

MFS INVESTMENT GRADE MUNICIPAL TRUST  
Form N-CSRS  
August 01, 2012  
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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM N-CSR**

**CERTIFIED SHAREHOLDER REPORT OF**  
**REGISTERED MANAGEMENT INVESTMENT COMPANIES**

Investment Company Act file number 811-5785

**MFS INVESTMENT GRADE MUNICIPAL TRUST**

(Exact name of registrant as specified in charter)

**500 Boylston Street, Boston, Massachusetts 02116**

(Address of principal executive offices) (Zip code)

**Susan S. Newton**

**Massachusetts Financial Services Company**

**500 Boylston Street**

**Boston, Massachusetts 02116**

(Name and address of agents for service)

Registrant's telephone number, including area code: (617) 954-5000

Date of fiscal year end: November 30

Date of reporting period: May 31, 2012

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**ITEM 1. REPORTS TO STOCKHOLDERS.**

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# MFS® Investment Grade Municipal Trust

## SEMIANNUAL REPORT

*May 31, 2012*

CXH-SEM

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**MFS® INVESTMENT GRADE MUNICIPAL TRUST**

New York Stock Exchange Symbol: **CXH**

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NOT FDIC INSURED MAY LOSE VALUE NO BANK GUARANTEE

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## LETTER FROM THE CHAIRMAN AND CEO

Dear Shareholders:

World financial markets remain a venue of uncertainty. The focus has shifted most recently to the eurozone, where policymakers are attempting to develop a plan that will help debt-laden countries and prevent their woes from spreading across the region. Volatility is likely to continue as investors test the resolve of European officials to make the tough decisions needed to solve the crisis.

The U.S. economy is experiencing a period of growth. However, markets have been jittery in reaction to events in Europe and ahead of the U.S. presidential election. Voters in the United States are watching the economy closely and waiting to see if Congress agrees to cut the budget and extend the Bush administration tax cuts. Failure to do so could ultimately send the U.S. economy back into recession.

Amid this global uncertainty, managing risk becomes a top priority for investors and their advisors. At MFS® our global research platform is designed to ensure the smooth functioning

of our investment process in all business climates. Through this integrated approach, our investment staff shares ideas and evaluates opportunities across geographies, across both fundamental and quantitative disciplines, and across companies' entire capital structure. We employ this uniquely collaborative approach to build better insights for our clients.

Additionally, we have a team of quantitative analysts that measures and assesses the risk profiles of our portfolios and securities on an ongoing basis. The chief investment risk officer, who oversees the team, reports directly to the firm's president and chief investment officer so that the risk associated with each portfolio can be assessed objectively and independently of the portfolio management team.

We, like our investors, are mindful of the many economic challenges faced at the local, national, and international levels. It is in times such as these that we want to emphasize the merits of maintaining a long-term view, adhering to basic investing principles such as asset allocation and diversification, and working closely with investment advisors to research and identify appropriate investment opportunities.

Respectfully,

**Robert J. Manning**

*Chairman and Chief Executive Officer*

*MFS Investment Management®*

*July 17, 2012*

The opinions expressed in this letter are subject to change, may not be relied upon for investment advice, and no forecasts can be guaranteed.

**Table of Contents****PORTFOLIO COMPOSITION****Portfolio structure (i)(j)****Top five industries (i)**

|                               |         |
|-------------------------------|---------|
| Universities Colleges         | 18.4%   |
| Healthcare Revenue Hospitals  | 15.7%   |
| Water & Sewer Utility Revenue | 7.2%    |
| Utilities Investor Owned      | 5.4%    |
| U.S. Treasury Securities (j)  | (10.0)% |

**Composition including fixed income credit quality (a)(i)**

|               |        |
|---------------|--------|
| AAA           | 14.7%  |
| AA            | 22.7%  |
| A             | 23.4%  |
| BBB           | 28.5%  |
| BB            | 3.4%   |
| B             | 2.1%   |
| CCC           | 0.2%   |
| CC (o)        | 0.0%   |
| Not Rated (j) | (1.0)% |
| Cash & Other  | 6.0%   |

**Portfolio facts (i)**

|                                |           |
|--------------------------------|-----------|
| Average Duration (d)           | 14.1      |
| Average Effective Maturity (m) | 19.2 yrs. |

- (a) For all securities other than those specifically described below, ratings are assigned to underlying securities utilizing ratings from Moody's, Fitch, and Standard & Poor's rating agencies and applying the following hierarchy: If all three agencies provide a rating, the middle rating (after dropping the highest and lowest ratings) is assigned; if two of the three agencies rate a security, the lower of the two is assigned. Ratings are shown in the S&P and Fitch scale (e.g., AAA). All ratings are subject to change. Not Rated includes fixed income securities, including fixed income futures, which have not been rated by any rating agency. Cash & Other includes cash, other assets less liabilities, offsets to derivative positions, and short-term securities. The fund may not hold all of these instruments. The fund is not rated by these agencies.
- (d) Duration is a measure of how much a bond's price is likely to fluctuate with general changes in interest rates, e.g., if rates rise 1.00%, a bond with a 5-year duration is likely to lose about 5.00% of its value due to the interest rate move.
- (i) For purposes of this presentation, the components include the market value of securities, and reflect the impact of the equivalent exposure of derivative positions, if any. These amounts may be negative from time to time. The bond component will include any accrued interest amounts. Equivalent exposure is a calculated amount that translates the derivative position into a reasonable approximation of the amount of the underlying asset that the portfolio would have to hold at a given point in time to have the same price sensitivity that results from the portfolio's ownership of the derivative contract. When dealing with derivatives, equivalent exposure is a more representative measure of the potential impact of a position on portfolio performance than market value. Where the fund holds convertible bonds, these are treated as part of the equity portion of the portfolio.
- (j) For the purpose of managing the fund's duration, the fund holds short treasury futures with a bond equivalent exposure of (10.0)%, which reduce the fund's interest rate exposure but not its credit exposure.



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*Portfolio Composition continued*

(m) In determining an instrument's effective maturity for purposes of calculating the fund's dollar-weighted average effective maturity, MFS uses the instrument's stated maturity or, if applicable, an earlier date on which MFS believes it is probable that a maturity-shortening device (such as a put, pre-refunding or prepayment) will cause the instrument to be repaid. Such an earlier date can be substantially shorter than the instrument's stated maturity.

(o) Less than 0.1%

Percentages are based on net assets, including the value of auction preferred shares, as of 5/31/12.

The portfolio is actively managed and current holdings may be different.



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## PORTFOLIO MANAGERS PROFILES

Michael Dawson Investment Officer of MFS; employed in the investment area of MFS since 1998. Portfolio Manager of the fund since June 2007.

Geoffrey Schechter Investment Officer of MFS; employed in the investment management area of MFS since 1993. Portfolio Manager of the fund since June 2007.

## OTHER NOTES

The fund's shares may trade at a discount or premium to net asset value. Shareholders do not have the right to cause the fund to repurchase their shares at net asset value. When fund shares trade at a premium, buyers pay more than the net asset value of underlying fund shares, and shares purchased at a premium would receive less than the amount paid for them in the event of the fund's liquidation. As a result, the total return that is calculated based on the net asset value and New York Stock Exchange price can be different.

The fund's monthly distributions may include a return of capital to shareholders to the extent that distributions are in excess of the fund's net investment income and net capital gains, determined in accordance with federal income tax regulations. Distributions that are treated for federal income tax purposes as a return of capital will reduce each shareholder's basis in his or her shares and, to the extent the return of capital exceeds such basis, will be treated as gain to the shareholder from a sale of shares. Returns of shareholder capital have the effect of reducing the fund's assets and increasing the fund's expense ratio.

In accordance with Section 23(c) of the Investment Company Act of 1940, the fund hereby gives notice that it may from time to time repurchase common and/or preferred shares of the fund in the open market at the option of the Board of Trustees and on such terms as the Trustees shall determine.

**Table of Contents****PORTFOLIO OF INVESTMENTS**

5/31/12 (unaudited)

The Portfolio of Investments is a complete list of all securities owned by your fund. It is categorized by broad-based asset classes.

**Municipal Bonds - 144.4%**

| <b>Issuer</b>   | <b>Shares/Par</b> | <b>Value (\$)</b> |
|---|-------------------|-------------------|
| <b>Airport Revenue - 3.9%</b>   |                   |                   |
| Chicago, IL, O Hare International Airport Rev., Third Lien, A, 5.625%, 2035                     | \$ 650,000        | \$ 753,056        |
| Houston, TX, Airport System Rev., B, 5%, 2026   | 160,000           | 183,061           |
| Houston, TX, Airport System Rev., Subordinate Lien, A, 5%, 2031                                 | 140,000           | 151,630           |
| Port Authority NY & NJ, Special Obligation Rev. (JFK International Air Terminal LLC), 6%, 2036  | 195,000           | 221,485           |
| Port Authority NY & NJ, Special Obligation Rev. (JFK International Air Terminal LLC), 6%, 2042  | 225,000           | 255,215           |
| San Francisco, CA, City & County Airports Commission, International Airport Rev., D, 5%, 2025   | 2,000,000         | 2,327,500         |
| San Jose, CA, Airport Rev., A - 2, 5.25%, 2034  | 710,000           | 775,412           |
|   |                   | \$ 4,667,359      |
| <b>General Obligations - General Purpose - 4.9%</b>   |                   |                   |
| Chicago, IL, Greater Chicago Metropolitan Water Reclamation District, C, 5%, 2029               | \$ 855,000        | \$ 995,297        |
| Commonwealth of Puerto Rico, Public Improvement, A, 5.5%, 2039                                  | 1,825,000         | 1,903,785         |
| Las Vegas Valley, NV, Water District, C, 5%, 2029   | 755,000           | 856,011           |
| Luzerne County, PA, AGM, 6.75%, 2023  | 370,000           | 436,722           |
| Puerto Rico Public Buildings Authority Rev., Guaranteed (Government Facilities), F, 5.25%, 2024 | 325,000           | 351,283           |
| State of California, 5.75%, 2019  | 70,000            | 70,903            |
| State of California, 5.25%, 2028  | 270,000           | 310,773           |
| State of California, 5.25%, 2030  | 645,000           | 736,145           |
| State of Hawaii, DZ, 5%, 2031   | 180,000           | 210,672           |
|   |                   | \$ 5,871,591      |
| <b>General Obligations - Schools - 3.5%</b>   |                   |                   |
| Beverly Hills, CA, Unified School District (Election of 2008), Capital Appreciation, 0%, 2031   | \$ 130,000        | \$ 57,654         |
| Beverly Hills, CA, Unified School District (Election of 2008), Capital Appreciation, 0%, 2032   | 235,000           | 98,714            |
| Beverly Hills, CA, Unified School District (Election of 2008), Capital Appreciation, 0%, 2033   | 470,000           | 186,388           |
| Chicago, IL, Board of Education, A, 5%, 2041  | 1,000,000         | 1,091,520         |
| Frenship, TX, Independent School District, AGM, 5%, 2033  | 1,000,000         | 1,079,190         |
| Los Angeles, CA, Unified School District, D, 5%, 2034   | 95,000            | 105,426           |
| Pomona, CA, Unified School District, A, NATL, 6.45%, 2022                                       | 1,000,000         | 1,243,650         |
| West Contra Costa, CA, Unified School District, B, NATL, 6%, 2024                               | 250,000           | 291,475           |
|   |                   | \$ 4,154,017      |

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**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer   | Shares/Par | Value (\$) |
|--|------------|------------|
| <b>Municipal Bonds - continued</b>   |            |            |
| <b>Healthcare Revenue - Hospitals - 21.9%</b>  |            |            |
| Allegheny County, PA, Hospital Development Authority Rev. (West Penn Allegheny Health), A , 5.375%, 2040                         | \$ 405,000 | \$ 332,343 |
| Brunswick, GA, Hospital Authority Rev. (Glynn - Brunswick Memorial Hospital), 5.625%, 2034                                       | 165,000    | 180,906    |
| Butler County, OH, Hospital Facilities Rev. (UC Health), 5.75%, 2040   | 105,000    | 114,249    |
| California Health Facilities Financing Authority Rev. (St. Joseph Health System), A , 5.75%, 2039                                | 195,000    | 218,511    |
| California Health Facilities Financing Authority Rev. (Sutter Health), B , 5.875%, 2031  | 535,000    | 641,251    |
| California Statewide Communities Development Authority Rev. (Enloe Medical Center), CALHF, 5.75%, 2038                           | 360,000    | 387,490    |
| California Statewide Communities Development Authority Rev. (Kaiser Permanente), A , 5%, 2042                                    | 325,000    | 352,264    |
| Cullman County, AL, Health Care Authority (Cullman Regional Medical Center), A , 6.75%, 2029                                     | 355,000    | 367,233    |
| Harris County, TX, Health Facilities Development Corp., Hospital Rev. (Memorial Hermann Healthcare Systems), B , 7%, 2027        | 205,000    | 251,531    |
| Harris County, TX, Health Facilities Development Corp., Hospital Rev. (Memorial Hermann Healthcare Systems), B , 7.25%, 2035     | 250,000    | 310,560    |
| Health Care Authority for Baptist Health, AL, D , 5%, 2021   | 850,000    | 907,809    |
| Illinois Finance Authority Rev. (KishHealth Systems Obligated Group), 5.75%, 2028  | 380,000    | 428,556    |
| Illinois Finance Authority Rev. (Provena Health), A , 7.75%, 2034  | 400,000    | 512,252    |
| Illinois Finance Authority Rev. (Resurrection Health), 6.125%, 2025  | 460,000    | 526,539    |
| Illinois Finance Authority Rev. (Silver Cross Hospital & Medical Centers), 6.875%, 2038  | 395,000    | 450,517    |
| Illinois Finance Authority Rev. (Silver Cross Hospital & Medical Centers), A , 5.5%, 2030  | 45,000     | 46,594     |
| Indiana Health & Educational Facilities Finance Authority, Hospital Rev. (Community Foundation of Northwest Indiana), 5.5%, 2037 | 705,000    | 744,276    |
| Indiana Health & Educational Financing Authority Rev. (Community Foundation of Northwest Indiana ), A , 6%, 2034                 | 150,000    | 156,690    |
| Jefferson Parish, LA, Hospital Service District No. 2 (East Jefferson General Hospital), 6.25%, 2031                             | 470,000    | 537,469    |
| Johnson City, TN, Health & Educational Facilities Board Hospital Rev. (Mountain States Health Alliance), A , 5.5%, 2036          | 845,000    | 884,732    |
| Kentucky Economic Development Finance Authority, Hospital Facilities Rev. (Baptist Healthcare System), A , 5.375%, 2024          | 255,000    | 292,095    |
| Kentucky Economic Development Finance Authority, Hospital Facilities Rev. (Baptist Healthcare System), A , 5.625%, 2027          | 85,000     | 97,524     |
| Kentucky Economic Development Finance Authority, Hospital Facilities Rev. (Owensboro Medical Health System), A , 6.375%, 2040    | 440,000    | 508,904    |

