

NON PUBLIC

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2001

Check here if Amendment [ ]; Amendment Number:

This Amendment (Check only one):

- ☐ is a restatement.  
☐ adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Kenneth Lipper  
Address: 101 Park Avenue, 6th Floor  
New York, New York 10178  
Form 13F File Number: 28-6106

CONFIDENTIAL TREATMENT EXPIRED

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The institutional investment manager filing this report and the attachment hereto and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists and tables are considered integral parts of this form.

Person Signing this Report on behalf of Reporting Manager:

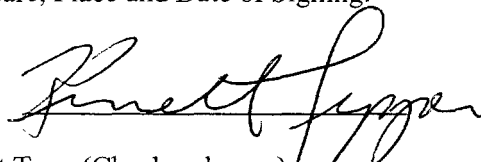
Name: Kenneth Lipper  
Phone: (212) 883-6333

PROCESSED

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THOMSON  
FINANCIAL

Signature, Place and Date of Signing:



New York, New York May 14, 2001

Report Type (Check only one):

- ☒ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)  
☐ 13F NOTICE (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)  
☐ 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

## FORM 13F SUMMARY PAGE

### Report Summary

Number of Other Included Mangers: 5

Form 13F Information Table Entry Total: 204

Form 13F Information Table Value Total: \$1,412,873 (thousands)

#### List of Other Included Mangers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1	28-6547	Jerome Services Corp. LDC
2	28-6112	Lipper & Company, Inc.
3	28-6114	Lipper & Company, L.P.
4	28-6108	Lipper Convertibles, L.P.
5	28-6802	Lipper Holdings, LLC

## ATTACHMENT

Kenneth Lipper ("K. Lipper") owns a majority of the shares of Lipper & Company, Inc. ("Lipper Inc."), a Delaware corporation, and a majority of the member interests of Lipper Holdings, LLC ("Lipper Holdings"), a Delaware limited liability company. Lipper Inc. is the general partner of Lipper & Company, L.P. ("Lipper L.P."), a Delaware limited partnership, and the manager of Lipper Holdings. Lipper L.P. is the investment manager of a number of limited partnerships. Lipper Holdings is the general partner of a number of limited partnerships, some of which are or may be deemed to be "institutional investment managers" for the purposes of the reporting requirements under Section 13(f) of the Act, including Lipper Convertibles, L.P. ("Lipper Convertibles"). K. Lipper is the majority shareholder of Jerome Service Corp. LDC ("Jerome Services"), a Cayman Islands limited duration company, which is the general partner of a number of limited partnerships. K. Lipper, by virtue of his relationship to the aforementioned entities, may be deemed to exercise investment discretion with respect to the Section 13(f) securities held directly and indirectly by such entities, but K. Lipper disclaims investment discretion with respect to such Section 13(f) securities for all other purposes. To the extent that K. Lipper's interest in the aforementioned entities may nevertheless give rise to a Form 13F filing obligation for K. Lipper, the information required by Form 13F is reported herein on behalf of certain entities which are themselves institutional investment managers subject to Section 13(f) of the Act. In that regard, the Section 13(f) securities positions of Jerome Services, Lipper Inc., Lipper L.P., Lipper Convertibles, and Lipper Holdings are included in this Form 13F-HR report by K. Lipper on behalf of himself and each such entity.

