

PIMCO CALIFORNIA MUNICIPAL INCOME FUND II

Form N-CSR

February 28, 2019

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM N-CSR**

**CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT**

**INVESTMENT COMPANIES**

Investment Company Act file number: 811-21077

**PIMCO California Municipal Income Fund II**

**(Exact name of registrant as specified in charter)**

**1633 Broadway, New York, NY 10019**

**(Address of principal executive offices)**

**Trent W. Walker**

**Treasurer (Principal Financial & Accounting Officer)**

**650 Newport Center Drive, Newport Beach, CA 92660**

**(Name and address of agent for service)**

Copies to:

**David C. Sullivan**

**Ropes & Gray LLP**

**Prudential Tower**

**800 Boylston Street**

**Boston, MA 02199**

Registrant's telephone number, including area code: (844) 337-4626

Date of fiscal year end: December 31

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Date of reporting period: December 31, 2018

Form N-CSR is to be used by management investment companies to file reports with the Commission not later than 10 days after the transmission to stockholders of any report that is required to be transmitted to stockholders under Rule 30e-1 under the Investment Company Act of 1940 (17 CFR 270.30e-1). The Commission may use the information provided on Form N-CSR in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-CSR, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-CSR 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 Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

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**Item 1. Reports to Shareholders.**

The following is a copy of the report transmitted to shareholders pursuant to Rule 30e-1 under the Investment Company Act of 1940, as amended (the 1940 Act ) (17 CFR 270.30e-1).

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PIMCO CLOSED-END FUNDS

Annual Report

December 31, 2018

PIMCO Municipal Income Fund | PMF | NYSE

PIMCO Municipal Income Fund II | PML | NYSE

PIMCO Municipal Income Fund III | PMX | NYSE

PIMCO California Municipal Income Fund | PCQ | NYSE

PIMCO California Municipal Income Fund II | PCK | NYSE

PIMCO California Municipal Income Fund III | PZC | NYSE

PIMCO New York Municipal Income Fund | PNF | NYSE

PIMCO New York Municipal Income Fund II | PNI | NYSE

Beginning on January 1, 2021, as permitted by regulations adopted by the Securities and Exchange Commission, paper copies of the Fund's annual and semi-annual shareholder reports will no longer be sent by mail, unless you specifically request paper copies of the reports. Instead, the reports will be made available on the Fund's website, [pimco.com/literature](http://pimco.com/literature), and you will be notified by mail each time a report is posted and provided with a website link to access the report.

If you already elected to receive shareholder reports electronically, you will not be affected by this change and you need not take any action. You may elect to receive shareholder reports and other communications from the Fund electronically by visiting [pimco.com/edelivery](http://pimco.com/edelivery) or by contacting your financial intermediary, such as a broker-dealer or bank.

Beginning January 1, 2019, you may elect to receive all future reports in paper free of charge. If you own these shares through a financial intermediary, such as a broker-dealer or bank, you may contact your financial intermediary to request that you continue to receive paper copies of your shareholder reports. If you invest directly with the Fund, you can inform the Fund that you wish to continue receiving paper copies of your shareholder reports by calling 844.337.4626. Your election to receive reports in paper will apply to all funds held with the fund complex if you invest directly with the Fund or to all funds held in your account if you invest through a financial intermediary, such as a broker-dealer or bank.

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**Letter from the Chair of the Board & President**

Dear Shareholder,

Following this letter is the PIMCO Closed-End Funds Annual Report, which covers the 12-month reporting period ended December 31, 2018. On the subsequent pages you will find specific details regarding investment results and discussion of the factors that most affected performance during the reporting period.

For the 12-month reporting period ended December 31, 2018

The U.S. economy continued to expand during the reporting period. Looking back, U.S. gross domestic product ( GDP ) grew at an annual pace of 2.2% during the first quarter of 2018. During the second quarter of 2018, GDP growth rose to an annual pace of 4.2%, the strongest since the third quarter of 2014. GDP then expanded at an annual pace of 3.4% during the third quarter of the year. Finally, the Commerce Department's initial reading for fourth-quarter 2018 GDP has been delayed due to the partial government shutdown.

The Federal Reserve (the Fed ) continued to normalize monetary policy during the reporting period. During its meetings that concluded in March, June, September and December 2018, the Fed raised the federal funds rate in 0.25% increments. The Fed's December rate hike pushed the federal funds rate to a range between 2.25% and 2.50%. In addition, the Fed continued to reduce its balance sheet during the reporting period.

Economic activity outside the U.S. initially accelerated during the reporting period, but moderated as it progressed. Against this backdrop, the European Central Bank (the ECB ) and the Bank of Japan largely maintained their highly accommodative monetary policies, while other central banks took a more hawkish stance. The Bank of England raised rates at its meeting in August 2018 and the Bank of Canada raised rates twice during the reporting period. Meanwhile, the ECB ended its quantitative easing program in December 2018, but indicated that it does not expect to raise interest rates at least through the summer of 2019.

The U.S. Treasury yield curve flattened during the reporting period as short-term rates moved up more than longer-term rates. In our view, the increase in rates at the short end of the yield curve was mostly due to Fed interest rate increases. The yield on the benchmark 10-year U.S. Treasury note was 2.69% at the end of the reporting period, up from 2.40% on December 31, 2017. U.S. Treasuries, as measured by the Bloomberg Barclays U.S. Treasury Index, returned 0.86% over the 12 months ended December 31, 2018. Meanwhile, the Bloomberg Barclays U.S. Aggregate Bond Index, a widely used index of U.S. investment grade bonds, returned 0.01% over the period. Riskier fixed income asset classes, including high yield corporate bonds and emerging market debt, generated weak results versus the broad U.S. market. The ICE BofAML U.S. High Yield Index returned -2.27% over the reporting period, whereas emerging market external debt, as represented by the JPMorgan Emerging Markets Bond Index (EMBI) Global, returned -4.61% over the reporting period. Emerging market local bonds, as represented by the JPMorgan Government Bond Index-Emerging Markets Global Diversified Index (Unhedged), returned -6.21% over the period.

The municipal (or muni ) market experienced periods of volatility during the reporting period. After declining over the first two months, the muni market posted positive returns during five of the next six months. The muni market then fell over the next two months, but finished strongly by rallying in November and December 2018. As was the case with the taxable U.S. bond market, munis were negatively impacted by rising interest rates, which tempered their gains during the year. All told, the Bloomberg Barclays Municipal Bond Index returned 1.28% during the 12 months ended December 31, 2018.

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Thank you for the assets you have placed with us. We deeply value your trust, and we will continue to work diligently to meet your broad investment needs. For any questions regarding your PIMCO Closed-End Funds investments, please contact your financial advisor, or call the Funds' shareholder servicing agent at (844) 33-PIMCO. We also invite you to visit our website at [pimco.com](http://pimco.com) to learn more about our global viewpoints.

Sincerely,

Deborah A. DeCotis  
Chair of the Board of Trustees

Peter G. Strelow  
President

Past performance is no guarantee of future results. Unless otherwise noted, index returns reflect the reinvestment of income distributions and capital gains, if any, but do not reflect fees, brokerage commissions or other expenses of investing. It is not possible to invest directly in an unmanaged index.

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**Important Information About the Funds**

We believe that bond funds have an important role to play in a well-diversified investment portfolio. It is important to note, however, that in an environment where interest rates may trend upward, rising rates would negatively impact the performance of most bond funds, and fixed-income securities and other instruments held by a Fund are likely to decrease in value. A wide variety of factors can cause interest rates to rise (e.g., central bank monetary policies, inflation rates, general economic conditions). In addition, changes in interest rates can be sudden and unpredictable, and there is no guarantee that Fund management will anticipate such movement accurately. A Fund may lose money as a result of movement in interest rates.

As of the date of this report, interest rates in the U.S. and many parts of the world, including certain European countries, are at or near historically low levels. Thus, the Funds currently face a heightened level of interest rate risk, especially since the Federal Reserve Board has ended its quantitative easing program and has begun, and may continue, to raise interest rates. To the extent the Federal Reserve Board continues to raise interest rates, there is a risk that rates across the financial system may rise. Further, while bond markets have steadily grown over the past three decades, dealer inventories of corporate bonds are near historic lows in relation to market size. As a result, there has been a significant reduction in the ability of dealers to make markets. Bond funds and individual bonds with a longer duration (a measure used to determine the sensitivity of a security's price to changes in interest rates) tend to be more sensitive to changes in interest rates, usually making them more volatile than securities or funds with shorter durations. In addition, in the current low interest rate environment, the market price of the Funds' common shares may be particularly sensitive to changes in interest rates or the perception that there will be a change in interest rates. All of the factors mentioned above, individually or collectively, could lead to increased volatility and/or lower liquidity in the fixed income markets or negatively impact a Fund's performance or cause a Fund to incur losses.

Additionally, the United States presidential administration's enforcement of tariffs on goods from other countries, with a focus on China, has contributed to international trade tensions and may impact portfolio securities.

Investing in the municipal bond market involves the risks of investing in debt securities generally and certain other risks. The amount of public information available about the municipal bonds in which a Fund may invest is generally less than that for corporate equities or bonds, and the investment performance of a Fund's investment in municipal bonds may therefore be more dependent on the analytical abilities of PIMCO than its investments in taxable bonds. The secondary market for municipal bonds also tends to be less well-developed or liquid than

many other securities markets, which may adversely affect a Fund's ability to sell its bonds at attractive prices.

The ability of municipal issuers to make timely payments of interest and principal may be diminished during general economic downturns, by litigation, legislation or political events, or by the bankruptcy of the issuer. Laws, referenda, ordinances or regulations enacted in the future by Congress or state legislatures or the applicable governmental entity could extend the time for payment of principal and/or interest, or impose other constraints on enforcement of such obligations, or on the ability of municipal issuers to levy taxes. Issuers of municipal securities also might seek protection under the bankruptcy laws. In the event of bankruptcy of such an issuer, a Fund could experience delays in collecting principal and interest and the Fund may not, in all circumstances, be able to collect all principal and interest to which it is entitled. To enforce its rights in the event of a default in the payment of interest or repayment of principal, or both, a Fund may take possession of and manage the assets securing the issuer's obligations on such securities, which may increase the Fund's operating expenses. Any income derived from the Fund's ownership or operation of such assets may not be tax-exempt.

A Fund that has substantial exposures to California municipal bonds may be affected significantly by economic, regulatory or political developments affecting the ability of California issuers to pay interest or repay principal. Certain issuers of California municipal bonds have experienced serious financial difficulties in the past and reoccurrence of these difficulties may impair the ability of certain California issuers to pay principal or interest on their obligations. Provisions of the California Constitution and State statutes that limit the taxing and spending authority of California governmental entities may impair the ability of California issuers to pay principal and/or interest on their obligations. While California's economy is broad, it does have major concentrations in high technology, aerospace and defense-related manufacturing, trade, entertainment, real estate and financial services, and may be sensitive to economic problems affecting those industries. Future California political and economic developments, constitutional amendments, legislative measures, executive orders, administrative regulations, litigation and voter initiatives could have an adverse effect on the debt obligations of California issuers.

A Fund that has substantial exposures to New York municipal bonds may be affected significantly by economic, regulatory or political developments affecting the ability of New York issuers to pay interest or repay principal. While New York's economy is broad, it does have concentrations in the financial services industry, and may be sensitive to economic problems affecting that industry. Certain issuers of New York municipal bonds have experienced serious financial difficulties in the past and reoccurrence of these difficulties may impair the ability of

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certain New York issuers to pay principal or interest on their obligations. The financial health of New York City affects that of the State, and when New York City experiences financial difficulty it may have an adverse effect on New York municipal bonds held by a Fund. The growth rate of New York has at times been somewhat slower than the nation overall. The economic and financial condition of New York also may be affected by various financial, social, economic and political factors.

The use of derivatives may subject the Funds to greater volatility than investments in traditional securities. The Funds may use derivative instruments for hedging purposes or as part of an investment strategy. Use of these instruments may involve certain costs and risks such as liquidity risk, interest rate risk, market risk, call risk, credit risk, leverage risk, management risk and the risk that a Fund may not be able to close out a position when it would be most advantageous to do so. Changes in regulation relating to a Fund's use of derivatives and related instruments could potentially limit or impact a Fund's ability to invest in derivatives, limit a Fund's ability to employ certain strategies that use derivatives and/or adversely affect the value or performance of derivatives and the Fund. Certain derivative transactions may have a leveraging effect on a Fund. For example, a small investment in a derivative instrument may have a significant impact on a Fund's exposure to interest rates, currency exchange rates or other investments. As a result, a relatively small price movement in an asset, instrument or component of the index underlying a derivative instrument may cause an immediate and substantial loss or gain, which translates into heightened volatility in a Fund's net asset value (NAV). A Fund may engage in such transactions regardless of whether the Fund owns the asset, instrument or components of the index underlying the derivative instrument. A Fund may invest a significant portion of its assets in these types of instruments. If it does, a Fund's investment exposure could far exceed the value of its portfolio securities and its investment performance could be primarily dependent upon securities it does not own.

A Fund's use of leverage creates the opportunity for increased income for the Fund's common shareholders, but also creates special risks. Leverage is a speculative technique that may expose a Fund to greater risk and increased costs. If shorter-term interest rates rise relative to the rate of return on a Fund's portfolio, the interest and other costs of leverage to the Fund could exceed the rate of return on the debt obligations and other investments held by the Fund, thereby reducing return to the Fund's common shareholders. In addition, fees and expenses of any form of leverage used by a Fund will be borne entirely by its common shareholders (and not by preferred shareholders, if any) and will reduce the investment return of the Fund's common shares. Moreover, to make payments of interest and other loan costs, the

Funds may be forced to sell portfolio securities when it is not otherwise advantageous to do so. In addition, because the fees received by PIMCO are based on the daily net asset value of the Funds (including any assets attributable to any preferred shares that may be outstanding), PIMCO has a financial incentive for the Funds to use certain forms of leverage, which may create a conflict of interest between PIMCO, on the one hand, and the Funds' common shareholders, on the other hand. There can be no assurance that a Fund's use of leverage will result in a higher yield on its common shares, and it may result in losses. Leverage creates several major types of risks for a Fund's common shareholders, including (1) the likelihood of greater volatility of net asset value and market price of the Fund's common shares, and of the investment return to the Fund's common shareholders, than a comparable portfolio without leverage; (2) the possibility either that the Fund's common share dividends will fall if the interest and other costs of leverage rise, or that dividends paid on the Fund's common shares will fluctuate because such costs vary over time; and (3) the effects of leverage in a declining market or a rising interest rate environment, as leverage is likely to cause a greater decline in the net asset value of the Fund's common shares than if the Fund were not leveraged and may result in a greater decline in the market value of the Fund's common shares. Moreover, to make payments of interest and other loan costs, a Fund may be forced to sell portfolio securities when it is not otherwise advantageous to do so.

There is a risk that a Fund investing in a tender option bond program will not be considered the owner of a tender option bond for federal income tax purposes, and thus will not be entitled to treat such interest as exempt from federal income tax. Certain tender option bonds may be illiquid or may become illiquid as a result of, among other things, a credit rating downgrade, a payment default or a disqualification from tax-exempt status. A Fund's investment in the securities issued by a tender option bond trust may involve greater risk and volatility than an investment in a fixed rate bond, and the value of such securities may decrease significantly when market interest rates increase. Tender option bond trusts could be terminated due to market, credit or other events beyond the Funds' control, which could require the Funds to dispose of portfolio investments at inopportune times and prices. A Fund may use a tender option bond program as a way of achieving leverage in its portfolio, in which case the Fund will be subject to leverage risk.

High-yield bonds (commonly referred to as "junk bonds") typically have a lower credit rating than other bonds. Lower-rated bonds generally involve a greater risk to principal than higher-rated bonds. Further, markets for lower-rated bonds are typically less liquid than for higher-rated bonds, and public information is usually less abundant in markets for lower-rated bonds. Thus, high yield investments increase the chance

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**Table of Contents****Important Information About the Funds (Cont.)**

that a Fund will lose money. PIMCO does not rely solely on credit ratings, and develops its own analysis of issuer credit quality. A Fund may purchase unrated securities (which are not rated by a rating agency) if PIMCO determines that the security is of comparable quality to a rated security that a Fund may purchase. Unrated securities may be less liquid than comparable rated securities and involve the risk that PIMCO may not accurately evaluate the security's comparative credit quality, which could result in a Fund's portfolio having a higher level of credit and/or high yield risk than PIMCO has estimated or desires for the Fund, and could negatively impact the Fund's performance and/or returns. Certain Funds may invest a substantial portion of their assets in unrated securities and therefore may be particularly subject to the associated risks. Analysis of the creditworthiness of issuers of high yield securities may be more complex than for issuers of higher-quality debt obligations. To the extent that a Fund invests in high yield and/or unrated securities, the Fund's success in achieving its investment objectives may depend more heavily on the portfolio manager's creditworthiness analysis than if the Fund invested exclusively in higher-quality and rated securities. The Funds may hold defaulted securities that may involve special considerations including bankruptcy proceedings, other regulatory and legal restrictions affecting the Funds' ability to trade, and the availability of prices from independent pricing services or dealer quotations. Defaulted obligations might be repaid only after lengthy workout or bankruptcy proceedings, during which the issuer might not make any interest or other payments. Defaulted securities are often illiquid and may not be actively traded. Sales of securities in bankrupt companies at an acceptable price may be difficult and differences compared to the value of the securities used by the Funds could be material. The credit quality of a particular security or group of securities does not ensure the stability or safety of the overall portfolio.

Variable and floating rate securities generally are less sensitive to interest rate changes but may decline in value if their interest rates do not rise as much, or as quickly, as interest rates in general. Conversely floating rate securities will not generally increase in value if interest rates decline. Inverse floating rate securities may decrease in value if interest rates increase. Inverse floating rate securities may also exhibit greater price volatility than a fixed rate obligation with similar credit quality. When a Fund holds variable or floating rate securities, a decrease (or, in the case of inverse floating rate securities, an increase) in market interest rates will adversely affect the income received from such securities and the NAV of the Funds' shares.

As the use of technology has become more prevalent in the course of business, the Funds have become potentially more susceptible to operational and information security risks resulting from breaches in cyber security. A breach in cyber security refers to both intentional and

unintentional cyber events that may, among other things, cause a Fund to lose proprietary information, suffer data corruption and/or destruction or lose operational capacity, result in the unauthorized release or other misuse of confidential information, or otherwise disrupt normal business operations. Cyber security breaches may involve unauthorized access to a Fund's digital information systems (e.g., through hacking or malicious software coding), but may also result from outside attacks such as denial-of-service attacks (i.e., efforts to make network services unavailable to intended users). In addition, cyber security breaches involving a Fund's third party service providers (including but not limited to advisers, sub-advisers, administrators, transfer agents, custodians, distributors and other third parties), trading counterparties or issuers in which a Fund invests can also subject a Fund to many of the same risks associated with direct cyber security breaches. Moreover, cyber security breaches involving trading counterparties or issuers in which a Fund invests could adversely impact such counterparties or issuers and cause the Fund's investment to lose value.

Cyber security failures or breaches may result in financial losses to a Fund and its shareholders. These failures or breaches may also result in disruptions to business operations, potentially resulting in financial losses; interference with a Fund's ability to calculate its net asset value, process shareholder transactions or otherwise transact business with shareholders; impediments to trading; violations of applicable privacy and other laws; regulatory fines; penalties; reputational damage; reimbursement or other compensation costs; additional compliance and cyber security risk management costs and other adverse consequences. In addition, substantial costs may be incurred in order to prevent any cyber incidents in the future.

Like with operational risk in general, the Funds have established business continuity plans and risk management systems designed to reduce the risks associated with cyber security. However, there are inherent limitations in these plans and systems, including that certain risks may not have been identified, in large part because different or unknown threats may emerge in the future. As such, there is no guarantee that such efforts will succeed, especially because the Funds do not directly control the cyber security systems of issuers in which a Fund may invest, trading counterparties or third party service providers to the Funds. There is also a risk that cyber security breaches may not be detected. The Funds and their shareholders could be negatively impacted as a result.

The common shares of the Funds trade on the New York Stock Exchange. As with any stock, the price of a Fund's common shares will fluctuate with market conditions and other factors. If you sell your common shares of a Fund, the price received may be more or less than your original investment.

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Shares of closed-end investment management companies, such as the Funds, frequently trade at a discount from their net asset value and may trade at a price that is less than the initial offering price of such shares. Further, if a Fund's shares trade at a price that is more than the initial offering price and/or the net asset value of such shares, including at a substantial premium and/or for an extended period of time, there is no assurance that any such premium will be sustained for any period of time and will not decrease, or that the shares will not trade at a discount to net asset value thereafter.

The Funds may be subject to various risks, including, but not limited to, the following: asset allocation risk, credit risk, stressed securities risk, distressed and defaulted securities risk, corporate bond risk, high yield risk, market risk, issuer risk, liquidity risk, equity securities and related market risk, mortgage-related and other asset-backed securities risk, extension risk, prepayment risk, privately issued mortgage-related securities risk, mortgage market/ subprime risk, currency risk, redenomination risk, non-diversification risk, management risk, municipal bond risk, tender option bond risk, inflation-indexed security risk, senior debt risk, loans, participations and assignments risk, reinvestment risk, real estate risk, U.S. Government securities risk, foreign (non-U.S.) government securities risk, valuation risk, segregation and cover risk, focused investment risk, credit default swaps risk, event-linked securities risk, counterparty risk, preferred securities risk, confidential information access risk, other investment companies risk, private placements risk, inflation/deflation risk, regulatory risk, tax risk, recent economic conditions risk, market disruptions and geopolitical risk, potential conflicts of interest involving allocation of investment opportunities, repurchase agreements risk, securities lending risk, zero-coupon bond and payment-in-kind securities risk, portfolio turnover risk, smaller company risk, short sale risk and convertible securities risk. A description of certain of these risks is available in the Notes to Financial Statements of this report.

On each Fund Summary page in this Shareholder Report, the Average Annual Total Return table measures performance assuming that all dividend and capital gain distributions were reinvested. Total return is calculated by determining the percentage change in NAV or market price (as applicable) in the specified period. Returns do not reflect the deduction of taxes that a shareholder would pay on Fund distributions. Total return for a period of more than one year represents the average annual total return. Performance at market price will differ from results at NAV. Although market price returns tend to reflect investment results over time, during shorter periods returns at market price can also be influenced by factors such as changing views about a Fund, market conditions, supply and demand for the Fund's shares, or changes in the Fund's dividends. Performance shown is net of fees and expenses.

The following table discloses the commencement of operations and diversification status of each Fund:

<b>Fund Name</b>	<b>Commencement of Operations</b>	<b>Diversification Status</b>
PIMCO Municipal Income Fund	06/29/01	Diversified
PIMCO Municipal Income Fund II	06/28/02	Diversified
PIMCO Municipal Income Fund III	10/31/02	Diversified
PIMCO California Municipal Income Fund	06/29/01	Diversified
PIMCO California Municipal Income Fund II	06/28/02	Diversified
PIMCO California Municipal Income Fund III	10/31/02	Diversified
PIMCO New York Municipal Income Fund	06/29/01	Non-diversified
PIMCO New York Municipal Income Fund II	06/28/02	Non-diversified

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An investment in a Fund is not a deposit of a bank and is not guaranteed or insured by the Federal Deposit Insurance Corporation or any other government agency. It is possible to lose money on investments in the Funds.

The Trustees are responsible generally for overseeing the management of the Funds. The Trustees authorize the Funds to enter into service agreements with the Investment Manager and other service providers in order to provide, and in some cases authorize service providers to procure through other parties, necessary or desirable services on behalf of the Funds. Shareholders are not parties to or third-party beneficiaries of such service agreements. Neither a Fund's original or any subsequent prospectus or Statement of Additional Information (SAI), any press release or shareholder report, any contracts filed as exhibits to a Fund's registration statement, nor any other communications, disclosure documents or regulatory filings from or on behalf of a Fund creates a contract between or among any shareholders of a Fund, on the one hand, and the Fund, a service provider to the Fund, and/or the Trustees or officers of the Fund, on the other hand. The Trustees (or the Funds and their officers, service providers or other delegates acting under authority of the Trustees) may amend its most recent or use a new prospectus or SAI with respect to a Fund, adopt and disclose new or amended policies and other changes in press releases and shareholder reports and/or amend, file and/or issue any other communications, disclosure documents or regulatory filings, and may amend or enter into any contracts to which a Fund is a party, and interpret the investment objective(s), policies, restrictions and contractual provisions applicable to any Fund, without shareholder input or approval, except in circumstances in which shareholder approval is specifically required by law (such as changes to fundamental investment policies) or where a shareholder approval requirement was specifically disclosed in a Fund's prospectus, SAI or shareholder report and is otherwise still in effect.

PIMCO has adopted written proxy voting policies and procedures ( Proxy Policy ) as required by Rule 6(4)-6 under the Investment Advisers Act of 1940. The Proxy Policy has been adopted by the Funds

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**Important Information About the Funds (Cont.)**

as the policies and procedures that PIMCO will use when voting proxies on behalf of the Funds. A description of the policies and procedures that PIMCO uses to vote proxies relating to portfolio securities of each Fund, and information about how each Fund voted proxies relating to portfolio securities held during the most recent twelve-month period ended June 30, are available without charge, upon request, by calling the Funds at (844) 33-PIMCO, on the Funds website at [www.pimco.com](http://www.pimco.com), and on the Securities and Exchange Commission's (SEC) website at <http://www.sec.gov>.

Each Fund files a complete schedule of its portfolio holdings with the SEC for the first and third quarters of its fiscal year on Form N-Q. A copy of each Fund's Form N-Q is available on the SEC's website at <http://www.sec.gov> and is available without charge, upon request by calling the Funds at (844) 33-PIMCO and on the Funds' website at [www.pimco.com](http://www.pimco.com).

The SEC adopted a rule that, beginning in 2021, will generally allow funds to fulfill their obligation to deliver shareholder reports to investors by providing access to such reports online free of charge and by mailing a notice that the report is electronically available. Pursuant to the rule, investors may still elect to receive a complete shareholder report in the mail. Instructions for electing to receive paper copies of a Fund's shareholder reports going forward may be found on the front cover of this report.

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**Table of Contents****PIMCO Municipal Income Fund**Symbol on NYSE - **PMF**

Allocation Breakdown as of 12/31/2018 §

Municipal Bonds & Notes	
Health, Hospital & Nursing Home Revenue	24.2%
Highway Revenue Tolls	10.0%
Tobacco Settlement Funded	7.1%
Natural Gas Revenue	6.2%
Ad Valorem Property Tax	5.9%
Miscellaneous Revenue	5.6%
Electric Power & Light Revenue	5.0%
Sales Tax Revenue	4.1%
College & University Revenue	3.9%
Industrial Revenue	3.7%
Port, Airport & Marina Revenue	3.5%
Special Assessment	3.1%
Miscellaneous Taxes	2.8%
Sewer Revenue	2.6%
Income Tax Revenue	2.3%
General Fund	1.8%
Appropriations	1.6%
Water Revenue	1.5%
Nuclear Revenue	1.1%
Other	3.4%
Short-Term Instruments	0.6%
% of Investments, at value.	

§ Allocation Breakdown and % of investments exclude securities sold short and financial derivative instruments, if any.

Fund Information (as of December 31, 2018)<sup>(1)</sup>

Market Price	\$12.55
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NAV	\$12.36
Premium/(Discount) to NAV	1.54%
Market Price Distribution rate <sup>(2)</sup>	5.71%
NAV Distribution rate <sup>(2)</sup>	5.79%
Total Effective Leverage <sup>(3)</sup>	47%

Average Annual Total Return<sup>(1)</sup> for the period ended December 31, 2018

	1 Year	5 Year	10 Year	Commencement of Operations (06/29/01)
Market Price	2.22%	7.14%	12.68%	5.95%
NAV	1.72%	8.43%	12.56%	6.67%

All Fund returns are net of fees and expenses.

- (1) Performance quoted represents past performance. Past performance is not a guarantee or a reliable indicator of future results. Current performance may be lower or higher than performance shown. Investment return and the principal value of an investment will fluctuate. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares. Total return, market price, NAV, market price distribution rate, and NAV distribution rate will fluctuate with changes in market conditions. Performance current to the most recent month-end is available at [www.pimco.com](http://www.pimco.com) or via (844) 33-PIMCO. Performance is calculated assuming all dividends and distributions are reinvested at prices obtained under the Fund's dividend reinvestment plan. Performance does not reflect any brokerage commissions in connection with the purchase or sale of Fund shares.
- (2) Distribution rates are not performance and are calculated by annualizing the most recent distribution per share and dividing by the NAV or Market Price, as applicable, as of the reported date. Distributions may be comprised of ordinary income, net capital gains, and/or a return of capital ( ROC ) of your investment in the Fund. Because the distribution rate may include a ROC, it should not be confused with yield or income. If the Fund estimates that a portion of its distribution may be comprised of amounts from sources other than net investment income in accordance with its policies and good accounting practices, the Fund will notify shareholders of the estimated composition of such distribution through a Section 19 Notice. Please refer to the most recent Section 19 Notice, if applicable, for additional information regarding the estimated composition of distributions. Please visit [www.pimco.com](http://www.pimco.com) for most recent Section 19 Notice, if applicable. Final determination of a distribution's tax character will be made on Form 1099 DIV sent to shareholders each January.
- (3) Represents total effective leverage outstanding, as a percentage of total managed assets. Total effective leverage consists of auction rate and variable rate munifund term preferred shares, reverse repurchase agreements and other borrowings, credit default swap notional and floating rate notes issued in tender option bond transactions, as applicable (collectively Total Effective Leverage ). The Fund may engage in other transactions not included in Total Effective Leverage disclosed above that may give rise to a form of leverage, including certain derivative transactions. For the purpose of calculating Total Effective Leverage outstanding as a percentage of total managed assets, total managed assets refer to total assets (including assets attributable to Total Effective Leverage that may be outstanding) minus accrued liabilities (other than liabilities representing Total Effective Leverage).

## Investment Objective and Strategy Overview

PIMCO Municipal Income Fund's investment objective is to seek to provide current income exempt from federal income tax.

### Fund Insights at NAV

The following affected performance during the reporting period:

- » Select exposure within the revenue segment contributed to performance.
- » Auction-rate preferred shares tendered at a discount contributed to performance.
- » Select exposure within the special tax sector contributed to performance.
- » Duration positioning detracted from performance, as municipal yields rose.
- » Exposure to the electric utility sector detracted from performance, as the sector underperformed the general municipal market.
- » Lack of exposure to the housing sector detracted from performance, as the sector outperformed the general municipal market.

**Table of Contents****PIMCO Municipal Income Fund II**Symbol on NYSE - **PML**

Allocation Breakdown as of 12/31/2018 §

Municipal Bonds & Notes	
Health, Hospital & Nursing Home Revenue	22.2%
Highway Revenue Tolls	9.1%
Tobacco Settlement Funded	8.8%
Ad Valorem Property Tax	6.1%
Natural Gas Revenue	6.0%
Electric Power & Light Revenue	5.1%
Industrial Revenue	5.1%
College & University Revenue	4.7%
Miscellaneous Taxes	4.5%
Miscellaneous Revenue	4.3%
Sales Tax Revenue	4.0%
Sewer Revenue	3.6%
Income Tax Revenue	2.0%
General Fund	1.7%
Appropriations	1.4%
Port, Airport & Marina Revenue	1.2%
Water Revenue	1.1%
Transit Revenue	1.0%
Other	5.5%
Short-Term Instruments	2.6%
% of Investments, at value.	