**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par | Value (\$) |
|---|------------|------------|
| <b>Municipal Bonds - continued</b>  |            |            |
| <b>Healthcare Revenue - Hospitals - continued</b>   |            |            |
| Lake County, OH, Hospital Facilities Rev. (Lake Hospital), C, 6%, 2043  | \$ 265,000 | \$ 282,721 |
| Laramie County, WY, Hospital Rev. (Cheyenne Regional Medical Center Project), 5%, 2032                                    | 35,000     | 37,790     |
| Laramie County, WY, Hospital Rev. (Cheyenne Regional Medical Center Project), 5%, 2037                                    | 85,000     | 91,181     |
| Laramie County, WY, Hospital Rev. (Cheyenne Regional Medical Center Project), 5%, 2042                                    | 180,000    | 193,927    |
| Louisiana Public Facilities Authority Hospital Rev. (Lake Charles Memorial Hospital), 6.375%, 2034                        | 415,000    | 433,148    |
| Louisville & Jefferson County, KY, Metropolitan Government Healthcare Systems Rev. (Norton Healthcare, Inc.), 5.25%, 2036 | 385,000    | 401,112    |
| Lufkin, TX, Health Facilities Development Corp. Rev. (Memorial Health System), 5.5%, 2037                                 | 45,000     | 45,627     |
| Maryland Health & Higher Educational Facilities Authority Rev. (Anne Arundel Health System, Inc.), A, 6.75%, 2039         | 175,000    | 211,572    |
| Maryland Health & Higher Educational Facilities Authority Rev. (Mercy Medical Center), A, 5.5%, 2042                      | 265,000    | 277,500    |
| Massachusetts Health & Educational Facilities Authority Rev. (Milford-Whitinsville Regional), C, 5.75%, 2013              | 180,000    | 180,333    |
| Massachusetts Health & Educational Facilities Authority Rev. (South Shore Hospital), F, 5.75%, 2029                       | 370,000    | 370,500    |
| Miami-Dade County, FL, Health Facilities Authority, Hospital Rev. (Variety Children's Hospital), A, 6.125%, 2042          | 195,000    | 226,974    |
| Michigan Finance Authority Rev. (Trinity Health Corp.), 5%, 2035  | 750,000    | 823,013    |
| Monroe County, PA, Hospital Authority Rev. (Pocono Medical Center), A, 5%, 2032   | 45,000     | 47,594     |
| Monroe County, PA, Hospital Authority Rev. (Pocono Medical Center), A, 5%, 2041   | 35,000     | 36,376     |
| New Hampshire Business Finance Authority Rev. (Elliot Hospital Obligated Group), A, 6%, 2027                              | 445,000    | 499,780    |
| New Hampshire Health & Education Facilities Authority Rev. (Catholic Medical Center), A, 6.125%, 2032                     | 60,000     | 60,664     |
| New Hampshire Health & Education Facilities Authority Rev. (Memorial Hospital at Conway), 5.25%, 2036                     | 300,000    | 297,171    |
| New Jersey Health Care Facilities, Financing Authority Rev. (St. Peter's University Hospital), 5.75%, 2037                | 415,000    | 440,469    |
| New York Dormitory Authority Rev., Non-State Supported Debt (Bronx-Lebanon Hospital Center), LOC, 6.5%, 2030              | 165,000    | 198,450    |
| New York Dormitory Authority Rev., Non-State Supported Debt (Bronx-Lebanon Hospital Center), LOC, 6.25%, 2035             | 100,000    | 116,344    |
| Palomar Pomerado Health Care District, CA, COP, 6.75%, 2039   | 245,000    | 269,975    |

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**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer   | Shares/Par | Value (\$) |
|--|------------|------------|
| <b>Municipal Bonds - continued</b>   |            |            |
| <b>Healthcare Revenue - Hospitals - continued</b>  |            |            |
| Philadelphia, PA, Hospitals & Higher Education Facilities Authority Rev. (Temple University Health System), A , 6.625%, 2023         | \$ 320,000 | \$ 320,608 |
| Rhode Island Health & Educational Building Corp. Rev., Hospital Financing (Lifespan Obligated Group), A , ASSD GTY, 7%, 2039         | 855,000    | 1,004,634  |
| Richmond, IN, Hospital Authority Rev. (Reid Hospital & Health Center Services), A , 6.625%, 2039                                     | 525,000    | 606,233    |
| Royal Oak, MI, Hospital Finance Authority Rev. (William Beaumont Hospital), 8.25%, 2039  | 230,000    | 295,953    |
| Scioto County, OH, Hospital Facilities Rev. (Southern Ohio Medical Center), 5.75%, 2038  | 555,000    | 604,284    |
| Shelby County, TN, Health, Educational & Housing Facilities Board Rev. (Methodist Le Bonheur Healthcare), 5%, 2042                   | 180,000    | 192,618    |
| Skagit County, WA, Public Hospital District No. 001 Rev. (Skagit Valley Hospital), 5.75%, 2032                                       | 535,000    | 563,483    |
| South Carolina Jobs & Economic Development Authority (Bon Secours - Venice Healthcare Corp.), 5.5%, 2023                             | 390,000    | 397,355    |
| South Dakota Health & Educational Facilities Authority Rev. (Avera Health), A , 5%, 2042   | 95,000     | 101,420    |
| South Lake County, FL, Hospital District Rev. (South Lake Hospital), A , 6%, 2029  | 105,000    | 116,893    |
| South Lake County, FL, Hospital District Rev. (South Lake Hospital), A , 6.25%, 2039   | 155,000    | 171,346    |
| St. Paul, MN, Housing & Redevelopment Authority Healthcare Facilities Rev. (HealthPartners Obligated Group), 5.25%, 2023             | 325,000    | 346,837    |
| Sullivan County, TN, Health, Educational & Housing Facilities Board Hospital Rev. (Wellmont Health Systems Project), C , 5.25%, 2026 | 1,365,000  | 1,447,774  |
| Sullivan County, TN, Health, Educational & Housing Facilities Board Hospital Rev. (Wellmont Health Systems Project), C , 5.25%, 2036 | 135,000    | 139,806    |
| Sumner County, TN, Health, Educational & Housing Facilities Board Rev. (Sumner Regional Health Systems, Inc.), A , 5.5%, 2046 (a)(d) | 1,000,000  | 12,500     |
| Tyler, TX, Health Facilities Development Corp. (East Texas Medical Center), A , 5.25%, 2032  | 265,000    | 268,967    |
| Tyler, TX, Health Facilities Development Corp. (East Texas Medical Center), A , 5.375%, 2037   | 220,000    | 224,272    |
| Tyler, TX, Health Facilities Development Corp. (Mother Frances Hospital), 5.5%, 2027   | 560,000    | 618,878    |
| Upland, CA, COP (San Antonio Community Hospital), 6.5%, 2041   | 85,000     | 100,223    |
| Washington Health Care Facilities Authority Rev. (Highline Medical Center), FHA, 6.25%, 2036   | 695,000    | 814,241    |
| Washington Health Care Facilities Authority Rev. (Virginia Mason Medical Center), A , 6.25%, 2042                                    | 570,000    | 609,444    |
| West Virginia Hospital Finance Authority, Hospital Rev. (Thomas Health System), 6.5%, 2038   | 285,000    | 291,475    |

**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer   | Shares/Par | Value (\$)    |
|--|------------|---------------|
| <b>Municipal Bonds - continued</b>   |            |               |
| <b>Healthcare Revenue - Hospitals - continued</b>  |            |               |
| Wisconsin Health & Educational Facilities Authority Rev. (Aurora Health Care, Inc.), 6.4%, 2033                                      | \$ 175,000 | \$ 180,437    |
| Wisconsin Health & Educational Facilities Authority Rev. (Aurora Health Care, Inc.), A, 5%, 2026                                     | 185,000    | 205,415       |
| Wisconsin Health & Educational Facilities Authority Rev. (Aurora Health Care, Inc.), A, 5%, 2028                                     | 55,000     | 60,174        |
| Wisconsin Health & Educational Facilities Authority Rev. (Fort Healthcare, Inc. Project), 5.375%, 2018                               | 385,000    | 411,561       |
| Wisconsin Health & Educational Facilities Authority Rev. (ProHealth Care, Inc. Obligated Group), 6.625%, 2032                        | 195,000    | 215,754       |
| Wisconsin Health & Educational Facilities Authority Rev. (ProHealth Care, Inc. Obligated Group), 6.625%, 2039                        | 100,000    | 117,912       |
| Wisconsin Health & Educational Facilities Authority Rev. (Wheaton Franciscan Services), 5.25%, 2034                                  | 695,000    | 725,469       |
|  |            | \$ 25,958,482 |
| <b>Healthcare Revenue - Long Term Care - 6.7%</b>  |            |               |
| Abilene, TX, Health Facilities Development Corp., Retirement Facilities Rev. (Sears Methodist Retirement Systems, Inc.), A, 7%, 2033 | \$ 500,000 | \$ 383,005    |
| Bucks County, PA, Industrial Development Authority Retirement Community Rev. (Ann's Choice, Inc.), A, 6.125%, 2025                   | 500,000    | 505,970       |
| Chartiers Valley, PA, Industrial & Commercial Development Authority Rev. (Friendship Village South), A, 5.25%, 2013                  | 500,000    | 526,085       |
| Chester County, PA, Industrial Development Authority Rev. (RHA Nursing Home), 8.5%, 2032   | 680,000    | 682,842       |
| Cumberland County, PA, Municipal Authority Rev. (Diakon Lutheran Social Ministries), 6.125%, 2029                                    | 570,000    | 630,705       |
| Fulton County, GA, Residential Care Facilities, Elderly Authority Rev. (Canterbury Court), A, 6.125%, 2034                           | 250,000    | 246,345       |
| Hawaii Department of Budget & Finance, Special Purpose Rev. (15 Craigsides Project), A, 9%, 2044                                     | 115,000    | 135,767       |
| Illinois Finance Authority Rev. (Hoosier Care, Inc.), A, 7.125%, 2034  | 405,000    | 405,020       |
| Illinois Finance Authority Rev. (Smith Village), A, 6.25%, 2035  | 500,000    | 483,290       |
| Illinois Health Facilities Authority Rev. (Smith Crossing), A, 7%, 2032  | 250,000    | 252,163       |
| La Verne, CA, COP (Brethren Hillcrest Homes), B, 6.625%, 2025  | 350,000    | 358,222       |
| Maryland Health & Higher Educational Facilities Authority Rev. (Charlestown Community), 6.25%, 2041                                  | 190,000    | 213,138       |
| Massachusetts Development Finance Agency Rev. (Loomis Communities, Inc.), A, 5.625%, 2015  | 125,000    | 125,135       |
| Montgomery County, PA, Industrial Development Authority Rev. (Whitemarsh Continuing Care), 6.125%, 2028                              | 200,000    | 202,196       |
| Montgomery County, PA, Industrial Development Authority Rev. (Whitemarsh Continuing Care), 6.25%, 2035                               | 300,000    | 302,736       |

**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer   | Shares/Par | Value (\$)   |
|--|------------|--------------|
| <b>Municipal Bonds - continued</b>   |            |              |
| <b>Healthcare Revenue - Long Term Care - continued</b>   |            |              |
| New Jersey Economic Development Authority Rev. (Lions Gate), A, 5.75%, 2025  | \$ 310,000 | \$ 313,894   |
| New Jersey Economic Development Authority Rev. (Lions Gate), A, 5.875%, 2037   | 100,000    | 99,544       |
| Pell City, AL, Special Care Facilities, Financing Authority Rev. (Noland Health Services, Inc.), 5%, 2039                | 140,000    | 146,348      |
| Shelby County, TN, Health, Educational & Housing Facilities Board Rev. (Germantown Village), A, 7.25%, 2034              | 85,000     | 85,425       |
| St. Johns County, FL, Industrial Development Authority Rev. (Presbyterian Retirement), A, 6%, 2045                       | 400,000    | 439,408      |
| Suffolk County, NY, Industrial Development Agency, Civic Facilities Rev. (Gurwin Jewish Phase II), 6.7%, 2039            | 480,000    | 493,186      |
| Tarrant County, TX, Cultural Education Facilities Finance Corp. Retirement Facility (Air Force Village), 6.125%, 2029    | 40,000     | 44,098       |
| Tarrant County, TX, Cultural Education Facilities Finance Corp. Retirement Facility (Air Force Village), 6.375%, 2044    | 315,000    | 341,636      |
| Tarrant County, TX, Cultural Education Facilities Finance Corp. Retirement Facility (Stayton at Museum Way), 8.25%, 2044 | 500,000    | 542,990      |
|  |            | \$ 7,959,148 |
| <b>Healthcare Revenue - Other - 0.2%</b>   |            |              |
| Massachusetts Health & Educational Facilities Authority Rev. (Civic Investments, Inc.), A, 9%, 2012 (c)                  | \$ 250,000 | \$ 265,248   |
| <b>Human Services - 0.2%</b>   |            |              |
| Massachusetts Development Finance Agency Rev. (Evergreen Center, Inc.), 5%, 2024   | \$ 250,000 | \$ 252,090   |
| <b>Industrial Revenue - Airlines - 0.3%</b>  |            |              |
| Clayton County, GA, Development Authority Special Facilities Rev. (Delta Airlines, Inc.), A, 8.75%, 2029                 | \$ 125,000 | \$ 150,173   |
| Clayton County, GA, Development Authority Special Facilities Rev. (Delta Airlines, Inc.), B, 9%, 2035                    | 95,000     | 102,989      |
| New Jersey Economic Development Authority, Special Facilities Rev. (Continental Airlines, Inc.), 6.25%, 2029             | 105,000    | 105,443      |
|  |            | \$ 358,605   |
| <b>Industrial Revenue - Chemicals - 0.5%</b>   |            |              |
| Brazos River, TX, Harbor Navigation District (Dow Chemical Co.), B-2, 4.95%, 2033  | \$ 590,000 | \$ 618,208   |

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*Portfolio of Investments (unaudited) continued*

| Issuer   | Shares/Par | Value (\$)   |
|--|------------|--------------|
| <b>Municipal Bonds - continued</b>   |            |              |
| <b>Industrial Revenue - Environmental Services - 0.7%</b>  |            |              |
| California Pollution Control Financing Authority, Solid Waste Disposal Rev. (Republic Services, Inc.), B , 5.25%, 2023 (b) | \$ 135,000 | \$ 154,900   |
| California Pollution Control Financing Authority, Solid Waste Disposal Rev. (Waste Management, Inc.), A , 5%, 2022         | 305,000    | 336,589      |
| California Pollution Control Financing Authority, Solid Waste Disposal Rev. (Waste Management, Inc.), C , 5.125%, 2023     | 335,000    | 365,572      |
|  |            | \$ 857,061   |
| <b>Industrial Revenue - Other - 2.1%</b>   |            |              |
| California Statewide Communities Development Authority Facilities (Microgy Holdings Project), 9%, 2038 (a)(d)              | \$ 25,246  | \$ 252       |
| Gulf Coast, TX, Industrial Development Authority Rev. (CITGO Petroleum Corp.), 8%, 2028                                    | 250,000    | 250,188      |
| Houston, TX, Industrial Development Corp. (United Parcel Service, Inc.), 6%, 2023  | 315,000    | 296,431      |
| Michigan Strategic Fund Ltd. Obligation Rev. (Michigan Sugar Co., Carrollton), 6.55%, 2025                                 | 250,000    | 226,780      |
| New Jersey Economic Development Authority Rev. (GMT Realty LLC), B , 6.875%, 2037  | 500,000    | 498,495      |
| Toledo Lucas County, OH, Authority Port Rev., Facilities (CSX, Inc. Project), 6.45%, 2021                                  | 1,000,000  | 1,241,830    |
|  |            | \$ 2,513,976 |
| <b>Industrial Revenue - Paper - 0.8%</b>   |            |              |
| Escambia County, FL, Environmental Improvement Rev. (International Paper Co.), A , 5.75%, 2027                             | \$ 250,000 | \$ 262,603   |
| Rockdale County, GA, Development Authority Project Rev. (Visy Paper Project), A , 6.125%, 2034                             | 320,000    | 330,710      |
| Sabine River, LA, Water Facilities Authority Rev. (International Paper Co.), 6.2%, 2025                                    | 310,000    | 312,840      |
|  |            | \$ 906,153   |
| <b>Miscellaneous Revenue - Entertainment &amp; Tourism - 0.8%</b>  |            |              |
| Brooklyn, NY, Arena Local Development Corp. (Barclays Center Project), 6%, 2030  | \$ 200,000 | \$ 221,450   |
| Brooklyn, NY, Arena Local Development Corp. (Barclays Center Project), 6.25%, 2040   | 130,000    | 144,694      |
| Cow Creek Band of Umpqua Tribe of Indians, OR, C , 5.625%, 2026 (n)  | 350,000    | 309,477      |
| Seminole Tribe, FL, Special Obligation Rev., A , 5.75%, 2022 (n)   | 250,000    | 268,418      |
|  |            | \$ 944,039   |
| <b>Miscellaneous Revenue - Other - 3.5%</b>  |            |              |
| Austin, TX, Convention Center (Convention Enterprises, Inc.), A , SYNCORA, 5.25%, 2017                                     | \$ 95,000  | \$ 103,854   |



