

CAPRIUS INC  
Form 4/A  
January 19, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MARXE AUSTIN W &  
GREENHOUSE DAVID M

(Last) (First) (Middle)

C/O SPECIAL SITUATIONS  
FUNDS, 527 MADISON AVENUE,  
SUITE 2600

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CAPRIUS INC [CAPS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/31/2005

4. If Amendment, Date Original Filed(Month/Day/Year)  
01/04/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock	12/31/2005		J <sup>(1)</sup>	317,037 (1) A	\$ 0 (1) 1,351,519 <sup>(1)</sup>	I <sup>(1)</sup>	By Limited Partnerships (1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Warrants A	\$ 0.28	12/31/2005		J <sup>(1)</sup>	1,902,225 <u>(1)</u>	05/16/2005 02/15/2010	Common Stock	95,1
Warrants B	\$ 0.145	12/31/2005		J <sup>(1)</sup>	634,075 <u>(1)</u>	11/15/2005 02/15/2010	Common Stock	31,7

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

MARXE AUSTIN W & GREENHOUSE DAVID M  
C/O SPECIAL SITUATIONS FUNDS  
527 MADISON AVENUE, SUITE 2600  
NEW YORK, NY 10022

X

## Signatures

Austin W.  
Marxe 01/19/2006  
\*\*Signature of Reporting Person Date

David M.  
Greenhouse 01/19/2006  
\*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) This is a joint filing by Austin W. Marxe (Marxe) & David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Fund III QP, L.P. (QP) & Special Situations Private Equity Fund, L.P. (PE), respectively. 317,037 shares of Com Stk, 1,902,225 Wts A cvt into 95,111 shares of Com Stk & 634,076 Wts B, cvt into 31,704 shares of Com Stk are held by QP & 1,034,482 shares of Com Stk, 6,206,896 Wts A, cvt into 310,345 shares of Com Stk and 2,068,965 Wts B, cvt into 103,448 shares of Com Stk are held by PE. Pursuant to that certain Exchange Tender Offer described in the Schedule TO-I of Special Situations Fund III, L.P. (SSFIII), as filed by SSFIII with the Securities and Exchange Commission on November 17, 2005, SSF III transferred the securities included in this Form 4 to QP on December 31, 2005. The interest of Marxe & Greenhouse in the shares of Common Stock owned by QP & PE is limited to the extent of his pecuniary interest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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Shelf Drilling Holdings Ltd., Senior Secured Notes

8.625%

11/1/18

510,000

546,975

(a)

Sibur Securities Ltd., Senior Notes

3.914%

1/31/18

430,000

430,000

(a)

Sidewinder Drilling Inc., Senior Notes

9.750%

11/15/19

310,000

	311,550
(a)	
Teekay Corp., Senior Notes	
	8.500%
	1/15/20
	310,000
	334,800
(b)	
TNK-BP Finance SA	
	6.625%
	3/20/17
	300,000
	343,125
(a)	
TNK-BP Finance SA, Senior Notes	
	7.500%
	7/18/16

	140,000
	161,952
(a)	
TNK-BP Finance SA, Senior Notes	
	7.875%
	3/13/18
	1,010,000
	1,227,150
(a)(b)	
Williams Cos. Inc., Senior Notes	
	8.750%
	3/15/32
	486,000
	664,983
(b)	
Xinergy Ltd., Senior Secured Notes	
	9.250%

5/15/19

1,330,000

931,000

(a)

*Total Oil, Gas & Consumable Fuels*

67,226,912

TOTAL ENERGY

73,811,266

FINANCIALS 12.0%

**Capital Markets** 1.6%

Goldman Sachs Group Inc., Senior Notes

6.150%

4/1/18

330,000

390,370

(b)

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Goldman Sachs Group Inc., Senior Notes

7.500%

2/15/19

1,430,000

1,810,266

(b)

Goldman Sachs Group Inc., Subordinated Notes

6.750%

10/1/37

2,500,000

2,843,557

(b)

Merrill Lynch & Co. Inc., Notes

6.875%

4/25/18

390,000



	473,320
(b)	
Morgan Stanley, Medium-Term Notes	
	6.625%
	4/1/18
	470,000
	559,908
(b)	
Onex USI Acquisition Corp., Senior Notes	
	7.750%
	1/15/21
	730,000
	725,437
(a)	
<i>Total Capital Markets</i>	

6,802,858

**Commercial Banks** 2.7%

Barclays Bank PLC, Subordinated Notes

10.179%

6/12/21

2,050,000

2,789,015

(a)(b)

Barclays Bank PLC, Subordinated Notes

7.625%

	11/21/22
	1,500,000
	1,500,000
BBVA US Senior SAU, Senior Notes	
	4.664%
	10/9/15
	390,000
	404,362
Credit Agricole SA, Subordinated Notes	
	8.375%
	10/13/19
	490,000
	536,550
(a)(b)(h)(i)	
Intesa Sanpaolo SpA, Senior Notes	

	3.625%
	8/12/15
	2,600,000
	2,621,253
(a)(b)	
M&T Bank Corp., Junior Subordinated Notes	
	6.875%
	6/15/16
	1,880,000
	1,975,216
(a)(b)(i)	
Royal Bank of Scotland Group PLC, Junior Subordinated Bonds	
	7.648%
	9/30/31
	460,000
	489,900
(b)(h)(i)	

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Royal Bank of Scotland Group PLC, Subordinated Notes

5.000%

10/1/14

782,000

809,329

(b)

Santander Issuances SAU, Notes

5.911%

6/20/16

600,000

623,986

(a)

*Total Commercial Banks*

11,749,611

**Consumer Finance 1.2%**

Ally Financial Inc., Senior Notes

8.000%

11/1/31

1,957,000

2,468,266

(b)

American Express Co., Notes

7.000%

3/19/18

Explanation of Responses:

	260,000
	325,887
(b)	
GMAC International Finance BV, Senior Bonds	
	7.500%
	4/21/15
	910,000
EUR	
	1,296,757
HSBC Finance Corp., Senior Notes	
	6.676%
	1/15/21
	970,000
	1,162,146
(b)	
<i>Total Consumer Finance</i>	

5,253,056

**Diversified Financial Services 4.7%**

Bank of America Corp., Senior Notes

5.650%

5/1/18

490,000

569,435

(b)

Bank of America Corp., Senior Notes



7.625%

6/1/19

1,480,000

1,890,274

(b)

Bankrate Inc., Senior Secured Notes

11.750%

7/15/15

1,466,000

1,594,275

(b)

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Diversified Financial Services continued</b>				
Boats Investments (Netherlands) BV, Secured Notes	8.887%	12/15/15	1,477,972EUR \$	492,039(f)(h)
Citigroup Inc., Senior Notes	8.500%	5/22/19	2,000,000	2,684,224(b)
General Electric Capital Corp., Senior Notes	5.625%	5/1/18	650,000	771,625(b)
General Electric Capital Corp., Senior Notes	4.625%	1/7/21	2,090,000	2,367,251(b)
International Lease Finance Corp., Senior Notes	5.750%	5/15/16	500,000	540,190
International Lease Finance Corp., Senior Notes	8.750%	3/15/17	1,620,000	1,917,675
International Lease Finance Corp., Senior Notes	8.250%	12/15/20	2,530,000	3,105,575
KION Finance SA, Senior Secured Notes	6.750%	2/15/20	1,620,000EUR	2,215,452(a)
Nationstar Mortgage LLC/Nationstar Capital Corp., Senior Notes	7.875%	10/1/20	770,000	845,075(a)
TransUnion Holding Co. Inc., Senior Notes	9.625%	6/15/18	740,000	792,725
ZFS Finance USA Trust II, Bonds	6.450%	12/15/65	500,000	535,000(a)(b)(h)
<i>Total Diversified Financial Services</i>				<i>20,320,815</i>
<b>Insurance 1.4%</b>				
American International Group Inc., Senior Notes	8.250%	8/15/18	4,000,000	5,225,172(b)
ING Capital Funding Trust III, Junior Subordinated Bonds	3.911%	6/30/13	240,000	226,800(h)(i)
Liberty Mutual Group Inc., Junior Subordinated Bonds	7.800%	3/15/37	490,000	567,175(a)
<i>Total Insurance</i>				<i>6,019,147</i>
<b>Real Estate Investment Trusts (REITs) 0.4%</b>				
WEA Finance LLC/WT Finance Aust Pty. Ltd., Senior Notes	6.750%	9/2/19	1,360,000	1,686,240(a)(b)
<b>TOTAL FINANCIALS</b>				<b>51,831,727</b>
<b>HEALTH CARE 5.2%</b>				
<b>Health Care Equipment &amp; Supplies 0.5%</b>				
Hologic Inc., Senior Notes	6.250%	8/1/20	380,000	402,800(a)
Lantheus Medical Imaging Inc., Senior Notes	9.750%	5/15/17	250,000	243,750
Ontex IV SA, Senior Notes	9.000%	4/15/19	640,000EUR	860,618(a)
Ontex IV SA, Senior Notes	9.000%	4/15/19	400,000EUR	537,887(a)
<i>Total Health Care Equipment &amp; Supplies</i>				<i>2,045,055</i>
<b>Health Care Providers &amp; Services 3.7%</b>				
Acadia Healthcare Co. Inc., Senior Notes	12.875%	11/1/18	670,000	847,550(b)
CHS/Community Health Systems Inc., Senior Notes	8.000%	11/15/19	980,000	1,086,575(b)
CRC Health Corp., Senior Subordinated Notes	10.750%	2/1/16	2,520,000	2,520,000
Crown Newco 3 PLC, Senior Subordinated Notes	8.875%	2/15/19	750,000GBP	1,174,766(a)
DJO Finance LLC/DJO Finance Corp., Senior Notes	9.875%	4/15/18	440,000	471,900
ExamWorks Group Inc., Senior Notes	9.000%	7/15/19	500,000	541,250
Fresenius Medical Care U.S. Finance Inc., Senior Notes	6.875%	7/15/17	1,080,000	1,242,000(b)
Fresenius U.S. Finance II Inc., Senior Notes	9.000%	7/15/15	110,000	126,775(a)(b)
HCA Holdings Inc., Senior Notes	6.250%	2/15/21	40,000	42,300
HCA Inc., Senior Secured Notes	8.500%	4/15/19	1,450,000	1,609,500(b)
Humana Inc., Senior Notes	7.200%	6/15/18	2,000,000	2,451,202(b)
	8.375%	5/15/19	380,000	393,300

Explanation of Responses:

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IASIS Healthcare LLC/IASIS Capital Corp., Senior  
Notes

INC Research LLC, Senior Notes	11.500%	7/15/19	280,000	300,300(a)
Labco SAS, Senior Secured Notes	8.500%	1/15/18	1,042,000EUR	1,452,208(a)
Physiotherapy Associates Holdings Inc., Senior Notes	11.875%	5/1/19	210,000	202,650(a)
Tenet Healthcare Corp., Senior Secured Notes	8.875%	7/1/19	962,000	1,089,465(b)
US Oncology Inc. Escrow			150,000	4,125*
Vanguard Health Holdings Co., II LLC, Senior Notes	8.000%	2/1/18	360,000	385,200(b)
<i>Total Health Care Providers &amp; Services</i>				<i>15,941,066</i>

