

SECURITIES AND EXCHANGE COMMISSION

FORM N-30B-2

Periodic and interim reports mailed to investment company shareholders (other than annual and semi-annual reports mailed to shareholders pursuant to Rule 30e-1)

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SMITH BARNEY SHEARSON INCOME TRUST

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Business Address
*TWO WORLD TRADE CENTER
NEW YORK NY 10048
2124648068*

ANNUAL REPORT

NOVEMBER 30, 1993

[GRAPHIC]

SMALL BOX ABOVE FUND NAME SHOWING
CERTIFICATES, DRAFTING PAPERS AND A
MEASURING TOOL.

SMITH BARNEY SHEARSON
LIMITED
MATURITY
MUNICIPALS
FUND

[LOGO]

SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

DEAR SHAREHOLDER:

We are pleased to provide the annual report for Smith Barney Shearson Limited Maturity Municipals Fund for the fiscal year ended November 30, 1993. During the past year the net asset value of the Fund increased to \$8.26 from \$8.07, and the Fund paid dividends totaling \$0.36 per share. The total return on your investment during the past fiscal year was 6.98%. This total return earned the Fund a first quartile ranking from Lipper Analytical Services, Inc., a nationally recognized mutual fund ranking organization. We are pleased with this performance, and will endeavor to provide similarly-attractive relative performance in future years.

LIMITED MATURITY MUNICIPALS INVESTMENT PERFORMANCE

To allow you to compare the performance of your investment in the Fund to that of the general market, we have included a chart showing the values of \$10,000 invested in the Fund since its inception and in the Lehman Brothers Five-Year Municipal Bond Index. The Lehman Brothers Five-Year Municipal Bond Index is an unmanaged, broad-based index which includes about 3,400 tax-free issues totaling approximately \$39 billion in market capitalization. The average maturity of the securities in the Index is approximately 5.09 years; in comparison, the average maturity of the securities in the Fund is 4.6 years. Like the Fund, the Index includes issues drawn from a diverse range of market sectors, including general obligation, revenue and insured bonds that are rated investment grade (AAA to BAA). Because it is unmanaged, the Lehman Brothers Five-Year Municipal Index is not subject to the same management and trading expenses of a mutual fund.

THE MUNICIPAL MARKET AND THE ECONOMIC ENVIRONMENT

By the end of 1993, the tax-exempt market will have set a record for bond issuance of approximately \$300 billion. Municipalities, like individuals, took advantage of the low level of interest rates and used it as an opportunity to refinance higher interest rate debt. About 75% of these new issues will be used to retire the higher interest rate debt that was issued in the early 1980s. Investors consequently have faced a high rate of bond calls during the past

year, and we anticipate that this is something they will have to contend with in 1994 as well. We expect that in 1994 the volume of new issuance will once again be in the more traditional range of \$150 to \$175

CONTINUED

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billion. Although the supply of municipal securities was very high during the Fund's fiscal year, demand was equally high. Investors whose bonds were called or retired sought to replace them with new issues, and the passage of a retroactive tax increase in August buoyed demand for tax-exempt issues.

The market suffered from some periodic weakness throughout the year, and especially at the end of the year, but we are optimistic that it will regain its strength in early 1994. We think this will likely begin in earnest once the higher withholding rates go into effect, and again when people begin preparing their 1993 income taxes. We don't anticipate a surge in the inflation rate because the increase in economic growth and consumer confidence will be offset by higher Federal tax rates and uncertainty over the cost of health care reform.

PORTFOLIO STRATEGY

We continue to invest the Fund's holdings in high quality investments. At the end of its fiscal year, 96% of the Fund was invested in issues rated BBB or higher (investment grade) by either Standard & Poor's Corporation or Moody's Investor Services. We believe that this strategy was partially responsible for the Fund's excellent investment returns and low market fluctuations. We have concentrated our investments in the Fund in general obligation securities, high quality hospital issues which are additionally secured by insurance, housing, essential utility, and education issues. It is our opinion that this diversified, high quality approach to the intermediate-term market best serves the interests of the Fund's investors.

DIVIDEND POLICY

The Fund does not pay a level monthly dividend rate but instead distributes to shareholders the accrued monthly income earned by the portfolio. We will continue to strive to offer an attractive dividend distribution as we also face declining interest rates and rising volatility.

We appreciate the confidence you continue to place in us, and will continue to strive to maintain your trust.
Sincerely,

Heath B. McLendon
CHAIRMAN OF THE BOARD

Lawrence T. McDermott
VICE PRESIDENT AND
INVESTMENT OFFICER

January 5, 1994

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PORTFOLIO HIGHLIGHTS
(unaudited)

November 30, 1993

INDUSTRY BREAKDOWN

Pie chart depicting the allocation of the Income Trust Limited Maturity Municipals Fund investment securities held at November 30, 1993 by industry classification. The pie is broken in pieces representing industries in the following percentages:

<TABLE>

<CAPTION>

INDUSTRY	PERCENTAGE
<S>	<C>
Pollution Control Revenue	4.7%
Net Other Assets & Short-Term Investments	3.2%
General Obligation	33.8%
Industrial Development Revenue	3.9%
Housing	9.0%
Other Municipal Bonds	2.2%
Education	7.5%
Hospital & Life Care	17.1%
Transportation	7.4%
Utilities	11.2%

</TABLE>

SUMMARY OF MUNICIPAL BONDS BY COMBINED RATINGS

<TABLE>

<CAPTION>

Moody's	Standard & Poor's	Percent of Market Value
<C>	<C>	<C>
Aaa	OR AAA	28.6%
Aa	AA	21.3
A	A	22.9
Baa	BBB	18.5
VMIG1	A-1	5.3
NR	NR	3.4
		100.0%

</TABLE>

AVERAGE MATURITY: 4.6 years

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HISTORICAL PERFORMANCE (UNAUDITED)

<TABLE>

PERIOD TOTAL ENDED RETURN** <S>	NET ASSET VALUE		CAPITAL GAINS	DIVIDENDS	
	BEGINNING	ENDING	DISTRIBUTED	PAID	<C>
12/31/91*- 11/30/92 6.88%	\$7.90	\$8.07	\$--	\$0.36	
11/30/93 6.98	8.07	8.26	0.00+	0.36	
TOTAL			\$0.00+	\$0.72	
CUMULATIVE TOTAL RETURN - (12/31/91 THROUGH 11/30/93)					
14.33%					

<FN>
 *The Fund commenced operations on December 31, 1991.
 **Figures assume reinvestment of all dividends and capital gains distributions and do not reflect deduction of the applicable sales charges.
 +Amount represents less than \$0.01 per share.
 </TABLE>

IT IS THE FUND'S POLICY TO DISTRIBUTE DIVIDENDS MONTHLY AND CAPITAL GAINS, IF ANY, ANNUALLY.

AVERAGE ANNUAL TOTAL RETURN*** (UNAUDITED)

<TABLE>
 <CAPTION>

WITH FRONT END AND CONTINGENT DEFERRED SALES CHARGES		WITHOUT FRONT END AND CONTINGENT DEFERRED SALES CHARGES		
		WITH WAIVER	WITHOUT WAIVER	WITH WAIVER
YEAR ENDED 11/30/93		6.98%	6.59%	
4.65%	4.27%			
INCEPTION (12/31/91) THROUGH 11/30/93		7.24%	6.69%	
6.54%	6.00%			

<FN>
 ***Shares of the Fund are subject to a maximum 1.25% front-end sales charge and a maximum 1% contingent deferred sales charge (CDSC). All total return

figures shown reflect the reinvestment of dividends and capital gains. The Fund waived fees from December 31, 1991 to the present; a shareholder's actual return for the period during which fees were waived would be the higher of the two numbers shown.

</TABLE>

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A line graph depicting the total growth (including reinvestment of dividends and capital gains) of a hypothetical investment of \$10,000 in Limited Maturity Municipals Fund shares on December 31, 1991 through November 30, 1993 as compared with the growth of a \$10,000 investment in Lehman Brothers 5 Year Municipal Bond Index and Lipper Peer Group Average Index. The plot points used to draw the line graph were as follows:

<TABLE>

<CAPTION>

MONTH ENDED	GROWTH OF \$10,000 INVESTED IN SHARES OF THE FUND	GROWTH OF \$10,000 INVESTMENT IN THE LEHMAN BROTHERS 5 YEAR MUNI BOND INDEX	GROWTH OF \$10,000 INVESTMENT IN THE LIPPER PEER GROUP AVERAGE INDEX
<S>	<C>	<C>	<C>
12/91	\$ 9,875	\$10,000	\$10,000
01/92	9,905	10,029	10,041
03/92	9,965	10,005	10,069
06/92	10,217	10,342	10,310
09/92	10,429	10,611	10,500
12/92	10,628	10,762	10,648
03/93	10,872	11,005	10,858
06/93	11,088	11,302	11,029
09/93	11,300	11,562	11,198
11/93	11,290	11,531	11,207

</TABLE>

+ Hypothetical illustration of \$10,000 invested at inception on December 31, 1991 through November 30, 1993 compared to the Lehman Brothers 5-year Municipal Bond Index and Lipper Peer Group Average Index. Investment assumes deduction of the front-end sales charge and CDSC.

The Lehman Brothers 5-Year Municipal Bond Index is an unmanaged, broad-based index which includes about 3,400 tax-free issues totaling approximately \$39 billion in market capitalization. The average maturity of the securities in the index is approximately 5.09 years.

The Lipper Analytical Services, Inc. Peer Group Average Index is composed of an average of the Fund's peer group of mutual funds (25 as of November 30, 1993) investing in limited maturity municipal securities.

This period was one in which municipal bond prices fluctuated and the results should not be considered as a representation of the dividend income or capital gain or loss which may be realized from an investment in the Fund today. No adjustment has been made for shareholder tax liability on dividends or capital gains.

NOTE: All figures cited here and on the following pages represent past performance of the Fund and do not guarantee future results.

SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS
1993

November 30,

<TABLE>

<S>	<C>	
		KEY TO INSURANCE ABBREVIATIONS
AMBAC	--	American Municipal Bond Assurance Corporation
CONNIE LEE	--	College Construction Loan Association
FGIC	--	Federal Guaranty Insurance Corporation
FHA	--	Federal Housing Administration
FSA	--	Financial Security Assurance
MBIA	--	Municipal Bond Investor Assurance

</TABLE>

<TABLE>

<CAPTION>

		RATINGS (UNAUDITED)	
MARKET VALUE		MOODY'S	S&P
FACE VALUE			
(NOTE 1)			
<C>	<S>	<C>	<C>

	MUNICIPAL BONDS AND NOTES -- 94.8%		
	ALASKA -- 1.9%		
	North Slope Boro, Alaska:		
\$ 500,000	Series A, (MBIA Insured),		
	4.650% due 6/30/97	Aaa	AAA
\$ 509,375			
1,300,000	4.850% due 6/30/98	Aaa	AAA
1,329,250			
	ARIZONA -- 0.9%		
810,000	Yuma & La Paz County, Arizona, Community		
	College District, (Arizona Western		
	College), (AMBAC Insured)		
	6.2% due 7/1/98	Aaa	AAA
872,775			
	CALIFORNIA -- 1.6%		
1,000,000	Central Valley, California, Financing		
	Authority, Cogeneration Project Revenue,		
	(Carson Inc.),		
	5.000% due 7/1/98	NR	BBB
997,500			
500,000	San Francisco, California, Bay Area Rapid		
	Transit District, Sales Tax Revenue, (AMBAC		
	Insured),		
	4.600% due 7/1/97	Aaa	AAA
508,125			
	COLORADO -- 4.0%		
610,000	Arapahoe County, Colorado, Certificates of		
	Participation, (AMBAC Insured),		

638,975
</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

MARKET VALUE	FACE VALUE (NOTE 1)	RATINGS (UNAUDITED)	
		MOODY'S	S&P

<C>	<S>	<C>	<C>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
COLORADO -- (CONTINUED)			
\$ 415,000	Colorado Housing Finance Authority, Single Family Project, Series A3, 5.750% due 5/1/97	NR	AA
\$ 427,969	Denver, Colorado, City & County Airport Authority: Series C, 5.750% due 11/15/97	Baa1	BBB
1,190,000	Series D, 6.800% due 11/15/97	Baa1	BBB
1,230,163	Meridian, Colorado, Metropolitan District Refunding, 7.000% due 12/1/97	A3	NR
1,000,000	CONNECTICUT -- 0.7% New Haven, Connecticut, General Obligation, Series B, 5.700% due 12/1/97	Baa	
1,065,000	DISTRICT OF COLUMBIA -- 1.6% District of Columbia, Certificates of Participation, 6.000% due 1/1/97	NR	BBB
500,000	District of Columbia, General Obligation, Series A, 5.000% due 6/1/98	Baa	A-
538,125	FLORIDA -- 2.4% Dade County, Florida, Health Facilities Authority, Series A (Baptist Hospital, Miami),		
625,000			
BBB- 646,094			
1,290,000			
1,304,512			
250,000			
252,813			
1,125,000			

1,185,469	5.75% due 5/1/16	NR	A+
500,000	Florida Housing Finance Agency, Adjustable Multifamily Mortgage, Series QQ, (FSA Insured),		
	5.500% due 11/1/07	Aaa	AAA
511,875			
625,000	South Broward, Florida, Hospital District, (AMBAC Insured)		
	4.350% due 5/1/98	Aaa	AAA
627,344			
</TABLE>			

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

		RATINGS (UNAUDITED)	
MARKET VALUE		MOODY'S	S&P
FACE VALUE (NOTE 1)			

<C>	<S>	<C>	<C>
<C>			
MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
	GEORGIA -- 3.2%		
\$1,475,000	Georgia, State, Series D, General Obligation,		
	6.500% due 8/1/98	Aaa	AA+
\$ 1,626,188			
1,250,000	Municipal Electric Authority of Georgia, Special Obligation Refunding, Second Crossover Series,		
	8.125% due 1/1/17	A1	AA-
1,432,812			
	IDAHO -- 0.4%		
365,000	Idaho Housing Agency, Single Family Mortgage, Refunding,		
	5.500% due 1/1/97	Aa	NR
374,581			
	ILLINOIS -- 8.0%		
250,000	Hoffman Estates, Illinois, Tax Increment Revenue, Junior Lien, (Hoffman Estates Development Project),		
	6.500% due 5/15/01	Baa1	
BBB+ 269,063			
1,000,000	Illinois Development Financing Authority Revenue, (Catholic Charities Housing), Series A,		
	5.000% due 1/1/28	Aa2	NR

1,028,750	500,000	Illinois Educational Facilities Authority, Revenue, (Museum of Science and Industry), 5.625% due 10/1/26	Aa3	NR
515,625		Illinois Health Facilities Authority, Refunding: (Children's Memorial Hospital), (MBIA Insured), 6.000% due 8/15/98	Aaa	AAA
1,040,000		(Delnor Community Hospital), (FSA Insured), 4.500% due 5/15/98	Aaa	AAA
1,111,500	1,045,000	Joliet, Illinois, Corporate Purpose, (MBIA Insured), 5.4% due 1/1/98	Aaa	AAA
1,048,919	1,650,000			
1,713,937				

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

		RATINGS (UNAUDITED)	
MARKET VALUE	FACE VALUE	MOODY'S	S&P
	(NOTE 1)		

