

Western Asset Municipal Defined Opportunity Trust Inc.  
Form N-Q  
April 24, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED**

**MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number **811-22265**

**Western Asset Municipal Defined Opportunity Trust Inc.**

(Exact name of registrant as specified in charter)

**620 Eighth Avenue, 49<sup>th</sup> Floor, New York, NY 10018**

(Address of principal executive offices) (Zip code)

**Robert I. Frenkel, Esq.**

**Legg Mason & Co., LLC**

**100 First Stamford Place**

**Stamford, CT 06902**

(Name and address of agent for service)

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

Date of fiscal year end: **November 30**

Date of reporting period: **February 28, 2014**

**ITEM 1. SCHEDULE OF INVESTMENTS.**

**WESTERN ASSET MUNICIPAL DEFINED**

**OPPORTUNITY TRUST INC.**

FORM N-Q

FEBRUARY 28, 2014

## WESTERN ASSET MUNICIPAL DEFINED OPPORTUNITY TRUST INC.

## Schedule of investments (unaudited)

February 28, 2014

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>MUNICIPAL BONDS - 98.6%</b>				
<b>Alabama - 2.2%</b>				
Jefferson County, AL, Sewer Revenue, Convertible				
CAB	0.000%	10/1/50	\$ 11,500,000	\$ 5,865,000
<b>Arizona - 2.8%</b>				
Salt Verde, AZ, Financial Corp. Gas Revenue	5.000%	12/1/32	7,110,000	7,547,052
<b>California - 1.6%</b>				
California Statewide CDA, Student Housing				
Revenue, Provident Group-Pomona Properties LLC	5.600%	1/15/36	800,000	707,184
Lower Tule River, CA, Irrigation District Revenue,				
COP	5.000%	8/1/40	1,000,000	1,023,600
M-S-R Energy Authority, CA, Gas Revenue	6.125%	11/1/29	2,000,000	2,402,440
<i>Total California</i>				<i>4,133,224</i>
<b>Colorado - 2.7%</b>				
Public Authority for Colorado Energy, Natural Gas				
Purchase Revenue	6.125%	11/15/23	6,000,000	7,122,060
<b>Florida - 3.4%</b>				
Citizens Property Insurance Corp., FL, Senior				
Secured High Act	6.000%	6/1/17	6,900,000	7,987,095
Florida State Municipal Power Agency Revenue, All				
Requirements Power	6.250%	10/1/31	1,000,000	1,128,380
<i>Total Florida</i>				<i>9,115,475</i>
<b>Georgia - 7.3%</b>				
Atlanta, GA, Water & Wastewater Revenue	6.000%	11/1/23	5,000,000	6,058,350
Atlanta, GA, Water & Wastewater Revenue	6.250%	11/1/34	3,260,000	3,772,309
DeKalb, Newton & Gwinnett Counties, GA, Joint				
Development Authority Revenue, GGC Foundation				
LLC Project	6.125%	7/1/40	9,000,000	9,720,000
<i>Total Georgia</i>				<i>19,550,659</i>
<b>Illinois - 0.4%</b>				

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Metropolitan Pier & Exposition Authority, IL,

Dedicated State Tax Revenue, McCormick Project	5.250%	6/15/50	1,000,000	1,022,440
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**Indiana - 6.6%**

Indiana Municipal Power Agency, Power Supply

System Revenue Richmond, IN, Hospital Authority Revenue, Reid	6.000%	1/1/39	8,000,000	8,937,760
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Hospital & Health Care Services Inc. Project	6.500%	1/1/29	8,000,000	8,686,000
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<i>Total Indiana</i>				17,623,760
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**Iowa - 1.5%**

Iowa State Finance Authority Midwestern Disaster Area

Revenue:

Iowa Fertilizer Co. Project	5.000%	12/1/19	800,000	800,336
Iowa Fertilizer Co. Project	5.250%	12/1/25	3,350,000	3,247,021

<i>Total Iowa</i>				4,047,357
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**Louisiana - 4.3%**

Louisiana State Citizens Property Insurance Corp.,

Assessment Revenue, AGC	6.125%	6/1/25	10,000,000	11,496,700
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**Maryland - 3.4%**

Maryland State Health & Higher EFA Revenue

Bonds, Washington County Hospital Issue	5.750%	1/1/38	9,000,000	9,094,320
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**See Notes to Schedule of Investments.**

## WESTERN ASSET MUNICIPAL DEFINED OPPORTUNITY TRUST INC.

Schedule of investments (unaudited) (cont d)

