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BABSON CAPITAL PARTICIPATION INVESTORS

Form NSAR-B/A

November 26, 2013

PAGE 1
000 B000000 12/31/2012
000 C000000 0000831655
000 D000000 N
000 E000000 NF
000 F000000 Y
000 G000000 Y
000 H000000 N
000 I000000 6.1
000 J000000 A
001 A000000 BABSON CAPITAL PARTICIPATION INVESTORS
001 B000000 811-5531
001 C000000 4132261000
002 A000000 1500 MAIN STREET, P.O. BOX 15189
002 B000000 SPRINGFIELD
002 C000000 MA
002 D010000 01115
002 D020000 5189
003 000000 N
004 000000 N
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007 A000000 N
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008 A000001 BABSON CAPITAL MANAGEMENT LLC
008 B000001 A
008 C000001 801-241
008 D010001 SPRINGFIELD
008 D020001 MA
008 D030001 01115
008 D040001 5189
012 A000001 DST SYSTEMS, INC.
012 B000001 84-1817
012 C010001 KANSAS CITY
012 C020001 MO
012 C030001 64105
013 A000001 KPMG LLP
013 B010001 BOSTON
013 B020001 MA
013 B030001 02110
013 B040001 2371
014 A000001 BABSON CAPITAL SECURITIES LLC
014 B000001 8-47589
014 A000002 MML INVESTOR SERVICES, LLC
014 B000002 8-27250
014 A000003 OPPENHEIMER DISTRIBUTOR, INC.
014 B000003 8-22992
014 A000004 MML DISTRIBUTORS, LLC
014 B000004 8-48203
015 A000001 STATE STREET BANK AND TRUST COMPANY
015 B000001 C
015 C010001 BOSTON
PAGE 2
015 C020001 MA
015 C030001 02110
015 E010001 X
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019 B000000 2

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019 C000000 CIPINVEST
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 022 A000001 JP MORGAN CHASE
 022 B000001 13-4994650
 022 C000001 65814
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 022 A000002 CITIGROUP GLOBAL MARKETS
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 022 C000002 40598
 022 D000002 502
 022 A000003 BARCLAYS CAPITAL
 022 C000003 34775
 022 D000003 513
 022 A000004 BANK OF AMERICA
 022 B000004 23-3069627
 022 C000004 30304
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 022 B000005 13-5108880
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 022 A000006 MORGAN STANLEY
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 022 C000008 13648
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 022 A000009 DEUTSCHE BANK CAPITAL CORP.
 022 B000009 13-2730828
 022 C000009 13301
 022 D000009 755
 022 A000010 RBS GREENWICH CAPITAL
 022 C000010 11096
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 023 C000000 282891
 023 D000000 2838
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 025 A000001 CITIGROUP
 025 B000001 13-3214963
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 025 D000001 501
 025 A000002 GOLDMAN, SACHS & CO.
 PAGE 3
 025 B000002 13-5108880
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 025 A000003 MORGAN STANLEY
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052 000000 N
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 054 O000000 Y
 055 A000000 N
 055 B000000 N
 056 000000 Y
 057 000000 N
 058 A000000 N
 059 000000 Y
 060 A000000 Y
 060 B000000 Y

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 068 A000000 N
 068 B000000 N
 069 000000 N
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 070 A020000 N

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070	B010000	Y
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070	I010000	N
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072	S000000	96
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072 X000000	2488
072 Y000000	0
072 Z000000	10965
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074 G000000	0
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074 Q000000	15000
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075 B000000	124326
076 000000	13.91

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077 G000000	N
077 H000000	N
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077 J000000	N

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077 K000000	N
077 L000000	N
077 M000000	N
077 N000000	N

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077 O000000 N
077 P000000 N
077 Q010000 N
077 Q020000 Y
077 Q030000 N
078 000000 N
080 A000000 GREAT AMERICAN INSURANCE COMPANY
080 C000000 2025
081 A000000 Y
081 B000000 2
082 A000000 N
083 A000000 N
084 A000000 N
085 A000000 N
086 A010000 71
086 A020000 1014
086 B010000 0
086 B020000 0
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086 E020000 0
086 F010000 0
086 F020000 0
087 A010000 SHARES OF BENEFICIAL INTEREST
087 A020000 05616B100
087 A030000 MPV
088 A030000 Y
088 B030000 N
088 C030000 N
088 D030000 Y
SIGNATURE JAMES M. ROY
TITLE V.P. AND C.F.O.