

WESTERN ASSET EMERGING MARKETS INCOME FUND INC.
Form N-Q
April 26, 2013

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

FORM N-Q

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

Investment Company Act file number 811-07686

Western Asset Emerging Markets Income Fund Inc.
(Exact name of registrant as specified in charter)

620 Eighth Avenue, 49th Floor, New York, NY
(Address of principal executive offices)

10018
(Zip code)

Robert I. Frenkel, Esq.

Legg Mason & Co., LLC

100 First Stamford Place

Stamford, CT 06902
(Name and address of agent for service)

Registrant's telephone number, including area code: (888)777-0102

Date of fiscal year end: May 31

Date of reporting period: February 28, 2013

ITEM 1. SCHEDULE OF INVESTMENTS

WESTERN ASSET EMERGING MARKETS INCOME FUND INC.

FORM N-Q

FEBRUARY 28, 2013

WESTERN ASSET EMERGING MARKETS INCOME FUND INC.

Schedule of investments (unaudited)

February 28, 2013

| SECURITY | RATE | MATURITY DATE | FACE AMOUNT | VALUE |
|---|---------|------------------|-------------------|---------------|
| SOVEREIGN BONDS 60.6% | | | | |
| Argentina 1.2% | | | | |
| Republic of Argentina, Senior Bonds | 7.000% | 9/12/13 | 1,541,000 \$ | 1,501,900 |
| Republic of Argentina, Senior Bonds | 7.000% | 10/3/15 | 1,237,000 | 1,019,849 |
| Republic of Argentina, Senior Bonds | 7.820% | 12/31/33 | 3,583,926EUR | 2,702,118 |
| <i>Total Argentina</i> | | | | 5,223,867 |
| Brazil 6.7% | | | | |
| Brazil Nota do Tesouro Nacional, Notes | 10.000% | 1/1/14 | 2,865,000BRL | 1,472,569 |
| Brazil Nota do Tesouro Nacional, Notes | 10.000% | 1/1/17 | 34,874,000BRL | 18,204,390 |
| Brazil Nota do Tesouro Nacional, Notes | 10.000% | 1/1/21 | 3,608,000BRL | 1,885,154 |
| Federative Republic of Brazil, Collective Action Securities, Senior Bonds | 7.125% | 1/20/37 | 4,497,000 | 6,374,497 |
| Federative Republic of Brazil, Senior Notes | 8.000% | 1/15/18 | 556 | 651 |
| Federative Republic of Brazil, Senior Notes | 4.875% | 1/22/21 | 1,780,000 | 2,087,050 |
| <i>Total Brazil</i> | | | | 30,024,311 |
| Chile 1.7% | | | | |
| Banco del Estado de Chile, Senior Notes | 4.125% | 10/7/20 | 380,000 | 407,044(a) |
| Corporacion Nacional del Cobre de Chile, Senior Notes | 3.750% | 11/4/20 | 1,190,000 | 1,255,950(a) |
| Corporacion Nacional del Cobre de Chile, Senior Notes | 3.875% | 11/3/21 | 1,970,000 | 2,089,150(a) |
| Corporacion Nacional del Cobre de Chile, Senior Notes | 3.000% | 7/17/22 | 2,021,000 | 1,998,674(a) |
| Republic of Chile, Senior Notes | 3.875% | 8/5/20 | 1,750,000 | 1,936,375 |
| <i>Total Chile</i> | | | | 7,687,193 |
| Colombia 3.6% | | | | |
| Republic of Colombia, Senior Bonds | 4.375% | 7/12/21 | 400,000 | 449,000 |
| Republic of Colombia, Senior Bonds | 7.375% | 9/18/37 | 5,781,000 | 8,411,355 |
| Republic of Colombia, Senior Bonds | 6.125% | 1/18/41 | 760,000 | 974,700 |
| Republic of Colombia, Senior Notes | 7.375% | 3/18/19 | 4,926,000 | 6,396,411 |
| <i>Total Colombia</i> | | | | 16,231,466 |
| Indonesia 4.4% | | | | |
| Republic of Indonesia, Notes | 3.750% | 4/25/22 | 3,620,000 | 3,755,750(a) |
| Republic of Indonesia, Notes | 5.250% | 1/17/42 | 9,490,000 | 10,332,237(a) |
| Republic of Indonesia, Senior Bonds | 6.875% | 1/17/18 | 420,000 | 500,850(a) |
| Republic of Indonesia, Senior Bonds | 10.250% | 7/15/22 | 10,904,000,000IDR | 1,528,715 |
| Republic of Indonesia, Senior Bonds | 6.625% | 2/17/37 | 1,105,000 | 1,392,300(a) |
| Republic of Indonesia, Senior Bonds | 9.750% | 5/15/37 | 14,080,000,000IDR | 2,049,179 |
| <i>Total Indonesia</i> | | | | 19,559,031 |
| Mexico 6.3% | | | | |
| Mexican Bonos, Bonds | 8.000% | 6/11/20 | 117,106,000MXN | 10,983,682 |
| Mexican Bonos, Bonds | 6.500% | 6/9/22 | 16,055,600MXN | 1,394,645 |
| Mexican Bonos, Bonds | 10.000% | 12/5/24 | 19,610,000MXN | 2,195,734 |
| Mexican Bonos, Bonds | 8.500% | 11/18/38 | 46,670,000MXN | 4,840,448 |
| United Mexican States, Medium-Term Notes | 6.050% | 1/11/40 | 4,000 | 5,020 |
| United Mexican States, Senior Notes | 5.950% | 3/19/19 | 3,560,000 | 4,339,640 |
| United Mexican States, Senior Notes | 5.125% | 1/15/20 | 100,000 | 118,100 |
| United Mexican States, Senior Notes | 3.625% | 3/15/22 | 3,256,000 | 3,479,036 |

