

NON-PUBLIC

13FCON P7/3/02

OMB APPROVAL	
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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: December 31, 1999

Check here if Amendment []; Amendment Number:

This Amendment (Check only one):

☐ is a restatement.

☐ adds new holdings entries.

FEB 15 2000

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

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

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Signature, Place and Date of Signing:

New York, New York February 14, 2000

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).)

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 SUMMARY PAGE

Report Summary

Number of Other Included Mangers: 5

Form 13F Information Table Entry Total: 271

Form 13F Information Table Value Total: \$2,615,234 (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

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)	Ptn Amt	Discretion	Managers	Sole	Shared	None
AT & T	Com	001957 95 9	11,404	285,100	P	Shared-Def	2,4,5	285,100	
AT & T	Com	001957 10 9	467	9,200		Shared-Def	2,3	9,200	
AT & T	Com	001957 90 9	4,740	79,000	C	Shared-Def	2,3,5	79,000	
AT & T	Com	001957 90 9	996	16,600	C	Shared-Def	1,2,3	16,600	
AT & T	Com	001957 90 9	264	4,400	C	Shared-Def	2,3	4,400	
AT & T	Com	001957 95 9	4,460	111,500	P	Shared-Def	2,3,5	79,000	
AT & T	Com	001957 95 9	948	23,700	P	Shared-Def	1,2,3	16,600	
AT & T	Com	001957 95 9	292	7,300	P	Shared-Def	2,3	4,400	
Affiliated Computer	4% Conv '05	008190 AC 4	12,752	10,415,000		Shared-Def	2,4,5		
Affiliated Computer	4% Conv '05	008190 AC 4	3,183	2,600,000		Shared-Def	1,2,3		
Affiliated Computer	4% Conv '05	008190 AC 4	2,449	2,000,000		Shared-Def	2,5		
Affymetrix Inc	5% Conv '06	00826T AA 6	9,945	6,500,000		Shared-Def	2,4,5		
Affymetrix Inc	5% Conv '06	00826T AA 6	1,530	1,000,000		Shared-Def	2,5		
Affymetrix Inc	5% Conv '06	00826T AA 6	3,825	2,500,000		Shared-Def	1,2,3		
Alpharma Inc	5.75% Conv '05	020813 AB 7	3,555	3,000,000		Shared-Def	2,4,5		
Alpharma Inc	5.75% Conv '05	020813 AB 7	4,130	3,485,000		Shared-Def	1,2,3		
Alza Corporation	Com	022615 10 8	4,768	137,700		Shared-Def	2,3,5	137,700	
Alza Corporation	Com	022615 10 8	274	7,900		Shared-Def	2,3	7,900	
Alza Corporation	Com	022615 10 8	938	27,100		Shared-Def	1,2,3	27,100	
Alza Corporation	Com	022615 10 8	4,155	120,000		Shared-Def	2,3	120,000	
Alza Corporation	Com	022615 10 8	1,292	37,300		Shared-Def		37,300	
Alza Corporation	Com	022615 10 8	346	10,000		Shared-Def	1,2,3	10,000	
Alza Corporation	Com	022615 95 8	4,131	137,700	P	Shared-Def	2,3,5	137,700	
Alza Corporation	Com	022615 95 8	237	7,900	P	Shared-Def	2,3	7,900	
Alza Corporation	Com	022615 95 8	813	27,100	P	Shared-Def	1,2,3	27,100	
Alza Corporation	5% Conv '06	022615 AD 0	21,341	19,760,000		Shared-Def	2,4,5		
Alza Corporation	5% Conv '06	022615 AD 0	5,940	5,500,000		Shared-Def	1,2,3		
Alza Corporation	5% Conv '06	022615 AD 0	4,423	4,095,000		Shared-Def	2,5		
America Online Inc	4% Conv '02	02364J AB 0	57,803	4,997,000		Shared-Def	2,4,5		
America Online Inc	4% Conv '02	02364J AB 0	46,270	4,000,000		Shared-Def	1,2,3		
America Online Inc	4% Conv '02	02364J AB 0	23,135	2,000,000		Shared-Def	2,5		
America Online Inc	0% Conv '19	02364J AC 8	14,470	25,275,000		Shared-Def	2,4,5		
America Online Inc	0% Conv '19	02364J AC 8	2,863	5,000,000		Shared-Def	1,2,3		
American Gnrl Del LLC	6% Cnv Pfd	02637G 20 0	156,550	1,550,000		Shared-Def	2,4,5		1,550,000
American Gnrl Del LLC	6% Cnv Pfd	02637G 20 0	5,050	50,000		Shared-Def	2,5		50,000
American Gnrl Del LLC	Com	026351 90 6	360	4,000	C	Shared-Def	2,5	4,000	
American Gnrl Del LLC	Com	026351 90 6	10,890	121,000	C	Shared-Def	2,4,5	1,210	