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Health Care Technology 0.2%</b>				
Merge Healthcare Inc., Senior Secured Notes	11.750%	5/1/15	790,000 \$	848,756
<b>Pharmaceuticals 0.8%</b>				
ConvaTec Healthcare E SA, Senior Notes	10.875%	12/15/18	1,460,000EUR	2,134,835(a)
Rottapharm Ltd., Senior Notes	6.125%	11/15/19	250,000EUR	336,048(a)
Valeant Pharmaceuticals International, Senior Notes	6.375%	10/15/20	540,000	582,525(a)
VPI Escrow Corp., Senior Notes	6.375%	10/15/20	300,000	324,375(a)
<i>Total Pharmaceuticals</i>				3,377,783
<b>TOTAL HEALTH CARE</b>				22,212,660
<b>INDUSTRIALS 11.7%</b>				
<b>Aerospace &amp; Defense 1.1%</b>				
Ducommun Inc., Senior Notes	9.750%	7/15/18	550,000	605,000(b)
GenCorp Inc., Secured Notes	7.125%	3/15/21	420,000	438,900(a)
Kratos Defense & Security Solutions Inc., Senior Secured Notes	10.000%	6/1/17	1,550,000	1,718,563(b)
Triumph Group Inc., Senior Notes	8.625%	7/15/18	460,000	514,050
Wyle Services Corp., Senior Subordinated Notes	10.500%	4/1/18	1,550,000	1,650,750(a)
<i>Total Aerospace &amp; Defense</i>				4,927,263
<b>Airlines 1.0%</b>				
American Airlines Pass-Through Trust, Secured Notes	7.000%	1/31/18	359,591	376,672(a)(b)
Continental Airlines Inc., Pass-Through Certificates	7.373%	12/15/15	143,599	151,856(b)
Continental Airlines Inc., Pass-Through Certificates, Senior Secured Notes	6.125%	4/29/18	400,000	399,000
Continental Airlines Inc., Pass-Through Certificates, Subordinated Secured Notes	7.339%	4/19/14	371,847	382,073(b)
Continental Airlines Inc., Senior Secured Notes	6.750%	9/15/15	10,000	10,550(a)
DAE Aviation Holdings Inc., Senior Notes	11.250%	8/1/15	821,000	849,735(a)
Delta Air Lines Inc., Pass-Through Certificates	8.954%	8/10/14	57,298	58,157
Delta Air Lines Inc., Pass-Through Certificates, Secured Notes	8.021%	8/10/22	376,373	411,676(b)
Delta Air Lines Inc., Secured Notes	6.375%	1/2/16	260,000	271,050(a)(b)
Heathrow Finance PLC, Senior Secured Notes	7.125%	3/1/17	900,000GBP	1,480,307
<i>Total Airlines</i>				4,391,076
<b>Building Products 0.7%</b>				
Ashton Woods USA LLC/Ashton Woods Finance Co., Senior Notes	6.875%	2/15/21	560,000	564,200(a)
Ashton Woods USA LLC/Ashton Woods Finance Co., Senior Subordinated Notes	11.000%	6/30/15	689,000	765,005(a)(d)
BC Mountain LLC/BC Mountain Finance Inc., Senior Notes	7.000%	2/1/21	190,000	196,175(a)
Rearden G Holdings EINS GmbH, Senior Notes	7.875%	3/30/20	360,000	399,600(a)(b)
Spie BondCo 3 SCA, Secured Notes	11.000%	8/15/19	613,000EUR	896,338(a)
<i>Total Building Products</i>				2,821,318
<b>Commercial Services &amp; Supplies 2.1%</b>				

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Altegrity Inc., Senior Subordinated Notes	10.500%	11/1/15	821,000	710,165(a)
Altegrity Inc., Senior Subordinated Notes	11.750%	5/1/16	1,700,000	1,283,500(a)
ARC Document Solutions Inc., Senior Notes	10.500%	12/15/16	1,170,000	1,161,225
JM Huber Corp., Senior Notes	9.875%	11/1/19	460,000	522,100(a)(b)
Monitronics International Inc., Senior Notes	9.125%	4/1/20	1,440,000	1,519,200
RSC Equipment Rental Inc./RSC Holdings III LLC, Senior Notes	8.250%	2/1/21	430,000	489,662(b)
Taylor Morrison Communities Inc./Monarch Communities Inc., Senior Notes	7.750%	4/15/20	1,330,000	1,436,400(a)(b)
Taylor Morrison Communities Inc./Monarch Communities Inc., Senior Notes	7.750%	4/15/20	430,000	464,400(a)
United Rentals North America Inc., Senior Notes	7.625%	4/15/22	948,000	1,054,650

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Commercial Services &amp; Supplies continued</b>				
United Rentals North America Inc., Senior Subordinated Notes	8.375%	9/15/20	270,000	\$ 298,350
<i>Total Commercial Services &amp; Supplies</i>				8,939,652
<b>Construction &amp; Engineering 1.0%</b>				
Abengoa Finance SAU, Senior Notes	8.875%	11/1/17	770,000	737,275(a)(b)
Odebrecht Finance Ltd., Senior Notes	6.000%	4/5/23	2,310,000	2,633,400(a)(b)
Odebrecht Finance Ltd., Senior Notes	6.000%	4/5/23	450,000	513,000(a)
PH Holding LLC, Secured Notes	9.750%	12/31/17	550,000	568,399(c)(d)
<i>Total Construction &amp; Engineering</i>				4,452,074
<b>Electrical Equipment 0.7%</b>				
313 Group Inc., Senior Secured Notes	6.375%	12/1/19	500,000	490,000(a)
International Wire Group Holdings Inc., Senior Secured Notes	8.500%	10/15/17	560,000	575,400(a)
NES Rentals Holdings Inc., Senior Secured Notes	12.250%	4/15/15	1,960,000	2,077,600(a)
<i>Total Electrical Equipment</i>				3,143,000
<b>Industrial Conglomerates 0.3%</b>				
Leucadia National Corp., Senior Notes	8.125%	9/15/15	540,000	612,900(b)
Sinochem Overseas Capital Co., Ltd., Senior Notes	4.500%	11/12/20	780,000	839,402(a)(b)
<i>Total Industrial Conglomerates</i>				1,452,302
<b>Machinery 0.9%</b>				
Dematic SA/DH Services Luxembourg Sarl, Senior Notes	7.750%	12/15/20	1,490,000	1,530,975(a)
Global Brass and Copper Inc., Senior Secured Notes	9.500%	6/1/19	680,000	744,600(a)(b)
KM Germany Holdings GmbH, Senior Secured Notes	8.750%	12/15/20	380,000EUR	530,935(a)
Loxam SAS, Senior Bonds	7.375%	1/24/20	100,000EUR	133,819(a)
Silver II Borrower/Silver II U.S. Holdings LLC, Senior Notes	7.750%	12/15/20	420,000	438,900(a)
SPL Logistics Escrow LLC, Senior Secured Notes	8.875%	8/1/20	480,000	514,800(a)
<i>Total Machinery</i>				3,894,029
<b>Marine 0.7%</b>				
Horizon Lines LLC, Secured Notes	13.000%	10/15/16	788,870	719,844
Horizon Lines LLC, Senior Secured Notes	11.000%	10/15/16	514,000	519,140
Navios Maritime Acquisition Corp./Navios Acquisition Finance U.S. Inc., Senior Secured Notes	8.625%	11/1/17	1,580,000	1,587,900(b)
<i>Total Marine</i>				2,826,884
<b>Road &amp; Rail 1.4%</b>				
Florida East Coast Holdings Corp., Senior Notes	10.500%	8/1/17	1,694,143	1,757,673(f)
Gategroup Finance Luxembourg SA, Senior Notes	6.750%	3/1/19	1,200,000EUR	1,621,493(a)
Gategroup Finance Luxembourg SA, Senior Notes	6.750%	3/1/19	210,000EUR	283,761(a)
Jack Cooper Holdings Corp., Senior Secured Notes	13.750%	12/15/15	160,000	173,200(a)
Kansas City Southern de Mexico SA de CV, Senior Notes	12.500%	4/1/16	760,000	825,550(b)
	9.875%	11/1/18	1,090,000	1,199,000(b)

Explanation of Responses:

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Quality Distribution LLC/QD Capital Corp., Secured  
Notes

*Total Road & Rail*

5,860,677

**Trading Companies & Distributors 0.3%**

H&E Equipment Services Inc., Senior Notes	7.000%	9/1/22	980,000	1,078,000(a)(b)
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**Transportation 1.4%**

CMA CGM, Senior Notes	8.500%	4/15/17	910,000	805,350(a)
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CMA CGM, Senior Notes	8.875%	4/15/19	1,500,000EUR	1,728,221(a)
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Hapag-Lloyd AG, Senior Notes	9.750%	10/15/17	910,000	960,050(a)(b)
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Neovia Logistics Intermediate Holdings LLC/Logistics Intermediate Finance Corp., Senior Notes	10.000%	2/15/18	720,000	723,600(a)(f)
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*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Transportation continued</b>				
Syncreon Global Ireland Ltd./Syncreon Global Finance US Inc., Senior Notes	9.500%	5/1/18	1,640,000	\$ 1,746,600(a)(b)
Syncreon Global Ireland Ltd./Syncreon Global Finance US Inc., Senior Notes	9.500%	5/1/18	100,000	106,500(a)
<i>Total Transportation</i>				<i>6,070,321</i>
<b>Transportation Infrastructure 0.1%</b>				
Aguila 3 SA, Senior Secured Notes	7.875%	1/31/18	430,000	457,950(a)
<b>TOTAL INDUSTRIALS</b>				<b>50,314,546</b>
<b>INFORMATION TECHNOLOGY 1.7%</b>				
<b>Communications Equipment 0.1%</b>				
CyrusOne LP/CyrusOne Finance Corp., Senior Notes	6.375%	11/15/22	620,000	655,650(a)
<b>Computers &amp; Peripherals 0.6%</b>				
Hewlett-Packard Co., Senior Notes	4.650%	12/9/21	2,500,000	2,569,967(b)
<b>Electronic Equipment, Instruments &amp; Components 0.1%</b>				
Techem GmbH, Senior Secured Notes	6.125%	10/1/19	350,000EUR	487,786(a)
<b>Internet Software &amp; Services 0.1%</b>				
Zayo Group LLC/Zayo Capital Inc., Senior Secured Notes	8.125%	1/1/20	540,000	606,150
<b>IT Services 0.3%</b>				
First Data Corp., Secured Notes	8.250%	1/15/21	170,000	174,675(a)
First Data Corp., Senior Secured Notes	6.750%	11/1/20	1,020,000	1,051,875(a)(b)
<i>Total IT Services</i>				<i>1,226,550</i>
<b>Semiconductors &amp; Semiconductor Equipment 0.3%</b>				
Freescale Semiconductor Inc., Senior Subordinated Notes	10.125%	12/15/16	602,000	620,813
STATS ChipPAC Ltd., Senior Notes	7.500%	8/12/15	530,000	559,150(a)
<i>Total Semiconductors &amp; Semiconductor Equipment</i>				<i>1,179,963</i>
<b>Software 0.2%</b>				
Interface Security Systems Holdings Inc./Interface Security Systems LLC, Senior Secured Notes	9.250%	1/15/18	680,000	695,300(a)
<b>TOTAL INFORMATION TECHNOLOGY</b>				<b>7,421,366</b>
<b>MATERIALS 13.8%</b>				
<b>Chemicals 1.6%</b>				
Alpek SA de CV, Senior Notes	4.500%	11/20/22	382,000	393,460(a)
Braskem Finance Ltd., Senior Notes	7.000%	5/7/20	890,000	1,001,250(a)
Ineos Finance PLC, Senior Secured Notes	9.000%	5/15/15	670,000	711,875(a)(b)
INEOS Group Holdings SA, Senior Notes	7.875%	2/15/16	655,000EUR	862,190(a)
Kerling PLC, Senior Secured Notes	10.625%	2/1/17	792,000EUR	941,142(a)
	11.625%	7/15/17	370,000EUR	543,532(a)

