

THOMPSON WILLIAM S
Form 5
December 31, 2008

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
THOMPSON WILLIAM S

(Last) (First) (Middle)

840 NEWPORT CENTER
DRIVE, SUITE 100

(Street)

NEWPORT BEACH, CA 92660

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PCM FUND, INC. [PCM]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
SENIOR VICE PRESIDENT

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| COMMON STOCK | 08/24/2001 | ^ | P4 | 18,047 A \$ 14.0344 | 18,047 | I | See Footnote (2) |
| COMMON STOCK | 05/28/2002 | ^ | P4 | 1,070 A \$ 14.612 | 1,070 | I | See Footnote (2) |
| COMMON STOCK | 05/29/2002 | ^ | P4 | 5,800 A \$ 14.6098 | 5,800 | I | See Footnote |

| | | | | | | | | | |
|--------------|------------|---|----|-------|---|----------|-------------------------|---|-------------------------|
| COMMON STOCK | 05/30/2002 | Â | P4 | 3,300 | A | \$ 14.72 | 0 <u>(1)</u> <u>(3)</u> | I | (2) See Footnote (2) |
|--------------|------------|---|----|-------|---|----------|-------------------------|---|-------------------------|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Price of Underlying Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------------------|
| | Director | 10% Owner | Officer | Other |
| THOMPSON WILLIAM S 840 NEWPORT CENTER DRIVE SUITE 100 NEWPORT BEACH, CA 92660 | Â | Â | Â | SENIOR VICE PRESIDENT |

Signatures

/S/ STEVEN LUDWIG, ATTORNEY-IN-FACT FOR WILLIAM S. THOMPSON

12/22/2008

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- In addition to the acquisitions set forth on this Form 5 (all of which have been sold in previously reported transactions), the Reporting Person also acquired an aggregate of 6,050 shares on various dates under a qualified dividend reinvestment plan, which were not previously reported in the Reporting Person's aggregate holdings and all of which have been sold in previously reported transactions.

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A rabbi trust established in connection with the Executive Deferred Compensation Plan of Allianz Dresdner Asset Management of America LLC acquired common shares of the Issuer maintained for the benefit of Mr. Thompson. The shares are held in the name of the Plan.

- (3) Reflects the form and amount of securities beneficially owned as of the Issue's fiscal year end reflected in Box 3.

^

Remarks:

Pacific^ Investment^ Management^ Company^ LLC^ (PIMCO)^ is^ the^ investment^ adviser^ of^ the^ issuer.^ ^ ^

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.