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NUVEEN SENIOR INCOME FUND

Form N-30D

October 03, 2002

ANNUAL REPORT July 31, 2002

Nuveen  
Closed-End  
Exchange-Traded  
Funds

NUVEEN SENIOR  
INCOME FUND  
NSL

[Photo of a girl holding flowers and talking to a boy]

[Photo of a man and girl working with a laptop computer]

HIGH CURRENT INCOME  
FROM A PORTFOLIO OF  
SENIOR, SECURED  
CORPORATE LOANS

[Photo of ripples on the surface of water]

THE NUVEEN  
INVESTOR

See Page 5

[Logo] Nuveen Investments

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- 2 Look at the address sheet that accompanied this report. Enter the personal 13-CHARACTER ENROLLMENT NUMBER imprinted near your name on the address sheet.
- 3 You'll be taken to a page with several options. Select the NEW ENROLLMENT-CREATE screen. Once there, enter your e-mail address (e.g. [yourID@providerID.com](mailto:yourID@providerID.com)), and a personal, 4-digit PIN of your choice. (Pick a number that's easy to remember.)
- 4 Click Submit. Confirm the information you just entered is correct, then click Submit again.
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- 4 You should get a confirmation e-mail within 24 hours. If you do not, go back through these steps to make sure all the information is correct.
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[Photo of Timothy R. Schwertfeger]

TIMOTHY R. SCHWERTFEGER  
CHAIRMAN OF THE BOARD

Sidebar quote: "I urge you to consider receiving future Fund reports and other information electronically... See the inside front cover of this report for

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details."

Dear Shareholder

Over the past year, a generally weak economy helped produce an unfavorable environment for many investments, including senior loan products like your Nuveen Senior Income Fund. These market conditions, combined with historically low shorter-term interest rates, had a negative effect on your Fund's performance. For more detailed information on how your Fund performed, I encourage you read the portfolio managers' commentary and performance overview page in this report.

I also urge you to consider receiving future Fund reports and other information electronically via the Internet and e-mail rather than in hard copy. Not only will you be able to receive the information faster, but this may also help lower Fund expenses. Sign up is quick and easy - see the inside front cover of this report for detailed instructions.

In difficult markets, we believe there are several features of Nuveen Funds that can help make them an important part of your overall investment portfolio. These include careful research, constant surveillance and judicious trading by Nuveen's seasoned portfolio management team, with every action designed to supplement income, improve Fund structure, better adapt to current market conditions or increase diversification. Especially in uncertain times like these, prudent investors understand the importance of diversification, balance, and risk management, all attributes your Nuveen Fund can bring to your portfolio.

For more than 100 years, Nuveen has specialized in offering quality investments to those seeking to accumulate and preserve wealth. We thank you for continuing to choose Nuveen Investments as your partner as you work toward these goals.

Sincerely,

/s/ Timothy R. Schwertfeger  
Timothy R. Schwertfeger  
Chairman of the Board

September 16, 2002

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NUVEEN SENIOR INCOME FUND (NSL)

### Managers' Perspective

The Nuveen Senior Income Fund is managed by Gunther Stein, Lenny Mason and Deepak Gulrajani of Symphony Asset Management, an affiliate of Nuveen Investments. This team has more than 30 years of combined investment management experience, much of it in evaluating and purchasing senior corporate loans and other high yield debt. Here the team from Symphony reviews the prevailing economic conditions and performance of NSL for the fiscal year ended July 31, 2002

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WHAT HAS BEEN THE GENERAL MARKET ENVIRONMENT FOR SENIOR CORPORATE DEBT OVER THE TWELVE MONTHS ENDED JULY 31, 2002?

The two major forces at work during the twelve months ended July 31, 2002, were the continued slowdown in economic growth and the Federal Reserve's aggressive approach to easing short-term interest rates. More recently, investor sentiment started to become more negative during the spring and summer of 2002 as more publicity about accounting irregularities depressed the valuation in equity and high yield bond markets. Counterbalancing this negative news, inflation remained in check and we saw some signs of a building economic recovery.

The continued volatility of both equity and high yield markets impacted the leveraged loan market. In the second quarter alone, 13 formerly investment-grade issuers with over \$82 billion of par value debt outstanding saw their ratings fall below BBB, including WorldCom with \$25 billion in downgraded debt and Qwest with \$22 billion. This had a negative impact on the leveraged loan market, especially in the telecommunications, cable and wireless sectors. Pricing for many stressed and distressed companies also softened as buying decreased and news of the Adelphia bankruptcy prompted investor concerns over the broader market.

IN THIS ENVIRONMENT, HOW DID NSL PERFORM?

This has been a tough market environment for all senior loan funds, including NSL. Share prices, dividends and net asset value all declined during the reporting period. For the year ended July 31, 2002, the Nuveen Senior Income Fund produced a total return on net asset value (NAV) of -0.65%. This compares with the -0.84% total return posted by the CSFB Leverage Loan Index, a benchmark consisting of approximately \$150 billion of tradable term loans with at least one year to maturity and rated BBB or lower.

The Fund's overall performance benefited from the solid performance of several holdings, such as Metaldyne Corporation and Tenneco Automotive in the automobile sector and North American Van Lines in the cargo transportation sector. However, these results were overshadowed by the weakness across many sectors, especially the telecommunications companies such as Teligent, Centennial Cellular and Airgate PCS.

The Fund's total return on share price for the year ended July 31, 2002, was -21.2% as the share price declined to come more into line with net asset value. On July 31, 2002, share prices were at a -2.4% discount, compared with a 22.5% premium to net asset value one year earlier.

Fund dividends also were affected by the weakening economy and the general decline in short-term interest rates. As short-term interest rates fell, reset rates for senior loans also trended lower. The result was that the Fund's portfolio generated less income, which in turn resulted in a series of dividend reductions for Fund shareholders.

WHAT STRATEGIES DID YOU EMPLOY IN MANAGING THE FUND?

During the reporting period, we focused on a three-pronged strategy: 1) upgrade loans by purchasing new issues with strong asset

protection or swapping for loans of the same issuer with faster amortization schedules; 2) opportunistically add discount loans having above-average potential for upside movement in price; and 3) reduce exposure to companies with inadequate asset protection. Some examples of these included swapping Nextel Term Loan B and C for Nextel Term Loan A which has faster amortization schedule,

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and increasing our Tenneco Automotive position by buying at discount.

We continued to make progress in reducing exposure in loans to companies that we believed were still vulnerable to negative surprises or continued price pressure in this uncertain environment, specifically loans that were near par such as Bally Total Fitness. We also traded out of some positions such as AES Corporation which no longer fit the size or liquidity parameters that we would like.

Some of the industry sectors we believed to be well positioned to offer strong asset protection and to which we continued to be favorably disposed included: 1) food and beverage/consumer products; 2) industrials; and 3) gaming and lodging. Industry sectors that we were cautious about included: 1) retail; 2) non-cellular telecom; 3) finance; and 4) energy.

In every instance, we review credits on an ongoing, case-by-case basis while keeping an eye on the relative value of both high yield debt and equity.

### WHAT IS YOUR STRATEGY GOING FORWARD?

Looking forward, we are cautiously optimistic about the prospects for the economy, corporate profits and the strength of the senior loan market. While we believe that the fundamentals will continue to improve, we anticipate volatility since the technicals may worsen in the near term. However, we feel that the food and beverage/consumer products, industrials, and gaming and lodging sectors have strong asset protection. Our plan is to focus on companies with strong asset protection and we are continuously looking to upgrade the portfolio.

### DO YOU EXPECT ANY CHANGES AS A RESULT OF THE RECENT FORMAL CHANGE IN THE FUND'S SUB-ADVISER?

As noted in the Fund report dated February 28, 2002, the team of portfolio managers from Symphony identified in the introduction to this discussion has been handling day-to-day activities of the Fund since October 2001. At that time, as a convenience to facilitate this process, these individuals also became employees of Nuveen Senior Loan Asset Management (NSLAM), an affiliate of Nuveen Investments that was the Fund's investment adviser. On August 2, 2002, the Fund formally changed its advisory relationships, installing Symphony Asset Management to act as the Fund's sub-adviser and Nuveen Institutional Advisory Corp. as the investment adviser to replace NSLAM. This was a simplifying administrative action that had no effect on the management of the Fund. The existing portfolio management team remains intact, and we expect there will be no impact on operations or performance of the Fund going forward.

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## NUVEEN SENIOR INCOME FUND

### NSL

#### Performance

Overview As of July 31, 2002

#### PORTFOLIO STATISTICS

|                           |           |
|---------------------------|-----------|
| Share Price               | \$7.20    |
| Net Asset Value           | \$7.38    |
| Common Net Assets (\$000) | \$219,459 |

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| TOP 10 ISSUERS                           | % OF TOTAL INVESTMENTS |
|------------------------------------------|------------------------|
| The Fairchild Corporation                | 2.89%                  |
| Mandalay Resort Group                    | 2.78%                  |
| Fitness Holdings Worldwide, Inc.         | 2.51%                  |
| Wyndham International, Inc.              | 2.36%                  |
| Norwood Promotional Products, Inc.       | 2.22%                  |
| North American Van Lines, Inc.           | 2.21%                  |
| Dr. Pepper/Seven Up Bottling Group, Inc. | 1.96%                  |
| Dominos Pizza, Inc.                      | 1.91%                  |
| Flowserve Corporation                    | 1.89%                  |
| American Media Operations, Inc.          | 1.89%                  |

| TOP 10 INDUSTRIES             | % OF TOTAL INVESTMENTS |
|-------------------------------|------------------------|
| Hotels, Motels, Inns & Gaming | 11.47%                 |
| Beverage, Food & Tobacco      | 7.36%                  |
| Diversified Manufacturing     | 6.38%                  |
| Aerospace/Defense             | 6.28%                  |
| Automotive                    | 4.94%                  |
| Printing & Publishing         | 4.07%                  |
| Leisure & Entertainment       | 3.33%                  |
| Non-Durable Consumer Products | 3.31%                  |
| Containers, Packaging & Glass | 3.25%                  |
| Chemicals, Plastics & Rubber  | 3.15%                  |

## AVERAGE ANNUALIZED TOTAL RETURN (INCEPTION DATE 10/99)

|                 | Market   | NAV     |
|-----------------|----------|---------|
| 1-Year          | - 21.16% | - 0.65% |
| Since Inception | -2.25%   | 0.73%   |

[Bar Chart]  
2001-2002 MONTHLY DIVIDENDS PER SHARE1

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|       |       |
|-------|-------|
| 8/01  | 0.079 |
| 9/01  | 0.075 |
| 10/01 | 0.067 |
| 11/01 | 0.067 |
| 12/01 | 0.055 |
| 1/02  | 0.049 |
| 2/02  | 0.049 |
| 3/02  | 0.049 |
| 4/02  | 0.049 |
| 5/02  | 0.049 |
| 6/02  | 0.049 |
| 7/02  | 0.049 |

[Line Chart]

SHARE PRICE PERFORMANCE

Weekly Closing Price

Past performance is not predictive of future results.

|        |       |
|--------|-------|
| 8/1/01 | 10.06 |
|        | 10.12 |
|        | 9.97  |
|        | 10.07 |
|        | 10.05 |
|        | 9.82  |
|        | 9.77  |
|        | 8.26  |
|        | 9.14  |
|        | 9.24  |
|        | 8.92  |
|        | 8.6   |
|        | 8.55  |
|        | 8.75  |
|        | 8.23  |
|        | 7.94  |
|        | 7.64  |
|        | 7.88  |
|        | 7.3   |
|        | 7.06  |
|        | 7.37  |
|        | 7.63  |
|        | 7.8   |
|        | 7.65  |
|        | 7.38  |
|        | 7.44  |
|        | 7.4   |
|        | 7.5   |
|        | 7.3   |
|        | 7.46  |
|        | 7.43  |
|        | 7.5   |
|        | 7.42  |
|        | 7.48  |
|        | 7.6   |
|        | 7.72  |
|        | 7.58  |
|        | 7.8   |
|        | 7.71  |
|        | 7.78  |
|        | 7.81  |
|        | 7.76  |

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7.81  
7.94  
8.01  
7.94  
7.76  
7.65  
7.36  
7.27  
7.1  
7/31/02 6.86

- 1 The December 2001 bar includes a short-term capital gains distribution of \$0.0021 per share.