<C>	<S>	<C>	<C>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
ILLINOIS -- (CONTINUED)			
\$1,000,000	St. Clair County, Illinois, General Obligation, (FGIC Insured), 4.600% due 10/1/98	Aaa	AAA
\$ 1,010,000	State of Illinois, General Obligation, 4.500% due 8/1/98	Aa	AA-
1,012,500	INDIANA -- 1.2%		
415,000	Indiana Bond, Bank Special Project, Series F, 5.800% due 8/1/97	NR	A
437,825	Warrick County, Indiana, Environmental Improvement, (Southern Indiana Gas & Electric Project), Series A, 4.650% due 5/1/28	Aa2	AA
760,313			

500,000	IOWA -- 4.8% Iowa State, Certificates of Participation, Series A, (AMBAC Insured), 5.400% due 7/1/96	Aaa	AAA
518,750			
500,000	Iowa State, Housing Finance Authority, Single Family Mortgage, Series F, (AMBAC Insured), 5.150% due 1/1/98	Aaa	AAA
517,500			
350,000	Iowa Student Loan Liquidity Corporation, Student Loan Revenue, Series A, 6.000% due 3/1/98	Aa1	NR
368,375			
2,000,000	LeClaire, Iowa, Electric Revenue, Series B, 4.125% due 9/1/26	NR	NR
2,010,000			
1,190,000	Sioux City, Iowa, Hospital Revenue Refunding, (Sisters of Mercy Health), Series D, (MBIA Insured) 5.000% due 8/15/98	Aaa	AAA
1,222,725			
330,000	LOUISIANA -- 1.5% Louisiana Public Facilities Revenue, Student Loan, Louisiana Opportunity Loan, Series D, (FSA Insured), 5.700% due 1/1/97	Aaa	AAA
344,025			

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

		RATINGS (UNAUDITED)	
MARKET VALUE		MOODY'S	S&P
FACE VALUE			
(NOTE 1)			

<C>	<S>	<C>	<C>

MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
LOUISIANA -- (CONTINUED)			
\$ 500,000	Louisiana State Refunding, Series A, Capital Guaranty, 6.600% due 8/1/97	Baa1	AAA
\$ 542,500			
500,000	New Orleans, Louisiana, Exhibit Hall Authority, Hotel Occupancy Tax Revenue, (AMBAC Insured),		

	5.250% due 1/15/97	Aaa	AAA
520,000			
	KENTUCKY -- 1.1%		
990,000	University of Louisville, Kentucky, Series J,		
	4.875% due 5/1/98	A	AA-
1,013,512			
	MAINE -- 0.3%		
250,000	Maine Health & Higher Educational Facilities, Special Obligation Revenue, Medium Term Facilities, (FSA Insured),		
	5.500% due 7/1/97	Aaa	AAA
260,000			
	MARYLAND -- 0.3%		
320,000	Montgomery County, Maryland, Housing Authority, Multifamily Revenue, Series 85A, Guaranteed, (Hunt Club),		
	6.000% due 2/1/97	NR	AA
323,600			
	MASSACHUSETTS -- 9.1%		
750,000	Lowell, Massachusetts, General Obligation,		
	5.500% due 8/15/97	Baa1	NR
775,313			
1,000,000	Massachusetts Housing Finance Agency, Housing Projects, Series A,		
	4.600% due 10/1/97	A1	A+
1,013,750			
	Massachusetts Municipal Electric Wholesale Company, Power Supply System Revenue: Series C:		
285,000	5.800% due 7/1/96	Baa1	
BBB+ 294,262			
205,000	6.000% due 7/1/97	Baa1	
BBB+ 214,481			
	Series E:		
250,000	4.800% due 7/1/96	Baa1	
BBB+ 252,500			
100,000	5.100% due 7/1/97	Baa1	
BBB+ 101,875			

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)
1993

November 30,

<TABLE>
<CAPTION>

		RATINGS (UNAUDITED)	
MARKET VALUE	FACE VALUE	MOODY'S	S&P
(NOTE 1)			

<C>	<S>	<C>	<C>

<C>

MUNICIPAL BONDS AND NOTES -- (CONTINUED)

MASSACHUSETTS -- (CONTINUED)

\$ 500,000	Massachusetts State Convention Center, (Hynes Convention Center), Series A, 5.450% due 9/1/96	A	A+
\$ 517,500	Massachusetts State Health and Educational Facilities Authority, Medical Center of Central Massachusetts, Series A, 6.000% due 7/1/97	A	A-
445,000			
470,031	Massachusetts Water Resources Authority: Series A, 5.600% due 7/15/96	A	A-
500,000			
518,750	Series B, 4.600% due 3/1/98	A	A-
1,000,000			
1,008,750	New Bedford, Massachusetts, General Obligation, 4.900% due 3/1/98	Baa1	NR
300,000			
300,375	New England Educational Loan Marketing Corporation: Student Loan, Series B, 5.000% due 6/1/98	A1	A-
1,000,000			
1,017,500	Student Loan, Series C, 4.750% due 7/1/98	A1	A-
1,000,000			
1,008,750	Plymouth County, Massachusetts, Certificates of Participation, Series A, 5.700% due 10/1/96	NR	
500,000			
BBB- 515,625	Springfield, Massachusetts, School Project, Series B, 5.300% due 9/1/97	Baa1	NR
720,000			
741,600	MICHIGAN -- 2.2% Detroit, Michigan, District State Aid, 5.625% due 5/1/97	Baa1	
750,000			
BBB+ 772,500	Michigan Higher Education Student Loan, Education Revenue, Series XIV-A, 5.400% due 10/1/96	A	NR
250,000			
257,500			

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)
1993

November 30,

<TABLE>

<CAPTION>

RATINGS
(UNAUDITED)

MARKET VALUE

FACE VALUE
(NOTE 1)

MOODY'S S&P

		<C>	<C>

<C>	<S>	<C>	<C>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
MICHIGAN -- (CONTINUED)			
\$1,030,000	Michigan Municipal Bd. Authority, Equipment and Real Property Financing, Series G, (FSA Insured), 4.600% due 5/1/97	Aaa	AAA
\$ 1,045,450			
1,175,000	MISSISSIPPI -- 1.3% State of Mississippi, Capital Improvement, Series A, 6.000% due 8/1/98	AA	AA-
1,273,406			
1,000,000	NEVADA -- 2.3% Clark County, Nevada, Airport Systems Revenue, (MBIA Insured), 7.500% due 7/1/97	Aaa	AAA
1,112,500			
1,000,000	Clark County, Nevada, General Obligation, (FGIC Insured), 7.500% due 7/1/04	Aaa	AAA
1,152,500			
275,000	NEW HAMPSHIRE -- 0.3% New Hampshire Higher Education & Health Authority Revenue, (Elliot Hospital of Manchester), (AMBAC Insured), 5.700% due 10/1/97	Aaa	AAA
289,094			
500,000	NEW JERSEY -- 6.8% Atlantic County, New Jersey, Utilities Authority, Solid Waste Revenue, 6.250% due 3/1/97	Baa	NR
523,125			
435,000	Camden County, New Jersey, Pollution Control, Finance Authority, Solid Waste Resource Recovery Revenue, Series C, 6.350% due 12/1/97	Baa1	
BBB+ 467,625			
1,075,000	Hudson County, New Jersey, Improvement Authority, 5.750% due 1/1/98	NR	
BBB- 1,104,563			
500,000	New Jersey Health Care Facilities Center, (Atlantic City Medical Center), Series C, 5.600% due 7/1/96	A	A-
518,125			
</TABLE>			

SEE NOTES TO FINANCIAL STATEMENTS.

680,000

New York State Medical Care Facilities
Agency, Mental Health Service Facilities
Improvement, Series D,
6.300% due 8/15/97

Baa1

BBB+ 718,250
</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

MARKET VALUE FACE VALUE (NOTE 1)		RATINGS (UNAUDITED)	
		MOODY'S	S&P

-----		<C>	<C>
<C>	<S>		
MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
NEW YORK -- (CONTINUED)			
\$1,250,000	New York State, Transportation Highway Authority, Service Contract, Highway and Bridge Revenue, 5.200% due 4/1/97	Baa1	BBB
\$ 1,273,437	North Country, New York, Solid Waste Disposal, Series A: 5.400% due 7/1/95	Baa	NR
455,000	6.000% due 7/1/97	Baa1	NR
462,963			
400,000			
417,500			
NORTH CAROLINA -- 0.7%			
615,000	Charlotte, North Carolina, Certificates of Participation, Municipal Facilities Purchase Project, Series A, 4.900% due 1/1/98	NR	AA
630,375			
OHIO -- 1.1%			
1,000,000	Ohio State, Public Facilities Commission, Series II-A, (FSA Insured) 5.300% due 12/1/97	Aaa	AAA
1,043,750			
OKLAHOMA -- 1.5%			
220,000	Cleveland County, Oklahoma, Home Loan Authority, Single Family Mortgage Revenue: 6.000% due 8/1/96	A	NR
225,500			
185,000	6.100% due 2/1/97	A	NR
190,550			
235,000	6.100% due 8/1/97	A	NR

243,225	750,000	Grand River Dam Authority, 4.700% due 6/1/97	A	A-
769,687	500,000	OREGON -- 0.5% Clackamas County, Oregon, Hospital Facilities Authority Revenue, (Sisters of Providence), Series A, 5.300% due 10/1/96	A1	AA-
520,625	180,000	PENNSYLVANIA -- 5.3% Falls Township, Pennsylvania Hospital Authority, (Delaware Valley Medical), (FHA Insured), 6.000% due 8/1/01	NR	AAA
181,575				

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

MARKET VALUE			RATINGS (UNAUDITED)	
FACE VALUE			MOODY'S	S&P
(NOTE 1)				

			<C>	<C>

<C>	<S>		<C>	<C>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)				
		PENNSYLVANIA -- (CONTINUED)		
\$ 500,000		Lehigh County, Pennsylvania, Industrial and Community Development Authority, (Strawbridge Project), 7.200% due 12/15/01	NR	BBB
\$ 547,500				
1,000,000		Pennsylvania State, Certificates of Participation, 4.600% due 6/1/97	A	A-
1,017,500				
500,000		Pennsylvania State Higher Education, Thomas Jefferson University, Series A, 5.500% due 8/15/97	Aa	A+
523,750				
		Philadelphia, Pennsylvania, Hospitals and Higher Education Facilities Authority: (Albert Einstein Medical Center): 6.300% due 10/1/96	A	
365,000				
BBB+	374,581	6.500% due 10/1/97	A	
	390,000			
BBB+	403,650			

1,000,000	(Graduate Health Systems), 6.500% due 7/1/97	Baa1	A-
1,048,750	Philadelphia, Pennsylvania, Water & Sewer Revenue, 12th Series, 7.300% due 7/1/96	NR	AAA
298,375	Westmoreland County, Pennsylvania, Industrial Development Authority, (Valley Landfill Project), 4.375% due 5/1/18	Aa1	AA
754,688	PUERTO RICO -- 1.0% Puerto Rico Medical Hospital, Series A, (St. Lukes Hospital), 5.400% due 6/1/97	NR	A-
424,200	Commonwealth of Puerto Rico, Puerto Rico Sugar Corporation, 6.800% due 7/1/94	Baa	BBB
561,687	RHODE ISLAND -- 1.0% Rhode Island State, Health and Higher Education Facilities, (Salve Regina College), (Connie Lee Insured), 4.900% due 3/15/98	NR	AAA
452,650			

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

MARKET VALUE	FACE VALUE (NOTE 1)	RATINGS (UNAUDITED)	
		MOODY'S	S&P
-----	-----	-----	-----
<C>	<S>	<C>	<C>
<C>			
MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
	RHODE ISLAND -- (CONTINUED)		
\$ 500,000	Rhode Island State, Student Loan Authority, Series A, 5.700% due 12/1/96	A	NR
\$ 517,500	SOUTH CAROLINA -- 0.5% South Carolina, State, Public Service Authority, Revenue, (Santee - Cooper Project), Series D,		

524,375	5.500% due 7/1/98	A1	A+
	TENNESSEE -- 1.0%		
1,000,000	Bristol, Tennessee, Health & Educational Facilities Board, Revenue, (Bristol Regional Medical Center Hospital), (FGIC Insured)		
	4.250% due 9/1/98	Aaa	AAA
995,000			
	TEXAS -- 8.4%		
500,000	Arlington, Texas, Waterworks & Sewer Revenue, Refunding and Improvement, (FGIC Insured),		
	5.400% due 6/1/97	Aaa	AAA
522,500			
2,000,000	Bell County, Texas, Health Facilities Development Corporation, Central Texas Pooled Health, Series A		
	4.750% due 10/1/23	NR	AA
1,975,000			
1,000,000	Brazos, Texas, Higher Education Authority, Series A-1,		
	5.300% due 12/1/97	Aa	NR
1,030,000			
300,000	Dallas-Fort Worth, Texas, Regional Airport Revenue, Series A, (FGIC Insured),		
	5.875% due 11/1/07	Aaa	AAA
308,625			
1,000,000	North Texas, Higher Education Authority, Student Loan Revenue, Series B,		
	4.850% due 4/1/98	Aaa	NR
1,010,000			
670,000	Spring Branch, Texas, Independent School District, Public Property, Contractual Obligation,		
	4.300% due 2/15/98	Aa	NR
674,187			

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

		RATINGS (UNAUDITED)	
MARKET VALUE	FACE VALUE	MOODY'S	S&P
(NOTE 1)			

<C> <S> <C> <C>
<C>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)

TEXAS -- (CONTINUED)

\$1,000,000	Tarrant County, Texas, Housing Finance Corporation, Multifamily Housing, (Bedford Springs),		
	4.500% due 9/1/06	NR	AA
\$ 1,000,000	Texas State Veterans Housing Assistance:		
1,000,000	6.000% due 12/1/12	Aa	AA
1,047,500	(FSA Insured),		
500,000	6.050% due 12/1/12	Aa	AA
524,375			
635,000	VIRGIN ISLANDS -- 0.7%		
	Virgin Islands Public Financing Authority, Matching Funding, Series A,		
	6.250% due 10/1/96	NR	NR
659,605			
500,000	VIRGINIA -- 1.1%		
	Fairfax County, Virginia, Redevelopment & Housing Authority, Multifamily Housing Revenue Refunding, Mortgage Loan, Kingsley, Series A, (FHA Insured),		
	6.500% due 11/1/01	NR	AAA
534,375			
500,000	Virginia Educational Loan Authority, Guaranteed Revenue, Series C,		
	4.850% due 3/1/98	Aaa	NR
510,000			
1,000,000	WASHINGTON -- 4.6%		
	Washington State, Series R93B-1,		
	4.125% due 10/1/97	Aa	AA
1,002,500			
485,000	Washington State Housing Finance, Single Family Mortgage Revenue, (GNMA and FNMA Securities Program), Series D,		
	5.800% due 7/1/97	NR	AAA
488,031			
1,500,000	Washington State Public Power Supply: Series B, (Nuclear Project No. 3),		
	7.000% due 7/1/97	Aa	AA
1,629,375			
1,360,000	Series C, (Nuclear Project No. 1),		
	4.100% due 7/1/98	Aa	AA
1,344,700			

SEE NOTES TO FINANCIAL STATEMENTS.

SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)
1993

November 30,

<TABLE>
<CAPTION>

RATINGS
(UNAUDITED)

MARKET VALUE

FACE VALUE MOODY'S S&P
(NOTE 1)

<C> <S> <C> <C>
<C>

MUNICIPAL BONDS AND NOTES -- (CONTINUED)

	WISCONSIN -- 2.8%		
\$ 250,000	Wisconsin Housing Economic Development Authority, Series A, 5.400% due 11/1/97	A1	A
\$ 257,500			
2,360,000	Wisconsin, State, Health & Educational Facilities Authority, (Aurora Health Care), (MBIA Insured) 5.500% due 8/15/98	Aa	AAA
2,472,100			

TOTAL MUNICIPAL BONDS AND NOTES
(Cost \$89,906,605)

91,433,424

SHORT-TERM MUNICIPAL BONDS AND NOTES -- 5.4%

	FLORIDA -- 0.2%		
200,000	Florida Housing Finance Agency, Multifamily, (Cypress Lake), 2.200% due 12/1/07++	NR	A-1
200,000			
1,100,000	NEW YORK -- 1.9%		
	New York, New York (Japan Airlines), City Industries Development Agency, 2.100% due 11/1/15+	NR	A-
1+ 1,100,000			
200,000	200,000		
	New York, New York, Sub Series A-4, 2.000% due 8/1/22+	VMIG1	A-1
200,000			
500,000	New York, New York Sub Series A-9, 2.250% due 8/1/18+	VMIG1	A-
1+ 500,000			
3,200,000	PUERTO RICO -- 3.3%		
	Commonwealth of Puerto Rico, Government Development Bank, 2.250% due 12/1/15++	VMIG1	A-
1+ 3,200,000			

TOTAL SHORT-TERM MUNICIPAL BONDS AND NOTES
(Cost \$5,200,000)

5,200,000

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

 PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
 1993

<TABLE>
 <CAPTION>

MARKET VALUE FACE VALUE (NOTE 1)		RATINGS (UNAUDITED)	
		MOODY'S	S&P

<C>	<S>	<C>	<C>
<C>			
	PRIVATELY PLACED TAX-EXEMPT MUNICIPAL LEASE AGREEMENT -- 0.7% (COST \$632,372)		
	TENNESSEE -- 0.7%		
\$ 622,072	The Health and Educational Facilities Board of the Metropolitan Government of Nashville and Davidson County, Tennessee, on behalf of Cocke County, Baptist Hospital 7.250% due 9/1/96+++	NR	NR
\$ 642,290			

 TOTAL INVESTMENTS (Cost \$95,738,977*)
 100.9% 97,275,714
 OTHER ASSETS AND LIABILITIES (NET)
 (0.9) (855,071)

 NET ASSETS
 100.0% \$96,420,643

 <FN>
 *Aggregate cost for Federal tax purposes.
 +Variable rate demand bonds and notes are payable upon not more than one
 business day's notice.
 ++Variable rate demand bonds and notes are payable upon not more than seven
 business day's notice.
 +++Backed by an irrevocable bank letter of credit in the amount of \$622,072.
 </TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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 STATEMENT OF ASSETS AND LIABILITIES November 30,
 1993

<TABLE>
 <S> <C> <C>
 ASSETS:

Investments, at value (Cost \$95,738,977) (Note 1)

See accompanying schedule

\$97,275,714

Cash

57,729

Interest receivable

1,524,664

Receivable for Fund shares sold

544,977

Unamortized organization costs (Note 6)

37,130

TOTAL ASSETS

99,440,214

LIABILITIES:

Payable for investment securities purchased \$2,482,019

Dividends payable 205,380

Investment advisory fee payable (Note 2) 93,010

Payable for Fund shares redeemed 89,395

Administration fee payable (Note 2) 52,571

Distribution fee payable (Note 3) 11,763

Custodian fees payable (Note 2) 9,600

Transfer agent fees payable (Note 2) 3,000

Accrued expenses and other payables 72,833

TOTAL LIABILITIES

3,019,571

NET ASSETS

\$96,420,643

NET ASSETS consist of:

Undistributed net investment income \$

8,275

Accumulated net realized loss on investments sold

(36,551)

Unrealized appreciation of investments

1,536,737

Par value

11,680

Paid-in capital in excess of par value

94,900,502

TOTAL NET ASSETS

\$96,420,643

NET ASSET VALUE per share

(\$96,420,643 DIVIDED BY 11,679,643 shares of beneficial interest outstanding)+

\$8.26

MAXIMUM OFFERING PRICE PER SHARE (\$8.26 DIVIDED BY 0.9875)

(based on sales charge of 1.25% of the offering price at

November 30, 1993)

\$8.36

<FN>
+Redemption price per share is equal to Net Asset Value less any applicable contingent deferred sales charge.
</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

STATEMENT OF OPERATIONS

FOR THE YEAR ENDED NOVEMBER 30, 1993

<TABLE>

<S> <C>
<C>

INVESTMENT INCOME:

Interest
\$3,247,740

EXPENSES:

Investment advisory fee (Note 2)	\$ 228,137
Sub-investment advisory and administration fee (Note 2)	130,364
Distribution fee (Note 3)	97,773
Registration and filing fees	62,258
Shareholder reports expense	51,888
Legal and audit fees	36,788
Custodian fees (Note 2)	31,035
Transfer agent fees (Note 2)	27,103
Amortization of organization costs (Note 6)	12,042
Trustees' fees and expenses (Note 2)	6,594
Other	15,478
Fees waived by investment adviser and administrator (Note 2)	(212,920)

TOTAL EXPENSES
486,540

NET INVESTMENT INCOME
2,761,200

REALIZED AND UNREALIZED GAIN/(LOSS) ON INVESTMENTS (NOTES 1 AND 4):

Net realized loss on investments sold during the year
(36,551)
Net unrealized appreciation of investments during the year
1,092,054

NET REALIZED AND UNREALIZED GAIN ON INVESTMENTS
1,055,503

NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS

\$3,816,703

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

STATEMENT OF CHANGES IN NET ASSETS

<TABLE>

<CAPTION>

YEAR ENDED	YEAR ENDED	
	11/30/93	
11/30/92*	<C>	
Net investment income	\$ 2,761,200	\$
910,300		
Net realized gain/(loss) on investments sold during the period	(36,551)	
20,318		
Net unrealized appreciation of investments during the period	1,092,054	
444,683		

Net increase in net assets resulting from operations	3,816,703	
1,375,301		
Distributions to shareholders from:		
Net investment income	(2,752,925)	
(910,300)		
Net realized capital gain on investments	(20,318)	
Net increase in net assets from Fund share transactions (Note 5)	58,998,036	
35,889,146		

Net increase in net assets	60,041,496	
36,354,147		
NET ASSETS:		
Beginning of period	36,379,147	
25,000		

End of period	\$96,420,643	
\$36,379,147		

<FN>

*The Fund commenced operations on December 31, 1991.

</TABLE>

SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND-----
FINANCIAL HIGHLIGHTS

FOR A FUND SHARE OUTSTANDING THROUGHOUT EACH PERIOD.

<TABLE>

<CAPTION>

PERIOD	YEAR
ENDED	ENDED
11/30/92*	11/30/93
<S>	<C>
<C>	
Net Asset Value, beginning of period	\$ 8.07
\$ 7.90	

Income from investment operations:	
Net investment income+	0.36
0.36	
Net realized and unrealized gains on investments	0.19
0.17	

Total from investment operations	
	0.55
0.53	
Less distributions:	
Dividends from net investment income	(0.36)
(0.36)	
Distributions from net realized capital gain	
(0.00)**	--

Total distributions	
	(0.36)
(0.36)	

Net Asset Value, end of period	
	\$ 8.26
\$ 8.07	

Total return++	
	6.98%
6.88%	

Ratios/Supplemental data:	
Net assets, end of period (in 000's)	\$96,421
\$36,379	
Ratio of operating expenses to average net assets+++	0.75%
0.65%***	
Ratio of net investment income to average net assets	4.24%
4.74%***	
Portfolio turnover rate	4%

22%

<FN>

*The Fund commenced operations on December 31, 1991.

**Amount represents less than \$0.01 per share.

***Annualized.

+Net investment income before waiver of fees by investment adviser and administrator for the year ended November 30, 1993 and waiver of fees by investment adviser, sub-investment adviser and administrator, custodian and distributor for the period ended November 30, 1992 were \$0.33 and \$0.31, respectively.

++Total return represents aggregate total returns for the periods indicated and does not reflect any applicable sales charges.

+++Annualized operating expense ratios before waiver of fees by investment adviser and administrator for the year ended November 30, 1993 and waiver of fees by investment adviser, sub-investment adviser and administrator, custodian and distributor for the period ended November 30, 1992 were 1.07% and 1.28%, respectively.

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES

Smith Barney Shearson Income Trust (the "Trust") was organized as a "Massachusetts business trust" under the laws of the Commonwealth of Massachusetts on October 17, 1991. The Trust is registered with the Securities and Exchange Commission under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company. The Trust consists of the following four funds: Smith Barney Shearson Limited Maturity Treasury Fund, Smith Barney Shearson Limited Maturity Municipals Fund (the "Fund"), Smith Barney Shearson Intermediate Maturity California Municipals Fund and Smith Barney Shearson Intermediate Maturity New York Municipals Fund. The following is a summary of significant accounting policies consistently followed by the Fund in the preparation of its financial statements.

PORTFOLIO VALUATION: Securities are valued by The Boston Company Advisors, Inc. ("Boston Advisors") after consultation with an independent pricing service (the "Service") approved by the Board of Trustees. When, in the judgment of the Service, quoted bid prices for securities are readily available and are representative of the bid side of the market, these investments are valued at the mean between the quoted bid prices and asked prices. Securities for which, in the judgment of the Service, there are no readily obtainable market quotations (which may constitute a majority of the portfolio securities) are carried at fair value as determined by the Service, based on methods which include consideration of: yields or prices of municipal securities of comparable

quality, coupon, maturity and type; indications as to values from dealers; and general market conditions. Securities, not valued by the service, for which market quotations are not readily available, are valued at fair value as determined in good faith by or under the direction of the Board of Trustees. Short-term investments that mature in 60 days or less are valued at amortized cost.

SECURITIES TRANSACTIONS AND INVESTMENT INCOME: Securities transactions are recorded as of the trade date. Securities purchased or sold on a when-issued or delayed delivery basis may be settled a month or more after the trade date. Interest income is recorded on the accrual basis. Realized gains and losses from securities sold are recorded on the identified cost basis.

DIVIDENDS AND DISTRIBUTIONS TO SHAREHOLDERS: It is the policy of the Fund to declare dividends from net investment income daily and to pay such dividends monthly. Distributions from net realized capital gains, if any, are declared and paid annually, after the end of the calendar year in which earned. In addition, in

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

order to avoid the application of a 4% nondeductible excise tax on certain undistributed amounts of ordinary income and capital gains, the Fund may make an additional distribution shortly before December 31 in each year of any undistributed ordinary income or capital gains and expects to make any other distributions as are necessary to avoid this tax. Income distributions and capital gain distributions are determined in accordance with income tax regulations which may differ from generally accepted accounting principles. These differences are primarily due to differing treatments of income and gains on various investment securities held by the Fund, timing differences and differing characterization of distributions made by the Fund.

FEDERAL INCOME TAXES: The Trust intends that the Fund separately qualify as a regulated investment company, if such qualification is in the best interest of its shareholders, which distributes exempt-interest dividends, by complying with the requirements of the Internal Revenue Code of 1986, as amended, applicable to regulated investment companies and by distributing substantially all of its earnings to its shareholders. Therefore, no Federal income tax provision is required.

2. INVESTMENT ADVISORY FEE AND ADMINISTRATION FEE AND OTHER RELATED PARTY TRANSACTIONS

Up to the close of business on July 30, 1993, the Fund had an investment advisory agreement with Shearson Lehman Brothers Inc. ("Shearson Lehman Brothers") on behalf of Shearson Lehman Advisors, a member of the Asset Management Group of Shearson Lehman Brothers. Under the investment advisory agreement, the Fund paid a monthly fee at the annual rate of 0.35% of the value of its average daily net assets.

As of the close of business on July 30, 1993, The Travelers Inc. (which at the time was known as Primerica Corporation) ("Travelers") and Smith Barney, Harris Upham & Co. Incorporated completed the acquisition of substantially all of the domestic retail brokerage and asset management businesses of Shearson Lehman Brothers and Smith Barney, Harris Upham & Co. Incorporated was renamed Smith Barney Shearson.

As of the close of business on July 30, 1993, Greenwich Street Advisors, a division of Mutual Management Corp., which is controlled by Smith Barney Shearson Holdings Inc. ("Holdings"), succeeded Shearson Lehman Advisors as the Fund's investment adviser. Holdings is a wholly owned subsidiary of Travelers. The new investment advisory agreement with Greenwich Street

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Advisors (the "Advisory Agreement") contains terms and conditions substantially similar to the investment advisory agreement with the predecessor investment adviser and provides for the payment of fees at the same rate as was paid to such predecessor investment adviser.

The Fund has also entered into an administration agreement (the "Administration Agreement") with Boston Advisors, an indirect wholly owned subsidiary of Mellon Bank Corporation ("Mellon"). Under the Administration Agreement, the Fund pays a monthly fee at the annual rate of 0.20% of the value of its average daily net assets. Prior to May 21, 1993, Boston Advisors served as the Fund's sub-investment adviser and administrator and was entitled to 0.20% of the value of the Fund's average daily net assets for its services.

From time to time, Smith Barney Shearson and Boston Advisors may voluntarily waive a portion or all of their respective fees otherwise payable to them. For the year ended November 30, 1993, Smith Barney Shearson and Boston Advisors voluntarily waived fees of \$135,127 and \$77,793, respectively.

For the year ended November 30, 1993, Smith Barney Shearson received \$576,872 from investors representing commissions (sales charges) on sales of Fund shares.

A contingent deferred sales charge is generally payable by a shareholder in connection with the redemption of shares within one year after the date of purchase. For the year ended November 30, 1993, Smith Barney Shearson received from shareholders \$41,260 in contingent deferred sales charges.

No officer, director or employee of Smith Barney Shearson, Boston Advisors or of any parent or subsidiary of those corporations receives any compensation from the Trust for serving as a Trustee or officer of the Trust. The Trust pays each Trustee who is not an officer, director or employee of Smith Barney Shearson, Boston Advisors or any of their affiliates \$4,000 per annum plus \$500 per meeting attended and reimburses each such Trustee for travel and out-of-pocket expenses.

Boston Safe Deposit and Trust Company, an indirect wholly owned subsidiary of Mellon, serves as the Trust's custodian. The Shareholder Services Group Inc., a subsidiary of First Data Corporation, serves as the Trust's transfer agent.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

3. DISTRIBUTION PLAN

The Trust has adopted a plan of distribution (the "Plan") under Rule 12b-1 of the 1940 Act. Under the Plan, the Fund pays Smith Barney Shearson a monthly fee at the annual rate of 0.15% of the value of its average daily net assets for activities primarily intended to result in the sale of its shares.

Under its terms, the Plan shall remain in effect from year to year, provided that such continuance is approved annually by vote of the Trust's Trustees, including a majority of those Trustees who are not "interested persons" of the Trust and who have no direct or indirect financial interest in the operation of the Plan.