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| | | | | |
|-------------------------------------|--------|--------|-----------|-------------------|
| United Mexican States, Senior Notes | 4.750% | 3/8/44 | 806,000 | 848,315 |
| <i>Total Mexico</i> | | | | <i>28,204,620</i> |
| Panama 0.6% | | | | |
| Republic of Panama, Senior Bonds | 9.375% | 4/1/29 | 1,213,000 | 1,971,125 |

See Notes to Schedule of Investments.

WESTERN ASSET EMERGING MARKETS INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

| SECURITY | RATE | MATURITY DATE | FACE AMOUNT | VALUE |
|---|---------|------------------|----------------|---------------|
| Panama (continued) | | | | |
| Republic of Panama, Senior Bonds | 6.700% | 1/26/36 | 526,000 | \$ 707,470 |
| <i>Total Panama</i> | | | | 2,678,595 |
| Peru 5.0% | | | | |
| Republic of Peru, Bonds | 6.550% | 3/14/37 | 1,620,000 | 2,211,300 |
| Republic of Peru, Global Senior Bonds | 7.350% | 7/21/25 | 4,300,000 | 6,084,500 |
| Republic of Peru, Senior Bonds | 8.750% | 11/21/33 | 7,805,000 | 12,956,300(b) |
| Republic of Peru, Senior Bonds | 5.625% | 11/18/50 | 1,077,000 | 1,296,170 |
| <i>Total Peru</i> | | | | 22,548,270 |
| Philippines 0.9% | | | | |
| Republic of the Philippines, Senior Bonds | 5.500% | 3/30/26 | 3,310,000 | 4,071,300 |
| Poland 2.8% | | | | |
| Republic of Poland, Senior Notes | 6.375% | 7/15/19 | 1,840,000 | 2,272,400 |
| Republic of Poland, Senior Notes | 5.125% | 4/21/21 | 3,910,000 | 4,535,600 |
| Republic of Poland, Senior Notes | 5.000% | 3/23/22 | 5,170,000 | 5,922,494 |
| <i>Total Poland</i> | | | | 12,730,494 |
| Russia 7.1% | | | | |
| RSHB Capital, Loan Participation Notes, Senior Secured Bonds | 6.299% | 5/15/17 | 1,073,000 | 1,180,300(a) |
| RSHB Capital, Loan Participation Notes, Senior Secured Notes | 9.000% | 6/11/14 | 1,000,000 | 1,083,950(a) |
| Russian Federation, Senior Notes | 5.625% | 4/4/42 | 5,400,000 | 6,291,000(a) |
| Russian Foreign Bond - Eurobond | 11.000% | 7/24/18 | 110,000 | 159,225(a) |
| Russian Foreign Bond - Eurobond | 12.750% | 6/24/28 | 617,000 | 1,207,777(a) |
| Russian Foreign Bond - Eurobond, Senior Bonds | 7.500% | 3/31/30 | 17,565,375 | 21,905,955(a) |
| <i>Total Russia</i> | | | | 31,828,207 |
| Turkey 10.0% | | | | |
| Republic of Turkey, Bonds | 9.000% | 3/8/17 | 14,460,000TRY | 8,894,566 |
| Republic of Turkey, Notes | 6.750% | 5/30/40 | 2,750,000 | 3,516,563 |
| Republic of Turkey, Senior Bonds | 11.875% | 1/15/30 | 3,348,000 | 6,269,130(b) |
| Republic of Turkey, Senior Notes | 7.500% | 7/14/17 | 100,000 | 120,875 |
| Republic of Turkey, Senior Notes | 6.875% | 3/17/36 | 20,390,000 | 26,073,712 |
| <i>Total Turkey</i> | | | | 44,874,846 |
| Venezuela 10.3% | | | | |
| Bolivarian Republic of Venezuela | 7.000% | 12/1/18 | 1,920,000 | 1,843,200(a) |
| Bolivarian Republic of Venezuela, Senior Bonds | 9.375% | 1/13/34 | 7,239,000 | 7,394,638 |
| Bolivarian Republic of Venezuela, Collective Action Securities, Senior Notes | 10.750% | 9/19/13 | 3,800,000 | 3,927,300 |
| Bolivarian Republic of Venezuela, Global Senior Bonds | 8.500% | 10/8/14 | 6,694,000 | 6,901,514 |
| Bolivarian Republic of Venezuela, Senior Bonds | 5.750% | 2/26/16 | 16,036,000 | 15,530,866(a) |
| | 9.250% | 9/15/27 | 2,700,000 | 2,782,350 |