**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par | Value (\$)   |
|---|------------|--------------|
| <b>Municipal Bonds - continued</b>  |            |              |
| <b>Miscellaneous Revenue - Other - continued</b>  |            |              |
| Austin, TX, Convention Center (Convention Enterprises, Inc.), A , SYNCORA, 5.25%, 2019                              | \$ 190,000 | \$ 205,685   |
| Austin, TX, Convention Center (Convention Enterprises, Inc.), A , SYNCORA, 5.25%, 2020                              | 155,000    | 166,772      |
| Austin, TX, Convention Center (Convention Enterprises, Inc.), A , SYNCORA, 5.25%, 2024                              | 90,000     | 94,502       |
| Citizens Property Insurance Corp., FL, A-1 , 5%, 2019   | 50,000     | 56,905       |
| Citizens Property Insurance Corp., FL, A-1 , 5%, 2020   | 250,000    | 284,143      |
| Cleveland-Cuyahoga County, OH, Port Authority Rev., 7%, 2040  | 95,000     | 101,672      |
| Dallas, TX, Civic Center Convention Complex Rev., ASSD GTY, 5.25%, 2034   | 465,000    | 516,336      |
| Massachusetts Port Authority Facilities Rev. (Conrac Project), A , 5.125%, 2041                                     | 40,000     | 43,363       |
| New Orleans, LA, Aviation Board Gulf Opportunity Zone CFC Rev. (Consolidated Rental Car), A , 6.25%, 2030           | 185,000    | 204,899      |
| New York Liberty Development Corp., Liberty Rev. (One Bryant Park LLC), 6.375%, 2049                                | 435,000    | 490,332      |
| New York Liberty Development Corp., Liberty Rev. (World Trade Center Project), 5%, 2031                             | 200,000    | 220,896      |
| New York Liberty Development Corp., Liberty Rev. (World Trade Center Project), 5%, 2044                             | 500,000    | 540,630      |
| Oklahoma Industries Authority Rev. (Oklahoma Medical Research Foundation Project), 5.5%, 2029                       | 600,000    | 667,890      |
| Summit County, OH, Port Authority Building Rev. (Flats East Development Recovery Zone Facility Bonds), 6.875%, 2040 | 35,000     | 37,458       |
| Summit County, OH, Port Authority Building Rev. (Seville Project), A , 5.1%, 2025                                   | 405,000    | 386,374      |
| V Lakes Utility District, MS, Water Systems Rev., 7%, 2037  | 85,000     | 82,075       |
|   |            | \$ 4,203,786 |
| <b>Multi-Family Housing Revenue - 3.4%</b>  |            |              |
| Broward County, FL, Housing Finance Authority Rev. (Chaves Lakes Apartments Ltd.), A , 7.5%, 2040                   | \$ 500,000 | \$ 500,135   |
| Capital Trust Agency, FL, Housing Rev. (Atlantic Housing Foundation), B , 7%, 2032 (d)(q)                           | 355,000    | 158,014      |
| Charter Mac Equity Issuer Trust, FHLMC, 6.3%, 2019 (n)  | 500,000    | 559,505      |
| District of Columbia Housing Finance Agency (Henson Ridge), E , FHA, 5.1%, 2037                                     | 500,000    | 510,805      |
| Durham, NC, Durham Housing Authority Rev. (Magnolia Pointe Apartments), 5.65%, 2038                                 | 365,229    | 328,684      |
| MuniMae TE Bond Subsidiary LLC, 5.5%, 2049 (b)(z)   | 1,000,000  | 675,030      |
| Resolution Trust Corp., Pass-Through Certificates, 1993 , 8.5%, 2016 (z)  | 227,741    | 221,446      |

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*Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par   | Value (\$)   |
|---|--------------|--------------|
| <b>Municipal Bonds - continued</b>  |              |              |
| <b>Multi-Family Housing Revenue - continued</b>   |              |              |
| Tacoma, WA, Housing Authority Multi-Family Rev. (Redwood/Juniper, Pine Tree Harbor, & Conifer South), GNMA, 5.05%, 2037 | \$ 1,040,000 | \$ 1,049,641 |
|   |              | \$ 4,003,260 |
| <b>Parking - 0.3%</b>   |              |              |
| Boston, MA, Metropolitan Transit Parking Corp., Systemwide Parking Rev., 5.25%, 2036                                    | \$ 285,000   | \$ 317,379   |
| <b>Port Revenue - 0.1%</b>  |              |              |
| Maryland Economic Development Corp. Rev. (Port America Chesapeake Terminal Project), B, 5.75%, 2035                     | \$ 150,000   | \$ 160,595   |
| <b>Sales &amp; Excise Tax Revenue - 4.8%</b>  |              |              |
| Bolingbrook, IL, Sales Tax Rev., 6.25%, 2024  | \$ 250,000   | \$ 156,695   |
| Chicago, IL, Transit Authority Sales Tax Receipts Rev., 5.25%, 2029   | 155,000      | 178,225      |
| Chicago, IL, Transit Authority Sales Tax Receipts Rev., 5.25%, 2030   | 310,000      | 354,556      |
| Chicago, IL, Transit Authority Sales Tax Receipts Rev., 5.25%, 2031   | 60,000       | 68,363       |
| Chicago, IL, Transit Authority Sales Tax Receipts Rev., 5.25%, 2040   | 410,000      | 457,335      |
| Colorado Regional Transportation District, Private Activity Rev. (Denver Transportation Partners), 6.5%, 2030           | 560,000      | 658,252      |
| Colorado Regional Transportation District, Private Activity Rev. (Denver Transportation Partners), 6%, 2034             | 480,000      | 544,138      |
| Massachusetts Bay Transportation Authority, Sales Tax Rev., A-1, 5.25%, 2029  | 350,000      | 454,055      |
| Massachusetts Bay Transportation Authority, Sales Tax Rev., A-1, 5.25%, 2031  | 335,000      | 433,024      |
| Massachusetts School Building Authority, Dedicated Sales Tax Rev., B, 5%, 2032  | 720,000      | 842,508      |
| Puerto Rico Sales Tax Financing Corp., Sales Tax Rev., Capital Appreciation, A, 0% to 2016, 6.75% to 2032               | 375,000      | 383,321      |
| Tampa Bay, FL, Sports Authority Rev. (Tampa Bay Arena), NATL, 5.75%, 2025   | 1,000,000    | 1,140,710    |
|   |              | \$ 5,671,182 |
| <b>Single Family Housing - Local - 0.6%</b>   |              |              |
| Minneapolis & St. Paul Housing Authority Rev. (City Living), A-2, GNMA, 5%, 2038  | \$ 247,493   | \$ 251,191   |
| Pittsburgh, PA, Urban Redevelopment Authority Rev., C, GNMA, 4.8%, 2028   | 500,000      | 509,185      |
|   |              | \$ 760,376   |

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*Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par | Value (\$)          |
|---|------------|---------------------|
| <b>Municipal Bonds - continued</b>  |            |                     |
| <b>Single Family Housing - State - 2.4%</b>   |            |                     |
| California Housing Finance Agency Rev. (Home Mortgage), G, 4.95%, 2023  | \$ 430,000 | \$ 438,510          |
| California Housing Finance Agency Rev. (Home Mortgage), G, 5.5%, 2042   | 245,000    | 254,533             |
| California Housing Finance Agency Rev. (Home Mortgage), I, 4.7%, 2026   | 120,000    | 116,597             |
| Colorado Housing & Finance Authority, A, 5.5%, 2029   | 860,000    | 882,893             |
| Colorado Housing & Finance Authority, B-2, 7.25%, 2031  | 25,000     | 25,868              |
| Maine Housing Authority Mortgage, A-2, 4.95%, 2027  | 445,000    | 449,419             |
| Montana Board Housing (Single Family Mortgage), A, 5%, 2036   | 585,000    | 589,288             |
| North Dakota Housing Finance Agency Rev., A, 4.85%, 2021  | 95,000     | 97,343              |
|   |            | <b>\$ 2,854,451</b> |
| <b>Solid Waste Revenue - 1.5%</b>   |            |                     |
| Delaware County, PA, Industrial Development Authority Rev. (American Ref-Fuel), A, 6.1%, 2013   | \$ 455,000 | \$ 455,623          |
| Massachusetts Industrial Finance Agency, Resource Recovery Rev. (Ogden Haverhill Associates), A, 5.45%, 2012                                      | 1,250,000  | 1,253,713           |
| Pennsylvania Economic Development Financing Authority, Sewer Sludge Disposal Rev. (Philadelphia Biosolids Facility), 6.25%, 2032                  | 55,000     | 61,266              |
|   |            | <b>\$ 1,770,602</b> |
| <b>State &amp; Agency - Other - 0.1%</b>  |            |                     |
| Commonwealth of Puerto Rico (Mepsi Campus), A, 6.5%, 2037   | \$ 100,000 | \$ 102,284          |
| <b>State &amp; Local Agencies - 5.9%</b>  |            |                     |
| Berkeley County, SC, School District Installment Lease (Securing Assets for Education), 5%, 2028  | \$ 500,000 | \$ 514,455          |
| Dorchester County, SC, School District No. 2, Growth Remedy Opportunity Tax Hike, 5.25%, 2029   | 250,000    | 267,993             |
| Golden State, CA, Tobacco Securitization Corp., Tobacco Settlement Rev., Enhanced, B, 5.5%, 2013 (c)(f)   | 500,000    | 525,860             |
| Lancaster, SC, Educational Assistance Program, Inc., School District Lancaster County Project, 5%, 2026   | 550,000    | 580,657             |
| Laurens County, SC, School District No. 55, Installment Purchase Rev., 5.25%, 2030  | 350,000    | 365,505             |
| Metropolitan Government of Nashville & Davidson County, TN, Health & Educational Facilities Board Rev. (Meharry Medical College), AMBAC, 6%, 2016 | 1,575,000  | 1,735,036           |
| Newberry, SC, Investing in Children's Education (Newberry County School District Program), 5%, 2030   | 350,000    | 364,067             |
| Philadelphia, PA, Municipal Authority Rev., 6.5%, 2034  | 105,000    | 114,380             |

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*Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par | Value (\$)   |
|---|------------|--------------|
| <b>Municipal Bonds - continued</b>  |            |              |
| State & Local Agencies - continued  |            |              |
| Puerto Rico Public Finance Corp., Commonwealth Appropriations, B, 6%, 2026  | \$ 205,000 | \$ 237,353   |
| Puerto Rico Public Finance Corp., Commonwealth Appropriations, B, 5.5%, 2031  | 300,000    | 322,989      |
| Riverside, MO, Tax Increment Rev. (L-385 Levee Project), 5.25%, 2020  | 500,000    | 523,815      |
| St. Louis, MO, Industrial Development Authority Leasehold Rev. (Convention Center Hotel), Capital Appreciation, AMBAC, 0%, 2018 | 300,000    | 216,495      |
| Virginia College Building Authority, Educational Facilities Rev. (21st Century College & Equipment), A, 5%, 2024                | 1,000,000  | 1,213,410    |
|   |            | \$ 6,982,015 |
| <b>Student Loan Revenue - 1.0%</b>  |            |              |
| Iowa Student Loan Liquidity Corp., A-2, 5.5%, 2025  | \$ 180,000 | \$ 200,745   |
| Iowa Student Loan Liquidity Corp., A-2, 5.6%, 2026  | 180,000    | 200,781      |
| Iowa Student Loan Liquidity Corp., A-2, 5.7%, 2027  | 15,000     | 16,755       |
| Iowa Student Loan Liquidity Corp., A-2, 5.75%, 2028   | 320,000    | 356,493      |
| Massachusetts Educational Financing Authority, Education Loan Rev., H, ASSD GTY, 6.35%, 2030                                    | 355,000    | 392,186      |
|   |            | \$ 1,166,960 |
| <b>Tax - Other - 2.6%</b>   |            |              |
| Dallas County, TX, Flood Control District, 7.25%, 2032  | \$ 500,000 | \$ 509,590   |
| Hudson Yards, NY, Infrastructure Corp. Rev., A, 5.75%, 2047   | 350,000    | 404,597      |
| New Jersey Economic Development Authority Rev., 5%, 2025  | 70,000     | 78,125       |
| New Jersey Economic Development Authority Rev., 5%, 2026  | 35,000     | 38,782       |
| New Jersey Economic Development Authority Rev., 5%, 2028  | 15,000     | 16,463       |
| New Jersey Economic Development Authority Rev., 5%, 2029  | 15,000     | 16,398       |
| New York, NY, City Transitional Finance Authority Rev., Future Tax Secured, A, 5%, 2026   | 1,780,000  | 1,812,770    |
| Virgin Islands Public Finance Authority Rev. (Diageo Project), A, 6.75%, 2037   | 160,000    | 185,259      |
|   |            | \$ 3,061,984 |
| <b>Tax Assessment - 2.8%</b>  |            |              |
| Atlanta, GA, Tax Allocation (Eastside Project), A, 5.625%, 2016   | \$ 185,000 | \$ 206,114   |
| Celebration Community Development District, FL, A, 6.4%, 2034   | 210,000    | 213,740      |
| Chicago, IL, Tax Increment Allocation (Pilsen Redevelopment), B, 6.75%, 2022  | 610,000    | 637,365      |
| Du Page County, IL, Special Service Area (Monarch Landing Project), 5.4%, 2016  | 129,000    | 132,231      |
| Heritage Harbour North Community Development District, FL, Capital Improvement Rev., 6.375%, 2038                               | 130,000    | 121,360      |

