding Corp.				
A portfolio of six over-the-counter (OTC) pharmaceutical brands whose products are used to treat tinnitus or ringing of the ear, excessive sweating, urinary tract infections, muscle pain, and skin conditions.				
12.5% (1.5% PIK) Senior Subordinated Note due 04/01/2021	\$2,046,289	*	2,018,735	2,042,283
Limited Liability Company Unit (B)	1,853 uts.	07/18/16	189,267	138,404
* 10/01/14 and 07/18/16.			2,208,002	2,180,687
Clough, Harbour and Associates				
An engineering service firm that is located in Albany, NY.				
Preferred Stock (B)	147 shs.	12/02/08	146,594	858,132
Compass Chemical International LLC				
A manufacturer and supplier of standard and specialty formulated chemicals, primarily phosphoric acid derivatives called phosphonates.				
Limited Liability Company Unit (B)(F)	230 uts.	03/04/15	147,304	192,425

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Connecticut Electric, Inc.

A supplier and distributor of electrical products sold into the retail and wholesale markets.

Limited Liability Company Unit Class A (B)	82,613 uts.	01/12/07	82,613	128,941
Limited Liability Company Unit Class C (B)	59,756 uts.	01/12/07	59,756	103,728
	671,525			
Limited Liability Company Unit Class D (B)	uts.	05/03/10	—	1,120,057
Limited Liability Company Unit Class E (B)	1,102 uts.	05/03/10	—	260,556
			142,369	1,613,282

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
CORA Health Services, Inc.				
A provider of outpatient rehabilitation therapy services.				
12.75% (1.75% PIK) Senior Subordinated Note due 06/30/2023	\$775,013	06/30/16	\$761,884	\$793,088
Preferred Stock Series A (B)	758 shs.	06/30/16	72,033	84,218
Common Stock Class A (B)	3,791 shs.	06/30/16	3,791	23,287
			837,708	900,593
CTM Holding, Inc.				
A leading owner and operator of coin-operated children's rides, penny presses and candy kiosks in the U.S.				
15% (3% PIK) Senior Subordinated Note due 11/22/2019	\$1,326,281	11/22/13	1,315,315	1,326,281
Common Stock (B)	90 shs.	*	514,284	558,242
* 11/22/13 and 09/16/16.			1,829,599	1,884,523
Del Real LLC				
A manufacturer and distributor of fully-prepared fresh refrigerated Hispanic entrees as well as side dishes that are typically sold on a heat-and-serve basis at retail grocers.				
11% Senior Subordinated Note due 04/06/2023	\$1,420,588	10/07/16	1,395,269	1,420,588
	304,412			
Limited Liability Company Unit (B)(F)	uts.	10/07/16	304,412	337,897
			1,699,681	1,758,485
DPL Holding Corporation				
A distributor and manufacturer of aftermarket undercarriage parts for medium and heavy duty trucks and trailers.				
14% (2% PIK) Senior Subordinated Note due 11/04/2020	\$1,425,125	05/04/12	1,415,222	1,399,628
Preferred Stock (B)	25 shs.	05/04/12	252,434	200,106
Common Stock (B)	25 shs.	05/04/12	28,048	—
			1,695,704	1,599,734
Dunn Paper				
A provider of specialty paper for niche product applications.				
9.75% Second Lien Term Loan due 08/31/2023	\$1,725,000	09/28/16	1,695,344	1,690,500

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Eagle Family Foods, Inc.

A producer of low-cost branded and private label canned milk.

10.05% Last Out Term Loan due 12/31/2021	\$ 1,725,000	12/22/15	1,706,680	1,709,376
0.29% Second Last Out Term Loan due 8/29/2023	\$ 177,404	09/07/17	175,646	175,797
			1,882,326	1,885,173

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Barings Participation Investors

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
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ECG Consulting Group

A healthcare management consulting company who provides strategic, financial, operational, and technology related consulting services to healthcare providers.

11.75% (0.75% PIK) Senior Subordinated Note due 11/21/2020	\$1,321,758	11/21/14	\$1,303,731	\$1,334,976
Limited Liability Company Unit (B)(F)	230 uts.	11/19/14	71,875	139,556
			1,375,606	1,474,532

Elite Sportwear Holding, LLC

A designer and manufacturer of gymnastics, competitive cheerleading and swimwear apparel in the U.S. and internationally.

11.5% (1% PIK) Senior Subordinated Note due 10/13/2021	\$1,580,639	10/14/16	1,557,371	1,583,673
Limited Liability Company Unit (B)(F)	101 uts.	10/14/16	159,722	147,915
			1,717,093	1,731,588

English Color & Supply LLC

A distributor of aftermarket automotive paint and related products to collision repair shops, auto dealerships and fleet customers through a network of stores in the Southern U.S.

11.5% (0.5% PIK) Senior Subordinated Note due 12/31/2023	\$1,328,964	06/30/17	1,303,438	1,331,902
	397,695			
Limited Liability Company Unit (B)(F)	uts.	06/30/17	397,695	437,465
			1,701,133	1,769,367

ERG Holding Company LLC

A provider of inpatient and outpatient clinical trial services to pharmaceutical companies and contract research organizations.

13.5% (1.5% PIK) Senior Subordinated Note due 10/04/2019	\$980,292	04/04/14	971,823	980,292
14% (2% PIK) Senior Subordinated Note due 10/04/2019	\$258,346	07/01/16	254,967	259,508
Common Stock (B)	0.31% int.	04/04/14	77,533	77,525
			1,304,323	1,317,325

F F C Holding Corporation

A leading U.S. manufacturer of private label frozen novelty and ice cream products.

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Limited Liability Company Unit Preferred (B)	171 uts.	09/27/10	58,345	85,700
Limited Liability Company Unit Common (B)	171 uts.	09/27/10	17,073	439,547
			75,418	525,247

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
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F G I Equity LLC

A manufacturer of a broad range of filters and related products that are used in commercial, light industrial, healthcare, gas turbine, nuclear, laboratory, clean room, hotel, educational system, and food processing settings.

Limited Liability Company Unit Preferred (B)	80,559 uts.	04/15/14	\$—	\$80,559
Limited Liability Company Unit Class B-1 (B)	65,789 uts.	12/15/10	65,789	334,823
Limited Liability Company Unit Class B-2 (B)	8,248 uts.	12/15/10	8,248	41,977
Limited Liability Company Unit Class B-3 (B)	6,522 uts.	08/30/12	15,000	34,887
Limited Liability Company Unit Class C (B)	1,575 uts.	12/20/10	16,009	55,980
			105,046	548,226

FMH Holdings Corporation

A designer and manufacturer of highly engineered components for the aerospace, defense and space industries.

Common Stock (B)	148 shs.	05/01/15	148,096	333,750
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GD Dental Services LLC

A provider of convenient "onestop" general, specialty, and cosmetic dental services with 21 offices located throughout South and Central Florida.

Limited Liability Company Unit Preferred (B)	76 uts.	10/05/12	75,920	94,899
Limited Liability Company Unit Common (B)	767 uts.	10/05/12	767	—
			76,687	94,899

gloProfessional Holdings, Inc.

A marketer and distributor of premium mineral-based cosmetics, cosmeceuticals and professional hair care products to the professional spa and physician's office channels.