§ Allocation Breakdown and % of investments exclude securities sold short and financial derivative instruments, if any.

Fund Information (as of December 31, 2018)<sup>(1)</sup>

Market Price	\$13.31
NAV	\$11.62

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Premium/(Discount) to NAV	14.54%
Market Price Distribution rate <sup>(2)</sup>	5.86%
NAV Distribution rate <sup>(2)</sup>	6.71%
Total Effective Leverage <sup>(3)</sup>	48%

Average Annual Total Return<sup>(1)</sup> for the period ended December 31, 2018

	1 Year	5 Year	10 Year	Commencement of Operations (06/28/02)
Market Price	7.57%	11.40%	14.66%	6.14%
NAV	2.38%	8.23%	12.52%	5.61%

All Fund returns are net of fees and expenses.

- (1) Performance quoted represents past performance. Past performance is not a guarantee or a reliable indicator of future results. Current performance may be lower or higher than performance shown. Investment return and the principal value of an investment will fluctuate. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares. Total return, market price, NAV, market price distribution rate, and NAV distribution rate will fluctuate with changes in market conditions. Performance current to the most recent month-end is available at [www.pimco.com](http://www.pimco.com) or via (844) 33-PIMCO. Performance is calculated assuming all dividends and distributions are reinvested at prices obtained under the Fund's dividend reinvestment plan. Performance does not reflect any brokerage commissions in connection with the purchase or sale of Fund shares.
- (2) Distribution rates are not performance and are calculated by annualizing the most recent distribution per share and dividing by the NAV or Market Price, as applicable, as of the reported date. Distributions may be comprised of ordinary income, net capital gains, and/or a return of capital ( ROC ) of your investment in the Fund. Because the distribution rate may include a ROC, it should not be confused with yield or income. If the Fund estimates that a portion of its distribution may be comprised of amounts from sources other than net investment income in accordance with its policies and good accounting practices, the Fund will notify shareholders of the estimated composition of such distribution through a Section 19 Notice. Please refer to the most recent Section 19 Notice, if applicable, for additional information regarding the estimated composition of distributions. Please visit [www.pimco.com](http://www.pimco.com) for most recent Section 19 Notice, if applicable. Final determination of a distribution's tax character will be made on Form 1099 DIV sent to shareholders each January.
- (3) Represents total effective leverage outstanding, as a percentage of total managed assets. Total effective leverage consists of auction rate and variable rate munifund term preferred shares, reverse repurchase agreements and other borrowings, credit default swap notional and floating rate notes issued in tender option bond transactions, as applicable (collectively Total Effective Leverage ). The Fund may engage in other transactions not included in Total Effective Leverage disclosed above that may give rise to a form of leverage, including certain derivative transactions. For the purpose of calculating Total Effective Leverage outstanding as a percentage of total managed assets, total managed assets refer to total assets (including assets attributable to Total Effective Leverage that may be outstanding) minus accrued liabilities (other than liabilities representing Total Effective Leverage).

## Investment Objective and Strategy Overview

PIMCO Municipal Income Fund II's investment objective is to seek to provide current income exempt from federal income tax.

### Fund Insights at NAV

The following affected performance during the reporting period:

- » Select exposure to the revenue segment contributed to performance.
- » Auction-rate preferred shares tendered at a discount contributed to performance.
- » Select exposure to the special tax sector contributed to performance.
- » The Fund's duration exposure detracted from performance, as municipal yields moved higher.
- » Exposure to the electric utility sector detracted from performance, as the sector underperformed the broader municipal market.
- » Lack of exposure to the housing sector detracted from performance, as the sector outperformed the broader municipal market.

## 10 PIMCO CLOSED-END FUNDS

**Table of Contents****PIMCO Municipal Income Fund III**Symbol on NYSE - **PMX**

Allocation Breakdown as of 12/31/2018 §

Municipal Bonds & Notes	
Health, Hospital & Nursing Home Revenue	22.0%
Tobacco Settlement Funded	9.8%
Highway Revenue Tolls	7.8%
College & University Revenue	6.0%
Ad Valorem Property Tax	5.9%
Natural Gas Revenue	5.8%
Electric Power & Light Revenue	5.1%
Sewer Revenue	3.9%
Miscellaneous Revenue	3.9%
General Fund	3.3%
Industrial Revenue	3.3%
Recreational Revenue	3.3%
Sales Tax Revenue	3.3%
Income Tax Revenue	2.9%
Port, Airport & Marina Revenue	2.2%
Appropriations	2.1%
Water Revenue	2.0%
Transit Revenue	1.4%
Nuclear Revenue	1.1%
Other	4.6%
Short-Term Instruments	0.3%
% of Investments, at value.	

§ Allocation Breakdown and % of investments exclude securities sold short and financial derivative instruments, if any.

Fund Information (as of December 31, 2018)<sup>(1)</sup>

Market Price	\$11.14
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NAV	\$10.49
Premium/(Discount) to NAV	6.20%
Market Price Distribution rate <sup>(2)</sup>	6.01%
NAV Distribution rate <sup>(2)</sup>	6.38%
Total Effective Leverage <sup>(3)</sup>	47%

Average Annual Total Return<sup>(1)</sup> for the period ended December 31, 2018

	1 Year	5 Year	10 Year	Commencement of Operations (10/31/02)
Market Price	3.39%	9.30%	13.80%	5.32%
NAV	2.04%	9.48%	12.30%	5.45%

All Fund returns are net of fees and expenses.

- (1) Performance quoted represents past performance. Past performance is not a guarantee or a reliable indicator of future results. Current performance may be lower or higher than performance shown. Investment return and the principal value of an investment will fluctuate. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares. Total return, market price, NAV, market price distribution rate, and NAV distribution rate will fluctuate with changes in market conditions. Performance current to the most recent month-end is available at [www.pimco.com](http://www.pimco.com) or via (844) 33-PIMCO. Performance is calculated assuming all dividends and distributions are reinvested at prices obtained under the Fund's dividend reinvestment plan. Performance does not reflect any brokerage commissions in connection with the purchase or sale of Fund shares.
- (2) Distribution rates are not performance and are calculated by annualizing the most recent distribution per share and dividing by the NAV or Market Price, as applicable, as of the reported date. Distributions may be comprised of ordinary income, net capital gains, and/or a return of capital ( ROC ) of your investment in the Fund. Because the distribution rate may include a ROC, it should not be confused with yield or income. If the Fund estimates that a portion of its distribution may be comprised of amounts from sources other than net investment income in accordance with its policies and good accounting practices, the Fund will notify shareholders of the estimated composition of such distribution through a Section 19 Notice. Please refer to the most recent Section 19 Notice, if applicable, for additional information regarding the estimated composition of distributions. Please visit [www.pimco.com](http://www.pimco.com) for most recent Section 19 Notice, if applicable. Final determination of a distribution's tax character will be made on Form 1099 DIV sent to shareholders each January.
- (3) Represents total effective leverage outstanding, as a percentage of total managed assets. Total effective leverage consists of auction rate and variable rate munifund term preferred shares, reverse repurchase agreements and other borrowings, credit default swap notional and floating rate notes issued in tender option bond transactions, as applicable (collectively Total Effective Leverage ). The Fund may engage in other transactions not included in Total Effective Leverage disclosed above that may give rise to a form of leverage, including certain derivative transactions. For the purpose of calculating Total Effective Leverage outstanding as a percentage of total managed assets, total managed assets refer to total assets (including assets attributable to Total Effective Leverage that may be outstanding) minus accrued liabilities (other than liabilities representing Total Effective Leverage).

## Investment Objective and Strategy Overview

PIMCO Municipal Income Fund III's investment objective is to seek to provide current income exempt from federal income tax.

### Fund Insights at NAV

The following affected performance during the reporting period:

- » Select exposure within the revenue segment contributed to performance.
- » Auction-rate preferred shares tendered at a discount contributed to performance.
- » Exposure to the tobacco sector contributed to performance, as the sector outperformed the general municipal market.
- » Duration positioning detracted from performance, as municipal yields rose over the period.
- » Exposure to the electric utility sector detracted from performance, as the sector underperformed the general municipal market.
- » Lack of exposure to the housing sector detracted from performance, as the sector underperformed the general municipal market.

**Table of Contents****PIMCO California Municipal Income Fund**Symbol on NYSE - **PCQ**

Allocation Breakdown as of 12/31/2018 §

<b>Municipal Bonds &amp; Notes</b>	
Ad Valorem Property Tax	23.8%
Health, Hospital & Nursing Home Revenue	22.7%
Electric Power & Light Revenue	8.6%
College & University Revenue	8.1%
Lease (Abatement)	7.8%
Tobacco Settlement Funded	6.8%
Natural Gas Revenue	5.7%
Local or Guaranteed Housing	2.9%
Water Revenue	2.0%
General Fund	1.9%
Port, Airport & Marina Revenue	1.7%
Transit Revenue	1.3%
Sewer Revenue	1.2%
Hotel Occupancy Tax	1.2%
Special Assessment	1.0%
Other	3.2%
Short-Term Instruments	0.1%
% of Investments, at value.	

§ Allocation Breakdown and % of investments exclude securities sold short and financial derivative instruments, if any.

Fund Information (as of December 31, 2018)<sup>(1)</sup>

Market Price	\$16.15
NAV	\$13.32
Premium/(Discount) to NAV	21.25%
Market Price Distribution rate <sup>(2)</sup>	5.72%
NAV Distribution rate <sup>(2)</sup>	6.94%

Total Effective Leverage<sup>(3)</sup>

49%

Average Annual Total Return<sup>(1)</sup> for the period ended December 31, 2018

	1 Year	5 Year	10 Year	Commencement of Operations (06/29/01)
Market Price	(0.66)%	11.03%	13.79%	7.17%
NAV	0.42%	7.76%	11.04%	6.55%

All Fund returns are net of fees and expenses.

- (1) Performance quoted represents past performance. Past performance is not a guarantee or a reliable indicator of future results. Current performance may be lower or higher than performance shown. Investment return and the principal value of an investment will fluctuate. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares. Total return, market price, NAV, market price distribution rate, and NAV distribution rate will fluctuate with changes in market conditions. Performance current to the most recent month-end is available at [www.pimco.com](http://www.pimco.com) or via (844) 33-PIMCO. Performance is calculated assuming all dividends and distributions are reinvested at prices obtained under the Fund's dividend reinvestment plan. Performance does not reflect any brokerage commissions in connection with the purchase or sale of Fund shares.
- (2) Distribution rates are not performance and are calculated by annualizing the most recent distribution per share and dividing by the NAV or Market Price, as applicable, as of the reported date. Distributions may be comprised of ordinary income, net capital gains, and/or a return of capital ( ROC ) of your investment in the Fund. Because the distribution rate may include a ROC, it should not be confused with yield or income. If the Fund estimates that a portion of its distribution may be comprised of amounts from sources other than net investment income in accordance with its policies and good accounting practices, the Fund will notify shareholders of the estimated composition of such distribution through a Section 19 Notice. Please refer to the most recent Section 19 Notice, if applicable, for additional information regarding the estimated composition of distributions. Please visit [www.pimco.com](http://www.pimco.com) for most recent Section 19 Notice, if applicable. Final determination of a distribution's tax character will be made on Form 1099 DIV sent to shareholders each January.
- (3) Represents total effective leverage outstanding, as a percentage of total managed assets. Total effective leverage consists of auction rate and variable rate munifund term preferred shares, reverse repurchase agreements and other borrowings, credit default swap notional and floating rate notes issued in tender option bond transactions, as applicable (collectively Total Effective Leverage ). The Fund may engage in other transactions not included in Total Effective Leverage disclosed above that may give rise to a form of leverage, including certain derivative transactions. For the purpose of calculating Total Effective Leverage outstanding as a percentage of total managed assets, total managed assets refer to total assets (including assets attributable to Total Effective Leverage that may be outstanding) minus accrued liabilities (other than liabilities representing Total Effective Leverage).

Investment Objective and Strategy Overview

PIMCO California Municipal Income Fund's investment objective is to seek to provide current income exempt from federal and California income tax.

#### Fund Insights at NAV

The following affected performance during the reporting period:

- » Auction-rate preferred shares tendered at a discount contributed to performance.
  
- » Exposure to the tobacco sector contributed to performance, as the sector outperformed the general municipal market.
  
- » Exposure to the lease-backed sector contributed to performance, as the sector outperformed the general municipal market.
  
- » Duration positioning detracted from performance, as municipal yields rose.
  
- » Exposure to the industrial revenue sector detracted from performance, as the sector underperformed the general municipal market.
  
- » Exposure to the education sector detracted from performance, as the sector underperformed the general municipal market.

## **12 PIMCO CLOSED-END FUNDS**

**Table of Contents****PIMCO California Municipal Income Fund II**Symbol on NYSE - **PCK**

Allocation Breakdown as of 12/31/2018 §

<b>Municipal Bonds &amp; Notes</b>	
Ad Valorem Property Tax	29.2%
Health, Hospital & Nursing Home Revenue	18.6%
Natural Gas Revenue	6.9%
General Fund	6.7%
Electric Power & Light Revenue	6.3%
Tobacco Settlement Funded	5.3%
Sewer Revenue	3.7%
Lease (Abatement)	3.2%
Tax Increment/Allocation Revenue	3.0%
Port, Airport & Marina Revenue	3.0%
College & University Revenue	2.7%
Local or Guaranteed Housing	2.5%
Highway Revenue Tolls	1.9%
Special Tax	1.3%
Hotel Occupancy Tax	1.1%
Special Assessment	1.0%
Other	2.9%
<b>Short-Term Instruments</b>	<b>0.7%</b>
% of Investments, at value.	

§ Allocation Breakdown and % of investments exclude securities sold short and financial derivative instruments, if any.

Fund Information (as of December 31, 2018)<sup>(1)</sup>

<b>Market Price</b>	<b>\$7.83</b>
NAV	\$8.29
Premium/(Discount) to NAV	(5.55)%
Market Price Distribution rate <sup>(2)</sup>	5.36%

NAV Distribution rate <sup>(2)</sup>	5.07%
Total Effective Leverage <sup>(3)</sup>	47%

Average Annual Total Return<sup>(1)</sup> for the period ended December 31, 2018

	1 Year	5 Year	10 Year	Commencement of Operations (06/28/02)
Market Price	(19.01)%	3.56%	10.36%	3.14%
NAV	0.32%	8.83%	11.20%	4.28%

All Fund returns are net of fees and expenses.

- (1) Performance quoted represents past performance. Past performance is not a guarantee or a reliable indicator of future results. Current performance may be lower or higher than performance shown. Investment return and the principal value of an investment will fluctuate. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares. Total return, market price, NAV, market price distribution rate, and NAV distribution rate will fluctuate with changes in market conditions. Performance current to the most recent month-end is available at [www.pimco.com](http://www.pimco.com) or via (844) 33-PIMCO. Performance is calculated assuming all dividends and distributions are reinvested at prices obtained under the Fund's dividend reinvestment plan. Performance does not reflect any brokerage commissions in connection with the purchase or sale of Fund shares.
- (2) Distribution rates are not performance and are calculated by annualizing the most recent distribution per share and dividing by the NAV or Market Price, as applicable, as of the reported date. Distributions may be comprised of ordinary income, net capital gains, and/or a return of capital ( ROC ) of your investment in the Fund. Because the distribution rate may include a ROC, it should not be confused with yield or income. If the Fund estimates that a portion of its distribution may be comprised of amounts from sources other than net investment income in accordance with its policies and good accounting practices, the Fund will notify shareholders of the estimated composition of such distribution through a Section 19 Notice. Please refer to the most recent Section 19 Notice, if applicable, for additional information regarding the estimated composition of distributions. Please visit [www.pimco.com](http://www.pimco.com) for most recent Section 19 Notice, if applicable. Final determination of a distribution's tax character will be made on Form 1099 DIV sent to shareholders each January.
- (3) Represents total effective leverage outstanding, as a percentage of total managed assets. Total effective leverage consists of auction rate and variable rate munifund term preferred shares, reverse repurchase agreements and other borrowings, credit default swap notional and floating rate notes issued in tender option bond transactions, as applicable (collectively Total Effective Leverage ). The Fund may engage in other transactions not included in Total Effective Leverage disclosed above that may give rise to a form of leverage, including certain derivative transactions. For the purpose of calculating Total Effective Leverage outstanding as a percentage of total managed assets, total managed assets refer to total assets (including assets attributable to Total Effective Leverage that may be outstanding) minus accrued liabilities (other than liabilities representing Total Effective Leverage).

Investment Objective and Strategy Overview

PIMCO California Municipal Income Fund II's investment objective is to seek to provide current income exempt from federal and California income tax.

#### Fund Insights at NAV

The following affected performance during the reporting period:

- » Auction-rate preferred shares tendered at a discount contributed to performance.
- » Exposure to the general obligation segment contributed to performance, as the segment outperformed the broader municipal market.
- » Select exposure to the special tax sector contributed to performance.
- » The Fund's duration exposure detracted from performance, as municipal yields moved higher.
- » Exposure to the industrial revenue sector detracted from performance, as the sector underperformed the broader municipal market.
- » Exposure to the education sector detracted from performance, as the sector underperformed the broader municipal market.



**Table of Contents****PIMCO California Municipal Income Fund III**Symbol on NYSE - **PZC**

Allocation Breakdown as of 12/31/2018 §

<b>Municipal Bonds &amp; Notes</b>	
Health, Hospital & Nursing Home Revenue	24.4%
Ad Valorem Property Tax	22.8%
College & University Revenue	8.6%
Tobacco Settlement Funded	7.6%
Electric Power & Light Revenue	6.5%
Natural Gas Revenue	4.7%
Water Revenue	4.3%
<b>General Fund</b>	<b>2.8%</b>
Highway Revenue Tolls	2.7%
Lease (Abatement)	2.5%
Port, Airport & Marina Revenue	2.4%
Sewer Revenue	2.1%
Local or Guaranteed Housing	1.8%
Special Tax	1.6%
Transit Revenue	1.2%
Special Assessment	1.0%
Other	3.0%
% of Investments, at value.	

§ Allocation Breakdown and % of investments exclude securities sold short and financial derivative instruments, if any.

Fund Information (as of December 31, 2018)<sup>(1)</sup>

<b>Market Price</b>	<b>\$9.53</b>
NAV	\$9.46
Premium/(Discount) to NAV	0.74%
Market Price Distribution rate <sup>(2)</sup>	5.67%
NAV Distribution rate <sup>(2)</sup>	5.71%

Total Effective Leverage<sup>(3)</sup>

48%

Average Annual Total Return<sup>(1)</sup> for the period ended December 31, 2018

	1 Year	5 Year	10 Year	Commencement of Operations (10/31/02)
Market Price	(3.49)%	7.30%	12.16%	4.02%
NAV	0.29%	8.17%	11.10%	4.45%

All Fund returns are net of fees and expenses.

- (1) Performance quoted represents past performance. Past performance is not a guarantee or a reliable indicator of future results. Current performance may be lower or higher than performance shown. Investment return and the principal value of an investment will fluctuate. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares. Total return, market price, NAV, market price distribution rate, and NAV distribution rate will fluctuate with changes in market conditions. Performance current to the most recent month-end is available at [www.pimco.com](http://www.pimco.com) or via (844) 33-PIMCO. Performance is calculated assuming all dividends and distributions are reinvested at prices obtained under the Fund's dividend reinvestment plan. Performance does not reflect any brokerage commissions in connection with the purchase or sale of Fund shares.
- (2) Distribution rates are not performance and are calculated by annualizing the most recent distribution per share and dividing by the NAV or Market Price, as applicable, as of the reported date. Distributions may be comprised of ordinary income, net capital gains, and/or a return of capital ( ROC ) of your investment in the Fund. Because the distribution rate may include a ROC, it should not be confused with yield or income. If the Fund estimates that a portion of its distribution may be comprised of amounts from sources other than net investment income in accordance with its policies and good accounting practices, the Fund will notify shareholders of the estimated composition of such distribution through a Section 19 Notice. Please refer to the most recent Section 19 Notice, if applicable, for additional information regarding the estimated composition of distributions. Please visit [www.pimco.com](http://www.pimco.com) for most recent Section 19 Notice, if applicable. Final determination of a distribution's tax character will be made on Form 1099 DIV sent to shareholders each January.
- (3) Represents total effective leverage outstanding, as a percentage of total managed assets. Total effective leverage consists of auction rate and variable rate munifund term preferred shares, reverse repurchase agreements and other borrowings, credit default swap notional and floating rate notes issued in tender option bond transactions, as applicable (collectively Total Effective Leverage ). The Fund may engage in other transactions not included in Total Effective Leverage disclosed above that may give rise to a form of leverage, including certain derivative transactions. For the purpose of calculating Total Effective Leverage outstanding as a percentage of total managed assets, total managed assets refer to total assets (including assets attributable to Total Effective Leverage that may be outstanding) minus accrued liabilities (other than liabilities representing Total Effective Leverage).

Investment Objective and Strategy Overview

PIMCO California Municipal Income Fund III's investment objective is to seek to provide current income exempt from federal and California income tax.

#### Fund Insights at NAV

The following affected performance during the reporting period:

- » Auction-rate preferred shares tendered at a discount contributed to performance.
  
- » Exposure to the tobacco sector contributed to performance, as the sector outperformed the general municipal market.
  
- » Exposure to the pre-refunded sector contributed to performance, as the sector outperformed the general municipal market.
  
- » Duration positioning detracted from performance, as municipal yields rose over the period.
  
- » Exposure to the industrial revenue sector detracted from performance, as the sector underperformed the general municipal market.
  
- » Select exposure within the healthcare sector detracted from performance.

#### **14 PIMCO CLOSED-END FUNDS**

**Table of Contents****PIMCO New York Municipal Income Fund**Symbol on NYSE - **PNF**

Allocation Breakdown as of 12/31/2018 §

<b>Municipal Bonds &amp; Notes</b>	
College & University Revenue	11.6%
Industrial Revenue	10.8%
Tobacco Settlement Funded	10.0%
Health, Hospital & Nursing Home Revenue	9.8%
Ad Valorem Property Tax	9.2%
Transit Revenue	8.6%
Water Revenue	7.6%
Miscellaneous Revenue	7.6%
Miscellaneous Taxes	5.0%
Income Tax Revenue	4.7%
Highway Revenue Tolls	3.8%
Electric Power & Light Revenue	3.8%
Port, Airport & Marina Revenue	3.2%
Recreational Revenue	2.1%
Other	1.7%
<b>Short-Term Instruments</b>	<b>0.5%</b>
% of Investments, at value.	

§ Allocation Breakdown and % of investments exclude securities sold short and financial derivative instruments, if any.

Fund Information (as of December 31, 2018)<sup>(1)</sup>

<b>Market Price</b>	<b>\$11.70</b>
NAV	\$11.29
Premium/(Discount) to NAV	3.63%
Market Price Distribution rate <sup>(2)</sup>	5.85%
NAV Distribution rate <sup>(2)</sup>	6.06%
Total Effective Leverage <sup>(3)</sup>	43%

Average Annual Total Return<sup>(1)</sup> for the period ended December 31, 2018

	1 Year	5 Year	10 Year	Commencement of Operations (06/29/01)
Market Price	(2.90)%	9.00%	12.11%	4.81%
NAV	(0.66)%	7.84%	10.25%	4.91%

All Fund returns are net of fees and expenses.

- (1) Performance quoted represents past performance. Past performance is not a guarantee or a reliable indicator of future results. Current performance may be lower or higher than performance shown. Investment return and the principal value of an investment will fluctuate. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares. Total return, market price, NAV, market price distribution rate, and NAV distribution rate will fluctuate with changes in market conditions. Performance current to the most recent month-end is available at [www.pimco.com](http://www.pimco.com) or via (844) 33-PIMCO. Performance is calculated assuming all dividends and distributions are reinvested at prices obtained under the Fund's dividend reinvestment plan. Performance does not reflect any brokerage commissions in connection with the purchase or sale of Fund shares.
- (2) Distribution rates are not performance and are calculated by annualizing the most recent distribution per share and dividing by the NAV or Market Price, as applicable, as of the reported date. Distributions may be comprised of ordinary income, net capital gains, and/or a return of capital ( ROC ) of your investment in the Fund. Because the distribution rate may include a ROC, it should not be confused with yield or income. If the Fund estimates that a portion of its distribution may be comprised of amounts from sources other than net investment income in accordance with its policies and good accounting practices, the Fund will notify shareholders of the estimated composition of such distribution through a Section 19 Notice. Please refer to the most recent Section 19 Notice, if applicable, for additional information regarding the estimated composition of distributions. Please visit [www.pimco.com](http://www.pimco.com) for most recent Section 19 Notice, if applicable. Final determination of a distribution's tax character will be made on Form 1099 DIV sent to shareholders each January.
- (3) Represents total effective leverage outstanding, as a percentage of total managed assets. Total effective leverage consists of auction rate preferred shares, reverse repurchase agreements and other borrowings, credit default swap notional and floating rate notes issued in tender option bond transactions, as applicable (collectively Total Effective Leverage ). The Fund may engage in other transactions not included in Total Effective Leverage disclosed above that may give rise to a form of leverage, including certain derivative transactions. For the purpose of calculating Total Effective Leverage outstanding as a percentage of total managed assets, total managed assets refer to total assets (including assets attributable to Total Effective Leverage that may be outstanding) minus accrued liabilities (other than liabilities representing Total Effective Leverage).

Investment Objective and Strategy Overview

PIMCO New York Municipal Income Fund's investment objective is to seek to provide current income exempt from federal, New York State and New York City income tax.

#### Fund Insights at NAV

The following affected performance during the reporting period:

- » Auction-rate preferred shares tendered at a discount contributed to performance.
  
- » Exposure to pre-refunded debt contributed to performance, as the sector outperformed the general municipal market.
  
- » Exposure to the healthcare sector contributed to performance, as the sector outperformed the general municipal market.
  
- » Duration positioning detracted from performance, as municipal yields rose.
  
- » Exposure to the transportation sector detracted from performance, as the sector underperformed the general municipal market.
  
- » Lack of exposure to the housing sector detracted from performance, as the sector outperformed the general municipal market.

**Table of Contents****PIMCO New York Municipal Income Fund II**Symbol on NYSE - **PNI**

Allocation Breakdown as of 12/31/2018 §

Municipal Bonds & Notes	
College & University Revenue	12.9%
Tobacco Settlement Funded	10.5%
Health, Hospital & Nursing Home Revenue	9.9%
Port, Airport & Marina Revenue	7.9%
Water Revenue	7.1%
Miscellaneous Revenue	6.9%
Income Tax Revenue	6.7%
Industrial Revenue	6.3%
Miscellaneous Taxes	4.4%
Ad Valorem Property Tax	4.3%
Lease (Abatement)	4.3%
Electric Power & Light Revenue	3.7%
Recreational Revenue	3.4%
Transit Revenue	2.9%
Sales Tax Revenue	1.9%
Highway Revenue Tolls	1.7%
Other	2.8%
Short-Term Instruments	2.4%
% of Investments, at value.	

§ Allocation Breakdown and % of investments exclude securities sold short and financial derivative instruments, if any.

Fund Information (as of December 31, 2018)<sup>(1)</sup>

Market Price	\$10.47
NAV	\$10.67
Premium/(Discount) to NAV	(1.87)%
Market Price Distribution rate <sup>(2)</sup>	5.81%

NAV Distribution rate <sup>(2)</sup>	5.70%
Total Effective Leverage <sup>(3)</sup>	47%

Average Annual Total Return<sup>(1)</sup> for the period ended December 31, 2018

	1 Year	5 Year	10 Year	Commencement of Operations (06/28/02)
Market Price	(7.67)%	6.96%	11.32%	4.50%
NAV	1.09%	8.38%	10.58%	5.07%

All Fund returns are net of fees and expenses.

- (1) Performance quoted represents past performance. Past performance is not a guarantee or a reliable indicator of future results. Current performance may be lower or higher than performance shown. Investment return and the principal value of an investment will fluctuate. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the sale of Fund shares. Total return, market price, NAV, market price distribution rate, and NAV distribution rate will fluctuate with changes in market conditions. Performance current to the most recent month-end is available at [www.pimco.com](http://www.pimco.com) or via (844) 33-PIMCO. Performance is calculated assuming all dividends and distributions are reinvested at prices obtained under the Fund's dividend reinvestment plan. Performance does not reflect any brokerage commissions in connection with the purchase or sale of Fund shares.
- (2) Distribution rates are not performance and are calculated by annualizing the most recent distribution per share and dividing by the NAV or Market Price, as applicable, as of the reported date. Distributions may be comprised of ordinary income, net capital gains, and/or a return of capital ( ROC ) of your investment in the Fund. Because the distribution rate may include a ROC, it should not be confused with yield or income. If the Fund estimates that a portion of its distribution may be comprised of amounts from sources other than net investment income in accordance with its policies and good accounting practices, the Fund will notify shareholders of the estimated composition of such distribution through a Section 19 Notice. Please refer to the most recent Section 19 Notice, if applicable, for additional information regarding the estimated composition of distributions. Please visit [www.pimco.com](http://www.pimco.com) for most recent Section 19 Notice, if applicable. Final determination of a distribution's tax character will be made on Form 1099 DIV sent to shareholders each January.
- (3) Represents total effective leverage outstanding, as a percentage of total managed assets. Total effective leverage consists of auction rate and variable rate munifund term preferred shares, reverse repurchase agreements and other borrowings, credit default swap notional and floating rate notes issued in tender option bond transactions, as applicable (collectively Total Effective Leverage ). The Fund may engage in other transactions not included in Total Effective Leverage disclosed above that may give rise to a form of leverage, including certain derivative transactions. For the purpose of calculating Total Effective Leverage outstanding as a percentage of total managed assets, total managed assets refer to total assets (including assets attributable to Total Effective Leverage that may be outstanding) minus accrued liabilities (other than liabilities representing Total Effective Leverage).

Investment Objective and Strategy Overview



PIMCO New York Municipal Income Fund II's investment objective is to seek to provide current income exempt from federal, New York State and New York City income tax.

#### Fund Insights at NAV

The following affected performance during the reporting period:

- » Auction-rate preferred shares tendered at a discount contributed to performance.
- » Select exposure to the revenue segment contributed to performance.
- » Select exposure to the special tax sector contributed to performance.
- » The Fund's duration exposure detracted from performance, as municipal yields moved higher.
- » Exposure to the transportation sector detracted from performance, as the sector underperformed the broader municipal market.
- » Exposure to the electric utility sector detracted from performance, as the sector underperformed the broader municipal market.