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[Photo of ripples on the surface of water]

THE NUVEEN INVESTOR

[Photo of two children with baseball mitts]

MUNICIPAL BOND SURVEILLANCE - A HIGH PRIORITY AT NUVEEN

The Enron scandal has raised numerous questions about the real value of American securities. Investors want to know what safeguards are in place to inspire their trust and ensure their holdings are dependable. The Nuveen Investor recently spoke with David Blair, Assistant Vice President and Senior Analyst at Nuveen, about the research and surveillance processes used for the Nuveen municipal funds.

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INSIDE

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- 6 Is it Time to Rethink Your Bond Strategy?
- 7 Many Investors Continue to Find Solutions with Professional Advice
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- 8 ETFConnect: The Source for All Exchange-Traded Funds

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HOW DO NUVEEN'S RESEARCH ANALYSTS EVALUATE BONDS PRIOR TO PURCHASE?  
We evaluate factors impacting market sectors, issuers and specific bonds and

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assign credit ratings to bonds we consider for purchase. We seek to purchase bonds with stable and improving credit characteristics, which have attractive prices and yields relative to other bonds in their sectors.

### HOW DO YOU CONDUCT YOUR RESEARCH?

We conduct detailed analyses that often involve site visits and discussions with managers of the projects being financed. Since Nuveen is a major investor with large buying power, issuers and project managers are willing to listen to us and respond to our concerns.

### IS THE RESEARCH AND ANALYSIS PROCESS ANY DIFFERENT WHEN CONSIDERING HIGH-YIELD BONDS?

Up to 20 percent of some Nuveen municipal funds can be invested in below investment grade bonds to help the fund attain a higher yield. This underscores the need for research. If one of our 16 analysts believes a high-yield bond should be purchased, a second analyst reviews the issue as well.

### HOW DO YOU MONITOR THE VARIOUS BONDS ONCE THEY'VE BEEN PURCHASED?

We have a proprietary database with information and analysis on the bonds Nuveen holds in its funds. Among other things, we are able to evaluate risk exposure to sectors, issuers and specific bonds on an on-going basis.

### HOW DOES THE RESEARCH DEPARTMENT COMMUNICATE THE INFORMATION GATHERED?

We conduct biweekly meetings within the research department and weekly meetings with portfolio managers. We also write-up our findings and distribute them with "buy," "hold" or "sell" recommendations to portfolio managers.

(continued on page 7)

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### IS IT TIME TO RETHINK YOUR BOND STRATEGY?

Significant stock market losses in recent history have sent many investors toward bonds as a way to potentially cut their losses and balance equity-dominated portfolios. While many consider bonds a set-and-forget investment, there are several circumstances that might prompt you to reassess -- and perhaps revamp -- your bond holdings.

#### Tax bracket changes

The Economic Growth and Tax Relief Reconciliation Act of 2001 has dropped tax brackets a percentage point this year, but a higher salary, large bonus, sale of assets or retirement may push you into a higher tax bracket for 2002.

If you are in a higher tax bracket and want to generate an income stream without raising your tax burden, tax-free municipal bonds may be a prudent option. Even if you are in a lower tax bracket, municipal bonds could make sense. The question is whether municipal or taxable bonds will deliver a better taxable yield.

#### Retirement plans change

Whether you are near retirement or are currently enjoying it, you may want to

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consider rebalancing your retirement accounts with less stock and more bonds, to potentially reduce risk and try to preserve the assets that you have accumulated. If you are just entering retirement you may want to make tax-free municipal bonds a part of your portfolio to emphasize income generation and protection from taxation.

### Risk tolerance changes

The recent market volatility and market downturn may have caused many investors to reevaluate their tolerance for risk. On the other hand, your portfolio might have performed well over the last few years and you may not need to take on extra risk to meet your long-term goals. In either situation you could take a look at your bond portfolio and determine whether you need to make changes to correspond with your tolerance for risk.

### Portfolio changes

If you make significant changes to one or more of your investments, you'll want to look at your portfolio as a whole, particularly with regard to overall asset allocation. You may need to do some rebalancing to stay on track with your investment strategy.

Your financial advisor can help. Regardless of how your circumstances change, he or she can provide up-to-date information on the bond market and various funds to help you decide how to maximize your returns consistent with your short- and long-term financial goals.

No investment is risk free and some investments carry more risk than others. It is important to know what the risks are, to evaluate them against any potential rewards, and to determine your tolerance for risk when selecting an investment.

[Photo of a lighthouse at the end of a pier]

[Photo of two children looking at the floor]

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NUVEEN  
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[Photo of clouds]

[Photo of woman and girl looking at photo album]

V1

### MANY INVESTORS CONTINUE TO FIND SOLUTIONS WITH PROFESSIONAL ADVICE

For many investors, current financial markets are confusing and frustrating. According to research conducted for the Forum for Investor Advice\*, that's the number one reason many turn to a financial advisor. They want someone to suggest ideas and provide consultation, dialogue and professional advice.

Investors say their advisors are helpful in other key ways, including...

- o Saving time. After consultation, investors note that the second most

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important reason for using an advisor is to have someone else monitor their portfolio, reducing the amount of time they spend on investing.

- o Help in sorting through information. Investors in the 21st century have more products from which to choose than in the past. For example, there are approximately 8,000 mutual funds today, up from 3,000 in 1990.
- o Assistance in setting financial goals. According to investors who use a financial advisor, they are more likely to have a plan for a specific financial goal than do-it-yourself investors.
- o Staying focused. Advisor-assisted investors are more likely than do-it-yourself investors to have developed a comprehensive investment program.
- o Peace of mind. Investors say their comfort level in all types of markets is higher when using an advisor for a "second opinion" on an investment decision.

\*The survey of 324 investors was conducted in December of 2000 by Market Facts and analyzed by New York based Neuwirth Research. Of the 324, 166 said they had an ongoing relationship with a financial advisor, while 157 described themselves as do-it-yourselfers.

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(continued from page 5)

### HOW ARE PROBLEM BONDS IDENTIFIED AND HANDLED?

We conduct surveillance on our bonds on a regular basis to ensure, among other things, that deteriorating bonds are identified early. We then discuss any emerging problems and potential courses of action with the portfolio manager.

### HOW MANY ISSUES DOES THE RESEARCH DEPARTMENT FOLLOW?

We follow 12 sectors and 1,500 uninsured bonds, worth about \$18 billion of Nuveen's \$45 billion in total municipal assets. The remaining \$27 billion in municipal assets are insured or escrowed (backed by Treasury bonds). For the insured bonds, we monitor closely on a regular basis the insurers guaranteeing the bonds.

### WILL RESEARCH AND SURVEILLANCE CHANGE IN LIGHT OF PROBLEMS WITH ENRON SECURITIES?

Overall, our investment process and surveillance have worked well and been effective. However, we meet as a group on a regular basis and are constantly evaluating ways to improve the process to respond to issues and the market environment.

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LOOK AHEAD...

FUND REPORTS AVAILABLE ONLINE

[Picture of a [www.investordelivery.com](http://www.investordelivery.com) web page]

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[Picture of a [www.nuveen.com](http://www.nuveen.com) web page]

Nuveen Fund information is now available online. Once you register, you'll receive an e-mail notice with a link to your Fund's reports and other information just as soon as it is ready. Registering takes only a few minutes.

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After registering, you should receive a confirming e-mail within 24 hours. If not, repeat these steps to ensure all information is accurate. You can use this same process if you need to change your registration information or want to cancel Internet viewing. The e-mail address you provide is strictly confidential and will only be used to notify you of shareholder information.

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The information in this newsletter should not be construed as specific tax or invest- ment advice. Contact your advisor for infor- mation about your particular situation.  
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### ETFCONNECT: THE SOURCE FOR ALL EXCHANGE-TRADED FUNDS

Last fall, Nuveen launched ETFConnect, the industry's first website featuring all-encompassing information on exchanged-traded funds. Whatever you're looking for in the world of Index ETFs or Closed-End Exchange-Traded Funds - prices, NAVs, dividend information, performance histories, new developments - this is the place. Highlights include Quick Facts sheets for more than 500 funds, a multi-fund search capability, website links, a list of fund sponsors, tools for portfolio tracking, and a continually updated education center. Check out [WWW.ETFCONNECT.COM](http://WWW.ETFCONNECT.COM).