4. PURCHASES AND SALES OF SECURITIES

Cost of purchases and proceeds from sales of securities, excluding short-term investments, for the year ended November 30, 1993 were \$58,745,661 and \$2,171,538, respectively.

At November 30, 1993, aggregate gross unrealized appreciation for all securities in which there was an excess of value over tax cost was \$1,658,677, and aggregate gross unrealized depreciation for all securities in which there was an excess of tax cost over value was \$121,940.

5. SHARES OF BENEFICIAL INTEREST

The Trust may issue an unlimited number of shares of beneficial interest with a \$.001 par value. Changes in shares of beneficial interest in the Fund were as follows:

<TABLE>

<CAPTION>

YEAR ENDED

PERIOD ENDED

11/30/92*

Shares	Amount	Shares	Amount
<S>		<C>	<C>
<C>	<C>		

Sold		8,687,874	\$ 71,494,853
4,881,537	\$38,890,720		
Issued as reinvestment of dividends		249,827	2,058,125
77,008	616,375		
Redeemed		(1,768,690)	(14,554,942)
(451,078)	(3,617,949)		

Net increase		7,169,011	\$ 58,998,036
4,507,467	\$35,889,146		

<FN>

*The Fund commenced operations on December 31, 1991.

</TABLE>

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

6. ORGANIZATION COSTS

The Fund bears all costs in connection with its organization including the fees and expenses of registering and qualifying its shares for distribution under Federal and state securities regulations. All such costs are being amortized on the straight-line method over a period of five years from the commencement of operations of the Fund. In the event that any of the initial shares of the Fund are redeemed during such amortization period, the Fund will be reimbursed for any unamortized organization costs in the same proportion as the number of shares redeemed bears to the number of initial shares held at the time of redemption.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

REPORT OF INDEPENDENT ACCOUNTANTS

TO THE SHAREHOLDERS AND BOARD OF TRUSTEES OF
SMITH BARNEY SHEARSON INCOME TRUST:

We have audited the accompanying statement of assets and liabilities, including the schedule of portfolio investments, of Limited Maturity Municipals Fund, of Smith Barney Shearson Income Trust, as of November 30, 1993, and the

related statement of operations for the year then ended, and the statement of changes in net assets and the financial highlights for the year then ended and the period from December 31, 1991 (commencement of operations) to November 30, 1992. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of November 30, 1993 by correspondence with the custodian and brokers. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Limited Maturity Municipals Fund, of Smith Barney Shearson Income Trust, as of November 30, 1993, the results of its operations for the year then ended, and the changes in its net assets and the financial highlights for the year then ended and the period from December 31, 1991 (commencement of operations) to November 30, 1992, in conformity with generally accepted accounting principles.

COOPERS & LYBRAND

Boston, Massachusetts
January 10, 1994

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

TAX INFORMATION

YEAR ENDED NOVEMBER 30, 1993 (UNAUDITED)

Of the dividends paid by the Fund from investment income for the period ended November 30, 1993, 100% is tax-exempt for regular Federal income tax purposes.

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SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

GLOSSARY OF COMMONLY USED MUTUAL FUND TERMS

CAPITAL GAIN (OR LOSS): This is the increase (or decrease) in the market value (price) of a security in your portfolio. If a stock or bond appreciates in price, there is a capital gain; if it depreciates there is a capital loss. A capital gain or loss is "realized" upon the sale of a security; if net capital

gains exceed net capital losses, there may be a capital gain distribution to shareholders.

CONTINGENT DEFERRED SALES CHARGE (CDSC): One kind of back-end load, a CDSC is imposed if shares are redeemed during the first few years of ownership. The CDSC may be expressed as a percentage of either the original purchase price or the redemption proceeds. Most CDSCs decline over time, and some will not be charged if shares are redeemed after a certain period of time.

DISTRIBUTION RATE: This is the rate at which a mutual fund pays out (or distributes) interest, dividends and realized capital gains to shareholders. A fund's distribution rate is usually expressed as an annualized percent of the fund's offering price.

DIVIDEND: This is income generated by securities in a portfolio and distributed after expenses to shareholders.

FRONT-END SALES CHARGE: This is the sales charge applied to an investment at the time of initial purchase.

NET ASSET VALUE (NAV): Net asset value is the total market value of all securities held by a fund, minus any liabilities, divided by the number of shares outstanding. It is the value of a single share of a mutual fund on a given day. The total value of your investment would be the NAV multiplied by the number of shares you own.

SEC YIELD: This standardized calculation of a mutual fund's yield is based on a formula developed by the Securities and Exchange Commission (SEC) to allow funds to be compared on an equal basis. It is an annualized yield based on the portfolio's potential earnings from dividends, interest and yield to maturity of its holdings, and it reflects the payments of all portfolio expenses for the most recent 30-day period. Mutual funds are required to use this figure when stating yield.

TOTAL RETURN: Total return measures a fund's performance, taking into account the combination of dividends paid and the gain or loss in the value of the securities held in the portfolio. It may be expressed on an AVERAGE ANNUAL basis or CUMULATIVE basis (total change over a given period). In addition, total return may be expressed with or without the effects of sales charges or the reinvestment of dividends and capital gains.

Whenever a fund reports any type of performance, it must also report the average annual total return according to the standardized calculation developed by the SEC. The SEC AVERAGE ANNUAL TOTAL RETURN calculation includes the effects of all fees and sales charges and assumes the reinvestment of all dividends and capital gains.

SMITH BARNEY SHEARSON
LIMITED MATURITY MUNICIPALS FUND

TRUSTEES

Burt N. Dorsett
Peter H. Gallary
Elliot S. Jaffe
Harry W. Knight
Heath B. McLendon
Cornelius C. Rose

OFFICERS

Heath B. McLendon
CHAIRMAN OF THE BOARD

Stephen J. Treadway
PRESIDENT

Richard P. Roelofs
EXECUTIVE VICE PRESIDENT

Lawrence T. McDermott
VICE PRESIDENT AND
INVESTMENT OFFICER

Vincent Nave
TREASURER

Francis J. McNamara, III
SECRETARY

DISTRIBUTOR

Smith Barney Shearson
388 Greenwich Street
New York, New York 10013

INVESTMENT ADVISER

Greenwich Street Advisors
Two World Trade Center
New York, New York 10048

ADMINISTRATOR

The Boston Company Advisors, Inc.
One Boston Place
Boston, Massachusetts 02108

AUDITORS AND COUNSEL

Coopers & Lybrand
One Post Office Square
Boston, Massachusetts 02109

Willkie Farr & Gallagher
153 East 53rd Street
New York, New York 10022

TRANSFER AGENT

The Shareholder Services Group, Inc.
Exchange Place
Boston, Massachusetts 02109

CUSTODIAN

Boston Safe Deposit and
Trust Company
One Boston Place
Boston, Massachusetts 02108

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INVESTOR BENEFITS

MONTHLY DISTRIBUTIONS It's your fund's
policy to distribute dividend income monthly.

AUTOMATIC REINVESTMENT You may reinvest
your
dividends and/or capital gains automatically in
net
additional shares of your fund at the current
asset value.

UNLIMITED EXCHANGES If your investment
goals
change, you may exchange into another Smith
Barney
Shearson mutual fund with the same sales charge
structure without incurring a sales charge.*

SYSTEMATIC INVESTMENT PLAN This program
allows you to invest equal dollar amounts
automatically on a regular basis, monthly or
quarterly.

AUTOMATIC CASH WITHDRAWAL PLAN With this
plan, you may withdraw money on a regular basis
while maintaining your investment.

MUTUAL FUND EVALUATION SERVICE Through your
effect
Financial Consultant, you may obtain a free
personalized analysis of how your fund has
performed for you, taking into account the
of every transaction.

FOR MORE INFORMATION ABOUT THESE BENEFITS, OR IF
YOU HAVE ANY OTHER QUESTIONS, PLEASE CALL YOUR
FINANCIAL CONSULTANT OR WRITE:

MUTUAL FUND POLICY GROUP
SMITH BARNEY SHEARSON
388 GREENWICH STREET 37TH FLOOR
NEW YORK, NY 10013

*AFTER WRITTEN NOTIFICATION, EXCHANGE
PRIVILEGE MAY BE MODIFIED OR TERMINATED
AT ANY TIME.

THIS REPORT IS SUBMITTED FOR THE
GENERAL INFORMATION OF THE SHAREHOLDERS OF
THE SMITH BARNEY SHEARSON LIMITED MATURITY
MUNICIPALS FUND. IT IS NOT AUTHORIZED FOR
DISTRIBUTION TO PROSPECTIVE INVESTORS

UNLESS

ACCOMPANIED OR PRECEDED BY AN EFFECTIVE
PROSPECTUS FOR THE FUND, WHICH CONTAINS
INFORMATION CONCERNING THE FUND'S

INVESTMENT

POLICIES AND APPLICABLE SALES CHARGES, FEES
AND EXPENSES AS WELL AS OTHER PERTINENT
INFORMATION.

SMITH BARNEY SHEARSON
LIMITED
MATURITY
MUNICIPALS
FUND

Two World Trade Center
New York, New York 10048

Fund 163
FD0309 A4

ANNUAL REPORT

NOVEMBER 30, 1993
[GRAPHIC]
SMALL BOX ABOVE FUND NAME SHOWING
A ROUND, EAGLE SYMBOL LAYING
ON THE AMERICAN FLAG.
SMITH BARNEY SHEARSON
LIMITED
MATURITY
TREASURY
FUND

[LOGO]

SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

DEAR SHAREHOLDER:

INTEREST RATES AND ECONOMIC ENVIRONMENT

The election in November of 1992 of a new President, especially a
Democratic
President for the first time in 12 years, created confusion and speculation in
the financial markets. Much of the speculation was centered on the question of
whether this party's stereotypical label of "government knows best" would
continue, or would a "new Presidency" emerge? From our vantage point, there is
enough evidence to suggest that both labels are appropriate. We're going to
use

the graph below to show the effect of the economic and political environment on the interest rate of a 30-year Treasury bond.

LIMITED MATURITY TREASURY

To allow you to compare the performance of your investment in the Fund to that of the general market, we have included a chart showing the values of \$10,000 invested in the Fund since its inception and in the Lehman Brothers Intermediate Treasury Index. The Lehman Brothers Intermediate Treasury Index is an unmanaged, broad-based index which includes about 131 actively-traded Treasury issues totaling approximately \$1.4 billion in market capitalization. The average maturity of the securities in the Index is approximately 3.9 years; in comparison, the average maturity of the securities in the Fund is 4.8 years. Because it is unmanaged, the Lehman Brothers Intermediate Treasury Index is not subject to the same management and trading expenses of a mutual fund.

In expectation of a promised budget compromise and continued economic growth that was slow by historical standards, interest rates resumed their downward movement in mid-January (A). Once long-term interest rates dropped below 7%, the market basically treaded water (B) while waiting for the close margin of approval for the budget package. Although economic statistics indicated a reluctantly-improving economy, it was also apparent that renewed inflation was unlikely. Ongoing reports of layoffs and low levels of consumer confidence prompted the Federal Reserve Board to maintain its neutral wait-and-see policy.

CONTINUED

1

YIELD ON U.S. TREASURY BOND (12/25/92 -- 11/30/93)

[GRAPHIC]

Chart showing the fluctuation of interest rates of the 30 year Treasury Bond over the past 12 months.

Phase C of the interest rate cycle reflects the market's reaction to higher tax rates and concern over the cost of health care reform. As consumers attempted to pare down their debt levels and bolster savings, a vicious downward spiral in interest rates began in mid-May. The combination of mortgage refinancings and thirst for yield caused long-term rates to fall to levels not

seen since the early 1970's.

As economic growth gained momentum and attention turned toward NAFTA and its implications, fear of a tightening in the Federal Reserve's monetary policy infiltrated the minds of many investors. Many investors subsequently took their profits, and a slowdown in new money entering the financial markets caused rates to rise by 50 basis points (one-half of a percentage point) to the current market rate of approximately 6.30%(D).

The key issue confronting the financial markets today is whether the economy truly is finally on the road to a healthy recovery or whether this is yet another example of short-lived growth. By early in the second quarter of 1994, when the effect of the retroactive tax increase becomes more fully felt and the costs of health care reform are clearer, we should have a good idea of the sustainability of the recovery. If the combined costs prove to be surprisingly high and consumer confidence becomes negative, we would anticipate lower interest rates than we saw in 1993. Stay tuned!

PORTFOLIO STRATEGY

The management philosophy of the Fund and its investment restrictions limit the volatility of the net asset value per share -- and rightfully so. During the past fiscal year and as we have mentioned in prior reports, we

CONTINUED

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have invested primarily in five-year Treasury securities and allowed these investments to roll down the maturity curve. The essence of this strategy is that as time passes the security becomes less volatile but still pays the higher yield of its purchase date. We will change this strategy only if we anticipate a significant rise in interest rates which would make it necessary for us to quickly shorten the maturity of our investments in order to reduce their volatility.

PERFORMANCE

The Limited Maturity Treasury Fund produced a compounded total return of 9.49% for the fiscal year which ended on November 30, 1993. Based on an analysis of its peer group of similarly-managed funds as measured by Lipper Analytical Services, Inc., a nationally recognized mutual fund ranking organization, the Fund was among the best-performing funds for this twelve-month period. In comparison, the 10- and 30-year Treasuries returned 12.08% and 19.16%, respectively. However, achieving these returns also required investors to assume greater risk in the financial markets. We believe that our management style will

generate returns similar to if not better than longer-maturity securities but with substantially less volatility.

DIVIDEND YIELD AND POLICY

The Fund does not pay a level monthly dividend rate but instead distributes to shareholders the accrued monthly income earned by the portfolio. We will continue to strive to offer an attractive dividend distribution as we also face declining interest rates and rising volatility.

As the vagaries of the new world order influence fiscal policy and international treaties, we will attempt to give you a timely interpretation of the impact on the financial markets. Once again, we appreciate your continued support of the Fund and look forward to hearing from you.

Sincerely,

Heath B. McLendon
CHAIRMAN OF THE BOARD

James E. Conroy
VICE PRESIDENT AND
INVESTMENT OFFICER

January 5, 1994

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HISTORICAL PERFORMANCE (UNAUDITED)

<TABLE>

<CAPTION>

PERIOD ENDED <S>	NET ASSET VALUE BEGINNING <C>	NET ASSET VALUE ENDING <C>	CAPITAL GAINS DISTRIBUTED <C>	DIVIDENDS PAID <C>	TOTAL RETURN** <C>
12/31/91* -					
11/30/92	\$7.90	\$7.88	--	\$0.37	4.54%
11/30/93	7.88	8.14	\$0.09	0.38	9.49
TOTAL			\$0.09	\$0.75	
CUMULATIVE TOTAL RETURN (12/31/91 THROUGH 11/30/93)					14.46%

<FN>

*The Fund commenced operations on December 31, 1991.

**Figures assume reinvestment of all dividends and capital gain distributions at

net asset value and do not reflect deduction of the applicable sales charge.

</TABLE>

IT IS THE FUND'S POLICY TO DISTRIBUTE DIVIDENDS MONTHLY AND CAPITAL GAINS, IF ANY, ANNUALLY.