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| | | | | |
|--|--------|----------|-----------|-------------------|
| Bolivarian Republic of Venezuela, Senior Bonds | | | | |
| Bolivarian Republic of Venezuela, Senior Notes | 7.750% | 10/13/19 | 7,280,000 | 7,061,600(a) |
| Bolivarian Republic of Venezuela, Senior Notes | 7.650% | 4/21/25 | 933,000 | 864,425 |
| <i>Total Venezuela</i> | | | | <i>46,305,893</i> |
| TOTAL SOVEREIGN BONDS (Cost \$237,574,797) | | | | 271,968,093 |
| CORPORATE BONDS & NOTES 39.5% | | | | |
| CONSUMER DISCRETIONARY 1.0% | | | | |
| Media 1.0% | | | | |
| Grupo Televisa SA, Senior Bonds | 6.625% | 1/15/40 | 3,430,000 | 4,319,749 |

See Notes to Schedule of Investments.

WESTERN ASSET EMERGING MARKETS INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

| SECURITY | RATE | MATURITY DATE | FACE AMOUNT | VALUE |
|--|--------|------------------|----------------|-----------------|
| CONSUMER STAPLES 0.3% | | | | |
| Personal Products 0.3% | | | | |
| Hypermecas SA, Notes | 6.500% | 4/20/21 | 1,040,000 | \$ 1,128,400(a) |
| ENERGY 17.9% | | | | |
| Oil, Gas & Consumable Fuels 17.9% | | | | |
| Dolphin Energy Ltd., Senior Secured Bonds | 5.888% | 6/15/19 | 2,170,581 | 2,444,617(a) |
| Ecopetrol SA, Senior Notes | 7.625% | 7/23/19 | 2,600,000 | 3,295,500 |
| GeoPark Latin America Ltd. Agencia en Chile, Senior Secured Notes | 7.500% | 2/11/20 | 1,060,000 | 1,083,850(a) |
| KazMunayGas Finance Sub BV, Senior Notes | 8.375% | 7/2/13 | 5,390,000 | 5,513,970(a) |
| KazMunayGas Finance Sub BV, Senior Notes | 8.375% | 7/2/13 | 910,000 | 930,930(a) |
| LUKOIL International Finance BV, Bonds | 6.656% | 6/7/22 | 3,909,000 | 4,690,800(a) |
| Novatek Finance Ltd., Notes | 6.604% | 2/3/21 | 1,800,000 | 2,099,250(a) |
| Pacific Rubiales Energy Corp., Senior Notes | 7.250% | 12/12/21 | 2,050,000 | 2,357,500(a) |
| Pan American Energy LLC, Senior Notes | 7.875% | 5/7/21 | 484,000 | 442,860(a) |
| Pan American Energy LLC, Senior Notes | 7.875% | 5/7/21 | 234,000 | 214,110(a) |
| Pemex Project Funding Master Trust, Senior Bonds | 6.625% | 6/15/35 | 6,176,000 | 7,442,080 |
| Petrobras International Finance Co., Senior Notes | 5.375% | 1/27/21 | 1,990,000 | 2,182,409 |
| Petrobras International Finance Co., Senior Notes | 6.875% | 1/20/40 | 3,710,000 | 4,355,188 |
| Petrobras International Finance Co., Senior Notes | 6.750% | 1/27/41 | 1,560,000 | 1,807,686 |
| Petroleos de Venezuela SA, Senior Notes | 8.500% | 11/2/17 | 2,180,000 | 2,163,650(a) |