[Picture of a [www.etfconnect.com](http://www.etfconnect.com) web page]

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Trustees  
and Officers

The management of the Fund, including general supervision of the duties performed for the Fund under the Management Agreement, is the responsibility of the Board of Trustees of the Fund. The number of trustees of the Fund is currently set at seven, one of whom is an "interested person" (as the term is

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defined in the Investment Company Act of 1940) and six of whom are not interested persons. None of the trustees who are not interested persons of the Fund have ever been a director or employee of, or consultant to, Nuveen or its affiliates. The names and business addresses of the trustees and officers of the Fund, their principal occupations and other affiliations during the past five years, the number of portfolios each oversees and other directorships they hold are set forth below.

| NAME, BIRTHDATE<br>AND ADDRESS | POSITION(S) HELD<br>WITH THE FUND | YEAR FIRST<br>ELECTED OR APPOINTED<br>AND TERM OF OFFICE | PRINCIPAL OCCUPATION(S)<br>INCLUDING OTHER DIRECTORSHIP<br>DURING PAST 5 YEARS |
|--------------------------------|-----------------------------------|----------------------------------------------------------|--------------------------------------------------------------------------------|
|--------------------------------|-----------------------------------|----------------------------------------------------------|--------------------------------------------------------------------------------|

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**TRUSTEE WHO IS AN INTERESTED PERSON OF THE FUNDS:**  
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|                                                                                     |                                                    |                                           |                                                                                                                                                                                                                                                                                                                                                                                                                          |
|-------------------------------------------------------------------------------------|----------------------------------------------------|-------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| TIMOTHY R. SCHWERTFEGER (1)<br>3/28/1949<br>333 W. Wacker Drive<br>Chicago, IL60606 | Chairman of the<br>Board, President<br>and Trustee | 1999 (Inception)<br>Term:<br>one year (2) | Chairman and Director (since<br>of The John Nuveen Company,<br>Investments, Nuveen Advisory<br>and Nuveen Institutional Adv<br>Corp.; Chairman and Director<br>1997) of Nuveen Asset Manage<br>Inc.; Director (since 1996)<br>Institutional Capital Corpor<br>Chairman and Director (since<br>of Rittenhouse Financial Ser<br>Inc.; Chief Executive Office<br>(since 1999) of Nuveen Senio<br>Loan Asset Management Inc. |
|-------------------------------------------------------------------------------------|----------------------------------------------------|-------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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**TRUSTEES WHO ARE NOT INTERESTED PERSONS OF THE FUNDS:**  
 -----

|                                                                         |         |                                           |                                                                                                                                                                                                                                                                      |
|-------------------------------------------------------------------------|---------|-------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| JAMES E. BACON<br>2/27/1931<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Trustee | 1999 (Inception)<br>Term:<br>one year (2) | Treasurer (1997-present),<br>Cathedral of St. John the De<br>(New York City); formerly (1<br>Director of Lone Star Indust<br>Inc.; previously, Director a<br>Executive Vice President of<br>Trust Corporation and Truste<br>United States Trust Company<br>New York. |
|-------------------------------------------------------------------------|---------|-------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                              |         |                               |                                                                                                                              |
|------------------------------------------------------------------------------|---------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| WILLIAM E. BENNETT<br>10/16/1946<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Trustee | 2001<br>Term:<br>one year (2) | Private Investor; previously<br>President and Chief Executiv<br>Officer, Draper & Kramer, In<br>(September 1995 - August 199 |
|------------------------------------------------------------------------------|---------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------|

|                                                                         |         |                                           |                                                                                                                                                                                                                                                                                                                         |
|-------------------------------------------------------------------------|---------|-------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| JACK B. EVANS<br>10/22/1948<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Trustee | 1999 (Inception)<br>Term:<br>one year (2) | President, The Hall-Perrine<br>Foundation, a private philan<br>corporation (since 1996); Di<br>Federal Reserve Bank of Chic<br>Director, Alliant Energy; Di<br>and Vice Chairman United Fir<br>Casualty Company; formerly P<br>and Chief Operating Officer,<br>Financial Group, Inc., a reg<br>financial services firm. |
|-------------------------------------------------------------------------|---------|-------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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|                                                                                |         |                                           |                                                                                                                                                                                                                                                   |
|--------------------------------------------------------------------------------|---------|-------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| WILLIAM L. KISSICK<br>7/29/1932<br>333 W. Wacker Drive<br>Chicago, IL 60606    | Trustee | 1999 (Inception)<br>Term:<br>one year (2) | Emeritus Professor, School of Medicine and the Wharton School of Management and former Chairman of Leonard Davis Institute of Health Economics, University of Pennsylvania; Adjunct Professor of Health Policy and Management at Yale University. |
| THOMAS E. LEAFSTRAND<br>11/11/1931<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Trustee | 1999 (Inception)<br>Term:<br>one year (2) | Retired; previously, Vice President in charge of Municipal Underwriting and Dealer Sales at The North Trust Company.                                                                                                                              |
| SHEILA W. WELLINGTON<br>2/24/1932<br>333 W. Wacker Drive<br>Chicago, IL 60606  | Trustee | 1999 (Inception)<br>Term:<br>one year (2) | President (since 1993) of Catalyst (a not-for-profit organization focusing on women's leadership development in business and professions).                                                                                                        |

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Trustees  
and Officers (continued)

| NAME, BIRTHDATE<br>AND ADDRESS | POSITION(S) HELD<br>WITH THE FUND | YEAR FIRST<br>ELECTED OR<br>APPOINTED (3) | PRINCIPAL OCCUPATION(S)<br>INCLUDING OTHER DIRECTORSHIP<br>DURING PAST 5 YEARS |
|--------------------------------|-----------------------------------|-------------------------------------------|--------------------------------------------------------------------------------|
|--------------------------------|-----------------------------------|-------------------------------------------|--------------------------------------------------------------------------------|

OFFICERS OF THE FUNDS:

|                                                                             |                                 |      |                                                                                                                                                                                                          |
|-----------------------------------------------------------------------------|---------------------------------|------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| MICHAEL T. ATKINSON<br>2/3/1966<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Vice President                  | 2002 | Vice President (since January 2002), formerly, Assistant Vice President (since 2000), previously, Assistant Vice President of Nuveen Investments.                                                        |
| PETER H. D'ARRIGO<br>11/28/1967<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Vice President and<br>Treasurer | 1999 | Vice President of Nuveen Investments (since 1999), prior thereto, Assistant Vice President (from 1999) of Nuveen Senior Loan Management Inc.; Chartered Financial Analyst.                               |
| SUSAN M. DESANTO<br>9/8/1954<br>333 W. Wacker Drive<br>Chicago, IL 60606    | Vice President                  | 2001 | Vice President of Nuveen Advisory Corp. (since 2001); previous President of Van Kampen Investment Advisory Corp. (since 1998); thereto, Assistant Vice President of Van Kampen Investment Advisory Corp. |

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|                                                                             |                |      |                                                                                                                                                                                                                                                                                                                                                                                    |
|-----------------------------------------------------------------------------|----------------|------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| JESSICA R. DROEGER<br>9/24/1964<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Vice President | 2002 | Vice President (since January 2002); Assistant General Counsel and Assistant Secretary (since 1998) of Nuveen Investments; Vice President (since January 2002) and Assistant Secretary (since 1998), formerly Assistant Vice President of Nuveen Institutional Advisory Corp. and Nuveen Institutional Advisory Corp. thereto, Associate at the law firm of D'Ancona Partners LLC. |
|-----------------------------------------------------------------------------|----------------|------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                             |                |      |                                                                                                                                                  |
|-----------------------------------------------------------------------------|----------------|------|--------------------------------------------------------------------------------------------------------------------------------------------------|
| LORNA C. FERGUSON<br>10/24/1945<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Vice President | 1999 | Vice President of Nuveen Investments; Vice President (since 1998) of Nuveen Institutional Advisory Corp. and Nuveen Institutional Advisory Corp. |
|-----------------------------------------------------------------------------|----------------|------|--------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                               |                |      |                                                                                                                                                                                                                                 |
|-------------------------------------------------------------------------------|----------------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| WILLIAM M. FITZGERALD<br>3/2/1964<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Vice President | 1999 | Managing Director (since 2001) of Nuveen Investments; Managing Director of Nuveen Institutional Advisory Corp. (since 2001); prior thereto, Vice President of Nuveen Institutional Advisory Corp.; Chartered Financial Analyst. |
|-------------------------------------------------------------------------------|----------------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                         |                                  |      |                                                                                                                                                                                                       |
|-------------------------------------------------------------------------|----------------------------------|------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| STEPHEN D. FOY<br>5/31/1954<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Vice President and<br>Controller | 1999 | Vice President of Nuveen Institutional Advisory Corp. and (since 1998) The John Nuveen Company; Vice President (since 1998) of Nuveen Senior Loan Asset Management Inc.; Certified Public Accountant. |
|-------------------------------------------------------------------------|----------------------------------|------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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| NAME, BIRTHDATE<br>AND ADDRESS | POSITION(S) HELD<br>WITH THE FUND | YEAR FIRST<br>ELECTED OR<br>APPOINTED (3) | PRINCIPAL OCCUPATION(S)<br>INCLUDING OTHER DIRECTORSHIP<br>DURING PAST 5 YEARS |
|--------------------------------|-----------------------------------|-------------------------------------------|--------------------------------------------------------------------------------|
|--------------------------------|-----------------------------------|-------------------------------------------|--------------------------------------------------------------------------------|

## OFFICERS OF THE FUNDS (CONTINUED):

|                                                                        |                |      |                                                                                                                                                                                                         |
|------------------------------------------------------------------------|----------------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DAVID J. LAMB<br>3/22/1963<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Vice President | 2000 | Vice President (since 2000) of Nuveen Investments, previously Assistant Vice President (since 1998) of Nuveen Investments; prior thereto, Associate of Nuveen Investments; Certified Public Accountant. |
|------------------------------------------------------------------------|----------------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                        |                |      |                                                                                                       |
|------------------------------------------------------------------------|----------------|------|-------------------------------------------------------------------------------------------------------|
| TINA M. LAZAR<br>8/27/1961<br>333 W. Wacker Drive<br>Chicago, IL 60606 | Vice President | 2002 | Vice President (since 1999), previously, Assistant Vice President (since 1993) of Nuveen Investments. |
|------------------------------------------------------------------------|----------------|------|-------------------------------------------------------------------------------------------------------|

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|                                                                                    |                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|------------------------------------------------------------------------------------|--------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>LARRY W. MARTIN<br/>7/27/1951<br/>333 W. Wacker Drive<br/>Chicago, IL 60606</p> | <p>Vice President and 1999<br/>Assistant Secretary</p> | <p>Vice President, Assistant Secretary and Assistant General Counsel of Nuveen Investments; Vice President and Assistant Secretary of Nuveen Institutional Advisory Corp. and Nuveen Institutional Advisory Corp.; Vice President and Assistant Secretary of The John Nuveen Company and Nuveen Asset Management, Inc.; Vice President and Assistant Secretary (since January 1999) of Nuveen Senior Loan Asset Management Inc.</p> |
|------------------------------------------------------------------------------------|--------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                                       |                            |                                                                                                                                                                                                                           |
|---------------------------------------------------------------------------------------|----------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>EDWARD F. NEILD, IV<br/>7/7/1965<br/>333 W. Wacker Drive<br/>Chicago, IL 60606</p> | <p>Vice President 1999</p> | <p>Managing Director (since January 2002) of Nuveen Investments; Vice President and Director (since 1997) of Nuveen Institutional Advisory Corp. and Nuveen Institutional Advisory Corp. Chartered Financial Analyst.</p> |
|---------------------------------------------------------------------------------------|----------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                                        |                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|----------------------------------------------------------------------------------------|----------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>GIFFORD R. ZIMMERMAN<br/>9/9/1956<br/>333 W. Wacker Drive<br/>Chicago, IL 60606</p> | <p>Vice President and 1999<br/>Secretary</p> | <p>Managing Director (since January 2002, formerly Vice President), Assistant Secretary and Associate General Counsel (formerly Assistant General Counsel) of Nuveen Investments; Managing Director (since January 2002, formerly Vice President) and Assistant Secretary of Nuveen Institutional Advisory Corp. and Nuveen Institutional Advisory Corp. President and Assistant Secretary of John Nuveen Company; Managing Director (since January 2002, formerly Vice President) and Assistant Secretary (since 1999) of Nuveen Senior Loan Asset Management Inc.; Chartered Financial Analyst.</p> |
|----------------------------------------------------------------------------------------|----------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

- (1) Mr. Schwertfeger is an "interested person" of the Funds, as defined in the Investment Company Act of 1940, because he is an officer and director of Nuveen Institutional Advisory Corp.
- (2) Trustees are elected each year by shareholders and serve a one year term until his/her successor is elected.
- (3) Officers serve one year terms through July of each year.