Explanation of Responses:



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Kloeckner Pentaplast GmbH & Co. KG, Senior Secured Notes				
Kloeckner Pentaplast GmbH & Co. KG, Senior Secured Notes	11.625%	7/15/17	290,000EUR	426,011(a)
Mexichem SAB de CV, Senior Notes	4.875%	9/19/22	549,000	580,567(a)
Mexichem SAB de CV, Senior Notes	4.875%	9/19/22	250,000	264,375(a)
Styrolution GmbH, Senior Secured Notes	7.625%	5/15/16	360,000EUR	489,973(a)
Styrolution Group GmbH, Senior Secured Notes	7.625%	5/15/16	370,000EUR	503,583(a)
Trinseo Materials Operating SCA/Trinseo Materials Finance Inc., Senior Secured Notes	8.750%	2/1/19	290,000	290,000(a)
<i>Total Chemicals</i>				7,007,958
<b>Construction Materials 0.7%</b>				
Cementos Pacasmayo SAA, Senior Notes	4.500%	2/8/23	360,000	356,400(a)
Cemex Finance LLC, Senior Secured Notes	9.375%	10/12/22	550,000	642,125(a)
Cemex Finance LLC, Senior Secured Notes	9.375%	10/12/22	450,000	525,375(a)

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Construction Materials continued</b>				
Cemex SAB de CV, Senior Secured Notes	9.000%	1/11/18	1,370,000	\$ 1,525,838(a)
<i>Total Construction Materials</i>				<i>3,049,738</i>
<b>Containers &amp; Packaging 2.7%</b>				
Ardagh Packaging Finance PLC, Senior Notes	9.250%	10/15/20	1,700,000EUR	2,430,280(a)
Ardagh Packaging Finance PLC/Ardagh MP Holdings USA Inc., Senior Notes	9.125%	10/15/20	1,080,000	1,182,600(a)
Beverage Packaging Holdings Luxembourg II SA, Senior Notes	9.500%	6/15/17	2,000,000EUR	2,689,954(a)
Longview Fibre Paper & Packaging Inc., Senior Secured Notes	8.000%	6/1/16	660,000	696,300(a)(b)
Pretium Packaging LLC/Pretium Finance Inc., Senior Secured Notes	11.500%	4/1/16	1,210,000	1,297,725
Reynolds Group Issuer Inc./Reynolds Group Issuer LLC/Reynolds Group Issuer (Luxembourg) SA, Senior Notes	8.500%	5/15/18	420,000	444,150
Reynolds Group Issuer Inc./Reynolds Group Issuer LLC/Reynolds Group Issuer (Luxembourg) SA, Senior Notes	9.000%	4/15/19	540,000	575,100
Suzano Trading Ltd., Senior Notes	5.875%	1/23/21	850,000	889,313(a)(b)
Viskase Cos. Inc., Senior Secured Notes	9.875%	1/15/18	1,330,000	1,396,500(a)(b)
<i>Total Containers &amp; Packaging</i>				<i>11,601,922</i>
<b>Metals &amp; Mining 7.6%</b>				
ArcelorMittal, Senior Notes	5.000%	2/25/17	500,000	520,717
ArcelorMittal, Senior Notes	6.000%	3/1/21	1,080,000	1,147,998
Cliffs Natural Resources Inc., Senior Notes	3.950%	1/15/18	30,000	31,035
Cliffs Natural Resources Inc., Senior Notes	4.800%	10/1/20	70,000	71,952
Cliffs Natural Resources Inc., Senior Notes	4.875%	4/1/21	2,290,000	2,353,289(b)
Coeur d Alene Mines Corp., Senior Notes	7.875%	2/1/21	1,500,000	1,560,000(a)(b)
CSN Resources SA, Senior Bonds	6.500%	7/21/20	452,000	489,742(a)
CSN Resources SA, Senior Bonds	6.500%	7/21/20	450,000	487,575(a)
Evrax Group SA, Notes	8.250%	11/10/15	230,000	255,990(a)
Evrax Group SA, Notes	6.750%	4/27/18	2,040,000	2,144,040(a)(b)
Evrax Group SA, Senior Notes	9.500%	4/24/18	940,000	1,090,400(a)
FMG Resources (August 2006) Pty Ltd., Senior Notes	7.000%	11/1/15	390,000	410,475(a)(b)
FMG Resources (August 2006) Pty Ltd., Senior Notes	6.375%	2/1/16	450,000	470,250(a)
FMG Resources (August 2006) Pty Ltd., Senior Notes	8.250%	11/1/19	1,120,000	1,243,200(a)(b)
JW Aluminum Co., Senior Secured Notes	11.500%	11/15/17	950,000	966,625(a)
Midwest Vanadium Pty Ltd., Senior Secured Notes	11.500%	2/15/18	1,870,000	1,224,850(a)(d)
Mirabela Nickel Ltd., Senior Notes	8.750%	4/15/18	480,000	458,400(a)
Molycorp Inc., Senior Secured Notes	10.000%	6/1/20	730,000	711,750(a)(b)
New World Resources NV, Senior Notes	7.875%	1/15/21	800,000EUR	973,940(a)
Optima Specialty Steel Inc., Senior Secured Notes	12.500%	12/15/16	850,000	922,250(a)(b)
Prince Mineral Holding Corp., Senior Secured Notes	11.500%	12/15/19	510,000	562,275(a)

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Rain CII Carbon LLC/CII Carbon Corp., Senior Secured Notes	8.250%	1/15/21	740,000	780,700(a)
Ryerson Inc./Joseph T Ryerson & Son Inc., Senior Secured Notes	9.000%	10/15/17	540,000	593,325(a)
Samarco Mineracao SA, Senior Notes	4.125%	11/1/22	670,000	658,275(a)
Southern Copper Corp., Senior Notes	5.375%	4/16/20	360,000	410,320
Southern Copper Corp., Senior Notes	6.750%	4/16/40	1,150,000	1,343,315(b)
Southern Copper Corp., Senior Notes	5.250%	11/8/42	760,000	738,469
Steel Dynamics Inc., Senior Notes	6.125%	8/15/19	370,000	397,750(a)
SunCoke Energy Partners LP/SunCoke Energy Partners Finance Corp., Senior Notes	7.375%	2/1/20	340,000	355,300(a)
Tempel Steel Co., Senior Secured Notes	12.000%	8/15/16	360,000	340,200(a)(b)
Thompson Creek Metals Co. Inc., Senior Notes	12.500%	5/1/19	840,000	844,200
Thompson Creek Metals Co. Inc., Senior Secured Notes	9.750%	12/1/17	750,000	823,125

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Metals &amp; Mining continued</b>				
Vale Overseas Ltd., Notes	8.250%	1/17/34	2,983,000	\$ 3,961,326
Vale Overseas Ltd., Notes	6.875%	11/21/36	819,000	970,220(b)
Vale Overseas Ltd., Senior Notes	4.375%	1/11/22	150,000	156,854
Vedanta Resources PLC, Senior Notes	8.750%	1/15/14	1,290,000	1,359,402(a)(b)
Vedanta Resources PLC, Senior Notes	6.750%	6/7/16	830,000	881,875(a)(b)
Vedanta Resources PLC, Senior Notes	9.500%	7/18/18	160,000	188,800(a)
<i>Total Metals &amp; Mining</i>				32,900,209
<b>Paper &amp; Forest Products 1.2%</b>				
Appleton Papers Inc., Senior Secured Notes	10.500%	6/15/15	1,060,000	1,118,300(a)(b)
Appleton Papers Inc., Senior Secured Notes	11.250%	12/15/15	914,000	1,001,973
Celulosa Arauco y Constitucion SA, Senior Notes	7.250%	7/29/19	202,000	242,237(b)
Celulosa Arauco y Constitucion SA, Senior Notes	4.750%	1/11/22	245,000	253,202
Fibria Overseas Finance Ltd., Senior Notes	7.500%	5/4/20	440,000	495,000(a)
Fibria Overseas Finance Ltd., Senior Notes	6.750%	3/3/21	280,000	313,950(a)(b)
Inversiones CMPC SA, Notes	4.750%	1/19/18	460,000	486,738(a)(b)
Inversiones CMPC SA, Senior Notes	4.500%	4/25/22	310,000	316,933(a)
Verso Paper Holdings LLC/Verso Paper Inc., Senior Secured Notes	11.750%	1/15/19	640,000	678,400
Verso Paper Holdings LLC/Verso Paper Inc., Senior Secured Notes	11.750%	1/15/19	117,000	86,288
Verso Paper Holdings LLC/Verso Paper Inc., Senior Subordinated Notes	11.375%	8/1/16	144,000	65,520
<i>Total Paper &amp; Forest Products</i>				5,058,541
<b>TOTAL MATERIALS</b>				59,618,368
<b>TELECOMMUNICATION SERVICES 9.9%</b>				
<b>Diversified Telecommunication Services 7.0%</b>				
AT&T Inc., Senior Notes	4.350%	6/15/45	231,000	218,247(a)
Axtel SAB de CV, Senior Secured Notes	7.000%	1/31/20	2,233,500	1,965,480(a)
British Telecommunications PLC, Bonds	9.625%	12/15/30	240,000	373,792(b)
Cogent Communications Group Inc., Senior Secured Notes	8.375%	2/15/18	900,000	1,003,500(a)(b)
Inmarsat Finance PLC, Senior Notes	7.375%	12/1/17	230,000	247,250(a)(b)
Intelsat Jackson Holdings SA, Senior Notes	7.500%	4/1/21	1,920,000	2,088,000(b)
Intelsat Luxembourg SA, Senior Notes	11.250%	2/4/17	1,700,000	1,808,375
Koninklijke KPN NV, Senior Notes	8.375%	10/1/30	190,000	251,464(b)
Level 3 Financing Inc., Senior Notes	8.625%	7/15/20	1,320,000	1,470,150
Qtel International Finance Ltd., Senior Notes	4.750%	2/16/21	400,000	447,500(a)(b)
Telefonica Emisiones SAU, Senior Notes	5.134%	4/27/20	3,000,000	3,106,146(b)
Telemar Norte Leste SA, Senior Notes	5.500%	10/23/20	690,000	722,775(a)(b)
TW Telecom Holdings Inc., Senior Notes	8.000%	3/1/18	500,000	546,250(b)
TW Telecom Holdings Inc., Senior Notes	5.375%	10/1/22	640,000	670,400