**FORM 13F INFORMATION TABLE**

Col. 1	Col. 2	Col. 3	Col. 4	Col. 5	Col. 6	Col. 7	Col. 8		
Name of Issuer	Title of Class	CUSIP No.	Fair Market	Shares or	Investment	Other	Voting Authority		
			Val (x\$1000)	Prn Amt	Discretion	Managers	Sole	Shared	None
AES Corp	4.5 % Conv '05	00130H AN 5	21,040	10,621,000	Shared-Def	2,4,5			
AES Corp	4.5 % Conv '05	00130H AN 5	1,981	1,000,000	Shared-Def	1,2,3			
AES Corp	4.5 % Conv '05	00130H AN 5	628	317,000	Shared-Def	2,4,5			
AES Corp	4.5 % Conv '05	00130H AN 5	1,981	1,000,000	Shared-Def	1,2,3			
A T & T	Com	001957 10 9	271	12,729	Shared-Def	2,3,5	12,729		
A T & T	Com	001957 10 9	32	1,495	Shared-Def	2,3	1,495		
A T & T	Com	001957 10 9	60	2,797	Shared-Def	1,2,3	2,797		
A T & T	Com	001957 10 9	21	1,000	Shared-Def	2,3,5	1,000		
Affiliated Computer Services	4% Conv '05	008190 AC 4	18,878	11,782,000	Shared-Def	2,4,5			
Affiliated Computer Services	4% Conv '05	008190 AC 4	4,166	2,600,000	Shared-Def	1,2,3			
Affiliated Computer Services	4% Conv '05	008190 AC 4	1,014	633,000	Shared-Def	2,4,5			
Affymetrix Inc	5% Conv '06	00826T AA 6	14,611	18,000,000	Shared-Def	2,4,5			
Affymetrix Inc	5% Conv '06	00826T AA 6	1,623	2,000,000	Shared-Def	1,2,3			
Alpharma Inc	5.75% Conv '05	020813 AB 7	1,172	1,000,000	Shared-Def	2,4,5			
Alpharma Inc	5.75% Conv '05	020813 AB 7	4,083	3,485,000	Shared-Def	1,2,3			
Alza Corp Del	Com	022615 10 8	1,717	42,400	Shared-Def	2,3,5	42,400		
Alza Corp Del	Com	022615 10 8	85	2,100	Shared-Def	2,3	2,100		
Alza Corp Del	Com	022615 10 8	498	12,300	Shared-Def	1,2,3	12,300		
Alza Corp Del	Com	022615 10 8	130	3,200	Shared-Def	2,3,5	3,200		
American Tower Corp	6.25% Conv '09	029912 AA 0	28,258	27,000,000	Shared-Def	2,4,5			
American Tower Corp	6.25% Conv '09	029912 AA 0	3,140	3,000,000	Shared-Def	1,2,3			
American Tower Corp	6.25% Conv '09	029912 AA 0	523	500,000	Shared-Def	1,2,3			
Amerisource Health Corp	5% Conv '07	03071P AB 8	10,555	8,850,000	Shared-Def	2,4,5			
Amerisource Health Corp	5% Conv '07	03071P AB 8	3,578	3,000,000	Shared-Def	1,2,3			
Amerisource Health Corp	5% Conv '07	03071P AB 8	2,385	2,000,000	Shared-Def	2,4,5			
Amerisource Health Corp	5% Conv '07	03071P AB 8	1,193	1,000,000	Shared-Def	1,2,3			
Aviron	5.25% Conv '08	053762 AD 2	1,815	2,000,000	Shared-Def	2,4,5			
Aviron	5.25% Conv '08	053762 AD 2	1,815	2,000,000	Shared-Def	1,2,3			
3isys Group Inc.	4% Conv '06	055472 AA 2	6,524	6,250,000	Shared-Def	2,4,5			
Barnes & Noble Inc	5.25% Conv '09	067774 AC 3	20,744	20,000,000	Shared-Def	2,4,5			
Barnes & Noble Inc	5.25% Conv '09	067774 AC 3	4,149	4,000,000	Shared-Def	1,2,3			
Barnes & Noble Inc	5.25% Conv '09	067774 AC 3	2,074	2,000,000	Shared-Def	2,4,5			
Barnes & Noble Inc	5.25% Conv '09	067774 AC 3	2,074	2,000,000	Shared-Def	1,2,3			
3EA Sys Inc	4% Conv '06	073325 AC 6	20,077	17,800,000	Shared-Def	2,4,5			
Biovail Corp	6.75% Conv Pld	09067J 20 8	32,357	430,400	Shared-Def	2,4,5			430,400
3IT Group Inc	Com	125577 10 6	1,022	35,400	Shared-Def	2,3,5	35,400		
3IT Group Inc	Com	125577 10 6	52	1,800	Shared-Def	2,3	1,800		