Report of  
Independent Auditors

THE BOARD OF TRUSTEES AND SHAREHOLDERS OF  
NUVEEN SENIOR INCOME FUND:

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We have audited the accompanying statement of assets and liabilities of Nuveen Senior Income Fund (the "Fund"), including the portfolio of investments, as of July 31, 2002, and the related statements of operations and cash flows for the year then ended, and the statements of changes in net assets for each of the two years in the period then ended and financial highlights for each of the two years in the period then ended and for the period October 29, 1999 (commencement of investment of operations) to July 31, 2000. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of investments owned as of July 31, 2002, by correspondence with the custodian and selling or agent banks. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of the Nuveen Senior Income Fund as of July 31, 2002, the results of its operations and cash flows for the year then ended and changes in its net assets, for each of the two years in the period then ended, and the financial highlights for each of the two years in the period then ended and for the period from October 29, 1999 to July 31, 2000, in conformity with accounting principles generally accepted in the United States of America.

/s/ KPMG LLP

Chicago, Illinois  
September 19, 2002

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Nuveen Senior Income Fund (NSL)  
Portfolio of  
Investments July 31, 2002

|                           |                                                                                    | RATINGS* |
|---------------------------|------------------------------------------------------------------------------------|----------|
|                           |                                                                                    | -----    |
| PRINCIPAL<br>AMOUNT (000) | DESCRIPTION                                                                        | MOODY'S  |
|                           |                                                                                    | -----    |
|                           | VARIABLE RATE SENIOR LOAN INTERESTS(1) AND INTEREST<br>BEARING SECURITIES - 146.7% |          |
|                           | AEROSPACE/DEFENSE - 10.5% (6.2% OF TOTAL ASSETS)                                   |          |
| \$ 4,937                  | DeCrane Aircraft Holdings, Inc., Term Loan D                                       | B2       |
| 10,802                    | The Fairchild Corporation, Term Loan B                                             | B1       |
| 2,137                     | United Defense Industries, Inc., Term Loan B                                       | Ba3      |

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|       |                                               |    |
|-------|-----------------------------------------------|----|
| 1,145 | Vought Aircraft Industries, Inc., Term Loan A | NR |
| 459   | Vought Aircraft Industries, Inc., Term Loan B | NR |
| 161   | Vought Aircraft Industries, Inc., Term Loan C | NR |
| 3,720 | Vought Aircraft Industries, Inc., Term Loan X | NR |

## AUTOMOTIVE - 8.3% (4.9% OF TOTAL ASSETS)

|       |                                                      |    |
|-------|------------------------------------------------------|----|
| 1,224 | Federal-Mogul Corporation, Term Loan A (b)           | NR |
| 5,551 | Federal-Mogul Corporation, Term Loan B (b)           | NR |
| 2,500 | Metaldyne Company/Metalync Company, LLC, Term Loan D | B1 |
| 9,342 | MetalForming Technologies, Inc., Term Loan B         | NR |
| 285   | Tenneco Auto, Inc., Revolver Loan                    | B2 |
| 3,845 | Tenneco Auto, Inc., Term Loan A                      | B2 |
| 995   | Tenneco Auto, Inc., Term Loan B                      | B2 |
| 995   | Tenneco Auto, Inc., Term Loan C                      | B2 |

## BEVERAGE, FOOD & TOBACCO - 12.4% (7.3% OF TOTAL ASSETS)

|       |                                                       |     |
|-------|-------------------------------------------------------|-----|
| 1,703 | Cott Corporation, Purchase Money Term Loan            | NR  |
| 190   | Cott Corporation, Working Capital Term Loan           | NR  |
| 1,995 | Dean Foods Company, Term Loan B                       | Ba2 |
| 7,168 | Dr. Pepper/Seven Up Bottling Group, Inc., Term Loan B | NR  |
| 1,900 | Eagle Family Foods, Inc., Term Loan                   | B1  |
| 3,149 | Flowers Foods, Inc., Term Loan B                      | Ba2 |
| 1,980 | Interstate Brands Corporation, Term Loan B            | Ba1 |
| 3,445 | Merisant Company, Term Loan B                         | Ba3 |
| 5,500 | Pinnacle Foods Corporation, Term Loan                 | Ba3 |

## BROADCASTING/CABLE - 3.0% (1.7% OF TOTAL ASSETS)

|       |                                                              |      |
|-------|--------------------------------------------------------------|------|
| 2,000 | Century Cable Holdings, LLC, Discretionary Term Loan (b)     | Caa1 |
| 3,325 | Charter Communications Operating, LLC, Incremental Term Loan | Ba3  |
| 2,494 | Charter Communications Operating, LLC, Term Loan B           | Ba3  |

## BROADCASTING/RADIO - 2.1% (1.3% OF TOTAL ASSETS)

|       |                                           |    |
|-------|-------------------------------------------|----|
| 4,667 | Citadel Broadcasting Company, Term Loan B | NR |
|-------|-------------------------------------------|----|

## BUILDINGS & REAL ESTATE - 1.8% (1.1% OF TOTAL ASSETS)

|       |                                    |    |
|-------|------------------------------------|----|
| 3,990 | Williams Scotsman, Inc., Term Loan | B1 |
|-------|------------------------------------|----|

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|                                                             |                                                   | RATINGS* |
|-------------------------------------------------------------|---------------------------------------------------|----------|
| PRINCIPAL<br>AMOUNT (000)                                   | DESCRIPTION                                       | MOODY'S  |
| CARGO TRANSPORTATION - 3.7% (2.2% OF TOTAL ASSETS)          |                                                   |          |
| \$ 8,190                                                    | North American Van Lines, Inc., Term Loan B       | B1       |
| CHEMICALS, PLASTICS & RUBBER - 5.3% (3.1% OF TOTAL ASSETS)  |                                                   |          |
| 4,965                                                       | Buckeye Technologies, Inc., Revolver Loan         | NR       |
| 1,923                                                       | Ineos US Finance, LLC, Term Loan C                | Ba3      |
| 2,000                                                       | OM Group, Inc., Term Loan C                       | Ba3      |
| 3,000                                                       | Resolution Performance Products, LLC, Term Loan B | B1       |
| CONSTRUCTION MATERIALS - 2.1% (1.2% OF TOTAL ASSETS)        |                                                   |          |
| 4,500                                                       | Mueller Group, Inc., Term Loan E                  | B1       |
| CONTAINERS, PACKAGING & GLASS - 5.5% (3.2% OF TOTAL ASSETS) |                                                   |          |
| 3,660                                                       | Graham Packaging Company, Term Loan B             | B2       |
| 3,032                                                       | Graham Packaging Company, Term Loan C             | B2       |
| 1,543                                                       | Greif Bros. Corporation, Term Loan B              | Ba3      |
| 3,967                                                       | United States Can Company, Term Loan B            | B2       |
| DIVERSIFIED MANUFACTURING - 10.7% (6.3% OF TOTAL ASSETS)    |                                                   |          |
| 2,218                                                       | Blount, Inc., Term Loan B                         | B3       |
| 5,719                                                       | Dayco Products, LLC, Term Loan B                  | Ba3      |
| 7,000                                                       | Flowserve Corporation, Term Loan C                | Ba3      |
| 2,940                                                       | GenTek, Inc., Term Loan C                         | Caa2     |
| 3,000                                                       | Trimas Corporation, Term Loan B                   | B1       |
| 5,414                                                       | Western Industries Holding, Inc., Term Loan B     | NR       |
| ECOLOGICAL - 0.3% (0.2% OF TOTAL ASSETS)                    |                                                   |          |
| 737                                                         | Stericycle, Inc., Term Loan B                     | B1       |
| FARMING & AGRICULTURAL - 1.8% (1.0% OF TOTAL ASSETS)        |                                                   |          |
| 3,908                                                       | Shemin Holdings Corporation, Term Loan B          | NR       |
| FINANCE & BANKING - 0.3% (0.2% OF TOTAL ASSETS)             |                                                   |          |

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|                                                               |                                                   |         |          |
|---------------------------------------------------------------|---------------------------------------------------|---------|----------|
| 2,368                                                         | Finova Group, Inc., Bond                          | NR      |          |
| -----                                                         |                                                   |         |          |
| HEALTHCARE - 3.0% (1.8% OF TOTAL ASSETS)                      |                                                   |         |          |
| 4,500                                                         | Community Health Systems, Inc., Term Loan B       | NR      |          |
| 1,984                                                         | Triad Hospitals, Inc., Term Loan B                | Ba3     |          |
| -----                                                         |                                                   |         |          |
| HOTELS, MOTELS, INNS & GAMING - 19.2% (11.4% OF TOTAL ASSETS) |                                                   |         |          |
| 3,990                                                         | Alliance Gaming Corporation, LLC, Term Loan       | B1      |          |
| 2,944                                                         | Ameristar Casino, Inc., Term Loan B               | Ba3     |          |
| 1,909                                                         | Extended Stay America, Inc., Term Loan B          | Ba3     |          |
| 5,800                                                         | Harrah's Entertainment, Inc., Bond                | Ba1     |          |
| 5,000                                                         | Las Vegas Sands, Inc., Term Loan B                | NR      |          |
| 3,200                                                         | Mandalay Resort Group, Bond                       | Ba3     |          |
| 7,000                                                         | Mandalay Resort Group, Term Loan                  | NR      |          |
| 3,469                                                         | Park Place Entertainment, Revolver                | NR      | B        |
| 7,674                                                         | Wyndham International, Inc., Increasing Rate Loan | NR      |          |
| 2,435                                                         | Wyndham International, Inc., Term Loan B          | NR      |          |
| -----                                                         |                                                   |         |          |
| -----                                                         |                                                   |         |          |
| 14                                                            |                                                   |         |          |
|                                                               |                                                   |         | RATINGS* |
|                                                               |                                                   |         | -----    |
| PRINCIPAL                                                     |                                                   |         |          |
| AMOUNT (000)                                                  | DESCRIPTION                                       | MOODY'S |          |
| -----                                                         |                                                   |         |          |
| INSURANCE - 5.2% (3.1% OF TOTAL ASSETS)                       |                                                   |         |          |
| \$ 9,957                                                      | Conseco, Inc., Term Loan                          | NR      |          |
| 4,825                                                         | GAB Robbins North America, Inc., Term Loan B      | NR      |          |
| -----                                                         |                                                   |         |          |
| LEISURE & ENTERTAINMENT - 5.6% (3.3% OF TOTAL ASSETS)         |                                                   |         |          |
| 3,378                                                         | Fitness Holdings Worldwide, Inc., Term Loan B     | NR      |          |
| 6,422                                                         | Fitness Holdings Worldwide, Inc., Term Loan C     | NR      |          |
| 3,000                                                         | Six Flags Theme Parks, Inc., Term Loan B          | Ba2     |          |
| -----                                                         |                                                   |         |          |
| NATURAL RESOURCES/OIL & GAS - 3.1% (1.8% OF TOTAL ASSETS)     |                                                   |         |          |
| 6,957                                                         | Tesoro Petroleum Corp., Term Loan B               | Ba3     |          |
| -----                                                         |                                                   |         |          |
| NON-DURABLE CONSUMER PRODUCTS - 5.6% (3.3% OF TOTAL ASSETS)   |                                                   |         |          |