AVERAGE ANNUAL TOTAL RETURN*** (UNAUDITED)

<TABLE>

<CAPTION>

FRONT END AND

WITHOUT FRONT END AND

WITH

CONTINGENT DEFERRED SALES

CONTINGENT DEFERRED SALES

CHARGES

CHARGES

WAIVER	WITHOUT WAIVER	WITH WAIVER	WITHOUT WAIVER	WITH
<S>		<C>	<C>	<C>
Year Ended 11/30/93	6.88%	9.49%	9.22%	7.14%
Inception (12/31/91) through 11/30/93	6.19%	7.30%	6.89%	6.60%

<FN>

***Shares of the Fund are subject to a maximum 1.25% front-end sales charge and

a maximum 1% contingent deferred sales charge (CDSC). All total return figures shown reflect the reinvestment of dividends and capital gains. The Fund waived fees from December 31, 1991 to the present; a shareholder's actual return for the period during which fees were waived would be the higher of the two numbers shown.

</TABLE>

4

A line graph depicting the total growth (including reinvestment of dividends and capital gains) of a hypothetical investment of \$10,000 in Limited Maturity Treasury Fund shares on December 31, 1991 through November 30, 1993 as compared with the growth of a \$10,000 investment in Lehman Brothers Intermediate Treasury Index and Lipper Peer Group Average Index. The plot points used to draw the line graph were as follows:

<TABLE>

<CAPTION>

MONTH ENDED	GROWTH OF \$10,000 INVESTED IN SHARES OF THE FUND	GROWTH OF \$10,000 INVESTMENT IN THE LEHMAN BROTHERS INTERMEDIATE TREASURY INDEX	GROWTH OF \$10,000 INVESTMENT IN THE LIPPER PEER GROUP AVERAGE INDEX
<S>	<C>	<C>	<C>
12/91	\$ 9,875	\$10,000	\$10,000
01/92	\$ 9,728	\$ 9,900	\$ 9,941
03/92	\$ 9,673	\$ 9,890	\$ 9,938
06/92	\$10,085	\$10,275	\$10,252
09/92	\$10,616	\$10,733	\$10,606
12/92	\$10,474	\$10,694	\$10,578
03/93	\$10,955	\$11,097	\$10,873
06/93	\$11,180	\$11,316	\$10,997
09/93	\$11,391	\$11,556	\$11,151
11/93	\$11,303	\$11,526	\$11,150

</TABLE>

+ Hypothetical illustration of \$10,000 invested at inception on December 31, 1991 through November 30, 1993 compared to the Lehman Brothers Intermediate Treasury Index and the Lipper Peer Group Average Index. Investment assumes deduction of the front-end sales charge and CDSC.

The Lehman Brothers Intermediate Treasury Index is an unmanaged, broad-based index with approximately \$1.4 billion in market capitalization which tracks the market value of approximately 131 actively-traded U.S. Treasury securities with maturities of 3 to 10 years.

The Lipper Analytical Services, Inc. Peer Group Average Index is composed of an average of the Fund's peer group of mutual funds (11 as of November 30, 1993) investing in limited maturity Treasury securities.

This period was one in which treasury prices fluctuated and the results should not be considered as a representation of the dividend income or capital gain or loss which may be realized from an investment in the Fund today. No adjustment has been made for shareholder tax liability on dividends or capital gains.

NOTE: All figures cited here and on the following pages represent past performance and do not guarantee future results.

FOR A GLOSSARY OF TERMS, PLEASE TURN TO THE END OF THIS REPORT.

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

PORTFOLIO OF INVESTMENTS
1993

November 30,

<TABLE>
<CAPTION>

FACE VALUE <C>	<S>	MARKET VALUE (NOTE 1) <C>

U.S. TREASURY SECURITIES -- 98.6%		
	U.S. TREASURY NOTES --	
\$ 500,000	6.000% due 12/31/97	\$ 519,545
1,300,000	4.750% due 08/31/98	1,280,916
46,250,000	4.750% due 09/30/98	45,560,875
4,000,000	4.750% due 10/31/98	3,934,481

TOTAL INVESTMENTS (Cost \$51,939,473*)	98.6%	51,295,817
OTHER ASSETS AND LIABILITIES (NET)	1.4	730,164

NET ASSETS 100.0% \$52,025,981

<FN>

*Aggregate cost for Federal tax purposes.

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

STATEMENT OF ASSETS AND LIABILITIES November 30,
1993

<TABLE>

<S>

<C>

<C>

ASSETS:

Investments, at value (Cost \$51,939,473) (Note 1)
See accompanying schedule
\$51,295,817
Cash
296,132
Interest receivable
418,125
Receivable for Fund shares sold
396,815
Unamortized organization costs (Note 6)
37,130

- -
TOTAL ASSETS
52,444,019

LIABILITIES:

Dividends payable \$113,195
Investment advisory fee payable (Note 2) 91,652
Payable for Fund shares redeemed 84,256
Administration fee payable (Note 2) 51,860
Accrued shareholder reports expense 34,594
Accrued legal and audit 21,750
Distribution fee payable (Note 3) 6,629
Custodian fees payable (Note 2) 4,200
Transfer agent fees payable (Note 2) 3,400
Accrued expenses and other payables 6,502

- -
TOTAL LIABILITIES
418,038

NET ASSETS
\$52,025,981

NET ASSETS consist of:

Undistributed net investment income \$
707
Accumulated net realized gain on investments sold

2,172,569
 Unrealized depreciation of investments
 (643,656)
 Par value
 6,389
 Paid-in capital in excess of par value
 50,489,972

 - -
 TOTAL NET ASSETS

\$52,025,981

NET ASSET VALUE per share

(\$52,025,981 DIVIDED BY 6,388,691 shares of beneficial
 interest outstanding)+

\$8.14

 - -
 MAXIMUM OFFERING PRICE PER SHARE (\$8.14 DIVIDED BY 0.9875)
 (based on sales charge of 1.25% of the offering price at
 November 30, 1993)

\$8.24

 - -
 <FN>
 +Redemption price per share is equal to Net Asset Value less any
 applicable
 contingent deferred sales charge.
 </TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

7

SMITH BARNEY SHEARSON
 LIMITED MATURITY TREASURY FUND

 STATEMENT OF OPERATIONS

FOR THE YEAR ENDED NOVEMBER 30, 1993

<TABLE>

<S>	<C>	<C>
INVESTMENT INCOME:		
Interest		
\$2,627,530		

 - -
 EXPENSES:

Investment advisory fee (Note 2)	\$171,260
Sub-investment advisory and administration fee (Note 2)	97,863
Distribution fee (Note 3)	73,397
Shareholder reports expense	44,179
Transfer agent fees (Note 2)	39,550
Legal and audit fees	27,815
Custodian fees (Note 2)	15,843
Amortization of organization costs (Note 6)	12,042
Trustees' fees and expenses (Note 2)	6,594
Other	21,622
Fees waived by investment adviser and administrator (Note 2)	(125,611)

- --
TOTAL EXPENSES

384,554

NET INVESTMENT INCOME

2,242,976

REALIZED AND UNREALIZED GAIN/(LOSS) ON INVESTMENTS (NOTES 1 AND 4):

Net realized gain on investments sold during the
period

2,172,569

Net unrealized depreciation of investments
during the period

(217,200)

NET REALIZED AND UNREALIZED GAIN ON INVESTMENTS

1,955,369

NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS

\$4,198,345

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

8

SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

STATEMENT OF CHANGES IN NET ASSETS

<TABLE>

<CAPTION>

PERIOD	YEAR	
ENDED	ENDED	
11/30/92*	11/30/93	
<S>	<C>	
<C>		
Net investment income	\$ 2,242,976	\$
1,170,876		
Net realized gain on investments during the period	2,172,569	
518,134		
Net unrealized depreciation of investments during the period	(217,200)	
(426,456)		

Net increase in net assets resulting from operations	4,198,345	
1,262,554		
Distributions to shareholders from:		
Net investment income	(2,242,269)	
(1,170,876)		

Net realized capital gain on investments	(518,134)
- --	
Net increase in net assets from Fund share transactions (Note 5)	5,620,932
44,850,429	

- -----	
Net increase in net assets	7,058,874
44,942,107	
NET ASSETS:	
Beginning of period	44,967,107
25,000	

- -----	
End of period	\$52,025,981
\$44,967,107	

*The Fund commenced operations on December 31, 1991.

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

9

SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

FINANCIAL HIGHLIGHTS

FOR A FUND SHARE OUTSTANDING THROUGHOUT EACH PERIOD.

<TABLE>

<CAPTION>

	YEAR ENDED 11/30/93	PERIOD ENDED 11/30/92*
<S>	<C>	<C>
Net asset value, beginning of period	\$ 7.88	\$ 7.90

Income from investment operations:		
Net investment income+	0.38	0.37
Net realized and unrealized gain/loss on investments	0.35	(0.02)

Total from investment operations	0.73	0.35
Less distributions:		
Dividends from net investment income	(0.38)	(0.37)
Distributions from net realized capital gains	(0.09)	--

Total distributions	(0.47)	(0.37)

Net asset value, end of period	\$ 8.14	\$ 7.88

Total return++	9.49%	4.54%

Ratios/supplemental data:		
Net assets, end of period (in 000's)	\$52,026	\$44,967
Ratio of operating expenses to average net assets+++	0.79%	0.65%**

Ratio of net investment income to average net assets	4.58%	4.96%**
Portfolio turnover rate	104%	188%

<FN>
 *The Fund commenced operations on December 31, 1991.
 **Annualized
 +Net investment income per share before waiver of fees by investment adviser and administrator for the year ended November 30, 1993 and waiver of fees by investment adviser, sub-investment adviser, administrator, and custodian for the period ended November 30, 1992 was \$0.36 and \$0.33, respectively.
 ++Total return represents aggregate total returns for the periods indicated and does not reflect any applicable sales charges.
 +++Annualized operating expense ratios before waiver of fees by investment adviser and administrator for the year ended November 30, 1993 and waiver of fees by investment adviser, sub-investment adviser and administrator and custodian for the period ended November 30, 1992 were 1.04% and 1.19%, respectively.
 </TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
 LIMITED MATURITY TREASURY FUND

NOTES TO FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES

Smith Barney Shearson Income Trust (the "Trust") was organized as a "Massachusetts business trust" under the laws of the Commonwealth of Massachusetts on October 17, 1991. The Trust is registered with the Securities and Exchange Commission under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company. The Trust consists of the following four funds: Smith Barney Shearson Limited Maturity Treasury Fund (the "Fund"), Smith Barney Shearson Limited Maturity Municipals Fund, Smith Barney Shearson Intermediate Maturity California Municipals Fund and Smith Barney Shearson Intermediate Maturity New York Municipals Fund. The following is a summary of significant accounting policies consistently followed by the Fund in the preparation of its financial statements.

PORTFOLIO VALUATION: Securities are valued at market value or, in the absence of market value, at fair value as determined by or under the direction of the Board of Trustees. Short-term investments that mature within 60 days or less are valued at amortized cost.

SECURITIES TRANSACTIONS AND INVESTMENT INCOME: Securities transactions are recorded as of the trade date. Securities purchased or sold on a when-issued or delayed delivery basis may be settled a month or more after the trade date. Interest income is recorded on the accrual basis. Realized gains and losses from securities sold are recorded on the identified cost basis.

DIVIDENDS AND DISTRIBUTIONS TO SHAREHOLDERS: It is the policy of the Fund to declare dividends from net investment income daily and to pay such dividends monthly. Distributions from net realized capital gains, if any, are declared and paid annually, after the end of the calendar year in which earned. In addition, in order to avoid the application of a 4% nondeductible excise tax on certain undistributed amounts of ordinary income and capital gains, the Fund may make an additional distribution shortly before December 31 in each year of any undistributed ordinary income or capital gains and expects to make any other distributions as are necessary to avoid this tax. Income distributions and capital gain distributions are determined in accordance with income tax regulations which may differ from generally accepted accounting principles. These differences are primarily due to differing treatments of income and gains on various investment securities held by the Fund, timing differences and differing characterization of distributions made by the Fund.

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

FEDERAL INCOME TAXES: The Trust intends that the Fund separately qualify as a regulated investment company, if such qualification is in the best interest of its shareholders, by complying with the requirements of the Internal Revenue Code of 1986, as amended, applicable to regulated investment companies and by distributing substantially all of its earnings to its shareholders. Therefore, no Federal income tax provision is required.

2. INVESTMENT ADVISORY FEE, ADMINISTRATION FEE AND OTHER RELATED PARTY TRANSACTIONS

Up to the close of business on July 30, 1993, the Fund had an investment advisory agreement with Shearson Lehman Brothers Inc. ("Shearson Lehman Brothers") on behalf of Shearson Lehman Advisors, a member of the Asset Management Group of Shearson Lehman Brothers. Under the Advisory Agreement, the Fund paid a monthly fee at the annual rate of 0.35% of the value of its average daily net assets.

As of the close of business on July 30, 1993, The Travelers Inc. (which at the time was known as Primerica Corporation) ("Travelers") and Smith Barney, Harris Upham & Co. Incorporated completed the acquisition of substantially all of the domestic retail brokerage and asset management businesses of Shearson Lehman Brothers and Smith Barney, Harris Upham & Co. Incorporated was renamed Smith Barney Shearson Inc. ("Smith Barney Shearson").

As of the close of business on July 30, 1993, Greenwich Street Advisors, a division of Mutual Management Corp., which is controlled by Smith Barney Shearson Holdings Inc. ("Holdings"), succeeded Shearson Lehman Advisors as the Fund's investment adviser. Holdings is a wholly owned subsidiary of Travelers. The new investment advisory agreement with Greenwich Street Advisors (the "Advisory Agreement") contains terms and conditions substantially similar to the investment advisory agreement with the predecessor investment adviser and provides for the payment of fees at the same rate as was paid to such predecessor investment adviser.

The Fund has also entered into an administration agreement (the "Administration Agreement") with Boston Advisors, an indirect wholly owned subsidiary of Mellon Bank Corporation ("Mellon"). Under the Administration Agreement, the Fund pays a monthly fee at the annual rate of 0.20% of the value of its average daily net assets. Prior to May 21, 1993, Boston Advisors served as sub-investment adviser and administrator to the Fund.

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

From time to time, Smith Barney Shearson and Boston Advisors may voluntarily waive a portion or all of their respective fees otherwise payable to them. For the year ended November 30, 1993, Smith Barney Shearson and Boston Advisors voluntarily waived fees of \$79,608 and \$46,003, respectively.

For the year ended November 30, 1993, Smith Barney Shearson received \$216,976 from investors representing commissions (sales charges) on sales of Fund shares.

A contingent deferred sales charge is generally payable by a shareholder in connection with the redemption of shares within one year after the date of purchase. For the year ended November 30, 1993, Smith Barney Shearson received from shareholders \$53,181 in contingent deferred sales charges.

No officer, director or employee of Smith Barney Shearson, Boston Advisors or of any parent or subsidiary of those corporations receives any compensation from the Trust for serving as a Trustee or officer of the Trust. The Trust pays each Trustee who is not an officer, director or employee of Smith Barney Shearson, Boston Advisors or any of their affiliates \$4,000 per annum plus \$500 per meeting attended and reimburses each such Trustee for travel and out-of-pocket expenses.

Boston Safe Deposit and Trust Company ("Boston Safe"), an indirect wholly

owned subsidiary of Mellon, serves as the Trust's custodian. The Shareholder Services Group, Inc., a subsidiary of First Data Corporation, serves as the Trust's transfer agent.