14% (2% PIK) Senior Subordinated Note due 03/27/2019	\$1,238,413	03/27/13	1,230,892	1,123,488
Common Stock (B)	1,181 shs.	03/27/13	118,110	61,665
			1,349,002	1,185,153

Glynlyon Holding Companies, Inc.

A technology-enabled curriculum provider of K-12 and support services predominantly to small and medium public school districts.

12% (1% PIK) Senior Subordinated Note due 01/15/2022	\$1,604,757	01/15/16	1,579,980	1,636,852
Common Stock (B)	147 shs.	01/15/16	147,436	260,266
			1,727,416	1,897,118

GlynnDevins Acquisition Corporation

A marketing communications agency that services senior living facilities.

Preferred Stock Series A (B)	342 shs.	06/19/15	70,683	82,644
Common Stock (B)	342 shs.	06/19/15	2,945	44,949
			73,628	127,593

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Barings Participation Investors

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
Grakon Parent				
The leading designer and manufacturer of highly-engineered and customized LED and incandescent lighting systems for transportation-based markets.				
Common Stock (B)	175 shs.	10/31/14	\$ 174,831	\$ 203,550
GTI Holding Company				
A designer, developer, and marketer of precision specialty hand tools and handheld test instruments.				
12% Senior Subordinated Note due 02/05/2020	\$ 727,865	02/05/14	702,700	720,988
Common Stock (B)	846 shs.	02/05/14	84,636	53,256
Warrant, exercisable until 2024, to purchase common stock at \$.01 per share (B)	397 shs.	02/05/14	36,816	24,991
			824,152	799,235
Handi Quilter Holding Company (Premier Needle Arts)				
A designer and manufacturer of long-arm quilting machines and related components for the consumer quilting market.				
12% (1% PIK) Senior Subordinated Note due 06/19/2021	\$ 1,725,000	*	1,700,717	1,740,947
Limited Liability Company Unit Preferred (B)	372 uts.	**	371,644	435,728
Limited Liability Company Unit Common Class A (B)	3,594 uts.	12/19/14	—	42,250
			2,072,361	2,218,925
Happy Floors Acquisition, Inc.				
A wholesale importer and value-added distributor of premium European flooring tile to residential and commercial end markets.				
12.5% (1% PIK) Senior Subordinated Note due 07/01/2022	\$ 1,595,292	07/01/16	1,568,977	1,626,654
Common Stock (B)	150 shs.	07/01/16	149,500	166,535
			1,718,477	1,793,189
Hartland Controls Holding Corporation				
A manufacturer and distributor of electronic and electromechanical components.				
14% (2% PIK) Senior Subordinated Note due 08/14/2020	\$ 1,123,058	02/14/14	1,112,767	1,123,058
12% Senior Subordinated Note due 08/14/2020	\$ 431,250	06/22/15	428,850	435,563
Common Stock (B)	821 shs.	02/14/14	822	355,363
			1,542,439	1,913,984

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
HHI Group, LLC				
A developer, marketer, and distributor of hobby-grade radio control products.				
14% (2% PIK) Senior Subordinated Note due 11/26/2020	\$1,674,736	01/17/14	\$1,659,884	\$1,674,326
Limited Liability Company Unit (B)(F)	102 uts.	01/17/14	101,563	22,663
			1,761,447	1,696,989
Hollandia Produce LLC				
A hydroponic greenhouse producer of branded root vegetables.				
14.25% (2.75% PIK) Senior Subordinated Note due 12/11/2020	\$1,388,935	*	1,369,788	1,250,041
* 12/30/15 and 12/23/16.				
HOP Entertainment LLC				
A provider of post production equipment and services to producers of television shows and motion pictures.				
Limited Liability Company Unit Class F (B)(F)	47 uts.	10/14/11	—	—
Limited Liability Company Unit Class G (B)(F)	114 uts.	10/14/11	—	—
Limited Liability Company Unit Class H (B)(F)	47 uts.	10/14/11	—	—
Limited Liability Company Unit Class I (B)(F)	47 uts.	10/14/11	—	—
			—	—
Hospitality Mints Holding Company				
A manufacturer of individually-wrapped imprinted promotional mints.				
12% Senior Subordinated Note due 10/01/2018	\$1,098,837	08/19/08	1,096,447	988,953
Common Stock (B)	251 shs.	08/19/08	251,163	—
Warrant, exercisable until 2018, to purchase common stock at \$.01 per share (B)	65 shs.	08/19/08	60,233	—
			1,407,843	988,953
Impact Confections				
An independent manufacturer and marketer of confectionery products including Warheads® brand sour candies, Melster® brand classic candies, and co-manufactured/private label classic candies.				
13% (1% PIK) Senior Subordinated Note due 11/10/2020	\$1,094,920	11/10/14	1,081,831	886,450
Common Stock (B)	2,300 shs.	11/10/14	230,000	—
			1,311,831	886,450

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Insurance Claims Management, Inc.

A third party administrator providing auto and property claim administration services for insurance companies.

Common Stock (B)	47 shs.	02/27/07	1,424	132,434
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Barings Participation Investors

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
Janus Group Holdings LLC				
A manufacturer of roll-up doors and hallway systems that are primarily used in self-storage facilities.				
Limited Liability Company Unit Class A (B)(F)	283 uts.	12/11/13	\$—	\$1,652,071
JMH Investors LLC				
A developer and manufacturer of custom formulations for a wide variety of foods.				
Limited Liability Company Unit (B)(F)	1,038,805 uts.	12/05/12	232,207	—
Limited Liability Company Unit Class A-1 (B)(F)	163,043 uts.	10/31/16	163,043	226,139
Limited Liability Company Unit Class A-2 (B)(F)	1,032,609 uts.	10/31/16	—	78,006
			395,250	304,145
K P I Holdings, Inc.				
The largest player in the U.S. non-automotive, non-ferrous die casting segment.				
Limited Liability Company Unit Class C Preferred (B)	40 uts.	06/30/15	—	82,604
Common Stock (B)	353 shs.	07/15/08	285,619	381,643
			285,619	464,247
Kyjen Company				
A designer and distributor of branded and private label dog toys and accessories primarily in the US.				
13% (1% PIK) Senior Subordinated Note due 10/14/2021	\$1,319,341	10/14/15	1,299,807	1,345,727
Manhattan Beachwear Holding Company				
A designer and distributor of women's swimwear.				
12.5% Senior Subordinated Note due 04/30/2018 (D)	\$419,971	01/15/10	404,121	377,974
15% (2.5% PIK) Senior Subordinated Note due 04/30/2020 (D)	\$115,253	10/05/10	114,604	103,727
Common Stock (B)	35 shs.	10/05/10	35,400	27,317
Common Stock Class B (B)	118 shs.	01/15/10	117,647	90,788
Warrant, exercisable until 2019, to purchase common stock at \$.01 per share (B)	104 shs.	10/05/10	94,579	80,347

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			766,351	680,153
Master Cutlery LLC				
A designer and marketer of a wide assortment of knives and swords.				
13% Senior Subordinated Note due 04/17/2020	\$865,882	04/17/15	860,027	649,411
13% Senior Subordinated Note due 10/29/2018	\$100,511	09/29/17	100,511	100,511
Limited Liability Company Unit	5 uts.	04/17/15	678,329	—
			1,638,867	749,922