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UBS Luxembourg SA for OJSC Vimpel Communications, Loan Participation Notes	8.250%	5/23/16	358,000	402,750(a)
Unitymedia GmbH, Senior Secured Bonds	8.125%	12/1/17	784,354EUR	1,108,495(a)
Unitymedia GmbH, Senior Secured Notes	9.500%	3/15/21	400,000EUR	597,211(a)
Unitymedia GmbH, Senior Subordinated Notes	9.625%	12/1/19	913,000EUR	1,324,871(a)
Unitymedia KabelBW GmbH, Senior Secured Notes	9.500%	3/15/21	1,250,000EUR	1,866,283(a)
Vimpel Communications, Loan Participation Notes	8.375%	4/30/13	430,000	434,407(a)(b)
VIP Finance Ireland Ltd. for OJSC Vimpel Communications, Loan Participation Notes, Secured Notes	8.375%	4/30/13	1,535,000	1,550,734(a)
West Corp., Senior Subordinated Notes	11.000%	10/15/16	670,000	698,475
Wind Acquisition Holdings Finance SpA, Senior Notes	12.250%	7/15/17	2,884,650EUR	3,897,865(a)(f)
Windstream Corp., Senior Notes	7.500%	4/1/23	3,170,000	3,328,500
<i>Total Diversified Telecommunication Services</i>				<i>30,128,920</i>
<b>Wireless Telecommunication Services 2.9%</b>				
America Movil SAB de CV, Senior Notes	5.625%	11/15/17	504,000	599,868(b)
Indosat Palapa Co. BV, Senior Notes	7.375%	7/29/20	900,000	1,022,580(a)(b)

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Wireless Telecommunication Services continued</b>				
Matterhorn Midco & Cy SCA, Senior Notes	7.750%	2/15/20	760,000EUR \$	1,026,945(a)
Oi S.A., Senior Notes	5.750%	2/10/22	450,000	470,250(a)
Phones4u Finance PLC, Senior Secured Notes	9.500%	4/1/18	740,000GBP	1,164,715(a)
Sprint Capital Corp., Senior Notes	6.875%	11/15/28	1,190,000	1,207,850(b)
Sprint Capital Corp., Senior Notes	8.750%	3/15/32	3,140,000	3,705,200(b)
Sprint Nextel Corp., Senior Notes	9.000%	11/15/18	1,780,000	2,211,650(a)(b)
Syniverse Holdings Inc., Senior Notes	9.125%	1/15/19	875,000	958,125
<i>Total Wireless Telecommunication Services</i>				<i>12,367,183</i>
TOTAL TELECOMMUNICATION SERVICES				42,496,103
UTILITIES 4.8%				
<b>Electric Utilities 1.4%</b>				
AES Red Oak LLC, Secured Notes	9.200%	11/30/29	1,180,000	1,315,700(b)
Centrais Eletricas Brasileiras SA, Senior Notes	6.875%	7/30/19	380,000	436,544(a)
DPL Inc., Senior Notes	7.250%	10/15/21	470,000	506,425
FirstEnergy Corp., Notes	7.375%	11/15/31	270,000	321,459
GenOn REMA LLC, Pass-Through Certificates	9.237%	7/2/17	329,067	362,796(b)
GenOn REMA LLC, Pass-Through Certificates	9.681%	7/2/26	2,040,000	2,223,600(b)
Majapahit Holding BV, Senior Notes	7.750%	1/20/20	370,000	458,800(a)
Midwest Generation LLC, Pass-Through Certificates	8.560%	1/2/16	483,705	478,868(b)(g)
<i>Total Electric Utilities</i>				<i>6,104,192</i>
<b>Gas Utilities 0.2%</b>				
Transportadora de Gas Internacional SA ESP, Senior Notes	5.700%	3/20/22	770,000	854,700(a)
<b>Independent Power Producers &amp; Energy Traders 3.1%</b>				
AES Gener SA, Notes	5.250%	8/15/21	450,000	506,659(a)(b)
Atlantic Power Corp., Senior Notes	9.000%	11/15/18	640,000	694,400
Calpine Corp., Senior Secured Notes	7.875%	7/31/20	162,000	179,415(a)
Calpine Corp., Senior Secured Notes	7.875%	1/15/23	891,000	991,237(a)(b)
Colbun SA, Senior Notes	6.000%	1/21/20	750,000	847,059(a)
Energy Future Intermediate Holding Co. LLC/EFIH Finance Inc., Secured Notes	11.750%	3/1/22	1,390,000	1,612,400(a)
Energy Future Intermediate Holding Co. LLC/EFIH Finance Inc., Senior Secured Notes	6.875%	8/15/17	2,270,000	2,406,200(a)(b)
First Wind Holdings Inc., Senior Secured Notes	10.250%	6/1/18	940,000	998,750(a)(b)
	9.625%	8/15/17	1,360,000	1,468,800(a)

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Foresight Energy LLC/Foresight Energy Corp., Senior Notes				
Mirant Americas Generation LLC, Senior Notes	9.125%	5/1/31	2,320,000	2,592,600(b)
Mirant Mid Atlantic LLC, Pass-Through Certificates	9.125%	6/30/17	142,878	158,595
Mirant Mid Atlantic LLC, Pass-Through Certificates	10.060%	12/30/28	282,545	322,102
PPL Energy Supply LLC, Senior Notes	4.600%	12/15/21	612,000	648,550
<i>Total Independent Power Producers &amp; Energy Traders</i>				<i>13,426,767</i>
<b>Multi-Utilities 0.1%</b>				
Empresas Publicas de Medellin ESP, Senior Notes	7.625%	7/29/19	410,000	512,500(a)
TOTAL UTILITIES				20,898,159
TOTAL CORPORATE BONDS & NOTES (Cost \$375,536,627)				402,311,345
<b>ASSET-BACKED SECURITIES 0.3%</b>				
Finance America Net Interest Margin Trust, 2004-1 A	5.250%	6/27/34	110,125	1(a)(d)(g)
Greenpoint Manufactured Housing, 1999-2 A2	2.968%	3/18/29	425,000	388,453(h)
Greenpoint Manufactured Housing, 1999-3 2A2	3.598%	6/19/29	200,000	180,659(h)
Greenpoint Manufactured Housing, 1999-4 A2	3.705%	2/20/30	200,000	179,822(h)
Greenpoint Manufactured Housing, 2001-2 IA2	3.702%	2/20/32	350,000	298,762(h)
Greenpoint Manufactured Housing, 2001-2 IIA2	3.701%	3/13/32	475,000	398,956(h)
SAIL Net Interest Margin Notes, 2003-6A A	7.000%	7/27/33	14,101	0(a)(d)(e)(g)

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
ASSET-BACKED SECURITIES continued				
SAIL Net Interest Margin Notes, 2003-7A A	7.000%	7/27/33	42,974	\$ 0(a)(d)(e)(g)
TOTAL ASSET-BACKED SECURITIES (Cost \$1,560,621)				1,446,653
COLLATERALIZED SENIOR LOANS				
2.0%				
CONSUMER DISCRETIONARY 0.7%				
<b>Hotels, Restaurants &amp; Leisure 0.6%</b>				
El Pollo Loco Inc., First Lien Term Loan	9.250%	7/14/17	256,100	267,624(j)
Equinox Fitness Clubs, First Lien Term Loan	9.750%	5/16/20	710,000	725,975(j)
Stockbridge/SBE Holdings LLC, Term Loan B	13.000%	5/2/17	1,450,000	1,566,000(j)
<i>Total Hotels, Restaurants &amp; Leisure</i>				2,559,599
<b>Specialty Retail 0.1%</b>				
Gymboree Corp., Term Loan		2/23/18	340,000	329,078(k)
TOTAL CONSUMER DISCRETIONARY				2,888,677
CONSUMER STAPLES 0.1%				
<b>Food Products 0.1%</b>				
AdvancePierre Foods Inc., Second Lien Term Loan	9.500%	10/10/17	310,000	319,106(j)
ENERGY 0.1%				
<b>Energy Equipment &amp; Services 0.0%</b>				
Frac Tech International LLC, Term Loan B		5/6/16	70,000	64,159(k)
<b>Oil, Gas &amp; Consumable Fuels 0.1%</b>				
Chesapeake Energy Corp., New Term Loan	5.750%	12/1/17	540,000	552,488(j)
TOTAL ENERGY				616,647
INDUSTRIALS 0.4%				
<b>Machinery 0.3%</b>				
Intelligrated Inc., Second Lien Term Loan	10.500%	12/31/19	1,190,000	1,224,212(j)
<b>Marine 0.1%</b>				
Trico Shipping AS, New Term Loan A	10.000%	5/13/14	120,253	119,651(d)(j)
Trico Shipping AS, New Term Loan B		5/13/14	211,725	211,725(d)(k)
<i>Total Marine</i>				331,376
TOTAL INDUSTRIALS				1,555,588
INFORMATION TECHNOLOGY 0.3%				
<b>IT Services 0.3%</b>				
CompuCom Systems Inc., Second Lien Term Loan	10.250%	10/4/19	680,000	698,700(j)
First Data Corp., Extended Term Loan B	4.202%	3/23/18	636,236	629,818(j)
TOTAL INFORMATION TECHNOLOGY				1,328,518
MATERIALS 0.2%				
<b>Chemicals 0.2%</b>				

Explanation of Responses:



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Kerling PLC, Term Loan	10.000%	6/30/16	400,000EUR	467,387(j)
Kronos Inc., Second Lien New Term Loan	9.750%	4/30/20	540,000	554,850(j)
TOTAL MATERIALS				1,022,237
TELECOMMUNICATION SERVICES				
0.2%				
<b>Wireless Telecommunication Services 0.2%</b>				
Vodafone Americas Finance 2 Inc., PIK				
Term Loan	6.875%	8/11/15	684,194	701,299(j)
TOTAL COLLATERALIZED SENIOR LOANS (Cost \$8,105,150)				8,432,072
CONVERTIBLE BONDS & NOTES 0.1%				
TELECOMMUNICATION SERVICES				
0.1%				
Axtel SAB de CV, Senior Secured Notes (Cost - \$410,946)	7.000%	1/31/20	2,546,249	259,322(a)
SOVEREIGN BONDS 23.5%				
<b>Argentina 0.2%</b>				
Republic of Argentina, Senior Bonds	7.000%	10/3/15	330,000	278,850