#### **16 PIMCO CLOSED-END FUNDS**

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**ANNUAL REPORT DECEMBER 31, 2018 17**

**Table of Contents****Financial Highlights**

Per Share Data for the Year Ended <sup>^</sup> :	Net Asset Value	Investment Operations	Net Realized/Unrealized Gain (Loss)	Less Distributions to ARPS <sup>(b)</sup>	Less Distributions to Common Shareholders <sup>(c)</sup>	Net Increase (Decrease) in Net Assets Applicable to Common Shareholders					Residual Total
						Beginning of Year or Period	Net Investment Income	From Net Investment Income	From Net Realized Gains	From Net Realized Gains	
<b>Municipal Income Fund</b>											
2018	\$ 12.87	\$ 0.89	\$ (0.65)	\$ (0.16)	\$ 0.00	\$ 0.08	\$ (0.72)	\$ 0.00	\$ 0.00	\$ (0.72)	
2017	12.44	0.91	0.36	(0.10)	0.00	1.17	(0.74)	0.00	0.00	(0.74)	
2016	13.26	0.90	(0.68)	(0.06)	0.00	0.16	(0.98)	0.00	0.00	(0.98)	
2015 - 12/31/2015 <sup>(g)</sup>	13.15	0.65	0.12	(0.01)	0.00	0.76	(0.65)	0.00	0.00	(0.65) <sup>(j)</sup>	
2015	12.57	0.93	0.64	(0.01)	0.00	1.56	(0.98)	0.00	0.00	(0.98)	
2014	13.75	0.94	(1.13)	(0.01)	0.00	(0.20)	(0.98)	0.00	0.00	(0.98)	
<b>Municipal Income Fund II</b>											
2018	\$ 12.13	\$ 0.81	\$ (0.57)	\$ (0.13)	\$ 0.00	\$ 0.11	\$ (0.78)	\$ 0.00	\$ 0.00	\$ (0.78)	
2017	11.81	0.81	0.37	(0.08)	0.00	1.10	(0.78)	0.00	0.00	(0.78)	
2016	12.39	0.79	(0.55)	(0.04)	0.00	0.20	(0.78)	0.00	0.00	(0.78)	
2015 - 12/31/2015 <sup>(h)</sup>	12.11	0.47	0.28	(0.01)	0.00	0.74	(0.46)	0.00	0.00	(0.46) <sup>(j)</sup>	
2015	11.94	0.81	0.15	(0.01)	0.00	0.95	(0.78)	0.00	0.00	(0.78)	
2014	12.17	0.81	(0.25)	(0.01)	0.00	0.55	(0.78)	0.00	0.00	(0.78)	
<b>Municipal Income Fund</b>											
2018	\$ 11.06	\$ 0.76	\$ (0.57)	\$ (0.13)	\$ 0.00	\$ 0.06	\$ (0.67)	\$ (0.11)	\$ 0.00	\$ (0.78)	
2017	10.67	0.77	0.38	(0.08)	0.00	1.07	(0.68)	0.00	0.00	(0.68)	
2016	11.13	0.77	(0.44)	(0.04)	0.00	0.29	(0.75)	0.00	0.00	(0.75)	
2015 - 12/31/2015 <sup>(i)</sup>	10.88	0.20	0.24	(0.00)	0.00	0.44	(0.19)	0.00	0.00	(0.19) <sup>(j)</sup>	
2016	10.78	0.78	0.08	(0.01)	0.00	0.85	(0.75)	0.00	0.00	(0.75)	
2015	9.58	0.75	1.25	(0.01)	0.00	1.99	(0.79)	0.00	0.00	(0.79)	
<b>California Municipal Fund</b>											
2018	\$ 14.20	\$ 0.92	\$ (0.94)	\$ (0.17)	\$ 0.00	\$ (0.19)	\$ (0.92)	\$ 0.00	\$ 0.00	\$ (0.92)	
2017	13.83	0.97	0.43	(0.11)	0.00	1.29	(0.92)	0.00	0.00	(0.92)	
2016	14.61	0.95	(0.75)	(0.06)	0.00	0.14	(0.92)	0.00	0.00	(0.92)	
2015 - 12/31/2015 <sup>(g)</sup>	14.33	0.65	0.26	(0.01)	0.00	0.90	(0.62)	0.00	0.00	(0.62) <sup>(j)</sup>	

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15	13.77	0.95	0.54	(0.01)	0.00	1.48	(0.92)	0.00	0.00	(0.92)
14	14.71	0.99	(1.00)	(0.01)	0.00	(0.02)	(0.92)	0.00	0.00	(0.92)
<b>California Municipal Fund II</b>										
18	\$ 8.69	\$ 0.54	\$ (0.57)	\$ (0.11)	\$ 0.00	\$ (0.14)	\$ (0.42)	\$ 0.00	\$ 0.00	\$ (0.42)
17	8.39	0.60	0.34	(0.07)	0.00	0.87	(0.56)	0.00	(0.01)	(0.57)
16	8.95	0.62	(0.53)	(0.04)	0.00	0.05	(0.61)	0.00	0.00	(0.61)
15 - 12/31/2015 <sup>(h)</sup>	8.69	0.38	0.27	(0.01)	0.00	0.64	(0.38)	0.00	0.00	(0.38) <sup>(j)</sup>
15	8.61	0.66	0.08	(0.01)	0.00	0.73	(0.65)	0.00	0.00	(0.65)
14	8.93	0.68	(0.26)	(0.01)	0.00	0.41	(0.66)	0.00	(0.07)	(0.73)
<b>California Municipal Fund III</b>										
18	\$ 9.98	\$ 0.64	\$ (0.68)	\$ (0.12)	\$ 0.00	\$ (0.16)	\$ (0.54)	\$ 0.00	\$ 0.00	\$ (0.54)
17	9.67	0.67	0.35	(0.08)	0.00	0.94	(0.63)	0.00	0.00	(0.63)
16	10.31	0.65	(0.53)	(0.04)	0.00	0.08	(0.72)	0.00	0.00	(0.72)
15 - 12/31/2015 <sup>(i)</sup>	10.08	0.17	0.24	(0.00)	0.00	0.41	(0.18)	0.00	0.00	(0.18) <sup>(j)</sup>
16	10.02	0.68	0.11	(0.01)	0.00	0.78	(0.72)	0.00	0.00	(0.72)
15	9.09	0.69	0.97	(0.01)	0.00	1.65	(0.72)	0.00	0.00	(0.72)
<b>New York Municipal Fund</b>										
18	\$ 12.06	\$ 0.70	\$ (0.77)	\$ (0.13)	\$ 0.00	\$ (0.20)	\$ (0.68)	\$ 0.00	\$ 0.00	\$ (0.68)
17	11.62	0.69	0.51	(0.08)	0.00	1.12	(0.68)	0.00	0.00	(0.68)
16	12.10	0.70	(0.45)	(0.05)	0.00	0.20	(0.68)	0.00	0.00	(0.68)
15 - 12/31/2015 <sup>(g)</sup>	11.92	0.47	0.18	(0.01)	0.00	0.64	(0.46)	0.00	0.00	(0.46) <sup>(j)</sup>
15	11.20	0.68	0.73	(0.01)	0.00	1.40	(0.68)	0.00	0.00	(0.68)
14	12.04	0.67	(0.82)	(0.01)	0.00	(0.16)	(0.68)	0.00	0.00	(0.68)

**18 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

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Common Share			Ratios/Supplemental Data								
			Ratios to Average Net Assets								
			Applicable to Common Shareholders								
Net Asset Value End of Year or Period	Market Price End of Year or Period	Total Investment Return <sup>(d)</sup>	Net Assets Applicable to Common Shareholders <sup>(a)</sup> (000s)	Expenses Excluding Interest Expense				Net Investment Income (Loss) Per Share <sup>(b)</sup>	ARPS Asset Coverage <sup>(c)</sup> Per Share	VMTP Portfolio Coverage <sup>(e)</sup> Per Share	Turnover Rate
				Expenses Excluding Interest Expense <sup>(f)</sup>	Waivers <sup>(g)</sup>	Expenses Excluding Interest Expense <sup>(f)</sup>	Waivers <sup>(g)</sup>				
\$ 12.36	\$ 12.55	2.22%	\$ 318,313	1.77%	1.77%	1.23%	1.23%	7.16%	\$ 66,868	\$ 267,440	24%
12.87	13.00	(4.44)	330,523	1.37	1.37	1.21	1.21	7.16	68,475	N/A	12
12.44	14.39	(0.71)	318,473	1.25	1.25	1.18	1.18	6.72	66,896	N/A	16
13.26	15.45	5.27	338,342	1.22*	1.22*	1.21*	1.21*	7.42*	69,516	N/A	15
13.15	15.38	21.47	334,775	1.25	1.25	1.22	1.22	7.12	69,049	N/A	9
12.57	13.58	(8.45)	319,155	1.30	1.30	1.27	1.27	7.74	66,993	N/A	15
\$ 11.62	\$ 13.31	7.57%	\$ 723,713	1.93%	1.93%	1.13%	1.13%	6.94%	\$ 74,285	\$ 297,110	23%
12.13	13.18	14.85	751,337	1.30	1.30	1.10	1.10	6.74	76,136	N/A	12
11.81	12.22	3.90	727,513	1.16	1.16	1.08	1.08	6.27	74,548	N/A	12
12.39	12.51	6.56	760,212	1.11*	1.11*	1.10*	1.10*	6.57*	76,782	N/A	10
12.11	12.19	6.15	742,133	1.16	1.16	1.11	1.11	6.65	75,553	N/A	10
11.94	12.25	7.76	730,088	1.21	1.21	1.16	1.16	7.22	74,733	N/A	16
\$ 10.49	\$ 11.14	3.39%	\$ 345,557	1.89%	1.89%	1.19%	1.19%	7.11%	\$ 70,693	\$ 282,740	25%
11.06	11.58	8.19	363,063	1.39	1.39	1.19	1.19	7.07	73,007	N/A	14
10.67	11.37	5.33	349,423	1.23	1.23	1.13	1.13	6.80	71,211	N/A	9
11.13	11.51	6.70	363,382	1.19*	1.19*	1.17*	1.17*	7.09*	73,123	N/A	2
10.88	10.97	9.65	355,368	1.23	1.23	1.17	1.17	7.14	72,006	N/A	5
10.78	10.71	10.69	351,139	1.29	1.29	1.23	1.23	7.47	71,447	N/A	15
\$ 13.32	\$ 16.15	(0.66)%	\$ 250,306	2.10%	2.10%	1.23%	1.23%	6.80%	\$ 66,725	\$ 266,870	29%
14.20	17.28	16.74	266,019	1.60	1.60	1.21	1.21	6.86	69,320	N/A	13

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13.83	15.68	5.96	258,476	1.29	1.29	1.17	1.17	6.49	68,070	N/A	15
14.61	15.70	4.60	272,345	1.24*	1.24*	1.21*	1.21*	6.76*	70,388	N/A	13
14.33	15.66	16.08	266,838	1.32	1.32	1.22	1.22	6.67	69,473	N/A	11
13.77	14.38	0.61	255,751	1.36	1.36	1.27	1.27	7.55	67,624	N/A	21
\$ 8.29	\$ 7.83	(19.01)%	\$ 265,245	1.88%	1.88%	1.29%	1.29%	6.51%	\$ 65,675	\$ 262,670	37%
8.69	10.17	17.31	277,787	1.49	1.49	1.24	1.24	6.94	67,590	N/A	14
8.39	9.20	(1.58)	267,645	1.37	1.37	1.22	1.22	6.84	66,042	N/A	20
8.95	9.94	6.19	285,097	1.25*	1.25*	1.23*	1.23*	7.42*	68,724	N/A	10
8.69	9.75	9.85	276,525	1.32	1.32	1.21	1.21	7.48	67,411	N/A	12
8.61	9.52	(1.76)	273,289	1.41	1.41	1.30	1.30	8.51	66,915	N/A	14
\$ 9.46	\$ 9.53	(3.49)%	\$ 210,974	2.13%	2.13%	1.25%	1.25%	6.70%	\$ 67,188	\$ 268,720	21%
9.98	10.44	(2.46)	221,976	1.65	1.65	1.23	1.23	6.77	69,379	N/A	9
9.67	11.34	1.27	214,646	1.33	1.33	1.19	1.19	6.31	67,922	N/A	15
10.31	11.92	10.76	228,221	1.25*	1.25*	1.21*	1.21*	6.44*	70,641	N/A	2
10.08	10.94	12.80	223,030	1.30	1.30	1.21	1.21	6.68	69,605	N/A	24
10.02	10.40	19.73	221,415	1.37	1.37	1.26	1.26	7.29	69,282	N/A	11
\$ 11.29	\$ 11.70	(2.90)%	\$ 87,913	1.81%	1.81%	1.27%	1.27%	6.11%	\$ 78,545	N/A	22%
12.06	12.78	13.44	93,564	1.55	1.55	1.30	1.30	5.73	74,749	N/A	22
11.62	11.91	5.71	89,825	1.36	1.36	1.25	1.25	5.69	72,769	N/A	10
12.10	11.90	7.23	93,205	1.27*	1.27*	1.26*	1.26*	5.82*	74,574	N/A	5
11.92	11.54	7.72	91,832	1.39	1.39	1.31	1.31	5.78	73,847	N/A	1
11.20	11.36	(3.21)	86,211	1.46	1.46	1.40	1.40	6.28	70,857	N/A	10

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**Table of Contents****Financial Highlights (Cont.)**

	Net Asset Value	Investment Operations	Net Realized Gain (Loss)	Less Distributions to ARPS <sup>(b)</sup>	From Net Realized Investment Capital	Less Distributions to Common Shareholders <sup>(c)</sup>	Net Increase (Decrease) in Net Assets Applicable to Common Shareholders				Total
							Beginning of Year or Period	Net Investment Income	From Net Realized Investment Capital	From Net Operations	
2018	\$ 11.17	\$ 0.71	\$ (0.73)	\$ (0.15)	\$ 0.00	\$ (0.17)	\$ (0.57)	\$ 0.00	\$ (0.04)	\$ (0.61)	\$ (0.61)
2017	10.71	0.72	0.46	(0.10)	0.00	1.08	(0.60)	0.00	(0.02)	(0.62)	(0.62)
2016	11.41	0.72	(0.57)	(0.05)	0.00	0.10	(0.76)	0.00	(0.04)	(0.80)	(0.80)
2015 - 12/31/2015 <sup>(h)</sup>	11.28	0.43	0.17	(0.01)	0.00	0.59	(0.46)	0.00	0.00	(0.46) <sup>(j)</sup>	(0.46)
2015	10.98	0.75	0.36	(0.01)	0.00	1.10	(0.80)	0.00	0.00	(0.80)	(0.80)
2014	11.32	0.75	(0.28)	(0.01)	0.00	0.46	(0.80)	0.00	0.00	(0.80)	(0.80)

<sup>^</sup> A zero balance may reflect actual amounts rounding to less than \$0.01 or 0.01%.

\* Annualized

\*\* Variable Rate MuniFund Term Preferred Shares ( VMTP ). See Note 12, Variable Rate MuniFund Term Preferred Shares, in the Notes to the Financial Statements for more information.

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

(b) Auction Rate Preferred Shares ( ARPS ). See Note 12, Auction Rate Preferred Shares, in the Notes to Financial Statements for more information.

(c) The tax characterization of distributions is determined in accordance with Federal income tax regulations. See Note 2, Distributions - Common Shares, in the Notes to Financial Statements for more information.

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

(e) Calculated on the basis of income and expenses applicable to both common and preferred shares relative to the average net assets of common shareholders.

(f) Ratio includes interest expense which primarily relates to participation in borrowing and financing transactions, dividends paid to VMTP shareholders and the amortization of debt issuance costs of VMTP Shares. See Note 5, Borrowings and Other Financing Transactions and Note 12, Variable Rate MuniFund Term Preferred Shares in the Notes to Financial Statements for more information.

- (g) Fiscal year end changed from April 30<sup>th</sup> to December 31<sup>st</sup>.
- (h) Fiscal year end changed from May 31<sup>st</sup> to December 31<sup>st</sup>.
- (i) Fiscal year end changed from September 30<sup>th</sup> to December 31<sup>st</sup>.
- (j) Total distributions for the period ended December 31, 2015 may be lower than prior fiscal years due to fiscal year end changes resulting in a reduction of the amount of days in the period ended December 31, 2015.

**20 PIMCO CLOSED-END FUNDS**

See Accompanying Notes



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**Common Share**

**Ratios/Supplemental Data  
Ratios to Average Net Assets  
Applicable to Common Shareholders**

Net Asset Value End of Year or Period	Market Price End of Year or Period	Total Investment Return <sup>(d)</sup>	Net Assets Applicable to Common Shareholders (000s)	Expenses		Expenses Excluding Interest		Net Income (Loss) Per Share <sup>(e)</sup>	ARPS Asset Coverage <sup>(b)</sup> Per Share	VMTP Portfolio Asset Coverage <sup>(c)</sup> Per Share	Turnover Rate
				Expense Excluding Waivers <sup>(e)</sup>	Expense Excluding Waivers <sup>(e)</sup>	Expense Excluding Waivers <sup>(e)</sup>	Expense Excluding Waivers <sup>(e)</sup>				
\$ 10.67	\$ 10.47	(7.67)%	\$ 119,014	2.15%	2.15%	1.40%	1.40%	6.64%	\$ 62,655	\$ 250,600	24%
11.17	12.00	5.77	124,295	1.63	1.63	1.35	1.35	6.51	64,320	N/A	16
10.71	11.98	3.28	118,817	1.42	1.42	1.33	1.33	6.22	62,593	N/A	20
11.41	12.35	4.36	126,085	1.35*	1.35*	1.33*	1.33*	6.48*	64,898	N/A	7
11.28	12.32	9.89	124,424	1.40	1.40	1.33	1.33	6.65	64,373	N/A	7
10.98	12.01	7.83	120,520	1.51	1.51	1.45	1.45	7.30	63,139	N/A	5

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**Table of Contents****Statements of Assets and Liabilities**

	<b>PIMCO Municipal Income Fund</b>	<b>PIMCO Municipal Income Fund II</b>	<b>PIMCO Municipal Income Fund III</b>	<b>PIMCO California Municipal Income Fund</b>
(Amounts in thousands, except per share amounts)				
<b>Assets:</b>				
<i>Investments, at value</i>				
Investments in securities*	\$ 589,458	\$ 1,380,355	\$ 641,533	\$ 486,937
Cash	0	0	1	1
Interest and/or dividends receivable	7,664	16,222	7,774	6,899
Other assets	46	1,020	55	45
<b>Total Assets</b>	<b>597,168</b>	<b>1,397,597</b>	<b>649,363</b>	<b>493,882</b>
<b>Liabilities:</b>				
<i>Borrowings &amp; Other Financing Transactions</i>				
Payable for tender option bond floating rate certificates	\$ 86,762	\$ 298,694	\$ 112,388	\$ 91,729
Variable Rate MuniFund Term Preferred Shares, at liquidation value**	23,130	68,328	34,087	29,106
Payable for investments purchased	0	3,045	0	0
Distributions payable to common shareholders	1,537	4,048	1,835	1,446
Distributions payable to auction rate preferred shareholders	68	122	62	45
Accrued management fees	294	613	310	232
Other liabilities	364	759	424	393
<b>Total Liabilities</b>	<b>112,155</b>	<b>375,609</b>	<b>149,106</b>	<b>122,951</b>
<b>Auction Rate Preferred Shares (\$0.00001 par value and \$25,000 liquidation preference per share)</b>	<b>166,700</b>	<b>298,275</b>	<b>154,700</b>	<b>120,625</b>
<b>Net Assets Applicable to Common Shareholders</b>	<b>\$ 318,313</b>	<b>\$ 723,713</b>	<b>\$ 345,557</b>	<b>\$ 250,306</b>
<b>Net Assets Applicable to Common Shareholders Consist of:</b>				
Par value^	\$ 0	\$ 1	\$ 0	\$ 0
Paid in capital in excess of par	286,423	651,991	313,665	226,580
Distributable earnings (accumulated loss)	31,890	71,721	31,892	23,726
<b>Net Assets Applicable to Common Shareholders</b>	<b>\$ 318,313</b>	<b>\$ 723,713</b>	<b>\$ 345,557</b>	<b>\$ 250,306</b>
<b>Net Asset Value Per Common Share</b>	<b>\$ 12.36</b>	<b>\$ 11.62</b>	<b>\$ 10.49</b>	<b>\$ 13.32</b>
<b>Common Shares Outstanding</b>	<b>25,751</b>	<b>62,282</b>	<b>32,943</b>	<b>18,784</b>
<b>Auction Rate Preferred Shares Issued and Outstanding</b>	<b>7</b>	<b>12</b>	<b>6</b>	<b>5</b>
Cost of investments in securities	\$ 559,144	\$ 1,322,995	\$ 608,202	\$ 470,414

* Includes repurchase agreements of:	\$ 3,248	\$ 36,462	\$ 1,750	\$ 229
** Includes unamortized debt issuance cost of:	\$ 170	\$ 372	\$ 213	\$ 193

A zero balance may reflect actual amounts rounding to less than one thousand.  
 ^(\$0.00001 per share)

**22 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

**Table of Contents**

December 31, 2018

<b>PIMCO California Municipal Income Fund II</b>	<b>PIMCO California Municipal Income Fund III</b>	<b>PIMCO New York Municipal Income Fund</b>	<b>PIMCO New York Municipal Income Fund II</b>
\$ 496,094	\$ 405,137	\$ 151,743	\$ 222,793
0	0	0	1
6,380	5,515	2,022	2,701
25	28	531	11
502,499	410,680	154,296	225,506
\$ 72,613	\$ 73,334	\$ 24,755	\$ 26,348
34,087	26,915	0	20,840
0	0	0	0
1,120	1,003	444	566
53	44	22	17
248	197	82	119
458	338	55	602
108,579	101,831	25,358	48,492
128,675	97,875	41,025	58,000
\$ 265,245	\$ 210,974	\$ 87,913	\$ 119,014
\$ 0	\$ 0	\$ 0	\$ 0
235,767	196,136	82,603	113,648
29,478	14,838	5,310	5,366
\$ 265,245	\$ 210,974	\$ 87,913	\$ 119,014
\$ 8.29	\$ 9.46	\$ 11.29	\$ 10.67
31,997	22,293	7,790	11,158
5	4	2	2
\$ 470,449	\$ 390,699	\$ 147,348	\$ 214,178
\$ 3,336	\$ 190	\$ 742	\$ 5,433

\$	213	\$	185	\$	0	\$	160
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**ANNUAL REPORT** DECEMBER 31, 2018 **23**

**Table of Contents****Statements of Operations**

Year Ended December 31, 2018

(Amounts in thousands)	<b>PIMCO Municipal Income Fund</b>	<b>PIMCO Municipal Income Fund II</b>	<b>PIMCO Municipal Income Fund III</b>	<b>PIMCO California Municipal Income Fund</b>
<b>Investment Income:</b>				
Interest	\$ 28,650	\$ 64,634	\$ 31,677	\$ 22,664
Total Income	28,650	64,634	31,677	22,664
<b>Expenses:</b>				
Management fees	3,598	7,502	3,808	2,849
Trustee fees and related expenses	45	95	48	36
Interest expense	1,743	5,826	2,471	2,221
Auction agent fees and commissions	203	422	230	153
Auction rate preferred shares related expenses	109	236	134	119
Miscellaneous expense	3	19	17	10
Total Expenses	5,701	14,100	6,708	5,388
<b>Net Investment Income (Loss)</b>	22,949	50,534	24,969	17,276
<b>Net Realized Gain (Loss):</b>				
Investments in securities	4,438	6,957	2,476	6,731
<b>Net Realized Gain (Loss)</b>	4,438	6,957	2,476	6,731
<b>Net Change in Unrealized Appreciation (Depreciation):</b>				
Investments in securities	(21,320)	(43,230)	(21,517)	(24,288)
<b>Net Change in Unrealized Appreciation (Depreciation)</b>	(21,320)	(43,230)	(21,517)	(24,288)
<b>Net Increase (Decrease) in Net Assets Resulting from Operations</b>	\$ 6,067	\$ 14,261	\$ 5,928	\$ (281)
<b>Distributions on Auction Rate Preferred Shares from Net Investment and/or Net Realized Capital Gains</b>	\$ (4,241)	\$ (8,007)	\$ (4,132)	\$ (3,267)
<b>Net Increase (Decrease) in Net Assets Applicable to Common Shareholders Resulting from Operations</b>	\$ 1,826	\$ 6,254	\$ 1,796	\$ (3,548)

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

**24 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

**Table of Contents**

<b>PIMCO California Municipal Income Fund II</b>	<b>PIMCO California Municipal Income Fund III</b>	<b>PIMCO New York Municipal Income Fund</b>	<b>PIMCO New York Municipal Income Fund II</b>
\$ 22,380	\$ 18,835	\$ 7,099	\$ 10,518
22,380	18,835	7,099	10,518
3,030	2,416	1,038	1,459
37	30	12	18
1,564	1,883	484	893
220	125	45	101
132	110	44	91
18	1	3	17
5,001	4,565	1,626	2,579
17,379	14,270	5,473	7,939
3,696	3,287	(443)	(198)
3,696	3,287	(443)	(198)
(21,961)	(18,393)	(5,572)	(8,010)
(21,961)	(18,393)	(5,572)	(8,010)
\$ (886)	\$ (836)	\$ (542)	\$ (269)
\$ (3,525)	\$ (2,691)	\$ (1,045)	\$ (1,679)
\$ (4,411)	\$ (3,527)	\$ (1,587)	\$ (1,948)

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**Table of Contents****Statements of Changes in Net Assets**

	PIMCO Municipal Income Fund		PIMCO Municipal Income Fund II	
	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2018	Year Ended December 31, 2017
(Amounts in thousands)				
<b>Increase (Decrease) in Net Assets from:</b>				
<b>Operations:</b>				
Net investment income (loss)	\$ 22,949	\$ 23,408	\$ 50,534	\$ 50,249
Net realized gain (loss)	4,438	(1,751)	6,957	751
Net change in unrealized appreciation (depreciation)	(21,320)	10,872	(43,230)	22,225
<b>Net Increase (Decrease) in Net Assets Applicable to Common Shareholders Resulting from Operations</b>				
	6,067	32,529	14,261	73,225
Distributions on auction rate preferred shares from net investment income and/or net realized capital gains*	(4,241)	(2,622)	(8,007)	(5,064)
<b>Net Increase (Decrease) in Net Assets Applicable to Common Shareholders Resulting from Operations</b>				
	1,826	29,907	6,254	68,161
<b>Distributions to Common Shareholders:</b>				
From net investment income and/or net realized capital gains*	(18,413)	(18,916)	(48,454)	(48,197)
Tax basis return of capital	0	0	0	0
<b>Total Distributions to Common Shareholders<sup>(a)</sup></b>				
	(18,413)	(18,916)	(48,454)	(48,197)
<b>Auction Rate Preferred Share Transactions**:</b>				
Net Increase (Decrease) resulting from tender of Auction Rate Preferred Shares	3,495	0	10,309	0
<b>Common Share Transactions***:</b>				
Issued as reinvestment of distributions	882	1,059	4,267	3,860
<b>Total increase (decrease) in net assets applicable to common shareholders</b>				
	(12,210)	12,050	(27,624)	23,824
<b>Net Assets Applicable to Common Shareholders:</b>				

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Beginning of year	330,523		318,473	751,337	727,513
End of year	\$ 318,313	\$	330,523	\$ 723,713	\$ 751,337

**\*\*\* Common Share Transactions:**

Shares issued as reinvestment of distributions	71		80	347	314
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A zero balance may reflect actual amounts rounding to less than one thousand.

\* See Note 2, New Accounting Pronouncements, in the Notes to Financials Statements for more information.

\*\* See Note 12, Auction Rate Preferred Shares, in the Notes to Financials Statements.

(a) The tax characterization of distributions is determined in accordance with Federal income tax regulations. See Note 2, Distributions Common Shares, in the Notes to Financial Statements for more information.

**26 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

**Table of Contents**

<b>PIMCO Municipal Income Fund III</b>		<b>PIMCO California Municipal Income Fund</b>		<b>PIMCO California Municipal Income Fund II</b>		<b>PIMCO California Municipal Income Fund III</b>	
<b>Year Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>	<b>Year Ended</b>
<b>December 31, 2018</b>	<b>December 31, 2017</b>	<b>December 31, 2018</b>	<b>December 31, 2017</b>	<b>December 31, 2018</b>	<b>December 31, 2017</b>	<b>December 31, 2018</b>	<b>December 31, 2017</b>
\$ 24,969	\$ 25,374	\$ 17,276	\$ 18,076	\$ 17,379	\$ 19,045	\$ 14,270	\$ 14,805
2,476	8,779	6,731	1,030	3,696	3,228	3,287	2,790
(21,517)	3,381	(24,288)	7,068	(21,961)	7,655	(18,393)	4,888
5,928	37,534	(281)	26,174	(886)	29,928	(836)	22,483
(4,132)	(2,608)	(3,267)	(2,067)	(3,525)	(2,249)	(2,691)	(1,727)
1,796	34,926	(3,548)	24,107	(4,411)	27,679	(3,527)	20,756
(25,618)	(22,157)	(17,335)	(17,290)	(13,435)	(17,701)	(12,026)	(13,997)
0	0	0	0	0	(434)	0	0
(25,618)	(22,157)	(17,335)	(17,290)	(13,435)	(18,135)	(12,026)	(13,997)
5,145	0	4,406	0	5,149	0	4,069	0
1,171	871	764	726	155	598	491	562
(17,506)	13,640	(15,713)	7,543	(12,542)	10,142	(10,993)	7,321
363,063	349,423	266,019	258,476	277,787	267,645	221,967	214,646
\$ 345,557	\$ 363,063	\$ 250,306	\$ 266,019	\$ 265,245	\$ 277,787	\$ 210,974	\$ 221,967
109	78	51	45	18	63	50	52

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**Table of Contents****Statements of Changes in Net Assets (Cont.)**

	PIMCO New York Municipal Income Fund		PIMCO New York Municipal Income Fund II	
	Year Ended December 31, 2018	Year Ended December 31, 2017	Year Ended December 31, 2018	Year Ended December 31, 2017
(Amounts in thousands)				
<b>Increase (Decrease) in Net Assets from:</b>				
<b>Operations:</b>				
Net investment income (loss)	\$ 5,473	\$ 5,321	\$ 7,939	\$ 8,009
Net realized gain (loss)	(443)	3,276	(198)	2,001
Net change in unrealized appreciation (depreciation)	(5,572)	749	(8,010)	3,059
<b>Net Increase (Decrease) in Net Assets Applicable to Common Shareholders Resulting from Operations</b>	(542)	9,346	(269)	13,069
Distributions on auction rate preferred shares from net investment income and/or net realized capital gains*	(1,045)	(651)	(1,679)	(1,088)
<b>Net Increase (Decrease) in Net Assets Applicable to Common Shareholders Resulting from Operations</b>	(1,587)	8,695	(1,948)	11,981
<b>Distributions to Common Shareholders:</b>				
From net investment income and/or net realized capital gains*	(5,318)	(5,298)	(6,284)	(6,662)
Tax basis return of capital	0	0	(495)	(271)
<b>Total Distributions to Common Shareholders<sup>(a)</sup></b>	(5,318)	(5,298)	(6,779)	(6,933)
<b>Auction Rate Preferred Share Transactions**:</b>				
Net Increase (Decrease) resulting from tender of Auction Rate Preferred Shares	896	0	3,150	0
<b>Common Share Transactions***:</b>				
Issued as reinvestment of distributions	358	342	296	430
<b>Total increase (decrease) in net assets applicable to common shareholders</b>	(5,651)	3,739	(5,281)	5,478

**Net Assets Applicable to Common Shareholders:**

Beginning of year	93,564		89,825	124,295	118,817
End of year	\$ 87,913	\$	93,564	\$ 119,014	\$ 124,295

**\*\*\* Common Share Transactions:**

Shares issued as reinvestment of distributions	31		28	28	37
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A zero balance may reflect actual amounts rounding to less than one thousand.

\* See Note 2, New Accounting Pronouncements, in the Notes to Financials Statements for more information.

\*\* See Note 12, Auction Rate Preferred Shares, in the Notes to Financials Statements.

(a) The tax characterization of distributions is determined in accordance with Federal income tax regulations. See Note 2, Distributions Common Shares, in the Notes to Financial Statements for more information.