February 28, 2014

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
<b>Michigan - 13.5%</b>				
Detroit, MI, Water Supply System Revenue:				
AGM	5.000%	7/1/34	\$ 7,000,000	\$ 6,740,090
AGM	6.250%	7/1/36	3,000,000	3,096,750
Michigan Finance Authority Revenue, Detroit				
School District	5.500%	6/1/21	6,000,000	6,755,520
Michigan State Hospital Finance Authority				
Revenue, McLaren Health Care Corp.	5.750%	5/15/38	9,000,000	9,764,820 <sup>(a)</sup>
Royal Oak, MI, Hospital Finance Authority				
Revenue, William Beaumont Hospital	8.250%	9/1/39	8,000,000	9,643,360
<i>Total Michigan</i>				<i>36,000,540</i>
<b>Missouri - 4.5%</b>				
Missouri State Development Finance Board,				
Infrastructure Facilities Revenue, Independence				
Events Center	6.250%	4/1/34	11,940,000	11,992,536 <sup>(b)</sup>
<b>New Jersey - 5.6%</b>				
New Jersey State EDA Revenue, Continental				
Airlines Inc. Project	4.875%	9/15/19	1,765,000	1,758,646 <sup>(c)</sup>
New Jersey State EFA Revenue, University of				
Medicine and Dentistry	7.500%	12/1/32	10,000,000	13,219,200 <sup>(b)</sup>
<i>Total New Jersey</i>				<i>14,977,846</i>
<b>New York - 4.2%</b>				
Liberty, NY, Development Corporation Revenue,				
Goldman Sachs Headquarters	5.250%	10/1/35	2,500,000	2,738,800
Port Authority of New York & New Jersey, Special				
Obligation Revenue, JFK International Air Terminal				
LLC	5.500%	12/1/31	7,925,000	8,571,997
<i>Total New York</i>				<i>11,310,797</i>

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**Ohio - 5.1%**

Ohio State Air Quality Development Authority Revenue:

FirstEnergy Generation Corp.	5.700%	8/1/20	2,500,000	2,793,325
FirstEnergy Nuclear Generation Corp.	5.750%	6/1/16	10,000,000	10,787,000 <sup>(d)(e)</sup>

*Total Ohio* *13,580,325*

**Pennsylvania - 4.1%**

Pennsylvania Economic Development Financing

Authority, Water Facility Revenue, American Water

Co. Project	6.200%	4/1/39	10,000,000	10,914,300
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**Rhode Island - 4.1%**

Rhode Island State Health & Educational Building

Corp., Revenue, Hospital Financing	7.000%	5/15/39	10,000,000	11,048,300
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**Tennessee - 3.2%**

Tennessee Energy Acquisition Corp., Gas Revenue

	5.000%	9/1/16	8,000,000	8,624,400
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**Texas - 11.2%**

Brazos River, TX, Harbor Navigation District,

Brazoria County Environmental, Dow Chemical Co.

Project	5.950%	5/15/33	10,000,000	10,753,700 <sup>(c)(d)</sup>
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Love Field Airport Modernization Corp., TX, Special

Facilities Revenue, Southwest Airlines Co. Project	5.250%	11/1/40	3,000,000	3,057,120
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North Texas Tollway Authority Revenue	5.750%	1/1/33	10,200,000	10,848,516
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Texas Municipal Gas Acquisition & Supply Corp. I,

Gas Supply Revenue	5.250%	12/15/18	3,325,000	3,726,294
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**See Notes to Schedule of Investments.**

**WESTERN ASSET MUNICIPAL DEFINED OPPORTUNITY TRUST INC.**

Schedule of investments (unaudited) (cont d)

February 28, 2014

SECURITY	RATE	MATURITY DATE	FACE AMOUNT	VALUE
Texas Municipal Gas Acquisition & Supply Corp. I,				
Gas Supply Revenue	6.250%	12/15/26	\$ 1,310,000	\$ 1,571,922
<i>Total Texas</i>				29,957,552
<b>U.S. Virgin Islands - 2.0%</b>				
Virgin Islands Public Finance Authority Revenue,				
Matching Fund Loan	6.625%	10/1/29	5,000,000	5,362,900
<b>Virginia - 0.7%</b>				
Virginia State Small Business Financing Authority				
Revenue, Elizabeth River Crossings OpCo LLC				
Project	5.000%	7/1/23	1,775,000	1,913,840 <sup>(c)</sup>
<b>Wisconsin - 4.2%</b>				
Wisconsin State HEFA Revenue, Prohealth Care				
Inc. Obligation Group	6.625%	2/15/39	10,000,000	11,091,100
<b>TOTAL INVESTMENTS BEFORE SHORT-TERM INVESTMENTS</b>				
(Cost - \$230,839,242)				263,392,483
<b>SHORT-TERM INVESTMENTS - 0.0%</b>				
<b>Nevada - 0.0%</b>				
Las Vegas Valley, NV, Water District, GO, Water				
Improvement, SPA-Dexia Credit Local	0.100%	6/1/36	100,000	100,000 <sup>(f)(g)</sup>
<b>TOTAL SHORT-TERM INVESTMENTS</b>				
(Cost - \$100,000)				100,000
<b>TOTAL INVESTMENTS - 98.6%</b>				
(Cost - \$230,939,242#)				263,492,483
Other Assets in Excess of Liabilities - 1.4%				3,779,906
<b>TOTAL NET ASSETS - 100.0%</b>				\$ 267,272,389