**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par   | Value (\$)   |
|---|--------------|--------------|
| <b>Municipal Bonds - continued</b>  |              |              |
| <b>Tax Assessment - continued</b>   |              |              |
| Huntington Beach, CA, Community Facilities District, Special Tax (Grand Coast Resort), 2000-1 , 6.45%, 2031     | \$ 300,000   | \$ 303,654   |
| Lincolnshire, IL, Special Service Area No. 1 (Sedgebrook Project), 6.25%, 2034                                  | 225,000      | 225,396      |
| Plano, IL, Special Service Area No. 4 (Lakewood Springs Project Unit 5-B), 6%, 2035                             | 717,000      | 692,787      |
| Seven Oaks, FL, Community Development District II Special Assessment Rev., A , 5.875%, 2035                     | 435,000      | 327,242      |
| Tolomato Community Development District, FL, Special Assessment, 6.65%, 2040 (d)(q)                             | 100,000      | 44,500       |
| West Villages Improvement District, FL, Special Assessment Rev. (Unit of Development No. 3), 5.5%, 2037 (a)(d)  | 470,000      | 202,100      |
| Westridge, FL, Community Development District, Capital Improvement Rev., 5.8%, 2037 (a)(d)                      | 480,000      | 182,400      |
|   |              | \$ 3,288,889 |
| <b>Tobacco - 5.1%</b>   |              |              |
| Buckeye, OH, Tobacco Settlement Financing Authority, A-2 , 5.125%, 2024   | \$ 1,780,000 | \$ 1,424,142 |
| Golden State, CA, Tobacco Securitization Corp., Tobacco Settlement Rev., A-1 , 5.75%, 2047                      | 425,000      | 339,001      |
| Illinois Railsplitter Tobacco Settlement Authority, 5.5%, 2023  | 150,000      | 172,716      |
| Illinois Railsplitter Tobacco Settlement Authority, 6%, 2028  | 1,145,000    | 1,328,669    |
| Louisiana Tobacco Settlement Authority Rev., 2001-B , 5.875%, 2039  | 300,000      | 307,074      |
| New Jersey Tobacco Settlement Financing Corp., 1-A , 5%, 2041   | 1,610,000    | 1,248,475    |
| Suffolk, NY, Tobacco Asset Securitization Corp., Tobacco Settlement, B , 5.25%, 2037                            | 65,000       | 67,508       |
| Tobacco Securitization Authority, Minnesota Tobacco Settlement Rev., B , 5.25%, 2031                            | 675,000      | 747,056      |
| Washington Tobacco Settlement Authority Rev., 6.625%, 2032  | 460,000      | 478,740      |
|   |              | \$ 6,113,381 |
| <b>Toll Roads - 4.0%</b>  |              |              |
| Mid-Bay Bridge Authority, FL, Springing Lien Rev., A , 7.25%, 2040  | \$ 175,000   | \$ 204,465   |
| North Texas Tollway Authority Rev., 6%, 2038  | 620,000      | 716,522      |
| North Texas Tollway Authority Rev. (Special Projects System), D , 5%, 2031                                      | 1,000,000    | 1,136,940    |
| San Joaquin Hills, CA, Transportation Corridor Agency, Toll Road Rev., Capital Appreciation, A , NATL, 0%, 2015 | 2,000,000    | 1,817,420    |
| Triborough Bridge & Tunnel Authority Rev., NY, A , 5%, 2025   | 235,000      | 284,512      |
| Virginia Small Business Financing Authority Rev. (Elizabeth River Crossings Opco LLC Project), 5.25%, 2032      | 105,000      | 108,990      |

**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par   | Value (\$)   |
|---|--------------|--------------|
| <b>Municipal Bonds - continued</b>  |              |              |
| <b>Toll Roads - continued</b>   |              |              |
| Virginia Small Business Financing Authority Rev. (Elizabeth River Crossings Opco LLC Project), 6%, 2037   | \$ 175,000   | \$ 192,050   |
| Virginia Small Business Financing Authority Rev. (Elizabeth River Crossings Opco LLC Project), 5.5%, 2042 | 275,000      | 287,315      |
|   |              | \$ 4,748,214 |
| <b>Transportation - Special Tax - 6.5%</b>  |              |              |
| Arizona Transportation Board Highway Rev., B, 5%, 2031  | \$ 1,000,000 | \$ 1,118,490 |
| Kentucky Turnpike Authority, Economic Development Rev., A, 5%, 2030                                       | 1,000,000    | 1,159,520    |
| North Carolina Turnpike Authority, Monroe Connector System State Appropriation Rev., 5%, 2036             | 2,000,000    | 2,236,360    |
| Regional Transportation Authority, IL, C, FGIC, 7.75%, 2020   | 1,000,000    | 1,241,060    |
| State of Connecticut, Special Tax Obligation Rev., A, 5%, 2028  | 405,000      | 479,536      |
| State of Connecticut, Special Tax Obligation Rev., A, 5%, 2029  | 405,000      | 476,948      |
| State of Connecticut, Special Tax Obligation Rev., A, 5%, 2030  | 385,000      | 450,951      |
| State of Hawaii, Highway Rev., A, 5%, 2030  | 305,000      | 359,873      |
| State of Hawaii, Highway Rev., A, 5%, 2031  | 120,000      | 140,820      |
| State of Hawaii, Highway Rev., A, 5%, 2032  | 80,000       | 93,081       |
|   |              | \$ 7,756,639 |
| <b>Universities - Colleges - 25.5%</b>  |              |              |
| California Educational Facilities Authority Rev. (California Lutheran University), 5.75%, 2038            | \$ 350,000   | \$ 372,628   |
| California Educational Facilities Authority Rev. (Chapman University), 5%, 2031                           | 135,000      | 146,723      |
| California Educational Facilities Authority Rev. (Claremont Graduate University), A, 5%, 2042             | 530,000      | 544,575      |
| California Educational Facilities Authority Rev. (University of San Francisco), 6.125%, 2036              | 75,000       | 89,486       |
| California Educational Facilities Authority Rev. (University of Southern California), A, 5.25%, 2038      | 535,000      | 609,445      |
| California Municipal Finance Authority Rev. (Biola University), 5.8%, 2028                                | 100,000      | 109,805      |
| California Municipal Finance Authority Rev. (University of La Verne), A, 6.25%, 2040                      | 70,000       | 77,748       |
| California State University Rev., A, 5%, 2037   | 805,000      | 886,120      |
| District of Columbia Rev. (Georgetown University), Capital Appreciation, BHAC, 0% to 2018, 5% to 2040     | 1,430,000    | 1,119,876    |
| Douglas County, NE, Educational Facilities Rev. (Creighton University), A, 5.875%, 2040                   | 645,000      | 738,235      |
| Grand Valley, MI, State University Rev., 5.5%, 2027   | 115,000      | 128,372      |
| Grand Valley, MI, State University Rev., 5.625%, 2029   | 55,000       | 61,070       |

**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par | Value (\$) |
|---|------------|------------|
| <b>Municipal Bonds - continued</b>  |            |            |
| <b>Universities - Colleges - continued</b>  |            |            |
| Harris County, TX, Cultural Education Facilities Rev. (Baylor College of Medicine), D , 5.625%, 2032  | \$ 490,000 | \$ 505,861 |
| Hempstead, NY, Local Development Corp. Rev. (Hofstra University Project), 5%, 2025                    | 130,000    | 146,010    |
| Hempstead, NY, Local Development Corp. Rev. (Hofstra University Project), 5%, 2026                    | 95,000     | 106,463    |
| Hempstead, NY, Local Development Corp. Rev. (Hofstra University Project), 5%, 2028                    | 20,000     | 22,150     |
| Illinois Finance Authority Rev. (Illinois Institute of Technology), A , 5%, 2031                      | 335,000    | 299,574    |
| Illinois Finance Authority Rev. (Illinois Institute of Technology), A , 5%, 2036                      | 335,000    | 285,641    |
| Illinois Finance Authority Rev. (Roosevelt University Project), 6.25%, 2029                           | 545,000    | 597,135    |
| Illinois Finance Authority Rev. (Roosevelt University Project), 6.5%, 2039                            | 125,000    | 136,849    |
| Illinois Finance Authority Rev. (University of Chicago), A , 5%, 2051                                 | 145,000    | 158,307    |
| Indiana University Rev., A , 5%, 2029   | 80,000     | 96,717     |
| Indiana University Rev., A , 5%, 2030   | 45,000     | 53,748     |
| Indiana University Rev., A , 5%, 2031   | 45,000     | 53,445     |
| Indiana University Rev., A , 5%, 2032   | 45,000     | 53,230     |
| Indiana University Rev., A , 5%, 2037   | 130,000    | 149,991    |
| Lubbock, TX, Educational Facilities Authority Rev. (Lubbock Christian University), 5.125%, 2027       | 285,000    | 292,627    |
| Marietta, GA, Development Facilities Authority Rev. (Life University), 7%, 2030                       | 100,000    | 104,942    |
| Marietta, GA, Development Facilities Authority Rev. (Life University), 7%, 2039                       | 100,000    | 104,429    |
| Massachusetts Development Finance Agency Rev. (Simmons College), SYNCORA, 5.25%, 2026                 | 125,000    | 141,610    |
| Massachusetts Health & Educational Facilities Authority Rev. (Simmons College), I , 8%, 2029          | 225,000    | 267,453    |
| Massachusetts Health & Educational Facilities Authority Rev. (Suffolk University), A , 6.25%, 2030    | 415,000    | 480,031    |
| Massachusetts Health & Educational Facilities Authority Rev. (Suffolk University), A , 5.75%, 2039    | 370,000    | 408,095    |
| Miami-Dade County, FL, Educational Facilities Authority Rev. (University of Miami), A , 5.75%, 2028   | 125,000    | 137,036    |
| New Jersey Educational Facilities Authority Rev. (University of Medicine & Dentistry), B , 7.5%, 2032 | 460,000    | 561,080    |
| New York Dormitory Authority Rev. (Columbia University), 5%, 2038 (u)                                 | 15,000,000 | 16,830,750 |

**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer   | Shares/Par | Value (\$)    |
|--|------------|---------------|
| <b>Municipal Bonds - continued</b>   |            |               |
| <b>Universities - Colleges - continued</b>   |            |               |
| Pennsylvania Higher Educational Facilities Authority Rev. (Lasalle University), A, 5.25%, 2027                         | \$ 45,000  | \$ 48,777     |
| San Leanna, TX, Educational Facilities Corp., Higher Education Rev. (St. Edwards University), 5.125%, 2036             | 115,000    | 116,793       |
| Texas Tech University Rev., Refunding & Improvement, A, 5%, 2030   | 175,000    | 202,477       |
| Texas Tech University Rev., Refunding & Improvement, A, 5%, 2031   | 75,000     | 86,386        |
| Texas Tech University Rev., Refunding & Improvement, A, 5%, 2032   | 75,000     | 86,127        |
| Texas Tech University Rev., Refunding & Improvement, A, 5%, 2037   | 135,000    | 152,724       |
| Tulsa, OK, Industrial Authority Rev. (University of Tulsa), 6%, 2027   | 535,000    | 624,843       |
| University of Minnesota, A, ETM, 5.75%, 2014 (c)   | 500,000    | 551,415       |
| University of Southern Indiana Rev. (Student Fee), J, ASSD GTY, 5.75%, 2028  | 210,000    | 244,997       |
| University of Southern Mississippi Educational Building Corp. Rev. (Campus Facilities Project), 5.25%, 2032            | 190,000    | 215,770       |
| University of Southern Mississippi Educational Building Corp. Rev. (Campus Facilities Project), 5.375%, 2036           | 65,000     | 73,663        |
| Waco Education Finance Corp. Rev. (Baylor University), 5%, 2043  | 675,000    | 759,098       |
| Washington Higher Education Facilities Authority Rev. (Whitworth University), 5.875%, 2034                             | 225,000    | 247,340       |
|  |            | \$ 30,287,667 |
| <b>Universities - Dormitories - 1.6%</b>   |            |               |
| Bowling Green, OH, Student Housing Rev. (State University Project), 6%, 2045   | \$ 285,000 | \$ 301,658    |
| California Statewide Communities Development Authority Rev. (Lancer Educational Student Housing Project), 5.625%, 2033 | 500,000    | 509,675       |
| California Statewide Communities Development Authority Rev. (Student Housing, SUCI East Campus), 6%, 2040              | 220,000    | 237,752       |
| Illinois Finance Authority Student Housing Rev. (Northern Illinois University Project), 6.625%, 2031                   | 390,000    | 442,014       |
| Pennsylvania Higher Educational Facilities Authority Rev. (East Stroudsburg University), 5%, 2042                      | 200,000    | 204,254       |
| Pennsylvania Higher Educational Facilities Authority Rev. (Edinboro University Foundation), 5.8%, 2030                 | 65,000     | 72,056        |
| Pennsylvania Higher Educational Facilities Authority Rev. (Edinboro University Foundation), 6%, 2043                   | 85,000     | 93,789        |
|  |            | \$ 1,861,198  |
| <b>Universities - Secondary Schools - 1.1%</b>   |            |               |
| Clifton, TX, Higher Education Finance Corp. Rev. (Uplift Education), A, 6.125%, 2040                                   | \$ 100,000 | \$ 111,137    |
| Clifton, TX, Higher Education Finance Corp. Rev. (Uplift Education), A, 6.25%, 2045                                    | 70,000     | 78,041        |



**Table of Contents***Portfolio of Investments (unaudited) continued*

| Issuer   | Shares/Par | Value (\$)   |
|--|------------|--------------|
| <b>Municipal Bonds - continued</b>   |            |              |
| <b>Universities - Secondary Schools - continued</b>  |            |              |
| Colorado Educational & Cultural Facilities Authority Rev. (Academy of Charter Schools Project), 5.625%, 2040   | \$ 230,000 | \$ 238,689   |
| La Vernia, TX, Higher Education Finance Corp. Rev. (KIPP, Inc.), A, 6.25%, 2039  | 150,000    | 169,808      |
| La Vernia, TX, Higher Education Finance Corp. Rev. (Lifeschool of Dallas), A, 7.5%, 2041   | 385,000    | 450,893      |
| North Texas Education Finance Corp., Education Rev. (Uplift Education), A, 4.875%, 2032  | 60,000     | 61,600       |
| North Texas Education Finance Corp., Education Rev. (Uplift Education), A, 5.125%, 2042  | 150,000    | 155,156      |
|  |            | \$ 1,265,324 |
| <b>Utilities - Cogeneration - 0.5%</b>   |            |              |
| Pennsylvania Economic Development Financing Authority Rev., Resource Recovery Rev. (Colver), G, 5.125%, 2015   | \$ 225,000 | \$ 230,002   |
| Puerto Rico Industrial, Tourist, Educational, Medical & Environmental Central Facilities (Cogeneration Facilities - AES Puerto Rico Project), 6.625%, 2026 | 320,000    | 320,106      |
|  |            | \$ 550,108   |
| <b>Utilities - Investor Owned - 7.6%</b>   |            |              |
| Brazos River Authority, TX, Pollution Control Rev. (TXU Electric Co. LLC), C, 6.75%, 2038  | \$ 270,000 | \$ 35,003    |
| Chula Vista, CA, Industrial Development Rev. (San Diego Gas), 5.875%, 2034   | 195,000    | 228,099      |
| Clark County, NV, Industrial Development Rev. (Southwest Gas Corp. Project), E, 5.8%, 2038 (b)   | 250,000    | 258,015      |
| Farmington, NM, Pollution Control Rev. (Public Service New Mexico), D, 5.9%, 2040  | 400,000    | 434,992      |
| Hawaii Department of Budget & Finance Special Purpose Rev. (Hawaiian Electric Co. & Subsidiary), 6.5%, 2039  | 410,000    | 471,767      |
| Massachusetts Development Finance Agency, Solid Waste Disposal Rev. (Dominion Energy Brayton), 5.75%, 2042 (b)   | 70,000     | 83,903       |
| Matagorda County, TX, Navigation District 1 (Houston Lighting), AMBAC, 5.125%, 2028  | 2,000,000  | 2,220,180    |
| Mississippi Business Finance Corp., Pollution Control Rev. (Systems Energy Resources Project), 5.875%, 2022  | 1,000,000  | 1,001,960    |
| New Hampshire Business Finance Authority, Pollution Control Rev. (Public Service of New Hampshire), B, NATL, 4.75%, 2021                                   | 250,000    | 262,423      |
| Pennsylvania Economic Development Financing Authority (Allegheny Energy Supply Co. LLC), 7%, 2039  | 495,000    | 567,943      |
| Petersburg, IN, Pollution Control Rev. (Indianapolis Power & Light), NATL, 5.4%, 2017  | 2,500,000  | 2,902,375    |