| Petroleos Mexicanos, Notes | 8.000% | 5/3/19 | 130,000 | 166,400 |
| Petroleos Mexicanos, Senior Bonds | 5.500% | 6/27/44 | 3,140,000 | 3,234,200(a) |
| Petroleos Mexicanos, Senior Notes | 5.500% | 1/21/21 | 9,100,000 | 10,446,800 |
| Petroleum Co. of Trinidad & Tobago Ltd., Senior Notes | 9.750% | 8/14/19 | 1,740,000 | 2,327,250(a) |
| Petronas Capital Ltd. | 5.250% | 8/12/19 | 5,560,000 | 6,556,068(a) |
| Petronas Capital Ltd., Senior Notes | 5.250% | 8/12/19 | 1,448,000 | 1,707,408(a) |
| PT Pertamina Persero, Notes | 5.250% | 5/23/21 | 2,280,000 | 2,496,600(a) |
| PT Pertamina Persero, Senior Notes | 4.875% | 5/3/22 | 830,000 | 881,875(a) |
| Ras Laffan Liquefied Natural Gas Co., Ltd. III, Senior Secured Bonds | 6.750% | 9/30/19 | 2,429,000 | 3,042,322(a) |
| Reliance Holdings USA Inc., Senior Notes | 4.500% | 10/19/20 | 2,220,000 | 2,365,330(a) |
| Sibur Securities Ltd., Senior Notes | 3.914% | 1/31/18 | 1,140,000 | 1,140,000(a) |
| TNK-BP Finance SA | 6.625% | 3/20/17 | 1,417,000 | 1,620,694(a) |
| TNK-BP Finance SA, Senior Notes | 7.500% | 7/18/16 | 2,830,000 | 3,273,744(a) |
| TOTAL ENERGY | | | | 80,283,091 |
| INDUSTRIALS 2.1% | | | | |
| Building Products 0.2% | | | | |
| Rearden G Holdings EINS GmbH, Senior Notes | 7.875% | 3/30/20 | 810,000 | 899,100(a) |
| Construction & Engineering 1.5% | | | | |
| Odebrecht Finance Ltd., Senior Notes | 5.125% | 6/26/22 | 1,112,000 | 1,187,060(a) |
| Odebrecht Finance Ltd., Senior Notes | 5.125% | 6/26/22 | 900,000 | 960,750(a) |
| Odebrecht Finance Ltd., Senior Notes | 6.000% | 4/5/23 | 3,260,000 | 3,716,400(a) |
| Odebrecht Finance Ltd., Senior Notes | 6.000% | 4/5/23 | 700,000 | 798,000(a) |

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| | | | | |
|---|--------|----------|-----------|--------------|
| <i>Total Construction & Engineering</i> | | | | 6,662,210 |
| Industrial Conglomerates 0.4% | | | | |
| Sinochem Overseas Capital Co., Ltd., Senior Notes | 4.500% | 11/12/20 | 1,765,000 | 1,899,415(a) |
| TOTAL INDUSTRIALS | | | | 9,460,725 |
| MATERIALS 12.0% | | | | |
| Chemicals 1.3% | | | | |
| Alpek SA de CV, Senior Notes | 4.500% | 11/20/22 | 1,460,000 | 1,503,800(a) |
| Braskem Finance Ltd., Senior Notes | 7.000% | 5/7/20 | 1,712,000 | 1,926,000(a) |
| Mexichem SAB de CV, Senior Notes | 4.875% | 9/19/22 | 1,528,000 | 1,615,860(a) |
| Mexichem SAB de CV, Senior Notes | 4.875% | 9/19/22 | 930,000 | 983,475(a) |
| <i>Total Chemicals</i> | | | | 6,029,135 |

See Notes to Schedule of Investments.