American Home Prod	Com	026609 10 7	4,594	116,500		Shared-Def	2,3	116,500		
American Home Prod	Com	026609 10 7	1,025	26,000		Shared-Def		26,000		
American Home Prod	Com	026609 10 7	485	12,300		Shared-Def	1,2,3	12,300		
American Home Prod	Com	026609 10 7	5,024	127,400		Shared-Def	2,3,5	127,400		
American Tower	6.25% Conv '09	029912 AA 0	19,740	14,000,000		Shared-Def	2,4,5			
American Tower	6.25% Conv '09	029912 AA 0	4,230	3,000,000		Shared-Def	1,2,3			
Antec Corp	4.5% Cnv '03	03664P AA 3	14,025	8,500,000		Shared-Def	1,2,3			
Antec Corp	4.5% Cnv '03	03664P AA 3	1,650	1,000,000		Shared-Def	2,5			
Avado Brands	\$3.50 Cnv Pfd A	05336Q 20 5	17,646	462,100		Shared-Def	2,4,5			461,500
Aquarion	Com	03838W 10 1	2,153	58,200		Shared-Def	2,3,5	58,200		
Aquarion	Com	03838W 10 1	141	3,800		Shared-Def	2,3	3,800		
Aquarion	Com	03838W 10 1	451	12,200		Shared-Def	1,2,3	12,200		
ASM Lithography	Com	N07059 95 1	2,800	35,000	P	Shared-Def	2,4,5	35,000		
At Home	Com	045919 95 7	1,225	35,000	P	Shared-Def	2,4,5	35,000		
At Home	4.75% Conv '06	045919 AD 9	8,820	9,000,000		Shared-Def	2,4,5			
CNF Transportation Inc	5% Cnv Pfd A	12612V 20 5	8,893	158,800		Shared-Def	2,4,5			158,800
Canadian Natl Ry Co	5.25% Cnv Pfd	136375 40 9	18,439	376,300		Shared-Def	2,4,5			376,300
Canadian Natl Ry Co	5.25% Cnv Pfd	136375 40 9	1,152	23,500		Shared-Def	2,5			23,500
Centocor Inc	4.75% Cnv 144A	152342 AC 5	86,875	62,500,000		Shared-Def	2,4,5			
Centocor Inc	4.75% Cnv 144A	152342 AC 5	20,920	15,050,000		Shared-Def	1,2,3			
Centocor Inc	4.75% Cnv 144A	152342 AC 5	6,950	5,000,000		Shared-Def	2,5			
Centocor Inc	4.75% Cnv 144A	152342 AC 5	8,340	6,000,000		Shared-Def	1,2,3			
Chancellor Media Corp	7% Cnv Pfd	158915 30 6	50,370	230,000		Shared-Def	2,4,5			230,000
Checkfree Hldgs Corp	6.5% Conv '06	162816 AA 0	800	500,000		Shared-Def	2,4,5			
Chevron	Com	166751 95 7	8,000	100,000	P	Shared-Def	2,4,5	100,000		
Chevron	Com	166751 95 7	2,000	25,000	P	Shared-Def	1,2,3	25,000		
Chiquita Brands Intl Inc	\$3.75 Cnv Pfd B	170032 50 2	21,088	527,200		Shared-Def	2,4,5			527,200
Cincinnati Financial Crp	5.5% Snr Cnv '02	172062 AB 7	2,203	1,000,000		Shared-Def	1,2,3			
Cincinnati Financial Crp	5.5% Snr Cnv '02	172062 AB 7	4,760	2,161,000		Shared-Def	2,4,5			
Citizen Utility TR	5% Cnv Pfd	177351 20 2	11,913	195,300		Shared-Def	2,4,5			195,300
Compaq Computer	Com	204493 10 0	2,988	110,400		Shared-Def	2,3	113,900		
Compaq Computer	Com	204493 10 0	1,461	54,000		Shared-Def		54,000		
Compaq Computer	Com	204493 10 0	1,226	45,300		Shared-Def	1,2,3	45,300		
Compaq Computer	Com	204493 10 0	6,284	232,200		Shared-Def	2,3,5	232,200		
Comverse Tech Inc	4.5% Conv '05	205862 AG 0	91,435	26,350,000		Shared-Def	2,4,5			
Comverse Tech Inc	4.5% Conv '05	205862 AG 0	29,235	8,425,000		Shared-Def	1,2,3			
Comverse Tech Inc	4.5% Conv '05	205862 AG 0	20,820	6,000,000		Shared-Def	2,5			
Conexant Systems Inc	4.25% Conv '06	207142 AA 8	10,074	3,400,000		Shared-Def	1,2,3			
Conexant Systems Inc	4.25% Conv '06	207142 AA 8	8,889	3,000,000		Shared-Def	2,5			
Conexant Systems Inc	4.25% Conv '06	207142 AA 8	16,667	5,625,000		Shared-Def	2,4,5			
Conexant Systems Inc	4.25% Conv '06	207142 AA 8	1,779	600,000		Shared-Def	1,2,3			
Delta & Pine Ld Co	Com	247357 10 6	80	4,600		Shared-Def	2,3	12,800		
Delta & Pine Ld Co	Com	247357 10 6	1,369	78,800		Shared-Def	2,3,5	197,600		