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*Portfolio of Investments (unaudited) continued*

| Issuer  | Shares/Par | Value (\$)   |
|---|------------|--------------|
| <b>Municipal Bonds - continued</b>  |            |              |
| <b>Utilities - Investor Owned - continued</b>   |            |              |
| Pima County, AZ, Industrial Development Authority Rev. (Tucson Electric Power Co.), 5.75%, 2029 | \$ 485,000 | \$ 514,760   |
|   |            | \$ 8,981,420 |
| <b>Utilities - Municipal Owned - 3.3%</b>   |            |              |
| Long Island, NY, Power Authority, A, 5%, 2038   | \$ 670,000 | \$ 735,546   |
| Metropolitan Government of Nashville & Davidson County, TN, Electrical Rev., A, 5%, 2036        | 1,000,000  | 1,150,780    |
| New York Power Authority Rev., A, 5%, 2038  | 1,000,000  | 1,141,320    |
| Puerto Rico Electric Power Authority, Power Rev., A, 5%, 2042                                   | 330,000    | 334,158      |
| Sacramento, CA, Municipal Utility District, X, 5%, 2028   | 335,000    | 386,727      |
| Salt River, AZ, Project Agricultural Improvement & Power District Electric, A, 5%, 2032         | 190,000    | 214,079      |
|   |            | \$ 3,962,610 |
| <b>Utilities - Other - 3.7%</b>   |            |              |
| Georgia Main Street Natural Gas, Inc., Gas Project Rev., A, 5.5%, 2026                          | \$ 120,000 | \$ 134,963   |
| Georgia Main Street Natural Gas, Inc., Gas Project Rev., A, 5.5%, 2028                          | 250,000    | 282,330      |
| Indiana Bond Bank Special Program, Gas Rev., A, 5.25%, 2018                                     | 190,000    | 220,062      |
| Public Authority for Colorado Energy Natural Gas Purchase Rev., 6.5%, 2038                      | 425,000    | 534,812      |
| Salt Verde Financial Corp., AZ, Senior Gas Rev., 5%, 2032                                       | 795,000    | 819,788      |
| Salt Verde Financial Corp., AZ, Senior Gas Rev., 5%, 2037                                       | 790,000    | 802,577      |
| Tennessee Energy Acquisition Corp., Gas Rev., A, 5.25%, 2017                                    | 180,000    | 201,155      |
| Tennessee Energy Acquisition Corp., Gas Rev., A, 5.25%, 2022                                    | 205,000    | 225,439      |
| Tennessee Energy Acquisition Corp., Gas Rev., A, 5.25%, 2023                                    | 300,000    | 330,801      |
| Tennessee Energy Acquisition Corp., Gas Rev., A, 5.25%, 2026                                    | 610,000    | 671,189      |
| Tennessee Energy Acquisition Corp., Gas Rev., C, 5%, 2025                                       | 185,000    | 195,858      |
|   |            | \$ 4,418,974 |
| <b>Water &amp; Sewer Utility Revenue - 10.0%</b>  |            |              |
| Atlanta, GA, Water & Wastewater Rev., A, 6%, 2022   | \$ 290,000 | \$ 357,121   |
| California Department of Water Resources, Center Valley Project Rev., AJ, 5%, 2035              | 1,000,000  | 1,178,560    |
| Commonwealth of Puerto Rico Aqueduct & Sewer Authority Rev., A, 5.75%, 2037                     | 430,000    | 451,092      |
| Commonwealth of Puerto Rico Aqueduct & Sewer Authority Rev., A, 6%, 2038                        | 505,000    | 539,587      |
| DeKalb County, GA, Water & Sewer Rev., A, 5.25%, 2028   | 125,000    | 147,608      |
| DeKalb County, GA, Water & Sewer Rev., A, 5.25%, 2029   | 120,000    | 140,532      |
| DeKalb County, GA, Water & Sewer Rev., A, 5.25%, 2030   | 75,000     | 87,173       |

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*Portfolio of Investments (unaudited) continued*

| Issuer   | Shares/Par | Value (\$)            |
|--|------------|-----------------------|
| <b>Municipal Bonds - continued</b>   |            |                       |
| Water & Sewer Utility Revenue - continued  |            |                       |
| DeKalb County, GA, Water & Sewer Rev., A, 5.25%, 2031  | \$ 15,000  | \$ 17,304             |
| DeKalb County, GA, Water & Sewer Rev., A, 5.25%, 2041  | 340,000    | 377,533               |
| East Bay, CA, Municipal Utility District, Water System Rev., A, 5%, 2028                     | 1,500,000  | 1,806,165             |
| Fulton County, GA, Water & Sewer Rev., 5%, 2026  | 320,000    | 378,669               |
| Fulton County, GA, Water & Sewer Rev., 5%, 2027  | 215,000    | 252,971               |
| Houston, TX, Utility System Rev., D, 5%, 2036  | 355,000    | 403,007               |
| Indiana Finance Authority Rev. (State Revolving Fund Program), A, 5%, 2029                   | 1,000,000  | 1,200,900             |
| Massachusetts Water Resources Authority, B, AGM, 5.25%, 2029                                 | 600,000    | 781,872               |
| Metropolitan Water District of Salt Lake & Sandy (Water Rev. Project), A, 5%, 2037           | 215,000    | 247,493               |
| New York Environmental Facilities Corp., Municipal Water Finance Authority Project, 5%, 2025 | 200,000    | 240,004               |
| New York Environmental Facilities, C, 5%, 2041   | 255,000    | 288,757               |
| New York, NY, Municipal Water Finance Authority, Water & Sewer System Rev., AA, 5%, 2034     | 1,610,000  | 1,842,452             |
| Philadelphia, PA, Water & Wastewater Rev., A, 5%, 2036                                       | 1,000,000  | 1,087,070             |
|  |            | \$ 11,825,870         |
| <b>Total Municipal Bonds (Identified Cost, \$158,251,045)</b>                                |            | <b>\$ 171,441,145</b> |
| <b>Floating Rate Demand Notes - 0.7%</b>   |            |                       |
| Lincoln County, WY, Pollution Control Rev. (Exxon Mobil Corp.), 0.15%, due 6/01/12           | \$ 400,000 | \$ 400,000            |
| Lincoln County, WY, Pollution Control Rev. (Exxon Mobil Corp.), B, 0.15%, due 6/01/12        | 400,000    | 400,000               |
| <b>Total Floating Rate Demand Notes, at Cost and Value</b>                                   |            | <b>\$ 800,000</b>     |
| <b>Money Market Funds - 0.1%</b>   |            |                       |
| MFS Institutional Money Market Portfolio, 0.13%, at Cost and Net Asset Value (v)             | 102,322    | \$ 102,322            |
| <b>Total Investments (Identified Cost, \$159,153,367)</b>                                    |            | <b>\$ 172,343,467</b> |
| <b>Other Assets, Less Liabilities - (4.1)%</b>   |            | <b>(4,870,605)</b>    |
| <b>Preferred shares (Issued by the Fund) - (41.1)%</b>                                       |            | <b>(48,750,000)</b>   |
| <b>Net assets applicable to common shares - 100.0%</b>                                       |            | <b>\$ 118,722,862</b> |

- (a) Non-income producing security.
- (b) Mandatory tender date is earlier than stated maturity date.
- (c) Refunded bond.
- (d) In default. Interest and/or scheduled principal payment(s) have been missed.
- (f) All or a portion of the security has been segregated as collateral for open futures contracts.

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*Portfolio of Investments (unaudited) continued*

- (n) Securities exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be sold in the ordinary course of business in transactions exempt from registration, normally to qualified institutional buyers. At period end, the aggregate value of these securities was \$1,137,400 representing 1.0% of net assets applicable to common shares.
- (q) Interest received was less than stated coupon rate.
- (u) Underlying security deposited into special purpose trust ( the trust ) by investment banker upon creation of self-deposited inverse floaters.
- (v) Underlying affiliated fund that is available only to investment companies managed by MFS. The rate quoted for the MFS Institutional Money Market Portfolio is the annualized seven-day yield of the fund at period end.
- (z) Restricted securities are not registered under the Securities Act of 1933 and are subject to legal restrictions on resale. These securities generally may be resold in transactions exempt from registration or to the public if the securities are subsequently registered. Disposal of these securities may involve time-consuming negotiations and prompt sale at an acceptable price may be difficult. The fund holds the following restricted securities:

| <b>Restricted Securities</b>   | <b>Acquisition<br/>Date</b> | <b>Cost</b> | <b>Value</b>     |
|--|-----------------------------|-------------|------------------|
| MuniMae TE Bond Subsidiary LLC, 5.5%, 2049                           | 11/02/05                    | \$1,000,000 | \$675,030        |
| Resolution Trust Corp., Pass-Through Certificates, 1993 , 8.5%, 2016 | 8/27/93                     | 229,460     | 221,446          |
| <b>Total Restricted Securities</b>                                   |                             |             | <b>\$896,476</b> |
| % of Net assets applicable to common shares                          |                             |             | 0.8%             |

The following abbreviations are used in this report and are defined:

- COP Certificate of Participation
- ETM Escrowed to Maturity
- LOC Letter of Credit

**Insurers**

|          |   |
|----------|---|
| AGM      | Assured Guaranty Municipal              |
| AMBAC    | AMBAC Indemnity Corp.                   |
| ASSD GTY | Assured Guaranty Insurance Co.          |
| BHAC     | Berkshire Hathaway Assurance Corp.      |
| CALHF    | California Housing Finance Agency       |
| FGIC     | Financial Guaranty Insurance Co.        |
| FHA      | Federal Housing Administration          |
| FHLMC    | Federal Home Loan Mortgage Corp.        |
| GNMA     | Government National Mortgage Assn.      |
| NATL     | National Public Finance Guarantee Corp. |
| SYNCORA  | Syncora Guarantee Inc.                  |

**Table of Contents***Portfolio of Investments (unaudited) continued***Derivative Contracts at 5/31/12****Futures Contracts Outstanding at 5/31/12**

| Description                      | Currency | Contracts | Value        | Expiration Date  | Unrealized<br>Appreciation<br>(Depreciation) |
|----------------------------------|----------|-----------|--------------|------------------|--|
| <b>Liability Derivatives</b>     |          |           |              |                  |  |
| <i>Interest Rate Futures</i>     |          |           |              |                  |  |
| U.S. Treasury Note 10 yr (Short) | USD      | 90        | \$12,054,375 | September - 2012 | \$(83,284)                                   |
| U.S. Treasury Bond 30 yr (Short) | USD      | 31        | 4,641,281    | September - 2012 | (72,765)                                     |
|                                  |          |           |              |                  | \$(156,049)                                  |

At May 31, 2012, the fund had liquid securities with an aggregate value of \$238,740 to cover any commitments for certain derivative contracts.

**See Notes to Financial Statements**

**Table of Contents***Financial Statements***STATEMENT OF ASSETS AND LIABILITIES**

At 5/31/12 (unaudited)

This statement represents your fund's balance sheet, which details the assets and liabilities comprising the total value of the fund.

|   |               |
|---|---------------|
| <b>Assets</b>   |               |
| Investments-  |               |
| Non-affiliated issuers, at value (identified cost, \$159,051,045)   | \$172,241,145 |
| Underlying affiliated funds, at cost and value  | 102,322       |
| Total investments, at value (identified cost, \$159,153,367)  | \$172,343,467 |
| Cash  | 25            |
| Receivables for   |               |
| Investments sold  | 55,533        |
| Interest  | 2,765,383     |
| Other assets  | 16,738        |
| Total assets  | \$175,181,146 |
| <b>Liabilities</b>  |               |
| Payables for  |               |
| Distributions on preferred shares   | \$1,279       |
| Daily variation margin on open futures contracts  | 40,469        |
| Payable to the holder of the floating rate certificate from trust assets  | 7,538,475     |
| Payable for interest expense and fees   | 20,288        |
| Payable to affiliates   |               |
| Investment adviser  | 5,945         |
| Transfer agent and dividend disbursing costs  | 661           |
| Payable for independent Trustees' compensation  | 2,006         |
| Accrued expenses and other liabilities  | 99,161        |
| Total liabilities   | \$7,708,284   |
| <b>Preferred shares</b>   |               |
| Auction preferred shares (1,950 shares issued and outstanding at \$25,000 per share) at liquidation value             | \$48,750,000  |
| Net assets applicable to common shares  | \$118,722,862 |
| <b>Net assets consist of</b>  |               |
| Paid-in capital - common shares   | \$126,219,077 |
| Unrealized appreciation (depreciation) on investments   | 13,034,051    |
| Accumulated net realized gain (loss) on investments   | (21,125,306)  |
| Undistributed net investment income   | 595,040       |
| Net assets applicable to common shares  | \$118,722,862 |
| Preferred shares, at liquidation value (1,950 shares issued and outstanding at \$25,000 per share)                    | 48,750,000    |
| Net assets including preferred shares   | \$167,472,862 |
| Common shares of beneficial interest outstanding  | 11,566,856    |
| Net asset value per common share (net assets of \$118,722,862 / 11,566,856 shares of beneficial interest outstanding) | \$10.26       |
| <b>See Notes to Financial Statements</b>  |               |

**Table of Contents***Financial Statements***STATEMENT OF OPERATIONS**

Six months ended 5/31/12 (unaudited)

This statement describes how much your fund earned in investment income and accrued in expenses. It also describes any gains and/or losses generated by fund operations.

|   |              |
|---|--------------|
| <b>Net investment income</b>                              |              |
| Income  |              |
| Interest  | \$4,414,450  |
| Dividends from underlying affiliated funds                | 543          |
| Total investment income                                   | \$4,414,993  |
| Expenses  |              |
| Management fee  | \$534,456    |
| Transfer agent and dividend disbursing costs              | 11,916       |
| Administrative services fee                               | 17,437       |
| Independent Trustees' compensation                        | 9,762        |
| Stock exchange fee  | 11,879       |
| Preferred shares service fee                              | 25,830       |
| Custodian fee   | 8,115        |
| Shareholder communications                                | 13,886       |
| Audit and tax fees  | 38,231       |
| Legal fees  | 1,664        |
| Interest expense and fees                                 | 22,226       |
| Miscellaneous   | 19,543       |
| Total expenses  | \$714,945    |
| Fees paid indirectly                                      | (15)         |
| Reduction of expenses by investment adviser               | (16,692)     |
| Net expenses  | \$698,238    |
| Net investment income                                     | \$3,716,755  |
| <b>Realized and unrealized gain (loss) on investments</b> |              |
| Realized gain (loss) (identified cost basis)              |              |
| Investments   | \$867,291    |
| Futures contracts   | (592,150)    |
| Net realized gain (loss) on investments                   | \$275,141    |
| Change in unrealized appreciation (depreciation)          |              |
| Investments   | \$9,109,863  |
| Futures contracts   | (256,375)    |
| Net unrealized gain (loss) on investments                 | \$8,853,488  |
| Net realized and unrealized gain (loss) on investments    | \$9,128,629  |
| Distributions declared to preferred shareholders          | \$(60,185)   |
| Change in net assets from operations                      | \$12,785,199 |

**See Notes to Financial Statements**

**Table of Contents***Financial Statements***STATEMENTS OF CHANGES IN NET ASSETS**

These statements describe the increases and/or decreases in net assets resulting from operations, any distributions, and any shareholder transactions.