3. DISTRIBUTION PLAN

The Trust has adopted a plan of distribution (the "Plan") under Rule 12b-1 of the 1940 Act. Under the Plan, the Fund pays an annual fee computed daily and payable monthly of 0.15% of its average daily net assets to Smith Barney Shearson for activities primarily intended to result in the sale of its shares.

Under its terms, the Plan shall remain in effect from year to year, provided that such continuance is approved annually by vote of the Trust's Board of Trustees, including a majority of those Trustees who are not "interested persons" of the Trust and who have no direct or indirect financial interest in the operation of the Plan.

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. PURCHASES AND SALES OF SECURITIES

Cost of purchases and proceeds of U.S. government securities, excluding short-term investments, for the year ended November 30, 1993, were \$56,350,568 and \$49,079,703, respectively.

At November 30, 1993, aggregate gross unrealized appreciation for all securities in which there was an excess of value over tax cost of \$20,590, and aggregate gross unrealized depreciation for all securities in which there was an excess of tax cost over value of \$664,246.

5. SHARES OF BENEFICIAL INTEREST

The Trust may issue an unlimited number of shares of beneficial interest with a \$.001 par value. Changes in shares of beneficial interest in the Fund were as follows:

<TABLE>
<CAPTION>

PERIOD ENDED	YEAR ENDED	
	NOVEMBER 30, 1993	
	Shares	Amount
NOVEMBER 30, 1992*		
Shares	Amount	
<S>	<C>	<C>
<C>	<C>	
<hr/>		
Sold	2,881,661	\$ 23,543,768

3,285,463	\$ 26,028,593		
Issued in exchange for net assets of			
Shearson Lehman Brothers Income			
Portfolio's Intermediate Term Government			
Portfolio (Note 7)			
		--	--
3,764,994	29,637,330		
Issued as reinvestment of dividends		303,092	2,449,289
115,167	920,573		
Redeemed		(2,500,147)	
(20,372,125)	(1,464,704)	(11,736,067)	

Net increase		684,606	\$ 5,620,932
5,700,920	\$ 44,850,429		

<FN>
 *The Fund commenced operations on December 31, 1991.
 </TABLE>

6. ORGANIZATION COSTS

The Fund bears all cost in connection with its organization including the fees and expenses of registering and qualifying its shares for distribution under Federal and state securities regulations. All such costs are being amortized on the straight-line basis over a period of five years from commencement of operations of the Fund. In the event that any of the initial shares of the Fund are redeemed

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SMITH BARNEY SHEARSON
 LIMITED MATURITY TREASURY FUND

 NOTES TO FINANCIAL STATEMENTS (CONTINUED)

during such amortization period, the Fund will be reimbursed for any unamortized organization costs in the same proportion as the number of shares redeemed bears to the number of initial shares held at the time of redemption.

7. REORGANIZATION

On July 10, 1992, the Fund ("Acquiring Fund") acquired the assets and liabilities of the Intermediate Term Government Portfolio ("Acquired Fund"), a portfolio of Shearson Lehman Brothers Income Portfolios (now known as Smith Barney Shearson Income Portfolios), in exchange for shares of the Acquiring Fund, pursuant to a plan of reorganization approved by the Acquiring Fund's shareholders on June 25, 1992. Total shares issued by the Acquiring Fund, total net assets of the Acquired Fund and the Acquiring Fund and any unrealized appreciation included in the Acquired Fund's total net assets is as follows:

<TABLE>
 <CAPTION>

	SHARES	TOTAL NET	TOTAL NET
ACQUIRED			

FUND	ISSUED BY	ASSETS OF	ASSETS OF
UNREALIZED	ACQUIRING	ACQUIRED	ACQUIRING
ACQUIRING FUND	ACQUIRED FUND	FUND	FUND
APPRECIATION			
<S>	<C>	<C>	<C>
<C>			

Limited Maturity Treasury Fund	Intermediate Term Government Portfolio	3,764,994	\$29,943,860
\$13,597,825	\$306,530		

</TABLE>

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

REPORT OF INDEPENDENT ACCOUNTANTS

TO THE SHAREHOLDERS AND BOARD OF TRUSTEES OF
SMITH BARNEY SHEARSON INCOME TRUST:

We have audited the accompanying statement of assets and liabilities, including the schedule of portfolio investments, of Limited Maturity Treasury Fund, of Smith Barney Shearson Income Trust, as of November 30, 1993, and the related statement of operations for the year then ended, and the statement of changes in net assets and the financial highlights for the year then ended and the period from December 31, 1991 (commencement of operations) to November 30, 1992. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of November 30, 1993 by correspondence with the custodian and brokers. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Limited Maturity Treasury Fund, of Smith Barney Shearson Income Trust, as of

November 30, 1993, the results of its operations for the year then ended, and the changes in its net assets and the financial highlights for the year then ended and the period from December 31, 1991 (commencement of operations) to November 30, 1992, in conformity with generally accepted accounting principles.

COOPERS & LYBRAND

Boston, Massachusetts
January 10, 1994

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

TAX INFORMATION

YEAR ENDED NOVEMBER 30, 1993 (UNAUDITED)

Of the dividends paid by the Fund from investment income for the period ended November 30, 1993, 100% has been derived from investments in U.S. government and agency obligations. All or a portion of the distributions from this income may be exempt from taxation at the state level. Consult your tax advisor for state specific information.

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

GLOSSARY OF COMMONLY USED MUTUAL FUND TERMS

CAPITAL GAIN (OR LOSS): This is the increase (or decrease) in the market value (price) of a security in your portfolio. If a stock or bond appreciates in price, there is a capital gain; if it depreciates there is a capital loss. A capital gain or loss is "realized" upon the sale of a security; if net capital gains exceed net capital losses, there may be a capital gain distribution to shareholders.

CDSC (CONTINGENT DEFERRED SALES CHARGE): One kind of back-end load, a CDSC is imposed if shares are redeemed during the first few years of ownership. The CDSC may be expressed as a percentage of either the original purchase price or the redemption proceeds. Most CDSCs decline over time, and some will not be charged if shares are redeemed after a certain period of time.

DISTRIBUTION RATE: This is the rate at which a mutual fund pays out (or distributes) interest, dividends and realized capital gains to shareholders. A fund's distribution rate is usually expressed as an annualized percent of the fund's offering price.

DIVIDEND: This is income generated by securities in a portfolio and

distributed
after expenses to shareholders.

FRONT-END SALES CHARGE: This is the sales charge applied to an investment at the time of initial purchase.

NET ASSET VALUE (NAV): Net asset value is the total market value of all securities held by a fund, minus any liabilities, divided by the number of shares outstanding. It is the value of a single share of a mutual fund on a given day. The total value of your investment would be the NAV multiplied by the number of shares you own.

SEC YIELD: This standardized calculation of a mutual fund's yield is based on a formula developed by the Securities and Exchange Commission (SEC) to allow funds to be compared on an equal basis. It is an annualized yield based on the portfolio's potential earnings from dividends, interest and yield to maturity of its holdings, and it reflects the payments of all portfolio expenses for the most recent 30-day period. Mutual funds are required to use this figure when stating yield.

TOTAL RETURN: Total return measures a fund's performance, taking into account the combination of dividends paid and the gain or loss in the value of the securities held in the portfolio. It may be expressed on an AVERAGE ANNUAL basis or CUMULATIVE basis (total change over a given period). In addition, total return may be expressed with or without the effects of sales charges or the reinvestment of dividends and capital gains.

Whenever a fund reports any type of performance, it must also report the average annual total return according to the standardized calculation developed by the SEC. The SEC AVERAGE ANNUAL TOTAL RETURN calculation includes the effects of all fees and sales charges and assumes the reinvestment of all dividends and capital gains.

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SMITH BARNEY SHEARSON
LIMITED MATURITY TREASURY FUND

TRUSTEES

Burt N. Dorsett
Peter H. Gallary
Elliot S. Jaffe
Harry W. Knight
Heath B. McLendon
Cornelius C. Rose

OFFICERS

Heath B. McLendon

CHAIRMAN OF THE BOARD

Stephen Treadway

PRESIDENT

Richard P. Roelofs

EXECUTIVE VICE PRESIDENT

James C. Conroy
VICE PRESIDENT AND
INVESTMENT OFFICER

Vincent Nave
TREASURER

Francis J. McNamara, III
SECRETARY

DISTRIBUTOR

Smith Barney Shearson
388 Greenwich Street
New York, New York 10013

INVESTMENT ADVISORS

Greenwich Street Advisors
Two World Trade Center
New York, New York 10048

SUB-INVESTMENT ADVISER
AND ADMINISTRATOR

The Boston Company Advisors, Inc.
One Boston Place
Boston, Massachusetts 02108

AUDITORS AND COUNSEL

Coopers & Lybrand
One Post Office Square
Boston, Massachusetts 02109

Willkie Farr & Gallagher
153 East 53rd Street
New York, New York 10022

TRANSFER AGENT

The Shareholder Services Group, Inc.
Exchange Place
Boston, Massachusetts 02109

Boston Safe Deposit and
Trust Company
One Boston Place
Boston, Massachusetts 02108

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THE SMITH BARNEY
SHEARSON
APPROACH TO
MUTUAL FUND
INVESTING

1. PERSONAL SERVICE The Smith Barney Shearson Financial Consultant (FC) is highly trained and deeply committed to client service. Your FC works with you to establish a relationship based on one-to-one communication and the highest standards of quality.

2. ANALYZING YOUR NEEDS Defining your needs and establishing specific goals is the first step toward any successful investment program. The Smith Barney Shearson Strategic Asset Allocator -- a sophisticated financial planning tool -- can help you and your FC evaluate your resources and objectives. This groundwork then becomes the basis for a strategy designed specifically for you. Your FC can use the Strategic Asset Allocator on a periodic basis to ensure that your investment strategy is keeping pace with your changing needs and goals.

3. A UNIQUE MUTUAL FUND INVESTMENT

PROGRAM Your Smith Barney Shearson FC offers a number of mutual fund assessment tools that are unmatched in the financial services industry. Smith Barney Shearson FCs have access to a proprietary mutual fund research database that provides information at their fingertips on more than 2,100 funds. In addition, working with another proprietary system known as the Mutual Fund Evaluation Service, your FC can help guide you through the complex mutual fund maze.

4. LOOKING AHEAD Selecting a mutual fund should not be a one-event process that ends with the purchase of shares. You can count on the expertise of your FC as he or she continues to monitor and evaluate your funds, to suggest new strategies and to listen. That, in our opinion, is how to use mutual funds to help achieve your financial goals.

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INVESTOR BENEFITS

MONTHLY DISTRIBUTIONS It's your fund's policy to distribute dividend income monthly.

net

AUTOMATIC REINVESTMENT You may reinvest your dividends and/or capital gains automatically in additional shares of your fund at the current

asset value.

UNLIMITED EXCHANGES If your investment goals change, you may exchange into another Smith Barney Shearson mutual fund with the same sales charge structure without incurring a sales charge.*

allows

SYSTEMATIC INVESTMENT PLAN This program you to invest equal dollar amounts automatically on a regular basis, monthly or quarterly.

plan,

AUTOMATIC CASH WITHDRAWAL PLAN With this you may withdraw money on a regular basis while maintaining your investment.

effect

MUTUAL FUND EVALUATION SERVICE Through your Financial Consultant, you may obtain a free personalized analysis of how your fund has performed for you, taking into account the of every transaction. The analysis is based upon month-end data from CDA Investment Technologies, Inc., a widely recognized mutual fund

information

service. An evaluation also gives you other important facts and figures about your

investment.

FOR MORE INFORMATION ABOUT THESE BENEFITS, OR IF YOU HAVE ANY OTHER QUESTIONS, PLEASE CALL YOUR FINANCIAL CONSULTANT OR WRITE:

MUTUAL FUND POLICY GROUP
SMITH BARNEY SHEARSON
388 GREENWICH STREET 37TH FLOOR
NEW YORK, NY 10013

*AFTER WRITTEN NOTIFICATION, EXCHANGE PRIVILEGE MAY BE MODIFIED OR TERMINATED AT ANY TIME.

UNLESS

THIS REPORT IS SUBMITTED FOR THE GENERAL INFORMATION OF THE SHAREHOLDERS OF SMITH BARNEY SHEARSON LIMITED MATURITY TREASURY FUND. IT IS NOT AUTHORIZED FOR DISTRIBUTION TO PROSPECTIVE INVESTORS

INVESTMENT

POLICIES AND APPLICABLE SALES CHARGES, FEES
AND EXPENSES AS WELL AS OTHER PERTINENT
INFORMATION.

SMITH BARNEY SHEARSON

LIMITED MATURITY
TREASURY FUND

Two World Trade Center
New York, New York 10048

Fund 162

FD0308 A4

ANNUAL REPORT

NOVEMBER 30, 1993

[GRAPHIC]

SMALL BOX ABOVE FUND NAME
SHOWING A MAP, HOSPITAL SIGN
AND WARNING ROAD SIGNS.
SMITH BARNEY SHEARSON
INTERMEDIATE
MATURITY
NEW YORK
MUNICIPALS
FUND

[LOGO]

SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

DEAR SHAREHOLDER:

We are pleased to provide the annual report for Smith Barney Shearson Intermediate Maturity New York Municipals Fund for the fiscal year ended November 30, 1993. During the past year the net asset value of the Fund increased to \$8.54 from \$8.18, and the Fund paid dividends totaling \$0.42 per share. The total return on your investment during the past fiscal year was 9.76%. This total return earned the Fund a first quartile ranking from Lipper Analytical Services, Inc., a nationally recognized mutual fund ranking organization. We are pleased with this performance and will endeavor to provide similarly-attractive relative performance in future years.

To allow you to compare the performance of your investment in the Fund to that of the general market, we have included a chart showing the values of \$10,000 invested in the Fund since its inception and in the Lehman Brothers Ten Year Municipal Bond Index. The Lehman Brothers Ten Year Municipal Bond Index is an unmanaged, broad-based index which includes about 5,200 tax-free issues totaling approximately \$63 billion in market capitalization. The average maturity of the securities in the Index is approximately 9.8 years; in comparison, the average maturity of the securities in the Fund is 7.7 years. Like the Fund, the Index includes issues drawn from a diverse range of market sectors, including general obligation, revenue and insured bonds that are rated

investment grade (AAA to BAA). Because it is unmanaged, the Lehman Brothers Ten Year Municipal Index is not subject to the same management and trading expenses of a mutual fund. In addition, the Index does not fully reflect the performance of California securities which are in high demand because of the state's high personal income tax rates.

THE MUNICIPAL MARKET AND THE ECONOMIC ENVIRONMENT

By the end of 1993, the tax-exempt market will have set a record for bond issuance of approximately \$300 billion. Municipalities, like individuals, took advantage of the low level of interest rates and used it as an opportunity to refinance higher interest rate debt. About 75% of these new issues will be used to retire the higher interest rate debt that was issued in the early 1980s. Investors consequently have faced a high rate of bond calls during the past year, and we anticipate that this is something they will have to contend with in 1994 as well. We expect that in 1994 the volume of new issuance will once again be in the more traditional of \$150 to \$175 billion.

CONTINUED

1

Although the supply of municipal securities was very high during the Fund's fiscal year, demand was equally high. Investors whose bonds were called or retired sought to replace them with new issues, and the passage of a retroactive tax increase in August buoyed demand for tax-exempt issues.