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Argentina continued</b>				
Republic of Argentina, Senior Bonds	7.820%	12/31/33	857,528EUR \$	646,538
Republic of Argentina, Senior Bonds	2.260%	12/31/38	162,096EUR	65,074
<i>Total Argentina</i>				<i>990,462</i>
<b>Brazil 2.8%</b>				
Brazil Nota do Tesouro Nacional, Notes	10.000%	1/1/14	1,164,000BRL	598,279
Brazil Nota do Tesouro Nacional, Notes	10.000%	1/1/17	13,633,000BRL	7,116,489
Brazil Nota do Tesouro Nacional, Notes	10.000%	1/1/21	1,416,000BRL	739,850
Federative Republic of Brazil	7.125%	1/20/37	2,450,500	3,473,584
<i>Total Brazil</i>				<i>11,928,202</i>
<b>Chile 0.7%</b>				
Corporacion Nacional del Cobre de Chile, Senior Notes	3.750%	11/4/20	360,000	379,951(a)(b)
Corporacion Nacional del Cobre de Chile, Senior Notes	3.875%	11/3/21	1,000,000	1,060,482(a)(b)
Corporacion Nacional del Cobre de Chile, Senior Notes	3.000%	7/17/22	640,000	632,930(a)
Republic of Chile, Senior Notes	3.875%	8/5/20	765,000	846,473
<i>Total Chile</i>				<i>2,919,836</i>
<b>Colombia 1.3%</b>				
Republic of Colombia	11.750%	2/25/20	544,000	856,800
Republic of Colombia, Senior Bonds	7.375%	9/18/37	2,392,000	3,480,360
Republic of Colombia, Senior Bonds	6.125%	1/18/41	330,000	423,225
Republic of Colombia, Senior Notes	7.375%	3/18/19	498,000	646,653
<i>Total Colombia</i>				<i>5,407,038</i>
<b>Indonesia 2.4%</b>				
Republic of Indonesia, Notes	3.750%	4/25/22	2,090,000	2,168,375(a)
Republic of Indonesia, Notes	5.250%	1/17/42	6,290,000	6,848,237(a)
Republic of Indonesia, Senior Bonds	6.875%	1/17/18	165,000	196,763(a)
Republic of Indonesia, Senior Bonds	10.250%	7/15/22	3,111,000,000IDR	436,155
Republic of Indonesia, Senior Bonds	6.625%	2/17/37	170,000	214,200(a)
Republic of Indonesia, Senior Bonds	9.750%	5/15/37	3,821,000,000IDR	556,102
<i>Total Indonesia</i>				<i>10,419,832</i>
<b>Malaysia 0.0%</b>				
Government of Malaysia, Senior Bonds	4.262%	9/15/16	250,000MYR	84,038
<b>Mexico 2.5%</b>				
Mexican Bonos, Bonds	8.000%	6/11/20	47,832,800MXN	4,486,365
Mexican Bonos, Bonds	6.500%	6/9/22	8,317,900MXN	722,522
Mexican Bonos, Bonds	10.000%	12/5/24	8,750,000MXN	979,739
Mexican Bonos, Bonds	8.500%	11/18/38	11,620,000MXN	1,205,185
United Mexican States, Medium-Term Notes	5.625%	1/15/17	4,000	4,636
United Mexican States, Medium-Term Notes	6.050%	1/11/40	124,000	155,620(b)
United Mexican States, Senior Notes	5.125%	1/15/20	360,000	425,160(b)
United Mexican States, Senior Notes	3.625%	3/15/22	1,840,000	1,966,040(b)

Explanation of Responses:

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United Mexican States, Senior Notes	4.750%	3/8/44	770,000	810,425
<i>Total Mexico</i>				<i>10,755,692</i>
<b>Panama 0.4%</b>				
Republic of Panama, Senior Bonds	9.375%	4/1/29	975,000	1,584,375
Republic of Panama, Senior Bonds	6.700%	1/26/36	39,000	52,455
<i>Total Panama</i>				<i>1,636,830</i>
<b>Peru 1.4%</b>				
Republic of Peru, Bonds	6.550%	3/14/37	1,083,000	1,478,295
Republic of Peru, Global Senior Bonds	7.350%	7/21/25	50,000	70,750
Republic of Peru, Senior Bonds	8.750%	11/21/33	2,644,000	4,389,040

*See Notes to Schedule of Investments.*

## WESTERN ASSET GLOBAL HIGH INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Peru continued</b>				
Republic of Peru, Senior Bonds	5.625%	11/18/50	259,000	\$ 311,706
<i>Total Peru</i>				<i>6,249,791</i>
<b>Philippines 0.5%</b>				
Republic of the Philippines, Senior Bonds	5.500%	3/30/26	1,640,000	2,017,200(b)
<b>Poland 1.3%</b>				
Republic of Poland, Senior Notes	6.375%	7/15/19	1,660,000	2,050,100(b)
Republic of Poland, Senior Notes	5.125%	4/21/21	890,000	1,032,400(b)
Republic of Poland, Senior Notes	5.000%	3/23/22	2,082,000	2,385,035(b)
<i>Total Poland</i>				<i>5,467,535</i>
<b>Russia 3.4%</b>				
RSHB Capital, Loan Participation Notes, Senior Notes	6.299%	5/15/17	470,000	517,000(a)
RSHB Capital, Loan Participation Notes, Senior Secured Bonds	6.299%	5/15/17	409,000	449,900(a)
RSHB Capital, Loan Participation Notes, Senior Secured Notes	9.000%	6/11/14	340,000	368,543(a)
Russian Federation, Senior Notes	5.625%	4/4/42	4,600,000	5,359,000(a)
Russian Foreign Bond - Eurobond, Senior Bonds	7.500%	3/31/30	6,381,738	7,958,729(a)
<i>Total Russia</i>				<i>14,653,172</i>
<b>Turkey 2.0%</b>				
Republic of Turkey, Bonds	9.000%	3/8/17	5,780,000TRY	3,555,366
Republic of Turkey, Notes	6.750%	5/30/40	812,000	1,038,345
Republic of Turkey, Senior Bonds	5.625%	3/30/21	500,000	582,100
Republic of Turkey, Senior Notes	7.500%	7/14/17	3,000,000	3,626,250
<i>Total Turkey</i>				<i>8,802,061</i>
<b>Venezuela 4.6%</b>				
Bolivarian Republic of Venezuela, Collective Action Securities, Global Senior Bonds	9.375%	1/13/34	1,608,000	1,642,572(b)
Bolivarian Republic of Venezuela, Collective Action Securities, Notes	10.750%	9/19/13	875,000	904,312
Bolivarian Republic of Venezuela, Global Senior Bonds	8.500%	10/8/14	365,000	376,315
Bolivarian Republic of Venezuela, Senior Bonds	5.750%	2/26/16	14,261,000	13,811,778(a)(b)
Bolivarian Republic of Venezuela, Senior Bonds	9.250%	9/15/27	240,000	247,320
Bolivarian Republic of Venezuela, Senior Notes	7.750%	10/13/19	2,700,000	2,619,000(a)
Bolivarian Republic of Venezuela, Senior Notes	7.650%	4/21/25	475,000	440,088
<i>Total Venezuela</i>				<i>20,041,385</i>
TOTAL SOVEREIGN BONDS (Cost \$91,358,940)				101,373,074

Explanation of Responses:

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	SHARES	
COMMON STOCKS 2.1%		
CONSUMER DISCRETIONARY 0.4%		
<b>Hotels, Restaurants &amp; Leisure 0.1%</b>		
Bossier Casino Venture Holdco Inc.	46,209	92,418*(c)(d)
<b>Media 0.3%</b>		
Charter Communications Inc., Class A Shares	15,345	1,325,654*(b)
TOTAL CONSUMER DISCRETIONARY		1,418,072
FINANCIALS 1.3%		
<b>Diversified Financial Services 0.7%</b>		
Citigroup Inc.	75,394	3,164,286(b)
<b>Real Estate Management &amp; Development 0.6%</b>		
Realogy Holdings Corp.	57,513	2,559,329(c)(d)
TOTAL FINANCIALS		5,723,615

*See Notes to Schedule of Investments.*

**WESTERN ASSET GLOBAL HIGH INCOME FUND INC.**

Schedule of investments (unaudited) (cont d)

February 28, 2013

	SHARES	VALUE
SECURITY		
INDUSTRIALS 0.4%		
<b>Building Products 0.0%</b>		
Nortek Inc.	274	\$ 19,712*
<b>Marine 0.4%</b>		
DeepOcean Group Holding AS	56,705	1,122,367*(c)(d)
Horizon Lines Inc., Class A Shares	402,515	603,772*
<i>Total Marine</i>		<i>1,726,139</i>
TOTAL INDUSTRIALS		1,745,851
TOTAL COMMON STOCKS (Cost \$7,990,683)		8,887,538
		RATE
PREFERRED STOCKS 0.6%		
FINANCIALS 0.6%		
<b>Consumer Finance 0.6%</b>		
GMAC Capital Trust I	8.125%	90,029 2,389,370(h)
<b>Diversified Financial Services 0.0%</b>		
Citigroup Capital XIII	7.875%	5,950 168,087(h)
TOTAL FINANCIALS		2,557,457
MATERIALS 0.0%		
<b>Metals &amp; Mining 0.0%</b>		
ArcelorMittal	6.000%	5,800 135,720
TOTAL PREFERRED STOCKS (Cost \$2,482,849)		2,693,177
	EXPIRATION DATE	NOTIONAL AMOUNT
PURCHASED OPTIONS 0.0%		
Credit default swaption with Credit Suisse First Boston Inc. to buy protection on Markit CDX.NA.HY.19 Index, Put @ \$101.00	5/15/13	9,400,000 103,343
Credit default swaption with Credit Suisse to buy protection on Markit CDX.NA.HY.19 Index, Put @ \$100.00	3/20/13	9,760,000 11,014
TOTAL PURCHASED OPTIONS (Cost \$285,592)		114,357
		WARRANTS
WARRANTS 0.0%		
Bolivarian Republic of Venezuela, Oil-linked payment obligations	4/15/20	2,675 83,259
Charter Communications Inc.	11/30/14	752 28,576*
SemGroup Corp.	11/30/14	3,390 70,478*(c)(d)
TOTAL WARRANTS (Cost \$84,429)		182,313
TOTAL INVESTMENTS BEFORE SHORT-TERM INVESTMENTS (Cost		525,699,851

Explanation of Responses:

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\$487,815,837)

	RATE	MATURITY DATE	FACE AMOUNT	
SHORT-TERM INVESTMENTS	0.7%			
<b>Repurchase Agreements</b>	<b>0.7%</b>			
Barclays Capital Inc. repurchase agreement dated 2/28/13; Proceeds at maturity - \$3,100,009; (Fully collateralized by U.S. government obligations, 0.250% due 4/30/14; Market value - \$3,162,721) (Cost - \$3,100,000)	0.100%	3/1/13	3,100,000	\$ 3,100,000
TOTAL INVESTMENTS	122.6 % (Cost \$490,915,837#)			528,799,851
Liabilities in Excess of Other Assets (22.6)%				(97,419,899)
TOTAL NET ASSETS	100.0%			\$ 431,379,952

*See Notes to Schedule of Investments.*

**WESTERN ASSET GLOBAL HIGH INCOME FUND INC.**

Schedule of investments (unaudited) (cont d)

February 28, 2013

Face amount denominated in U.S. dollars, unless otherwise noted.