**28 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

**Table of Contents****Statements of Cash Flows**

Year Ended December 31, 2018

	<b>PIMCO Municipal Income Fund</b>	<b>PIMCO Municipal Income Fund II</b>	<b>PIMCO Municipal Income Fund III</b>	<b>PIMCO California Municipal Income Fund</b>
(Amounts in thousands)				
<b>Cash Flows Provided by (Used for) Operating Activities:</b>				
Net increase (decrease) in net assets resulting from operations	\$ 6,067	\$ 14,261	\$ 5,928	\$ (281)
<b>Adjustments to Reconcile Net Increase (Decrease) in Net Assets from Operations to Net Cash Provided by (Used for) Operating Activities:</b>				
Purchases of long-term securities	(196,975)	(481,012)	(252,070)	(175,011)
Proceeds from sales of long-term securities	154,838	340,974	200,982	169,345
(Purchases) Proceeds from sales of short-term portfolio investments, net	752	(36,462)	(1,750)	71
(Increase) decrease in receivable for investments sold	15	590	2,100	0
(Increase) decrease in interest and/or dividends receivable	(349)	(1,642)	(285)	180
(Increase) decrease in other assets	42	(953)	(9)	(8)
Increase (decrease) in payable for investments purchased	0	3,045	(2,100)	0
Increase (decrease) in accrued management fees	(27)	(58)	(31)	(24)
Increase (decrease) in other liabilities	222	380	264	162
<i>Net Realized (Gain) Loss</i>				
Investments in securities	(4,438)	(6,957)	(2,476)	(6,731)
<i>Net Change in Unrealized (Appreciation) Depreciation</i>				
Investments in securities	21,320	43,230	21,517	24,288
Net amortization (accretion) on investments	(976)	(333)	(746)	766
Amortization of debt issuance cost	15	33	19	18
<b>Net Cash Provided by (Used for) Operating Activities</b>	<b>(19,494)</b>	<b>(124,904)</b>	<b>(28,657)</b>	<b>12,775</b>
<b>Cash Flows Received from (Used for) Financing Activities:</b>				
	(19,805)	(58,416)	(29,155)	(24,969)

<b>Payments resulting from tender of Auction Rate Preferred Shares</b>				
Cash distributions paid to common shareholders*	(17,526)	(44,165)	(24,442)	(16,568)
Cash distributions paid to auction rate preferred shareholders	(4,239)	(8,013)	(4,136)	(3,278)
Proceeds from tender option bond transactions	77,092	298,225	135,735	48,307
Payments on tender option bond transactions	(39,688)	(132,909)	(83,498)	(46,211)
Proceeds on Variable Rate MuniFund Term Preferred Shares, net of offering costs	23,115	68,295	34,068	29,089
<b>Net Cash Received from (Used for) Financing Activities</b>	<b>18,949</b>	<b>123,017</b>	<b>28,572</b>	<b>(13,630)</b>
<b>Net Increase (Decrease) in Cash and Foreign Currency</b>	<b>(545)</b>	<b>(1,887)</b>	<b>(85)</b>	<b>(855)</b>
<b>Cash and Foreign Currency:</b>				
Beginning of year	545	1,887	86	856
End of year	\$ 0	\$ 0	\$ 1	\$ 1
* Reinvestment of distributions to common shareholders	\$ 882	\$ 4,267	\$ 1,171	\$ 764
<b>Supplemental Disclosure of Cash Flow Information:</b>				
Interest expense paid during the year	\$ 1,457	\$ 4,607	\$ 2,083	\$ 2,088

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

A Statement of Cash Flows is presented when a Fund has a significant amount of borrowing during the year, based on the average total borrowing outstanding in relation to total assets or when substantially all of a Fund's investments are not classified as Level 1 or 2 in the fair value hierarchy.

**Table of Contents****Statements of Cash Flows (Cont.)**

Year Ended December 31, 2018

	<b>PIMCO California Municipal Income Fund II</b>	<b>PIMCO California Municipal Income Fund III</b>	<b>PIMCO New York Municipal Income Fund</b>	<b>PIMCO New York Municipal Income Fund II</b>
(Amounts in thousands)				
<b>Cash Flows Provided by (Used for) Operating Activities:</b>				
Net increase (decrease) in net assets resulting from operations	\$ (886)	\$ (836)	\$ (542)	\$ (269)
<b>Adjustments to Reconcile Net Increase (Decrease) in Net Assets from Operations to Net Cash Provided by (Used for) Operating Activities:</b>				
Purchases of long-term securities	(223,850)	(119,013)	(43,045)	(63,752)
Proceeds from sales of long-term securities	191,736	114,638	42,568	63,922
(Purchases) Proceeds from sales of short-term portfolio investments, net	(3,336)	410	(741)	(3,932)
(Increase) decrease in receivable for investments sold	0	0	0	0
(Increase) decrease in interest and/or dividends receivable	(275)	123	59	6
(Increase) decrease in other assets	(4)	0	221	4
Increase (decrease) in payable for investments purchased	0	0	0	0
Increase (decrease) in accrued management fees	(23)	(20)	(13)	(11)
Increase (decrease) in other liabilities	356	144	19	193
<i>Net Realized (Gain) Loss</i>				
Investments in securities	(3,696)	(3,287)	443	198
<i>Net Change in Unrealized (Appreciation) Depreciation</i>				
Investments in securities	21,961	18,393	5,572	8,010
Net amortization (accretion) on investments	454	729	373	377
Amortization of debt issuance cost	19	16	0	15
<b>Net Cash Provided by (Used for) Operating Activities</b>	(17,544)	11,297	4,914	4,761
<b>Cash Flows Received from (Used for) Financing Activities:</b>				
Payments resulting from tender of Auction Rate Preferred Shares	(29,176)	(23,056)	(5,079)	(17,850)



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Cash distributions paid to common shareholders*	(13,673)	(11,533)	(4,958)	(6,481)
Cash distributions paid to auction rate preferred shareholders	(3,529)	(2,687)	(1,042)	(1,690)
Proceeds from tender option bond transactions	82,710	37,463	25,779	24,015
Payments on tender option bond transactions	(55,069)	(40,039)	(19,923)	(26,475)
Proceeds on Variable Rate MuniFund Term Preferred Shares, net of offering costs	34,068	26,899	0	20,825
<b>Net Cash Received from (Used for) Financing Activities</b>	<b>15,331</b>	<b>(12,953)</b>	<b>(5,223)</b>	<b>(7,656)</b>
<b>Net Increase (Decrease) in Cash and Foreign Currency</b>	<b>(2,213)</b>	<b>(1,656)</b>	<b>(309)</b>	<b>(2,895)</b>
<b>Cash and Foreign Currency:</b>				
Beginning of year	2,213	1,656	309	2,896
End of year	\$ 0	\$ 0	\$ 0	\$ 1
* Reinvestment of distributions to common shareholders	\$ 155	\$ 491	\$ 358	\$ 296
<b>Supplemental Disclosure of Cash Flow Information:</b>				
Interest expense paid during the year	\$ 1,308	\$ 1,768	\$ 432	\$ 833

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

A Statement of Cash Flows is presented when a Fund has a significant amount of borrowing during the year, based on the average total borrowing outstanding in relation to total assets or when substantially all of a Fund's investments are not classified as Level 1 or 2 in the fair value hierarchy.

**30 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

**Table of Contents****Schedule of Investments PIMCO Municipal Income Fund**

December 31, 2018

(Amounts in thousands\*, except number of shares, contracts and units, if any)

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>INVESTMENTS IN SECURITIES 185.2%</b>		
<b>MUNICIPAL BONDS &amp; NOTES 184.2%</b>		
<b>ALABAMA 6.5%</b>		
<b>Alabama Federal Aid Highway Financing Authority Revenue Bonds, Series 2016</b>		
5.000% due 09/01/2035 (d)	\$ 3,000	\$ 3,466
5.000% due 09/01/2036 (d)	3,000	3,452
<b>Jefferson County, Alabama Sewer Revenue Bonds, Series 2013</b>		
0.000% due 10/01/2050 (c)	15,000	13,052
6.500% due 10/01/2053	750	879
		20,849
<b>ALASKA 1.1%</b>		
<b>Alaska Industrial Development &amp; Export Authority Revenue Bonds, Series 2007</b>		
6.000% due 12/01/2036 <sup>^(a)</sup>	900	45
<b>Matanuska-Susitna Borough, Alaska Revenue Bonds, (AGC Insured), Series 2009</b>		
6.000% due 09/01/2032	3,280	3,371
		3,416
<b>ARIZONA 2.3%</b>		
<b>Maricopa County, Arizona Pollution Control Corp. Revenue Bonds, Series 2000</b>		
5.000% due 06/01/2035	1,500	1,542
<b>Pima County, Arizona Industrial Development Authority Revenue Bonds, Series 2010</b>		
5.250% due 10/01/2040	750	784
<b>Salt River Project Agricultural Improvement &amp; Power District, Arizona Revenue Bonds, Series 2009</b>		
5.000% due 01/01/2039 (d)	5,000	5,000
		7,326
<b>ARKANSAS 0.9%</b>		
<b>Arkansas Development Finance Authority Revenue Bonds, (AMBAC Insured), Series 2006</b>		

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0.000% due 07/01/2036 (b)	5,500	2,759
<b>CALIFORNIA 19.9%</b>		
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2010</b>		
5.000% due 10/01/2034	2,875	3,045
5.000% due 10/01/2042	3,255	3,447
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2013</b>		
5.250% due 04/01/2053	10,000	11,465
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2014</b>		
5.000% due 10/01/2054	3,000	3,276
<b>California County Tobacco Securitization Agency Revenue Bonds, Series 2002</b>		
6.000% due 06/01/2035	2,000	2,000
6.125% due 06/01/2038	1,000	983
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2009</b>		
6.000% due 07/01/2039	2,000	2,044
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2011</b>		
6.000% due 08/15/2042	1,500	1,605
<b>California Municipal Finance Authority Revenue Bonds, Series 2011</b>		
7.750% due 04/01/2031	1,140	1,265
<b>California State General Obligation Bonds, Series 2009</b>		
6.000% due 04/01/2038	3,200	3,233
<b>California State General Obligation Bonds, Series 2010</b>		
5.250% due 11/01/2040	1,900	2,002
5.500% due 03/01/2040	500	519
	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>California Statewide Communities Development Authority Revenue Bonds, (FHA Insured), Series 2009</b>		
6.625% due 08/01/2029	\$ 2,310	\$ 2,377
6.750% due 02/01/2038	8,485	8,737
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2011</b>		
5.000% due 12/01/2041	1,000	1,086
<b>California Statewide Communities Development Authority Revenue Notes, Series 2011</b>		
6.500% due 11/01/2021	300	324
<b>Chula Vista, California Revenue Bonds, Series 2004</b>		
5.875% due 02/15/2034	3,000	3,038
<b>Long Beach Bond Finance Authority, California Revenue Bonds, Series 2007</b>		
5.500% due 11/15/2030	1,405	1,716
<b>M-S-R Energy Authority, California Revenue Bonds, Series 2009</b>		
6.125% due 11/01/2029	2,000	2,444
<b>Morongo Band of Mission Indians, California Revenue Bonds, Series 2018</b>		
5.000% due 10/01/2042	500	511
<b>Orange County, California Airport Revenue Bonds, Series 2009</b>		
5.250% due 07/01/2039	5,000	5,087
<b>San Marcos Unified School District, California General Obligation Bonds, Series 2011</b>		
5.000% due 08/01/2038	1,600	1,738
<b>Whittier Union High School District, California General Obligation Bonds, Series 2009</b>		
0.000% due 08/01/2025 (b)	2,000	1,397

63,339

**COLORADO 5.0%**

<b>Board of Governors of Colorado State University System Revenue Bonds, Series 2017</b>		
4.000% due 03/01/2038 (d)	1,500	1,554
<b>Colorado Health Facilities Authority Revenue Bonds, Series 2018</b>		
4.000% due 11/15/2048 (d)	10,000	10,093
<b>Colorado State Building Excellent School Certificates of Participation Bonds, Series 2018</b>		
4.000% due 03/15/2043	1,015	1,038
<b>Denver Health &amp; Hospital Authority, Colorado Revenue Bonds, Series 2010</b>		
5.625% due 12/01/2040	450	467
<b>Public Authority for Colorado Energy Revenue Bonds, Series 2008</b>		
6.500% due 11/15/2038	500	679
<b>Regional Transportation District, Colorado Certificates of Participation Bonds, Series 2010</b>		
5.375% due 06/01/2031	400	418
<b>University of Colorado Revenue Bonds, Series 2009</b>		
5.375% due 06/01/2038	1,500	1,522
		15,771

**CONNECTICUT 2.5%**

<b>Connecticut State Health &amp; Educational Facility Authority Revenue Bonds, Series 2011</b>		
5.000% due 07/01/2041	5,000	5,245
<b>Connecticut State Health &amp; Educational Facility Authority Revenue Bonds, Series 2012</b>		
5.000% due 07/01/2042	2,500	2,649
		7,894

**DISTRICT OF COLUMBIA 1.4%**

<b>District of Columbia Revenue Bonds, (NPFGC Insured), Series 2002</b>		
6.545% due 08/01/2037	2,000	2,000
<b>District of Columbia Revenue Bonds, Series 2009</b>		
5.750% due 10/01/2039	2,500	2,524
		4,524

<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
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**FLORIDA 2.6%**

<b>Florida Development Finance Corp. Revenue Notes, Series 2011</b>		
6.500% due 06/15/2021	\$ 155	\$ 161
<b>Miami-Dade County, Florida School Board Foundation, Inc., Certificates of Participation Bonds, (AGC Insured), Series 2009</b>		
5.375% due 02/01/2034	1,250	1,254
<b>Miami-Dade County, Florida Transit System Revenue Bonds, Series 2018</b>		
4.000% due 07/01/2044	1,000	1,021
4.000% due 07/01/2046	1,000	1,020

**Putnam County Development Authority, Florida Revenue Bonds, Series 2018**

5.000% due 03/15/2042	2,000	2,213
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**Tampa, Florida Revenue Bonds, Series 2016**

4.000% due 11/15/2046	2,500	2,506
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8,175

**GEORGIA 4.5%****Atlanta Development Authority, Georgia Revenue Bonds, Series 2017**

6.750% due 01/01/2035	3,200	3,091
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**Burke County, Georgia Development Authority Revenue Bonds, Series 2017**

4.125% due 11/01/2045	2,000	1,969
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**Municipal Electric Authority of Georgia Revenue Bonds, Series 2015**

5.000% due 07/01/2060	9,000	9,200
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14,260

**HAWAII 0.5%****City & County Honolulu, Hawaii Wastewater System Revenue Bonds, Series 2018**

4.000% due 07/01/2042	1,485	1,533
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**ILLINOIS 14.3%****Chicago Board of Education, Illinois General Obligation Bonds, Series 2012**

5.000% due 12/01/2042	3,000	3,003
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**Chicago O Hare International Airport, Illinois Revenue Bonds, Series 2018**

5.000% due 01/01/2048	3,000	3,339
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**Chicago, Illinois General Obligation Bonds, Series 2003**

5.500% due 01/01/2034	1,750	1,852
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**Chicago, Illinois General Obligation Bonds, Series 2007**

5.500% due 01/01/2042	2,400	2,506
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**Chicago, Illinois General Obligation Bonds, Series 2015**

5.375% due 01/01/2029	6,700	7,139
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5.500% due 01/01/2034	2,300	2,435
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**Chicago, Illinois Revenue Bonds, Series 2002**

5.000% due 01/01/2028	2,000	2,321
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**Illinois Finance Authority Revenue Bonds, Series 2009**

7.125% due 11/15/2037	400	408
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**Illinois Finance Authority Revenue Bonds, Series 2013**

4.000% due 08/15/2042 (d)	3,000	3,048
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**Illinois Finance Authority Revenue Bonds, Series 2017**

5.250% due 12/01/2052	1,250	716
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**Illinois State General Obligation Bonds, Series 2017**

5.000% due 11/01/2029	2,500	2,658
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**Illinois State General Obligation Bonds, Series 2018**

4.625% due 05/01/2037	2,000	2,005
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**Illinois State General Obligation Notes, Series 2017**

5.000% due 11/01/2027	7,000	7,527
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**Metropolitan Pier & Exposition Authority, Illinois Revenue Bonds, (AGM Insured), Series 2010**

0.000% due 06/15/2045 (b)	6,500	1,967
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**Metropolitan Pier & Exposition Authority, Illinois Revenue Bonds, Series 2012**

0.000% due 12/15/2051 (b)	2,500	490
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See Accompanying Notes

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**Table of Contents****Schedule of Investments PIMCO Municipal Income Fund (Cont.)**

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>Regional Transportation Authority, Illinois Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2038 (d)	\$ 3,500	\$ 3,957
		45,371
<b>INDIANA 1.0%</b>		
<b>Indiana Health &amp; Educational Facilities Financing Authority Revenue Bonds, Series 2006</b>		
4.000% due 11/15/2046	1,000	1,003
<b>Indiana Municipal Power Agency Revenue Bonds, Series 2009</b>		
6.000% due 01/01/2039	1,000	1,000
<b>Vigo County, Indiana Hospital Authority Revenue Bonds, Series 2011</b>		
7.500% due 09/01/2022	1,130	1,234
		3,237
<b>IOWA 0.9%</b>		
<b>Iowa Finance Authority Revenue Bonds, Series 2014</b>		
2.000% due 05/15/2056 ^	532	7
5.400% due 11/15/2046 ^	2,794	2,946
		2,953
<b>KANSAS 1.4%</b>		
<b>Kansas Development Finance Authority Revenue Bonds, Series 2009</b>		
5.750% due 11/15/2038	1,000	1,034
<b>Lenexa, Kansas Tax Allocation Bonds, Series 2007</b>		
6.000% due 04/01/2027 ^(a)	779	175
<b>University of Kansas Hospital Authority Revenue Bonds, Series 2015</b>		
4.000% due 09/01/2040 (d)	3,085	3,147
		4,356
<b>KENTUCKY 0.3%</b>		
<b>Kentucky Economic Development Finance Authority Revenue Bonds, Series 2010</b>		
6.375% due 06/01/2040	1,000	1,062
<b>LOUISIANA 3.6%</b>		
<b>Louisiana Gasoline &amp; Fuels Tax State Revenue Bonds, Series 2017</b>		
4.000% due 05/01/2045 (d)	4,000	4,102

**Louisiana Local Government Environmental Facilities & Community Development Authority Revenue Bonds, Series 2010**

5.875% due 10/01/2040	750	801
6.500% due 11/01/2035	400	427

**Louisiana Public Facilities Authority Revenue Bonds, Series 2011**

6.500% due 05/15/2037	2,000	2,211
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**Louisiana Public Facilities Authority Revenue Bonds, Series 2017**

5.000% due 05/15/2042	3,750	4,045
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11,586

**MARYLAND 0.7%****Maryland Economic Development Corp. Revenue Bonds, Series 2010**

5.750% due 06/01/2035	1,500	1,583
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**Maryland Health & Higher Educational Facilities Authority Revenue Bonds, Series 2010**

6.250% due 01/01/2041	650	704
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2,287

**PRINCIPAL  
AMOUNT  
(000S)**

**MARKET  
VALUE  
(000S)**

**MASSACHUSETTS 4.4%****Commonwealth of Massachusetts General Obligation Bonds, Series 2018**

4.000% due 05/01/2037 (d)	\$ 4,000	\$ 4,171
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**Commonwealth of Massachusetts General Obligation Bonds, Series 2018**

4.000% due 05/01/2040	1,000	1,029
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**Massachusetts Development Finance Agency Revenue Bonds, Series 2010**

7.000% due 07/01/2042	750	807
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**Massachusetts Development Finance Agency Revenue Bonds, Series 2011**

5.500% due 11/15/2056 (b)(f)	103	19
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**Massachusetts Development Finance Agency Revenue Bonds, Series 2016**

4.000% due 10/01/2046 (d)	2,300	2,352
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5.000% due 01/01/2047	1,000	1,070
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**Massachusetts School Building Authority Revenue Bonds, Series 2012**

5.250% due 02/15/2048 (d)	2,500	2,900
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**Massachusetts State College Building Authority Revenue Bonds, Series 2009**

5.500% due 05/01/2039	1,500	1,519
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13,867

**MICHIGAN 4.4%****Michigan Finance Authority Revenue Bonds, Series 2017**

4.000% due 12/01/2036 (d)	3,000	3,060
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5.000% due 12/01/2031 (d)	1,200	1,385
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5.000% due 12/01/2046 (d)	2,400	2,664
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**Michigan State Hospital Finance Authority Revenue Bonds, Series 2016**

4.000% due 11/15/2047 (d)	5,000	5,010
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**Michigan Tobacco Settlement Finance Authority Revenue Bonds, Series 2007**



6.000% due 06/01/2048	1,500	1,487
<b>Michigan Tobacco Settlement Finance Authority Revenue Bonds, Series 2008</b>		
0.000% due 06/01/2058 (b)	15,000	393
		13,999

**MINNESOTA 1.0%**

<b>Rochester, Minnesota Revenue Bonds, Series 2018</b>		
4.000% due 11/15/2048	1,500	1,539
<b>St. Louis Park, Minnesota Revenue Bonds, Series 2009</b>		
5.750% due 07/01/2039	1,500	1,529
		3,068

**MISSOURI 1.0%**

<b>Health &amp; Educational Facilities Authority of the State of Missouri Revenue Bonds, Series 2018</b>		
4.000% due 11/15/2048	3,000	3,056
<b>Lee s Summit, Missouri Tax Allocation Bonds, Series 2011</b>		
5.625% due 10/01/2023	90	91
		3,147

**NEBRASKA 0.9%**

<b>Central Plains Energy Project, Nebraska Revenue Bonds, Series 2017</b>		
5.000% due 09/01/2042	2,400	2,729

**NEVADA 1.6%**

<b>Clark County, Nevada General Obligation Bonds, Series 2018</b>		
4.000% due 07/01/2044 (d)	4,200	4,273
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>
<b>Reno, Nevada Revenue Bonds, Series 2018</b>		
0.000% due 07/01/2058 (b)	\$ 10,500	\$ 832
		5,105

**NEW JERSEY 11.7%**

<b>New Jersey Economic Development Authority Revenue Bonds, Series 2016</b>		
5.000% due 06/15/2041	2,500	2,632
<b>New Jersey Economic Development Authority Special Assessment Bonds, Series 2002</b>		
5.750% due 04/01/2031	16,550	18,032
<b>New Jersey Health Care Facilities Financing Authority Revenue Bonds, Series 2011</b>		
6.000% due 07/01/2037	500	550
<b>New Jersey Health Care Facilities Financing Authority Revenue Bonds, Series 2013</b>		
5.500% due 07/01/2043	2,000	2,224
<b>New Jersey Transportation Trust Fund Authority Revenue Bonds, (AGM Insured), Series 2006</b>		
0.000% due 12/15/2034 (b)	1,500	787
<b>New Jersey Turnpike Authority Revenue Bonds, Series 2009</b>		

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5.250% due 01/01/2040	2,000	2,000
<b>South Jersey Port Corp., New Jersey Revenue Bonds, Series 2017</b>		
5.000% due 01/01/2049	250	272
<b>Tobacco Settlement Financing Corp, New Jersey Revenue Bonds, Series 2018</b>		
5.250% due 06/01/2046	2,000	2,135
<b>Tobacco Settlement Financing Corp., New Jersey Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2029	1,000	1,132
5.000% due 06/01/2046	7,500	7,616
		37,380
<b>NEW MEXICO 2.4%</b>		
<b>Farmington, New Mexico Revenue Bonds, Series 2010</b>		
5.900% due 06/01/2040	1,000	1,046
<b>New Mexico Hospital Equipment Loan Council Revenue Bonds, Series 2009</b>		
5.000% due 08/01/2039	6,400	6,520
		7,566
<b>NEW YORK 28.1%</b>		
<b>Hudson Yards Infrastructure Corp., New York Revenue Bonds, Series 2011</b>		
5.250% due 02/15/2047	15,500	16,460
<b>Metropolitan Transportation Authority, New York Revenue Bonds, Series 2011</b>		
5.000% due 11/15/2036	3,000	3,273
<b>Nassau County, New York Industrial Development Agency Revenue Bonds, Series 2014</b>		
2.000% due 01/01/2049 <sup>^(a)</sup>	1,137	193
6.700% due 01/01/2049	3,150	3,263
<b>New York City Transitional Finance Authority Future Tax Secured Revenue, New York Revenue Bonds, Series 2018</b>		
4.000% due 05/01/2043 (d)	9,000	9,247
<b>New York City Transitional Finance Authority Future Tax Secured, New York Revenue Bonds, Series 2017</b>		
4.000% due 08/01/2042 (d)	4,000	4,105
<b>New York City Water &amp; Sewer System, New York Revenue Bonds, Series 2009</b>		
5.000% due 06/15/2039	3,000	3,038
<b>New York City, New York General Obligation Bonds, Series 2018</b>		
5.000% due 12/01/2037	1,750	2,035
5.000% due 04/01/2045 (d)	4,800	5,462
<b>New York Liberty Development Corp. Revenue Bonds, Series 2007</b>		
5.500% due 10/01/2037	3,000	3,844

**32 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

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December 31, 2018

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>New York Liberty Development Corp., Revenue Bonds, Series 2005</b>		
5.250% due 10/01/2035	\$ 10,000	\$ 12,146
<b>New York Liberty Development Corp., Revenue Bonds, Series 2011</b>		
5.000% due 12/15/2041	7,500	8,041
5.000% due 11/15/2044	10,000	10,639
<b>New York Liberty Development Corp., Revenue Bonds, Series 2014</b>		
5.000% due 11/15/2044	1,000	1,027
<b>New York State Dormitory Authority Revenue Bonds, Series 2010</b>		
5.500% due 07/01/2040	3,500	3,693
<b>New York State Dormitory Authority Revenue Bonds, Series 2017</b>		
4.000% due 02/15/2047 (d)	3,000	3,077
		89,543
<b>OHIO 10.3%</b>		
<b>American Municipal Power, Inc., Ohio Revenue Bonds, Series 2017</b>		
4.000% due 02/15/2042	1,000	1,022
<b>Buckeye Tobacco Settlement Financing Authority, Ohio Revenue Bonds, Series 2007</b>		
5.125% due 06/01/2024	955	892
5.875% due 06/01/2047	11,600	11,035
6.500% due 06/01/2047	9,280	9,279
<b>Geisinger Authority, Pennsylvania Revenue Bonds, Series 2017</b>		
4.000% due 02/15/2047 (d)	4,000	4,050
<b>Hamilton County, Ohio Revenue Bonds, Series 2012</b>		
5.000% due 06/01/2042	1,000	1,060
<b>Ohio State Turnpike Commission Revenue Bonds, Series 2013</b>		
5.000% due 02/15/2048	5,000	5,362
		32,700
<b>OKLAHOMA 0.5%</b>		
<b>Oklahoma Development Finance Authority Revenue Bonds, Series 2018</b>		
5.500% due 08/15/2057	1,500	1,645
<b>OREGON 0.8%</b>		
<b>Oregon Health &amp; Science University Revenue Bonds, Series 2009</b>		
5.750% due 07/01/2039	2,000	2,039

<b>Oregon State Department of Administrative Services Certificates of Participation Bonds, Series 2009</b>		
5.250% due 05/01/2039	600	607
		2,646
<b>PENNSYLVANIA 7.3%</b>		
<b>Berks County, Pennsylvania Industrial Development Authority Revenue Bonds, Series 2017</b>		
4.000% due 11/01/2047	2,500	2,492
<b>Geisinger Authority, Pennsylvania Revenue Bonds, Series 2009</b>		
5.250% due 06/01/2039	5,000	5,069
<b>Luzerne County, Pennsylvania Industrial Development Authority Revenue Bonds, Series 2009</b>		
5.500% due 12/01/2039	1,100	1,129
<b>Pennsylvania Higher Educational Facilities Authority Revenue Bonds, Series 2010</b>		
5.000% due 03/01/2040	350	362
6.000% due 07/01/2043	500	530
<b>Pennsylvania Turnpike Commission Revenue Bonds, Series 2009</b>		
5.125% due 12/01/2040	2,000	2,060
<b>Pennsylvania Turnpike Commission Revenue Bonds, Series 2018</b>		
5.000% due 12/01/2043	4,250	4,742
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>
<b>Philadelphia Hospitals &amp; Higher Education Facilities Authority, Pennsylvania Revenue Bonds, Series 2012</b>		
5.625% due 07/01/2036	\$ 5,000	\$ 5,345
5.625% due 07/01/2042	1,000	1,062
<b>Philadelphia, Pennsylvania Water &amp; Wastewater Revenue Bonds, Series 2009</b>		
5.250% due 01/01/2036	500	500
		23,291
<b>PUERTO RICO 1.0%</b>		
<b>Puerto Rico Electric Power Authority Revenue Bonds, (AGM Insured), Series 2007</b>		
5.250% due 07/01/2031 ^	3,000	3,249
<b>RHODE ISLAND 0.7%</b>		
<b>Tobacco Settlement Financing Corp., Rhode Island Revenue Bonds, Series 2015</b>		
5.000% due 06/01/2040	1,205	1,252
5.000% due 06/01/2050	1,000	1,003
		2,255
<b>SOUTH CAROLINA 2.7%</b>		
<b>South Carolina Ports Authority Revenue Bonds, Series 2010</b>		
5.250% due 07/01/2040	2,200	2,311
<b>South Carolina State Public Service Authority Revenue Bonds, Series 2013</b>		
5.125% due 12/01/2043	5,000	5,248
5.500% due 12/01/2053	1,100	1,172

8,731

**TENNESSEE 4.3%****Bristol Industrial Development Board, Tennessee Revenue Bonds, Series 2016**

5.125% due 12/01/2042 2,500 2,424

**Tennessee Energy Acquisition Corp., Revenue Bonds, Series 2006**

5.000% due 02/01/2027 5,000 5,598

5.250% due 09/01/2024 5,000 5,593

13,615

**TEXAS 15.8%****Clifton Higher Education Finance Corp., Texas Revenue Bonds, Series 2018**

6.125% due 08/15/2048 1,000 1,012

**Dallas, Texas Civic Center Revenue Bonds, (AGC Insured), Series 2009**

5.250% due 08/15/2038 1,200 1,223

**Grand Parkway Transportation Corp., Texas Revenue Bonds, Series 2013**

5.000% due 04/01/2053 5,500 5,907

**New Hope Cultural Education Facilities Finance Corp., Texas Revenue Bonds, Series 2017**

4.000% due 08/15/2034 (d) 300 314

4.000% due 08/15/2035 (d) 800 833

4.000% due 08/15/2036 (d) 600 621

4.000% due 08/15/2037 (d) 900 927

4.000% due 08/15/2040 (d) 900 918

**North Texas Tollway Authority Revenue Bonds, Series 2009**

5.250% due 01/01/2044 3,000 3,007

**North Texas Tollway Authority Revenue Bonds, Series 2011**

5.000% due 01/01/2038 2,750 2,885

5.500% due 09/01/2041 600 655

**North Texas Tollway Authority Revenue Bonds, Series 2017**

4.000% due 01/01/2043 1,500 1,519

5.000% due 01/01/2048 2,250 2,480

PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
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**San Juan Higher Education Finance Authority, Texas Revenue Bonds, Series 2010**