Delta & Pine Ld Co	Com	247357 10 6	288	16,600		Shared-Def	1,2,3	39,600		
E I Dupont De Nemours	Com	263534 10 9	9,805	148,850		Shared-Def	2,3	148,850		
E I Dupont De Nemours	Com	263534 10 9	1,383	21,000		Shared-Def		21,000		
E I Dupont De Nemours	Com	263534 10 9	1,016	15,421		Shared-Def	1,2,3	15,421		
E I Dupont De Nemours	Com	263534 10 9	8,801	133,600		Shared-Def	2,3,5	133,600		
EMC Corporation	3.25% Conv '02	268648 AC 6	141,401	14,600,000		Shared-Def	2,4,5			
EMC Corporation	3.25% Conv '02	268648 AC 6	106,903	11,038,000		Shared-Def	1,2,3			
Echostar Comm new	6.75% Cnv Pfd C	278762 30 7	67,392	83,200		Shared-Def	2,4,5			83,200
El Paso Ntrl Enrgy Cap	4.75% Cnv Pfd	283678 20 9	23,117	412,800		Shared-Def	2,4,5			412,800
El Paso Ntrl Enrgy Cap	4.75% Cnv Pfd	283678 20 9	2,800	50,000		Shared-Def	2,5			50,000
Emmis Communications Cor	6.25% Cnv Pfd A	291525 20 2	23,777	273,300		Shared-Def	2,4,5			273,300
Federal Mogul Corp	Com	313549 90 7	1,293	47,000	C	Shared-Def	2,4,5	47,000		
Federal Mogul Corp	Com	313549 90 7	83	3,000	C	Shared-Def	2,5	3,000		
First Union Corp	Com	337358 10 5	5,339	162,700		Shared-Def	2,3	162,700		
First Union Corp	Com	337358 10 5	1,181	36,000		Shared-Def		36,000		
First Union Corp	Com	337358 10 5	620	18,900		Shared-Def	1,2,3	18,900		
First Union Corp	Com	337358 10 5	968	29,500		Shared-Def	2,3,5	29,500		
GTE Corp	Com	362320 10 3	318	4,500		Shared-Def	2,3	4,500		
GTE Corp	Com	362320 10 3	5,553	78,700		Shared-Def	2,3,5	78,700		
GTE Corp	Com	362320 10 3	1,185	16,800		Shared-Def	1,2,3	16,800		
General Dynamics Corp	Com	369550 10 8	10,471	198,500		Shared-Def	2,3	198,500		
General Dynamics Corp	Com	369550 10 8	1,292	24,500		Shared-Def		24,500		
General Dynamics Corp	Com	369550 10 8	1,261	23,900		Shared-Def	1,2,3	23,900		
General Dynamics Corp	Com	369550 10 8	3,840	72,800		Shared-Def	2,3,5	72,800		
General Instr Corp Del	Com	370120 10 7	459	5,400		Shared-Def	2,3	5,400		
General Instr Corp Del	Com	370120 10 7	7,965	93,700		Shared-Def	2,3,5	93,700		
General Instr Corp Del	Com	370120 10 7	1,607	18,900		Shared-Def	1,2,3	18,900		
Genzyme Corp	5.25% Conv '05	372917 AE 4	13,975	10,750,000		Shared-Def	2,4,5			
Genzyme Corp	5.25% Conv '05	372917 AE 4	13,000	10,000,000		Shared-Def	1,2,3			
Genzyme Corp	5.25% Conv '05	372917 AE 4	8,450	6,500,000		Shared-Def	2,5			
Hanover Compressor	Com	410768 10 5	1,250	50,000	P	Shared-Def	2,4,5	50,000		
Hannaford Bros Co	Com	410550 10 7	333	4,800		Shared-Def	2,3	4,800		
Hannaford Bros Co	Com	410550 10 7	5,413	78,100		Shared-Def	2,3,5	78,100		
Hannaford Bros Co	Com	410550 10 7	1,074	15,500		Shared-Def	1,2,3	15,500		
HealthSouth Corp	3.25% Conv '03	421924 AF 8	2,480	3,200,000		Shared-Def	2,3,5			
HealthSouth Corp	3.25% Conv '03	421924 AF 8	2,267	2,925,000		Shared-Def	2,3			
HealthSouth Corp	3.25% Conv '03	421924 AF 8	3,100	4,000,000		Shared-Def				
HealthSouth Corp	3.25% Conv '03	421924 AF 8	291	375,000		Shared-Def	1,2,3			
Hilton Hotels Corp	5% Conv '06	432848 AL 3	3,329	3,865,000		Shared-Def	1,2,3			
Hilton Hotels Corp	5% Conv '06	432848 AL 3	9,412	10,928,000		Shared-Def	2,4,5			
Host Marriott Svcs Corp	Com	440914 90 9	2,500	250,000	C	Shared-Def	2,4,5	250,000		
Household Intl Inc	Com	441815 10 7	1,263	33,900		Shared-Def		33,900		
Household Intl Inc	Com	441815 10 7	529	14,200		Shared-Def	1,2,3	14,200		