CIT Group Inc	Com	125577 10 6	295	10,200		Shared-Def	1,2,3	10,200		
CIT Group Inc	Com	125577 10 6	75	2,600		Shared-Def	2,3,5	2,600		
CNF Inc	5% Conv Pfd A	12612V 20 5	11,791	238,500		Shared-Def	2,4,5			238,500
Canadian Natl Ry Co	5.25% Conv Pfd	136375 40 9	27,977	465,500		Shared-Def	2,4,5			465,500
Canadian Natl Ry Co	5.25% Conv Pfd	136375 40 9	571	9,500		Shared-Def	2,4,5			9,500
Charter Communications Inc Del	5.75% Conv '05	16117M AA 5	42,438	33,500,000		Shared-Def	2,4,5			
Charter Communications Inc Del	5.75% Conv '05	16117M AA 5	8,868	7,000,000		Shared-Def	1,2,3			
Charter Communications Inc Del	5.75% Conv '05	16117M AA 5	5,067	4,000,000		Shared-Def	2,4,5			
Charter Communications Inc Del	5.75% Conv '05	16117M AA 5	2,534	2,000,000		Shared-Def	1,2,3			
Cincinnati Finl Corp	5.5% Snr Conv '02	172062 AB 7	4,984	2,161,000		Shared-Def	2,4,5			
Cincinnati Finl Corp	5.5% Snr Conv '02	172062 AB 7	2,306	1,000,000		Shared-Def	1,2,3			
Citizens Utils Tr	5% Conv Pfd	177351 20 2	21,009	334,800		Shared-Def	2,4,5			334,800
Comverse Technology Inc	4.5% Conv '05	205862 AG 0	86,152	30,450,000		Shared-Def	2,4,5			
Comverse Technology Inc	4.5% Conv '05	205862 AG 0	23,837	8,425,000		Shared-Def	1,2,3			
Comverse Technology Inc	4.5% Conv '05	205862 AG 0	5,376	1,900,000		Shared-Def	2,4,5			
Conexant Systems Inc	4.25% Conv '06	207142 AA 8	5,585	7,675,000		Shared-Def	2,4,5			
Conexant Systems Inc	4.25% Conv '06	207142 AA 8	2,474	3,400,000		Shared-Def	1,2,3			
Conexant Systems Inc	4.25% Conv '06	207142 AA 8	691	950,000		Shared-Def	2,4,5			
Conexant Systems Inc	4.25% Conv '06	207142 AA 8	437	600,000		Shared-Def	1,2,3			
Cor Therapeutics Inc	5% Conv '07	217753 AC 6	10,094	10,083,000		Shared-Def	2,4,5			
Cor Therapeutics Inc	5% Conv '07	217753 AC 6	2,503	2,500,000		Shared-Def	1,2,3			