|   | <b>Six months ended<br/>5/31/12<br/>(unaudited)</b> | <b>Year ended<br/>11/30/11</b> |
|---|---|--------------------------------|
| <b>Change in net assets</b>   |   |                                |
| <b>From operations</b>  |   |                                |
| Net investment income   | \$3,716,755   | \$7,681,732                    |
| Net realized gain (loss) on investments   | 275,141   | (371,530)                      |
| Net unrealized gain (loss) on investments   | 8,853,488   | 1,281,925                      |
| Distributions declared to preferred shareholders  | (60,185)  | (152,412)                      |
| Change in net assets from operations  | \$12,785,199  | \$8,439,715                    |
| <b>Distributions declared to common shareholders</b>  |   |                                |
| From net investment income  | \$(3,754,701)                                       | \$(7,543,501)                  |
| Net asset value of shares issued to common shareholders in reinvestment of distributions                  | \$247,761   | \$93,888                       |
| Total change in net assets  | \$9,278,259   | \$990,102                      |
| <b>Net assets applicable to common shares</b>   |   |                                |
| At beginning of period  | 109,444,603   | 108,454,501                    |
| At end of period (including undistributed net investment income of \$595,040 and \$693,171, respectively) | \$118,722,862                                       | \$109,444,603                  |
| <b>See Notes to Financial Statements</b>  |   |                                |



**Table of Contents***Financial Statements***FINANCIAL HIGHLIGHTS**

The financial highlights table is intended to help you understand the fund's financial performance for the semiannual period and the past 5 fiscal years. Certain information reflects financial results for a single fund share. The total returns in the table represent the rate by which an investor would have earned (or lost) on an investment in the fund share class (assuming reinvestment of all distributions) held for the entire period.

|  | Six months<br>ended<br>5/31/12 | 2011      | 2010      | Years ended 11/30<br>2009 | 2008     | 2007      |
|--|--------------------------------|-----------|-----------|---------------------------|----------|-----------|
|  | (unaudited)                    |           |           |                           |          |           |
| <b>Common Shares</b>   |                                |           |           |                           |          |           |
| Net asset value, beginning of period   | \$9.48                         | \$9.40    | \$9.35    | \$7.91                    | \$10.56  | \$11.53   |
| <b>Income (loss) from investment operations</b>  |                                |           |           |                           |          |           |
| Net investment income (d)  | \$0.32                         | \$0.67    | \$0.68    | \$0.69                    | \$0.67   | \$0.79(z) |
| Net realized and unrealized gain (loss) on investments                                       | 0.80                           | 0.07      | 0.04      | 1.38                      | (2.59)   | (1.02)(z) |
| Distributions declared to preferred shareholders   | (0.01)                         | (0.01)    | (0.02)    | (0.03)                    | (0.18)   | (0.19)    |
| Total from investment operations   | \$1.11                         | \$0.73    | \$0.70    | \$2.04                    | \$(2.10) | \$(0.42)  |
| <b>Less distributions declared to common shareholders</b>                                    |                                |           |           |                           |          |           |
| From net investment income   | \$(0.33)                       | \$(0.65)  | \$(0.65)  | \$(0.60)                  | \$(0.55) | \$(0.55)  |
| Net asset value, end of period (x)   | \$10.26                        | \$9.48    | \$9.40    | \$9.35                    | \$7.91   | \$10.56   |
| Market value, end of period  | \$10.59                        | \$9.43    | \$9.21    | \$9.08                    | \$6.35   | \$9.56    |
| Total return at market value (%) (p)   | 15.97(n)                       | 9.99      | 8.54      | 53.99                     | (29.32)  | (6.12)    |
| Total return at net asset value (%) (j)(r)(s)(x)   | 11.76(n)                       | 8.34      | 7.58      | 27.29                     | (20.30)  | (3.50)    |
| <b>Ratios (%) (to average net assets applicable to common shares) and Supplemental data:</b> |                                |           |           |                           |          |           |
| Expenses before expense reductions (f)(p)  | 1.23(a)                        | 1.33      | 1.32      | 1.44                      | 1.56     | 1.35      |
| Expenses after expense reductions (f)(p)   | 1.21(a)                        | 1.30      | 1.29      | 1.40                      | 1.47     | 1.32      |
| Net investment income (p)  | 6.42(a)                        | 7.21      | 7.05      | 7.94                      | 6.82     | 7.10(z)   |
| Portfolio turnover   | 8                              | 30        | 7         | 14                        | 34       | 24        |
| Net assets at end of period (000 omitted)  | \$118,723                      | \$109,445 | \$108,455 | \$107,666                 | \$90,991 | \$121,593 |

**Table of Contents***Financial Highlights continued*

|   | Six months<br>ended<br>5/31/12 | 2011     | 2010     | Years ended 11/30 |          | 2007     |
|---|--------------------------------|----------|----------|-------------------|----------|----------|
|   |                                |          |          | 2009              | 2008     |          |
| (unaudited)   |                                |          |          |                   |          |          |
| <b>Supplemental Ratios (%):</b>   |                                |          |          |                   |          |          |
| Ratio of expenses to average net assets applicable to common shares after expense reductions and excluding interest expense and fees (f)(l)(p)                      | 1.17(a)                        | 1.25     | 1.24     | 1.33              | 1.34     | 1.29     |
| Ratio of expenses to average net assets applicable to common shares and preferred shares after expense reductions and excluding interest expense and fees (f)(l)(p) | 0.82(a)                        | 0.86     | 0.86     | 0.89              | 0.89     | 0.88     |
| Net investment income available to common shares  | 6.32(a)                        | 7.06     | 6.87     | 7.59              | 5.01     | 5.37     |
| <b>Senior Securities:</b>   |                                |          |          |                   |          |          |
| Total preferred shares outstanding  | 1,950                          | 1,950    | 1,950    | 1,950             | 1,950    | 2,400    |
| Asset coverage per preferred share (k)  | \$85,884                       | \$81,125 | \$80,618 | \$80,213          | \$71,662 | \$75,664 |
| Involuntary liquidation preference per preferred share (m)  | \$25,000                       | \$25,000 | \$25,000 | \$25,000          | \$25,000 | \$25,000 |
| Average market value per preferred share (m)(u)   | \$25,000                       | \$25,000 | \$25,000 | \$25,000          | \$25,000 | \$25,000 |

(a) Annualized.

(d) Per share data is based on average shares outstanding.

(f) Ratios do not reflect reductions from fees paid indirectly, if applicable.

(j) Total return at net asset value is calculated using the net asset value of the fund, not the publicly traded price and therefore may be different than the total return at market value.

(k) Calculated by subtracting the fund's total liabilities (not including preferred shares) from the fund's total assets and dividing this number by the number of preferred shares outstanding.

(l) Interest expense and fees relate to payments made to the holder of the floating rate certificate from trust assets.

(m) Amount excludes accrued unpaid distributions to auction preferred shareholders.

(n) Not annualized.

(p) Ratio excludes dividend payment on auction preferred shares.

(r) Certain expenses have been reduced without which performance would have been lower.

(s) From time to time the fund may receive proceeds from litigation settlements, without which performance would be lower.

(u) Average market value represents the approximate fair value of the fund's liability.

(x) The net asset values per share and total returns have been calculated on net assets which include adjustments made in accordance with U.S. generally accepted accounting principles required at period end for financial reporting purposes.

(z) The fund applied a change in estimate for amortization of premium on certain debt securities in the year ended November 30, 2007 that resulted in an increase of \$0.04 per share to net investment income, a decrease of \$0.04 per share to net realized and unrealized gain (loss) on investments, and an increase of 0.35% to the net investment income ratio. The change in estimate had no impact on net assets, net asset value per share or total return.

**See Notes to Financial Statements**

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## NOTES TO FINANCIAL STATEMENTS

(unaudited)

### **(1) Business and Organization**

MFS Investment Grade Municipal Trust (the fund) is organized as a Massachusetts business trust and is registered under the Investment Company Act of 1940, as amended, as a closed-end management investment company.

### **(2) Significant Accounting Policies**

**General** The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. In the preparation of these financial statements, management has evaluated subsequent events occurring after the date of the fund's Statement of Assets and Liabilities through the date that the financial statements were issued. The fund invests primarily in municipal instruments. The value of municipal instruments can be affected by changes in their actual or perceived credit quality. The credit quality of municipal instruments can be affected by, among other things, the financial condition of the issuer or guarantor, the issuer's future borrowing plans and sources of revenue, the economic feasibility of the revenue bond project or general borrowing purpose, political or economic developments in the region where the instrument is issued and the liquidity of the security. Municipal instruments generally trade in the over-the-counter market. Municipal instruments backed by current and anticipated revenues from a specific project or specific assets can be negatively affected by the discontinuance of the taxation supporting the projects or assets or the inability to collect revenues for the project or from the assets. If the Internal Revenue Service determines an issuer of a municipal instrument has not complied with the applicable tax requirements, the security could decline in value, interest from the security could become taxable and the funds may be required to issue Forms 1099-DIV.

In December 2011, the Financial Accounting Standards Board issued Accounting Standards Update 2011-11, Balance Sheet (Topic 210) Disclosures about Offsetting Assets and Liabilities (ASU 2011-11). Effective for annual reporting periods beginning on or after January 1, 2013 and interim periods within those annual periods, ASU 2011-11 is intended to enhance disclosure requirements on the offsetting of financial assets and liabilities. Although still evaluating the potential impacts of ASU 2011-11 to the fund, management expects that the impact of the fund's adoption will be limited to additional financial statement disclosures.

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*Notes to Financial Statements (unaudited) continued*

**Investment Valuations** Debt instruments and floating rate loans (other than short-term instruments), including restricted debt instruments, are generally valued at an evaluated or composite bid as provided by a third-party pricing service. Short-term instruments with a maturity at issuance of 60 days or less generally are valued at amortized cost, which approximates market value. Futures contracts are generally valued at last posted settlement price as provided by a third-party pricing service on the market on which they are primarily traded. Futures contracts for which there were no trades that day for a particular position are generally valued at the closing bid quotation as provided by a third-party pricing service on the market on which such futures contracts are primarily traded. Open-end investment companies are generally valued at net asset value per share. Securities and other assets generally valued on the basis of information from a third-party pricing service may also be valued at a broker/dealer bid quotation. Values obtained from third-party pricing services can utilize both transaction data and market information such as yield, quality, coupon rate, maturity, type of issue, trading characteristics, and other market data.

The Board of Trustees has delegated primary responsibility for determining or causing to be determined the value of the fund's investments (including any fair valuation) to the adviser pursuant to valuation policies and procedures approved by the Board. If the adviser determines that reliable market quotations are not readily available, investments are valued at fair value as determined in good faith by the adviser in accordance with such procedures under the oversight of the Board of Trustees. Under the fund's valuation policies and procedures, market quotations are not considered to be readily available for most types of debt instruments and floating rate loans and many types of derivatives. These investments are generally valued at fair value based on information from third-party pricing services. In addition, investments may be valued at fair value if the adviser determines that an investment's value has been materially affected by events occurring after the close of the exchange or market on which the investment is principally traded (such as foreign exchange or market) and prior to the determination of the fund's net asset value, or after the halting of trading of a specific security where trading does not resume prior to the close of the exchange or market on which the security is principally traded. The adviser generally relies on third-party pricing services or other information (such as the correlation with price movements of similar securities in the same or other markets; the type, cost and investment characteristics of the security; the business and financial condition of the issuer; and trading and other market data) to assist in determining whether to fair value and at what value to fair value an investment. The value of an investment for purposes of calculating the fund's net asset value can differ depending on the source and method used to determine value. When fair valuation is used, the value of an investment used to determine the fund's net asset value may differ from quoted or published prices for the same

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*Notes to Financial Statements (unaudited) continued*

investment. There can be no assurance that the fund could obtain the fair value assigned to an investment if it were to sell the investment at the same time at which the fund determines its net asset value per share.

Various inputs are used in determining the value of the fund's assets or liabilities. These inputs are categorized into three broad levels. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The fund's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the investment. Level 1 includes unadjusted quoted prices in active markets for identical assets or liabilities. Level 2 includes other significant observable market-based inputs (including quoted prices for similar securities, interest rates, prepayment speed, and credit risk). Level 3 includes unobservable inputs, which may include the adviser's own assumptions in determining the fair value of investments. Other financial instruments are derivative instruments not reflected in total investments, such as futures contracts. The following is a summary of the levels used as of May 31, 2012 in valuing the fund's assets or liabilities:

| <b>Investments at Value</b> | <b>Level 1</b> | <b>Level 2</b> | <b>Level 3</b> | <b>Total</b>  |
|-----------------------------|----------------|----------------|----------------|---------------|
| Municipal Bonds             | \$             | \$171,441,145  | \$             | \$171,441,145 |
| Short Term Securities       |                | 800,000        |                | 800,000       |
| Mutual Funds                | 102,322        |                |                | 102,322       |
| Total Investments           | \$102,322      | \$172,241,145  | \$             | \$172,343,467 |

**Other Financial Instruments**

|                   |             |    |    |             |
|-------------------|-------------|----|----|-------------|
| Futures Contracts | \$(156,049) | \$ | \$ | \$(156,049) |
|-------------------|-------------|----|----|-------------|

For further information regarding security characteristics, see the Portfolio of Investments.

The following is a reconciliation of level 3 assets for which significant unobservable inputs were used to determine fair value. The fund's policy is to recognize transfers between the levels as of the end of the period. The table presents the activity of level 3 securities held at the beginning and the end of the period.

|  | <b>Municipal Bonds</b> |
|--|------------------------|
| Balance as of 11/30/11                           | \$31,763               |
| Accrued discounts/premiums                       | 2                      |
| Realized gain (loss)                             | (40,278)               |
| Change in unrealized appreciation (depreciation) | 38,078                 |
| Liquidation proceeds                             | (29,565)               |
| Balance as of 5/31/12                            | \$                     |

The net change in unrealized appreciation (depreciation) from investments still held as level 3 at May 31, 2012 is \$0.

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*Notes to Financial Statements (unaudited) continued*

**Derivatives** The fund uses derivatives for different purposes, primarily to increase or decrease exposure to a particular market or segment of the market, or security, to increase or decrease interest rate exposure, or as alternatives to direct investments. Derivatives are used for hedging or non-hedging purposes. While hedging can reduce or eliminate losses, it can also reduce or eliminate gains. When the fund uses derivatives as an investment to increase market exposure, or for hedging purposes, gains and losses from derivative instruments may be substantially greater than the derivative's original cost.

The derivative instruments used by the fund were futures contracts. The fund's period end derivatives, as presented in the Portfolio of Investments and the associated Derivative Contract Tables, generally are indicative of the volume of its derivative activity during the period.

The following table presents, by major type of derivative contract, the fair value, on a gross basis, of the asset and liability components of derivatives held by the fund at May 31, 2012 as reported in the Statement of Assets and Liabilities:

| Risk          | Derivative Contracts  | Fair Value (a)                       |
|---------------|-----------------------|--------------------------------------|
| Interest Rate | Interest Rate Futures | Liability Derivatives<br>\$(156,049) |

(a) The value of futures contracts outstanding includes cumulative appreciation (depreciation) as reported in the fund's Portfolio of Investments. Only the current day variation margin for futures contracts is separately reported within the fund's Statement of Assets and Liabilities.