6.700% due 08/15/2040 \$ 250 \$ 269

**Tarrant County, Texas Cultural Education Facilities Finance Corp. Revenue Bonds, Series 2016**

4.000% due 02/15/2047 (d) 6,400 6,450

**Tarrant County, Texas Cultural Education Facilities Finance Corp. Revenue Bonds, Series 2017**

6.750% due 11/15/2047 500 545

**Tender Option Bond Trust Receipts/Certificates, Texas General Obligation Bonds, Series 2009**

6.420% due 08/01/2039 (e) 1,000 1,034

**Texas Municipal Gas Acquisition & Supply Corp. Revenue Bonds, Series 2006**

5.250% due 12/15/2023 3,500 3,930

**Texas Municipal Gas Acquisition & Supply Corp. Revenue Bonds, Series 2008**

6.250% due 12/15/2026 6,040 6,908

**Texas State University System Revenue Bonds, Series 2018**

4.100% due 03/15/2039 (d) 3,200 3,260

<b>Texas Water Development Board Revenue Bonds, Series 2018</b>		
4.000% due 10/15/2038 (d)	4,000	4,183
<b>Uptown Development Authority, Texas Tax Allocation Bonds, Series 2009</b>		
5.500% due 09/01/2029	1,000	1,024
<b>Wise County, Texas Revenue Bonds, Series 2011</b>		
8.000% due 08/15/2034	500	545
		50,449

**U.S. VIRGIN ISLANDS 1.0%**

<b>Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2009</b>		
5.000% due 10/01/2022	2,000	2,018
<b>Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2010</b>		
5.250% due 10/01/2029	1,000	1,010
		3,028

**UTAH 3.8%**

<b>Salt Lake County, Utah Revenue Bonds, (AMBAC Insured), Series 2001</b>		
5.125% due 02/15/2033	7,000	8,055
<b>Utah County, Utah Revenue Bonds, Series 2018</b>		
4.000% due 05/15/2041 (d)	4,000	4,091
		12,146

**VIRGINIA 1.6%**

<b>Fairfax County, Virginia Industrial Development Authority Revenue Bonds, Series 2009</b>		
5.500% due 05/15/2035	1,000	1,014
<b>Virginia Commonwealth Transportation Board Revenue Bonds, Series 2018</b>		
4.000% due 05/15/2041 (d)	3,850	3,996
		5,010

**WASHINGTON 4.3%**

<b>Seattle, Washington Municipal Light and Power Revenue Bonds, Series 2018</b>		
4.000% due 01/01/2041 (d)	3,600	3,724
<b>Tender Option Bond Trust Receipts/Certificates, Washington General Obligation Bonds, Series 2009</b>		
8.530% due 02/01/2034 (e)	6,670	6,718
<b>Washington Health Care Facilities Authority Revenue Bonds, (AGC Insured), Series 2008</b>		
6.000% due 08/15/2039	700	718
<b>Washington Health Care Facilities Authority Revenue Bonds, Series 2009</b>		
7.375% due 03/01/2038	250	252

See Accompanying Notes

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**Table of Contents****Schedule of Investments PIMCO Municipal Income Fund (Cont.)**

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>Washington State Convention Center Public Facilities District Revenue Bonds, Series 2018</b>		
5.000% due 07/01/2058	\$ 2,000	\$ 2,215

13,627

**WEST VIRGINIA 1.5%****Monongalia County, West Virginia Commission Special District Revenue Bonds, Series 2017**

5.500% due 06/01/2037	1,000	1,019
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**West Virginia Economic Development Authority Revenue Bonds, Series 2017**

4.000% due 06/15/2040 (d)	1,500	1,548
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**West Virginia State General Obligation Bonds, Series 2018**

5.000% due 06/01/2041	2,000	2,294
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4,861

**PRINCIPAL  
AMOUNT  
(000S)**

**MARKET  
VALUE  
(000S)**

**WISCONSIN 3.7%****Public Finance Authority, Wisconsin Revenue Bonds, Series 2017**

7.000% due 01/01/2050	\$ 2,500	\$ 2,934
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**Public Finance Authority, Wisconsin Revenue Bonds, Series 2018**

6.375% due 01/01/2048	3,000	3,094
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7.000% due 07/01/2048	750	794
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**Wisconsin Health & Educational Facilities Authority Revenue Bonds, Series 2009**

6.625% due 02/15/2039	500	503
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**Wisconsin Health & Educational Facilities Authority Revenue Bonds, Series 2016**

4.000% due 11/15/2046	2,500	2,507
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**Wisconsin Health & Educational Facilities Authority Revenue Bonds, Series 2017**

4.000% due 08/15/2042 (d)	2,000	2,023
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11,855

**Total Municipal Bonds & Notes (Cost \$555,896)****586,210**

**MARKET  
VALUE  
(000S)**

**SHORT-TERM INSTRUMENTS 1.0%****REPURCHASE AGREEMENTS (g) 1.0%**

	\$	3,248
<b>Total Short-Term Instruments</b> (Cost \$3,248)		<b>3,248</b>
<b>Total Investments in Securities</b> (Cost \$559,144)		<b>589,458</b>
<b>Total Investments 185.2%</b> (Cost \$559,144)	\$	<b>589,458</b>
<b>Auction Rate Preferred Shares (52.4)%</b>		<b>(166,700)</b>
<b>Variable Rate MuniFund Term Preferred Shares, at liquidation value (7.3)%</b>		<b>(23,130)</b>
<b>Other Assets and Liabilities, net (25.5)%</b>		<b>(81,315)</b>
<b>Net Assets Applicable to Common Shareholders 100.0%</b>	\$	<b>318,313</b>

**NOTES TO SCHEDULE OF INVESTMENTS:**

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

^ Security is in default.

(a) Security is not accruing income as of the date of this report.

(b) Zero coupon security.

(c) Security becomes interest bearing at a future date.

(d) Represents an underlying municipal bond transferred to a tender option bond trust established in a tender option bond transaction in which the Fund sold, or caused the sale of, the underlying municipal bond and purchased the residual interest certificate. The security serves as collateral in a financing transaction. See Note 5, Tender Option Bond Transactions, in the Notes to Financial Statements for more information.

(e) Represents an investment in a tender option bond residual interest certificate purchased in a secondary market transaction. The interest rate shown bears an inverse relationship to the interest rate on a tender option bond floating rate certificate. The interest rate disclosed reflects the rate in effect on December 31, 2018.

(f) **RESTRICTED SECURITIES:**



<b>Issuer Description</b>	<b>Coupon</b>	<b>Maturity Date</b>	<b>Acquisition Date</b>	<b>Cost</b>	<b>Market Value</b>	<b>Market Value as Percentage of Net Assets Applicable to Common Shareholders</b>
Massachusetts Development Finance Agency Revenue Bonds, Series 2011	5.500%	11/15/2056	07/20/2007	\$ 4	\$ 19	0.01%

**BORROWINGS AND OTHER FINANCING TRANSACTIONS****(g) REPURCHASE AGREEMENTS:**

<b>Counterparty</b>	<b>Lending Rate</b>	<b>Settlement Date</b>	<b>Maturity Date</b>	<b>Principal Amount</b>	<b>Collateralized By</b>	<b>Collateral Agreements, (Received)</b>	<b>Repurchase Proceeds at Value</b>	<b>Repurchase Agreement to be Received<sup>(1)</sup></b>
FICC	2.000%	12/31/2018	01/02/2019	\$ 3,248	U.S. Treasury Notes 2.875% due 09/30/2023	\$ (3,318)	\$ 3,248	\$ 3,248
<b>Total Repurchase Agreements</b>						<b>\$ (3,318)</b>	<b>\$ 3,248</b>	<b>\$ 3,248</b>

**34 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

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December 31, 2018

**BORROWINGS AND OTHER FINANCING TRANSACTIONS SUMMARY**

The following is a summary by counterparty of the market value of Borrowings and Other Financing Transactions and collateral pledged/(received) as of December 31, 2018:

<b>Counterparty</b>	<b>Repurchase Agreement Proceeds to be Received<sup>(1)</sup></b>	<b>Payable for Reverse Repurchase Agreements</b>	<b>Payable for Sale-Buyback Transactions</b>	<b>Total Borrowings and Other Financing Transactions Pledged/(Received)</b>	<b>Collateral (Received)</b>	<b>Net Exposure<sup>(2)</sup></b>
Global/Master Repurchase Agreement						
FICC	\$ 3,248	\$ 0	\$ 0	\$ 3,248	\$ (3,318)	\$ (70)
<b>Total Borrowings and Other Financing Transactions</b>	<b>\$ 3,248</b>	<b>\$ 0</b>	<b>\$ 0</b>			

<sup>(1)</sup>Includes accrued interest.

<sup>(2)</sup>Net Exposure represents the net receivable/(payable) that would be due from/to the counterparty in the event of default. Exposure from borrowings and other financing transactions can only be netted across transactions governed under the same master agreement with the same legal entity. See Note 7, Master Netting Arrangements, in the Notes to Financial Statements for more information regarding master netting arrangements.

**FAIR VALUE MEASUREMENTS**

The following is a summary of the fair valuations according to the inputs used as of December 31, 2018 in valuing the Fund's assets and liabilities:

<b>Category and Subcategory</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Fair Value at 12/31/2018</b>
<b>Investments in Securities, at Value</b>				
Municipal Bonds & Notes				
Alabama	\$ 0	\$ 20,849	\$ 0	\$ 20,849
Alaska	0	3,416	0	3,416
Arizona	0	7,326	0	7,326
Arkansas	0	2,759	0	2,759
California	0	63,339	0	63,339

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Colorado	0	15,771	0	15,771
Connecticut	0	7,894	0	7,894
District of Columbia	0	4,524	0	4,524
Florida	0	8,175	0	8,175
Georgia	0	14,260	0	14,260
Hawaii	0	1,533	0	1,533
Illinois	0	45,371	0	45,371
Indiana	0	3,237	0	3,237
Iowa	0	2,953	0	2,953
Kansas	0	4,356	0	4,356
Kentucky	0	1,062	0	1,062
Louisiana	0	11,586	0	11,586
Maryland	0	2,287	0	2,287
Massachusetts	0	13,867	0	13,867
Michigan	0	13,999	0	13,999
Minnesota	0	3,068	0	3,068
Missouri	0	3,147	0	3,147

				<b>Fair Value at 12/31/2018</b>
<b>Category and Subcategory</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	
Nebraska	\$ 0	\$ 2,729	\$ 0	\$ 2,729
Nevada	0	5,105	0	5,105
New Jersey	0	37,380	0	37,380
New Mexico	0	7,566	0	7,566
New York	0	89,543	0	89,543
Ohio	0	32,700	0	32,700
Oklahoma	0	1,645	0	1,645
Oregon	0	2,646	0	2,646
Pennsylvania	0	23,291	0	23,291
Puerto Rico	0	3,249	0	3,249
Rhode Island	0	2,255	0	2,255
South Carolina	0	8,731	0	8,731
Tennessee	0	13,615	0	13,615
Texas	0	50,449	0	50,449
U.S. Virgin Islands	0	3,028	0	3,028
Utah	0	12,146	0	12,146
Virginia	0	5,010	0	5,010
Washington	0	13,627	0	13,627
West Virginia	0	4,861	0	4,861
Wisconsin	0	11,855	0	11,855
<b>Short-Term Instruments</b>				
Repurchase Agreements	0	3,248	0	3,248
<b>Total Investments</b>	<b>\$ 0</b>	<b>\$ 589,458</b>	<b>\$ 0</b>	<b>\$ 589,458</b>

There were no significant transfers into or out of Level 3 during the period ended December 31, 2018.

See Accompanying Notes

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**Table of Contents****Schedule of Investments PIMCO Municipal Income Fund II**

(Amounts in thousands\*, except number of shares, contracts and units, if any)

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>INVESTMENTS IN SECURITIES 190.7%</b>		
<b>MUNICIPAL BONDS &amp; NOTES 185.7%</b>		
<b>ALABAMA 7.7%</b>		
<b>Alabama Federal Aid Highway Financing Authority Revenue Bonds, Series 2016</b>		
5.000% due 09/01/2035 (d)	\$ 7,000	\$ 8,086
5.000% due 09/01/2036 (d)	7,000	8,055
<b>Alabama State Docks Department Revenue Bonds, Series 2010</b>		
6.000% due 10/01/2040	2,000	2,144
<b>Jefferson County, Alabama Sewer Revenue Bonds, Series 2013</b>		
0.000% due 10/01/2050 (c)	18,500	16,098
6.500% due 10/01/2053	18,000	21,095
		55,478
<b>ARIZONA 8.0%</b>		
<b>Pima County, Arizona Industrial Development Authority Revenue Bonds, Series 2010</b>		
5.250% due 10/01/2040	1,500	1,567
<b>Pinal County, Arizona Electric District No. 3, Revenue Bonds, Series 2011</b>		
5.250% due 07/01/2036	1,750	1,894
5.250% due 07/01/2041	3,700	4,004
<b>Salt River Project Agricultural Improvement &amp; Power District, Arizona Revenue Bonds, Series 2009</b>		
5.000% due 01/01/2039 (d)	10,000	10,000
<b>Salt Verde Financial Corp., Arizona Revenue Bonds, Series 2007</b>		
5.000% due 12/01/2032	12,430	14,425
5.000% due 12/01/2037	22,400	25,674
		57,564
<b>CALIFORNIA 16.9%</b>		
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2010</b>		
5.000% due 10/01/2029	6,000	6,355
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2013</b>		
5.250% due 04/01/2048	5,000	5,733
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2014</b>		
5.000% due 10/01/2054	2,000	2,184

<b>California Health Facilities Financing Authority Revenue Bonds, Series 2010</b>		
5.000% due 11/15/2036	1,500	1,543
6.461% due 11/15/2036 (e)	5,000	5,613
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2011</b>		
6.000% due 08/15/2042	3,000	3,210
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2016</b>		
5.000% due 11/15/2046 (d)	12,500	13,824
<b>California Municipal Finance Authority Revenue Bonds, Series 2011</b>		
7.750% due 04/01/2031	2,355	2,613
<b>California Pollution Control Financing Authority Revenue Bonds, Series 2012</b>		
5.000% due 07/01/2037	990	996
<b>California State General Obligation Bonds, Series 2009</b>		
6.000% due 04/01/2038	9,500	9,596
<b>California State General Obligation Bonds, Series 2010</b>		
5.250% due 11/01/2040	5,945	6,264
5.500% due 03/01/2040	5,750	5,968
<b>California Statewide Communities Development Authority Revenue Bonds, (FHA Insured), Series 2009</b>		
6.625% due 08/01/2029	4,890	5,032
6.750% due 02/01/2038	17,415	17,932
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2010</b>		
5.000% due 11/01/2040	1,000	1,041
	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2011</b>		
5.000% due 12/01/2041	\$ 1,000	\$ 1,086
6.000% due 08/15/2042	5,690	6,083
<b>California Statewide Communities Development Authority Revenue Notes, Series 2011</b>		
6.500% due 11/01/2021	340	367
<b>M-S-R Energy Authority, California Revenue Bonds, Series 2009</b>		
6.500% due 11/01/2039	1,750	2,364
<b>Morongo Band of Mission Indians, California Revenue Bonds, Series 2018</b>		
5.000% due 10/01/2042	1,250	1,278
<b>Newport Beach, California Revenue Bonds, Series 2011</b>		
5.875% due 12/01/2030	3,000	3,361
<b>Peralta Community College District, California General Obligation Bonds, Series 2009</b>		
5.000% due 08/01/2039	500	510
<b>San Marcos Unified School District, California General Obligation Bonds, Series 2011</b>		
5.000% due 08/01/2038	3,300	3,584
<b>Santa Monica Community College District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2047 (d)	10,375	10,768
<b>Torrance, California Revenue Bonds, Series 2010</b>		
5.000% due 09/01/2040	4,725	4,946
		122,251
<b>COLORADO 2.8%</b>		
<b>Aurora, Colorado Revenue Bonds, Series 2010</b>		
5.000% due 12/01/2040	5,800	6,021

<b>Board of Governors of Colorado State University System Revenue Bonds, Series 2017</b>		
4.000% due 03/01/2038 (d)	2,000	2,071
<b>Colorado Health Facilities Authority Revenue Bonds, Series 2010</b>		
5.000% due 01/01/2040	6,045	6,199
<b>Colorado State Building Excellent School Certificates of Participation Bonds, Series 2018</b>		
4.000% due 03/15/2043	3,250	3,325
<b>Denver Health &amp; Hospital Authority, Colorado Revenue Bonds, Series 2010</b>		
5.625% due 12/01/2040	1,000	1,038
<b>Public Authority for Colorado Energy Revenue Bonds, Series 2008</b>		
6.500% due 11/15/2038	1,430	1,943
		20,597
<b>CONNECTICUT 0.3%</b>		
<b>Connecticut State Health &amp; Educational Facility Authority Revenue Bonds, Series 2011</b>		
5.000% due 07/01/2041	1,000	1,049
<b>Harbor Point Infrastructure Improvement District, Connecticut Tax Allocation Bonds, Series 2010</b>		
7.875% due 04/01/2039	1,250	1,342
		2,391
<b>DISTRICT OF COLUMBIA 0.6%</b>		
<b>District of Columbia Revenue Bonds, (NPMFGC Insured), Series 2002</b>		
6.545% due 08/01/2037	4,000	4,000
<b>FLORIDA 4.8%</b>		
<b>Brevard County, Florida Health Facilities Authority Revenue Bonds, Series 2009</b>		
7.000% due 04/01/2039	1,000	1,013
<b>Broward County, Florida Airport System Revenue Bonds, Series 2009</b>		
5.375% due 10/01/2029	600	615
<b>Clearwater, Florida Water &amp; Sewer Revenue Bonds, Series 2009</b>		
5.250% due 12/01/2039	1,000	1,032
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>
<b>Florida Development Finance Corp. Revenue Notes, Series 2011</b>		
6.500% due 06/15/2021	\$ 175	\$ 182
<b>Florida State General Obligation Bonds, Series 2018</b>		
4.000% due 07/01/2040 (d)	10,155	10,654
<b>Highlands County, Florida Health Facilities Authority Revenue Bonds, Series 2008</b>		
5.625% due 11/15/2037	3,000	3,088
<b>Orlando-Orange County, Florida Expressway Authority Revenue Bonds, Series 2010</b>		
5.000% due 07/01/2040	10,000	10,463
<b>Putnam County Development Authority, Florida Revenue Bonds, Series 2018</b>		
5.000% due 03/15/2042	3,590	3,973
<b>South Miami Health Facilities Authority, Florida Revenue Bonds, Series 2017</b>		
5.000% due 08/15/2042 (d)	3,000	3,358
		34,378

**GEORGIA 5.6%**

<b>Atlanta Department of Aviation, Georgia Revenue Bonds, Series 2010</b>		
5.000% due 01/01/2040	1,500	1,542
<b>Atlanta Development Authority, Georgia Revenue Bonds, Series 2015</b>		
5.000% due 07/01/2044	3,895	4,246
<b>Atlanta Development Authority, Georgia Revenue Bonds, Series 2017</b>		
6.750% due 01/01/2035	7,500	7,244
<b>Fayette County, Georgia Hospital Authority Revenue Bonds, Series 2016</b>		
5.000% due 07/01/2046 (d)	7,000	7,634
<b>Municipal Electric Authority of Georgia Revenue Bonds, Series 2015</b>		
5.000% due 07/01/2060	19,680	20,220
		40,886

**ILLINOIS 19.5%**

<b>Chicago Board of Education, Illinois General Obligation Bonds, Series 2012</b>		
5.000% due 12/01/2042	8,000	8,008
<b>Chicago, Illinois General Obligation Bonds, Series 2007</b>		
5.500% due 01/01/2035	10,000	10,563
5.500% due 01/01/2042	1,250	1,305
<b>Chicago, Illinois General Obligation Bonds, Series 2015</b>		
5.375% due 01/01/2029	14,100	15,024
5.500% due 01/01/2034	5,200	5,504
<b>Chicago, Illinois Motor Fuel Tax Revenue Bonds, (AGC Insured), Series 2008</b>		
5.000% due 01/01/2038	1,250	1,253
<b>Chicago, Illinois Revenue Bonds, Series 2002</b>		
5.000% due 01/01/2029	2,000	2,321
<b>Chicago, Illinois Special Assessment Bonds, Series 2003</b>		
6.625% due 12/01/2022	1,352	1,354
6.750% due 12/01/2032	5,262	5,289
<b>Hillside Village, Illinois Tax Allocation Bonds, Series 2008</b>		
6.550% due 01/01/2020	1,430	1,444
7.000% due 01/01/2028	2,900	2,929
<b>Illinois Finance Authority Revenue Bonds, Series 2007</b>		
6.000% due 03/01/2037 <sup>(a)</sup>	250	60
<b>Illinois Finance Authority Revenue Bonds, Series 2009</b>		
7.125% due 11/15/2037	700	714
<b>Illinois Finance Authority Revenue Bonds, Series 2010</b>		
6.000% due 05/01/2028	2,000	2,108
<b>Illinois Finance Authority Revenue Bonds, Series 2013</b>		
4.000% due 08/15/2042 (d)	6,000	6,097
<b>Illinois Finance Authority Revenue Bonds, Series 2017</b>		
5.250% due 12/01/2052	2,800	1,603
<b>Illinois Sports Facilities Authority Revenue Bonds, (AMBAC Insured), Series 2001</b>		
5.500% due 06/15/2030	26,225	26,288



**36 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

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December 31, 2018

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>Illinois State General Obligation Bonds, Series 2017</b>		
5.000% due 11/01/2029	\$ 2,500	\$ 2,657
<b>Illinois State General Obligation Bonds, Series 2018</b>		
4.625% due 05/01/2037	2,175	2,181
5.000% due 05/01/2041	1,500	1,547
<b>Illinois State General Obligation Notes, Series 2017</b>		
5.000% due 11/01/2027	15,000	16,129
<b>Illinois State Toll Highway Authority Revenue Bonds, Series 2016</b>		
5.000% due 01/01/2041 (d)	12,500	13,831
<b>Metropolitan Pier &amp; Exposition Authority, Illinois Revenue Bonds, (AGM Insured), Series 2010</b>		
0.000% due 06/15/2045 (b)	10,000	3,027
<b>Metropolitan Pier &amp; Exposition Authority, Illinois Revenue Bonds, Series 2012</b>		
0.000% due 12/15/2051 (b)	5,000	981
<b>Regional Transportation Authority, Illinois Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2038 (d)	8,000	9,044
		141,261
<b>INDIANA 0.3%</b>		
<b>Indiana Health &amp; Educational Facilities Financing Authority Revenue Bonds, Series 2006</b>		
4.000% due 11/15/2046	1,000	1,003
<b>Vigo County, Indiana Hospital Authority Revenue Bonds, Series 2011</b>		
7.500% due 09/01/2022	1,130	1,234
		2,237
<b>IOWA 1.5%</b>		
<b>Iowa Finance Authority Revenue Bonds, Series 2014</b>		
2.000% due 05/15/2056 ^	144	2
5.400% due 11/15/2046 ^	757	798
<b>Iowa Tobacco Settlement Authority Revenue Bonds, Series 2005</b>		
5.600% due 06/01/2034	10,350	10,353
		11,153
<b>KANSAS 0.8%</b>		
<b>Kansas Development Finance Authority Revenue Bonds, Series 2009</b>		

5.750% due 11/15/2038	500	517
<b>University of Kansas Hospital Authority Revenue Bonds, Series 2015</b>		
4.000% due 09/01/2040 (d)	5,500	5,609
		6,126

**KENTUCKY 0.1%****Kentucky Economic Development Finance Authority Revenue Bonds, Series 2010**

6.375% due 06/01/2040	1,000	1,062
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**LOUISIANA 2.4%****Louisiana Gasoline & Fuels Tax State Revenue Bonds, Series 2017**

4.000% due 05/01/2045 (d)	7,000	7,178
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**Louisiana Local Government Environmental Facilities & Community Development Authority Revenue Bonds, Series 2010**

5.875% due 10/01/2040	750	801
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6.000% due 10/01/2044	1,000	1,070
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6.500% due 11/01/2035	450	480
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**Louisiana Public Facilities Authority Revenue Bonds, Series 2011**

6.500% due 05/15/2037	2,000	2,212
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**Louisiana Public Facilities Authority Revenue Bonds, Series 2017**

5.000% due 05/15/2046	5,000	5,356
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17,097

**PRINCIPAL  
AMOUNT  
(000S)**

**MARKET  
VALUE  
(000S)**

**MARYLAND 1.7%****Baltimore County, Maryland General Obligation Bonds, Series 2018**

4.000% due 03/01/2045 (d)	\$ 8,000	\$ 8,298
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**Maryland Health & Higher Educational Facilities Authority Revenue Bonds, Series 2010**

6.250% due 01/01/2041	1,400	1,518
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**Maryland Health & Higher Educational Facilities Authority Revenue Bonds, Series 2011**

5.000% due 08/15/2041	2,380	2,527
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12,343

**MASSACHUSETTS 6.1%****Commonwealth of Massachusetts General Obligation Bonds, Series 2018**

4.000% due 05/01/2037 (d)	9,000	9,384
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**Commonwealth of Massachusetts General Obligation Bonds, Series 2017**

5.000% due 11/01/2037	2,625	3,030
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**Massachusetts Development Finance Agency Revenue Bonds, Series 2010**

7.000% due 07/01/2042	1,000	1,076
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7.625% due 10/15/2037	535	557
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**Massachusetts Development Finance Agency Revenue Bonds, Series 2016**

4.000% due 10/01/2046 (d)	5,200	5,318
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5.000% due 01/01/2047	2,500	2,675
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<b>Massachusetts School Building Authority Revenue Bonds, Series 2012</b>		
5.250% due 02/15/2048 (d)	7,500	8,701
<b>Massachusetts State College Building Authority Revenue Bonds, Series 2009</b>		
5.500% due 05/01/2039	2,900	2,936
<b>University of Massachusetts Building Authority, Revenue Bonds, Series 2013</b>		
4.000% due 11/01/2043 (d)	10,000	10,138
		43,815

**MICHIGAN 3.7%**

<b>Michigan Finance Authority Revenue Bonds, Series 2017</b>		
4.000% due 12/01/2040 (d)	7,000	7,026
5.000% due 12/01/2031 (d)	2,600	3,000
5.000% due 12/01/2046 (d)	5,100	5,661
<b>Michigan Public Educational Facilities Authority Revenue Bonds, Series 2007</b>		
6.500% due 09/01/2037 ^	760	562
<b>Michigan State Hospital Finance Authority Revenue Bonds, Series 2016</b>		
4.000% due 11/15/2047 (d)	10,000	10,020
<b>Michigan Tobacco Settlement Finance Authority Revenue Bonds, Series 2008</b>		
0.000% due 06/01/2058 (b)	25,000	655
		26,924

**MINNESOTA 0.6%**

<b>Rochester, Minnesota Revenue Bonds, Series 2018</b>		
4.000% due 11/15/2048	3,750	3,847
<b>St. Louis Park, Minnesota Revenue Bonds, Series 2009</b>		
5.750% due 07/01/2039	400	408
		4,255

**MISSISSIPPI 0.0%**

<b>Mississippi Development Bank Revenue Bonds, (AMBAC Insured), Series 1999</b>		
5.000% due 07/01/2024	40	41

**MISSOURI 1.5%**

<b>Lee s Summit, Missouri Tax Allocation Bonds, Series 2011</b>		
5.625% due 10/01/2023	145	146
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>
<b>Missouri State Health &amp; Educational Facilities Authority Revenue Bonds, Series 2013</b>		
5.000% due 11/15/2044	\$ 10,000	\$ 10,684
		10,830

**NEBRASKA 1.6%**

<b>Omaha Public Power District, Nebraska Revenue Bonds, Series 2012</b>		
4.000% due 02/01/2046 (d)	11,350	11,471

11,471

**NEVADA 1.6%****Clark County, Nevada General Obligation Bonds, Series 2018**

4.000% due 07/01/2044 (d) 9,500 9,665

**Reno, Nevada Revenue Bonds, Series 2018**

0.000% due 07/01/2058 (b) 24,000 1,902

11,567

**NEW HAMPSHIRE 0.3%****New Hampshire Business Finance Authority Revenue Bonds, Series 2009**

6.125% due 10/01/2039 2,000 2,063

**NEW JERSEY 6.5%****Burlington County, New Jersey Bridge Commission Revenue Bonds, Series 2007**

5.625% due 01/01/2038 950 903

**New Jersey Economic Development Authority Revenue Bonds, Series 1998**

6.000% due 05/15/2028 ^ 141 5

**New Jersey Economic Development Authority Revenue Bonds, Series 2010**

5.875% due 06/01/2042 2,000 2,114

**New Jersey Economic Development Authority Revenue Bonds, Series 2016**

5.000% due 06/15/2041 5,000 5,264

**New Jersey Economic Development Authority Special Assessment Bonds, Series 2002**

5.750% due 10/01/2021 2,395 2,498

**New Jersey Health Care Facilities Financing Authority Revenue Bonds, Series 2011**

6.000% due 07/01/2037 1,500 1,651

**New Jersey Health Care Facilities Financing Authority Revenue Bonds, Series 2013**

5.500% due 07/01/2043 4,000 4,448

**New Jersey Transportation Trust Fund Authority Revenue Bonds, (AGM Insured), Series 2006**

0.000% due 12/15/2034 (b) 2,500 1,310

**New Jersey Transportation Trust Fund Authority Revenue Bonds, Series 2018**

5.000% due 12/15/2036 1,500 1,617

**New Jersey Turnpike Authority Revenue Bonds, Series 2009**

5.250% due 01/01/2040 2,000 2,000

**South Jersey Port Corp., New Jersey Revenue Bonds, Series 2017**

5.000% due 01/01/2049 1,010 1,097

**Tobacco Settlement Financing Corp, New Jersey Revenue Bonds, Series 2018**

5.250% due 06/01/2046 4,200 4,484

**Tobacco Settlement Financing Corp., New Jersey Revenue Bonds, Series 2018**

5.000% due 06/01/2046 19,500 19,806

47,197

**NEW MEXICO 0.3%****Farmington, New Mexico Revenue Bonds, Series 2010**

5.900% due 06/01/2040 2,000 2,093

See Accompanying Notes

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**Table of Contents****Schedule of Investments PIMCO Municipal Income Fund II (Cont.)**

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>NEW YORK 26.7%</b>		
<b>Hudson Yards Infrastructure Corp., New York Revenue Bonds, Series 2011</b>		
5.250% due 02/15/2047	\$ 33,500	\$ 35,575
<b>Metropolitan Transportation Authority, New York Revenue Bonds, Series 2011</b>		
5.000% due 11/15/2036	3,880	4,233
<b>Metropolitan Transportation Authority, New York Revenue Bonds, Series 2017</b>		
4.000% due 11/15/2042 (d)	10,000	10,085
<b>Nassau County, New York Industrial Development Agency Revenue Bonds, Series 2014</b>		
2.000% due 01/01/2049 <sup>^(a)</sup>	298	51
6.700% due 01/01/2049	825	855
<b>New York City Transitional Finance Authority Future Tax Secured Revenue, New York Revenue Bonds, Series 2018</b>		
4.000% due 05/01/2043 (d)	20,000	20,548
<b>New York City Transitional Finance Authority Future Tax Secured, New York Revenue Bonds, Series 2017</b>		
4.000% due 08/01/2042 (d)	7,000	7,184
<b>New York City Water &amp; Sewer System, New York Revenue Bonds, Series 2009</b>		
5.000% due 06/15/2039	2,000	2,026
<b>New York City, New York General Obligation Bonds, Series 2018</b>		
5.000% due 12/01/2037	3,500	4,070
<b>New York City, New York Water &amp; Sewer System Revenue Bonds, Series 2017</b>		
5.000% due 06/15/2048 (d)	15,000	16,914
<b>New York Liberty Development Corp., Revenue Bonds, Series 2005</b>		
5.250% due 10/01/2035 (d)	6,505	7,901
<b>New York Liberty Development Corp., Revenue Bonds, Series 2010</b>		
5.125% due 01/15/2044	1,000	1,028
5.625% due 07/15/2047	2,500	2,585
6.375% due 07/15/2049	1,250	1,296
<b>New York Liberty Development Corp., Revenue Bonds, Series 2011</b>		
5.000% due 12/15/2041	10,000	10,721
5.750% due 11/15/2051	44,000	48,225
<b>New York Liberty Development Corp., Revenue Bonds, Series 2014</b>		
5.000% due 11/15/2044	4,250	4,367
<b>New York State Dormitory Authority Revenue Bonds, Series 2010</b>		
5.500% due 07/01/2040	1,750	1,846
<b>New York State Dormitory Authority Revenue Bonds, Series 2017</b>		
4.000% due 02/15/2047 (d)	8,000	8,205
<b>New York State Dormitory Authority Revenue Bonds, Series 2018</b>		
5.000% due 03/15/2040	5,000	5,768