Cor Therapeutics Inc	5% Conv '07	217753 AC 6	317	317,000		Shared-Def	2,4,5			
Cor Therapeutics Inc	5% Conv '07	217753 AC 6	1,001	1,000,000		Shared-Def	1,2,3			
CV Therapeutics Inc	4.75% Conv '07	126667 AA 2	10,515	11,000,000		Shared-Def	2,4,5			
Echostar Communications New	4.875% Conv '07	278762 AB 5	7,654	8,000,000		Shared-Def	2,4,5			
Echostar Communications New	4.875% Conv '07	278762 AB 5	1,914	2,000,000		Shared-Def	1,2,3			
Efficient Networks Inc	5% Conv '05	282056 AB 6	4,960	4,960,000		Shared-Def	2,3,5			
Efficient Networks Inc	5% Conv '05	282056 AB 6	250	250,000		Shared-Def	2,3			
Efficient Networks Inc	5% Conv '05	282056 AB 6	1,430	1,430,000		Shared-Def	1,2,3			
Efficient Networks Inc	5% Conv '05	282056 AB 6	360	360,000		Shared-Def	2,3,5			
El Paso Enrgy Cap Tr I	4.75% Conv Pfd	283678 20 9	51,999	560,700		Shared-Def	2,4,5			560,700
El Paso Enrgy Cap Tr I	4.75% Conv Pfd	283678 20 9	1,465	15,800		Shared-Def	2,4,5			15,800
Emmis Communications Corp	6.25% Conv Pfd A	291525 20 2	13,892	273,300		Shared-Def	2,4,5			273,300
Enzyme Corp	5.25% Conv '05	372917 AF 1	62,452	25,875,000		Shared-Def	2,4,5			
Enzyme Corp	5.25% Conv '05	372917 AF 1	30,170	12,500,000		Shared-Def	1,2,3			
Enzyme Corp	5.25% Conv '05	372917 AF 1	5,732	2,375,000		Shared-Def	2,4,5			
Enzyme Corp	5.25% Conv '05	372917 AF 1	3,620	1,500,000		Shared-Def	1,2,3			
Global Crossing Ltd	6.75% Conv Pfd	G3921A 13 4	12,717	66,400		Shared-Def	2,4,5			66,400
Iarcourt Gen Inc	Com	41163G 10 1	5,417	97,300		Shared-Def	2,3,5	97,300		
Iarcourt Gen Inc	Com	41163G 10 1	273	4,900		Shared-Def	2,3	4,900		
Iarcourt Gen Inc	Com	41163G 10 1	1,481	26,600		Shared-Def	1,2,3	26,600		
Iarcourt Gen Inc	Com	41163G 10 1	345	6,200		Shared-Def	2,3,5	6,200		
loneywell Intl Inc	Com	438516 10 6	2,681	65,700		Shared-Def	2,3,5	65,700		