WESTERN ASSET EMERGING MARKETS INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

| SECURITY | RATE | MATURITY DATE | FACE AMOUNT | VALUE |
|---|--------|------------------|----------------|-------------------|
| Construction Materials 2.5% | | | | |
| Cementos Pacasmayo SAA, Senior Notes | 4.500% | 2/8/23 | 890,000 \$ | 881,100(a) |
| Cemex Finance LLC, Senior Secured Bonds | 9.500% | 12/14/16 | 2,960,000 | 3,226,400(a) |
| Cemex Finance LLC, Senior Secured Notes | 9.375% | 10/12/22 | 2,710,000 | 3,163,925(a) |
| Cemex Finance LLC, Senior Secured Notes | 9.375% | 10/12/22 | 1,500,000 | 1,751,250(a) |
| Cemex SAB de CV, Senior Secured Notes | 9.000% | 1/11/18 | 1,900,000 | 2,116,125(a) |
| <i>Total Construction Materials</i> | | | | <i>11,138,800</i> |
| Metals & Mining 7.5% | | | | |
| CSN Resources SA, Senior Bonds | 6.500% | 7/21/20 | 1,020,000 | 1,105,170(a) |
| CSN Resources SA, Senior Bonds | 6.500% | 7/21/20 | 998,000 | 1,081,333(a) |
| Evraz Group SA, Notes | 9.500% | 4/24/18 | 810,000 | 939,600(a) |
| Evraz Group SA, Notes | 6.750% | 4/27/18 | 2,255,000 | 2,370,005(a) |
| Evraz Group SA, Senior Notes | 9.500% | 4/24/18 | 1,180,000 | 1,368,800(a) |
| Samarco Mineracao SA, Senior Notes | 4.125% | 11/1/22 | 1,720,000 | 1,689,900(a) |
| Southern Copper Corp., Senior Notes | 5.375% | 4/16/20 | 800,000 | 911,823 |
| Southern Copper Corp., Senior Notes | 6.750% | 4/16/40 | 3,160,000 | 3,691,196 |
| Southern Copper Corp., Senior Notes | 5.250% | 11/8/42 | 1,870,000 | 1,817,023 |
| Vale Overseas Ltd., Notes | 8.250% | 1/17/34 | 5,596,000 | 7,431,303 |
| Vale Overseas Ltd., Notes | 6.875% | 11/21/36 | 3,349,000 | 3,967,359 |
| Vale Overseas Ltd., Senior Notes | 4.375% | 1/11/22 | 1,670,000 | 1,746,306 |
| Vedanta Resources PLC, Senior Notes | 8.750% | 1/15/14 | 2,752,000 | 2,900,058(a) |
| Vedanta Resources PLC, Senior Notes | 6.750% | 6/7/16 | 1,630,000 | 1,731,875(a) |
| Vedanta Resources PLC, Senior Notes | 6.750% | 6/7/16 | 480,000 | 510,000(a) |
| Vedanta Resources PLC, Senior Notes | 9.500% | 7/18/18 | 360,000 | 424,800(a) |
| <i>Total Metals & Mining</i> | | | | <i>33,686,551</i> |
| Paper & Forest Products 0.7% | | | | |
| Celulosa Arauco y Constitucion SA, Senior Notes | 7.250% | 7/29/19 | 352,000 | 422,117 |
| Celulosa Arauco y Constitucion SA, Senior Notes | 4.750% | 1/11/22 | 625,000 | 645,924 |
| Inversiones CMPC SA, Notes | 4.750% | 1/19/18 | 1,020,000 | 1,079,289(a) |
| Inversiones CMPC SA, Senior Notes | 4.500% | 4/25/22 | 790,000 | 807,668(a) |
| <i>Total Paper & Forest Products</i> | | | | <i>2,954,998</i> |
| TOTAL MATERIALS | | | | 53,809,484 |
| TELECOMMUNICATION SERVICES 3.5% | | | | |
| Diversified Telecommunication Services 3.0% | | | | |
| Axtel SAB de CV, Senior Secured Notes, step bond | 7.000% | 1/31/20 | 5,159,500 | 4,540,360(a) |
| Qtel International Finance Ltd., Senior Notes | 4.750% | 2/16/21 | 910,000 | 1,018,062(a) |
| Telemar Norte Leste SA, Senior Notes | 5.500% | 10/23/20 | 1,600,000 | 1,676,000(a) |
| UBS Luxembourg SA for OJSC Vimpel Communications, Loan Participation Notes | 8.250% | 5/23/16 | 297,000 | 334,125(a) |
| Vimpel Communications, Loan Participation Notes | 8.375% | 4/30/13 | 750,000 | 757,688(a) |
| VIP Finance Ireland Ltd. for OJSC Vimpel Communications, Loan Participation Notes, Secured Notes | 8.375% | 4/30/13 | 5,017,000 | 5,068,424(a) |
| <i>Total Diversified Telecommunication Services</i> | | | | <i>13,394,659</i> |
| Wireless Telecommunication Services 0.5% | | | | |
| Indosat Palapa Co. BV, Senior Notes | 7.375% | 7/29/20 | 1,270,000 | 1,442,974(a) |