193,483

**NORTH DAKOTA 0.5%****Stark County, North Dakota Revenue Bonds, Series 2007**

6.750% due 01/01/2033	3,710	3,718
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**OHIO 14.7%****Buckeye Tobacco Settlement Financing Authority, Ohio Revenue Bonds, Series 2007**

5.125% due 06/01/2024	5,735	5,356
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5.875% due 06/01/2047	29,400	27,967
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6.250% due 06/01/2037	15,000	14,924
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6.500% due 06/01/2047	19,400	19,399
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**Geisinger Authority, Pennsylvania Revenue Bonds, Series 2017**

4.000% due 02/15/2047 (d)	20,580	20,836
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**Hamilton County, Ohio Sales Tax Revenue Bonds, Series 2011**

5.000% due 12/01/2030	3,900	4,210
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	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
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**Ohio State Revenue Bonds, Series 2009**

5.500% due 01/01/2039	\$ 3,000	\$ 3,000
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**Ohio State Turnpike Commission Revenue Bonds, Series 2013**

5.000% due 02/15/2048	10,000	10,725
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106,417

**OKLAHOMA 0.3%****Oklahoma Development Finance Authority Revenue Bonds, Series 2018**

5.500% due 08/15/2057	2,000	2,194
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**OREGON 0.3%****Clackamas County, Oregon Hospital Facility Authority Revenue Bonds, Series 2009**

5.500% due 07/15/2035	1,000	1,020
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**Oregon State Department of Administrative Services Certificates of Participation Bonds, Series 2009**

5.250% due 05/01/2039	1,155	1,168
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2,188

**PENNSYLVANIA 5.5%****Berks County, Pennsylvania Municipal Authority Revenue Bonds, Series 2012**

5.000% due 11/01/2044	7,500	7,952
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**Luzerne County, Pennsylvania Industrial Development Authority Revenue Bonds, Series 2009**

5.500% due 12/01/2039	500	513
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**Montgomery County Industrial Development Authority, Pennsylvania Revenue Bonds, (FHA Insured), Series 2010**

5.375% due 08/01/2038	8,465	8,930
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**Pennsylvania Higher Educational Facilities Authority Revenue Bonds, Series 2010**

5.000% due 03/01/2040	400	414
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6.000% due 07/01/2043	850	900
<b>Pennsylvania Turnpike Commission Revenue Bonds, Series 2013</b>		
5.000% due 12/01/2043	10,000	10,694
<b>Philadelphia Hospitals &amp; Higher Education Facilities Authority, Pennsylvania Revenue Bonds, Series 2012</b>		
5.625% due 07/01/2036	1,000	1,069
5.625% due 07/01/2042	7,000	7,436
<b>Philadelphia, Pennsylvania Water &amp; Wastewater Revenue Bonds, Series 2009</b>		
5.250% due 01/01/2036	500	500
<b>Westmoreland County Industrial Development Authority, Pennsylvania Revenue Bonds, Series 2010</b>		
5.125% due 07/01/2030	1,000	1,035
		39,443

**PUERTO RICO 1.1%**

<b>Puerto Rico Electric Power Authority Revenue Bonds, (AGM Insured), Series 2007</b>		
5.250% due 07/01/2031 ^	7,000	7,581
<b>Puerto Rico Highway &amp; Transportation Authority Revenue Bonds, (AGC Insured), Series 2005</b>		
5.250% due 07/01/2041	600	633
		8,214

**RHODE ISLAND 4.2%**

<b>Narragansett Bay Commission, Rhode Island Revenue Bonds, Series 2013</b>		
4.000% due 09/01/2043 (d)	12,000	12,180
<b>Tobacco Settlement Financing Corp., Rhode Island Revenue Bonds, Series 2015</b>		
5.000% due 06/01/2050	18,450	18,499
		30,679

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
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**SOUTH CAROLINA 1.6%**

<b>Greenwood County, South Carolina Revenue Bonds, Series 2009</b>		
5.375% due 10/01/2039	\$ 1,000	\$ 1,026
<b>South Carolina State Public Service Authority Revenue Bonds, Series 2013</b>		
5.500% due 12/01/2053	10,000	10,658
		11,684

**TENNESSEE 2.7%**

<b>Bristol Industrial Development Board, Tennessee Revenue Bonds, Series 2016</b>		
0.000% due 12/01/2031 (b)	3,975	1,895
5.125% due 12/01/2042	5,000	4,849
<b>Claiborne County, Tennessee Industrial Development Board Revenue Bonds, Series 2009</b>		
6.625% due 10/01/2039	1,750	1,791
<b>Johnson City Health &amp; Educational Facilities Board, Tennessee Revenue Bonds, Series 2010</b>		
6.000% due 07/01/2038	1,000	1,060

**Tennessee Energy Acquisition Corp., Revenue Bonds, Series 2006**

5.000% due 02/01/2023	3,000	3,258
5.000% due 02/01/2027	6,000	6,718

19,571

**TEXAS 20.7%****Clifton Higher Education Finance Corp., Texas Revenue Bonds, Series 2018**

6.125% due 08/15/2048	1,750	1,771
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**Dallas, Texas Civic Center Revenue Bonds, (AGC Insured), Series 2009**

5.250% due 08/15/2038	2,500	2,548
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**Grand Parkway Transportation Corp., Texas Revenue Bonds, Series 2013**

5.000% due 04/01/2053	21,000	22,555
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**Grand Parkway Transportation Corp., Texas Revenue Bonds, Series 2018**

5.000% due 10/01/2048 (d)	7,500	8,464
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**Harris County, Texas Cultural Education Facilities Finance Corp. Revenue Bonds, Series 2009**

5.250% due 10/01/2029	3,750	3,834
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5.500% due 10/01/2039	12,700	12,971
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**Houston Community College System, Texas General Obligation Bonds, Series 2013**

4.000% due 02/15/2043 (d)	10,000	10,102
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**New Hope Cultural Education Facilities Finance Corp., Texas Revenue Bonds, Series 2017**

4.000% due 08/15/2034 (d)	700	732
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4.000% due 08/15/2035 (d)	1,400	1,457
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4.000% due 08/15/2036 (d)	1,330	1,376
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4.000% due 08/15/2037 (d)	1,620	1,669
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4.000% due 08/15/2040 (d)	1,800	1,837
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**North Texas Tollway Authority Revenue Bonds, Series 2011**

5.000% due 01/01/2038	5,750	6,033
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5.500% due 09/01/2041	1,300	1,420
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**North Texas Tollway Authority Revenue Bonds, Series 2017**

4.000% due 01/01/2043	3,590	3,636
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5.000% due 01/01/2048	3,500	3,858
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**North Texas Tollway Authority Revenue Bonds, Series 2018**

5.000% due 01/01/2048	1,000	1,105
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**San Antonio Public Facilities Corp., Texas Revenue Bonds, Series 2012**

4.000% due 09/15/2042 (d)	10,000	10,092
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**San Juan Higher Education Finance Authority, Texas Revenue Bonds, Series 2010**

6.700% due 08/15/2040	250	269
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**Tarrant County, Texas Cultural Education Facilities Finance Corp. Revenue Bonds, Series 2016**

4.000% due 02/15/2047 (d)	13,600	13,706
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**38 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

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December 31, 2018

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>Tarrant County, Texas Cultural Education Facilities Finance Corp. Revenue Bonds, Series 2017</b>		
6.750% due 11/15/2047	\$ 1,000	\$ 1,089
<b>Texas Municipal Gas Acquisition &amp; Supply Corp. Revenue Bonds, Series 2008</b>		
6.250% due 12/15/2026	18,015	20,602
<b>Texas State University System Revenue Bonds, Series 2018</b>		
4.100% due 03/15/2039 (d)	6,800	6,928
<b>Texas Water Development Board Revenue Bonds, Series 2018</b>		
4.000% due 10/15/2038 (d)	10,000	10,458
<b>Wise County, Texas Revenue Bonds, Series 2011</b>		
8.000% due 08/15/2034	1,000	1,089
		149,601
<b>U.S. VIRGIN ISLANDS 1.0%</b>		
<b>Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2009</b>		
6.625% due 10/01/2029	2,485	2,516
<b>Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2010</b>		
5.000% due 10/01/2025	4,500	4,555
		7,071
<b>UTAH 0.4%</b>		
<b>Utah County, Utah Revenue Bonds, Series 2018</b>		
4.000% due 05/15/2041 (d)	3,000	3,068
		3,068
<b>VIRGINIA 2.9%</b>		
<b>Fairfax County, Virginia Industrial Development Authority Revenue Bonds, Series 2009</b>		
5.500% due 05/15/2035	1,000	1,014
<b>James City County, Virginia Economic Development Authority Revenue Bonds, Series 2013</b>		
2.000% due 10/01/2048 <sup>^(a)</sup>	412	36
6.000% due 06/01/2043	1,261	1,171
	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>University of Virginia Revenue Bonds, Series 2018</b>		

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4.000% due 08/01/2048 (d)	\$	10,000	\$	10,404
<b>Virginia Commonwealth Transportation Board Revenue Bonds, Series 2018</b>				
4.000% due 05/15/2041 (d)		8,200		8,511
				21,136

**WASHINGTON 2.2%**

<b>Seattle, Washington Municipal Light and Power Revenue Bonds, Series 2018</b>				
4.000% due 01/01/2041 (d)		7,735		8,001
<b>Washington Health Care Facilities Authority Revenue Bonds, (AGC Insured), Series 2008</b>				
6.000% due 08/15/2039		1,300		1,333
<b>Washington Health Care Facilities Authority Revenue Bonds, Series 2009</b>				
7.375% due 03/01/2038		1,000		1,009
<b>Washington State Convention Center Public Facilities District Revenue Bonds, Series 2018</b>				
5.000% due 07/01/2058		4,750		5,261
				15,604

**WEST VIRGINIA 1.5%**

<b>Monongalia County, West Virginia Commission Special District Revenue Bonds, Series 2017</b>				
5.500% due 06/01/2037		2,000		2,037
<b>West Virginia Economic Development Authority Revenue Bonds, Series 2010</b>				
5.375% due 12/01/2038		2,000		2,101
<b>West Virginia Economic Development Authority Revenue Bonds, Series 2017</b>				
4.000% due 06/15/2040 (d)		2,000		2,064
<b>West Virginia State General Obligation Bonds, Series 2018</b>				
5.000% due 06/01/2041		3,845		4,410
				10,612

		<b>PRINCIPAL AMOUNT (000S)</b>		<b>MARKET VALUE (000S)</b>
<b>WISCONSIN 4.2%</b>				
<b>Public Finance Authority, Wisconsin Revenue Bonds, Series 2017</b>				
7.000% due 01/01/2050	\$	4,500	\$	5,282
<b>Public Finance Authority, Wisconsin Revenue Bonds, Series 2018</b>				
6.375% due 01/01/2048		4,000		4,125
7.000% due 07/01/2048		1,000		1,058
<b>Wisconsin Health &amp; Educational Facilities Authority Revenue Bonds, Series 2009</b>				
6.625% due 02/15/2039		1,000		1,006
<b>Wisconsin Health &amp; Educational Facilities Authority Revenue Bonds, Series 2016</b>				
4.000% due 11/15/2046 (d)		15,585		15,624
<b>Wisconsin Health &amp; Educational Facilities Authority Revenue Bonds, Series 2017</b>				
4.000% due 08/15/2042 (d)		3,000		3,035
				30,130
				<b>1,343,893</b>

**Total Municipal Bonds & Notes**  
 (Cost \$1,286,533)

**SHORT-TERM INSTRUMENTS 5.0%**  
**REPURCHASE AGREEMENTS (f) 5.0%**

36,462

Total Short-Term Instruments (Cost \$36,462)

36,462

**Total Investments in Securities (Cost \$1,322,995)**

1,380,355

Total Investments 190.7% (Cost \$1,322,995)

\$ 1,380,355

Auction Rate Preferred Shares (41.2)%

(298,275)

Variable Rate MuniFund Term Preferred Shares, at liquidation value (9.4)%

(68,328)

Other Assets and Liabilities, net (40.1)%

(290,039)

Net Assets Applicable to Common Shareholders 100.0%

\$ 723,713

**NOTES TO SCHEDULE OF INVESTMENTS:**

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

^ Security is in default.

(a) Security is not accruing income as of the date of this report.

(b) Zero coupon security.

(c) Security becomes interest bearing at a future date.

(d) Represents an underlying municipal bond transferred to a tender option bond trust established in a tender option bond transaction in which the Fund sold, or caused the sale of, the underlying municipal bond and purchased the residual interest certificate. The security serves as collateral in a financing transaction. See Note 5, Tender Option Bond Transactions, in the Notes to Financial Statements for more information.

(e) Represents an investment in a tender option bond residual interest certificate purchased in a secondary market transaction. The interest rate shown bears an inverse relationship to the interest rate on a tender option bond floating rate certificate. The interest rate disclosed reflects the rate in effect on December 31, 2018.

**BORROWINGS AND OTHER FINANCING TRANSACTIONS**

**(f) REPURCHASE AGREEMENTS:**

<b>Counterparty</b>	<b>Lending Rate</b>	<b>Settlement Date</b>	<b>Maturity Date</b>	<b>Principal Amount</b>	<b>Collateralized By</b>	<b>Collateral (Received)</b>	<b>Repurchase Agreements, at Value</b>	<b>Repurchase Proceeds to be Received<sup>(1)</sup></b>
FICC	2.000%	12/31/2018	01/02/2019	\$ 36,462	U.S. Treasury Notes 2.875% due 09/30/2023	\$ (37,195)	\$ 36,462	\$ 36,464
<b>Total Repurchase Agreements</b>						<b>\$ (37,195)</b>	<b>\$ 36,462</b>	<b>\$ 36,464</b>

See Accompanying Notes

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December 31, 2018

**BORROWINGS AND OTHER FINANCING TRANSACTIONS SUMMARY**

The following is a summary by counterparty of the market value of Borrowings and Other Financing Transactions and collateral pledged/(received) as of December 31, 2018:

<b>Counterparty</b>	<b>Repurchase Agreement Proceeds to be Received<sup>(1)</sup></b>	<b>Payable for Reverse Repurchase Agreements</b>	<b>Payable for Sale-Buyback Transactions</b>	<b>Total Borrowings and Other Financing Transactions Pledged/(Received)</b>	<b>Collateral (Received) Net Exposure<sup>(2)</sup></b>
Global/Master Repurchase Agreement					
FICC	\$ 36,464	\$ 0	\$ 0	\$ 36,464	\$ (37,195) \$ (731)
<b>Total Borrowings and Other Financing Transactions</b>	<b>\$ 36,464</b>	<b>\$ 0</b>	<b>\$ 0</b>		

<sup>(1)</sup>Includes accrued interest.

<sup>(2)</sup>Net Exposure represents the net receivable/(payable) that would be due from/to the counterparty in the event of default. Exposure from borrowings and other financing transactions can only be netted across transactions governed under the same master agreement with the same legal entity. See Note 7, Master Netting Arrangements, in the Notes to Financial Statements for more information regarding master netting arrangements.

**FAIR VALUE MEASUREMENTS**

The following is a summary of the fair valuations according to the inputs used as of December 31, 2018 in valuing the Fund's assets and liabilities:

<b>Category and Subcategory</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Fair Value at 12/31/2018</b>
<b>Investments in Securities, at Value</b>				
Municipal Bonds & Notes				
Alabama	\$ 0	\$ 55,478	\$ 0	\$ 55,478
Arizona	0	57,564	0	57,564
California	0	122,251	0	122,251

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Colorado	0	20,597	0	20,597
Connecticut	0	2,391	0	2,391
District of Columbia	0	4,000	0	4,000
Florida	0	34,378	0	34,378
Georgia	0	40,886	0	40,886
Illinois	0	141,261	0	141,261
Indiana	0	2,237	0	2,237
Iowa	0	11,153	0	11,153
Kansas	0	6,126	0	6,126
Kentucky	0	1,062	0	1,062
Louisiana	0	17,097	0	17,097
Maryland	0	12,343	0	12,343
Massachusetts	0	43,815	0	43,815
Michigan	0	26,924	0	26,924
Minnesota	0	4,255	0	4,255
Mississippi	0	41	0	41
Missouri	0	10,830	0	10,830
Nebraska	0	11,471	0	11,471
Nevada	0	11,567	0	11,567

**Fair**

**Value at**

<b>Category and Subcategory</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>12/31/2018</b>
New Hampshire	\$ 0	\$ 2,063	\$ 0	\$ 2,063
New Jersey	0	47,197	0	47,197
New Mexico	0	2,093	0	2,093
New York	0	193,483	0	193,483
North Dakota	0	3,718	0	3,718
Ohio	0	106,417	0	106,417
Oklahoma	0	2,194	0	2,194
Oregon	0	2,188	0	2,188
Pennsylvania	0	39,443	0	39,443
Puerto Rico	0	8,214	0	8,214
Rhode Island	0	30,679	0	30,679
South Carolina	0	11,684	0	11,684
Tennessee	0	19,571	0	19,571
Texas	0	149,601	0	149,601
U.S. Virgin Islands	0	7,071	0	7,071
Utah	0	3,068	0	3,068
Virginia	0	21,136	0	21,136
Washington	0	15,604	0	15,604
West Virginia	0	10,612	0	10,612
Wisconsin	0	30,130	0	30,130
Short-Term Instruments				
Repurchase Agreements	0	36,462	0	36,462
<b>Total Investments</b>	<b>\$ 0</b>	<b>\$ 1,380,355</b>	<b>\$ 0</b>	<b>\$ 1,380,355</b>



There were no significant transfers into or out of Level 3 during the period ended December 31, 2018.

**40 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

**Table of Contents****Schedule of Investments PIMCO Municipal Income Fund III**

December 31, 2018

(Amounts in thousands\*, except number of shares, contracts and units, if any)

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>INVESTMENTS IN SECURITIES 185.7%</b>		
<b>MUNICIPAL BONDS &amp; NOTES 185.2%</b>		
<b>ALABAMA 7.8%</b>		
<b>Alabama Special Care Facilities Financing Authority-Birmingham, Alabama Revenue Bonds, (AGC Insured), Series 2009</b>		
6.000% due 06/01/2039	\$ 500	\$ 509
<b>Alabama State Docks Department Revenue Bonds, Series 2010</b>		
6.000% due 10/01/2040	1,000	1,072
<b>Jefferson County, Alabama Sewer Revenue Bonds, Series 2013</b>		
0.000% due 10/01/2050 (c)	19,000	16,532
6.500% due 10/01/2053	7,500	8,790
		26,903
<b>ARIZONA 5.5%</b>		
<b>Pima County, Arizona Industrial Development Authority Revenue Bonds, Series 2010</b>		
5.250% due 10/01/2040	750	784
<b>Salt River Project Agricultural Improvement &amp; Power District, Arizona Revenue Bonds, Series 2009</b>		
5.000% due 01/01/2039 (d)	5,000	5,000
<b>Salt Verde Financial Corp., Arizona Revenue Bonds, Series 2007</b>		
5.000% due 12/01/2037	11,600	13,295
		19,079
<b>CALIFORNIA 19.6%</b>		
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2010</b>		
5.000% due 10/01/2029	1,500	1,589
5.000% due 10/01/2042	3,260	3,453
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2013</b>		
5.250% due 04/01/2053	12,000	13,758
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2009</b>		
6.000% due 07/01/2039	2,500	2,555

<b>California Health Facilities Financing Authority Revenue Bonds, Series 2011</b>		
6.000% due 08/15/2042	1,500	1,605
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2013</b>		
5.000% due 08/15/2052	2,015	2,166
<b>California Municipal Finance Authority Revenue Bonds, Series 2011</b>		
7.750% due 04/01/2031	1,180	1,309
<b>California State General Obligation Bonds, Series 2009</b>		
5.750% due 04/01/2031	2,500	2,524
6.000% due 04/01/2038	5,000	5,051
<b>California State General Obligation Bonds, Series 2010</b>		
5.250% due 11/01/2040	1,300	1,369
5.500% due 03/01/2040	3,200	3,321
<b>California Statewide Communities Development Authority Revenue Bonds, (FHA Insured), Series 2009</b>		
6.625% due 08/01/2029	2,580	2,655
6.750% due 02/01/2038	9,200	9,473
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2010</b>		
6.250% due 10/01/2039	1,000	1,030
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2011</b>		
5.000% due 12/01/2041	3,000	3,258
<b>M-S-R Energy Authority, California Revenue Bonds, Series 2009</b>		
6.500% due 11/01/2039	2,000	2,702
<b>Morongo Band of Mission Indians, California Revenue Bonds, Series 2018</b>		
5.000% due 10/01/2042	750	767
	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>Palomar Health, California Certificates of Participation Bonds, Series 2009</b>		
6.750% due 11/01/2039	\$ 1,250	\$ 1,302
<b>San Marcos Unified School District, California General Obligation Bonds, Series 2011</b>		
5.000% due 08/01/2038	1,600	1,738
<b>Tobacco Securitization Authority of Southern California Revenue Bonds, Series 2006</b>		
5.000% due 06/01/2037	6,200	6,200
		67,825
<b>COLORADO 1.8%</b>		
<b>Board of Governors of Colorado State University System Revenue Bonds, Series 2017</b>		
4.000% due 03/01/2038 (d)	1,500	1,554
<b>Colorado Health Facilities Authority Revenue Bonds, Series 2010</b>		
5.000% due 01/01/2040	2,000	2,051
<b>Colorado State Building Excellent School Certificates of Participation Bonds, Series 2018</b>		
4.000% due 03/15/2043	1,250	1,279
<b>Public Authority for Colorado Energy Revenue Bonds, Series 2008</b>		
6.500% due 11/15/2038	500	679
<b>Regional Transportation District, Colorado Revenue Bonds, Series 2010</b>		
6.000% due 01/15/2034	500	505
		6,068

**CONNECTICUT 0.4%****Harbor Point Infrastructure Improvement District, Connecticut Tax Allocation Bonds, Series 2010**

7.875% due 04/01/2039	1,250	1,342
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**DISTRICT OF COLUMBIA 0.7%****District of Columbia Revenue Bonds, (NPFGC Insured), Series 2002**

6.545% due 08/01/2037	2,500	2,500
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**FLORIDA 5.9%****Broward County, Florida Airport System Revenue Bonds, Series 2009**

5.375% due 10/01/2029	500	513
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**Cape Coral, Florida Water & Sewer Revenue Bonds, (AGM Insured), Series 2011**

5.000% due 10/01/2041	3,000	3,254
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**Florida Development Finance Corp. Revenue Notes, Series 2011**

6.500% due 06/15/2021	175	182
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**Greater Orlando Aviation Authority, Florida Revenue Bonds, Series 2010**

6.461% due 10/01/2039 (e)	5,000	5,476
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**Miami-Dade County, Florida Educational Facilities Authority Revenue Bonds, Series 2018**

4.000% due 04/01/2053	4,000	4,049
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**Miami-Dade County, Florida Transit System Revenue Bonds, Series 2018**

4.000% due 07/01/2044	1,000	1,021
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**Putnam County Development Authority, Florida Revenue Bonds, Series 2018**

5.000% due 03/15/2042	2,000	2,213
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**South Miami Health Facilities Authority, Florida Revenue Bonds, Series 2017**

4.000% due 08/15/2047 (d)	3,750	3,780
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		20,488
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**GEORGIA 4.9%****Atlanta Development Authority, Georgia Revenue Bonds, Series 2017**

6.750% due 01/01/2035	3,600	3,477
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>

**Fayette County, Georgia Hospital Authority Revenue Bonds, Series 2016**

5.000% due 07/01/2046 (d)	\$ 3,000	\$ 3,272
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**Municipal Electric Authority of Georgia Revenue Bonds, Series 2015**

5.000% due 07/01/2060	10,000	10,231
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		16,980
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**HAWAII 0.5%****Hawaii Pacific Health Revenue Bonds, Series 2010**

5.500% due 07/01/2040	1,500	1,581
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**ILLINOIS 15.2%****Chicago Board of Education, Illinois General Obligation Bonds, Series 2012**

5.000% due 12/01/2042	4,000	4,004
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**Chicago O Hare International Airport, Illinois Revenue Bonds, Series 2018**

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5.000% due 01/01/2048	3,500	3,896
<b>Chicago, Illinois General Obligation Bonds, Series 2007</b>		
5.500% due 01/01/2035	400	423
5.500% due 01/01/2042	1,000	1,044
<b>Chicago, Illinois General Obligation Bonds, Series 2015</b>		
5.375% due 01/01/2029	7,200	7,672
5.500% due 01/01/2034	2,665	2,821
<b>Chicago, Illinois General Obligation Bonds, Series 2017</b>		
6.000% due 01/01/2038	3,000	3,344
<b>Chicago, Illinois Revenue Bonds, Series 2002</b>		
5.000% due 01/01/2027	1,750	2,031
<b>Chicago, Illinois Waterworks Revenue Bonds, Series 2012</b>		
4.000% due 11/01/2037	3,750	3,750
<b>Illinois Finance Authority Revenue Bonds, Series 2007</b>		
5.875% due 03/01/2027 <sup>^(a)</sup>	1,000	240
6.000% due 03/01/2037 <sup>^(a)</sup>	625	150
<b>Illinois Finance Authority Revenue Bonds, Series 2009</b>		
7.125% due 11/15/2037	400	408
<b>Illinois Finance Authority Revenue Bonds, Series 2010</b>		
6.000% due 08/15/2038	1,000	1,045
<b>Illinois Finance Authority Revenue Bonds, Series 2013</b>		
4.000% due 08/15/2042 (d)	3,000	3,048
<b>Illinois Finance Authority Revenue Bonds, Series 2017</b>		
5.250% due 12/01/2052	1,250	716
<b>Illinois State General Obligation Bonds, Series 2018</b>		
4.625% due 05/01/2037	2,000	2,005
5.000% due 05/01/2041	1,500	1,547
<b>Illinois State General Obligation Notes, Series 2017</b>		
5.000% due 11/01/2027	7,000	7,527
<b>Metropolitan Pier &amp; Exposition Authority, Illinois Revenue Bonds, (AGM Insured), Series 2010</b>		
0.000% due 06/15/2045 (b)	6,500	1,967
<b>Metropolitan Pier &amp; Exposition Authority, Illinois Revenue Bonds, Series 2012</b>		
0.000% due 12/15/2051 (b)	2,500	490
<b>Regional Transportation Authority, Illinois Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2038 (d)	3,900	4,409
		52,537
<b>INDIANA 1.3%</b>		
<b>Indiana Health &amp; Educational Facilities Financing Authority Revenue Bonds, Series 2006</b>		
4.000% due 11/15/2046	2,500	2,506
<b>Vigo County, Indiana Hospital Authority Revenue Bonds, Series 2011</b>		
7.500% due 09/01/2022	1,660	1,813
		4,319



**Table of Contents****Schedule of Investments PIMCO Municipal Income Fund III (Cont.)**

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>IOWA 0.1%</b>		
<b>Iowa Finance Authority Revenue Bonds, Series 2014</b>		
2.000% due 05/15/2056 ^	\$ 76	\$ 1
5.400% due 11/15/2046 ^	397	419
		420
<b>KANSAS 0.6%</b>		
<b>University of Kansas Hospital Authority Revenue Bonds, Series 2015</b>		
4.000% due 09/01/2040 (d)	2,000	2,040
		2,040
<b>KENTUCKY 1.5%</b>		
<b>Kentucky Economic Development Finance Authority Revenue Bonds, Series 2010</b>		
6.375% due 06/01/2040	2,000	2,125
<b>Kentucky Economic Development Finance Authority Revenue Bonds, Series 2017</b>		
5.000% due 08/15/2046	3,000	3,169
		5,294
<b>LOUISIANA 4.0%</b>		
<b>Louisiana Gasoline &amp; Fuels Tax State Revenue Bonds, Series 2017</b>		
4.000% due 05/01/2045 (d)	4,000	4,102
<b>Louisiana Local Government Environmental Facilities &amp; Community Development Authority Revenue Bonds, Series 2010</b>		
5.875% due 10/01/2040	1,500	1,602
6.000% due 10/01/2044	1,000	1,070
6.500% due 11/01/2035	400	427
<b>Louisiana Public Facilities Authority Revenue Bonds, Series 2011</b>		
6.500% due 05/15/2037	2,000	2,212
<b>Louisiana Public Facilities Authority Revenue Bonds, Series 2017</b>		
5.000% due 05/15/2042	4,000	4,314
		13,727
<b>MARYLAND 1.9%</b>		
<b>Baltimore County, Maryland General Obligation Bonds, Series 2018</b>		
4.000% due 03/01/2045 (d)	3,600	3,734
<b>Maryland Economic Development Corp. Revenue Bonds, Series 2010</b>		

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5.750% due 06/01/2035	1,000	1,055
<b>Maryland Health &amp; Higher Educational Facilities Authority Revenue Bonds, Series 2010</b>		
6.250% due 01/01/2041	700	759
<b>Maryland Health &amp; Higher Educational Facilities Authority Revenue Bonds, Series 2011</b>		
6.000% due 07/01/2041	1,000	1,098
		6,646

**MASSACHUSETTS 9.7%**

<b>Commonwealth of Massachusetts General Obligation Bonds, Series 2018</b>		
4.000% due 05/01/2037 (d)	4,000	4,171
<b>Commonwealth of Massachusetts General Obligation Bonds, Series 2018</b>		
4.000% due 05/01/2040	1,000	1,029
<b>Massachusetts Development Finance Agency Revenue Bonds, Series 2010</b>		
7.625% due 10/15/2037	275	287
<b>Massachusetts Development Finance Agency Revenue Bonds, Series 2011</b>		
5.500% due 11/15/2056 (b)(f)	140	25
	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>Massachusetts Development Finance Agency Revenue Bonds, Series 2016</b>		
4.000% due 10/01/2046 (d)	\$ 2,500	\$ 2,557
5.000% due 01/01/2047	1,000	1,070
<b>Massachusetts Housing Finance Agency Revenue Bonds, Series 2003</b>		
5.125% due 06/01/2043	3,185	3,210
<b>Massachusetts School Building Authority Revenue Bonds, Series 2012</b>		
5.250% due 02/15/2048 (d)	3,000	3,480
<b>Massachusetts State College Building Authority Revenue Bonds, Series 2009</b>		
5.500% due 05/01/2039	1,600	1,620
<b>University of Massachusetts Building Authority, Revenue Bonds, Series 2013</b>		
4.000% due 11/01/2043 (d)	15,745	15,962
		33,411