Honeywell Intl Inc	Com	438516 10 6	135	3,300		Shared-Def	2,3	3,300		
Honeywell Intl Inc	Com	438516 10 6	743	18,200		Shared-Def	1,2,3	18,200		
Honeywell Intl Inc	Com	438516 10 6	167	4,100		Shared-Def	2,3,5	4,100		
Human Genome Sciences Inc	3.75% Conv '07	444903 AG 3	11,754	13,838,000		Shared-Def	2,4,5			
Human Genome Sciences Inc	3.75% Conv '07	444903 AH 1	293	345,000		Shared-Def	2,4,5			
Human Genome Sciences Inc	3.75% Conv '07	444903 AG 3	2,548	3,000,000		Shared-Def	1,2,3			
Human Genome Sciences Inc	3.75% Conv '07	444903 AG 3	269	317,000		Shared-Def	2,4,5			
Human Genome Sciences Inc	3.75% Conv '07	444903 AG 3	849	1,000,000		Shared-Def	1,2,3			
Human Genome Sciences Inc	5% Conv '07	444903 AF 5	12,187	10,000,000		Shared-Def	2,4,5			
Imclone Sys Inc	5.5% Conv '05	45245W AA 7	13,083	14,683,000		Shared-Def	2,4,5			
Imclone Sys Inc	5.5% Conv '05	45245W AA 7	891	1,000,000		Shared-Def	1,2,3			
Imclone Sys Inc	5.5% Conv '05	45245W AA 7	282	317,000		Shared-Def	2,4,5			
Inhale Therapeutic Sys Inc	3.5% Conv '07	457191 AG 9	5,397	8,000,000		Shared-Def	2,4,5			
International Rectifier Corp	4.25% Conv '07	460254 AD 7	952	1,133,000		Shared-Def	2,4,5			
International Rectifier Corp	4.25% Conv '07	460254 AD 7	1,260	1,500,000		Shared-Def	1,2,3			
International Rectifier Corp	4.25% Conv '07	460254 AD 7	266	317,000		Shared-Def	2,4,5			
International Rectifier Corp	4.25% Conv '07	460254 AD 7	840	1,000,000		Shared-Def	1,2,3			
Interpublic Group Cos Inc	1.87% Conv '06	460690 AG 5	2,511	2,850,000		Shared-Def	2,4,5			
Interpublic Group Cos Inc	1.87% Conv '06	460690 AG 5	2,934	3,330,000		Shared-Def	1,2,3			
Interpublic Group Cos Inc	1.87% Conv '06	460690 AG 5	1,145	1,300,000		Shared-Def	1,2,3			
Ixys Corp	5.5% Conv '07	465823 AB 8	18,524	15,525,000		Shared-Def	2,4,5			
Ixys Corp	5.5% Conv '07	465823 AB 8	1,790	1,500,000		Shared-Def	1,2,3			
Ixys Corp	5.5% Conv '07	465823 AB 8	567	475,000		Shared-Def	2,4,5			
J&M Mart Fing I	7.75% Conv Pfd	498778 20 8	14,381	325,000		Shared-Def	2,4,5			325,000
Jerr McGee Corp	5.25% Conv '10	492386 AP 2	26,834	20,734,000		Shared-Def	2,4,5			
Jerr McGee Corp	5.25% Conv '10	492386 AP 2	2,588	2,000,000		Shared-Def	1,2,3			
Jerr McGee Corp	5.25% Conv '10	492386 AP 2	1,638	1,266,000		Shared-Def	2,4,5			
Jerr McGee Corp	5.25% Conv '10	492386 AP 2	1,294	1,000,000		Shared-Def	1,2,3			
Julicke & Soffa Inds Inc	4.75% Conv '06	501242 AE 1	15,362	16,758,000		Shared-Def	2,4,5			
Julicke & Soffa Inds Inc	4.75% Conv '06	501242 AE 1	917	1,000,000		Shared-Def	1,2,3			
Julicke & Soffa Inds Inc	4.75% Conv '06	501242 AE 1	291	317,000		Shared-Def	2,4,5			
Julicke & Soffa Inds Inc	4.75% Conv '06	501242 AE 1	917	1,000,000		Shared-Def	1,2,3			
Komar Advertising Co	5.25% Conv '06	512815 AF 8	11,553	10,992,000		Shared-Def	2,4,5			
Komar Advertising Co	5.25% Conv '06	512815 AF 8	2,696	2,565,000		Shared-Def	1,2,3			
Kattice Semiconductor Corp	4.75% Conv '06	518415 AC 8	19,842	16,750,000		Shared-Def	2,4,5			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	40,965	31,879,000		Shared-Def	2,4,5			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	14,135	11,000,000		Shared-Def	1,2,3			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	2,340	1,821,000		Shared-Def	2,4,5			
Media-3 Communications Hldgs Inc	5.25% Conv '09	502424 AA 2	11,140	9,000,000		Shared-Def	2,4,5			
Media-3 Communications Hldgs Inc	5.25% Conv '09	502424 AA 2	2,476	2,000,000		Shared-Def	1,2,3			
Oral Space & Communications	6% Conv Pfd C	G56462 14 9	26,805	874,850		Shared-Def	2,4,5			874,850
Power Communications Corp	7.25% Conv Pfd D	62473J 20 5	2,965	81,200		Shared-Def	2,4,5			81,200
Quanta Intl Inc	5% Conv '02	559222 AE 4	9,550	8,894,000		Shared-Def	2,4,5			