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|       |                                                 |     |
|-------|-------------------------------------------------|-----|
| 7,707 | Norwood Promotional Products, Inc., Term Loan A | NR  |
| 5,207 | Norwood Promotional Products, Inc., Term Loan B | NR  |
| 1,459 | Norwood Promotional Products, Inc., Term Loan C | NR  |
| 4,000 | Playtex Products, Inc., Term Loan C             | Ba3 |

## PAPER & FOREST PRODUCTS - 1.7% (1.0% OF TOTAL ASSETS)

|        |                                                                                                    |    |
|--------|----------------------------------------------------------------------------------------------------|----|
| 16,667 | California Pollution Control Financing Authority, CanFibre of Riverside Project, Bonds (a) (b) (d) | NR |
| 9,000  | California Pollution Control Financing Authority, CanFibre of Riverside Project, Bonds (a) (b) (d) | NR |
| 7,000  | CanFibre of Lackawana, LLC, Construction Loan (a) (b) (c)                                          | NR |
| 1,200  | CanFibre of Lackawana, LLC, First Stabilization Fund Letter of Credit (a) (b) (c)                  | NR |
| 10,000 | CanFibre of Riverside, Inc., Equity Contribution Letter of Credit (a) (b) (c) (d)                  | NR |
| 533    | CanFibre of Riverside, Inc., Working Capital Loan (a) (b) (c) (d)                                  | NR |

## PERSONAL & MISCELLANEOUS SERVICES - 4.1% (2.4% OF TOTAL ASSETS)

|       |                                                            |     |
|-------|------------------------------------------------------------|-----|
| 3,980 | Adams Outdoor Advertising Limited Partnership, Term Loan B | B1  |
| 2,000 | Lamar Media Corp., Incremental Loan C                      | Ba2 |
| 1,853 | Weight Watchers International, Inc., Term Loan B           | Ba1 |
| 1,098 | Weight Watchers International, Inc., Term Loan C           | Ba1 |

## PRINTING & PUBLISHING - 6.8% (4.1% OF TOTAL ASSETS)

|       |                                              |     |
|-------|----------------------------------------------|-----|
| 6,887 | American Media Operations, Inc., Term Loan C | Ba3 |
| 5,000 | Media News Group, Term Loan                  | NR  |
| 3,955 | PRIMEDIA, Inc., Term Loan B                  | NR  |

## RESTAURANTS & FOOD SERVICE - 3.2% (1.9% OF TOTAL ASSETS)

|       |                                  |     |
|-------|----------------------------------|-----|
| 7,000 | Dominos Pizza, Inc., Term Loan B | Ba3 |
|-------|----------------------------------|-----|

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Nuveen Senior Income Fund (NSL) (continued)  
Portfolio of Investments July 31, 2002

| PRINCIPAL<br>AMOUNT (000) | DESCRIPTION | RATINGS*<br>MOODY'S |
|---------------------------|-------------|---------------------|
|---------------------------|-------------|---------------------|

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|                                                                                            |       |                                                                         |      |   |
|--------------------------------------------------------------------------------------------|-------|-------------------------------------------------------------------------|------|---|
| RETAIL/CATALOG - 1.4% (0.9% OF TOTAL ASSETS)                                               |       |                                                                         |      |   |
| \$                                                                                         | 4,587 | Micro Warehouse, Inc., Term Loan B                                      | NR   |   |
| RETAIL/SPECIALTY - 1.8% (1.1% OF TOTAL ASSETS)                                             |       |                                                                         |      |   |
|                                                                                            | 3,964 | Rite Aid Corporation, Term Loan                                         | B2   |   |
| RETAIL/STORES - 2.2% (1.3% OF TOTAL ASSETS)                                                |       |                                                                         |      |   |
|                                                                                            | 4,605 | Kmart Corporation, Revolver (a) (b)                                     | NR   |   |
|                                                                                            | 1,906 | SDM Corporation, Term Loan F                                            | Ba1  | B |
| TELECOMMUNICATIONS/CELLULAR/PCS - 4.6% (2.7% OF TOTAL ASSETS)                              |       |                                                                         |      |   |
|                                                                                            | 484   | Airgate PCS, Inc., Tranche I Loan                                       | NR   |   |
|                                                                                            | 4,228 | Airgate PCS, Inc., Tranche II Loan                                      | NR   |   |
|                                                                                            | 9,500 | Centennial Cellular Operating Company, LLC, Term Loan A                 | B1   |   |
| TELECOMMUNICATIONS/COMPETITIVE LOCAL EXCHANGE CARRIER (CLEC) - 1.2% (0.7% OF TOTAL ASSETS) |       |                                                                         |      |   |
|                                                                                            | 3,750 | RCN Corporation, Term Loan B                                            | Caa1 | C |
|                                                                                            | 4,688 | Teligent, Inc., Delayed Term Loan (a) (b)                               | NR   |   |
|                                                                                            | 5,000 | WCI Capital Corporation, Term Loan B (a) (b)                            | NR   |   |
| TELECOMMUNICATIONS/HYBRID - 1.8% (1.1% TOTAL ASSETS)                                       |       |                                                                         |      |   |
|                                                                                            | 5,000 | Nextel Communications, Inc., Term Loan A                                | Ba3  |   |
| TELECOMMUNICATIONS/WIRELESS MESSAGING - 0.4% (0.2% OF TOTAL ASSETS)                        |       |                                                                         |      |   |
|                                                                                            | 1,094 | Arch Wireless Holding, Inc., Senior Subordinated Secured Notes          | NR   |   |
|                                                                                            | 578   | Arch Wireless Holding, Inc., Subordinated Secured Compounding Notes (a) | NR   |   |
| TEXTILES & LEATHER - 1.7% (1.0% OF TOTAL ASSETS)                                           |       |                                                                         |      |   |
|                                                                                            | 3,648 | Norcross Safety Products, LLC, Term Loan                                | NR   |   |
| TRANSPORTATION/RAIL MANUFACTURING - 1.2% (0.7% OF TOTAL ASSETS)                            |       |                                                                         |      |   |
|                                                                                            | 2,550 | Kansas City Southern Railway Company, Term Loan B                       | Ba1  |   |

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## UTILITIES - 5.1% (3.0% OF TOTAL ASSETS)

|       |                                    |     |
|-------|------------------------------------|-----|
| 3,150 | AES EDC Funding II, LLC, Term Loan | NR  |
| 3,910 | TNP Enterprises, Inc., Term Loan   | Ba2 |
| 5,000 | Westar Energy, Term Loan B         | NR  |

Total Variable Rate Senior Loan Interests and Interest Bearing Securities (cost \$356,715,233)

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## SHARES (000) DESCRIPTION

### EQUITIES - 2.0%

#### BUILDINGS & REAL ESTATE - 2.0% (1.2% OF TOTAL ASSETS)

|     |                                                                       |
|-----|-----------------------------------------------------------------------|
| 222 | Washington Group International, Inc., Equity Shares (a)               |
| 3   | Washington Group International, Inc., Warrants, Series A (a)          |
| 3   | Washington Group International, Inc., Warrants, Series B (a)          |
| 2   | Washington Group International, Inc., Warrants, Series C (a)          |
|     | Washington Group International, Inc., Residual Unsecured Claim (a)(e) |

### CONSTRUCTION MATERIALS - 0.0% (0.0% OF TOTAL ASSETS)

CanFibre of Lackawana, LLC, Income Participation Certificates, 13 units (a)(b)(c)  
CanFibre of Riverside, Inc., Income Participation Certificates, 17 units (a)(b)(c)

### TELECOMMUNICATIONS/WIRELESS MESSAGING - 0.0% (0.0% OF TOTAL ASSETS)

|    |                                                |
|----|------------------------------------------------|
| 84 | Arch Wireless Holding, Inc., Equity Shares (a) |
|----|------------------------------------------------|

Total Equities (cost \$7,936,815)

## SHARES/ PRINCIPAL AMOUNT (000) DESCRIPTION

### SHORT-TERM INVESTMENTS - 19.3%

|           |                                                                                                                                         |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------|
| 2,417     | JPMorgan Prime Funding Account, Money Market Fund, 1.33%                                                                                |
| \$ 40,000 | State Street Treasury Repurchase Agreement, 1.73%, dated 07/31/02, repurchase price \$40,802,628, collateralized by U.S. Treasury Bonds |

Total Short-Term Investments (cost \$42,416,725)

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-----  
Total Investments (cost \$407,068,773) - 168.0%  
-----

Borrowings Payable - (46.9)%+  
-----

Other Assets Less Other Liabilities - (0.1)%  
-----

Taxable Auctioned Preferred Shares, at Liquidation Value - (21.0)%  
-----

Net Assets Applicable to Common Shares - 100%  
=====

NR Not rated.

\* Bank loans rated below Baa by Moody's Investor Service, Inc. or BBB by Standard & Poor's Group are considered to be below investment grade. Ratings are not covered by the Report of Independent Auditors.

\*\* Senior Loans in the Fund's portfolio generally are subject to mandatory and/or optional prepayment. Because of these mandatory prepayment conditions and because there may be significant economic incentives for a Borrower to prepay, prepayments of Senior Loans in the Fund's portfolio may occur. As a result, the actual remaining maturity of Senior Loans held in the Fund's portfolio may be substantially less than the stated maturities shown. The Fund estimates that the actual average maturity of the Senior Loans held in its portfolio will be approximately 18-24 months.