**MICHIGAN 3.8%**

<b>Michigan Finance Authority Revenue Bonds, Series 2017</b>		
4.000% due 12/01/2036 (d)	3,000	3,061
4.000% due 12/01/2040 (d)	500	502
5.000% due 12/01/2031 (d)	1,200	1,385
5.000% due 12/01/2046 (d)	2,500	2,775
<b>Michigan State Hospital Finance Authority Revenue Bonds, Series 2016</b>		
4.000% due 11/15/2047 (d)	5,000	5,010
<b>Michigan Tobacco Settlement Finance Authority Revenue Bonds, Series 2008</b>		
0.000% due 06/01/2058 (b)	12,500	327
		13,060

**MINNESOTA 0.5%**

<b>Rochester, Minnesota Revenue Bonds, Series 2018</b>		
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4.000% due 11/15/2048	1,750	1,795
<b>MISSOURI 0.2%</b>		
<b>Jennings, Missouri Revenue Bonds, Series 2006</b>		
5.000% due 11/01/2023	210	182
<b>Manchester, Missouri Tax Allocation Bonds, Series 2010</b>		
6.875% due 11/01/2039	500	502
		684
<b>NEBRASKA 3.4%</b>		
<b>Central Plains Energy Project, Nebraska Revenue Bonds, Series 2017</b>		
5.000% due 09/01/2042	5,500	6,254
<b>Omaha Public Power District, Nebraska Revenue Bonds, Series 2012</b>		
4.000% due 02/01/2046 (d)	5,500	5,558
		11,812
<b>NEVADA 1.6%</b>		
<b>Clark County, Nevada General Obligation Bonds, Series 2018</b>		
4.000% due 07/01/2044 (d)	4,545	4,623
<b>Reno, Nevada Revenue Bonds, Series 2018</b>		
0.000% due 07/01/2058 (b)	11,000	872
		5,495
<b>NEW HAMPSHIRE 0.6%</b>		
<b>New Hampshire Business Finance Authority Revenue Bonds, Series 2009</b>		
6.125% due 10/01/2039	2,000	2,063
	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>NEW JERSEY 7.9%</b>		
<b>New Jersey Economic Development Authority Revenue Bonds, Series 2016</b>		
5.000% due 06/15/2041	\$ 5,000	\$ 5,264
<b>New Jersey Economic Development Authority Special Assessment Bonds, Series 2002</b>		
6.500% due 04/01/2028	4,500	5,154
<b>New Jersey Health Care Facilities Financing Authority Revenue Bonds, Series 2013</b>		
5.500% due 07/01/2043	2,000	2,224
<b>New Jersey Transportation Trust Fund Authority Revenue Bonds, (AGM Insured), Series 2006</b>		
0.000% due 12/15/2034 (b)	3,200	1,678
<b>South Jersey Port Corp., New Jersey Revenue Bonds, Series 2017</b>		
5.000% due 01/01/2049	900	977
<b>Tobacco Settlement Financing Corp, New Jersey Revenue Bonds, Series 2018</b>		
5.250% due 06/01/2046	2,000	2,135
<b>Tobacco Settlement Financing Corp., New Jersey Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2029	1,200	1,359
5.000% due 06/01/2046	8,500	8,626

27,417

**NEW MEXICO 0.3%****Farmington, New Mexico Revenue Bonds, Series 2010**

5.900% due 06/01/2040	1,000	1,046
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**NEW YORK 23.4%****Brooklyn Arena Local Development Corp., New York Revenue Bonds, Series 2009**

6.250% due 07/15/2040	9,800	10,259
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**Hudson Yards Infrastructure Corp., New York Revenue Bonds, Series 2011**

5.750% due 02/15/2047	5,000	5,394
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**Metropolitan Transportation Authority, New York Revenue Bonds, Series 2011**

5.000% due 11/15/2036	3,000	3,273
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**Metropolitan Transportation Authority, New York Revenue Bonds, Series 2017**

4.000% due 11/15/2042 (d)	5,500	5,547
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**Nassau County, New York Industrial Development Agency Revenue Bonds, Series 2014**

2.000% due 01/01/2049 <sup>(a)</sup>	311	53
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6.700% due 01/01/2049	863	894
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**New York City Industrial Development Agency, New York Revenue Bonds, (AGC Insured), Series 2009**

7.000% due 03/01/2049	10,450	10,552
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**New York City Transitional Finance Authority Future Tax Secured Revenue, New York Revenue Bonds, Series 2018**

4.000% due 05/01/2043 (d)	9,000	9,247
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**New York City Transitional Finance Authority Future Tax Secured, New York Revenue Bonds, Series 2017**

4.000% due 08/01/2042 (d)	2,000	2,053
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**New York City, New York General Obligation Bonds, Series 2018**

5.000% due 12/01/2037	1,750	2,035
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**New York City, New York Water & Sewer System Revenue Bonds, Series 2017**

5.000% due 06/15/2048 (d)	7,500	8,457
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**New York Liberty Development Corp., Revenue Bonds, Series 2007**

5.500% due 10/01/2037	1,700	2,178
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**New York Liberty Development Corp., Revenue Bonds, Series 2011**

5.000% due 11/15/2044	11,000	11,702
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**New York Liberty Development Corp., Revenue Bonds, Series 2014**

5.000% due 11/15/2044	1,000	1,027
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**42 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

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December 31, 2018

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>New York State Dormitory Authority Revenue Bonds, Series 2017</b>		
4.000% due 02/15/2047 (d)	\$ 1,000	\$ 1,026
<b>New York State Urban Development Corp., Revenue Bonds, Series 2017</b>		
4.000% due 03/15/2046 (d)	7,000	7,144
		80,841
<b>NORTH CAROLINA 2.6%</b>		
<b>New Hanover County, North Carolina Revenue Bonds, Series 2011</b>		
5.000% due 10/01/2028	6,000	6,432
<b>University of North Carolina Hospitals at Chapel Hill Revenue Bonds, Series 2016</b>		
4.000% due 02/01/2046	2,500	2,529
		8,961
<b>OHIO 18.0%</b>		
<b>Allen County, Ohio Revenue Bonds, Series 2010</b>		
5.000% due 06/01/2038	500	521
<b>American Municipal Power, Inc., Ohio Revenue Bonds, Series 2017</b>		
4.000% due 02/15/2042	1,000	1,021
<b>Buckeye Tobacco Settlement Financing Authority, Ohio Revenue Bonds, Series 2007</b>		
5.125% due 06/01/2024	955	892
5.875% due 06/01/2047	8,400	7,991
6.250% due 06/01/2037	5,000	4,975
6.500% due 06/01/2047	30,350	30,348
<b>Geisinger Authority, Pennsylvania Revenue Bonds, Series 2017</b>		
4.000% due 02/15/2047 (d)	9,310	9,426
<b>Hamilton County, Ohio Revenue Bonds, Series 2012</b>		
5.000% due 06/01/2042	1,500	1,591
<b>Ohio State Turnpike Commission Revenue Bonds, Series 2013</b>		
5.000% due 02/15/2048	5,000	5,362
		62,127
<b>OKLAHOMA 0.5%</b>		
<b>Oklahoma Development Finance Authority Revenue Bonds, Series 2018</b>		
5.500% due 08/15/2057	1,600	1,755

**PENNSYLVANIA 6.0%**

<b>Allegheny County, Pennsylvania Hospital Development Authority Revenue Bonds, Series 2009</b>		
5.625% due 08/15/2039	1,000	1,020
<b>Berks County, Pennsylvania Municipal Authority Revenue Bonds, Series 2012</b>		
5.000% due 11/01/2044	6,600	6,998
<b>Dauphin County, Pennsylvania General Authority Revenue Bonds, Series 2009</b>		
6.000% due 06/01/2036	1,000	1,017
<b>Luzerne County, Pennsylvania Industrial Development Authority Revenue Bonds, Series 2009</b>		
5.500% due 12/01/2039	100	103
<b>Pennsylvania Turnpike Commission Revenue Bonds, Series 2009</b>		
5.125% due 12/01/2040	3,000	3,090
<b>Pennsylvania Turnpike Commission Revenue Bonds, Series 2013</b>		
5.000% due 12/01/2043	5,000	5,347
<b>Pennsylvania Turnpike Commission Revenue Bonds, Series 2018</b>		
5.000% due 12/01/2043	750	834
<b>Philadelphia Hospitals &amp; Higher Education Facilities Authority, Pennsylvania Revenue Bonds, Series 2012</b>		
5.625% due 07/01/2042	1,645	1,747
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>
<b>Philadelphia, Pennsylvania Water &amp; Wastewater Revenue Bonds, Series 2009</b>		
5.250% due 01/01/2036	\$ 500	\$ 500
		20,656

**PUERTO RICO 1.1%**

<b>Puerto Rico Electric Power Authority Revenue Bonds, (AGM Insured), Series 2007</b>		
5.250% due 07/01/2031 ^	3,500	3,791

**SOUTH CAROLINA 2.6%**

<b>Greenwood County, South Carolina Revenue Bonds, Series 2009</b>		
5.375% due 10/01/2039	1,000	1,026
<b>South Carolina Ports Authority Revenue Bonds, Series 2010</b>		
5.250% due 07/01/2040	800	840
<b>South Carolina State Public Service Authority Revenue Bonds, Series 2013</b>		
5.125% due 12/01/2043	5,000	5,249
5.500% due 12/01/2053	1,750	1,865
		8,980

**TENNESSEE 1.4%**

<b>Bristol Industrial Development Board, Tennessee Revenue Bonds, Series 2016</b>		
5.125% due 12/01/2042	2,500	2,425
<b>Claiborne County, Tennessee Industrial Development Board Revenue Bonds, Series 2009</b>		
6.625% due 10/01/2039	1,250	1,279
<b>Johnson City Health &amp; Educational Facilities Board, Tennessee Revenue Bonds, Series 2010</b>		
6.000% due 07/01/2038	1,000	1,060

4,764

**TEXAS 16.3%****Bexar County Texas Hospital District, General Obligation Bonds, Series 2018**

4.000% due 02/15/2043 2,500 2,547

**Clifton Higher Education Finance Corp., Texas Revenue Bonds, Series 2018**

6.125% due 08/15/2048 1,000 1,012

**Dallas, Texas Civic Center Revenue Bonds, (AGC Insured), Series 2009**

5.250% due 08/15/2038 1,300 1,325

**Grand Parkway Transportation Corp., Texas Revenue Bonds, Series 2013**

5.000% due 04/01/2053 4,500 4,833

**Grand Parkway Transportation Corp., Texas Revenue Bonds, Series 2018**

5.000% due 10/01/2048 (d) 4,000 4,514

**Houston Community College System, Texas General Obligation Bonds, Series 2013**

4.000% due 02/15/2043 (d) 5,000 5,051

**New Hope Cultural Education Facilities Finance Corp., Texas Revenue Bonds, Series 2017**

4.000% due 08/15/2034 (d) 300 314

4.000% due 08/15/2035 (d) 800 833

4.000% due 08/15/2036 (d) 600 621

4.000% due 08/15/2037 (d) 900 927

4.000% due 08/15/2040 (d) 900 918

**North Texas Tollway Authority Revenue Bonds, Series 2011**

5.000% due 01/01/2038 3,000 3,147

5.500% due 09/01/2041 600 655

**North Texas Tollway Authority Revenue Bonds, Series 2017**

4.000% due 01/01/2043 1,500 1,519

5.000% due 01/01/2048 2,250 2,480

**Tarrant County, Texas Cultural Education Facilities Finance Corp. Revenue Bonds, Series 2017**

6.750% due 11/15/2047 500 545

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
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**Tender Option Bond Trust Receipts/Certificates, Texas General Obligation Bonds, Series 2009**

6.420% due 08/01/2039 (e) \$ 6,500 \$ 6,721

**Texas Municipal Gas Acquisition & Supply Corp. Revenue Bonds, Series 2006**

5.250% due 12/15/2026 150 176

**Texas Municipal Gas Acquisition & Supply Corp. Revenue Bonds, Series 2008**

6.250% due 12/15/2026 8,925 10,207

**Texas Water Development Board Revenue Bonds, Series 2018**

4.000% due 10/15/2038 (d) 5,000 5,229

**University of North Texas System Revenue Bonds, Series 2018**

4.000% due 04/15/2050 2,200 2,217

**Wise County, Texas Revenue Bonds, Series 2011**

8.000% due 08/15/2034 500 545

56,336

**U.S. VIRGIN ISLANDS 1.0%**

<b>Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2009</b>		
6.625% due 10/01/2029	1,335	1,352
6.750% due 10/01/2037	1,165	1,179
<b>Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2010</b>		
5.250% due 10/01/2029	1,000	1,010
		3,541
<b>UTAH 0.9%</b>		
<b>Utah County, Utah Revenue Bonds, Series 2018</b>		
4.000% due 05/15/2041 (d)	3,000	3,068
		3,068
<b>VIRGINIA 3.2%</b>		
<b>Fairfax County, Virginia Industrial Development Authority Revenue Bonds, Series 2009</b>		
5.500% due 05/15/2035	1,000	1,014
<b>James City County, Virginia Economic Development Authority Revenue Bonds, Series 2013</b>		
2.000% due 10/01/2048 ^{(a)}	201	17
6.000% due 06/01/2043	615	571
<b>University of Virginia Revenue Bonds, Series 2018</b>		
4.000% due 08/01/2048 (d)	5,000	5,202
<b>Virginia Commonwealth Transportation Board Revenue Bonds, Series 2018</b>		
4.000% due 05/15/2041 (d)	4,000	4,152
		10,956
<b>WASHINGTON 2.6%</b>		
<b>Seattle, Washington Municipal Light &amp; Power Revenue Bonds, Series 2018</b>		
4.000% due 01/01/2046	4,000	4,082
<b>Washington Health Care Facilities Authority Revenue Bonds, Series 2009</b>		
7.375% due 03/01/2038	1,000	1,009
<b>Washington Health Care Facilities Authority Revenue Bonds, Series 2010</b>		
5.500% due 12/01/2039	500	534
<b>Washington State Convention Center Public Facilities District Revenue Bonds, Series 2018</b>		
5.000% due 07/01/2058	2,250	2,492
<b>Washington State Housing Finance Commission Revenue Bonds, Series 2018</b>		
5.000% due 07/01/2038	825	839
		8,956
<b>WEST VIRGINIA 1.4%</b>		
<b>Monongalia County, West Virginia Commission Special District Revenue Bonds, Series 2017</b>		
5.500% due 06/01/2037	1,000	1,019

See Accompanying Notes

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**Table of Contents****Schedule of Investments PIMCO Municipal Income Fund III (Cont.)**

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>West Virginia Economic Development Authority Revenue Bonds, Series 2017</b>		
4.000% due 06/15/2040 (d)	\$ 1,500	\$ 1,548
<b>West Virginia State General Obligation Bonds, Series 2018</b>		
5.000% due 06/01/2041	2,000	2,294
		4,861

**WISCONSIN 4.5%****Public Finance Authority, Wisconsin Revenue Bonds, Series 2017**

7.000% due 01/01/2050	2,500	2,934
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**Public Finance Authority, Wisconsin Revenue Bonds, Series 2018**

6.375% due 01/01/2048	2,500	2,578
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7.000% due 07/01/2048	750	794
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**University of Wisconsin Hospitals & Clinics Authority Revenue Bonds, Series 2013**

5.000% due 04/01/2038	3,500	3,771
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	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>Wisconsin Health &amp; Educational Facilities Authority Revenue Bonds, Series 2009</b>		
6.625% due 02/15/2039	\$ 1,000	\$ 1,006
<b>Wisconsin Health &amp; Educational Facilities Authority Revenue Bonds, Series 2010</b>		
5.625% due 04/15/2039	1,000	1,048
<b>Wisconsin Health &amp; Educational Facilities Authority Revenue Bonds, Series 2016</b>		
4.000% due 11/15/2046	1,500	1,504
<b>Wisconsin Health &amp; Educational Facilities Authority Revenue Bonds, Series 2017</b>		
4.000% due 08/15/2042 (d)	2,000	2,023
		15,658

**Total Municipal Bonds & Notes****(Cost \$606,452)****639,783****MARKET  
VALUE  
(000S)****SHORT-TERM INSTRUMENTS 0.5%****REPURCHASE AGREEMENTS (g) 0.5%**

\$ 1,750

**1,750**

Total Short-Term Instruments  
(Cost \$1,750)

Total Investments in Securities (Cost \$608,202)	641,533
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Total Investments 185.7% (Cost \$608,202)	\$ 641,533
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Auction Rate Preferred Shares (44.8)%	(154,700)
Variable Rate MuniFund Term Preferred Shares, at liquidation value (9.9)%	(34,087)

Other Assets and Liabilities, net (31.0)%	(107,189)
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Net Assets Applicable to Common Shareholders 100.0%	\$ 345,557
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#### NOTES TO SCHEDULE OF INVESTMENTS:

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

^ Security is in default.

(a) Security is not accruing income as of the date of this report.

(b) Zero coupon security.

(c) Security becomes interest bearing at a future date.

(d) Represents an underlying municipal bond transferred to a tender option bond trust established in a tender option bond transaction in which the Fund sold, or caused the sale of, the underlying municipal bond and purchased the residual interest certificate. The security serves as collateral in a financing transaction. See Note 5, Tender Option Bond Transactions, in the Notes to Financial Statements for more information.

(e) Represents an investment in a tender option bond residual interest certificate purchased in a secondary market transaction. The interest rate shown bears an inverse relationship to the interest rate on a tender option bond floating rate certificate. The interest rate disclosed reflects the rate in effect on December 31, 2018.

(f) **RESTRICTED SECURITIES:**



<b>Issuer Description</b>	<b>Coupon</b>	<b>Maturity Date</b>	<b>Acquisition Date</b>	<b>Cost</b>	<b>Market Value</b>	<b>Market Value as Percentage of Net Assets Applicable to Common Shareholders</b>
Massachusetts Development Finance Agency Revenue Bonds, Series 2011	5.500%	11/15/2056	07/20/2007	\$ 5	\$ 25	0.01%

**BORROWINGS AND OTHER FINANCING TRANSACTIONS****(g) REPURCHASE AGREEMENTS:**

<b>Counterparty</b>	<b>Lending Rate</b>	<b>Settlement Date</b>	<b>Maturity Date</b>	<b>Principal Amount</b>	<b>Collateralized By</b>	<b>Collateral Agreements, (Received)</b>	<b>Repurchase Proceeds at Value Received<sup>(1)</sup></b>
FICC	2.000%	12/31/2018	01/02/2019	\$ 1,750	U.S. Treasury Notes 2.875% due 09/30/2023	\$ (1,787) \$ 1,750	\$ 1,750
<b>Total Repurchase Agreements</b>						<b>\$ (1,787) \$ 1,750</b>	<b>\$ 1,750</b>

**44 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

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December 31, 2018

**BORROWINGS AND OTHER FINANCING TRANSACTIONS SUMMARY**

The following is a summary by counterparty of the market value of Borrowings and Other Financing Transactions and collateral pledged/(received) as of December 31, 2018:

<b>Counterparty</b>	<b>Repurchase Agreement Proceeds to be Received<sup>(1)</sup></b>	<b>Payable for Reverse Repurchase Agreements</b>	<b>Sale-Buyback Transactions</b>	<b>Total Payable for Borrowings and Other Financing Transactions</b>	<b>Collateral Pledged/(Received)</b>	<b>Net Exposure<sup>(2)</sup></b>
Global/Master Repurchase Agreement						
FICC	\$ 1,750	\$ 0	\$ 0	\$ 1,750	\$ (1,787)	\$ (37)
<b>Total Borrowings and Other Financing Transactions</b>	<b>\$ 1,750</b>	<b>\$ 0</b>	<b>\$ 0</b>			

(1) Includes accrued interest.

(2) Net Exposure represents the net receivable/(payable) that would be due from/to the counterparty in the event of default. Exposure from borrowings and other financing transactions can only be netted across transactions governed under the same master agreement with the same legal entity. See Note 7, Master Netting Arrangements, in the Notes to Financial Statements for more information regarding master netting arrangements.

**FAIR VALUE MEASUREMENTS**

The following is a summary of the fair valuations according to the inputs used as of December 31, 2018 in valuing the Fund's assets and liabilities:

<b>Category and Subcategory</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Fair Value at 12/31/2018</b>
<b>Investments in Securities, at Value</b>				
Municipal Bonds & Notes				
Alabama	\$ 0	\$ 26,903	\$ 0	\$ 26,903
Arizona	0	19,079	0	19,079
California	0	67,825	0	67,825
Colorado	0	6,068	0	6,068

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Connecticut	0	1,342	0	1,342
District of Columbia	0	2,500	0	2,500
Florida	0	20,488	0	20,488
Georgia	0	16,980	0	16,980
Hawaii	0	1,581	0	1,581
Illinois	0	52,537	0	52,537
Indiana	0	4,319	0	4,319
Iowa	0	420	0	420
Kansas	0	2,040	0	2,040
Kentucky	0	5,294	0	5,294
Louisiana	0	13,727	0	13,727
Maryland	0	6,646	0	6,646
Massachusetts	0	33,411	0	33,411
Michigan	0	13,060	0	13,060
Minnesota	0	1,795	0	1,795
Missouri	0	684	0	684
Nebraska	0	11,812	0	11,812

Category and Subcategory	Fair Value at			
	Level 1	Level 2	Level 3	12/31/2018
Nevada	\$ 0	\$ 5,495	\$ 0	\$ 5,495
New Hampshire	0	2,063	0	2,063
New Jersey	0	27,417	0	27,417
New Mexico	0	1,046	0	1,046
New York	0	80,841	0	80,841
North Carolina	0	8,961	0	8,961
Ohio	0	62,127	0	62,127
Oklahoma	0	1,755	0	1,755
Pennsylvania	0	20,656	0	20,656
Puerto Rico	0	3,791	0	3,791
South Carolina	0	8,980	0	8,980
Tennessee	0	4,764	0	4,764
Texas	0	56,336	0	56,336
U.S. Virgin Islands	0	3,541	0	3,541
Utah	0	3,068	0	3,068
Virginia	0	10,956	0	10,956
Washington	0	8,956	0	8,956
West Virginia	0	4,861	0	4,861
Wisconsin	0	15,658	0	15,658
Short-Term Instruments				
Repurchase Agreements	0	1,750	0	1,750

Total Investments \$ 0 \$ 641,533 \$ 0 \$ 641,533

There were no significant transfers into or out of Level 3 during the period ended December 31, 2018.

See Accompanying Notes

**ANNUAL REPORT** DECEMBER 31, 2018 **45**

**Table of Contents****Schedule of Investments PIMCO California Municipal Income Fund**

(Amounts in thousands\*, except number of shares, contracts and units, if any)

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>INVESTMENTS IN SECURITIES 194.5%</b>		
<b>MUNICIPAL BONDS &amp; NOTES 194.4%</b>		
<b>CALIFORNIA 189.1%</b>		
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2017</b>		
5.000% due 04/01/2056	\$ 1,750	\$ 1,959
<b>California County Tobacco Securitization Agency Revenue Bonds, Series 2002</b>		
6.000% due 06/01/2035	4,000	4,001
6.125% due 06/01/2038	1,000	983
<b>California County Tobacco Securitization Agency Revenue Bonds, Series 2006</b>		
0.000% due 06/01/2046 (a)	12,000	1,788
5.600% due 06/01/2036	1,500	1,501
<b>California County Tobacco Securitization Agency Revenue Bonds, Series 2007</b>		
0.000% due 06/01/2057 (a)	7,000	590
<b>California Educational Facilities Authority Revenue Bonds, Series 2009</b>		
5.000% due 01/01/2039 (b)	10,200	10,200
<b>California Educational Facilities Authority Revenue Bonds, Series 2017</b>		
5.000% due 04/01/2047	800	892
<b>California Educational Facilities Authority Revenue Bonds, Series 2018</b>		
5.000% due 10/01/2048	1,000	1,136
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2008</b>		
5.250% due 11/15/2040	5,050	5,560
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2009</b>		
5.750% due 09/01/2039	2,000	2,055
6.000% due 07/01/2039	4,000	4,088
6.500% due 11/01/2038	1,000	1,042
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2010</b>		
5.000% due 11/15/2036	1,450	1,491
6.461% due 11/15/2036 (c)	1,000	1,123
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2011</b>		
5.000% due 08/15/2035	1,000	1,068
6.000% due 08/15/2042	2,800	2,996
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2012</b>		
5.000% due 08/15/2051	7,300	7,868
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2013</b>		
5.000% due 08/15/2052	1,675	1,800

	PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2015</b>		
5.000% due 08/15/2054	1,300	1,434
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2016</b>		
4.000% due 08/15/2039 (b)	8,500	8,719
5.000% due 11/15/2046 (b)	5,000	5,530
5.000% due 08/15/2055	6,000	6,572
<b>California Infrastructure &amp; Economic Development Bank Revenue Bonds, Series 2013</b>		
5.000% due 02/01/2039	10,000	10,923
<b>California Municipal Finance Authority Revenue Bonds, Series 2011</b>		
7.750% due 04/01/2031	850	943
<b>California Municipal Finance Authority Revenue Bonds, Series 2018</b>		
5.000% due 05/15/2043	500	549
<b>California Pollution Control Financing Authority Revenue Bonds, Series 2010</b>		
5.100% due 06/01/2040	2,000	2,094
5.250% due 08/01/2040	1,250	1,319
<b>California Pollution Control Financing Authority Revenue Bonds, Series 2012</b>		
5.000% due 11/21/2045	1,975	1,998
<b>California Public Finance Authority Revenue Bonds, Series 2017</b>		
4.000% due 08/01/2047 (b)	5,140	5,198
	PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
<b>California State General Obligation Bonds, Series 2009</b>		
6.000% due 04/01/2038	\$ 2,000	\$ 2,021
6.000% due 11/01/2039	2,000	2,065
<b>California State General Obligation Bonds, Series 2010</b>		
5.250% due 11/01/2040	2,400	2,529
5.500% due 03/01/2040	1,500	1,557
<b>California State General Obligation Bonds, Series 2013</b>		
5.000% due 11/01/2043	7,000	7,701
<b>California State General Obligation Bonds, Series 2017</b>		
4.000% due 11/01/2047	2,750	2,835
<b>California State General Obligation Bonds, Series 2018</b>		
5.000% due 10/01/2047	1,275	1,430
<b>California State Public Works Board Revenue Bonds, Series 2009</b>		
5.000% due 04/01/2034	2,000	2,017
5.750% due 10/01/2030	2,000	2,063
6.000% due 11/01/2034	2,000	2,073
<b>California State Public Works Board Revenue Bonds, Series 2011</b>		
5.000% due 12/01/2029	1,500	1,630
<b>California State University Revenue Bonds, Series 2015</b>		
5.000% due 11/01/2047	8,000	8,934
<b>California Statewide Communities Development Authority Revenue Bonds, (CM Insured), Series 2018</b>		
4.000% due 07/01/2040	1,000	1,017
4.000% due 07/01/2043	350	355
4.000% due 07/01/2047	1,750	1,767
<b>California Statewide Communities Development Authority Revenue Bonds, (FHA Insured), Series 2009</b>		
6.625% due 08/01/2029	1,870	1,924
6.750% due 02/01/2038	6,875	7,079

<b>California Statewide Communities Development Authority Revenue Bonds, Series 2010</b>		
5.000% due 11/01/2040	10,000	10,409
6.250% due 10/01/2039	1,000	1,030
7.500% due 06/01/2042	955	978
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2011</b>		
6.000% due 08/15/2042	2,000	2,138
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2012</b>		
5.000% due 04/01/2042	11,500	12,279
5.125% due 05/15/2031	4,000	4,236
5.375% due 05/15/2038	4,500	4,790
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2016</b>		
4.000% due 08/15/2051	225	226
5.000% due 12/01/2036	1,400	1,474
5.000% due 12/01/2046	5,700	5,907
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2018</b>		
4.000% due 07/01/2048	1,000	993
4.000% due 12/01/2057	2,000	1,977
5.500% due 12/01/2058	1,775	1,904
<b>California Statewide Financing Authority Revenue Bonds, Series 2002</b>		
5.625% due 05/01/2029	80	81
6.000% due 05/01/2037	3,000	3,019
<b>Chaffey Joint Union High School District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2047 (b)	5,500	5,676
<b>Chula Vista, California Revenue Bonds, Series 2004</b>		
5.875% due 02/15/2034	5,000	5,063
<b>El Monte, California Certificates of Participation Bonds, (AMBAC Insured), Series 2001</b>		
5.250% due 01/01/2034 (d)	14,425	14,906
<b>Escondido Union School District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2043	1,000	1,038
<b>Folsom Cordova Unified School District School Facilities Improvement District No. 5, California General Obligation Bonds, Series 2018</b>		
4.000% due 10/01/2043 (b)	3,500	3,649
<b>Folsom Redevelopment Agency, California Tax Allocation Bonds, Series 2009</b>		
5.500% due 08/01/2036	1,000	1,023
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>
<b>Foothill-Eastern Transportation Corridor Agency, California Revenue Bonds, Series 2014</b>		
3.950% due 01/15/2053	\$ 860	\$ 836
<b>Golden State, California Tobacco Securitization Corp. Revenue Bonds, Series 2007</b>		
5.300% due 06/01/2037	1,740	1,749
<b>Golden State, California Tobacco Securitization Corp. Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2030	2,000	2,210
5.000% due 06/01/2047	13,500	13,017
5.250% due 06/01/2047	3,500	3,492
<b>Grossmont-Cuyamaca Community College District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2047 (b)	2,750	2,820
<b>Hacienda La Puente Unified School District, General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2047	2,000	2,070

<b>Hartnell Community College District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2042	3,400	3,530
<b>Hayward Unified School District, California General Obligation Bonds, Series 2015</b>		
5.000% due 08/01/2038	6,000	6,667
<b>Imperial Irrigation District Electric System, California Revenue Bonds, Series 2011</b>		
5.000% due 11/01/2041	1,000	1,062
<b>Imperial Irrigation District Electric System, California Revenue Bonds, Series 2016</b>		
5.000% due 11/01/2041 (b)	6,000	6,782
<b>Imperial Irrigation District Electric System, California Revenue Bonds, Series 2017</b>		
4.000% due 11/01/2041 (b)	4,000	4,132
<b>Kern County, California Certificates of Participation Bonds, (AGC Insured), Series 2009</b>		
5.750% due 08/01/2035	10,590	10,625
<b>Lancaster Redevelopment Agency, California Tax Allocation Bonds, Series 2009</b>		
6.875% due 08/01/2039	500	516
<b>Long Beach Bond Finance Authority, California Revenue Bonds, Series 2007</b>		
5.500% due 11/15/2027	1,000	1,204
5.500% due 11/15/2030	415	507
<b>Long Beach Unified School District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2043 (b)	5,500	5,685
<b>Long Beach, California Airport System Revenue Bonds, Series 2010</b>		
5.000% due 06/01/2040	5,000	5,209
<b>Los Angeles Community College District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2041 (b)	3,500	3,608
<b>Los Angeles County, California Sanitation Districts Financing Authority Revenue Bonds, Series 2016</b>		
4.000% due 10/01/2042	1,500	1,541
<b>Los Angeles Department of Water &amp; Power, California Revenue Bonds, Series 2009</b>		
5.375% due 07/01/2034 (b)	3,000	3,000
5.375% due 07/01/2038 (b)	7,000	7,000
<b>Los Angeles Department of Water &amp; Power, California Revenue Bonds, Series 2012</b>		
5.000% due 07/01/2037	4,100	4,471
5.000% due 07/01/2043	5,000	5,438
<b>Los Angeles Department of Water &amp; Power, California Revenue Bonds, Series 2014</b>		
5.000% due 07/01/2043	2,000	2,205
<b>Los Angeles Unified School District, California General Obligation Bonds, Series 2009</b>		
5.000% due 07/01/2029 (b)	10,000	10,155
5.000% due 01/01/2034 (b)	8,500	8,628
5.300% due 01/01/2034	250	254
<b>M-S-R Energy Authority, California Revenue Bonds, Series 2009</b>		
6.500% due 11/01/2039	15,345	20,731
<b>Malibu, California Certificates of Participation Bonds, Series 2009</b>		
5.000% due 07/01/2039	700	712