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- (a) All or a portion of this security is held at the broker as collateral for open futures contracts.
- (b) Pre-Refunded bonds are escrowed with U.S. government obligations and/or U.S. government agency securities and are considered by the manager to be triple-A rated even if issuer has not applied for new ratings.
- (c) Income from this issue is considered a preference item for purposes of calculating the alternative minimum tax ( AMT ).
- (d) Variable rate security. Interest rate disclosed is as of the most recent information available.
- (e) Maturity date shown represents the mandatory tender date.
- (f) Variable rate demand obligations have a demand feature under which the Fund can tender them back to the issuer or liquidity provider on no more than 7 days notice.
- (g) Maturity date shown is the final maturity date. The security may be sold back to the issuer before final maturity.

# Aggregate cost for federal income tax purposes is substantially the same.

### Abbreviations used in this schedule:

AGC	Assured Guaranty Corporation	Insured Bonds
AGM	Assured Guaranty Municipal Corporation	Insured Bonds
CAB	Capital Appreciation Bonds	
CDA	Communities Development Authority	
COP	Certificates of Participation	
EDA	Economic Development Authority	
EFA	Educational Facilities Authority	
GO	General Obligation	
HEFA	Health & Educational Facilities Authority	
SPA	Standby Bond Purchase Agreement	Insured Bonds

### **Summary of Investments by Industry**

Industrial Revenue	24.0%
Health Care	22.5
Water & Sewer	13.8
Pre-Refunded/Escrowed to Maturity	9.6
Special Tax Obligation	7.8
Power	7.1
Transportation	4.1

**See Notes to Schedule of Investments.**

**WESTERN ASSET MUNICIPAL DEFINED OPPORTUNITY TRUST INC.**

**Schedule of investments (unaudited) (cont d)**

**February 28, 2014**

Solid Waste/Resource Recovery	4.1
Education	3.7
Local General Obligation	2.6
Leasing	0.4
Housing	0.3
Short-Term Investments	0.0
	100.0%

As a percentage of total investments. Please note that Fund holdings are as of February 28, 2014 and are subject to change.

Represents less than 0.1%.

**Ratings Table\***

**Standard & Poor's/Moody's/Fitch\*\***

AAA/Aaa	0.4%
AA/Aa	15.5
A	54.5
BBB/Baa	22.1
BB/Ba	1.5
B/B	0.7
A-1/VMIG 1	0.0
NR	5.3
	100.0%

\* As a percentage of total investments.

\*\* The ratings shown are based on each portfolio security's rating as determined by Standard & Poor's, Moody's or Fitch, each a Nationally Recognized Statistical Rating Organization (NRSRO). These ratings are the opinions of the NRSRO and are not measures of quality or guarantees of performance. Securities may be rated by other NRSROs, and these ratings may be higher or lower. In the event that a security is rated by multiple NRSROs and receives different ratings, the Fund will treat the security as being rated in the highest rating category received from a NRSRO.

Represents less than 0.1%.

**See Notes to Schedule of Investments.**

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**Notes to Schedule of Investments (unaudited)**

**1. Organization and significant accounting policies**

Western Asset Municipal Defined Opportunity Trust Inc. (the Fund) was incorporated in Maryland on January 15, 2009 and is registered as a non-diversified, closed-end management investment company under the Investment Company Act of 1940, as amended (the 1940 Act). The Fund's primary investment objective is to provide high current income exempt from federal income tax and then to liquidate on or about April 30, 2021 and distribute all of the Fund's net assets to shareholders. As a secondary investment objective, the Fund will seek total return. There can be no assurance the Fund's investment objectives will be achieved.

