

BRAZIL FUND INC
Form N-Q
May 30, 2006
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM N-Q

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

Investment Company Act file number 811-5269

Brazil Fund, Inc.

(Exact name of registrant as specified in charter)

345 Park Avenue

New York, NY 10154

(Address of principal executive offices) (Zip code)

Paul Schubert

345 Park Avenue

New York, NY 10154

(Name and address of agent for service)

Registrant's telephone number, including area code: (212) 454-7190

Date of fiscal year end: 06/30

Date of reporting period: 03/31/06

Form N-Q is to be used by registered management investment companies, other than small business investment companies registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than 60 days after the close of the first and third fiscal quarters, pursuant to rule 30b1-5 under the Investment Company Act of 1940 (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-Q in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-Q, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-Q unless the Form displays a currently valid Office of

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Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 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.

ITEM 1. SCHEDULE OF INVESTMENTS

Investment Portfolio as of **March 31, 2006 (Unaudited)**

The Brazil Fund, Inc.

| | Shares | Value (\$) |
|--|-------------|--------------------|
| Equity Securities 98.7% | | |
| Consumer Discretionary 1.9% | | |
| Internet & Catalog Retail 0.6% | | |
| Submarino SA | 217,600 | 5,626,026 |
| Textiles, Apparel & Luxury Goods 1.3% | | |
| Sao Paulo Alpargatas SA (Preferred) | 325,796 | 13,399,188 |
| Consumer Staples 15.3% | | |
| Beverages 7.2% | | |
| Companhia de Bebidas das Americas | 28,841,593 | 10,902,229 |
| Companhia de Bebidas das Americas (Preferred) | 144,207,965 | 61,974,772 |
| | | 72,877,001 |
| Food & Staples Retailing 2.1% | | |
| Companhia Brasileira de Distribuicao Grupo Pao de Acucar (Preferred) | 510,916,400 | 21,347,995 |
| Food Products 2.7% | | |
| Sadia SA (Preferred) | 10,198,045 | 27,333,023 |
| Personal Products 0.7% | | |
| Natura Cosméticos SA | 598,000 | 7,101,941 |
| Tobacco 2.6% | | |
| Souza Cruz SA (Voting) | 1,735,943 | 26,480,350 |
| Energy 13.8% | | |
| Oil, Gas & Consumable Fuels | | |
| Petroleo Brasileiro SA (Preferred) | 6,846,632 | 136,489,697 |
| Ultrapar Participacoes SA (Preferred) | 179,810 | 3,157,477 |
| | | 139,647,174 |
| Financials 20.5% | | |
| Banks 19.1% | | |
| Banco Bradesco SA (Preferred) | 1,665,158 | 59,642,513 |
| Banco Itau Holding Financeira SA (Preferred) | 4,440,490 | 131,326,876 |
| Unibanco - Uniao de Bancos Brasileiros SA (Units) | 158,400 | 2,341,597 |
| | | 193,310,986 |
| Insurance 0.9% | | |
| Porto Seguro SA | 528,000 | 9,198,521 |
| Real Estate 0.5% | | |
| Cyrela Brazil Realty SA | 313,200 | 5,580,865 |
| Health Care 0.7% | | |
| Health Care Providers & Services | | |
| Diagnosticos da America SA* | 278,500 | 7,207,024 |
| Industrials 11.9% | | |
| Aerospace & Defense 1.4% | | |