**46 PIMCO CLOSED-END FUNDS**

See Accompanying Notes



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December 31, 2018

	PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
<b>Mount San Jacinto Community College District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2043	\$ 5,300	\$ 5,479
<b>Pacifica School District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2048	1,750	1,790
<b>Palomar Community College District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2046 (b)	4,530	4,686
<b>Peralta Community College District, California General Obligation Bonds, Series 2009</b>		
5.000% due 08/01/2039	1,250	1,275
<b>Regents of the University of California Medical Center Pooled Revenue Bonds, Series 2013</b>		
5.000% due 05/15/2043	2,000	2,177
<b>River Islands Public Financing Authority, California Special Tax Bonds, Series 2015</b>		
5.500% due 09/01/2045	3,000	3,177
<b>Riverside, California Sewer Revenue Bonds, Series 2018</b>		
4.000% due 08/01/2038	4,250	4,475
<b>Sacramento Area Flood Control Agency, California Special Assessment Bonds, Series 2016</b>		
5.000% due 10/01/2041 (b)	2,800	3,172
5.000% due 10/01/2047 (b)	1,700	1,916
<b>Sacramento, California Transient Occupancy Tax Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2048	3,510	3,977
<b>San Diego Regional Building Authority, California Revenue Bonds, Series 2009</b>		
5.375% due 02/01/2036	3,285	3,295
<b>San Diego Unified School District, California General Obligation Bonds, Series 2017</b>		
4.000% due 07/01/2047 (b)	3,000	3,094
<b>San Francisco Bay Area Rapid Transit District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2042 (b)	5,500	5,748
<b>San Francisco, California City &amp; County Airport Comm-San Francisco International Airport Revenue Bonds, Series 2017</b>		
5.000% due 05/01/2047	2,625	2,956
<b>San Francisco, California City &amp; County Certificates of Participation Bonds, Series 2009</b>		
5.250% due 04/01/2031	650	655
<b>San Joaquin County Transportation Authority, California Revenue Bonds, Series 2017</b>		
4.000% due 03/01/2041 (b)	2,200	2,293
5.000% due 03/01/2041 (b)	3,300	3,787
	PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
<b>San Jose, California Hotel Tax Revenue Bonds, Series 2011</b>		

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6.500% due 05/01/2036	\$	1,500	\$	1,652
<b>San Marcos Unified School District, California General Obligation Bonds, Series 2011</b>				
5.000% due 08/01/2038		1,200		1,303
<b>San Mateo County, California Community College District General Obligation Bonds, (NPFGC Insured), Series 2006</b>				
0.000% due 09/01/2034 (a)		3,000		1,800
<b>San Mateo County, California Community College District General Obligation Bonds, (NPFGC Insured), Series 2018</b>				
5.000% due 09/01/2045		4,000		4,666
<b>San Rafael City High School District General Obligation Bonds, Series 2018</b>				
4.000% due 08/01/2047 (b)		3,500		3,659
<b>Santa Clara County, California General Obligation Bonds, Series 2013</b>				
4.000% due 08/01/2041 (b)		4,000		4,072
<b>Santa Cruz County, California Redevelopment Agency Tax Allocation Bonds, Series 2009</b>				
7.000% due 09/01/2036		1,300		1,346
<b>Santa Monica Community College District, California General Obligation Bonds, Series 2018</b>				
4.000% due 04/01/2045 (b)		2,000		2,076
<b>Tobacco Securitization Authority of Southern California Revenue Bonds, Series 2006</b>				
5.000% due 06/01/2037		800		800
<b>Torrance, California Revenue Bonds, Series 2010</b>				
5.000% due 09/01/2040		6,300		6,594
<b>University of California Revenue Bonds, Series 2016</b>				
4.000% due 05/15/2046 (b)		10,500		10,674
<b>University of California Revenue Bonds, Series 2017</b>				
5.000% due 05/15/2047		5,000		5,660
<b>Upland, California Certificates of Participation Bonds, Series 2017</b>				
4.000% due 01/01/2042		3,250		3,202
<b>Washington Township Health Care District, California General Obligation Bonds, Series 2013</b>				
5.000% due 08/01/2043		2,500		2,807
				473,332

**ILLINOIS 3.8%**

<b>Chicago, Illinois General Obligation Bonds, Series 2007</b>				
5.500% due 01/01/2042		2,000		2,088
		<b>PRINCIPAL</b>		<b>MARKET</b>
		<b>AMOUNT</b>		<b>VALUE</b>
		<b>(000S)</b>		<b>(000S)</b>
<b>Chicago, Illinois General Obligation Bonds, Series 2015</b>				
5.250% due 01/01/2028	\$	3,400	\$	3,608
<b>Chicago, Illinois General Obligation Bonds, Series 2017</b>				
6.000% due 01/01/2038		2,500		2,787
<b>Illinois State General Obligation Bonds, Series 2017</b>				
5.000% due 11/01/2029		1,000		1,063
				9,546

**PUERTO RICO 1.0%**

<b>Puerto Rico Electric Power Authority Revenue Bonds, (AGM Insured), Series 2007</b>				
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5.250% due 07/01/2031 <sup>^</sup>	1,200	1,300
<b>Puerto Rico Highway &amp; Transportation Authority Revenue Bonds, (AGC Insured), Series 2005</b>		
5.250% due 07/01/2041	1,200	1,266
		2,566

**U.S. VIRGIN ISLANDS 0.5%****Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2012**

5.000% due 10/01/2032 (d)	1,250	1,264
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**Total Municipal Bonds & Notes**  
**(Cost \$470,185)**
**486,708****SHORT-TERM INSTRUMENTS 0.1%****REPURCHASE AGREEMENTS (f) 0.1%**

229

**Total Short-Term Instruments**  
**(Cost \$229)**

229

**Total Investments in Securities**  
**(Cost \$470,414)**
**486,937**
**Total Investments 194.5%**  
**(Cost \$470,414)**
\$ **486,937****Auction Rate Preferred Shares (48.2)%****(120,625)****Variable Rate MuniFund Term Preferred Shares, at liquidation value (11.6)%****(29,106)****Other Assets and Liabilities, net (34.7)%****(86,900)****Net Assets Applicable to Common Shareholders 100.0%**\$ **250,306****NOTES TO SCHEDULE OF INVESTMENTS:**

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

<sup>^</sup> Security is in default.

(a) Zero coupon security.

(b) Represents an underlying municipal bond transferred to a tender option bond trust established in a tender option bond transaction in which the Fund sold, or caused the sale of, the underlying municipal bond and

**purchased the residual interest certificate. The security serves as collateral in a financing transaction. See Note 5, Tender Option Bond Transactions, in the Notes to Financial Statements for more information.**

**(c) Represents an investment in a tender option bond residual interest certificate purchased in a secondary market transaction. The interest rate shown bears an inverse relationship to the interest rate on a tender option bond floating rate certificate. The interest rate disclosed reflects the rate in effect on December 31, 2018.**

**(d) RESTRICTED SECURITIES:**

<b>Issuer Description</b>	<b>Coupon</b>	<b>Maturity Date</b>	<b>Acquisition Date</b>	<b>Cost</b>	<b>Market Value</b>	<b>Market Value as Percentage of Net Assets Applicable to Common Shareholders</b>
El Monte, California Certificates of Participation Bonds, (AMBAC Insured), Series 2001	5.250%	01/01/2034	08/02/2001	\$ 14,425	\$ 14,906	5.96%
Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2012	5.000	10/01/2032	09/25/2017	886	1,264	0.50
				\$ 15,311	\$ 16,170	6.46%

See Accompanying Notes

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## Schedule of Investments PIMCO California Municipal Income Fund (Cont.)

December 31, 2018

**BORROWINGS AND OTHER FINANCING TRANSACTIONS****(e) REPURCHASE AGREEMENTS:**

Counterparty	Lending Rate	Settlement Date	Maturity Date	Principal Amount	Collateralized By	Collateral (Received)	Repurchase Agreements, to be Repurchased at Value	Repurchase Proceeds Received <sup>(1)</sup>
FICC	2.000%	12/31/2018	01/02/2019	\$ 229	U.S. Treasury Notes 2.875% due 09/30/2023	\$ (235)	\$ 229	\$ 229
<b>Total Repurchase Agreements</b>						<b>\$ (235)</b>	<b>\$ 229</b>	<b>\$ 229</b>

**BORROWINGS AND OTHER FINANCING TRANSACTIONS SUMMARY**

The following is a summary by counterparty of the market value of Borrowings and Other Financing Transactions and collateral pledged/(received) as of December 31, 2018:

Counterparty	Repurchase Agreement Proceeds to be Received <sup>(1)</sup>	Reverse Repurchase Agreements	Sale-Buyback Transaction	Payable for Other Financing Transactions	Total Borrowings and Other Financing Collateral Pledged/(Received)	Net Exposure <sup>(2)</sup>
Global/Master Repurchase Agreement						
FICC	\$ 229	\$ 0	\$ 0	\$ 229	\$ (235)	\$ (6)
<b>Total Borrowings and Other Financing Transactions</b>	<b>\$ 229</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 229</b>	<b>\$ (235)</b>	<b>\$ (6)</b>

<sup>(1)</sup>Includes accrued interest.

<sup>(2)</sup>Net Exposure represents the net receivable/(payable) that would be due from/to the counterparty in the event of default. Exposure from borrowings and other financing transactions can only be netted across transactions governed

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under the same master agreement with the same legal entity. See Note 7, Master Netting Arrangements, in the Notes to Financial Statements for more information regarding master netting arrangements.

**FAIR VALUE MEASUREMENTS**

The following is a summary of the fair valuations according to the inputs used as of December 31, 2018 in valuing the Fund's assets and liabilities:

<b>Category and Subcategory</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Fair Value at 12/31/2018</b>
<b>Investments in Securities, at Value</b>				
Municipal Bonds & Notes				
California	\$ 0	\$ 473,332	\$ 0	\$ 473,332
Illinois	0	9,546	0	9,546
Puerto Rico	0	2,566	0	2,566
U.S. Virgin Islands	0	1,264	0	1,264
Short-Term Instruments				
Repurchase Agreements	0	229	0	229
<b>Total Investments</b>	<b>\$ 0</b>	<b>\$ 486,937</b>	<b>\$ 0</b>	<b>\$ 486,937</b>

There were no significant transfers into or out of Level 3 during the period ended December 31, 2018.

**48 PIMCO CLOSED-END FUNDS**

See Accompanying Notes

**Table of Contents****Schedule of Investments PIMCO California Municipal Income Fund II**

December 31, 2018

(Amounts in thousands\*, except number of shares, contracts and units, if any)

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>INVESTMENTS IN SECURITIES 187.0%</b>		
<b>MUNICIPAL BONDS &amp; NOTES 185.7%</b>		
<b>CALIFORNIA 179.0%</b>		
<b>Alhambra, California Revenue Bonds, Series 2010</b>		
7.625% due 01/01/2040	\$ 2,000	\$ 2,117
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2014</b>		
5.000% due 10/01/2054	3,000	3,276
<b>Bay Area Toll Authority, California Revenue Bonds, Series 2017</b>		
4.000% due 04/01/2047	3,000	3,078
5.000% due 04/01/2056	2,000	2,239
<b>California County Tobacco Securitization Agency Revenue Bonds, Series 2002</b>		
5.875% due 06/01/2043	1,800	1,824
<b>California County Tobacco Securitization Agency Revenue Bonds, Series 2006</b>		
0.000% due 06/01/2046 (a)	9,000	1,196
5.600% due 06/01/2036	1,500	1,501
<b>California County Tobacco Securitization Agency Revenue Bonds, Series 2007</b>		
0.000% due 06/01/2057 (a)	9,000	759
<b>California Educational Facilities Authority Revenue Bonds, Series 2017</b>		
5.000% due 04/01/2047	835	931
<b>California Educational Facilities Authority Revenue Bonds, Series 2018</b>		
5.000% due 10/01/2043	1,300	1,483
5.000% due 10/01/2048	1,320	1,500
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2008</b>		
5.250% due 11/15/2040	5,400	5,945
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2009</b>		
5.750% due 09/01/2039	250	257
6.000% due 07/01/2039	3,000	3,066
6.500% due 11/01/2038	500	521
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2011</b>		
5.000% due 08/15/2035	1,000	1,068
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2012</b>		

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5.000% due 11/15/2034	1,000	1,074
5.000% due 11/15/2040	4,000	4,336
5.000% due 08/15/2051	5,555	5,992
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2015</b>		
5.000% due 08/15/2054	5,000	5,517
<b>California Health Facilities Financing Authority Revenue Bonds, Series 2016</b>		
4.000% due 10/01/2047	1,500	1,517
5.000% due 11/15/2046	1,000	1,106
5.000% due 08/15/2055	6,275	6,873
<b>California Infrastructure &amp; Economic Development Bank Revenue Bonds, Series 2013</b>		
5.000% due 02/01/2039	10,000	10,923
<b>California Municipal Finance Authority Revenue Bonds, Series 2011</b>		
7.750% due 04/01/2031	925	1,026
<b>California Municipal Finance Authority Revenue Bonds, Series 2017</b>		
5.000% due 01/01/2042	1,750	1,927
<b>California Municipal Finance Authority Revenue Bonds, Series 2018</b>		
5.000% due 05/15/2043	1,000	1,097
<b>California Pollution Control Financing Authority Revenue Bonds, Series 2010</b>		
5.250% due 08/01/2040	1,500	1,583
<b>California Pollution Control Financing Authority Revenue Bonds, Series 2012</b>		
5.000% due 07/01/2037	990	997
5.000% due 11/21/2045	985	996
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>
<b>California Public Finance Authority Revenue Bonds, Series 2017</b>		
4.000% due 08/01/2047 (b)	\$ 5,400	\$ 5,461
<b>California State General Obligation Bonds, Series 2009</b>		
5.000% due 10/01/2048 (b)	10,000	11,523
6.000% due 04/01/2038	10,000	10,102
<b>California State General Obligation Bonds, Series 2013</b>		
5.000% due 11/01/2043	7,000	7,701
<b>California State General Obligation Bonds, Series 2017</b>		
4.000% due 11/01/2047	3,250	3,350
<b>California State General Obligation Bonds, Series 2018</b>		
4.000% due 10/01/2039	4,500	4,672
5.000% due 10/01/2047	2,000	2,243
<b>California State Public Works Board Revenue Bonds, Series 2009</b>		
5.750% due 10/01/2030	3,000	3,094
6.000% due 11/01/2034	2,000	2,073
<b>California State Public Works Board Revenue Bonds, Series 2011</b>		
5.000% due 12/01/2029	2,000	2,174
<b>California State Public Works Board Revenue Bonds, Series 2013</b>		
5.000% due 03/01/2038	2,500	2,718
<b>California State University Revenue Bonds, Series 2015</b>		
5.000% due 11/01/2047	5,000	5,584
<b>California Statewide Communities Development Authority Revenue Bonds, (CM Insured), Series 2018</b>		
4.000% due 07/01/2043	1,350	1,368



<b>California Statewide Communities Development Authority Revenue Bonds, (FHA Insured), Series 2009</b>		
6.625% due 08/01/2029	2,135	2,197
6.750% due 02/01/2038	7,860	8,093
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2010</b>		
7.000% due 07/01/2040	3,760	3,991
7.500% due 06/01/2042	950	973
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2011</b>		
6.000% due 08/15/2042	5,600	5,987
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2012</b>		
5.000% due 04/01/2042	9,705	10,362
5.375% due 05/15/2038	4,500	4,790
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2016</b>		
4.000% due 08/15/2051	225	226
5.000% due 12/01/2036	1,500	1,580
5.000% due 06/01/2046	2,000	2,117
5.000% due 12/01/2046	2,000	2,073
5.250% due 12/01/2056	2,000	2,095
<b>California Statewide Communities Development Authority Revenue Bonds, Series 2018</b>		
4.000% due 07/01/2048	1,000	993
4.000% due 12/01/2053	230	230
4.000% due 12/01/2057	2,000	1,977
5.500% due 12/01/2058	7,200	7,724
<b>California Statewide Financing Authority Revenue Bonds, Series 2002</b>		
6.000% due 05/01/2037	2,000	2,013
<b>Chula Vista, California Revenue Bonds, Series 2004</b>		
5.875% due 02/15/2034	1,000	1,013
<b>Escondido Union School District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2043	1,240	1,287
<b>Folsom Cordova Unified School District School Facilities Improvement District No. 5, California General Obligation Bonds, Series 2018</b>		
4.000% due 10/01/2043 (b)	3,600	3,753
<b>Foothill-Eastern Transportation Corridor Agency, California Revenue Bonds, Series 2014</b>		
3.950% due 01/15/2053	920	895
<b>Fremont Community Facilities District No. 1, California Special Tax Bonds, Series 2015</b>		
5.000% due 09/01/2045	1,400	1,495
	<b>PRINCIPAL</b>	<b>MARKET</b>
	<b>AMOUNT</b>	<b>VALUE</b>
	<b>(000S)</b>	<b>(000S)</b>
<b>Golden State, California Tobacco Securitization Corp. Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2030	\$ 1,500	\$ 1,657
5.000% due 06/01/2034	4,500	4,890
5.000% due 06/01/2047	9,500	9,160
5.250% due 06/01/2047	3,500	3,492
<b>Grossmont-Cuyamaca Community College District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2047 (b)	5,000	5,128
<b>Hacienda La Puente Unified School District, General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2047	3,000	3,106
<b>Hartnell Community College District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2042	3,500	3,634

<b>Hayward Unified School District, California General Obligation Bonds, Series 2015</b>		
5.000% due 08/01/2038	3,000	3,334
<b>Imperial Irrigation District Electric System, California Revenue Bonds, Series 2011</b>		
5.000% due 11/01/2041	4,500	4,774
<b>Imperial Irrigation District Electric System, California Revenue Bonds, Series 2017</b>		
4.000% due 11/01/2041 (b)	7,375	7,619
<b>Irvine Unified School District, California Special Tax Bonds, Series 2010</b>		
6.700% due 09/01/2035	515	542
<b>Lancaster Redevelopment Agency, California Tax Allocation Bonds, Series 2009</b>		
6.875% due 08/01/2039	1,000	1,030
<b>Long Beach Bond Finance Authority, California Revenue Bonds, Series 2007</b>		
5.500% due 11/15/2030	460	562
5.500% due 11/15/2037	7,500	9,171
<b>Long Beach Unified School District, California General Obligation Bonds, Series 2009</b>		
5.250% due 08/01/2019 (b)	9,395	9,596
5.250% due 08/01/2033 (b)	605	617
<b>Long Beach, California Airport System Revenue Bonds, Series 2010</b>		
5.000% due 06/01/2040	500	521
<b>Los Angeles Community College District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2041 (b)	3,600	3,711
<b>Los Angeles County, California Facilities Inc., Revenue Bonds, Series 2018</b>		
4.000% due 12/01/2048	2,500	2,531
<b>Los Angeles County, California Sanitation Districts Financing Authority Revenue Bonds, Series 2016</b>		
4.000% due 10/01/2042	2,000	2,055
<b>Los Angeles Department of Water &amp; Power, California Revenue Bonds, Series 2014</b>		
5.000% due 07/01/2043	3,000	3,307
<b>Los Angeles Unified School District, California General Obligation Bonds, Series 2009</b>		
5.000% due 01/01/2034	11,000	11,166
<b>Los Angeles, California Wastewater System Revenue Bonds, Series 2017</b>		
5.000% due 06/01/2039	1,000	1,161
<b>M-S-R Energy Authority, California Revenue Bonds, Series 2009</b>		
6.500% due 11/01/2039	16,445	22,217
7.000% due 11/01/2034	1,000	1,394
<b>Manteca Redevelopment Agency, California Tax Allocation Bonds, (AMBAC Insured), Series 2004</b>		
5.000% due 10/01/2036	10,000	10,006
<b>Mount San Jacinto Community College District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2043	4,400	4,549
<b>Oakland Unified School District/Alameda County, California General Obligation Bonds, Series 2009</b>		
6.125% due 08/01/2029	5,000	5,134
<b>Pacifica School District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2048	2,000	2,046

See Accompanying Notes

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**Table of Contents****Schedule of Investments PIMCO California Municipal Income Fund II (Cont.)**

	PRINCIPAL AMOUNT (000S)	MARKET VALUE (000S)
<b>Palomar Community College District, California General Obligation Bonds, Series 2017</b>		
4.000% due 08/01/2046 (b)	\$ 4,000	\$ 4,138
<b>Palomar Health, California Certificates of Participation Bonds, Series 2009</b>		
6.750% due 11/01/2039	4,750	4,947
<b>Poway Unified School District, California General Obligation Bonds, Series 2011</b>		
0.000% due 08/01/2040 (a)	11,000	4,700
0.000% due 08/01/2046 (a)	16,000	5,172
<b>River Islands Public Financing Authority, California Special Tax Bonds, Series 2015</b>		
5.500% due 09/01/2045	3,000	3,177
<b>Riverside, California Sewer Revenue Bonds, Series 2018</b>		
4.000% due 08/01/2038	3,500	3,685
<b>Sacramento Area Flood Control Agency, California Special Assessment Bonds, Series 2016</b>		
5.000% due 10/01/2041 (b)	2,800	3,172
5.000% due 10/01/2047 (b)	1,700	1,916
<b>Sacramento, California Transient Occupancy Tax Revenue Bonds, Series 2018</b>		
5.000% due 06/01/2048	4,000	4,532
<b>San Diego Community College District, California General Obligation Bonds, Series 2009</b>		
6.894% due 08/01/2033 (c)	5,000	5,215
<b>San Diego Public Facilities Financing Authority Sewer, California Revenue Bonds, Series 2009</b>		
5.250% due 05/15/2039	1,000	1,014
<b>San Diego Regional Building Authority, California Revenue Bonds, Series 2009</b>		
5.375% due 02/01/2036	2,800	2,809
<b>San Diego Unified School District, California General Obligation Bonds, Series 2017</b>		
4.000% due 07/01/2047 (b)	4,000	4,125
<b>San Francisco Bay Area Rapid Transit District, California General Obligation Bonds, Series 2017</b>		
5.000% due 08/01/2047	1,000	1,154
<b>San Francisco, California City &amp; County Airport Comm-San Francisco International Airport Revenue Bonds, Series 2017</b>		
5.000% due 05/01/2047	2,750	3,096
<b>San Francisco, California City &amp; County Airport Comm-San Francisco International Airport Revenue Bonds, Series 2018</b>		
5.000% due 05/01/2048	2,700	3,068
<b>San Francisco, California City &amp; County Certificates of Participation Bonds, Series 2009</b>		
5.250% due 04/01/2031	300	302
<b>San Francisco, California City &amp; County Public Utilities Commission Wastewater Revenue Bonds, Series 2018</b>		
4.000% due 10/01/2043 (b)	10,000	10,344
	<b>PRINCIPAL AMOUNT</b>	<b>MARKET VALUE</b>

	(000S)	(000S)
<b>San Jose, California Hotel Tax Revenue Bonds, Series 2011</b>		
6.500% due 05/01/2036	\$ 1,000	\$ 1,101
<b>San Marcos Redevelopment Agency Successor Agency, California Tax Allocation Bonds, Series 2015</b>		
5.000% due 10/01/2032	850	986
5.000% due 10/01/2033	1,125	1,300
<b>San Marcos Unified School District, California General Obligation Bonds, Series 2011</b>		
5.000% due 08/01/2038	1,300	1,412
<b>San Mateo County, California Community College District General Obligation Bonds, (NPFGC Insured), Series 2006</b>		
0.000% due 09/01/2034 (a)	12,000	7,198
<b>San Mateo County, California Community College District General Obligation Bonds, (NPFGC Insured), Series 2018</b>		
5.000% due 09/01/2045 (b)	11,900	13,883
<b>San Rafael City High School District General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2047 (b)	11,000	11,499
<b>Santa Clara County, California General Obligation Bonds, Series 2013</b>		
4.000% due 08/01/2041 (b)	4,000	4,072
<b>Santa Cruz County, California Redevelopment Agency Tax Allocation Bonds, Series 2009</b>		
7.000% due 09/01/2036	1,500	1,553
<b>Santa Monica Community College District, California General Obligation Bonds, Series 2018</b>		
4.000% due 08/01/2047 (b)	3,000	3,114
<b>Tender Option Bond Trust Receipts/Certificates, California Revenue Bonds, Series 2010</b>		
6.450% due 05/15/2040 (c)	7,500	8,074
<b>Torrance, California Revenue Bonds, Series 2010</b>		
5.000% due 09/01/2040	3,100	3,245
<b>Turlock Irrigation District, California Revenue Bonds, Series 2011</b>		
5.500% due 01/01/2041	1,700	1,805
<b>Tustin Unified School District, California Special Tax Bonds, Series 2010</b>		
6.000% due 09/01/2040	1,000	1,071
<b>Upland, California Certificates of Participation Bonds, Series 2017</b>		
4.000% due 01/01/2042	3,000	2,956
<b>Washington Township Health Care District, California General Obligation Bonds, Series 2013</b>		
5.000% due 08/01/2043	3,000	3,368

474,965

**ILLINOIS 4.6%**

<b>Chicago, Illinois General Obligation Bonds, Series 2007</b>		
5.500% due 01/01/2042	2,350	2,454
	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>Chicago, Illinois General Obligation Bonds, Series 2015</b>		
5.250% due 01/01/2028	\$ 6,035	\$ 6,404
<b>Chicago, Illinois General Obligation Bonds, Series 2017</b>		
6.000% due 01/01/2038	2,000	2,229
<b>Illinois State General Obligation Bonds, Series 2017</b>		

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5.000% due 11/01/2029	1,000	1,063
		12,150
<b>NEW YORK 0.6%</b>		
<b>New York Liberty Development Corp., Revenue Bonds, Series 2005</b>		
5.250% due 10/01/2035	1,250	1,518
<b>PUERTO RICO 1.0%</b>		
<b>Puerto Rico Electric Power Authority Revenue Bonds, (AGM Insured), Series 2007</b>		
5.250% due 07/01/2031 ^	2,500	2,708
<b>U.S. VIRGIN ISLANDS 0.5%</b>		
<b>Virgin Islands Public Finance Authority, U.S. Virgin Islands Revenue Bonds, Series 2010</b>		
5.000% due 10/01/2029	1,400	1,417
<b>Total Municipal Bonds &amp; Notes (Cost \$467,113)</b>		<b>492,758</b>
<b>SHORT-TERM INSTRUMENTS 1.3%</b>		
<b>REPURCHASE AGREEMENTS (d) 1.3%</b>		
		3,336
<b>Total Short-Term Instruments (Cost \$3,336)</b>		<b>3,336</b>
<b>Total Investments in Securities (Cost \$470,449)</b>		<b>496,094</b>
<b>Total Investments 187.0%</b>		
<b>(Cost \$470,449)</b>	\$	<b>496,094</b>
<b>Auction Rate Preferred Shares (48.5)%</b>		<b>(128,675)</b>
<b>Variable Rate MuniFund Term Preferred Shares, at liquidation value (12.8)%</b>		<b>(34,087)</b>
<b>Other Assets and Liabilities, net (25.7)%</b>		<b>(68,087)</b>
<b>Net Assets Applicable to Common Shareholders 100.0%</b>	\$	<b>265,245</b>

**NOTES TO SCHEDULE OF INVESTMENTS:**

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

^ Security is in default.

(a) Zero coupon security.

- (b) Represents an underlying municipal bond transferred to a tender option bond trust established in a tender option bond transaction in which the Fund sold, or caused the sale of, the underlying municipal bond and purchased the residual interest certificate. The security serves as collateral in a financing transaction. See Note 5, Tender Option Bond Transactions, in the Notes to Financial Statements for more information.**
  
- (c) Represents an investment in a tender option bond residual interest certificate purchased in a secondary market transaction. The interest rate shown bears an inverse relationship to the interest rate on a tender option bond floating rate certificate. The interest rate disclosed reflects the rate in effect on December 31, 2018.**

**50 PIMCO CLOSED-END FUNDS**

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December 31, 2018

**BORROWINGS AND OTHER FINANCING TRANSACTIONS****(d) REPURCHASE AGREEMENTS:**

Counterparty	Lending Rate	Settlement Date	Maturity Date	Principal Amount	Collateralized By	Repurchase Agreement		
						Collateral (Received)	Repurchase Proceeds at Value	to be Received <sup>(1)</sup>
FICC	2.000%	12/31/2018	01/02/2019	\$ 3,336	U.S. Treasury Notes 2.875% due 09/30/2023	\$ (3,405)	\$ 3,336	\$ 3,336
<b>Total Repurchase Agreements</b>						<b>\$ (3,405)</b>	<b>\$ 3,336</b>	<b>\$ 3,336</b>

**BORROWINGS AND OTHER FINANCING TRANSACTIONS SUMMARY**

The following is a summary by counterparty of the market value of Borrowings and Other Financing Transactions and collateral pledged/(received) as of December 31, 2018:

Counterparty	Repurchase Agreement Proceeds to be Received <sup>(1)</sup>	Reverse Repurchase Agreements	Sale-Buyback Transactions	Total Borrowings and Other Financing Transactions	Collateral Pledged/(Received)	Net Exposure <sup>(2)</sup>
Global/Master Repurchase Agreement						
FICC	\$ 3,336	\$ 0	\$ 0	\$ 3,336	\$ (3,405)	\$ (69)
<b>Total Borrowings and Other Financing Transactions</b>	<b>\$ 3,336</b>	<b>\$ 0</b>	<b>\$ 0</b>			

<sup>(1)</sup>Includes accrued interest.

<sup>(2)</sup>Net Exposure represents the net receivable/(payable) that would be due from/to the counterparty in the event of default. Exposure from borrowings and other financing transactions can only be netted across transactions governed under the same master agreement with the same legal entity. See Note 7, Master Netting Arrangements, in the Notes to Financial Statements for more information regarding master netting arrangements.

**FAIR VALUE MEASUREMENTS**

The following is a summary of the fair valuations according to the inputs used as of December 31, 2018 in valuing the Fund's assets and liabilities:

<b>Category and Subcategory</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Fair Value at 12/31/2018</b>
<b>Investments in Securities, at Value</b>				
Municipal Bonds & Notes				
California	\$ 0	\$ 474,965	\$ 0	\$ 474,965
Illinois	0	12,150	0	12,150
New York	0	1,518	0	1,518
Puerto Rico	0	2,708	0	2,708
U.S. Virgin Islands	0	1,417	0	1,417
Short-Term Instruments				
Repurchase Agreements	0	3,336	0	3,336
Total Investments	\$ 0	\$ 496,094	\$ 0	\$ 496,094

There were no significant transfers into or out of Level 3 during the period ended December 31, 2018.

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**Schedule of Investments PIMCO California Municipal Income Fund III**

(Amounts in thousands\*, except number of shares, contracts and units, if any)

	<b>PRINCIPAL AMOUNT (000S)</b>	<b>MARKET VALUE (000S)</b>
<b>INVESTMENTS IN SECURITIES 192.0%</b>		