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
MC Sign Holdings LLC				
A provider of sign and lighting services nationwide.				
11.75% (0.75% PIK) Senior Subordinated Note due 08/09/2022				
	\$989,300 101,500	*	\$973,837	\$991,938
Limited Liability Company Unit Class B (B)	uts.	09/22/15	101,500	158,157
* 09/22/15 and 02/09/17.			1,075,337	1,150,095
Merex Holding Corporation				
A provider of after-market spare parts and components, as well as maintenance, repair and overhaul services for "out of production" or "legacy" aerospace and defense systems that are no longer effectively supported by the original equipment manufacturers.				
16% Senior Subordinated Note due 10/30/2019 (D)				
	\$454,295	09/22/11	449,013	449,752
15% PIK Senior Subordinated Note due 04/30/2022 (D)				
	\$23,839	08/18/15	23,839	22,647
14% PIK Senior Subordinated Note due 06/30/2019				
	\$37,859	10/21/16	37,859	37,853
Common Stock Class A (B)	83,080 shs.	*	170,705	254,013
* 08/18/15, 10/20/16 and 01/27/17.			681,416	764,265
MES Partners, Inc.				
An industrial service business offering an array of cleaning and environmental services to the Gulf Coast region of the U.S.				
12% (1% PIK) Senior Subordinated Note due 09/30/2021				
	\$1,114,956 219,545	09/30/14	1,100,412	1,103,129
Common Stock Class B (B)	shs.	09/30/14	219,545	86,737
			1,319,957	1,189,866
Midwest Industrial Rubber, Inc.				
A supplier of industrial maintenance, repair, and operations ("MRO") products, specializing in the fabrication and distribution of lightweight conveyor belting and related conveyor components and accessories.				
12% (1% PIK) Senior Subordinated Note due 12/02/2022				
	\$1,566,584	12/02/16	1,538,558	1,594,962
Preferred Stock	1,711 shs.	12/02/16	171,116	150,154

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Common Stock	242 shs.	12/02/16	242	—
			1,709,916	1,745,116

MNX Holding Company

An international third party logistics company providing customized logistics services to customers across the globe.

14% (2% PIK) Senior Subordinated Note

due 11/02/2019 \$ 1,329,511 11/02/12 1,319,721 1,329,511

Common Stock (B) 45 shs. 11/02/12 44,643 48,102

1,364,364 1,377,613

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CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
Money Mailer Equity LLC				
A leading provider of hyperlocal shared direct mail advertising as well as interactive and online advertising solutions through its nationwide production and distribution network.				
12% (1% PIK) Senior Subordinated Note due 10/29/2021				
	\$1,748,238	04/29/16	\$1,720,751	\$1,684,997
Motion Controls Holdings				
A manufacturer of high performance mechanical motion control and linkage products.				
14.25% (1.75% PIK) Senior Subordinated Note due 08/15/2020				
	\$282,920	11/30/10	281,084	282,920
Limited Liability Company Unit Class B-1 (B)(F)	75,000 uts.	11/30/10	—	40,971
Limited Liability Company Unit Class B-2 (B)(F)	6,801 uts.	11/30/10	—	3,715
			281,084	327,606
NetShape Technologies, Inc.				
A manufacturer of powder metal and metal injection molded precision components used in industrial, consumer, and other applications.				
12% Senior Subordinated Note due 06/10/2020 (D)				
	\$810,000	02/02/07	809,408	—
Limited Partnership Interest of Saw Mill PCG Partners LLC (B)				
	1.46% int.	02/01/07	588,077	—
Limited Liability Company Unit Class D of Saw Mill PCG Partners LLC (B)				
	9 uts.	*	8,873	—
Limited Liability Company Unit Class D-1 of Saw Mill PCG Partners LLC (B)				
	121 uts.	09/30/09	121,160	—
Limited Liability Company Unit Class D-2 of Saw Mill PCG Partners LLC (B)				
	68 uts.	04/29/11	34,547	—
Limited Liability Company Unit Class D-3 of Saw Mill PCG Partners LLC (B)				
	104 uts.	12/10/14	103,904	—
			1,665,969	—
* 12/18/08 and 09/30/09.				
NSi Industries Holdings, Inc.				
A manufacturer and distributor of electrical components and accessories to small to mid-sized electrical wholesalers.				
12.75% (1.75% PIK) Senior Subordinated Note due 05/17/2023				
	\$1,527,814	06/30/16	1,502,058	1,555,450
Common Stock (B)				
	207 shs.	05/17/16	207,000	250,752
			1,709,058	1,806,202

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
PANOS Brands LLC				
A marketer and distributor of branded consumer foods in the specialty, natural, better-for-you, "free from" healthy and gluten-free categories.				
12% (1% PIK) Senior Subordinated Note due 07/29/2021	\$1,449,000	01/29/16	\$1,426,870	\$1,477,980
12% (1% PIK) Senior Subordinated Note due 08/17/2022	\$326,705	02/17/17	320,704	330,673
Common Stock Class B (B)	380,545 shs.	*	380,545	488,675
* 01/29/16 and 02/17/17.			2,128,119	2,297,328
Petroplex Inv Holdings LLC				
A leading provider of acidizing services to E&P customers in the Permian Basin.				
Limited Liability Company	0.40% int.	*	175,339	9,206
* 11/29/12 and 12/20/16.				
Polytex Holdings LLC				
A manufacturer of water based inks and related products serving primarily the wall covering market.				
13% (1% PIK) Senior Subordinated Note due 01/31/2020	\$1,069,985	07/31/14	1,059,341	1,016,108
	148,096			
Limited Liability Company Unit	uts.	07/31/14	148,096	—
Limited Liability Company Unit Class F	20,621 uts.	09/28/17	14,274	14,274
			1,221,711	1,030,382
Power Stop Holdings LLC				
A supplier of performance upgrade aftermarket brake products.				
11% Senior Subordinated Note due 05/29/2022	\$1,610,100	05/29/15	1,587,023	1,626,201
Limited Liability Company Unit Preferred (B)(F)	1,149 uts.	05/29/15	114,900	141,285
Limited Liability Company Unit Common (B)(F)	1,149 uts.	05/29/15	—	108,716
			1,701,923	1,876,202
PPC Event Services				
A special event equipment rental business.				
14% (2% PIK) Senior Subordinated Note due 05/20/2020	\$1,184,484	11/20/14	1,171,698	1,184,484
Limited Liability Company Unit (B)	3,450 uts.	11/20/14	172,500	458,907

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Limited Liability Company Unit Series A-1 (B)	339 uts.	03/16/16	42,419	52,160
			1,386,617	1,695,551
Randy's Worldwide Automotive				
A designer and distributor of automotive aftermarket parts.				
11.5% Senior Subordinated Note due 05/12/2021	\$1,135,898	05/12/15	1,121,325	1,147,257
Common Stock (B)	118 shs.	05/12/15	118,476	303,372
			1,239,801	1,450,629