The following table presents, by major type of derivative contract, the realized gain (loss) on derivatives held by the fund for the six months ended May 31, 2012 as reported in the Statement of Operations:

| Risk          | Futures Contracts |
|---------------|-------------------|
| Interest Rate | \$(592,150)       |

The following table presents, by major type of derivative contract, the change in unrealized appreciation (depreciation) on derivatives held by the fund for the six months ended May 31, 2012 as reported in the Statement of Operations:

| Risk          | Futures Contracts |
|---------------|-------------------|
| Interest Rate | \$(256,375)       |

Derivative counterparty credit risk is managed through formal evaluation of the creditworthiness of all potential counterparties. On certain over-the-counter derivatives, the fund attempts to reduce its exposure to counterparty credit risk whenever possible by entering into an International Swaps and Derivatives Association (ISDA) Master Agreement on a bilateral basis with each of the counterparties with whom it undertakes a significant volume of transactions. The ISDA Master Agreement gives each party to the agreement the right to terminate all transactions traded under such agreement if there is a

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*Notes to Financial Statements (unaudited) continued*

certain deterioration in the credit quality of the other party. The ISDA Master Agreement gives the fund the right, upon an event of default by the applicable counterparty or a termination of the agreement, to close out all transactions traded under such agreement and to net amounts owed under each transaction to one net amount payable by one party to the other. This right to close out and net payments across all transactions traded under the ISDA Master Agreement could result in a reduction of the fund's credit risk to such counterparty equal to any amounts payable by the fund under the applicable transactions, if any. However, absent an event of default by the counterparty or a termination of the agreement, the ISDA Master Agreement does not result in an offset of reported amounts of assets and liabilities in the Statement of Assets and Liabilities across transactions between the fund and the applicable counterparty.

Collateral requirements differ by type of derivative. Collateral or margin requirements are set by the broker or exchange clearing house for exchange traded derivatives (i.e., futures contracts and exchange-traded options) while collateral terms are contract specific for over-the-counter traded derivatives (i.e., forward foreign currency exchange contracts, swap agreements and over-the-counter options). For derivatives traded under an ISDA Master Agreement, the collateral requirements are netted across all transactions traded under such agreement and one amount is posted from one party to the other to collateralize such obligations. Cash collateral that has been pledged to cover obligations of the fund under derivative contracts, if any, will be reported separately on the Statement of Assets and Liabilities as Restricted cash. Securities collateral pledged for the same purpose, if any, is noted in the Portfolio of Investments.

**Futures Contracts** The fund entered into futures contracts which may be used to hedge against or obtain broad market exposure, interest rate exposure, or to manage duration. A futures contract represents a commitment for the future purchase or sale of an asset at a specified price on a specified date.

Upon entering into a futures contract, the fund is required to deposit with the broker, either in cash or securities, an initial margin in an amount equal to a certain percentage of the notional amount of the contract. Subsequent payments (variation margin) are made or received by the fund each day, depending on the daily fluctuations in the value of the contract, and are recorded for financial statement purposes as unrealized gain or loss by the fund until the contract is closed or expires at which point the gain or loss on futures contracts is realized.

The fund bears the risk of interest rates or securities prices moving unexpectedly, in which case, the fund may not achieve the anticipated benefits of the futures contracts and may realize a loss. While futures contracts may

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*Notes to Financial Statements (unaudited) continued*

present less counterparty risk to the fund since the contracts are exchange traded and the exchange's clearinghouse guarantees payments to the broker, there is still counterparty credit risk due to the insolvency of the broker. The fund's maximum risk of loss due to counterparty credit risk is equal to the margin posted by the fund to the broker plus any gains or minus any losses on the outstanding futures contracts.

**Inverse Floaters** The fund invests in municipal inverse floating rate securities which are structured by the issuer (known as primary market inverse floating rate securities) or by an investment banker utilizing municipal bonds which have already been issued (known as secondary market inverse floating rate securities) to have variable rates of interest which typically move in the opposite direction of short term interest rates. A secondary market inverse floating rate security is created when an investment banker transfers a fixed rate municipal bond to a special purpose trust, and causes the trust to (a) issue floating rate certificates to third parties, in an amount equal to a fraction of the par amount of the deposited bonds (these certificates usually pay tax-exempt interest at short-term interest rates that typically reset weekly; and the certificate holders typically, on seven days notice, have the option to tender their certificates to the investment banker or another party for redemption at par plus accrued interest), and (b) issue inverse floating rate certificates (sometimes referred to as inverse floaters). If the holder of the inverse floater transfers the municipal bonds to an investment banker for the purpose of depositing the municipal bonds into the special purpose trust, the inverse floating rate certificates that are issued by the trust are referred to as self-deposited inverse floaters. If the bonds held by the trust are purchased by the investment banker for deposit into the trust from someone other than the purchasers of the inverse floaters, the inverse floating rate certificates that are issued by the trust are referred to as externally deposited inverse floaters. Such self-deposited inverse floaters held by the fund are accounted for as secured borrowings, with the municipal bonds reflected in the investments of the fund and amounts owed to the holder of the floating rate certificate under the provisions of the trust, which amounts are paid solely from the assets of the trust, reflected as liabilities of the fund in the Statement of Assets and Liabilities under the caption, Payable to the holder of the floating rate certificate from trust assets. The carrying value of the fund's payable to the holder of the floating rate certificate from trust assets as reported on the fund's Statement of Assets and Liabilities approximates its fair value. The value of the payable to the holder of floating rate certificates from trust assets as of the reporting date is considered Level 2 under the fair value hierarchy. At May 31, 2012, the fund's payable to the holder of the floating rate certificate from trust assets was \$7,538,475 and the interest rate on these floating rate certificates issued by the trust was 0.18%. For the six months ended May 31, 2012, the



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*Notes to Financial Statements (unaudited) continued*

average payable to the holder of the floating rate certificate from trust assets was \$7,518,750 at a weighted average interest rate of 0.59%. Interest expense and fees relate to interest payments made to the holder of certain floating rate certificates and associated fees, both of which are made from trust assets. Interest expense and fees are recorded as incurred. For the six months ended May 31, 2012, interest expense and fees in connection with self-deposited inverse floaters was \$22,226. Primary and externally deposited inverse floaters held by the fund are not accounted for as secured borrowings.

**Indemnifications** Under the fund's organizational documents, its officers and Trustees may be indemnified against certain liabilities and expenses arising out of the performance of their duties to the fund. Additionally, in the normal course of business, the fund enters into agreements with service providers that may contain indemnification clauses. The fund's maximum exposure under these agreements is unknown as this would involve future claims that may be made against the fund that have not yet occurred.

**Investment Transactions and Income** Investment transactions are recorded on the trade date. Interest income is recorded on the accrual basis. All premium and discount is amortized or accreted for financial statement purposes in accordance with U.S. generally accepted accounting principles. Dividend and interest payments received in additional securities are recorded on the ex-dividend or ex-interest date in an amount equal to the value of the security on such date. Debt obligations may be placed on non-accrual status or set to accrue at a rate of interest less than the contractual coupon when the collection of all or a portion of interest has become doubtful. Interest income for those debt obligations may be further reduced by the write-off of the related interest receivables when deemed uncollectible.

The fund may receive proceeds from litigation settlements. Any proceeds received from litigation involving portfolio holdings are reflected in the Statement of Operations in realized gain/loss if the security has been disposed of by the fund or in unrealized gain/loss if the security is still held by the fund. Any other proceeds from litigation not related to portfolio holdings are reflected as other income in the Statement of Operations.

Legal fees and other related expenses incurred to preserve and protect the value of a security owned are added to the cost of the security; other legal fees are expensed. Capital infusions made directly to the security issuer, which are generally non-recurring, incurred to protect or enhance the value of high-yield debt securities, are reported as additions to the cost basis of the security. Costs that are incurred to negotiate the terms or conditions of capital infusions or that are expected to result in a plan of reorganization are reported as realized losses. Ongoing costs incurred to protect or enhance an investment, or costs incurred to pursue other claims or legal actions, are expensed.

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*Notes to Financial Statements (unaudited) continued*

**Fees Paid Indirectly** The fund's custody fee may be reduced according to an arrangement that measures the value of cash deposited with the custodian by the fund. This amount, for the six months ended May 31, 2012, is shown as a reduction of total expenses on the Statement of Operations.

**Tax Matters and Distributions** The fund intends to qualify as a regulated investment company, as defined under Subchapter M of the Internal Revenue Code, and to distribute all of its taxable and tax-exempt income, including realized capital gains. As a result, no provision for federal income tax is required. The fund's federal tax returns, when filed, will remain subject to examination by the Internal Revenue Service for a three year period.

Distributions to shareholders are recorded on the ex-dividend date. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles. Certain capital accounts in the financial statements are periodically adjusted for permanent differences in order to reflect their tax character. These adjustments have no impact on net assets or net asset value per share. Temporary differences which arise from recognizing certain items of income, expense, gain or loss in different periods for financial statement and tax purposes will reverse at some time in the future. Distributions in excess of net investment income or net realized gains are temporary overdistributions for financial statement purposes resulting from differences in the recognition or classification of income or distributions for financial statement and tax purposes.

Book/tax differences primarily relate to amortization and accretion of debt securities, defaulted bonds, derivative transactions and secured borrowings.

The tax character of distributions made during the current period will be determined at fiscal year end. The tax character of distributions declared to shareholders for the last fiscal year is as follows:

|  | <b>11/30/11</b> |
|--|-----------------|
| Ordinary income (including any short-term capital gains) | \$23,849        |
| Tax-exempt income  | 7,672,064       |
| Total distributions                                      | \$7,695,913     |

**Table of Contents***Notes to Financial Statements (unaudited) continued*

The federal tax cost and the tax basis components of distributable earnings were as follows:

|  |               |
|--|---------------|
| <b>As of 5/31/12</b>                       |               |
| Cost of investments                        | \$151,070,564 |
| Gross appreciation                         | 15,885,637    |
| Gross depreciation                         | (2,151,209)   |
| Net unrealized appreciation (depreciation) | \$13,734,428  |
| <b>As of 11/30/11</b>                      |               |
| Undistributed ordinary income              | 95,968        |
| Undistributed tax-exempt income            | 796,410       |
| Capital loss carryforwards                 | (21,754,457)  |
| Other temporary differences                | (199,207)     |
| Net unrealized appreciation (depreciation) | 4,534,573     |

The aggregate cost above includes prior fiscal year end tax adjustments, if applicable.

Under the Regulated Investment Company Modernization Act of 2010 (the Act), net capital losses recognized after November 30, 2011 may be carried forward indefinitely, and their character is retained as short-term and/or long-term losses. Previously, net capital losses were carried forward for eight years and treated as short-term losses. As a transition rule, the Act requires that post-enactment net capital losses be used before pre-enactment net capital losses.

As of November 30, 2011 the fund had capital loss carryforwards available to offset future realized gains. Such losses expire as follows:

**Pre-enactment losses:**

|          |                |
|----------|----------------|
| 11/30/15 | \$(7,005,145)  |
| 11/30/16 | (6,501,801)    |
| 11/30/17 | (5,772,221)    |
| 11/30/18 | (2,208,465)    |
| 11/30/19 | (266,825)      |
| Total    | \$(21,754,457) |

**(3) Transactions with Affiliates**

**Investment Adviser** The fund has an investment advisory agreement with MFS to provide overall investment management and related administrative services and facilities to the fund. The management fee is computed daily and paid monthly at an annual rate of 0.65% of the fund's average daily net assets (including the value of the auction preferred shares).

The investment adviser has agreed in writing to reduce its management fee to 0.63% of average daily net assets (including the value of the auction preferred shares). This written agreement will continue until modified by the fund's

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*Notes to Financial Statements (unaudited) continued*

Board of Trustees, but such agreement will continue at least until November 30, 2013. This management fee reduction amounted to \$16,445, which is shown as a reduction of total expenses in the Statement of Operations. The management fee incurred for the six months ended May 31, 2012 was equivalent to an annual effective rate of 0.63% of the fund's average daily net assets (including the value of the auction preferred shares).

The investment adviser has agreed in writing to pay a portion of the fund's total annual operating expenses, exclusive of interest, taxes, extraordinary expenses, brokerage and transaction costs and investment-related expenses (including interest expenses and fees associated with investments in inverse floating rate instruments) other than preferred shares service fees, such that total annual fund operating expenses do not exceed 0.89% annually of the fund's average daily net assets (including the value of the auction preferred shares). This written agreement will continue until modified by the fund's Board of Trustees, but such agreement will continue at least until November 30, 2013. For the six months ended May 31, 2012, the fund's actual operating expenses did not exceed the limit and therefore, the investment adviser did not pay any portion of the fund's expenses related to this agreement.

**Transfer Agent** The fund engages Computershare Trust Company, N.A. ( Computershare ) as the sole transfer agent for the fund's common shares. MFS Service Center, Inc. (MFSC) monitors and supervises the activities of Computershare for an agreed upon fee approved by the Board of Trustees. For the six months ended May 31, 2012, these fees paid to MFSC amounted to \$3,756.

**Administrator** MFS provides certain financial, legal, shareholder communications, compliance, and other administrative services to the fund. Under an administrative services agreement, the fund partially reimburses MFS the costs incurred to provide these services. The fund is charged an annual fixed amount of \$17,500 plus a fee based on average daily net assets (including the value of the auction preferred shares). The administrative services fee incurred for the six months ended May 31, 2012 was equivalent to an annual effective rate of 0.0212% of the fund's average daily net assets (including the value of the auction preferred shares).

**Trustees and Officers Compensation** The fund pays compensation to independent Trustees in the form of a retainer, attendance fees, and additional compensation to Board and Committee chairpersons. The fund does not pay compensation directly to Trustees or officers of the fund who are also officers of the investment adviser, all of whom receive remuneration for their services to the fund from MFS. Certain officers and Trustees of the fund are officers or directors of MFS and MFSC.

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*Notes to Financial Statements (unaudited) continued*

**Deferred Trustee Compensation** Prior to MFS appointment as investment adviser to the fund, the fund's former independent Trustees participated in a Deferred Compensation Plan (the Former Colonial Trustees Plan or Plan ). The fund's current independent Trustees are not allowed to defer compensation under the Former Colonial Trustees Plan. Amounts deferred under the Plan are invested in shares of certain non-MFS funds selected by the former independent Trustees as notional investments. Deferred amounts represent an unsecured obligation of the fund until distributed in accordance with the Plan. Included in Other assets and Payable for independent Trustees compensation on the Statement of Assets and Liabilities is \$1,970 of deferred Trustees compensation. There is no current year expense associated with the Former Colonial Trustees Plan.

**Other** This fund and certain other funds managed by MFS (the funds) have entered into services agreements (the Agreements) which provide for payment of fees by the funds to Tarantino LLC and Griffin Compliance LLC in return for the provision of services of an Independent Chief Compliance Officer (ICCO) and Assistant ICCO, respectively, for the funds. The ICCO and Assistant ICCO are officers of the funds and the sole members of Tarantino LLC and Griffin Compliance LLC, respectively. The funds can terminate the Agreements with Tarantino LLC and Griffin Compliance LLC at any time under the terms of the Agreements. For the six months ended May 31, 2012, the aggregate fees paid by the fund to Tarantino LLC and Griffin Compliance LLC were \$708 and are included in Miscellaneous expense on the Statement of Operations. MFS has agreed to reimburse the fund for a portion of the payments made by the fund in the amount of \$247, which is shown as a reduction of total expenses in the Statement of Operations. Additionally, MFS has agreed to bear all expenses associated with office space, other administrative support, and supplies provided to the ICCO and Assistant ICCO.