The market suffered from some periodic weakness throughout the year, and especially at the end of the year, but we are optimistic that it will regain its strength in early 1994. We think this will likely begin in earnest once the higher withholding rates go into effect, and again when people begin preparing their 1993 income taxes. We don't anticipate a surge in the inflation rate because the increase in economic growth and consumer confidence should be offset by higher Federal tax rates and uncertainty over the cost of health care reform.

INTERMEDIATE NEW YORK MUNICIPALS

The economy of New York State improved over the past few months thanks to a strong year for the financial community and a rebound in consumer spending. Both contributed to increased tax receipts which will leave the State with a budget surplus for the first time in many years. If tax revenues continue to increase in 1994, New York State could receive an upgrade in its bond rating. A higher bond rating benefits New York State taxpayers in a very tangible way: higher-rated bonds generally are required to pay investors lower interest rates. For New York City, the picture is quite different. New York City is faced with a budget deficit in the neighborhood of \$1.7 billion as a result of higher welfare and Medicaid costs. Its budget problems are compounded by the loss of businesses lured to New Jersey and Connecticut by attractive economic development packages. While the State's economy is clearly rebounding, we are waiting for Mayor Guiliani's response to the City's budget problems.

PORTFOLIO STRATEGY

We continue to invest the Fund's holdings in high quality investments. At the end of its fiscal year, 99% of the Fund was invested in issues rated BBB or higher (investment grade) by either Standard & Poor's Corporation or Moody's Investor Services. We believe that this strategy was partially responsible for the Fund's excellent investment returns and low market fluctuations. We have concentrated our investments in the Fund in general obligation securities, transportation issues, hospital and life care, and education issues. It is our opinion that this diversified, high quality approach to the intermediate-term

investors. During the past year the average maturity of the portfolio was between seven and eight years because we believed that this area of the market offered the best value along with limited price volatility.

DIVIDEND YIELD AND POLICY

The Fund does not pay a level monthly dividend rate but instead distributes to shareholders the accrued monthly income earned by the portfolio. We will continue to strive to offer an attractive dividend distribution as we also face declining interest rates and rising volatility.

We appreciate the confidence you continue to place in us, and will continue to strive to maintain your trust.

Sincerely,

Heath B. McLendon
CHAIRMAN OF THE BOARD

Lawrence T. McDermott
VICE PRESIDENT AND
INVESTMENT OFFICER

January 5, 1994

HISTORICAL PERFORMANCE (UNAUDITED)

<TABLE>

<CAPTION>

PERIOD ENDED	NET ASSET VALUE		CAPITAL GAINS	DIVIDENDS	TOTAL
<S>	BEGINNING	ENDING	DISTRIBUTED	PAID	RETURN**
<C>	<C>	<C>	<C>	<C>	<C>
12/31/91*-					
11/30/92	\$7.90	\$8.18	--	\$0.38	8.59%
11/30/93	8.18	8.54	\$0.02	0.40	9.76
TOTAL			\$0.02	\$0.78	
CUMULATIVE TOTAL RETURN - (12/31/91 THROUGH 11/30/93)					19.19%

<FN>

*The Fund commenced operations on December 31, 1991.

**Figures assume reinvestment of all dividends and capital gain distributions and do not reflect deduction of the applicable sales charge.

+Amount represents less than \$0.01 per share.

</TABLE>

IT IS THE FUND'S POLICY TO DISTRIBUTE DIVIDENDS MONTHLY AND CAPITAL GAINS, IF ANY, ANNUALLY.

AVERAGE ANNUAL TOTAL RETURN*** (UNAUDITED)

<TABLE>

<CAPTION>

WITHOUT FRONT END
AND CONTINGENT

WITH FRONT END
AND CONTINGENT

<S>	DEFERRED SALES CHARGES		DEFERRED SALES CHARGES	
	WITH WAIVER	WITHOUT WAIVER	WITH WAIVER	WITHOUT WAIVER
	<C>	<C>	<C>	<C>
YEAR ENDED 11/30/93	9.76%	9.25%	7.40%	6.90%
INCEPTION (12/31/91) THROUGH 11/30/93	9.59%	8.92%	8.87%	8.21%

<FN>

***Shares of the Fund are subject to a maximum 1.25% front-end sales charge and a maximum 1% contingent deferred sales charge (CDSC). All total return figures shown reflect the reinvestment of dividends and capital gains. The Fund waived fees from December 31, 1991 to the present; a shareholder's actual return for the period during which fees were waived would be the higher of the two numbers shown.

</TABLE>

4

A line graph depicting the total growth (including reinvestment of dividends and capital gains) of a hypothetical investment of \$10,000 in Intermediate Maturity New York Municipals Fund shares on December 31, 1991 through November 30, 1993 as compared with the growth of a \$10,000 investment in the Lehman Borthers 10 Year Bond Index and Lipper Peer Group Average Index. The plot points used to draw the line graph were as follows:

<TABLE>

<CAPTION>

MONTH ENDED	GROWTH OF \$10,000		
	GROWTH OF \$10,000 INVESTED IN SHARES OF THE FUND	INVESTMENT IN THE LEHMAN BROTHERS 10 YEAR MUNI BOND INDEX	GROWTH OF \$10,000 INVESTMENT IN THE LIPPER PEER GROUP AVERAGE INDEX
	<C>	<C>	<C>
12/91	\$ 9,875	\$10,000	\$10,000
01/92	\$ 9,918	\$10,021	\$10,014
03/92	\$ 9,943	\$ 9,991	\$10,048
06/92	\$10,332	\$10,380	\$10,366
09/92	\$10,619	\$10,682	\$10,621
12/92	\$10,840	\$10,892	\$10,808
03/93	\$11,211	\$11,314	\$11,132
06/93	\$11,537	\$11,687	\$11,417
09/93	\$11,862	\$12,106	\$11,717
11/93	\$11,770	\$12,026	\$11,662

</TABLE>

+ Hypothetical illustration of \$10,000 invested at inception on December 31, 1991 through November 30, 1993 compared to the Lehman 10 Year Municipal Bond Index and the Lipper Peer Group Average Index. Investment assumes deduction of the front-end sales charge and CDSC.

The Lehman 10 Year Municipal Bond Index, which began in January 1980, is an unmanaged, broad-based index comprised of approximately 5,200 bonds totaling approximately \$63 billion in market capitalization. The bonds are all municipal bonds with an average maturity of 9.8 years, an average yield of 4.93% and a duration of 7.08 years.

The Lipper Analytical Services, Inc. Peer Group Average Index is composed of an average of the Fund's peer group of mutual funds (10 as of November 30,

1993) investing in intermediate maturity New York tax-exempt bonds.

This period was one in which municipal bond prices fluctuated and the results should not be considered as a representation of the dividend income or capital gain or loss which may be realized from an investment in the Fund today. No adjustment has been made for shareholder tax liability on dividends or capital gains.

NOTE: All figures cited here and on the following pages represent past performance of the Fund and do not guarantee future results.

FOR A GLOSSARY OF TERMS, PLEASE TURN TO THE END OF THIS REPORT.

SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

PORTFOLIO HIGHLIGHTS

November 30, 1993 (unaudited)

INDUSTRY BREAKDOWN

Pie chart depicting the allocation of the Income Trust Intermediate Maturity New York Municipals Fund's investment securities held at November 30, 1993 by industry classification. The pie is broken in pieces representing industries in the following percentages:

<TABLE>

<CAPTION>

INDUSTRY	PERCENTAGE
Pollution Control Revenue	6.4%
Transportation	18.9%
General Obligation	36.9%
Other Municipal Bonds, Short-Term Investment & Net Other Assets	0.6%
Education	16.0%
Hospital & Life Care	16.7%
Utilities	4.5%

</TABLE>

SUMMARY OF MUNICIPAL BONDS BY COMBINED RATINGS

<TABLE>

<CAPTION>

Moody's	Standard & Poor's	Percent of Market Value
<C>	<C>	<C>
Aaa or	AAA	26.5%
Aa	AA	16.1
A	A	14.2
Baa	BBB	38.6
VMIG1	A-1	3.5
NR	NR	1.1

</TABLE>

AVERAGE MATURITY: 7.7 years

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS

November 30, 1993

<TABLE>

<S>	<C>	<C>
		KEY TO INSURANCE ABBREVIATIONS
AMBAC	--	American Municipal Bond Assurance Corporation
FGIC	--	Federal Guaranty Insurance Corporation
FHA	--	Federal Housing Administration
MBIA	--	Municipal Bond Investors Assurance

</TABLE>

<TABLE>

<CAPTION>

FACE VALUE <C>	<S>	RATINGS (UNAUDITED)		MARKET VALUE (NOTE 1) <C>
		MOODY'S <C>	S&P <C>	

	MUNICIPAL BONDS AND NOTES -- 107.6%			
	NEW YORK -- 95.5%			
\$ 400,000	Albany, New York, City School District, Series B, (MBIA Insured), 6.000% due 12/15/00	Aaa	AAA	\$ 440,500
200,000	Babylon, New York, Industrial Development Authority, Babylon Community Waste Management, Series A, 7.650% due 7/1/97	Baa1	NR	223,250
175,000	Battery Park City Authority, New York Revenue: 7.400% due 5/1/02	A	A-	200,812
2,000,000	Series A, 6.000% due 11/1/03	A1	AA	2,147,500
790,000	Brookhaven, New York, General Obligation, (MBIA Insured), 5.300% due 5/1/01	Aaa	AAA	823,575
100,000	Buffalo, New York, General Obligation, (FGIC Insured), 5.800% due 2/1/00	Aaa	AAA	106,750
205,000	Buffalo, New York: Series A, (MBIA Insured), 5.900% due 4/1/01	Aaa	AAA	221,144
385,000	Series B, (MBIA Insured), 5.900% due 4/1/01	Aaa	AAA	415,319

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

7

 PORTFOLIO OF INVESTMENTS (CONTINUED)

November 30, 1993

<TABLE>
 <CAPTION>

FACE VALUE		RATINGS (UNAUDITED)		MARKET VALUE (NOTE 1)
		MOODY'S	S&P	
<C>	<S>	<C>	<C>	<C>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)				
NEW YORK -- (CONTINUED)				
\$2,090,000	Buffalo, New York, Refunding, (MBIA Insured), 4.75% due 4/1/03	Aaa	AAA	\$ 2,087,388
550,000	Buffalo, New York, Municipal Water Authority, Finance Authority, (FSA Insured), 5.350% due 7/1/02	Aaa	AAA	577,500
200,000	Canandaigua, New York, City School District, (AMBAC Insured), 6.400% due 6/1/99	Aaa	AAA	220,750
200,000	Central Square, New York, Central School District, (FGIC Insured), 6.500% due 6/15/99	Aaa	AAA	221,750
220,000	Chautauqua County, New York, (AMBAC Insured), 4.625% due 3/1/02	Aaa	AAA	220,825
250,000	Erie County, New York, Public Improvement Project, (FGIC Insured), 5.500% due 1/15/00	Aaa	AAA	263,750
2,500,000	Housing, New York, Revenue Refunding, 6.000% due 11/1/03	A1	AA	2,696,875
875,000	Huntington, New York, General Obligation, Refunding, (FGIC Insured), 4.900% due 4/1/03	Aaa	AAA	877,187
495,000	Jamestown, New York, General Obligation, Series A, 7.000% due 3/15/00	Baa	NR	538,313
	Metropolitan Transportation Authority, New York Service Contract Transit Facilities: Series 5,			
735,000	6.100% due 7/1/98	Baa1	BBB	775,425
200,000	6.250% due 7/1/99	Baa1	BBB	213,000
1,000,000	Series 7, 5.100% due 7/1/03	Baa1	BBB	987,500

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

 PORTFOLIO OF INVESTMENTS (CONTINUED)

November 30, 1993

<TABLE>
<CAPTION>

FACE VALUE		RATINGS (UNAUDITED)		MARKET VALUE (NOTE 1)
		MOODY'S	S&P	
<C>	<S>	<C>	<C>	<C>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)				
NEW YORK -- (CONTINUED)				
\$ 100,000	Monroe County, New York, Industrial Development Authority, Series A, (Genesee Hospital), 6.500% due 11/1/99	A	NR	\$ 105,750
1,500,000	Monroe County, New York, Public Improvements, (AMBAC Insured), 4.700% due 6/1/03	Aaa	AAA	1,492,500
750,000	New York, New York, City Municipal Water Authority, Water & Sewer Systems Revenue, Series A, 5.700% due 6/15/02	A	A-	794,062
500,000	New York, New York, Series B, 6.25% due 10/1/01	Baa1	A-	525,000
1,500,000	New York, New York, Series B, (AMBAC Insured), 5.400% due 8/15/03	Aaa	AAA	1,554,375
New York, New York, Series C, Subseries C-1, (MBIA Insured):				
345,000	Prerefunded Balance, 6.000% due 8/1/01	Aaa	AAA	375,619
5,000	Unrefunded Balance, 6.000% due 8/1/01	Aaa	AAA	5,406
2,400,000	New York, New York, Series D, 5.375% due 8/15/03	Baa1	A-	2,370,000
New York State, Certificates of Participation:				
250,000	6.500% due 3/1/96	Baa1	BBB	260,000
650,000	5.150% due 2/1/98	Baa1	BBB	657,313
300,000	6.900% due 3/1/98	Baa1	BBB	322,125
New York State Dormitory Authority Revenue Loan:				
500,000	(City University), Series U, 5.250% due 7/1/97	Baa1	BBB	511,875
440,000	Genesee Valley B, (FHA Insured), 6.300% 8/1/02	NR	AA	484,550

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

9

SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)

November 30, 1993

<TABLE>
<CAPTION>

FACE VALUE		RATINGS (UNAUDITED)		MARKET VALUE (NOTE 1)
		MOODY'S	S&P	

<C>	<S>	<C>	<C>	<C>
MUNICIPAL BONDS AND	NOTES -- (CONTINUED)			
	NEW YORK -- (CONTINUED)			
	New York State Dormitory Authority			
	Revenue Loan: (continued)			
\$ 750,000	(Manhattan College),			
	5.900% due 7/1/02	NR	NR	\$ 804,375
500,000	College and University Educational			
	Loan, (MBIA Insured),			
	6.200% due 7/1/01	Aaa	AAA	541,250
365,000	(Episcopal Health), (FHA Insured),			
	5.200% due 2/1/03	NR	AA	371,844
1,500,000	(City University), Second Generation,			
	Series A,			
	5.500% due 7/1/03	Baa1	BBB	1,515,000
	Educational Facilities:			
1,500,000	(State University), Series B,			
	5.200% due 5/15/03	Baa1	BBB+	1,486,875
1,000,000	(City University), Series F,			
	5.200% due 7/1/03	Baa1	BBB	991,250
	State University Educational			
	Facilities:			
1,000,000	Series A,			
	5.300% due 5/15/03	Baa1	BBB+	998,750
1,980,000	Series B,			
	7.200% due 5/15/02	Baa1	BBB+	2,306,700
2,135,000	New York State Environmental Facilities			
	Corporation, Solid Waste Disposal,			
	(Occidental Petroleum Corporation),			
	Sub-Series B,			
	5.500% due 9/1/03	Baa2	BBB	2,145,675
200,000	New York State Environmental Facilities			
	Corporation, Resource Recovery Revenue			
	(Huntington Project), Series A,			
	7.375% due 10/1/99	Baa	NR	220,000
500,000	New York State Environmental Facilities			
	Corporation, Pollution Control Revenue,			
	State Water Revolving Fund, Series A,			
	5.950% due 3/15/02	Aa	AA	543,750