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| | | |
|--|-------------|----------------------|
| Empresa Brasileira de Aeronautica SA (Preferred) | 1,498,932 | 13,818,712 |
| <hr/> | | |
| Airlines 2.3% | | |
| Gol-Linhas Aereas Inteligentes SA (Preferred) | 358,284 | 9,611,084 |
| Tam SA (Preferred) | 750,200 | 14,282,921 |
| | | 23,894,005 |
| Commercial Services & Supplies 0.1% | | |
| Contax Participacoes SA* | 49 | 82 |
| Contax Participacoes SA (Preferred) | 848,205 | 1,058,296 |
| | | 1,058,378 |
| Machinery 4.7% | | |
| Weg SA (Preferred) | 12,806,400 | 47,402,617 |
| Road & Rail 1.8% | | |
| All America Latina Logistica *** | 218,900 | 13,554,806 |
| Localiza Rent A Car SA | 303,000 | 5,152,680 |
| | | 18,707,486 |
| Transportation Infrastructure 1.6% | | |
| Companhia de Concessoes Rodoviaras | 1,296,000 | 12,133,531 |
| Obrascon Huarte Lain Brasil SA* | 301,800 | 3,807,366 |
| | | 15,940,897 |
| Materials 25.9% | | |
| Metals & Mining 21.0% | | |
| Caemi Mineracao e Metalurgica SA (Preferred) | 14,490,500 | 25,646,310 |
| Companhia Siderurgica Nacional SA (Voting) | 1,205,800 | 37,918,064 |
| Companhia Vale do Rio Doce "A" (Preferred)** | 2,030,812 | 87,754,727 |
| Gerdau SA (Preferred) | 2,189,040 | 49,162,359 |
| Usinas Siderurgicas de Minas Gerais SA "A" (Preferred) | 325,600 | 12,074,584 |
| | | 212,556,044 |
| Paper & Forest Products 4.9% | | |
| Aracruz Celulos SA "B" (Preferred) | 5,109,599 | 26,917,481 |
| Votorantim Celulose e Papel SA (Preferred) | 1,434,500 | 23,207,876 |
| | | 50,125,357 |
| Telecommunication Services 2.8% | | |
| Diversified Telecommunication Services 1.9% | | |
| Tele Norte Leste Participacoes SA | 49 | 1,086 |
| Tele Norte Leste Participacoes SA (Preferred) | 833,205 | 13,888,033 |
| Telemar Norte Leste SA "A" (Preferred) | 219,434 | 5,758,621 |
| | | 19,647,740 |
| Wireless Telecommunication Services 0.9% | | |
| Telesp Celular Participacoes SA (Preferred)* | 1,502,802 | 6,409,824 |
| Tim Participacoes SA (Preferred) | 647,040,400 | 2,392,016 |
| | | 8,801,840 |
| Utilities 5.9% | | |
| Electric Utilities 5.0% | | |
| AES Tiete SA (Preferred) | 224,960,000 | 6,237,338 |
| Companhia Energetica de Minas Gerais SA (Preferred) | 842,171,369 | 38,430,879 |
| EDP - Energias do Brasil SA* | 419,600 | 5,853,847 |
| | | 50,522,064 |
| Water Utilities 0.9% | | |
| Companhia Saneamento Basico do Sao Paulo SA (Voting) | 106,400,000 | 9,391,128 |
| Total Equity Securities (Cost \$179,884,494) | | 1,000,976,362 |

| | Principal Amount (\$) | Value (\$) |
|---|----------------------------------|----------------------|
| Other Investments 0.0% | | |
| Companhia Vale do Rio Doce SA* (Cost \$0) | 922,104 | 20,752 |
| | Shares | Value (\$) |
| Cash Equivalents 0.1% | | |
| Cash Management QP Trust, 4.64% (a) (Cost \$676,637) | 676,637 | 676,637 |
| | % of Net Assets | Value (\$) |
| Total Investment Portfolio (Cost \$ 180,561,131) | 98.8 | 1,001,673,751 |
| Other Assets and Liabilities, Net | 1.2 | 12,319,148 |
| Net Assets | 100.0 | 1,013,992,899 |

For information on the Fund's policies regarding the valuation of investments and other significant accounting policies, please refer to the Fund's most recent semi-annual or annual financial statements.

* Non-income producing security.

** These shares are limited voting rights.

*** Units Representing four preferred shares and one common share.

(a) Cash Management QP Trust, an affiliated fund, is managed by Deutsche Investment Management Americas Inc. The rate shown is the annualized seven-day yield at period end.

SIGNATURES

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

Registrant: Brazil Fund, Inc.

By: /s/Michael Colon
Michael Colon

President

Date: May 19, 2006

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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.

Registrant: Brazil Fund, Inc.

By: /s/Michael Colon
Michael Colon
President

Date: May 19, 2006

By: /s/Paul Schubert
Paul Schubert
Chief Financial Officer and Treasurer

Date: May 19, 2006