Magna Intl Inc	5% Conv '02	559222 AE 4	2,065	1,923,000		Shared-Def	1,2,3			
Manugistics Group Inc	5% Conv '07	565011 AA 1	7,407	9,633,000		Shared-Def	2,4,5			
McLeodUSA Inc	6.75% Conv Pfd	582266 20 1	17,094	37,040		Shared-Def	2,4,5			37,040
Mirant Tr I	6.25% Conv Pfd	60467Q 10 2	38,036	476,400		Shared-Def	2,4,5			476,400
Nasdaq 100 Tr	Unit Ser 1	631100 10 4	7,411	189,300		Shared-Def	2,4,5	189,300		
Nasdaq 100 Tr	Unit Ser 1	631100 10 4	1,057	27,000		Shared-Def	1,2,3	27,000		
Nasdaq 100 Tr	Unit Ser 1	631100 10 4	164	4,200		Shared-Def	2,4,5	4,200		
Nasdaq 100 Tr	Unit Ser 1	631100 10 4	176	4,500		Shared-Def	1,2,3	4,500		
Newfield Finl Tr I	6.5% Conv Pfd	651291 20 5	11,422	184,800		Shared-Def	2,4,5			184,800
Nvidia Corp	4.75% Conv '07	67066G AA 2	17,224	16,275,000		Shared-Def	2,4,5			
Nvidia Corp	4.75% Conv '07	67066G AA 2	1,587	1,500,000		Shared-Def	1,2,3			
Nvidia Corp	4.75% Conv '07	67066G AA 2	503	475,000		Shared-Def	2,4,5			
Nvidia Corp	4.75% Conv '07	67066G AA 2	794	750,000		Shared-Def	1,2,3			
Penn Treaty Amern Corp	6.25% Conv '03	707874 AC 7	1,965	3,000,000		Shared-Def	2,4,5			
Penn Treaty Amern Corp	6.25% Conv '03	707874 AC 7	983	1,500,000		Shared-Def	1,2,3			
Peregrine Systems Inc	5.5% Conv '07	71366Q AA 9	9,095	8,500,000		Shared-Def	2,4,5			
Peregrine Systems Inc	5.5% Conv '07	71366Q AA 9	1,605	1,500,000		Shared-Def	1,2,3			
Pogo Tr I	6.5% Conv Pfd	73044P 20 8	18,771	262,200		Shared-Def	2,4,5			262,200
Pogo Tr I	6.5% Conv Pfd	73044P 20 8	1,031	14,400		Shared-Def	2,4,5			14,400
Protein Design Labs Inc	5.5% Conv '07	74369L AA 1	5,408	5,320,000		Shared-Def	2,4,5			
Protein Design Labs Inc	5.5% Conv '07	74369L AA 1	1,525	1,500,000		Shared-Def	1,2,3			
Protein Design Labs Inc	5.5% Conv '07	74369L AA 1	386	380,000		Shared-Def	2,4,5			
Protein Design Labs Inc	5.5% Conv '07	74369L AA 1	305	300,000		Shared-Def	1,2,3			
Quaker Oats Co	Com	747402 10 5	3,469	35,400		Shared-Def	2,3,5	35,400		
Quaker Oats Co	Com	747402 10 5	176	1,800		Shared-Def	2,3	1,800		
Quaker Oats Co	Com	747402 10 5	1,000	10,200		Shared-Def	1,2,3	10,200		
Quaker Oats Co	Com	747402 10 5	255	2,600		Shared-Def	2,3,5	2,600		
Quanta Svcs Inc	4% Conv '07	74762E AA 0	4,392	5,683,000		Shared-Def	2,4,5			
Quanta Svcs Inc	4% Conv '07	74762E AA 0	773	1,000,000		Shared-Def	1,2,3			
Quanta Svcs Inc	4% Conv '07	74762E AA 0	245	317,000		Shared-Def	2,4,5			
Quanta Svcs Inc	4% Conv '07	74762E AA 0	773	1,000,000		Shared-Def	1,2,3			
Ralston Purina Co	Com	751277 30 2	2,243	72,000		Shared-Def	2,3,5	72,000		
Ralston Purina Co	Com	751277 30 2	112	3,600		Shared-Def	2,3	3,600		
Ralston Purina Co	Com	751277 30 2	620	19,900		Shared-Def	1,2,3	19,900		
Ralston Purina Co	Com	751277 30 2	140	4,500		Shared-Def	2,3,5	4,500		
Rouse Co	\$3 Conv Pfd B	779273 30 9	9,222	185,000		Shared-Def	2,4,5			185,000
Sanmina Corp	4.25% Conv '04	800907 AB 3	16,113	14,000,000		Shared-Def	2,4,5			
Sanmina Corp	4.25% Conv '04	800907 AB 3	2,302	2,000,000		Shared-Def	1,2,3			
Sanmina Corp	4.25% Conv '04	800907 AB 3	1,151	1,000,000		Shared-Def	2,4,5			
Sanmina Corp	4.25% Conv '04	800907 AB 3	1,151	1,000,000		Shared-Def	1,2,3			
Seacor Smit Inc	5.375% Conv '06	811904 AE 1	7,433	6,718,000		Shared-Def	2,4,5			
Seacor Smit Inc	5.375% Conv '06	811904 AE 1	3,607	3,260,000		Shared-Def	1,2,3			
Sealed Air Corp New	4% Conv Pfd A	81211K 20 9	79,493	1,679,200		Shared-Def	2,4,5	1,679,200		