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CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
Signature Systems Holding Company				
A seller and installer of a variety of modular surfaces, industrial matting and related products used for ground protection.				
Common Stock (B)	76 shs.	03/15/13	\$75,509	\$67,639
Warrant, exercisable until 2023, to purchase common stock A at \$.01 per share (B)	31 shs.	03/15/13	28,316	27,634
			103,825	95,273
Smart Source Holdings LLC				
A short-term computer rental company.				
Limited Liability Company Unit (B)	328 uts.	*	261,262	451,090
Warrant, exercisable until 2020, to purchase common stock at \$.01 per share (B)	83 shs.	*	67,467	114,261
* 08/31/07 and 03/06/08.			328,729	565,351
SMB Machinery Holdings, Inc.				
A reseller of used, rebuilt and refurbished packaging and processing equipment, primarily serving the bottling and food manufacturing industries.				
14% (2% PIK) Senior Subordinated Note due 10/18/2019 (D)	\$738,694	10/18/13	726,147	—
Common Stock (B)	841 shs.	10/18/13	84,100	—
			810,247	—
Software Paradigms International Group, LLC				
An outsourced IT services provider focused on the retail industry.				
12.5% (1.5% PIK) Senior Subordinated Note due 11/23/2021	\$1,725,000	05/23/16	1,696,914	1,742,250
SR Smith LLC				
A manufacturer of mine and tunneling ventilation products in the United States.				
11% Senior Subordinated Note due 03/27/2022	\$867,652	03/27/17	857,662	867,652
Limited Liability Company Unit Series A (B)(F)	14 uts.	03/27/17	846,631	942,711
			1,704,293	1,810,363
Strahman Holdings Inc				

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A manufacturer of industrial valves and wash down equipment for a variety of industries, including chemical, petrochemical, polymer, pharmaceutical, food processing, beverage and mining.

	158,967			
Preferred Stock Series A (B)	shs.	12/13/13	158,967	253,630
Preferred Stock Series A-2 (B)	26,543 shs.	09/10/15	29,994	42,349
			188,961	295,979

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
Sunrise Windows Holding Company				
A manufacturer and marketer of premium vinyl windows exclusively selling to the residential remodeling and replacement market.				
16% Senior Subordinated Note due 01/31/2019 (D)	\$ 1,428,470	*	\$ 1,358,229	\$ 999,929
Common Stock (B)	38 shs.	12/14/10	38,168	—
Warrant, exercisable until 2020, to purchase common stock at \$.01 per share (B)	37 shs.	12/14/10	37,249	—
* 12/14/10, 08/17/12 and 03/31/16.			1,433,646	999,929
Sunvair Aerospace Group Inc.				
An aerospace maintenance, repair, and overhaul provider servicing landing gears on narrow body aircraft.				
12% (1% PIK) Senior Subordinated Note due 07/31/2021	\$ 1,224,740	07/31/15	1,207,975	1,169,792
Common Stock (B)	68 shs.	07/31/15	78,150	55,819
			1,286,125	1,225,611
Team Drive-Away Holdings LLC				
An asset-light provider of over the road driveaway services for class 8 trucks and specialized equipment.				
Limited Liability Company Unit (B)	95,800 uts.	10/15/15	95,800	138,048
Torrent Group Holdings, Inc.				
A contractor specializing in the sales and installation of engineered drywells for the retention and filtration of stormwater and nuisance water flow.				
15% (7.5% PIK) Senior Subordinated Note due 12/05/2020	\$ 72,303	12/05/13	223,110	72,302
Warrant, exercisable until 2023, to purchase common stock at \$.01 per share (B)	28,079 shs.	12/05/13	—	17,970
			223,110	90,272
Tranzonic Holdings LLC				
A producer of commercial and industrial supplies, such as safety products, janitorial supplies, work apparel, washroom and restroom supplies and sanitary care products.				
Limited Liability Company Unit Preferred Class A (B)	152,696 shs.	*	166,248	814,950
* 07/05/13 and 02/13/17.				

Tristar Global Energy Solutions, Inc.

A hydrocarbon and decontamination services provider serving refineries worldwide.

12.5% (1.5% PIK) Senior Subordinated Note

due 07/31/2020

\$1,156,302	01/23/15	1,142,950	1,049,735
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Barings Participation Investors

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
Veritext Corporation				
A provider of stenographic staffing and other services used during the legal deposition process.				
10.75% Second Lien Term Loan due 01/29/2023	\$2,012,500	*	\$1,981,078	\$1,982,375
* 01/21/16 and 02/23/17.				
VP Holding Company				
A provider of school transportation services for special-needs and homeless children in Massachusetts.				
Common Stock (B)	3,632 shs.	03/31/14	363,158	662,668
Wellborn Forest Holding Company				
A manufacturer of semi-custom kitchen and bath cabinetry.				
8% Senior Subordinated Note due 09/30/2019 (D)	\$1,778,423	11/30/06	895,271	1,778,423
Common Stock (B)	101 shs.	11/30/06	101,250	—
Warrant, exercisable until 2019, to purchase common stock at \$.01 per share (B)	51 shs.	11/30/06	45,790	—
			1,042,311	1,778,423
Westminster Acquisition LLC				
A manufacturer of premium, all-natural oyster cracker products sold under the Westminster and Olde Cape Cod brands.				
12% (1% PIK) Senior Subordinated Note due 02/03/2021	\$378,309	08/03/15	373,457	382,092
	370,241			
Limited Liability Company Unit (B)(F)	uts.	08/03/15	370,241	633,786
			743,698	1,015,878
Whitebridge Pet Brands Holdings, LLC				
A portfolio of natural treats and foods for dogs and cats.				
11.5% (0.5% PIK) Senior Subordinated Note due 08/18/2021	\$1,484,359	04/18/17	1,464,269	1,490,807
Limited Liability Company Unit Class A (B)(F)	123 uts.	04/18/17	148,096	131,193
Limited Liability Company Unit Class B (B)(F)	123 uts.	04/18/17	—	37,071
			1,612,365	1,659,071

Wolf-Gordon, Inc.

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A designer and specialty distributor of wallcoverings and related building products, including textiles, paint, and writeable surfaces.

12.5% (1.5% PIK) Senior Subordinated Note due 07/22/2021	\$1,608,409	01/22/16	1,584,472	1,640,578
Common Stock (B)	157 shs.	01/22/16	156,818	168,720
			1,741,290	1,809,298

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Principal Amount, Shares, Units or Ownership Percentage	Acquisition Date	Cost	Fair Value
WP Supply Holding Corporation				
A distributor of fresh fruits and vegetables to grocery wholesalers and foodservice distributors in the upper Midwest.				
14.5% (2.5% PIK) Senior Subordinated Note due 06/12/2020	\$984,918	11/03/11	\$980,999	\$984,918
Common Stock (B)	1,500 shs.	11/03/11	150,000	106,190
			1,130,999	1,091,108
York Wall Holding Company				
A designer, manufacturer and marketer of wall covering products for both residential and commercial wall coverings.				
12.5% (1.5% PIK) Senior Subordinated Note due 03/04/2021 (D)	\$1,572,322	03/04/15	1,549,582	1,400,615
Common Stock (B)	1,835 shs.	03/04/15	183,500	22,227
			1,733,082	1,422,842
Total Private Placement Investments (E)			\$95,358,716	\$99,182,288