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|--|--------|----------|-----------|--------------|
| Oi S.A., Senior Notes | 5.750% | 2/10/22 | 1,030,000 | 1,076,350(a) |
| <i>Total Wireless Telecommunication Services</i> | | | | 2,519,324 |
| TOTAL TELECOMMUNICATION SERVICES | | | | 15,913,983 |
| UTILITIES 2.7% | | | | |
| Electric Utilities 1.1% | | | | |
| Centrais Eletricas Brasileiras SA, Senior Notes | 6.875% | 7/30/19 | 385,000 | 442,288(a) |
| Centrais Eletricas Brasileiras SA, Senior Notes | 5.750% | 10/27/21 | 1,775,000 | 1,911,675(a) |
| Majapahit Holding BV, Senior Notes | 7.750% | 1/20/20 | 1,970,000 | 2,442,800(a) |
| <i>Total Electric Utilities</i> | | | | 4,796,763 |

See Notes to Schedule of Investments.

WESTERN ASSET EMERGING MARKETS INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

| SECURITY | RATE | MATURITY DATE | FACE AMOUNT | VALUE |
|---|--------|------------------------|-----------------|--------------------|
| Gas Utilities 0.7% | | | | |
| Empresa de Energia de Bogota SA, Senior Notes | 6.125% | 11/10/21 | 1,550,000 \$ | 1,739,875(a) |
| Transportadora de Gas Internacional SA ESP, Senior Notes | 5.700% | 3/20/22 | 1,270,000 | 1,409,700(a) |
| <i>Total Gas Utilities</i> | | | | <i>3,149,575</i> |
| Independent Power Producers & Energy Traders 0.7% | | | | |
| AES Gener SA, Notes | 5.250% | 8/15/21 | 1,000,000 | 1,125,910(a) |
| Colbun SA, Senior Notes | 6.000% | 1/21/20 | 1,660,000 | 1,874,824(a) |
| <i>Total Independent Power Producers & Energy Traders</i> | | | | <i>3,000,734</i> |
| Multi-Utilities 0.2% | | | | |
| Empresas Publicas de Medellin ESP, Senior Notes | 7.625% | 7/29/19 | 870,000 | 1,087,500(a) |
| TOTAL UTILITIES | | | | 12,034,572 |
| TOTAL CORPORATE BONDS & NOTES (Cost \$163,221,484) | | | | 176,950,004 |
| CONVERTIBLE BONDS & NOTES 0.1% | | | | |
| TELECOMMUNICATION SERVICES 0.1% | | | | |
| Diversified Telecommunication Services 0.1% | | | | |
| Axtel SAB de CV, Senior Secured Notes, step bond (Cost - \$954,332) | 7.000% | 1/31/20 | 5,881,966 | 599,046(a) |
| | | EXPIRATION DATE | WARRANTS | |
| WARRANTS 0.1% | | | | |
| Bolivarian Republic of Venezuela, Oil-linked payment obligations (Cost - \$356,500) | | 4/15/20 | 11,500 | 357,937 |
| TOTAL INVESTMENTS 100.3% (Cost \$402,107,113#) | | | | 449,875,080 |
| Liabilities in Excess of Other Assets (0.3)% | | | | (1,373,925) |
| TOTAL NET ASSETS 100.0% | | | \$ | 448,501,155 |