\* Non-income producing security.

- (a) Security is exempt from registration under Rule 144A of the Securities Act of 1933. This security may be resold in transactions that are exempt from registration, normally to qualified institutional buyers. This security has been deemed liquid pursuant to guidelines approved by the Board of Directors, unless otherwise noted.
- (b) All or a portion of this security is pledged as collateral pursuant to the loan agreement.
- (c) Security is valued in good faith in accordance with procedures approved by the Board of Directors (See Note 1).
- (d) Illiquid security.
- (e) Value is less than \$1.
- (f) Payment-in-kind security for which part of the income earned may be paid as additional principal.
- (g) The coupon payment on these securities is currently in default as of February 28, 2013.
- (h) Variable rate security. Interest rate disclosed is as of the most recent information available.
- (i) Security has no maturity date. The date shown represents the next call date.
- (j) Interest rates disclosed represent the effective rates on collateralized senior loans. Ranges in interest rates are attributable to multiple contracts under the same loan.
- (k) All or a portion of this loan is unfunded as of February 28, 2013. The interest rate for fully unfunded term loans is to be determined.
- # Aggregate cost for federal income tax purposes is substantially the same.  
All or a portion of this security is held by the counterparty as collateral for open repurchase agreements.

Abbreviations used in this schedule:

BRL	- Brazilian Real
EUR	- Euro
GBP	- British Pound
IDR	- Indonesian Rupiah
MXN	- Mexican Peso
MYR	- Malaysian Ringgit
OJSC	- Open Joint Stock Company
TRY	- Turkish Lira

## SCHEDULE OF WRITTEN OPTIONS

SECURITY	EXPIRATION DATE	STRIKE PRICE	NOTIONAL AMOUNT <sup>1</sup>	VALUE
Credit default swaption with Credit Suisse First Boston Inc. to sell protection on Markit CDX.NA.HY.19 Index, Call	5/15/13	\$ 103.00	9,400,000	\$ 64,003
Credit default swaption with Credit Suisse First Boston Inc. to sell protection on Markit CDX.NA.HY.19 Index, Put	5/15/13	98.00	9,400,000	43,100
Credit default swaption with Credit Suisse to sell protection on Markit CDX.NA.HY.19 Index, Put	3/20/13	96.50	19,520,000	4,889
<b>TOTAL WRITTEN OPTIONS</b>				
(Premiums received \$264,552)				\$ 111,992

Explanation of Responses:



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1 In the event an option is exercised and a credit event occurs as defined under the terms of the swap agreement, the notional amount is the maximum potential amount that could be required to be paid as a seller of credit protection or received as a buyer of credit protection.

Notional amount denominated in U.S. dollars, unless otherwise noted.

*See Notes to Schedule of Investments.*

**WESTERN ASSET GLOBAL HIGH INCOME FUND INC.**

Schedule of investments (unaudited) (cont d)

February 28, 2013

**Summary of Investments by Country**

United States	46.0%
Mexico	6.0
Brazil	5.8
Russia	4.6
Venezuela	3.8
Luxembourg	3.8
United Kingdom	3.1
Indonesia	2.5
Colombia	1.9
Germany	1.7
Turkey	1.7
Netherlands	1.5
Ireland	1.4
Italy	1.3
Peru	1.2
France	1.2
Chile	1.0
Poland	1.0
Spain	0.9
South Africa	0.8
Australia	0.7
Malaysia	0.7
India	0.7
Canada	0.6
Panama	0.5
Kazakhstan	0.5
Cayman Islands	0.5
Bermuda	0.5
Norway	0.4
Philippines	0.4
Qatar	0.3
United Arab Emirates	0.3
Jersey	0.3
Argentina	0.3
Marshall Islands	0.3
Belgium	0.3
Trinidad and Tobago	0.2
Czech Republic	0.2
China	0.2
Sweden	0.1
Singapore	0.1
Mongolia	0.1
Short - Term Investments	0.6
	100.0%

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As a percentage of total investments. Please note that the fund holdings are as of February 28, 2013 and are subject to change.

*See Notes to Schedule of Investments.*

**Notes to schedule of investments (unaudited)**

**1. Organization and significant accounting policies**

Western Asset Global High Income Fund Inc. (the Fund) was incorporated in Maryland and is registered as a non-diversified, closed-end management investment company under the Investment Company Act of 1940, as amended (the 1940 Act). The Board of Directors authorized 100 million shares of \$0.001 par value common stock. The Fund's primary investment objective is high current income. The Fund's secondary objective is total return.

The following are significant accounting policies consistently followed by the Fund and are in conformity with U.S. generally accepted accounting principles (GAAP).

**(a) Investment valuation.** The valuations for fixed income securities (which may include, but are not limited to, corporate, government, municipal, mortgage-backed, collateralized mortgage obligations and asset-backed securities) and certain derivative instruments are typically the prices supplied by independent third party pricing services, which may use market prices or broker/dealer quotations or a variety of valuation techniques and methodologies. The independent third party pricing services use inputs that are observable such as issuer details, interest rates, yield curves, prepayment speeds, credit risks/spreads, default rates and quoted prices for similar securities. Short-term fixed income securities that will mature in 60 days or less are valued at amortized cost, unless it is determined that using this method would not reflect an investment's fair value. Futures contracts are valued daily at the settlement price established by the board of trade or exchange on which they are traded. Equity securities for which market quotations are available are valued at the last reported sales price or official closing price on the primary market or exchange on which they trade. When the Fund holds securities or other assets that are denominated in a foreign currency, the Fund will normally use the currency exchange rates as of 4:00 p.m. (Eastern Time). If independent third party pricing services are unable to supply prices for a portfolio investment, or if the prices supplied are deemed by the manager to be unreliable, the market price may be determined by the manager using quotations from one or more broker/dealers or at the transaction price if the security has recently been purchased and no value has yet been obtained from a pricing service or pricing broker. When reliable prices are not readily available, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded, but before the Fund calculates its net asset value, the Fund values these securities as determined in accordance with procedures approved by the Fund's Board of Directors.

The Board of Directors is responsible for the valuation process and has delegated the supervision of the daily valuation process to the Legg Mason North American Fund Valuation Committee (the Valuation Committee). The Valuation Committee, pursuant to the policies adopted by the Board of Directors, is responsible for making fair value determinations, evaluating the effectiveness of the Fund's pricing policies, and reporting to the Board of Directors. When determining the reliability of third party pricing information for investments owned by the Fund, the Valuation Committee, among other things, conducts due diligence reviews of pricing vendors, monitors the daily change in prices and reviews transactions among market participants.

The Valuation Committee will consider pricing methodologies it deems relevant and appropriate when making fair value determinations. Examples of possible methodologies include, but are not limited to, multiple of earnings; discount from market of a similar freely traded security; discounted cash-flow analysis; book value or a multiple thereof; risk premium/yield analysis; yield to maturity; and/or fundamental investment analysis. The Valuation Committee will also consider factors it deems relevant and appropriate in light of the facts and circumstances. Examples of possible factors include, but are not limited to, the type of security; the issuer's financial statements; the purchase price of the security; the discount from market value of unrestricted securities of the same class at the time of purchase; analysts' research and observations from financial institutions; information regarding any transactions or offers with respect to the security; the existence of merger proposals or tender offers affecting the security; the price and extent of public trading in similar securities of the issuer or comparable

companies; and the existence of a shelf registration for restricted securities.

For each portfolio security that has been fair valued pursuant to the policies adopted by the Board of Directors, the fair value price is compared against the last available and next available market quotations. The Valuation Committee reviews the results of such back testing monthly and fair valuation occurrences are reported to the Board of Directors quarterly.

The Fund uses valuation techniques to measure fair value that are consistent with the market approach and/or income approach, depending on the type of security and the particular circumstance. The market approach uses prices and other relevant information generated by market transactions involving identical or comparable securities. The income approach uses valuation techniques to discount estimated future cash flows to present value.

**Notes to schedule of investments (unaudited) (continued)**

GAAP establishes a disclosure hierarchy that categorizes the inputs to valuation techniques used to value assets and liabilities at measurement date. These inputs are summarized in the three broad levels listed below:

- Level 1 quoted prices in active markets for identical investments
- Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)
- Level 3 significant unobservable inputs (including the Fund's own assumptions in determining the fair value of investments)

The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

The following is a summary of the inputs used in valuing the Fund's assets and liabilities carried at fair value:

DESCRIPTION	ASSETS			TOTAL
	QUOTED PRICES (LEVEL 1)	OTHER SIGNIFICANT OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)	
Long-term investments :				
Corporate bonds & notes		\$ 400,606,762	\$ 1,704,583	\$ 402,311,345
Asset-backed securities		1,446,653		1,446,653
Collateralized senior loans		8,432,072		8,432,072
Convertible bonds & notes		259,322		259,322
Sovereign bonds		101,373,074		101,373,074
Common stocks:				
Consumer discretionary	\$ 1,325,654		92,418	1,418,072
Financials	3,164,286	2,559,329		5,723,615
Industrials	623,484		1,122,367	1,745,851
Preferred stocks	2,693,177			2,693,177
Purchased options		114,357		114,357
Warrants		182,313		182,313
Total long-term investments	\$ 7,806,601	\$ 514,973,882	\$ 2,919,368	\$ 525,699,851
Short-term investments		3,100,000		3,100,000
Total investments	\$ 7,806,601	\$ 518,073,882	\$ 2,919,368	\$ 528,799,851
Other financial instruments:				
Forward foreign currency contracts		\$ 2,165,478		\$ 2,165,478
Total	\$ 7,806,601	\$ 520,239,360	\$ 2,919,368	\$ 530,965,329

**LIABILITIES**

Explanation of Responses:

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DESCRIPTION	QUOTED PRICES (LEVEL 1)	OTHER SIGNIFICANT OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)	TOTAL
Other financial instruments:				
Written options		\$ 111,992		\$ 111,992
Forward foreign currency contracts		142,689		142,689
Credit default swaps on credit indices - buy protection		1,143,910		1,143,910
Total		\$ 1,398,591		\$ 1,398,591

See Schedule of Investments for additional detailed categorizations.

Values include any premiums paid or received with respect to swap contracts.