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CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Interest Rate	Maturity Date	Principal Amount	Cost	Market Value
Rule 144A Securities - 12.44%:					
Bonds - 12.44%					
Alliance Residential Company	7.500	%05/01/25	\$500,000	\$521,214	\$518,750
Altice Financing S.A.	7.500	05/15/26	400,000	400,000	440,000
Amsted Industries	5.375	09/15/24	240,000	240,000	252,300
Avantor Inc.	6.000	10/01/24	406,000	406,000	416,150
Boise Cascade Company	5.625	09/01/24	130,000	130,000	136,663
CITGO Petroleum Corporation	6.250	08/15/22	425,000	425,000	437,750
Constellium N.V.	7.875	04/01/21	373,000	373,000	395,379
CVR Partners, LP.	9.250	06/15/23	500,000	489,251	532,500
Dell Inc.	4.420	06/15/21	600,000	622,577	629,948
Digicel Group Limited	6.000	04/15/21	500,000	465,341	488,070
Endo Finance LLC	5.375	01/31/23	500,000	431,235	407,500
EnPro Industries Inc.	5.875	09/15/22	120,000	121,100	125,250
First Data Corporation	5.000	01/15/24	406,000	406,000	421,550
First Quantum Minerals Ltd.	7.500	04/01/25	500,000	485,388	511,250
Hertz Corporation	7.625	06/01/22	500,000	500,000	515,625
Hilcorp Energy Company	5.000	12/01/24	335,000	335,000	328,300
IAMGOLD Corporation	7.000	04/15/25	500,000	500,000	528,125
J.B. Poindexter Co., Inc.	9.000	04/01/22	500,000	500,000	522,500
Jupiter Resources Inc.	8.500	10/01/22	500,000	471,696	358,750
LBC Tank Terminals Holding Netherlands B.V.	6.875	05/15/23	663,000	677,104	696,149
Mallinckrodt PLC	5.750	08/01/22	500,000	500,000	488,750
MEG Energy Corporation	6.375	01/30/23	500,000	500,000	436,250
Micron Technology, Inc.	5.250	08/01/23	331,000	331,000	345,233
Moog Inc.	5.250	12/01/22	500,000	502,914	521,250
New Gold Inc.	6.250	11/15/22	500,000	502,296	519,375
OPE KAG Finance Sub	7.875	07/31/23	500,000	519,003	513,750
Penske Corporation	4.875	07/11/22	500,000	498,756	544,484
Prime Security Services Borrower	9.250	05/15/23	500,000	500,000	551,780
Sabre GBLB, Inc.	5.250	11/15/23	122,000	122,000	125,355
Sinclair Broadcast Group, Inc.	5.875	03/15/26	204,000	204,000	208,080
Sinclair Television Group, Inc.	5.125	02/15/27	500,000	500,000	485,625
Suncoke Energy	7.500	06/15/25	500,000	492,509	516,250
Tallgrass Operations LLC	5.500	09/15/24	304,000	304,000	312,360
Teine Energy Ltd.	6.875	09/30/22	500,000	506,250	508,750
Topaz Marine S.A.	9.125	07/26/22	500,000	500,000	500,375
Unitymedia KabelBW GmbH	6.125	01/15/25	500,000	500,000	533,125
Univision Communications, Inc.	5.125	05/15/23	160,000	160,000	163,200
UPCB Finance IV Limited	5.375	01/15/25	208,000	208,000	216,320

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Restricted Securities: (A) (Continued)	Interest Rate	Maturity Date	Principal Amount	Cost	Market Value
Valeant Pharmaceuticals International	7.000	% 10/01/20	\$250,000	\$250,355	\$251,563
Valeant Pharmaceuticals International	7.000	03/15/24	173,000	173,000	184,693
Virgin Media Secured Finance PLC	5.250	01/15/26	500,000	502,428	520,625
VRX Escrow Corp.	6.125	04/15/25	182,000	182,000	159,478
Welltec A/S	8.000	02/01/19	375,000	373,071	375,000
West Corporation	5.375	07/15/22	500,000	493,457	505,000
Wolverine World Wide, Inc.	5.000	09/01/26	335,000	335,000	335,101
Total Bonds				18,159,945	18,484,281
Common Stock - 0.00%					
TherOX, Inc. (B)			2	—	—
Touchstone Health Partnership (B)			292	—	—
Total Common Stock				—	—
Total Rule 144A Securities				18,159,945	18,484,281

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CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Corporate Public Securities - 21.60%: (A)	Interest Rate	Maturity Date	Principal Amount	Cost	Market Value
Bank Loans - 1.33%					
Aquilex Holdings LLC	5.000	% 12/31/20	\$ 157,127	\$ 156,943	\$ 155,555
Beacon Roofing Supply Inc.	0.000	08/24/18	500,000	—	—
Big River Steel LLC.	6.333	08/11/23	119,367	118,190	120,561
Cunningham Lindsey U.S., Inc.	5.083	12/10/19	124,966	118,558	121,842
Focus Financial Partners, LLC.	8.799	05/09/25	400,000	409,000	405,000
Gulf Finance, LLC	6.300	08/25/23	261,025	258,853	245,202
Murry Energy Corporation	7.250	04/16/20	456,334	415,585	417,359
Seadrill Partners Finco, LLC	4.000	02/21/21	491,071	282,541	357,868
Summit Midstream Holdings, LLC	7.020	03/06/22	146,966	145,642	148,803
Total Bank Loans				1,905,312	1,972,190
Bonds - 20.27%					
ADT Security Services Corporation	4.125	06/15/23	500,000	446,055	508,750
Air Lease Corp.	3.000	09/15/23	600,000	594,225	598,546
Alcoa, Inc.	6.150	08/15/20	600,000	612,588	655,346
AMC Entertainment Holdings Inc.	6.125	05/15/27	500,000	486,357	493,750
Anglogold Holdings PLC	5.375	04/15/20	600,000	602,053	630,540
Anixter, Inc.	5.125	10/01/21	165,000	165,000	177,375
Antero Resources Corporation	5.375	11/01/21	395,000	395,000	405,369
A. Schulman Inc.	6.875	06/01/23	500,000	505,489	518,750
Bank of America Corporation	4.000	04/01/24	500,000	498,698	528,227
Beazer Homes USA, Inc.	8.750	03/15/22	160,000	160,000	176,860
Brunswick Corporation	7.125	08/01/27	500,000	503,804	582,371
Bunge Limited Finance Corp.	3.250	08/15/26	600,000	601,991	578,156
Community Health Sysyems Inc.	5.125	08/01/21	480,000	472,989	474,000
Clearwater Paper Corporation	4.500	02/01/23	500,000	497,004	498,750
Commercial Metals Company	4.875	05/15/23	750,000	750,980	783,750
Crown Castle International Corp	5.250	01/15/23	600,000	663,654	664,202
CubeSmart, L.P.	4.000	11/15/25	500,000	506,387	515,419
CVR Refining LLC	6.500	11/01/22	350,000	342,242	357,000
Discovery Communications	4.900	03/11/26	600,000	649,878	640,558
Duke Realty Limited Partnership	3.875	10/15/22	500,000	499,734	524,156
EP Energy Corporation	9.375	05/01/20	406,000	227,187	337,995
Expedia Inc.	4.500	08/15/24	600,000	625,081	632,982
Ferrellgas Partners, L.P.	6.750	01/15/22	265,000	267,605	257,050
Ferrellgas Partners, L.P.	8.625	06/15/20	650,000	650,431	617,500
Ford Motor Credit Co. LLC	4.375	08/06/23	600,000	642,972	633,203
General Motors Financial Co. Inc.	4.000	01/15/25	500,000	507,943	509,933
Genesis Energy, L.P.	5.625	06/15/24	500,000	469,053	485,000