Household Intl Inc	Com	441815 10 7	4,276	114,800		Shared-Def	2,3	114,800		
Human Genome Sciences	5.5% Conv '06	444903 AA 6	6,000	5,000,000		Shared-Def	2,4,5			
I2 Technologies Inc	5.25% Conv '06	465754 AD 1	8,470	5,500,000		Shared-Def	2,4,5			
I2 Technologies Inc	5.25% Conv '06	465754 AD 1	1,540	1,000,000		Shared-Def	1,2,3			
Intel Corp	Com	458140 10 0	580	7,052		Shared-Def	2,3	7,052		
Intel Corp	Com	458140 10 0	8,870	107,758		Shared-Def	2,3,5	107,758		
Intel Corp	Com	458140 10 0	1,876	22,790		Shared-Def	1,2,3	22,790		
Interpublic Group Cos Inc	1.87% Conv '06	460690 AG 5	7,414	6,350,000		Shared-Def	2,4,5			
Interpublic Group Cos Inc	1.87% Conv '06	460690 AG 5	14,512	12,430,000		Shared-Def	1,2,3			
Interpublic Group Cos Inc	1.87% Conv '06	460690 AG 5	58	50,000		Shared-Def	2,5			
Interpublic Group Cos Inc	1.87% Conv '06	460690 AG 5	1,518	1,300,000		Shared-Def	1,2,3			
J.D. Edwards & Co	Com	281667 10 5	2,743	91,800		Shared-Def	2,3	91,800		
J.D. Edwards & Co	Com	281667 10 5	2,710	90,700		Shared-Def		90,700		
J.D. Edwards & Co	Com	281667 10 5	932	31,200		Shared-Def	1,2,3	31,200		
J.D. Edwards & Co	Com	281667 10 5	5,276	176,600		Shared-Def	2,3,5	176,600		
Kmart Financing I	7.75% Cnv Pfd	498778 20 8	54,206	1,050,000		Shared-Def	2,4,5			1,050,000
Kmart Financing I	7.75% Cnv Pfd	498778 20 8	5,163	100,000		Shared-Def	1,2,3			100,000
Lamar Advertising Co	5.26% Conv '06	512815 AF 8	16,323	10,992,000		Shared-Def	2,4,5			
Lamar Advertising Co	5.26% Conv '06	512815 AF 8	3,809	2,565,000		Shared-Def	1,2,3			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	64,652	27,950,000		Shared-Def	2,4,5			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	25,444	11,000,000		Shared-Def	1,2,3			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	13,300	5,750,000		Shared-Def	2,5			
Loral Space & Comm	6% Cnv Pfd C	G56462 14 9	67,000	1,000,000		Shared-Def	2,4,5			1,000,000
Magna International Inc	5% Conv '02	559222 AE 4	10,383	10,081,000		Shared-Def	1,2,3			
Magna International Inc	5% Conv '02	559222 AE 4	15,032	14,594,000		Shared-Def	2,4,5			
Magna International Inc	Com	559222 40 1	825	16,500	C	Shared-Def	1,2,3	16,500		
Magna International Inc	Com	559222 40 1	1,675	33,500	C	Shared-Def	2,4,5	33,500		
Mail-Well Inc	5% Conv '02	560321 AD 3	1,412	1,500,000		Shared-Def	1,2,3			
Mascotech Inc	4.5% Conv '03	574670 AB 1	2,230	3,050,000		Shared-Def	2,3,5			
Mascotech Inc	4.5% Conv '03	574670 AB 1	420	575,000		Shared-Def	2,3			
Mascotech Inc	4.5% Conv '03	574670 AB 1	2,925	4,000,000		Shared-Def				
Mascotech Inc	4.5% Conv '03	574670 AB 1	274	375,000		Shared-Def	1,2,3			
Mediaone	Com	58440J 10 4	9,018	117,400		Shared-Def	2,3,5	117,400		
Mediaone	Com	58440J 10 4	591	7,700		Shared-Def	2,3	7,700		
Mediaone	Com	58440J 10 4	1,913	24,900		Shared-Def	1,2,3	24,900		
Mediaone	Com	58440J 95 4	8,218	117,400	P	Shared-Def	2,3,5	117,400		
Mediaone	Com	58440J 95 4	539	7,700	P	Shared-Def	2,3	7,700		
Mediaone	Com	58440J 95 4	1,743	24,900	P	Shared-Def	1,2,3	24,900		
Monsanto Company	Com	611662 10 7	4,450	124,900		Shared-Def	2,3	124,900		
Monsanto Company	Com	611662 10 7	1,215	34,100		Shared-Def		34,100		
Monsanto Company	Com	611662 10 7	905	25,400		Shared-Def	1,2,3	25,400		
Monsanto Company	Com	611662 10 7	5,561	156,100		Shared-Def	2,3,5	156,100		
Motorola Inc	Com	620076 10 9	295	2,000		Shared-Def	2,3	2,000		