**Notes to schedule of investments (unaudited) (continued)**

**(b) Repurchase agreements.** The Fund may enter into repurchase agreements with institutions that its investment adviser has determined are creditworthy. Each repurchase agreement is recorded at cost. Under the terms of a typical repurchase agreement, the Fund acquires a debt security subject to an obligation of the seller to repurchase, and of the Fund to resell, the security at an agreed-upon price and time, thereby determining the yield during the Fund's holding period. When entering into repurchase agreements, it is the Fund's policy that its custodian or a third party custodian, acting on the Fund's behalf, take possession of the underlying collateral securities, the market value of which, at all times, at least equals the principal amount of the repurchase transaction, including accrued interest. To the extent that any repurchase transaction maturity exceeds one business day, the value of the collateral is marked-to-market and measured against the value of the agreement in an effort to ensure the adequacy of the collateral. If the counterparty defaults, the Fund generally has the right to use the collateral to satisfy the terms of the repurchase transaction. However, if the market value of the collateral declines during the period in which the Fund seeks to assert its rights or if bankruptcy proceedings are commenced with respect to the seller of the security, realization of the collateral by the Fund may be delayed or limited.

**(c) Reverse repurchase agreements.** The Fund may enter into reverse repurchase agreements. Under the terms of a typical reverse repurchase agreement, a fund sells a security subject to an obligation to repurchase the security from the buyer at an agreed-upon time and price. In the event the buyer of securities under a reverse repurchase agreement files for bankruptcy or becomes insolvent, the Fund's use of the proceeds of the agreement may be restricted pending a determination by the counterparty, or its trustee or receiver, whether to enforce the Fund's obligation to repurchase the securities. In entering into reverse repurchase agreements, the Fund will maintain cash, U.S. government securities or other liquid debt obligations at least equal in value to its obligations with respect to reverse repurchase agreements or will take other actions permitted by law to cover its obligations.

**(d) Futures contracts.** The Fund uses futures contracts generally to gain exposure to, or hedge against, changes in interest rates or gain exposure to, or hedge against, changes in certain asset classes. A futures contract represents a commitment for the future purchase or sale of an asset at a specified price on a specified date.

Upon entering into a futures contract, the Fund is required to deposit cash or cash equivalents with a broker in an amount equal to a certain percentage of the contract amount. This is known as the initial margin and subsequent payments (variation margin) are made or received by the Fund each day, depending on the daily fluctuation in the value of the contract. For certain futures, including foreign denominated futures, variation margin is not settled daily, but is recorded as a net variation margin payable or receivable. Futures contracts are valued daily at the settlement price established by the board of trade or exchange on which they are traded.

Futures contracts involve, to varying degrees, risk of loss. In addition, there is the risk that the Fund may not be able to enter into a closing transaction because of an illiquid secondary market.

**(e) Forward foreign currency contracts.** The Fund enters into a forward foreign currency contract to hedge against foreign currency exchange rate risk on its non-U.S. dollar denominated securities or to facilitate settlement of a foreign currency denominated portfolio transaction. A forward foreign currency contract is an agreement between two parties to buy and sell a currency at a set price with delivery and settlement at a future date. The contract is marked-to-market daily and the change in value is recorded by the Fund as an unrealized gain or loss. When a forward foreign currency contract is closed, through either delivery or offset by entering into another forward foreign currency contract, the Fund recognizes a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value of the contract at the time it is closed.



When entering into a forward foreign currency contract, the Fund bears the risk of an unfavorable change in the foreign exchange rate underlying the forward foreign currency contract. Risks may also arise upon entering into these contracts from the potential inability of the counterparties to meet the terms of their contracts.

**(f) Foreign currency translation.** Investment securities and other assets and liabilities denominated in foreign currencies are translated into U.S. dollar amounts based upon prevailing exchange rates on the date of valuation. Purchases and sales of investment securities and income and expense items denominated in foreign currencies are translated into U.S. dollar amounts based upon prevailing exchange rates on the respective dates of such transactions.

Foreign security and currency transactions may involve certain considerations and risks not typically associated with those of U.S. dollar denominated transactions as a result of, among other factors, the possibility of lower levels of governmental supervision and regulation of foreign securities markets and the possibility of political or economic instability.

**Notes to schedule of investments (unaudited) (continued)**

**(g) Swap agreements.** The Fund invests in swaps for the purpose of managing its exposure to interest rate, credit or market risk, or for other purposes. The use of swaps involves risks that are different from those associated with other portfolio transactions.

Swap contracts are marked-to-market daily and changes in value are recorded as unrealized appreciation (depreciation). Gains or losses are realized upon termination of the swap agreement. Collateral, in the form of restricted cash or securities, may be required to be held in segregated accounts with the Fund's custodian in compliance with the terms of the swap contracts. Securities posted as collateral for swap contracts are identified in the Schedule of Investments.

**Credit default swaps**

The Fund enters into credit default swap ( CDS ) contracts for investment purposes, to manage its credit risk or to add leverage. CDS agreements involve one party making a stream of payments to another party in exchange for the right to receive a specified return in the event of a default by a third party, typically corporate or sovereign issuers, on a specified obligation, or in the event of a write-down, principal shortfall, interest shortfall or default of all or part of the referenced entities comprising a credit index. The Fund may use a CDS to provide protection against defaults of the issuers (i.e., to reduce risk where the Fund has exposure to an issuer) or to take an active long or short position with respect to the likelihood of a particular issuer's default. As a seller of protection, the Fund generally receives an upfront payment or a stream of payments throughout the term of the swap provided that there is no credit event. If the Fund is a seller of protection and a credit event occurs, as defined under the terms of that particular swap agreement, the maximum potential amount of future payments (undiscounted) that the Fund could be required to make under a credit default swap agreement would be an amount equal to the notional amount of the agreement. These amounts of potential payments will be partially offset by any recovery of values from the respective referenced obligations. As a seller of protection, the Fund effectively adds leverage to its portfolio because, in addition to its total net assets, the Fund is subject to investment exposure on the notional amount of the swap. As a buyer of protection, the Fund generally receives an amount up to the notional value of the swap if a credit event occurs.

Implied spreads are the theoretical prices a lender receives for credit default protection. When spreads rise, market perceived credit risk rises and when spreads fall, market perceived credit risk falls. The implied credit spread of a particular referenced entity reflects the cost of buying/selling protection and may include upfront payments required to enter into the agreement. Wider credit spreads and decreasing market values, when compared to the notional amount of the swap, represent a deterioration of the referenced entity's credit soundness and a greater likelihood or risk of default or other credit event occurring as defined under the terms of the agreement. Credit spreads utilized in determining the period end market value of credit default swap agreements on corporate or sovereign issues are disclosed in the Notes to the Schedule of Investments and serve as an indicator of the current status of the payment/performance risk and represent the likelihood or risk of default for credit derivatives. For credit default swap agreements on asset-backed securities and credit indices, the quoted market prices and resulting values, particularly in relation to the notional amount of the contract as well as the annual payment rate, serve as an indication of the current status of the payment/performance risk.

The Fund's maximum risk of loss from counterparty risk, as the protection buyer, is the fair value of the contract (this risk is mitigated by the posting of collateral by the counterparty to the Fund to cover the Fund's exposure to the counterparty). As the protection seller, the Fund's maximum risk is the notional amount of the contract. Credit default swaps are considered to have credit risk-related contingent features since they require payment by the protection seller to the protection buyer upon the occurrence of a defined credit event.

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Entering into a CDS agreement involves, to varying degrees, elements of credit, market and documentation risk. Such risks involve the possibility that there will be no liquid market for these agreements, that the counterparty to the agreement may default on its obligation to perform or disagree as to the meaning of the contractual terms in the agreement, and that there will be unfavorable changes in net interest rates.

**(h) Written Option.** When the Fund writes an option, an amount equal to the premium received by the Fund is recorded as a liability, the value of which is marked-to-market daily to reflect the current market value of the option written. If the option expires, the Fund realizes a gain from investments equal to the amount of the premium received. When a written call option is exercised, the difference between the premium and the amount for effecting a closing purchase transaction, including brokerage commission, is also treated as a realized gain or loss. When a written put option is exercised, the amount of the premium received reduces the cost of the security purchased by the Fund.

A risk in writing a covered call option is that the Fund may forego the opportunity of profit if the market price of the underlying security increases and the option is exercised. The risk in writing a put option is that the Fund may incur a loss if the market price of the underlying security decreases and the option is exercised. The risk in writing a call option

**Notes to schedule of investments (unaudited) (continued)**

is that the Fund is exposed to the risk of loss if the market price of the underlying security increases. In addition, there is the risk that the Fund may not be able to enter into a closing transaction because of an illiquid secondary market.

**(i) Swaptions.** The Fund purchases and writes swaption contracts to manage exposure to an underlying instrument. The Fund may also purchase or write options to manage exposure to fluctuations in interest rates or to enhance yield. Swaption contracts written by the Fund represent an option that gives the purchaser the right, but not the obligation, to enter into a previously agreed upon swap contract at a future date. Swaption contracts purchased by the Fund represent an option that gives the Fund the right, but not the obligation, to enter into a previously agreed upon swap contract at a future date.

When the Fund writes a swaption, an amount equal to the premium received by the Fund is recorded as a liability, the value of which is marked-to-market daily to reflect the current market value of the swaption written. If the swaption expires, the Fund realizes a gain equal to the amount of the premium received.

When the Fund purchases a swaption, an amount equal to the premium paid by the Fund is recorded as an investment, the value of which is marked-to-market daily to reflect the current market value of the swaption purchased. If the swaption expires, the Fund realizes a loss equal to the amount of the premium paid.

Swaptions are marked-to-market daily based upon quotations from market makers.

**(j) Loan participations.** The Fund may invest in loans arranged through private negotiation between one or more financial institutions. The Fund's investment in any such loan may be in the form of a participation in or an assignment of the loan. In connection with purchasing participations, the Fund generally will have no right to enforce compliance by the borrower with the terms of the loan agreement related to the loan, or any rights of off-set against the borrower and the Fund may not benefit directly from any collateral supporting the loan in which it has purchased the participation.

The Fund assumes the credit risk of the borrower, the lender that is selling the participation and any other persons interpositioned between the Fund and the borrower. In the event of the insolvency of the lender selling the participation, the Fund may be treated as a general creditor of the lender and may not benefit from any off-set between the lender and the borrower.

**(k) Unfunded loan commitments.** The Fund may enter into certain credit agreements all or a portion of which may be unfunded. The Fund is obligated to fund these commitments at the borrower's discretion. The commitments are disclosed in the accompanying Schedule of Investments. At February 28, 2013, the Fund had sufficient cash and/or securities to cover these commitments.

**(l) Foreign investment risks.** The Fund's investments in foreign securities may involve risks not present in domestic investments. Since securities may be denominated in foreign currencies, may require settlement in foreign currencies or pay interest or dividends in foreign currencies, changes in the relationship of these foreign currencies to the U.S. dollar can significantly affect the value of the investments and earnings of the Fund. Foreign investments may also subject the Fund to foreign government exchange restrictions, expropriation, taxation or other political, social or economic developments, all of which affect the market and/or credit risk of the investments.