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CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

	Interest Rate	Maturity Date	Principal Amount	Cost	Market Value
Corporate Public Securities - 21.60%: (A)					
GEO Group, Inc. (The)	5.875	%01/15/22	\$500,000	\$478,252	\$518,125
HealthSouth Corporation	5.125	03/15/23	421,000	413,504	435,081
Hertz Corporation	6.750	04/15/19	79,000	78,680	78,803
Hospital Corporation of America	5.375	02/01/25	100,000	101,452	105,375
Hospital Corporation of America	5.250	06/15/26	174,000	174,000	187,485
Hewlett Packard Enterprise Company	4.900	10/15/25	500,000	498,667	528,934
Hughes Satellite Systems Corporation	6.625	08/01/26	500,000	496,766	535,000
Icahn Enterprises L.P.	6.000	08/01/20	600,000	605,698	619,170
Jabil Circuit, Inc.	4.700	09/15/22	500,000	499,993	531,875
Laboratory Corporation of America Holdings	3.600	02/01/25	500,000	499,394	509,923
Lamar Media Corp.	5.375	01/15/24	160,000	160,000	168,400
Laredo Petroleum, Inc.	5.625	01/15/22	500,000	476,802	503,750
Lazard Group LLC	4.250	11/14/20	500,000	499,205	528,223
LyondellBasell Industries N.V.	5.750	04/15/24	500,000	585,099	573,056
MasTec, Inc.	4.875	03/15/23	500,000	493,413	511,250
Meritor, Inc.	6.750	06/15/21	636,000	636,000	658,260
Micron Technology, Inc.	7.500	09/15/23	203,000	203,000	225,584
MPLX LP	4.875	12/01/24	500,000	500,000	538,782
NRG Energy, Inc.	7.250	05/15/26	500,000	502,993	536,250
Oasis Petroleum Inc.	6.875	03/15/22	500,000	476,158	508,750
Owens Corning	4.200	12/01/24	600,000	633,747	631,954
Park-Ohio Industries Inc.	6.625	04/15/27	169,000	169,000	182,098
PBF Holding Company LLC	6.997	11/15/23	33,000	33,000	33,949
Perry Ellis International, Inc.	7.875	04/01/19	125,000	124,635	125,000
Pitney Bowes Inc.	3.375	10/01/21	500,000	499,675	492,092
Precision Drilling Corporation	6.625	11/15/20	149,477	151,498	150,038
Reinsurance Group of America	3.950	09/15/26	500,000	502,949	506,360
SM Energy Company	6.750	09/15/26	750,000	743,995	750,000
Sprint Corporation	7.125	06/15/24	155,000	155,000	174,375
Steelcase, Inc.	6.375	02/15/21	500,000	503,519	552,178
Suburban Propane Partners, L.P.	5.750	03/01/25	500,000	500,000	495,000
Time Warner Cable, Inc.	5.000	02/01/20	500,000	497,116	528,620
Trinity Acquisition Plc	4.400	03/15/26	500,000	515,595	530,114
Tyson Foods, Inc.	4.500	06/15/22	500,000	508,788	540,758
Western Digital Corporation	10.500	04/01/24	253,000	253,000	297,275
William Lyon Homes	7.000	08/15/22	500,000	500,000	517,500
WPX Energy, Inc.	5.250	09/15/24	425,000	425,000	426,063
Xlit Ltd	4.450	03/31/25	600,000	613,027	614,400
Total Bonds				29,053,020	30,135,388
Total Corporate Public Securities				\$30,958,332	\$32,107,578

Barings Participation Investors

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

Short-Term Security:	Interest Rate/Yield [^]	Maturity Date	Principal Amount	Cost	Market Value
Commercial Paper - 3.88%					
Dollar General Corporation	1.450	% 10/04/17	\$1,000,000	\$999,879	\$999,879
Fortive Corporation	1.380	10/03/17	1,000,000	999,923	999,923
Hyundai Capital America	1.310	10/06/17	1,000,000	999,818	999,818
Hyundai Capital America	1.380	10/24/17	775,000	774,317	774,317
Potash Corporation	1.430	10/12/17	1,000,000	999,569	999,569
Walgreens Boots Alliance	1.400	10/19/17	1,000,000	999,300	999,300
Total Short-Term Security				\$5,772,806	\$5,772,806
Total Investments	104.65	%		\$150,249,799	\$155,546,953
Other Assets	6.83				10,163,081
Liabilities	(11.48)			(17,069,302)
Total Net Assets	100.00	%			\$148,640,732

(A) In each of the convertible note, warrant, and common stock investments, the issuer has agreed to provide certain registration rights.

(B) Non-income producing security.

(C) Security valued at fair value using methods determined in good faith by or under the direction of the Board of Trustees.

(D) Defaulted security; interest not accrued.

(E) Illiquid security. As of September 30, 2017 the values of these securities amounted to \$99,182,288 or 66.73% of net assets.

(F) Held in CI Subsidiary Trust

PIK—Payment-in-kind

CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

	Fair Value/ Market Value
Industry Classification:	
AEROSPACE & DEFENSE - 3.92%	
API Technologies Corp.	\$1,841,280
BEI Precision Systems & Space Company, Inc.	1,661,261
FMH Holdings Corporation	333,750
Merex Holding Corporation	764,265
Sunvair Aerospace Group Inc.	1,225,611
	5,826,167
AUTOMOTIVE - 10.36%	
Aurora Parts & Accessories LLC	1,640,024
CG Holdings Manufacturing Company	2,242,762
DPL Holding Corporation	1,599,734
English Color & Supply LLC	1,769,367
Ford Motor Credit Co. LLC	633,203
General Motors Financial Co. Inc.	509,933
Grakon Parent	203,550
Hyundai Capital America	1,774,135
J.B. Poindexter Co., Inc.	522,500
Meritor, Inc.	658,260
Moog Inc.	521,250
Power Stop Holdings LLC	1,876,202
Randy's Worldwide Automotive	1,450,629
	15,401,549
BANKING - 0.36%	
Bank of America Corporation	528,227
BROKERAGE, ASSET MANAGERS & EXCHANGES - 0.77%	
Icahn Enterprises L.P.	619,170
Lazard Group LLC	528,223
	1,147,393
BUILDING MATERIALS - 8.80%	
ARI Holding Corporation	2,301,004
Beacon Roofing Supply Inc.	—
Boise Cascade Company	136,663
Janus Group Holdings LLC	1,652,071
Happy Floors Acquisition, Inc.	1,793,189
NSi Industries Holdings, Inc.	1,806,202
Owens Corning	631,954
Signature Systems Holding Company	95,273