New England Electric System	Com	644001 10 9	2,049	39,600	Shared-Def	2,3,5	39,600		
New England Electric System	Com	644001 10 9	124	2,400	Shared-Def	2,3	2,400		
New England Electric System	Com	644001 10 9	414	8,000	Shared-Def	1,2,3	8,000		
Newfield Financial	6.5% Conv Pfd	651291 20 5	6,879	129,800	Shared-Def	2,4,5			129,000
Nucor Corp	Com	670346 10 5	1,288	23,500	Shared-Def	2,3	23,500		
Nucor Corp	Com	670346 10 5	1,573	28,700	Shared-Def		28,700		
Oak Industries	Com	671400 50 5	2,176	20,500	Shared-Def	2,3,5	20,500		
Oak Industries	Com	671400 50 5	117	1,100	Shared-Def	2,3	1,100		
Oak Industries	Com	671400 50 5	467	4,400	Shared-Def	1,2,3	4,400		
Oak Industries	4.875% Conv '08	671400 AJ 8	41,849	14,840,000	Shared-Def	2,4,5			
Oak Industries	4.875% Conv '08	671400 AJ 8	9,588	3,400,000	Shared-Def	1,2,3			
Oak Industries	4.875% Conv '08	671400 AJ 8	2,820	1,000,000	Shared-Def	1,2,3			
Old Guard Group Inc	Com	679783 10 0	347	31,500	Shared-Def	2,3	31,500		
Omnicare Inc.	5% Conv '07	681904 AD 0	2,666	3,950,000	Shared-Def	2,3,5			
Omnicare Inc.	5% Conv '07	681904 AD 0	2,481	3,675,000	Shared-Def	2,3			
Omnicare Inc.	5% Conv '07	681904 AD 0	3,038	4,500,000	Shared-Def				
Omnicare Inc.	5% Conv '07	681904 AD 0	253	375,000	Shared-Def	1,2,3			
Omnicom Corp	4.25% Conv '07	681919 AE 6	14,538	4,500,000	Shared-Def	2,5			
Omnicom Corp	4.25% Conv '07	681919 AE 6	75,112	23,250,000	Shared-Def	2,4,5			
Omnicom Corp	4.25% Conv '07	681919 AE 6	12,599	3,900,000	Shared-Def	1,2,3			
Orbital Sciences Corp	5% Conv '02	685564 AB 2	3,771	4,385,000	Shared-Def	2,4,5			
Orbital Sciences Corp	5% Conv '02	685564 AB 2	1,978	2,300,000	Shared-Def	1,2,3			
Pac West Telecom	Com	69371Y 10 1	159	6,000	Shared-Def	2,4,5	6,000		
Penn Treaty Amer Corp	6.25% Conv '03	707874 AC 7	2,477	3,000,000	Shared-Def	2,4,5			
Penn Treaty Amer Corp	6.25% Conv '03	707874 AC 7	1,238	1,500,000	Shared-Def	1,2,3			
Pepsico Inc	Com	713448 10 8	11	300	Shared-Def	2,3	300		
Pepsico Inc	Com	713448 10 8	1,375	39,000	Shared-Def		39,000		
Pitney Bowes Inc	Com	724479 10 0	4,614	95,500	Shared-Def	2,3	95,500		
Pitney Bowes Inc	Com	724479 10 0	1,435	29,700	Shared-Def		29,700		
Pitney Bowes Inc	Com	724479 10 0	406	8,400	Shared-Def	1,2,3	8,400		
Pitney Bowes Inc	Com	724479 10 0	1,836	38,000	Shared-Def	2,3,5	38,000		
Polymer Group Inc	Com	731745 10 5	9	11,167	Shared-Def	2,3	11,167		
PSINet Inc	6.75% Conv Pfd	74437C 30 9	21,423	363,100	Shared-Def	2,4,5			363,100
PSINet Inc	6.75% Conv Pfd	74437C 30 9	4,838	82,000	Shared-Def	2,5			82,000
Quantum Corporation	7% Conv '04	747906 AC 9	5,149	6,058,000	Shared-Def	1,2,3			
Reynolds Metals Co	Com	761763 10 1	6,038	78,800	Shared-Def	2,3,5	78,800		
Reynolds Metals Co	Com	761763 10 1	345	4,500	Shared-Def	2,3	4,500		
Reynolds Metals Co	Com	761763 10 1	1,280	16,700	Shared-Def	1,2,3	16,700		
Rouse Co	\$3 Cnv Pfd B	779273 30 9	9,065	185,000	Shared-Def	2,4,5			185,000
Royal Carib Cruises Ltd	7.25% Cnv Pfd A	V7780T 11 1	73,105	458,700	Shared-Def	2,4,5			458,700
Safeway Inc	Com	786514 20 8	1,351	38,000	Shared-Def		38,000		
Sanmina Corp	4.25% Conv '04	800907 AA 5	6,700	5,000,000	Shared-Def	2,4,5			
Sanmina Corp	4.25% Conv '04	800907 AA 5	8,710	6,500,000	Shared-Def	1,2,3			