- (1) Senior Loans in which the Fund invests generally pay interest at rates which are periodically redetermined by reference to a base short-term, floating lending rate plus a premium. These base lending rates are generally (i) the lending rate offered by one or more major European banks, such as the London Inter-Bank Offered Rate ("LIBOR"), (ii) the prime rate offered by one or more major United States banks, and (iii) the certificate of deposit rate. Senior loans are generally considered to be restricted in that the Fund ordinarily is contractually obligated to receive approval from the Agent Bank and/or borrower prior to the disposition of a Senior Loan.
- (a) At or subsequent to July 31, 2002, this issue was non-income producing.
- (b) At or subsequent to July 31, 2002, this issue was under the protection of the federal bankruptcy court.
- (c) Position has a zero cost basis and was acquired as part of a workout program.
- (d) On January 1, 2002, CFRHoldings, Inc. (an entity formed by Nuveen for the benefit of the Nuveen Funds owning various interests in CanFibre of Riverside) took possession of the CanFibre of Riverside assets on behalf of the various Nuveen Funds. CFR Holdings, Inc. has determined that a sale of the facility is in the

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best interest of shareholders and is proceeding accordingly.

(e) Anticipates future distributions from equities and warrants.

+ Borrowings payable as a percentage of total gross assets is 27.8%.

See accompanying notes to financial statements.

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## Statement of Assets and Liabilities July 31, 2002

|                                                                                                                                   |                |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------|
| -----                                                                                                                             |                |
| ASSETS                                                                                                                            |                |
| Investments, at market value (cost \$407,068,773)                                                                                 | \$ 368,617,508 |
| Cash                                                                                                                              | 5,076          |
| Interest receivable                                                                                                               | 1,791,735      |
| Other assets                                                                                                                      | 144,511        |
| -----                                                                                                                             |                |
| Total assets                                                                                                                      | 370,558,830    |
| -----                                                                                                                             |                |
| LIABILITIES                                                                                                                       |                |
| Borrowings payable                                                                                                                | 103,000,000    |
| Management fees payable                                                                                                           | 126,143        |
| Taxable Auctioned Preferred Share dividends payable                                                                               | 13,982         |
| Common Share dividends payable                                                                                                    | 1,457,168      |
| Other liabilities                                                                                                                 | 502,983        |
| -----                                                                                                                             |                |
| Total liabilities                                                                                                                 | 105,100,276    |
| -----                                                                                                                             |                |
| Taxable Auctioned Preferred Shares, at liquidation value                                                                          | \$ 46,000,000  |
| =====                                                                                                                             |                |
| Net assets applicable to Common Shares                                                                                            | \$ 219,458,554 |
| =====                                                                                                                             |                |
| Common Shares outstanding                                                                                                         | 29,746,013     |
| =====                                                                                                                             |                |
| Net asset value per Common Share outstanding<br>(net assets applicable to Common Shares,<br>divided by Common Shares outstanding) | \$ 7.38        |
| =====                                                                                                                             |                |
| NET ASSETS APPLICABLE TO COMMON SHARES CONSIST OF:                                                                                |                |
| -----                                                                                                                             |                |
| Common Shares, \$.01 par value per share                                                                                          | \$ 297,460     |
| Paid-in surplus                                                                                                                   | 282,629,310    |
| Balance of undistributed net investment income                                                                                    | 86,642         |
| Accumulated net realized gain (loss) from<br>investment transactions                                                              | (25,103,593)   |
| Net unrealized appreciation (depreciation) of investments                                                                         | (38,451,265)   |
| =====                                                                                                                             |                |
| Net assets applicable to Common Shares                                                                                            | \$ 219,458,554 |
| =====                                                                                                                             |                |
| Authorized shares:                                                                                                                |                |
| Common                                                                                                                            | Unlimited      |
| Taxable Auctioned Preferred                                                                                                       | Unlimited      |

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See accompanying notes to financial statements.

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Statement of  
Operations Year Ended July 31, 2002

|                                                                                                                   |                |
|-------------------------------------------------------------------------------------------------------------------|----------------|
| -----                                                                                                             |                |
| INVESTMENT INCOME                                                                                                 |                |
| Interest                                                                                                          | \$ 24,842,991  |
| Fees                                                                                                              | 686,541        |
| -----                                                                                                             |                |
| Total investment income                                                                                           | 25,529,532     |
| -----                                                                                                             |                |
| EXPENSES                                                                                                          |                |
| Management fees                                                                                                   | 3,185,286      |
| Taxable Auctioned Preferred Shares - auction fees                                                                 | 115,000        |
| Taxable Auctioned Preferred Shares - dividend disbursing agent fees                                               | 6,000          |
| Shareholders' servicing agent fees and expenses                                                                   | 12,572         |
| Interest expense                                                                                                  | 2,448,579      |
| Custodian's fees and expenses                                                                                     | 351,668        |
| Trustees' fees and expenses                                                                                       | 45,560         |
| Professional fees                                                                                                 | 298,711        |
| Shareholders' reports - printing and mailing expenses                                                             | 77,900         |
| Stock exchange listing fees                                                                                       | 23,113         |
| Investor relations expense                                                                                        | 56,163         |
| Other expenses                                                                                                    | 418,416        |
| -----                                                                                                             |                |
| Total expenses                                                                                                    | 7,038,968      |
| Expense waivers from the Adviser                                                                                  | (1,686,329)    |
| -----                                                                                                             |                |
| Net expenses                                                                                                      | 5,352,639      |
| -----                                                                                                             |                |
| Net investment income                                                                                             | 20,176,893     |
| -----                                                                                                             |                |
| REALIZED AND UNREALIZED GAIN (LOSS) FROM INVESTMENTS                                                              |                |
| Net realized gain (loss) from investments                                                                         | (7,840,668)    |
| Change in net unrealized appreciation (depreciation) of investments                                               | (13,369,708)   |
| -----                                                                                                             |                |
| Net gain (loss) from investments                                                                                  | (21,210,376)   |
| -----                                                                                                             |                |
| DISTRIBUTIONS TO TAXABLE AUCTIONED PREFERRED SHAREHOLDERS                                                         |                |
| From undistributed net investment income                                                                          | (1,058,165)    |
| From accumulated net realized gains from investments                                                              | (5,696)        |
| -----                                                                                                             |                |
| Decrease in net assets applicable to Common Shares from distributions to Taxable Auctioned Preferred Shareholders | (1,063,861)    |
| -----                                                                                                             |                |
| Net increase (decrease) in net assets applicable to Common Shares from operations                                 | \$ (2,097,344) |
| =====                                                                                                             |                |

See accompanying notes to financial statements.

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## Statement of Changes in Net Assets

YEAR ENDED  
7/31/02

### OPERATIONS

|                                                                     |               |
|---------------------------------------------------------------------|---------------|
| Net investment income                                               | \$ 20,176,893 |
| Net realized gain (loss) from investments                           | (7,840,668)   |
| Change in net unrealized appreciation (depreciation) of investments | (13,369,708)  |
| Distributions to Taxable Auctioned Preferred Shareholders:          |               |
| From undistributed net investment income                            | (1,058,165)   |
| From accumulated net realized gains from investments                | (5,696)       |

|                                                                                      |             |
|--------------------------------------------------------------------------------------|-------------|
| Net increase (decrease) in net assets applicable to<br>Common Shares from operations | (2,097,344) |
|--------------------------------------------------------------------------------------|-------------|

### DISTRIBUTIONS TO COMMON SHAREHOLDERS

|                                                      |              |
|------------------------------------------------------|--------------|
| From undistributed net investment income             | (20,328,659) |
| From accumulated net realized gains from investments | (61,397)     |

|                                                                                                 |              |
|-------------------------------------------------------------------------------------------------|--------------|
| Decrease in net assets applicable to Common Shares<br>from distributions to Common Shareholders | (20,390,056) |
|-------------------------------------------------------------------------------------------------|--------------|

### CAPITAL SHARE TRANSACTIONS

|                                                                                                |         |
|------------------------------------------------------------------------------------------------|---------|
| Net proceeds from Common Shares issued to shareholders<br>due to reinvestment of distributions | 304,528 |
|------------------------------------------------------------------------------------------------|---------|

|                                                                   |              |
|-------------------------------------------------------------------|--------------|
| Net increase (decrease) in net assets applicable to Common Shares | (22,182,872) |
| Net assets applicable to Common Shares at the beginning of year   | 241,641,426  |

|                                                           |               |
|-----------------------------------------------------------|---------------|
| Net assets applicable to Common Shares at the end of year | \$219,458,554 |
|-----------------------------------------------------------|---------------|

|                                                                   |           |
|-------------------------------------------------------------------|-----------|
| Balance of undistributed net investment income at the end of year | \$ 86,642 |
|-------------------------------------------------------------------|-----------|

## Statement of Cash Flows Year Ended July 31, 2002

### CHANGE IN NET ASSETS APPLICABLE TO COMMON SHARES FROM OPERATIONS

|                                                                                                                                                |  |
|------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Adjustments to Reconcile the Change in Net Assets applicable to Common Shares from Operations<br>to Net Cash provided by Operating Activities: |  |
| Decrease in investments at value                                                                                                               |  |
| Decrease in interest receivable                                                                                                                |  |
| Increase in other assets                                                                                                                       |  |
| Decrease in management fees payable                                                                                                            |  |
| Decrease in Taxable Auctioned Preferred Share dividends payable                                                                                |  |
| Decrease in other liabilities                                                                                                                  |  |

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Net cash provided by operating activities

---

### CASH FLOWS FROM FINANCING ACTIVITIES:

Cash distributions paid to Common Shareholders

---

### NET DECREASE IN CASH

Cash at the beginning of year

---

### CASH AT THE END OF YEAR

---

See accompanying notes to financial statements.

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### Notes to Financial Statements

#### 1. GENERAL INFORMATION AND SIGNIFICANT ACCOUNTING POLICIES

Nuveen Senior Income Fund (the "Fund") is a non-diversified, closed-end management investment company registered under the Investment Company Act of 1940, as amended. The Fund's Common shares are listed on the New York Stock Exchange and trade under the ticker symbol "NSL". The Fund was organized as a Massachusetts business trust on August 13, 1999.

The Fund invests primarily in senior secured loans whose interest rates float or adjust periodically based on a benchmark interest rate index. The Fund seeks to increase the income available for distribution to Common Shareholders by utilizing financial leverage.

The following is a summary of significant accounting policies followed by the Fund in the preparation of its financial statements in accordance with accounting principles generally accepted in the United States.

#### Investment Valuation

The prices of senior loans, bonds and other securities in the Fund's investment portfolio are generally provided by one or more independent pricing services approved by the Fund's Board of Trustees. The pricing services typically value exchange-listed securities at the last sale price on that day; and value senior loans, bonds and other securities traded in the over-the-counter market at the mean of the highest bona fide bid and lowest bona fide ask prices when current quotations are readily available. The pricing services value senior loans, bonds and other securities for which current quotations are not readily available at fair value using a wide range of market data and other information and analysis, including the obligor's credit characteristics considered relevant by such pricing service to determine valuations. The Board of Trustees of the Fund has approved procedures which permit Nuveen Senior Loan Asset Management Inc. (the "Adviser"), a wholly owned subsidiary of The John Nuveen Company, to determine the fair value of securities for which the applicable pricing service or services is not providing a price, using market data and other factors such as the obligor's credit characteristics, and to override the price provided by the independent pricing service in certain limited circumstances. Short-term investments which mature within 60 days are valued at amortized cost, which approximates market value.