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Sunrise Windows Holding Company	999,929
Torrent Group Holdings, Inc.	90,272
Wellborn Forest Holding Company	1,778,423
	Fair Value/ Market Value
Wolf-Gordon, Inc.	\$1,809,298
	13,094,278

CABLE & SATELLITE - 1.57%

Hughes Satellite Systems Corporation	535,000
Time Warner Cable, Inc.	528,620
Unitymedia KabelBW GmbH	533,125
UPCB Finance IV Limited	216,320
Virgin Media Secured Finance PLC	520,625
	2,333,690

CHEMICALS - 3.06%

A. Schulman Inc.	518,750
Compass Chemical International LLC	192,425
CVR Partners, LP.	532,500
LBC Tank Terminals Holding Netherlands B.V.	696,149
LyondellBasell Industries N.V.	573,056
Polytex Holdings LLC	1,030,382
Potash Corporation	999,569
	4,542,831

CONSUMER CYCLICAL SERVICES - 3.26%

ADT Security Services Corporation	508,750
CHG Alternative Education Holding Company	1,065,008
Church Services Holding Company	—
GEO Group, Inc. (The)	518,125
PPC Event Services	1,695,551
Prime Security Services Borrower	551,780
West Corporation	505,000
	4,844,214

CONSUMER PRODUCTS - 10.33%

AMS Holding LLC	284,979
Blue Wave Products, Inc.	938,727
Elite Sportwear Holding, LLC	1,731,588
gloProfessional Holdings, Inc.	1,185,153
GTI Holding Company	799,235
Handi Quilter Holding Company	2,218,925
HHI Group, LLC	1,696,989
Kyjen Company	1,345,727
Manhattan Beachwear Holding Company	680,153
MasTec, Inc.	511,250

See Notes to Consolidated Financial Statements

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Barings Participation Investors
CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)
September 30, 2017
(Unaudited)

	Fair Value/ Market Value
Industry Classification: (Continued)	
Master Cutlery LLC	\$749,922
Perry Ellis International, Inc.	125,000
Whitebridge Pet Brands Holdings, LLC	1,659,071
York Wall Holding Company	1,422,842
	15,349,561
DIVERSIFIED MANUFACTURING - 4.31%	
ABC Industries, Inc.	402,789
Advanced Manufacturing Enterprises LLC	—
Airxcel Holdings	617,324
Amsted Industries	252,300
BP SCI LLC	556,646
EnPro Industries Inc.	125,250
F G I Equity LLC	548,226
Fortive Corporation	999,923
K P I Holdings, Inc.	464,247
Motion Controls Holdings	327,606
NetShape Technologies, Inc.	—
SR Smith LLC	1,810,363
Strahman Holdings Inc	295,979
	6,400,653
ELECTRIC - 1.58%	
AM Conservation Holding Corp.	1,814,112
NRG Energy, Inc.	536,250
	2,350,362
FINANCE COMPANIES - 0.40%	
Air Lease Corp.	598,546
FINANCIAL OTHER - 0.44%	
Cunningham Lindsey U.S., Inc.	121,842
Focus Financial Partners, LLC.	405,000
Insurance Claims Management, Inc.	132,434
	659,276
FOOD & BEVERAGE - 9.09%	
1492 Acquisition LLC	388,534
Bunge Limited Finance Corp.	578,156
Del Real LLC	1,758,485
Eagle Family Foods, Inc.	1,885,173

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F F C Holding Corporation	525,247
Hollandia Produce LLC	1,250,041
Hospitality Mints Holding Company	988,953
	Fair Value/ Market Value
Impact Confections	\$886,450
JMH Investors LLC	304,145
PANOS Brands LLC	2,297,328
Tyson Foods, Inc.	540,758
Westminster Acquisition LLC	1,015,878
WP Supply Holding Corporation	1,091,108
	13,510,256
GAMING - 1.27%	
CTM Holding, Inc.	1,884,523
HEALTHCARE - 3.49%	
Avantor Inc.	416,150
CORA Health Services, Inc.	900,593
Community Health Sysyems Inc.	474,000
ECG Consulting Group	1,474,532
GD Dental Services LLC	94,899
HealthSouth Corporation	435,081
Hospital Corporation of America	292,860
Laboratory Corporation of America Holdings	509,923
TherOX, Inc.	—
Touchstone Health Partnership	—
Valeant Pharmaceuticals International	436,256
VRX Escrow Corp.	159,478
	5,193,772
HEALTH INSURANCE - 0.34%	
Reinsurance Group of America	506,360
HOME CONSTRUCTION - 0.47%	
Beazer Homes USA, Inc.	176,860
William Lyon Homes	517,500
	694,360
INDEPENDENT - 2.32%	
Antero Resources Corporation	405,369
EP Energy Corporation	337,995
Jupiter Resources Inc.	358,750
Laredo Petroleum, Inc.	503,750
MEG Energy Corporation	436,250
Oasis Petroleum Inc.	508,750
Precision Drilling Corporation	150,038
SM Energy Company	750,000

3,450,902

See Notes to Consolidated Financial Statements

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CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2017

(Unaudited)

	Fair Value/ Market Value
Industry Classification: (Continued)	
INDUSTRIAL OTHER - 7.73%	
AFC - Dell Holding Corporation	\$ 1,355,208
Aquilex Holdings LLC	155,555
Brunswick Corporation	582,371
Clough, Harbour and Associates	858,132
Connecticut Electric, Inc.	1,613,282
Hartland Controls Holding Corporation	1,913,984
MC Sign Holdings LLC	1,150,095
Midwest Industrial Rubber, Inc.	1,745,116
Park-Ohio Industries Inc.	182,098
Smart Source Holdings LLC	565,351
SMB Machinery Holdings, Inc.	—
Steelcase, Inc.	552,178
Tranzonic Holdings LLC	814,950
	11,488,320
MEDIA & ENTERTAINMENT - 2.67%	
AMC Entertainment Holdings Inc.	493,750.00
BlueSpire Holding, Inc.	—
Discovery Communications	640,558
GlynnDevins Acquisition Corporation	127,593
HOP Entertainment LLC	—
Lamar Media Corp.	168,400
Money Mailer Equity LLC	1,684,997
Sinclair Broadcast Group, Inc.	208,080
Sinclair Television Group, Inc.	485,625
Univision Communications, Inc.	163,200
	3,972,203
METALS & MINING - 3.77%	
Alcoa, Inc.	655,346
Alliance Residential Company	518,750
Anglogold Holdings PLC	630,540
Big River Steel LLC.	120,561
Commercial Metals Company	783,750
Constellium N.V.	395,379
First Quantum Minerals Ltd.	511,250
IAMGOLD Corporation	528,125
Murry Energy Corporation	417,359
New Gold Inc.	519,375
Suncoke Energy	516,250
	5,596,685