The fund invests in the MFS Institutional Money Market Portfolio which is managed by MFS and seeks a high level of current income consistent with preservation of capital and liquidity. Income earned on this investment is included in Dividends from underlying affiliated funds on the Statement of Operations. This money market fund does not pay a management fee to MFS.

**(4) Portfolio Securities**

Purchases and sales of investments, other than U.S. Government securities, purchased option transactions, and short-term obligations, aggregated \$13,004,564 and \$12,908,359, respectively.

**(5) Shares of Beneficial Interest**

The fund's Declaration of Trust permits the Trustees to issue an unlimited number of full and fractional shares of beneficial interest. The fund reserves the right to repurchase shares of beneficial interest of the fund subject to

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Trustee approval. During the six months ended May 31, 2012 and the year ended November 30, 2011, the fund did not repurchase any shares. Transactions in fund shares were as follows:

|  | Six months ended<br>5/31/12 |           | Year ended<br>11/30/11 |          |
|--|-----------------------------|-----------|------------------------|----------|
|  | Shares                      | Amount    | Shares                 | Amount   |
| Shares issued to shareholders in reinvestment of distributions | 24,582                      | \$247,761 | 9,985                  | \$93,888 |

**(6) Line of Credit**

The fund and certain other funds managed by MFS participate in a \$1.1 billion unsecured committed line of credit, subject to a \$1 billion sublimit, provided by a syndication of banks under a credit agreement. Borrowings may be made for temporary financing needs. Interest is charged to each fund, based on its borrowings, generally at a rate equal to the higher of the Federal Reserve funds rate or one month LIBOR plus an agreed upon spread. A commitment fee, based on the average daily, unused portion of the committed line of credit, is allocated among the participating funds at the end of each calendar quarter. In addition, the fund and other funds managed by MFS have established unsecured uncommitted borrowing arrangements with certain banks for temporary financing needs. Interest is charged to each fund, based on its borrowings, at a rate equal to the Federal Reserve funds rate plus an agreed upon spread. For the six months ended May 31, 2012, the fund's commitment fee and interest expense were \$401 and \$0, respectively, and are included in Miscellaneous expense on the Statement of Operations.

**(7) Transactions in Underlying Affiliated Funds-Affiliated Issuers**

An affiliated issuer may be considered one in which the fund owns 5% or more of the outstanding voting securities, or a company which is under common control. For the purposes of this report, the fund assumes the following to be an affiliated issuer:

| Underlying Affiliated Fund                  | Beginning<br>Shares/Par<br>Amount | Acquisitions<br>Shares/Par<br>Amount | Dispositions<br>Shares/Par<br>Amount | Ending<br>Shares/Par<br>Amount |
|---|-----------------------------------|--------------------------------------|--------------------------------------|--------------------------------|
| MFS Institutional Money<br>Market Portfolio | 506,758                           | 14,343,121                           | (14,747,557)                         | 102,322                        |
| Underlying Affiliated Fund                  | Realized<br>Gain (Loss)           | Capital Gain<br>Distributions        | Dividend<br>Income                   | Ending<br>Value                |
| MFS Institutional Money<br>Market Portfolio | \$                                | \$                                   | \$543                                | \$102,322                      |

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*Notes to Financial Statements (unaudited) continued*

**(8) Auction Preferred Shares**

The fund has 1,950 shares issued and outstanding of Auction Preferred Shares (APS), series M. Dividends are cumulative at a rate that is reset every seven days through an auction process. If the APS are unable to be remarketed on a remarketing date as part of the auction process, the fund would be required to pay the maximum applicable rate on APS to holders of such shares for successive dividend periods until such time when the shares are successfully remarketed. The maximum rate on APS rated aa3/AA- or better is equal to 110% of the higher of (i) the Taxable Equivalent of the Short-Term Municipal Bond Rate or (ii) the AA Composite Commercial Paper Rate.

Since February 2008, regularly scheduled auctions for APS issued by closed end funds, including this fund, have consistently failed because of insufficient demand (bids to buy shares) to meet the supply (shares offered for sale) at each auction. In a failed auction, APS holders cannot sell their shares tendered for sale. While repeated auction failures have affected the liquidity for APS, they do not constitute a default or automatically alter the credit quality of the APS, and APS holders have continued to receive dividends at the previously defined maximum rate. During the six months ended May 31, 2012, the APS dividend rates ranged from 0.11% to 0.38%. For the six months ended May 31, 2012, the average dividend rate was 0.25%. These developments with respect to APS do not affect the management or investment policies of the fund. However, one implication of these auction failures for common shareholders is that the fund's cost of leverage will be higher than it otherwise would have been had the auctions continued to be successful. As a result, the fund's future common share earnings may be lower than they otherwise would have been. To the extent that investments are purchased with the issuance of preferred shares, the fund's net asset value will increase or decrease at a greater rate than a comparable unleveraged fund.

The fund pays an annual service fee to broker-dealers with customers who are beneficial owners of the preferred shares. The service fee is equivalent to 0.25% of the applicable preferred share liquidation value while the preferred share auctions are successful or to 0.15% or less, varying by broker-dealer, while the auctions are failing. The APS are redeemable at the option of the fund in whole or in part at the redemption price equal to \$25,000 per share, plus accumulated and unpaid dividends. The APS are also subject to mandatory redemption if certain requirements relating to its asset maintenance coverage are not satisfied. The fund is required to maintain certain asset coverage with respect to the APS as defined in the fund's By-Laws and the Investment Company Act of 1940 and, as such is not permitted to declare common share dividends unless the fund's APS have a minimum asset coverage ratio of 200% after declaration of the common share dividends.

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**(9) Subsequent Event**

On July 6, 2012, the fund announced that its Board of Trustees authorized the fund to conduct a voluntary tender offer for up to 100% of its outstanding auction rate preferred shares (ARPS) at a price equal to 95% of the ARPS per share liquidation preference of \$25,000, or \$23,750 per share, plus any unpaid dividends accrued through the expiration date of the tender offer. The fund's tender offer will be conditioned upon there being validly tendered and not withdrawn at least 70% of its outstanding ARPS, the successful private placement of new preferred shares (Variable Rate Municipal Term Preferred shares or VMTP), the ARPS shareholders' approval of an amendment to the fund's bylaws to replace Standard & Poor's with Fitch as a rating agency for the ARPS, and certain other conditions as will be set forth in the fund's offer to purchase and related letter of transmittal. Additional terms of the tender offer will be included in the fund's tender offer materials sent to ARPS shareholders. It is expected that the VMTP shares, if successfully placed, will allow the fund to replace the leverage currently obtained through ARPS that are tendered with VMTP shares. VMTP shares will be preferred shares of the fund. As to the distribution of assets of the fund, VMTP will rank on parity with ARPS that remain outstanding after the tender offer and will be senior in priority to the fund's outstanding common shares.

On July 12, 2012, Moody's Investors Service announced that it downgraded its ratings of the fund's ARPS from Aaa to Aa1 pursuant to a revised ratings methodology.



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## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Trustees and Shareholders of the MFS Investment Grade Municipal Trust:

We have reviewed the accompanying statement of assets and liabilities of the MFS Investment Grade Municipal Trust (the Fund), including the portfolio of investments, as of May 31, 2012, and the related statements of operations, changes in net assets, and financial highlights for the six-month period ended May 31, 2012. These interim financial statements and financial highlights are the responsibility of the Fund's management.

We conducted our review in accordance with the standards of the Public Company Accounting Oversight Board (United States). A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States), the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim financial statements and financial highlights for them to be in conformity with U.S. generally accepted accounting principles.

We have previously audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the statement of changes in net assets for the year ended November 30, 2011, and the financial highlights for each of the five years in the period ended November 30, 2011, and in our report dated January 13, 2012, we expressed an unqualified opinion on such statement of changes in net assets and financial highlights.

Boston, Massachusetts

July 17, 2012

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### **BOARD REVIEW OF INVESTMENT ADVISORY AGREEMENT**

A discussion regarding the Board's most recent review and renewal of the fund's Investment Advisory Agreement with MFS is available by clicking on the fund's name under "Closed End Funds" in the "Products and Performance" section of the MFS Web site (*mfs.com*).

### **PROXY VOTING POLICIES AND INFORMATION**

A general description of the MFS funds' proxy voting policies and procedures is available without charge, upon request, by calling 1-800-225-2606, by visiting the Proxy Voting section of *mfs.com* or by visiting the SEC's Web site at <http://www.sec.gov>.

Information regarding how the fund voted proxies relating to portfolio securities during the twelve-month period ended June 30, 2011 is available without charge by visiting the Proxy Voting section of *mfs.com* or by visiting the SEC's Web site at <http://www.sec.gov>.

### **QUARTERLY PORTFOLIO DISCLOSURE**

The fund will file a complete schedule of portfolio holdings with the Securities and Exchange Commission (the Commission) for the first and third quarters of each fiscal year on Form N-Q. A shareholder can obtain the quarterly portfolio holdings report at *mfs.com*. The fund's Form N-Q is also available on the EDGAR database on the Commission's Internet Web site at <http://www.sec.gov>, and may be reviewed and copied at the:

Public Reference Room

Securities and Exchange Commission

100 F Street, NE, Room 1580

Washington, D.C. 20549

Information on the operation of the Public Reference Room may be obtained by calling the Commission at 1-800-SEC-0330. Copies of the fund's Form N-Q also may be obtained, upon payment of a duplicating fee, by electronic request at the following e-mail address: [publicinfo@sec.gov](mailto:publicinfo@sec.gov) or by writing the Public Reference Section at the above address.

### **FURTHER INFORMATION**

From time to time, MFS may post important information about the fund or the MFS funds on the MFS web site (*mfs.com*). This information is available by visiting the "News & Commentary" section of *mfs.com* or by clicking on the fund's name under "Closed End Funds" in the "Products and Performance" section of *mfs.com*.

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## CONTACT US

**Transfer agent, Registrar, and**

**Dividend Disbursing Agent**

**Call**

1-800-637-2304

9 a.m. to 5 p.m. Eastern time

**Write**

Computershare Trust Company, N.A.

P.O. Box 43078

Providence, RI 02940-3078

New York Stock Exchange Symbol: **CXH**

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**ITEM 2. CODE OF ETHICS.**

During the period covered by this report, the Registrant has not amended any provision in its Code of Ethics (the Code ) that relates to an element of the Code s definitions enumerated in paragraph (b) of Item 2 of this Form N-CSR. During the period covered by this report, the Registrant did not grant a waiver, including an implicit waiver, from any provision of the Code.

**ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.**

Not applicable for semi-annual reports.

**ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.**

Not applicable for semi-annual reports.

**ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.**

Not applicable for semi-annual reports.

**ITEM 6. SCHEDULE OF INVESTMENTS**

A schedule of investments for each series of the Registrant is included as part of the report to shareholders of such series under Item 1 of this Form N-CSR.

**ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES.**

Not applicable for semi-annual reports.

**ITEM 8. PORTFOLIO MANAGERS OF CLOSED-END MANAGEMENT INVESTMENT COMPANIES.**

There were no changes during this period.

**Table of Contents****ITEM 9. PURCHASES OF EQUITY SECURITIES BY CLOSED-END MANAGEMENT INVESTMENT COMPANY AND AFFILIATED PURCHASERS.****MFS Investment Grade Municipal Trust**

| <b>Period</b>     | <b>(a) Total number of Shares Purchased</b> | <b>(b) Average Price Paid per Share</b> | <b>(c) Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs</b> | <b>(d) Maximum Number (or Approximate Dollar Value) of Shares that May Yet Be Purchased under the Plans or Programs</b> |
|-------------------|---|---|---|---|
| 12/01/11-12/31/11 | 0   | N/A                                     | 0   | 1,153,228   |
| 1/01/12-1/31/12   | 0   | N/A                                     | 0   | 1,153,228   |
| 2/01/12-2/28/12   | 0   | N/A                                     | 0   | 1,153,228   |
| 3/01/12-3/31/12   | 0   | N/A                                     | 0   | 1,155,115   |
| 4/01/12-4/30/12   | 0   | N/A                                     | 0   | 1,155,115   |
| 5/01/12-5/31/12   | 0   | N/A                                     | 0   | 1,155,115   |
| <b>Total</b>      | <b>0</b>                                    |   | <b>0</b>  |   |

Note: The Board of Trustees approves procedures to repurchase shares annually. The notification to shareholders of the program is part of the semi-annual and annual reports sent to shareholders. These annual programs begin on March 1<sup>st</sup> of each year. The programs conform to the conditions of Rule 10b-18 of the securities Exchange Act of 1934 and limit the aggregate number of shares that may be purchased in each annual period (March 1 through the following February 28) to 10% of the Registrant's outstanding shares as of the first day of the plan year (March 1). The aggregate number of shares available for purchase for the March 1, 2011 plan year is 1,155,115.

**ITEM 10. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.**

There were no material changes to the procedures by which shareholders may send recommendations to the Board for nominees to the Registrant's Board since the Registrant last provided disclosure as to such procedures in response to the requirements of Item 407 (c)(2)(iv) of Regulation S-K or this Item.

**ITEM 11. CONTROLS AND PROCEDURES.**

- (a) Based upon their evaluation of the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940 (the "Act")) as conducted within 90 days of the filing date of this Form N-CSR, the registrant's principal financial officer and principal executive officer have concluded that those disclosure controls and procedures provide reasonable assurance that the material information required to be disclosed by the registrant on this report is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms.
- (b) There were no changes in the registrant's internal controls over financial reporting (as defined in Rule 30a-3(d) under the Act) that occurred during the second fiscal quarter covered by the report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

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**ITEM 12. EXHIBITS.**

- (a) File the exhibits listed below as part of this form. Letter or number the exhibits in the sequence indicated.
- (1) Any code of ethics, or amendment thereto, that is the subject of the disclosure required by Item 2, to the extent that the registrant intends to satisfy the Item 2 requirements through filing of an exhibit.
  - (2) A separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the Act (17 CFR 270.30a-2): Attached hereto.
- (b) If the report is filed under Section 13(a) or 15(d) of the Exchange Act, provide the certifications required by Rule 30a-2(b) under the Act (17 CFR 270.30a-2(b)), Rule 13a-14(b) or Rule 15d-14(b) under the Exchange Act (17 CFR 240.13a-14(b) or 240.15d-14(b)) and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. 1350) as an exhibit. A certification furnished pursuant to this paragraph will not be deemed filed for the purposes of Section 18 of the Exchange Act (15 U.S.C. 78r), or otherwise subject to the liability of that section. Such certification will not be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Exchange Act, except to the extent that the registrant specifically incorporates it by reference: Attached hereto.

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**Notice**

A copy of the Agreement and Declaration of Trust, as amended, of the Registrant is on file with the Secretary of State of the Commonwealth of Massachusetts and notice is hereby given that this instrument is executed on behalf of the Registrant by an officer of the Registrant as an officer and not individually and the obligations of or arising out of this instrument are not binding upon any of the Trustees or shareholders individually, but are binding only upon the assets and property of the respective constituent series of the Registrant.

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SIGNATURES

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

Registrant MFS INVESTMENT GRADE MUNICIPAL TRUST

By (Signature and Title)\* JOHN M. CORCORAN  
John M. Corcoran, President

Date: July 17, 2012

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 (Signature and Title)\* JOHN M. CORCORAN  
John M. Corcoran, President

(Principal Executive Officer)

Date: July 17, 2012

By (Signature and Title)\* DAVID L. DILORENZO  
David L. DiLorenzo, Treasurer

(Principal Financial Officer

and Accounting Officer)

Date: July 17, 2012

\* Print name and title of each signing officer under his or her signature.