The senior loans in which the Fund primarily invests are generally not listed on

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any exchange and the secondary market for those senior loans is comparatively illiquid relative to markets for other fixed income securities. Because of the comparatively illiquid markets for senior loans, the value of a senior loan, determined as described above, may differ significantly from the value that would have been determined had there been an active market for that senior loan.

### Investment Transactions

Investment transactions are recorded on a trade date basis.

### Investment Income

Interest income is determined on the basis of interest accrued, adjusted for amortization of premiums and accretion of discounts. Facility fees on senior loans purchased are treated as market discounts. Market premiums and discounts are amortized over the expected life of each respective borrowing. Fees consists primarily of amendment fees. Amendment fees are earned as compensation for evaluating and accepting changes to the original credit agreement.

### Income Taxes

The Fund intends to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute substantially all of its net investment income to its shareholders. Therefore, no federal income tax provision is required.

### Dividends and Distributions to Common Shareholders

The Fund intends to declare and pay monthly distributions to Common Shareholders. Generally, payment is made or reinvestment is credited to shareholder accounts on the first business day after month-end. Net realized capital gains from investment transactions, if any, are distributed to shareholders not less frequently than annually. Furthermore, capital gains are distributed only to the extent they exceed available capital loss carryforwards.

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### Notes to

#### Financial Statements (continued)

Distributions to Common Shareholders of net investment income, and net realized capital gains are recorded on the ex-dividend date. The amount and timing of distributions are determined in accordance with federal income tax regulations, which may differ from accounting principles generally accepted in the United States. Accordingly, temporary over-distributions as a result of these differences may occur and will be classified as either distributions in excess of net investment income and/or distributions in excess of net realized gains from investment transactions, where applicable.

### Taxable Auctioned Preferred Shares

The Fund has issued and outstanding 1,840 Series Th \$25,000 stated value Taxable Auctioned Preferred Shares. The dividend rate paid on the Taxable Auctioned Preferred Shares may change every 28 days, as set pursuant to a dutch auction process by the auction agent, and is payable at or near the end of each rate period.

### Derivative Financial Instruments

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The Fund may invest in certain derivative financial instruments including futures, forward, swap and option contracts, and other financial instruments with similar characteristics. Although the Fund is authorized to invest in such financial instruments, and may do so in the future, it did not make any such investments during the fiscal year ended July 31, 2002.

### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets applicable to Common Shares from operations during the reporting period. Actual results may differ from those estimates.

### Change in Accounting Policy

Effective August 1, 2001, the Fund adopted the provisions of the new AICPA Audit and Accounting Guide for Investment Companies and began presenting paydown gains and losses on mortgage and asset-backed securities as interest income. Prior to August 1, 2001, the Fund presented paydown gains and losses on mortgage and asset-backed securities together with realized gain/loss from investment transactions. This change in accounting has no impact on the total net assets applicable to Common Shares or Common Share net asset value of the Fund. The effect of this change for the fiscal year ended July 31, 2002, was to increase interest income by \$299,690 and decrease realized gain/loss by the same amount.

The Statement of Changes in Net Assets and Financial Highlights for the prior periods have not been restated to reflect this change in presentation.

### Classification and Measurement of Redeemable Securities

The Fund has adopted the classification requirement of EITF D-98, Classification and Measurement of Redeemable Securities. EITFD-98 requires that Taxable Auctioned Preferred Shares, at liquidation value, be presented separately in the Statement of Assets and Liabilities. Accordingly, certain reclassifications have been made to the financial statements and financial highlights for all prior periods presented. The adoption of EITF D-98 had no impact on the Fund's Common Share net asset value.

## 2. FUND SHARES

During the fiscal year ended July 31, 2002, 36,948 Common Shares were issued to shareholders due to reinvestment of distributions.

During the fiscal year ended July 31, 2001, 81,022 Common Shares were issued to shareholders due to reinvestment of distributions.

## 3. SUBSEQUENT EVENT - DISTRIBUTIONS TO COMMON SHAREHOLDERS

The Fund declared a dividend distribution of \$.0490 per Common Share from its net investment income which was paid on September 3, 2002, to shareholders of record on August 15, 2002.

The Fund also declared a dividend distribution of \$.0470 per Common Share from its net investment income which will be paid on October 1, 2002, to shareholders of record on September 15, 2002.

## 4. INVESTMENT TRANSACTIONS

Purchases and sales of investments (excluding short-term investments) during the

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fiscal year ended July 31, 2002, aggregated \$218,989,627 and \$258,878,543, respectively.

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### 5. INCOME TAX INFORMATION

The following information is presented on an income tax basis as of July 31, 2002. Differences between amounts for financial statement and federal income tax purposes are primarily due to the treatment of paydown gains and losses on mortgage and asset-back securities discussed in Footnote 1-Change in Accounting Policy and timing differences in recognizing certain gains and losses on security transactions.

The cost of investments owned was \$407,161,089.

The net unrealized depreciation of investments aggregated \$38,543,581 of which \$4,200,724 related to appreciated securities and \$42,744,305 related to depreciated securities.

The tax components of undistributed ordinary income and realized gains at July 31, 2002, were as follows:

|                                       |             |
|---------------------------------------|-------------|
| Undistributed ordinary income *       | \$1,558,180 |
| Undistributed long-term capital gains | --          |

The tax character of distributions paid during the fiscal year ended July 31, 2002, were designated for purposes of the dividends paid deduction as follows:

|                                            |              |
|--------------------------------------------|--------------|
| Distributions from ordinary income *       | \$22,353,020 |
| Distributions from long-term capital gains | --           |

\* Ordinary income consists of taxable income derived from dividends, interest, market discount accretion and short-term capital gains, if any.

At July 31, 2002, the Fund had an unused capital loss carryforward of \$18,283,863 available to be applied against future capital gains, if any. If not applied, the carryforward will expire in the year 2010.

The Fund has elected to defer net realized losses from investments incurred from November 1, 2001 through July 31, 2002 ("post-October losses") in accordance with Federal income tax regulations. The Fund has \$6,727,415 of post-October losses that are treated as having arisen in the following fiscal year.

### 6. MANAGEMENT FEES AND OTHER TRANSACTIONS WITH AFFILIATES

Under the Fund's investment management agreement with the Adviser, the Fund pays an annual management fee, payable monthly, of .8500 of 1%, which is based upon the average daily managed assets of the Fund. "Managed assets" means the average daily gross asset value of the Fund, minus the sum of the Fund's accrued and unpaid dividends on any outstanding Taxable Auctioned Preferred Shares and accrued liabilities (other than the principal amount of any borrowings incurred, commercial paper or notes issued by the Fund and the liquidation preference of any outstanding Taxable Auctioned Preferred Shares).

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The Adviser has agreed to waive part of its management fees or reimburse certain expenses of the Fund in an amount equal to .45% of the average daily managed assets for the period October 29, 1999 (commencement of operations) through October 31, 2004, .35% of the average daily managed assets for the year ended October 31, 2005, .25% of the average daily managed assets for the year ended October 31, 2006, .15% of the average daily managed assets for the year ended October 31, 2007, .10% of the average daily managed assets for the year ended October 31, 2008, and .05% of the average daily managed assets for the year ended October 31, 2009. The Adviser has not agreed to reimburse the Fund for any portion of its fees and expenses beyond October 31, 2009.

The management fee compensates the Adviser for overall investment advisory and administrative services and general office facilities. The Fund pays no compensation directly to those of its Trustees who are affiliated with the Adviser or to their officers, all of whom receive remuneration for their services to the Fund from the Adviser.

### 7. COMMITMENTS

Pursuant to the terms of certain of the Variable Rate Senior Loan agreements, the Fund had unfunded loan commitments of approximately \$3.9 million as of July 31, 2002. The Fund generally will maintain with its custodian cash, liquid securities and/or liquid Senior Loans having an aggregate value at least equal to the amount of unfunded loan commitments.

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Notes to  
Financial Statements (continued)

### 8. SENIOR LOAN PARTICIPATION COMMITMENTS

The Fund invests primarily in assignments, participations, or acts as a party to the primary lending syndicate of a Variable Rate Senior Loan interest to corporations, partnerships, and other entities. If the Fund purchases a participation of a Senior Loan Interest, the Fund would typically enter into a contractual agreement with the lender or other third party selling the participation, but not with the borrower directly. As such, the Fund assumes the credit risk of the Borrower, Selling Participant or other persons interpositioned between the Fund and the Borrower. At July 31, 2002, the Fund held one participation commitment with Lehman Commercial Paper Inc. At July 31, 2002, the par value of this commitment is \$4.6 million while the market value is \$2.9 million.

### 9. BORROWINGS

In accordance with its current investment policies, the Fund may utilize financial leverage for investment purposes in an amount currently anticipated to represent approximately 40% of the Fund's total assets, and in no event exceeding 50% of the Fund's total assets.

On May 23, 2000, the Fund entered into a \$150 million commercial paper program with Nuveen Funding, L.L.C., a Delaware limited liability company whose sole purpose is the issuance of commercial paper. Nuveen Funding, L.L.C. has the authority to issue a maximum of \$150 million of commercial paper, at a discount, with maturities of up to 180 days, the proceeds of which are used to make advances to the Fund. This line of credit is secured by the assets of the Fund. For the fiscal year ended July 31, 2002, the average daily balance of borrowings under the commercial paper program agreement was approximately \$103 million with

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an average interest rate of 2.38%.

The Fund has entered into a \$155 million revolving credit agreement with Deutsche Bank AG which expires May 2003. Interest on borrowings is charged at a rate of either the Fed Funds rate plus .50%, LIBOR plus .50% or the Prime Rate. An unused commitment fee of .125% is charged on the unused portion of the facility. During the fiscal year ended July 31, 2002, there were no borrowings under the revolving credit agreement and, therefore, there was no outstanding revolving credit balance at July 31, 2002.

Cash paid for interest during the fiscal year ended July 31, 2002, was \$2,620,605.

## 10. SUBSEQUENT EVENT - ADVISER AND SUB-ADVISER

Effective August 2, 2002, the Fund named Nuveen Institutional Advisory Corp. ("NIAC") as the Fund's Adviser and Symphony Asset Management ("Symphony") as the Fund's sub-adviser, replacing Nuveen Senior Loan Asset Management Inc. ("NSLAM"). NIAC and Symphony are wholly owned subsidiaries of The John Nuveen Company. The Fund's portfolio managers, formerly employees of NSLAM are also employees of Symphony and remain the managers of the Fund. This change was made for administrative purposes and has no impact on the management of the Fund.