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	Fair Value/ Market Value
MIDSTREAM - 1.80%	
CVR Refining LLC	\$357,000
Ferrellgas Partners, L.P.	874,550
Genesis Energy, L.P.	485,000
Suburban Propane Partners, L.P.	495,000
Summit Midstream Holdings, LLC	148,803
Tallgrass Operations LLC	312,360
	2,672,713
OIL FIELD SERVICES - 1.85%	
Avantech Testing Services LLC	—
Gulf Finance, LLC	245,202
Hilcorp Energy Company	328,300
Petroplex Inv Holdings LLC	9,206
Seadrill Partners Finco, LLC	357,868
Teine Energy Ltd.	508,750
Topaz Marine S.A.	500,375
Welltec A/S	375,000
WPX Energy, Inc.	426,063
	2,750,764
OTHER - REITS - 0.70%	
Duke Realty Limited Partnership	524,156
CubeSmart, L.P.	515,419
	1,039,575
PACKAGING - 0.52%	
ASC Holdings, Inc.	769,801
PAPER - 1.47%	
Clearwater Paper Corporation	498,750
Dunn Paper	1,690,500
	2,189,250
PHARMACEUTICALS - 2.96%	
Clarion Brands Holding Corp.	2,180,687
Endo Finance LLC	407,500
ERG Holding Company LLC	1,317,325
Mallinckrodt PLC	488,750
	4,394,262
PROPERTY & CASUALTY - 0.77%	
Trinity Acquisition Plc	530,114
Xlit Ltd	614,400
	1,144,514

See Notes to Consolidated Financial Statements

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Barings Participation Investors
CONSOLIDATED SCHEDULE OF INVESTMENTS (CONTINUED)
September 30, 2017
(Unaudited)

	Fair Value/ Market Value
Industry Classification: (Continued)	
REFINING - 2.19%	
CITGO Petroleum Corporation	\$437,750
MES Partners, Inc.	1,189,866
MPLX LP	538,782
PBF Holding Company LLC	33,949
Tristar Global Energy Solutions, Inc.	1,049,735
	3,250,082
RETAILERS - 1.57%	
Dollar General Corporation	999,879
Walgreens Boots Alliance	999,300
Wolverine World Wide, Inc.	335,101
	2,334,280
TECHNOLOGY - 6.75%	
Anixter, Inc.	177,375
Dell Inc.	629,948
Expedia Inc.	632,982
First Data Corporation	421,550
Glynlyon Holding Companies, Inc.	1,897,118
Hewlett Packard Enterprise Company	528,934
Jabil Circuit, Inc.	531,875
Micron Technology, Inc.	570,817
Pitney Bowes Inc.	492,092
Sabre GLOB, Inc.	125,355
Software Paradigms International Group, LLC	1,742,250
Veritext Corporation	1,982,375
Western Digital Corporation	297,275
	10,029,946
TELECOMMUNICATIONS - 0.29%	
Altice Financing S.A.	440,000
TRANSPORTATION SERVICES - 2.58%	
Hertz Corporation	594,428
MNX Holding Company	1,377,613
OPE KAG Finance Sub	513,750
Penske Corporation	544,484
Team Drive-Away Holdings LLC	138,048
VP Holding Company	662,668
	3,830,991

	Fair Value/ Market Value
WIRELESS - 0.89%	
Crown Castle International Corp	\$664,202
Digicel Group Limited	488,070
Sprint Corporation	174,375
	1,326,647
Total Investments - 104.65%	
(Cost - \$150,249,799)	\$ 155,546,953

See Notes to Consolidated Financial Statements

Fair Value Hierarchy

The Trust categorizes its investments measured at fair value in three levels, based on the inputs and assumptions used to determine fair value. These levels are as follows:

Level 1 – quoted prices in active markets for identical securities

Level 2 – other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.)

Level 3 – significant unobservable inputs (including the Trust's own assumptions in determining the fair value of investments)

The following table summarizes the levels in the fair value hierarchy into which the Trusts' financial instruments are categorized as of September 30, 2017.

The fair values of our investments disaggregated into the three levels of the fair value hierarchy based upon the lowest level of significant input used in the valuation as of September 30, 2017 are as follows:

Assets:	Total	Level 1	Level 2	Level 3
Restricted Securities				
Corporate Bonds	\$ 88,718,864	\$ —	\$ 18,484,281	\$ 70,234,583
Bank Loans	5,558,048	—	—	5,558,048
Common Stock - U.S.	7,005,529	—	—	7,005,529
Preferred Stock	2,454,870	—	—	2,454,870
Partnerships and LLCs	13,929,258	—	—	13,929,258
Public Securities				
Bank Loans	1,972,190	—	1,020,428	951,762
Corporate Bonds	30,135,388	—	30,135,388	—
Short-term Securities	5,772,806	—	5,772,806	—
Total	\$ 155,546,953	\$ —	\$ 55,412,903	\$ 100,134,050

Following is a reconciliation of Level 3 assets for which significant unobservable inputs were used to determine fair value:

Assets:	Beginning Balance at 12/31/2016	Included in earnings	Purchases	Sales	Prepayments	Transfers into Level 3	Transfers out of Level 3	Ending balance at 9/30/2017

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Restricted Securities								
Corporate								
Bonds	\$69,600,395	\$2,201,330	\$6,211,888	\$(2,774,290)	\$(5,004,740)	\$—	\$ —	\$70,234,583
Bank Loans	5,132,890	(32,222)	457,380	—	—	—	—	5,558,048
Common								
Stock - U.S.	5,972,591	2,820,040	104,545	(1,891,647)	—	—	—	7,005,529
Preferred								
Stock	3,878,030	591,239	—	(2,014,399)	—	—	—	2,454,870
Partnerships and LLCs	10,187,680	2,832,523	1,903,464	(994,409)	—	—	—	13,929,258
Public Securities								
Bank Loans	—	4,202	645,896	—	(132,923)	434,587	—	951,762
	\$94,771,586	\$8,417,112	\$9,323,173	\$(7,674,745)	\$(5,137,663)	\$434,587	\$ —	\$100,134,050

ITEM 2. CONTROLS AND PROCEDURES.

(a) The principal executive officer and principal financial officer of the Registrant evaluated the effectiveness of the Registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940 (the "Act")) as of a date within 90 days of the filing date of this report and based on that evaluation have concluded that such disclosure controls and procedures are effective to provide reasonable assurance that material information required to be disclosed by the Registrant on Form N-Q is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms.

(b) There have been changes in the Registrant's internal controls over financial reporting (as defined in Rule 30a-3(d) under the Act)("internal controls") that occurred during the Registrant's last fiscal quarter. The Registrant's investment adviser, Barings LLC, who maintains the Registrant's internal controls, revised its internal controls to oversee State Street Bank & Trust who now provides certain administrative and accounting services to the Registrant.

ITEM 3. EXHIBITS.

Certifications pursuant to Rule 30a-2(a) under the Investment Company Act of 1940 (17 CFR 270.30a-2(a)) are attached hereto as an exhibit.

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) Barings Participation Investors

By (Signature and Title)*/s/ Robert M. Shettle
Robert M. Shettle, President

Date November 29, 2017

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

By (Signature and Title)*/s/ Robert M. Shettle
Robert M. Shettle, President

Date November 29, 2017

By (Signature and Title)*/s/ James M. Roy
James M. Roy, Vice President and
Chief Financial Officer

Date November 29, 2017

* PRINT THE NAME AND TITLE OF EACH SIGNING OFFICER UNDER HIS OR HER SIGNATURE.