Sanmina Corp	4.25% Conv '04	800907 AA 5	5,360	4,000,000		Shared-Def	2,5			
SAP Aktiengesellschaft	Spnsrd ADR	803054 20 4	2,796	53,700		Shared-Def	2,3	53,700		
SAP Aktiengesellschaft	Spnsrd ADR	803054 20 4	2,218	42,600		Shared-Def		42,600		
SAP Aktiengesellschaft	Spnsrd ADR	803054 20 4	708	13,600		Shared-Def	1,2,3	13,600		
SAP Aktiengesellschaft	Spnsrd ADR	803054 20 4	4,670	89,700		Shared-Def	2,3,5	89,700		
Seacor Holdings	5.375% Conv '06	811904 AE 1	9,479	9,270,000		Shared-Def	2,4,5			
Seacor Holdings	5.375% Conv '06	811904 AE 1	4,601	4,500,000		Shared-Def	1,2,3			
Sealed Air Corp	4% Cnv Pfd A	81211K 20 9	94,176	1,645,000		Shared-Def	2,4,5	1,645,000		
Sealed Air Corp	4% Cnv Pfd A	81211K 20 9	2,863	50,000		Shared-Def	2,5	50,000		
Sensormatic Electric - Res	Com	817265 10 1	497	28,499		Shared-Def	2,4,5	28,499		
Sepracor Inc	6.25% Conv '05	817315 AE 4	27,321	12,605,000		Shared-Def	2,4,5			
Sepracor Inc	6.25% Conv '05	817315 AE 4	15,595	7,195,000		Shared-Def	1,2,3			
Sepracor Inc	6.25% Conv '05	817315 AE 4	10,382	4,790,000		Shared-Def	2,5			
Sepracor Inc	7% Conv '5	817315 AF 1	2,156	2,000,000		Shared-Def	2,4,5			
Sepracor Inc	7% Conv '5	817315 AF 1	3,234	3,000,000		Shared-Def	1,2,3			
Sepracor Inc	7% Conv '5	817315 AF 1	3,234	3,000,000		Shared-Def	2,5			
Solelectron Corp	Com	834182 10 7	2,591	27,234		Shared-Def	2,3,5	27,234		
Solelectron Corp	Com	834182 10 7	150	1,581		Shared-Def	2,3	1,581		
Solelectron Corp	Com	834182 10 7	514	5,400		Shared-Def	1,2,3	5,400		
Sprint	Com	852061 10 0	4,019	59,600		Shared-Def	2,3,5	59,600		
Sprint	Com	852061 10 0	243	3,600		Shared-Def	2,3	3,600		
Sprint	Com	852061 10 0	796	11,800		Shared-Def	1,2,3	11,800		
Sprint	Com	852061 95 6	3,645	72,900	P	Shared-Def	2,3,5	72,900		