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

- (a) Security is exempt from registration under Rule 144A of the Securities Act of 1933. This security may be resold in transactions that are exempt from registration, normally to qualified institutional buyers. This security has been deemed liquid pursuant to guidelines approved by the Board of Directors, unless otherwise noted.
- (b) All or a portion of this security is pledged as collateral pursuant to the loan agreement.
- # Aggregate cost for federal income tax purposes is substantially the same.

Abbreviations used in this schedule :

| | |
|-----|---------------------|
| BRL | - Brazilian Real |
| EUR | - Euro |
| IDR | - Indonesian Rupiah |
| MXN | - Mexican Peso |

OJSC
TRY

- Open Joint Stock Company
- Turkish Lira

See Notes to Schedule of Investments.

WESTERN ASSET EMERGING MARKETS INCOME FUND INC.

Schedule of investments (unaudited) (cont d)

February 28, 2013

Summary of Investments by Country (unaudited)*

| | |
|----------------------|--------|
| Mexico | 17.7% |
| Brazil | 15.8 |
| Russia | 12.1 |
| Venezuela | 10.9 |
| Turkey | 10.0 |
| Indonesia | 6.0 |
| Colombia | 5.8 |
| Peru | 5.2 |
| Chile | 3.0 |
| Poland | 2.8 |
| Malaysia | 1.8 |
| India | 1.7 |
| Kazakhstan | 1.4 |
| Argentina | 1.3 |
| Philippines | 0.9 |
| Qatar | 0.9 |
| Panama | 0.6 |
| United Arab Emirates | 0.6 |
| Trinidad and Tobago | 0.5 |
| China | 0.4 |
| Ireland | 0.3 |
| Bermuda | 0.2 |
| United Kingdom | 0.1 |
| | 100.0% |

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

See Notes to Schedule of Investments.

Notes to schedule of investments (unaudited)

1. Organization and significant accounting policies

Western Asset Emerging Markets Income Fund Inc. (the Fund) was incorporated in Maryland and is registered as a non-diversified, closed-end management investment company under the Investment Company Act of 1940, as amended (the 1940 Act). The Fund's primary investment objective is to seek high current income. As a secondary objective, the Fund seeks capital appreciation. In pursuit of these objectives, the Fund, under normal conditions, invests at least 80% of its net assets plus any borrowings for investment purposes in debt securities of government and government related issuers located in emerging market countries (including participations in loans between governments and financial institutions), and of entities organized to restructure the outstanding debt of such issuers, and in debt securities of corporate issuers located in emerging market countries.

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

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

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

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

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observations from financial institutions; information regarding any transactions or offers with respect to the security; the existence of merger proposals or tender offers affecting the security; the price and extent of public trading in similar securities of the issuer or comparable companies; and the existence of a shelf registration for restricted securities.

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

The Fund uses valuation techniques to measure fair value that are consistent with the market approach and/or income approach, depending on the type of security and the particular circumstance. The market approach uses prices and other

Notes to schedule of investments (unaudited) (continued)

relevant information generated by market transactions involving identical or comparable securities. The income approach uses valuation techniques to discount estimated future cash flows to present value.

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

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

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

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

ASSETS

| DESCRIPTION | QUOTED PRICES (LEVEL 1) | OTHER SIGNIFICANT OBSERVABLE INPUTS (LEVEL 2) | SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3) | TOTAL |
|------------------------------------|-------------------------------|---|--|----------------|
| Long-term investments : | | | | |
| Sovereign bonds | \$ | 271,968,093 | | \$ 271,968,093 |
| Corporate bonds & notes | | 176,950,004 | | 176,950,004 |
| Convertible bonds & notes | | 599,046 | | 599,046 |
| Warrants | | 357,937 | | 357,937 |
| Total investments | \$ | 449,875,080 | | \$ 449,875,080 |
| Other financial instruments: | | | | |
| Forward foreign currency contracts | \$ | 119,360 | | \$ 119,360 |
| Total | \$ | 449,994,440 | | \$ 449,994,440 |

LIABILITIES

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| DESCRIPTION | QUOTED PRICES (LEVEL 1) | OTHER SIGNIFICANT OBSERVABLE INPUTS (LEVEL 2) | SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3) | TOTAL |
|------------------------------------|-------------------------------|---|--|------------|
| Other financial instruments: | | | | |
| Forward foreign currency contracts | | \$ 287,338 | | \$ 287,338 |

See Schedule of Investments for additional detailed categorizations.