**(m) Counterparty risk and credit-risk-related contingent features of derivative instruments.** The Fund may invest in certain securities or engage in other transactions, where the Fund is exposed to counterparty credit risk in addition to broader market risks. The Fund may invest in securities of issuers, which may also be considered counterparties as trading partners in other transactions. This may increase the risk of loss in the event of default or bankruptcy by the counterparty or if the counterparty otherwise fails to meet its contractual obligations. The Fund's investment manager attempts to mitigate counterparty risk by (i) periodically assessing the creditworthiness of its trading partners, (ii) monitoring and/or limiting the amount of its net exposure to each individual counterparty based on its assessment and (iii) requiring collateral from the counterparty for certain transactions. Market events and changes in overall economic conditions may impact the assessment of such counterparty risk by the investment manager. In addition, declines in the values of underlying collateral received may expose the Fund to increased risk of loss.

The Fund has entered into master agreements with certain of its derivative counterparties that provide for general obligations, representations, agreements, collateral, events of default or termination and credit related contingent features. The credit related contingent features include, but are not limited to, a percentage decrease in the Fund's net assets or NAV over a specified period of time. If these credit related contingent features were triggered, the derivatives counterparty could terminate the positions and demand payment or require additional collateral.

**Notes to schedule of investments (unaudited) (continued)**

As of February 28, 2013, the Fund held written options, forward foreign currency contracts and credit default swaps, with credit related contingent features which had a liability position of \$1,398,591. If a contingent feature in the master agreements would have been triggered, the Fund would have been required to pay this amount to its derivatives counterparties.

**(n) Security transactions.** Security transactions are accounted for on a trade date basis.

**2. Investments**

At February 28, 2013, the aggregate gross unrealized appreciation and depreciation of investments for federal income tax purposes were substantially as follows:

Gross unrealized appreciation	\$	49,241,776
Gross unrealized depreciation		(11,357,762)
Net unrealized appreciation	\$	37,884,014

Transactions in reverse repurchase agreements for the Fund during the period ended February 28, 2013 were as follows:

	<b>Average Daily Balance*</b>	<b>Weighted Average Interest Rate*</b>		<b>Maximum Amount Outstanding</b>
\$	7,044,181	0.61%	\$	12,619,877

\* Averages based on the number of days that Fund had reverse repurchase agreements outstanding.

Interest rates on reverse repurchase agreements ranged from 0.55% to 0.65% during the period ended February 28, 2013. Interest expense incurred on reverse repurchase agreements totaled \$32,062.

At February 28, 2013, the Fund had the following open reverse repurchase agreements:

Counterparty	Rate	Effective Date	Maturity Date	Face Amount of Reverse Repurchase Agreements
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Explanation of Responses:

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Deutsche Bank Securities Inc.	0.60%	7/18/2012	TBD*	\$	5,451,830
Deutsche Bank Securities Inc.	0.55%	2/15/2013	TBD*		6,991,649
				\$	<b>12,443,479</b>

\* TBD To Be Determined; These reverse repurchase agreements have no maturity dates because they are renewed daily and can be terminated by either the Fund or the counterparty in accordance with the terms of the agreements.

On February 28, 2013, the total market value of underlying collateral (refer to the Schedule of Investments for positions held at the counterparty as collateral for reverse repurchase agreements) for open reverse repurchase agreements was \$13,875,067.

During the period ended February 28, 2013, written option transactions for the Fund were as follows:

		<b>Number of Contracts</b>		<b>Premiums</b>
Written options, outstanding as of May 31, 2012	\$	34,766,000	\$	459,892
Options written		154,932,400		737,144
Options bought back				
Options exercised		(35,865,700)		(206,984)
Options expired		(115,512,700)		(725,500)
Written options, outstanding as of February 28, 2013	\$	38,320,000	\$	264,552

At February 28, 2013, the Fund had the following open forward foreign currency contracts:

Notes to schedule of investments (unaudited) (continued)

FOREIGN CURRENCY	COUNTERPARTY	LOCAL CURRENCY	MARKET VALUE	SETTLEMENT DATE	UNREALIZED GAIN (LOSS)
<b>Contracts to Buy:</b>					
Brazilian Real	Deutsche Bank AG	4,708,000	\$ 2,375,284	3/15/13	\$ 10,642
British Pound	Citibank N.A.	305,581	463,409	5/16/13	(14,220)
Euro	Citibank N.A.	200,000	261,253	5/16/13	(6,223)
Mexican Peso	Morgan Stanley & Co.	50,397,085	3,920,695	5/16/13	(34,064) (43,865)
<b>Contracts to Sell:</b>					
Brazilian Real	Deutsche Bank AG	4,708,000	2,375,284	3/15/13	(88,182)
Euro	JPMorgan Chase	561,000	732,471	3/15/13	26,618
British Pound	Credit Suisse	1,583,000	2,400,597	5/16/13	91,362
British Pound	UBS AG	2,093,971	3,175,478	5/16/13	131,343
Euro	Citibank N.A.	910,000	1,188,702	5/16/13	29,425
Euro	Citibank N.A.	1,020,000	1,332,392	5/16/13	33,817
Euro	Citibank N.A.	10,441,983	13,640,011	5/16/13	499,498
Euro	Credit Suisse	4,060,753	5,304,425	5/16/13	203,174
Euro	UBS AG	22,952,855	29,982,543	5/16/13	1,124,039
Polish Zloty	Citibank N.A.	1,742,895	544,964	5/16/13	15,560
					2,066,654
Net unrealized gain on open forward foreign currency contracts					\$ 2,022,789

At February 28, 2013, the Fund held the following open swap contracts:

SWAP COUNTERPARTY (REFERENCE ENTITY)	NOTIONAL AMOUNT <sup>2</sup>	TERMINATION DATE	CREDIT DEFAULT SWAPS ON CREDIT INDICES		BUY PROTECTION <sup>1</sup>		UNREALIZED APPRECIATION (DEPRECIATION)
			PERIODIC PAYMENTS MADE BY THE FUND	MARKET VALUE <sup>3</sup>	UPFRONT PREMIUMS PAID (RECEIVED)		
BNP Paribas (Markit CDX.NA.HY.17 Index)	\$ 2,544,000	12/20/16	5.000% quarterly	\$ (119,298)	\$ 57,438	\$ (176,736)	
BNP Paribas (Markit CDX.NA.HY.17 Index)	1,440,000	12/20/16	5.000% quarterly	(67,527)	33,926	(101,453)	
Morgan Stanley & Co. Inc. (Markit CDX.NA.HY.17 Index)	2,880,000	12/20/16	5.000% quarterly	(135,055)	70,678	(205,733)	
BNP Paribas (Markit CDX.NA.HY.18 Index)	3,217,500	6/20/17	5.000% quarterly	(122,681)	125,444	(248,125)	
Barclays Capital Inc. (Markit CDX.NA.HY.18 Index)	2,227,500	6/20/17	5.000% quarterly	(84,932)	25,706	(110,638)	
Bank of America Securities LLC (Markit CDX.NA.HY.18 Index)	326,700	6/20/17	5.000% quarterly	(12,457)	1,358	(13,815)	
Barclays Capital Inc. (Markit CDX.NA.HY.18 Index)	2,574,000	6/20/17	5.000% quarterly	(98,145)	12,362	(110,507)	
BNP Paribas (Markit CDX.NA.HY.19 Index)	9,700,000	12/20/17	5.000% quarterly	(271,500)	(292,274)	20,774	
BNP Paribas (Markit CDX.NA.HY.19 Index)	4,150,000	12/20/17	5.000% quarterly	(116,158)	(90,334)	(25,824)	
BNP Paribas (Markit CDX.NA.HY.19 Index)	4,150,000	12/20/17	5.000% quarterly	(116,157)	(85,825)	(30,332)	
Total	\$ 33,209,700			\$ (1,143,910)	\$ (141,521)	\$ (1,002,389)	

(1) If the Fund is a buyer of protection and a credit event occurs, as defined under the terms of that particular swap agreement, the Fund will either (i) receive from the seller of protection an amount equal to the notional amount of the swap and deliver the referenced obligation or the underlying securities comprising the



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referenced index or (ii) receive a net settlement amount in the form of cash or securities equal to the notional amount of the swap less the recovery value of the referenced obligation or the underlying securities comprising the referenced index.

(2) The maximum potential amount the Fund could be required to pay as a seller of credit protection or receive as a buyer of credit protection if a credit event occurs as defined under the terms of that particular swap agreement.

(3) The quoted market prices and resulting values for credit default swap agreements on asset-backed securities and credit indices serve as an indicator of the current status of the payment/performance risk and represent the likelihood of an expected liability (or profit) for the credit derivative should the notional amount of the swap agreement been closed/sold as of the period end. Decreasing market values (sell protection) or increasing market values (buy protection) when compared to the notional amount of the swap, represent a deterioration of the referenced entity's credit soundness and a greater likelihood or risk of default or other credit event occurring as defined under the terms of the agreement.

Percentage shown is an annual percentage rate.

### 3. Derivative instruments and hedging activities

GAAP requires enhanced disclosure about an entity's derivative and hedging activities.

The following is a summary of the Fund's derivative instruments categorized by risk exposure at February 28, 2013.

Notes to schedule of investments (unaudited) (continued)

Primary Underlying Risk	Purchased Options, at value	Written Options, at value	Forward Foreign Currency Contracts		Swap Contracts, at value	Total
			Unrealized Appreciation	Unrealized Depreciation		
Foreign Exchange Risk			\$ 2,165,478	\$ (142,689)	\$	2,022,789
Credit Risk	\$ 114,357	\$ (111,992)			\$ (1,143,910)	(1,141,545)
<b>Total</b>	<b>\$ 114,357</b>	<b>\$ (111,992)</b>	<b>\$ 2,165,478</b>	<b>\$ (142,689)</b>	<b>\$ (1,143,910)</b>	<b>\$ 881,244</b>

During the period ended February 28, 2013, the volume of derivative activity for the Fund was as follows:

	Average market value
Purchased options	\$ 217,126
Written options	186,845
Forward foreign currency contracts (to buy)	8,042,024
Forward foreign currency contracts (to sell)	61,721,668
Futures contracts (to sell)	5,034,675

	Average notional balance
Credit default swap contracts (to buy protection)	\$ 22,172,000

At February 28, 2013, there were no open positions held in this derivative.

ITEM 2. CONTROLS AND PROCEDURES.

(a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the disclosure controls and procedures required by Rule 30a-3(b) under the 1940 Act and 15d-15(b) under the Securities Exchange Act of 1934.

(b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's last fiscal quarter that have materially affected, or are likely to materially affect the registrant's internal control over financial reporting.

ITEM 3. EXHIBITS.

Certifications pursuant to Rule 30a-2(a) under the Investment Company Act of 1940, as amended, are attached hereto.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Western Asset Global High Income Fund Inc.**

By /s/ R. Jay Gerken  
R. Jay Gerken  
Chief Executive Officer

Date: April 26, 2013

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

By /s/ R. Jay Gerken  
R. Jay Gerken  
Chief Executive Officer

Date: April 26, 2013

By /s/ Richard F. Sennett  
Richard F. Sennett  
Principal Financial Officer

Date: April 26, 2013

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