Sealed Air Corp New	4% Conv Pfd A	81211K 20 9	748	15,800		Shared-Def	2,4,5	15,800		
Sensormatic Electrs Corp	6.5% Conv Pfd	817265 80 4	11,842	405,002		Shared-Def	2,4,5			405,002
Sepracor Inc	7% Conv '05	817315 AF 1	10,993	12,050,000		Shared-Def	2,4,5			
Sepracor Inc	7% Conv '05	817315 AF 1	2,737	3,000,000		Shared-Def	1,2,3			
Sepracor Inc	7% Conv '05	817315 AF 1	867	950,000		Shared-Def	2,4,5			
Sepracor Inc	5% Conv '07	817315 AL 8	12,000	12,550,000		Shared-Def	2,4,5			
Sepracor Inc	5% Conv '07	817315 AL 8	2,869	3,000,000		Shared-Def	1,2,3			
Sepracor Inc	5% Conv '07	817315 AL 8	908	950,000		Shared-Def	2,4,5			
Sepracor Inc	5% Conv '07	817315 AL 8	1,912	2,000,000		Shared-Def	1,2,3			
Siebel Sys Inc	5.5% Conv '06	826170 AC 6	11,527	8,000,000		Shared-Def	2,4,5			
Texaco Inc	Com	881694 10 3	936	14,100		Shared-Def	2,3,5	14,100		
Texaco Inc	Com	881694 10 3	53	800		Shared-Def	2,3	800		
Texaco Inc	Com	881694 10 3	279	4,200		Shared-Def	1,2,3	4,200		
Texaco Inc	Com	881694 10 3	60	900		Shared-Def	2,3,5	900		
Titan Corp	Conv Pfd	888266 20 2	5,076	80,000		Shared-Def	2,4,5			80,000
Titan Corp	Conv Pfd	888266 20 2	1,269	20,000		Shared-Def	1,2,3			20,000
Tosco Corp	Com	891490 30 2	2,279	53,300		Shared-Def	2,3,5	53,300		
Tosco Corp	Com	891490 30 2	115	2,700		Shared-Def	2,3	2,700		
Tosco Corp	Com	891490 30 2	629	14,700		Shared-Def	1,2,3	14,700		
Tosco Corp	Com	891490 30 2	141	3,300		Shared-Def	2,3,5	3,300		
Unitedglobalcom	7% Conv PFD A	913247 10 2	8,420	212,300		Shared-Def	2,4,5			212,300
Unitedglobalcom	7% Conv PFD A	913247 10 2	504	12,700		Shared-Def	2,4,5			12,700
Unitedglobalcom	7% Conv PFD D	913247 20 1	10,220	251,100		Shared-Def	2,4,5			251,100
United States Cellular Corp	0% Conv '15	911684 AA 6	12,010	18,525,000		Shared-Def	2,4,5			
United States Cellular Corp	0% Conv '15	911684 AA 6	3,242	5,000,000		Shared-Def	1,2,3			
United States Cellular Corp	0% Conv '15	911684 AA 6	308	475,000		Shared-Def	2,4,5			
United States Cellular Corp	0% Conv '15	911684 AA 6	648	1,000,000		Shared-Def	1,2,3			
Vertex Pharmaceuticals Inc	5% Conv '07	92532F AC 4	8,265	10,781,000		Shared-Def	2,4,5			
Vertex Pharmaceuticals Inc	5% Conv '07	92532F AC 4	1,437	1,875,000		Shared-Def	1,2,3			
Vertex Pharmaceuticals Inc	5% Conv '07	92532F AC 4	455	594,000		Shared-Def	2,4,5			
Vertex Pharmaceuticals Inc	5% Conv '07	92532F AC 4	575	750,000		Shared-Def	1,2,3			
Voicestream Wireless Corp	Com	928615 10 3	6,600	71,450		Shared-Def	2,3,5	71,450		
Voicestream Wireless Corp	Com	928615 10 3	325	3,521		Shared-Def	2,3	3,521		
Voicestream Wireless Corp	Com	928615 10 3	1,906	20,629		Shared-Def	1,2,3	20,629		
Voicestream Wireless Corp	Com	928615 10 3	483	5,233		Shared-Def	2,3,5	5,233		
Mendys Fing I	\$2.50 Conv PFD T	950588 20 2	15,722	275,200		Shared-Def	2,4,5			275,200
Mendys Fing I	\$2.50 Conv PFD T	950588 20 2	1,508	26,400		Shared-Def	2,4,5			26,400
MM Satellite Radio Hldgs Inc	8.25% Conv PFD B	983759 20 0	2,210	55,000		Shared-Def	2,4,5			55,000
			1,412,873							