Sprint	Com	852061 95 6	220	4,400	P	Shared-Def	2,3	4,400		
Sprint	Com	852061 95 6	720	14,400	P	Shared-Def	1,2,3	14,400		
St. Paul Capital LLC	6% Cnv Pfd	792856 20 5	49,046	716,000		Shared-Def	2,4,5			716,000
Steinway Musical Instrs Inc	Com	858495 10 4	417	20,575		Shared-Def	2,3,5	20,575		
Sunrise Assisted Liv Inc	5.5% Conv '02	86768K AC 0	12,489	14,650,000		Shared-Def	2,4,5			
Sunrise Assisted Liv Inc	5.5% Conv '02	86768K AC 0	6,556	7,690,000		Shared-Def	1,2,3			
Sunrise Assisted Liv Inc	5.5% Conv '02	86768K AC 0	853	1,000,000		Shared-Def	2,5			
Sunrise Assisted Liv Inc	5.5% Conv '02	86768K AC 0	426	500,000		Shared-Def	1,2,3			
Sunrise Assisted Liv Inc	5.5% Conv '02	86768K AC 0	1,841	2,375,000		Shared-Def	2,3,5			
Sunrise Assisted Liv Inc	5.5% Conv '02	86768K AC 0	1,434	1,850,000		Shared-Def	2,3			
Sunrise Assisted Liv Inc	5.5% Conv '02	86768K AC 0	3,681	4,750,000		Shared-Def				
Sunrise Assisted Liv Inc	5.5% Conv '02	86768K AC 0	252	325,000		Shared-Def	1,2,3			
Telefonos De Mexico S A	4.25% Conv '04	879403 AD 5	13,200	10,000,000		Shared-Def	2,4,5			
Telefonos De Mexico S A	4.25% Conv '04	879403 AD 5	15,840	12,000,000		Shared-Def	1,2,3			
Telefonos De Mexico S A	4.25% Conv '04	879403 AD 5	3,960	3,000,000		Shared-Def	2,5			
Telefonos De Mexico S A	4.25% Conv '04	879403 AD 5	3,960	3,000,000		Shared-Def	1,2,3			
Thermo Electron Corp	4.25% Conv '03	883556 AF 9	1,432	1,700,000		Shared-Def	2,3,5			
Thermo Electron Corp	4.25% Conv '03	883556 AF 9	2,675	3,175,000		Shared-Def	2,3			
Thermo Electron Corp	4.25% Conv '03	883556 AF 9	1,580	1,875,000		Shared-Def				
Thermo Electron Corp	4.25% Conv '03	883556 AF 9	211	250,000		Shared-Def	1,2,3			

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