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Financial  
Highlights

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Financial  
Highlights

Selected data for a Common Share outstanding throughout each period:

|            | Investment Operations                              |                             |                                                             |                                                                                         |                                                                                 |          |    |
|------------|----------------------------------------------------|-----------------------------|-------------------------------------------------------------|-----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|----------|----|
|            | Beginning<br>Common<br>Share<br>Net Asset<br>Value | Net<br>Investment<br>Income | Net<br>Realized/<br>Unrealized<br>Investment<br>Gain (Loss) | Distributions<br>from Net<br>Investment<br>Income to<br>Preferred<br>Share-<br>holders+ | Distributions<br>from<br>Capital<br>Gains to<br>Preferred<br>Share-<br>holders+ | Total    |    |
| Year Ended |                                                    |                             |                                                             |                                                                                         |                                                                                 |          |    |
| 7/31:      |                                                    |                             |                                                             |                                                                                         |                                                                                 |          |    |
| 2002 (b)   | \$8.13                                             | \$ .68                      | \$ (.71)                                                    | \$ (.04)                                                                                | \$--                                                                            | \$ (.07) | \$ |
| 2001       | 9.47                                               | 1.09                        | (1.29)                                                      | (.09)                                                                                   | --                                                                              | (.29)    | (  |
| 2000 (a)   | 9.55                                               | .75                         | (.12)                                                       | (.02)                                                                                   | --                                                                              | .61      |    |

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| Total Returns       |                   |                                                 |                           |                                  |                                                           |
|---------------------|-------------------|-------------------------------------------------|---------------------------|----------------------------------|-----------------------------------------------------------|
| -----               |                   |                                                 |                           |                                  |                                                           |
|                     | Offering<br>Costs | Ending<br>Common<br>Share<br>Net Asset<br>Value | Ending<br>Market<br>Value | Based<br>on<br>Market<br>Value** | Based<br>on<br>Common<br>Share<br>Net<br>Asset<br>Value** |
| =====               |                   |                                                 |                           |                                  |                                                           |
| Year Ended<br>7/31: |                   |                                                 |                           |                                  |                                                           |
| 2002 (b)            | \$ --             | \$7.38                                          | \$7.2000                  | (21.16)%                         | (.65)%                                                    |
| 2001                | --                | 8.13                                            | 9.9600                    | 15.35                            | (3.30)                                                    |
| 2000 (a)            | (.03)             | 9.47                                            | 9.6250                    | 3.21                             | 6.20                                                      |
| =====               |                   |                                                 |                           |                                  |                                                           |

| Ratios/Supplemental Data                                           |                                                                                         |                                                                                                            |                                                                                         |                                                                                                         |                |
|--------------------------------------------------------------------|-----------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|----------------|
| -----                                                              |                                                                                         |                                                                                                            |                                                                                         |                                                                                                         |                |
|                                                                    | Before Waiver                                                                           |                                                                                                            | After Waiver***                                                                         |                                                                                                         |                |
|                                                                    | -----                                                                                   |                                                                                                            | -----                                                                                   |                                                                                                         |                |
| Ending<br>Net<br>Assets<br>Applicable<br>to Common<br>Shares (000) | Ratio of<br>Expenses<br>to Average<br>Net Assets<br>Applicable<br>to Common<br>Shares++ | Ratio of Net<br>Investment<br>Income to<br>Average to<br>Net Assets<br>Applicable<br>to Common<br>Shares++ | Ratio of<br>Expenses<br>to Average<br>Net Assets<br>Applicable<br>to Common<br>Shares++ | Ratio of Net<br>Investment<br>Income to<br>Average<br>Net Assets<br>Applicable<br>to Common<br>Shares++ | Po<br>Tu<br>Ra |
| =====                                                              |                                                                                         |                                                                                                            |                                                                                         |                                                                                                         |                |
| Year Ended<br>7/31:                                                |                                                                                         |                                                                                                            |                                                                                         |                                                                                                         |                |
| 2002 (b)                                                           | \$219,459                                                                               | 3.12%                                                                                                      | 8.20%                                                                                   | 2.37%                                                                                                   | 64             |
| 2001                                                               | 241,641                                                                                 | 4.32                                                                                                       | 11.74                                                                                   | 3.62                                                                                                    | 52             |
| 2000 (a)                                                           | 280,479                                                                                 | 3.81*                                                                                                      | 9.82*                                                                                   | 3.21*                                                                                                   | 40             |
| =====                                                              |                                                                                         |                                                                                                            |                                                                                         |                                                                                                         |                |

\* Annualized.

\*\* Total Investment Return on Market Value is the combination of reinvested dividend income, reinvested capital gain distributions, if any, and changes in stock price per share. Total Return on Common Share Net Asset Value is the combination of reinvested dividend income, reinvested capital gain distributions, if any, and changes in Common net asset value per share. Total returns are not annualized.

\*\*\* After expense waivers from the Adviser.

+ The amounts shown are based on Common Share equivalents.

++ Ratios do not reflect the effect of dividend payments to Taxable Auctioned Preferred Shareholders; income ratios reflect income earned on assets attributable to Taxable Auctioned Preferred Shares. Each Ratio of Expenses to Average Net Assets applicable to Common Shares and each Ratio of Net

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Investment Income to Average Net Assets applicable to Common Shares includes the effect of the interest expense paid on bank borrowings as follows:

|          | Ratio of Interest<br>Expense<br>to Average<br>Net Assets<br>Applicable to<br>Common Shares |
|----------|--------------------------------------------------------------------------------------------|
| -----    |                                                                                            |
| 2002     | 1.09%                                                                                      |
| 2001     | 2.19                                                                                       |
| 2000 (a) | 2.04*                                                                                      |

- (a) For the period October 29, 1999 (commencement of operations) through July 31, 2000.
- (b) As required, effective August 1, 2001, the Fund has adopted the provisions of the new AICPA Audit and Accounting Guide for Investment Companies and began presenting paydown gains and losses on mortgage and asset-backed securities as interest income. The effect of this change for the fiscal year ended July 31, 2002, was to increase net investment income per share with a corresponding decrease in net realized/unrealized investment gain (loss) per share by \$.01 and increase each of the ratios of net investment income to average net assets by .13%. The Financial Highlights for the prior periods have not been restated to reflect this change in presentation.

See accompanying notes to financial statements.

26-27 spread

Build Your Wealth  
Automatically

Sidebar text: Nuveen makes reinvesting easy. A phone call is all it takes to set up your reinvestment account.

### NUVEEN CLOSED-END EXCHANGE-TRADED FUNDS DIVIDEND REINVESTMENT PLAN

Your Nuveen Closed-End Exchange-Traded Fund allows you to conveniently reinvest dividends and/or capital gains distributions in additional fund shares.

By choosing to reinvest, you'll be able to invest money regularly and automatically, and watch your investment grow through the power compounding. It is important to note that an automatic reinvestment plan does not ensure a profit, nor does it protect you against loss in a declining market.

### EASY AND CONVENIENT

To make recordkeeping easy and convenient, each month you'll receive a statement showing your total dividends and distributions, the date of investment, the shares acquired and the price per share, and the total number of shares you own.

### HOW SHARES ARE PURCHASED

The shares you acquire by reinvesting will either be purchased on the open market or newly issued by the Fund. If the shares are trading at or above net asset value at the time of valuation, the Fund will issue new shares at 95% of the market price or at net asset value on the payable date, whichever is higher. If the shares are trading at less than net asset value on the valuation date,

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shares for your account will be purchased on the open market. Dividends and distributions received to purchase shares in the open market will normally be invested shortly after the dividend payment date. No interest will be paid on dividends and distributions awaiting reinvestment. Because the market price of shares may increase before purchases are completed, the average purchase price per share may exceed the market price at the time of valuation, resulting in the acquisition of fewer shares than if the dividend or distribution had been paid in shares issued by the Fund. A pro rata portion of any applicable brokerage commissions on open market purchases will be paid by Plan participants. These commissions usually will be lower than those charged on individual transactions.

### FLEXIBILITY

You may change your distribution option or withdraw from the Plan at any time, should your needs or situation change. Should you withdraw, you can receive a certificate for all whole shares credited to your reinvestment account and cash payment for fractional shares, or cash payment for all reinvestment account shares, less brokerage commissions and a \$2.50 service fee.

You can reinvest whether your shares are registered in your name, or in the name of a brokerage firm, bank, or other nominee. Ask your investment advisor if his or her firm will participate on your behalf. Participants whose shares are registered in the name of one firm may not be able to transfer the shares to another firm and continue to participate in the Plan.

The Fund reserves the right to amend or terminate the Plan at any time. Although the Fund reserves the right to amend the Plan to include a service charge payable by the participants, there is no direct service charge to participants in the Plan at this time.

For more information on the Nuveen Automatic Reinvestment Plan or to enroll in or withdraw from the Plan, speak with your financial advisor or call us at (800) 257-8787.

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### Fund Information

#### BOARD OF TRUSTEES

James E. Bacon  
William E. Bennett  
Jack B. Evans  
William L. Kissick  
Thomas E. Leafstrand  
Timothy R. Schwertfeger  
Sheila W. Wellington

#### FUND MANAGER

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333 West Wacker Drive  
Chicago, IL 60606

#### FUND SUB-ADVISER

Symphony Asset Management  
555 California Street, Suite 2975  
San Francisco, CA 94104

#### CUSTODIAN

State Street Bank & Trust  
Boston, MA

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TRANSFER AGENT AND SHAREHOLDER SERVICES  
EquiServe  
Nuveen Investor Services  
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(800) 257-8787

LEGAL COUNSEL  
Chapman and Cutler  
Chicago, IL

INDEPENDENT AUDITORS  
Ernst & Young LLP  
Chicago, IL

The Fund intends to repurchase shares of its own common or preferred stock in the future at such times and in such amounts as is deemed advisable. No shares were repurchased during the period ended July 31, 2002. Any future repurchases will be reported to shareholders in the next annual or semiannual report.

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Serving Investors  
for Generations

[Photo of John Nuveen, Sr.]

For over a century, generations of Americans have relied on Nuveen Investments to help them grow and keep the money they've earned. Financial advisors, investors and their families have associated Nuveen Investments with quality, expertise and dependability since 1898. That is why financial advisors have entrusted the assets of more than 1.3 million investors to Nuveen.

With the know-how that comes from a century of experience, Nuveen continues to build upon its reputation for quality. Now, financial advisors and investors can count on Nuveen Investments to help them design customized solutions that meet the far-reaching financial goals unique to family wealth strategies - solutions that can translate into legacies.

To find out more about how Nuveen Investments' products and services can help you preserve your financial security, talk with your financial advisor, or call us at (800) 257-8787 for more information, including a prospectus where applicable. Please read that information carefully before you invest.

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