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

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

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

The Valuation Committee will consider pricing methodologies it deems relevant and appropriate when making fair value determinations. Examples of possible methodologies include, but are not limited to, multiple of earnings; discount from market of a similar freely traded security; discounted cash-flow analysis; book value or a multiple thereof; risk premium/yield analysis; yield to maturity; and/or fundamental investment analysis. The Valuation Committee will also consider factors it deems relevant and appropriate in light of the facts and circumstances. Examples of possible factors include, but are not limited to, the type of security; the issuer's financial statements; the purchase price of the security; the discount from market value of unrestricted securities of the same class at the time of purchase; analysts' research and observations from financial institutions; information regarding any transactions or offers with respect to the security; the existence of merger proposals or tender offers affecting the security; the price and extent of public trading in similar securities of the issuer or comparable companies; and the existence of a shelf registration for restricted securities.

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

The Fund uses valuation techniques to measure fair value that are consistent with the market approach and/or income approach, depending on the type of security and the particular circumstance. The market approach uses prices and other relevant information generated by market transactions involving identical or comparable securities. The income approach uses valuation techniques to discount estimated future cash flows to present value.

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

Level 1 quoted prices in active markets for identical investments

Notes to Schedule of Investments (unaudited) (continued)

Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)

Level 3 significant unobservable inputs (including the Fund's own assumptions in determining the fair value of investments)  
The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

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

DESCRIPTION	ASSETS			TOTAL
	QUOTED PRICES (LEVEL 1)	OTHER SIGNIFICANT OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)	
Municipal bonds		\$ 263,392,483		\$ 263,392,483
Short-term investments		100,000		100,000
<b>Total investments</b>		<b>\$ 263,492,483</b>		<b>\$ 263,492,483</b>

  

DESCRIPTION	LIABILITIES			TOTAL
	QUOTED PRICES (LEVEL 1)	OTHER SIGNIFICANT OBSERVABLE INPUTS (LEVEL 2)	SIGNIFICANT UNOBSERVABLE INPUTS (LEVEL 3)	
Other financial instruments:				
Futures contracts	\$ 140,115			\$ 140,115

See Schedule of Investments for additional detailed categorizations.

**(b) Futures contracts.** The Fund uses futures contracts generally to gain exposure to, or hedge against, changes in interest rates or gain exposure to, or hedge against, changes in certain asset classes. 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 cash or cash equivalents with a broker in an amount equal to a certain percentage of the contract amount. This is known as the initial margin and subsequent payments (variation margin) are made or received by the Fund each day, depending on the daily fluctuation in the value of the contract.

Futures contracts involve, to varying degrees, risk of loss. In addition, there is the risk that the Fund may not be able to enter into a closing transaction because of an illiquid secondary market.

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

**2. Investments**

At February 28, 2014, the aggregate gross unrealized appreciation and depreciation of investments for federal income tax purposes were substantially as follows:

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Gross unrealized appreciation	\$ 35,066,600
Gross unrealized depreciation	(2,513,359)
Net unrealized appreciation	\$ 32,553,241

**Notes to Schedule of Investments (unaudited) (continued)**

At February 28, 2014, the Fund had the following open futures contracts:

	<b>Number of Contracts</b>	<b>Expiration Date</b>	<b>Basis Value</b>	<b>Market Value</b>	<b>Unrealized Loss</b>
<b>Contracts to Sell:</b>					
U.S. Treasury Long-Term Bonds	81	6/14	\$ 10,637,948	\$ 10,778,063	\$ (140,115)

**3. Derivative instruments and hedging activities**

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

The following is a summary of the Fund's derivative instruments categorized by risk exposure at February 28, 2014.

<b>Primary Underlying Risk</b>	<b>Futures Contracts Unrealized Depreciation</b>
Interest Rate Risk	\$ (140,115)

During the period ended February 28, 2014, the volume of derivative activity for the Fund was as follows:

	<b>Average Market Value</b>
Futures contracts (to sell)	\$ 10,057,430



**ITEM 2. CONTROLS AND PROCEDURES.**

- (a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the disclosure controls and procedures required by Rule 30a-3(b) under the 1940 Act and 15d-15(b) under the Securities Exchange Act of 1934.
  
- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant's last fiscal quarter that have materially affected, or are likely to materially affect the registrant's internal control over financial reporting.

**ITEM 3. EXHIBITS.**

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

**SIGNATURES**

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

Western Asset Municipal Defined Opportunity Trust Inc.

By                    /s/   **KENNETH D. FULLER**  
                              **Kenneth D. Fuller**  
                              **Chief Executive Officer**

Date: April 24, 2014

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

By                    /s/   **KENNETH D. FULLER**  
                              **Kenneth D. Fuller**  
                              **Chief Executive Officer**

Date: April 24, 2014

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

Date: April 24, 2014