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

Notes to schedule of investments (unaudited) (continued)

if bankruptcy proceedings are commenced with respect to the seller of the security, realization of the collateral by the Fund may be delayed or limited.

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

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

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

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

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

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

(f) Foreign investment risks. The Fund's investments in foreign securities may involve risks not present in domestic investments. Since securities may be denominated in foreign currencies, may require settlement in foreign currencies or pay interest or dividends in foreign

currencies, changes in the relationship of these foreign currencies to the U.S. dollar can significantly affect the value of the investments and earnings of the Fund. Foreign investments may also subject the Fund to foreign government exchange restrictions, expropriation, taxation or other political, social or economic developments, all of which affect the market and/or credit risk of the investments.

(g) Credit and market risk. The Fund invests in high-yield and emerging market instruments that are subject to certain credit and market risks. The yields of high-yield and emerging market debt obligations reflect, among other things, perceived credit and market risks. The Fund's investments in securities rated below investment grade typically involve risks not associated with higher rated securities including, among others, greater risk related to timely and ultimate payment of interest and principal, greater market price volatility and less liquid secondary market trading. The consequences of political, social, economic or diplomatic changes may have disruptive effects on the market prices of investments held by the Fund. The Fund's investments in non-U.S. dollar denominated securities may also result in foreign currency losses caused by devaluations and exchange rate fluctuations.

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

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

As of February 28, 2013, the Fund held forward foreign currency with credit related contingent features which had a liability position of \$287,338. If a contingent feature in the master agreements would have been triggered, the Fund would have been required to pay this amount to its derivatives counterparties.

Notes to schedule of investments (unaudited) (continued)

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

2. Investments

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

| | | |
|-------------------------------|----|-------------|
| Gross unrealized appreciation | \$ | 55,044,045 |
| Gross unrealized depreciation | | (7,276,078) |
| Net unrealized appreciation | \$ | 47,767,967 |

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

| FOREIGN CURRENCY | COUNTERPARTY | LOCAL CURRENCY | MARKET VALUE | SETTLEMENT DATE | UNREALIZED GAIN (LOSS) |
|--|----------------------|----------------|--------------|-----------------|------------------------|
| Contracts to Buy: | | | | | |
| Brazilian Real | Deutsche Bank AG | 8,241,000 | \$ 4,157,756 | 3/15/13 | \$ 18,629 |
| Contracts to Sell: | | | | | |
| Euro | JPMorgan Chase & Co. | 2,123,000 | 2,771,900 | 3/15/13 | 100,731 |
| Brazilian Real | Deutsche Bank AG | 15,341,000 | 7,739,853 | 3/15/13 | (287,338) |
| | | | | | (186,607) |
| Net unrealized loss on open forward foreign currency contracts | | | | | \$ (167,978) |

3. Derivative instruments and hedging activities

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

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

| Primary Underlying Risk Disclosure | Forward Foreign Currency Contracts | | Total |
|------------------------------------|------------------------------------|-------------------------|--------------|
| | Unrealized Appreciation | Unrealized Depreciation | |
| Foreign Exchange Risk | \$ 119,360 | \$ (287,338) | \$ (167,978) |

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

| | Average Market Value | |
|--|----------------------|-----------|
| Forward foreign currency contracts (to buy) | \$ | 1,129,838 |
| Forward foreign currency contracts (to sell) | | 6,553,072 |

ITEM 2. CONTROLS AND PROCEDURES.

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

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

ITEM 3. EXHIBITS.

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

SIGNATURES

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

Western Asset Emerging Markets Income Fund Inc.

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

Date: April 25, 2013

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

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

Date: April 25, 2013

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

Date: April 25, 2013