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)

November 30, 1993

<TABLE>

<CAPTION>

FACE VALUE		RATINGS		MARKET VALUE (NOTE 1)
		(UNAUDITED) MOODY'S	S&P	
<C>	<S>	<C>	<C>	<C>
MUNICIPAL BONDS AND	NOTES -- (CONTINUED)			
	NEW YORK -- (CONTINUED)			
\$1,250,000	New York State Local Government			
	Assistance Corporation, Refunding,			

	Series C, 4.900% due 4/1/03	A	A	\$ 1,254,687
	New York State Medical Care Facilities, Finance Agency:			
650,000	(Central Suffolk Hospital - Project A) 5.400% due 11/1/00	NR	BBB	649,188
1,000,000	(Seed Meeting Health Care - Project B) 5.000% due 2/15/01	Aa	NR	1,017,500
1,410,000	Mental Health Services, Series D 4.875% due 2/15/03	Baa1	BBB+	1,369,462
750,000	Mental Health Services, Improvement, Series F, 6.100% due 2/15/02	Baa1	BBB+	791,250
600,000	Methodist Hospital, Series A, (FHA Insured) 6.000% due 8/15/02	NR	AA	648,750
250,000	Wycoff Hospital, Series A, 6.625% due 8/15/98	Baa	BBB	268,750
600,000	Hospital and Nursing Home, Series A, (FHA Insured), 5.100% due 2/15/03	NR	AAA	613,500
200,000	Series B, (FHA Insured): (Long Island College), 7.250% due 2/15/98	Aa	AA	222,000
700,000	5.650% due 8/15/02	NR	AAA	749,875
850,000	Series C, (FHA Insured): 5.900% due 8/15/02	Aa	AA	912,688
245,000	(Mt. Sinai Hospital), 5.950% due 8/15/09	NR	AAA	255,412
750,000	Series D, Longterm Health Facilities, (Capital Guaranty), 5.750% due 11/1/02	Aaa	AAA	809,063

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)

November 30, 1993

<TABLE>
<CAPTION>

FACE VALUE		RATINGS		MARKET VALUE (NOTE 1)
		(UNAUDITED) MOODY'S	S&P	
<C>	<S>	<C>	<C>	<C>
MUNICIPAL BONDS AND	NOTES -- (CONTINUED)			
	NEW YORK -- (CONTINUED)			
	New York State Municipal Bond Bank			
	Agency, Special Program Revenue:			
\$ 925,000	Buffalo, Series A, 6.500% due 3/15/00	NR	BBB+	\$ 1,000,156
250,000	Rochester, Series A, 6.300% due 3/15/00	NR	A+	269,062
250,000	New York State Power Authority Revenue and General Purpose, Series Z, 5.850% due 1/1/00	Aa	AA-	267,813

1,000,000	New York State Thruway Authority, Emergency Highway Reconditioning and Preservation, Series A, (FGIC Insured), 5.000% due 1/1/03	Aaa	AAA	1,023,750
1,000,000	New York State Thruway Authority, Service Contract Local Highway and Bridges: 6.000% due 4/1/02	Baa1	BBB	1,043,750
1,750,000	6.000% due 4/1/03	Baa1	BBB	1,826,562
1,230,000	New York State Urban Development: Correctional Facilities, Series 3: 6.700% due 1/1/99	Baa1	BBB	1,325,325
595,000	6.800% due 1/1/00	Baa1	BBB	647,062
1,000,000	5.250% due 1/1/03	Baa1	BBB	996,250
565,000	Cornell Center: 5.400% due 1/1/02	Baa1	BBB	570,650
595,000	5.500% due 1/1/03	Baa1	BBB	600,950
350,000	Niagara County, New York, (MBIA Insured): 5.700% due 8/15/00	Aaa	AAA	374,500
375,000	5.700% due 8/15/01	Aaa	AAA	400,781
550,000	North Country, New York, Development Authority, Waste Management Systems Revenue, Series A, 6.500% due 7/1/01	Baa1	NR	584,375

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)

November 30, 1993

<TABLE>

<CAPTION>

FACE VALUE		RATINGS (UNAUDITED)		MARKET VALUE (NOTE 1)
		MOODY'S	S&P	
<C>	<S>	<C>	<C>	<C>
MUNICIPAL BONDS AND	NOTES -- (CONTINUED)			
	NEW YORK -- (CONTINUED)			
	Oneida-Herkimer, New York, Solid Waste Disposal:			
\$ 530,000	5.900% due 4/1/98	Baa	BBB	\$ 547,225
800,000	6.300% due 4/1/01	Baa	BBB	840,000
	Oyster Bay, New York, General Obligation, (FGIC Insured):			
200,000	Series B, 6.400% due 2/1/99	Aaa	AAA	218,500
150,000	Series C, 6.300% due 10/1/99	Aaa	AAA	164,625
	Port Authority of New York and New Jersey:			
500,000	Consolidated Bonds 79th Series, 5.750% due 7/15/02	A1	AA-	541,250
2,000,000	Rites (AMBAC Insured), 4.400% due 10/1/03	Aaa	AAA	1,925,000

920,000	Syracuse, New York, Certificates of Participation, Hancock International Airport, 6.300% due 1/1/02	A1	A	1,010,850
1,000,000	Triborough Bridge & Tunnel Authority, New York: General Purpose, Series X, 5.500% due 1/1/03	Aa	A+	1,053,750
500,000	Special Obligation Refunding, Series A, (MBIA Insured), 6.100% due 1/1/00	Aaa	AAA	545,625
1,000,000	Series R, 7.375% due 1/1/10	Aa	A+	1,162,500
100,000	Wappingers Central School District, (AMBAC Insured), 6.250% due 12/1/99	Aaa	AAA	110,625
				64,256,218

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)

November 30, 1993

<TABLE>

<CAPTION>

FACE VALUE		RATINGS (UNAUDITED)		MARKET VALUE (NOTE 1)
		MOODY'S	S&P	

MUNICIPAL BONDS AND NOTES -- (CONTINUED)				
<C>	PUERTO RICO -- 8.3%	<C>	<C>	<C>
\$1,500,000	Commonwealth of Puerto Rico, Highway Revenue, Series X, Rites, 7.176% due 7/1/03	Baa1	A	\$ 1,511,250
750,000	Commonwealth of Puerto Rico, Highway and Transit Authority, Series U, 5.875% due 7/1/99	Baa1	A	792,188
750,000	Puerto Rico Housing Finance Agency, Special Obligation, Series H, (FSA Insured), 5.950% due 10/1/01	Aaa	AAA	783,750
500,000	Puerto Rico Public Buildings Authority, Public Education and Health Facilities Refunding: Series I, 6.600% due 7/1/99	A1	A+	555,625
600,000	Series K, (FGIC Insured), 6.000% due 7/1/01	Aaa	AAA	652,500
1,250,000	Series M, 5.300% due 7/1/03	Baa1	A	1,268,750
				5,564,063

GUAM -- 3.8%
Guam Airport Authority Revenue, Series

A:

560,000	5.700% due 10/1/01	NR	BBB	579,600
300,000	5.900% due 10/1/02	NR	BBB	313,875
850,000	5.100% due 10/1/03	NR	BBB	827,688
750,000	Government of Guam, Limited Obliga- tion, Highway Revenue, Series A, 5.900% due 5/1/02	NR	AAA	812,812
				2,533,975
TOTAL MUNICIPAL BONDS AND NOTES (Cost \$70,788,371)				72,354,256

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)

November 30, 1993

<TABLE>

<CAPTION>

FACE VALUE		RATINGS (UNAUDITED)		MARKET VALUE (NOTE 1)
		MOODY'S	S&P	
<C>	<S>	<C>	<C>	<C>
SHORT-TERM MUNICIPAL BONDS AND NOTES -- 3.9%				
\$ 300,000	NEW YORK -- 1.8%			
	New York, New York, Daily Adjustable Series D, 2.000% due 8/1/95+	VMIG1	A-	\$ 300,000
200,000	New York, New York, Daily Adjustable Sub-Series A-4 2.000% due 8/1/21+	VMIG1	A-1	200,000
700,000	New York, New York, Daily Adjustable Sub-Series A-4 2.000% due 8/1/22+	VMIG1	A-1	700,000
1,400,000	PUERTO RICO -- 2.1%			
	Commonwealth of Puerto Rico, Government Development Bank, 2.250% due 12/1/15++	VMIG1	A-1+	1,400,000
TOTAL SHORT-TERM MUNICIPAL BONDS AND NOTES (Cost \$2,600,000)				2,600,000
TOTAL INVESTMENTS (Cost \$73,388,371*)		111.5%		74,954,256
OTHER ASSETS AND LIABILITIES (NET)		(11.5)		(7,724,456)
NET ASSETS		100.0%		\$ 67,229,800

<FN>

*Aggregate cost for Federal tax purposes.

+Variable rate demand bonds and notes are payable upon not more than one

business days' notice.
 ++Variable rate demand bonds and notes are payable upon not more than seven
 business days' notice.
 </TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
 INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

STATEMENT OF ASSETS & LIABILITIES		November 30, 1993
ASSETS:		
Investments, at value (Cost \$73,388,371) (Note 1) (See accompanying schedule)		\$74,954,256
Interest receivable		1,047,379
Receivable for Fund shares sold		841,860
Unamortized organization costs (Note 6)		37,130
TOTAL ASSETS		76,880,625
LIABILITIES:		
Payable for investment securities purchased	\$9,339,033	
Dividends payable	163,055	
Investment advisory fee payable (Note 2)	23,824	
Due to custodian	21,277	
Administration fee payable (Note 2)	16,167	
Payable for Fund shares redeemed	12,300	
Distribution fee payable (Note 3)	8,119	
Custodian fees payable (Note 2)	7,500	
Transfer agent fees payable (Note 2)	2,000	
Accrued expenses and other payables	57,550	
TOTAL LIABILITIES		9,650,825
NET ASSETS		\$67,229,800
NET ASSETS consist of:		
Accumulated net realized gain on investments sold		\$ 164,638
Unrealized appreciation of investments		1,565,885
Par value		7,872
Paid-in capital in excess of par value		65,491,405
TOTAL NET ASSETS		\$67,229,800
NET ASSET VALUE per share (\$67,229,800 DIVIDED BY 7,871,998 shares of beneficial interest outstanding)+		\$8.54
MAXIMUM OFFERING PRICE PER SHARE (\$8.54 DIVIDED BY 0.9875) (based on sales charge of 1.25% of the offering price at November 30, 1993)		\$8.65

<FN>
 +Redemption price per share is equal to Net Asset Value less any applicable
 contingent deferred sales charge.
 </TABLE>

SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

STATEMENT OF OPERATIONS

FOR THE YEAR ENDED NOVEMBER 30, 1993

<TABLE>

<S>	<C>	<C>
INVESTMENT INCOME:		
Interest		\$2,377,764
EXPENSES:		
Investment advisory fee (Note 2)	\$ 158,835	
Sub-investment advisory and administration fee (Note 2)	90,763	
Distribution fee (Note 3)	68,072	
Legal and audit fees	38,538	
Shareholder reports expense	38,163	
Registration and filing fees	30,140	
Custodian fees (Note 2)	24,348	
Transfer agent fees (Note 2)	19,716	
Amortization of organization costs (Note 6)	12,042	
Trustees' fees and expenses (Note 2)	6,594	
Other	11,524	
Fees waived by investment adviser and administrator (Note 2)	(204,826)	
TOTAL EXPENSES		293,909
NET INVESTMENT INCOME		2,083,855
REALIZED AND UNREALIZED GAIN ON INVESTMENTS (NOTES 1 AND 4):		
Net realized gain on investments sold during the year		168,933
Net unrealized appreciation of investments during the year		1,222,704
NET REALIZED AND UNREALIZED GAIN ON INVESTMENTS		1,391,637
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS		\$3,475,492

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

STATEMENT OF CHANGES IN NET ASSETS

<TABLE>

<CAPTION>

	YEAR ENDED 11/30/93	PERIOD ENDED 11/30/92*
<S>	<C>	<C>

Net investment income	\$ 2,083,855	\$ 591,554
Net realized gain on investments sold during the period	168,933	68,863
Net unrealized appreciation of investments during the period	1,222,704	343,181

Net increase in net assets resulting from operations	3,475,492	1,003,598
Distributions to shareholders from:		
Net investment income	(2,083,855)	(591,554)
Net realized capital gain on investments	(73,158)	--
Net increase in net assets from Fund share transactions (Note 5)	41,368,808	24,105,469

Net increase in net assets	42,687,287	24,517,513
NET ASSETS:		
Beginning of period	24,542,513	25,000

End of period	\$67,229,800	\$24,542,513

<FN>

*The Fund commenced operations on December 31, 1991.

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

FINANCIAL HIGHLIGHTS

FOR A FUND SHARE OUTSTANDING THROUGHOUT EACH PERIOD.

<TABLE>

<CAPTION>

	YEAR ENDED 11/30/93	PERIOD ENDED 11/30/92*
	<C>	<C>
Net Asset Value, beginning of period	\$ 8.18	\$ 7.90

Income from investment operations:		
Net investment income+	0.40	0.38
Net realized and unrealized gains++	0.38	0.28

Total from investment operations	0.78	0.66

Less distributions:		
Dividends from net investment income	(0.40)	(0.38)
Distributions from net realized capital gains on investments	(0.02)	--

Total distributions	(0.42)	(0.38)

Net Asset Value, end of period	\$ 8.54	\$ 8.18

Total return+++	9.76%	8.59%

Ratios/Supplemental data:		
Net assets, end of period (in 000's)	\$67,230	\$24,543
Ratio of operating expenses to average net assets++++	0.65%	0.65%**
Ratio of net investment income to average net assets	4.59%	4.95%**
Portfolio turnover rate	22%	68%

<FN>

*The Fund commenced operations on December 31, 1991.

**Annualized.

+Net investment income before waiver of fees by investment adviser and administrator for the year ended November 30, 1993 and waiver of fees and reimbursement of expenses by investment adviser, sub-investment adviser and administrator, custodian and distributor for the period ended November 30, 1992 were \$0.36 and \$0.32, respectively.

++The amount shown at this caption for each share outstanding throughout the period may not accord with the change in the aggregate gains and losses in the portfolio securities for the period because of the timing of purchases and withdrawals of shares in relation to fluctuating market values of the portfolio.

+++Total return represents aggregate total returns for the periods indicated and does not reflect any applicable sales charges.

++++Annualized operating expense ratios before waiver of fees by investment adviser and administrator for the year ended November 30, 1993 and waiver of fees and reimbursement of expenses by investment adviser, sub-investment adviser and administrator, custodian and distributor for the period ended November 30, 1992 were 1.10% and 1.45%, respectively.

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED)

1. SIGNIFICANT ACCOUNTING POLICIES

Smith Barney Shearson Income Trust (the "Trust") was organized as a "Massachusetts business trust" under the laws of the Commonwealth of Massachusetts on October 17, 1991. The Trust is registered with the Securities and Exchange Commission under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company. The Trust consists of the following four funds: Smith Barney Shearson Limited Maturity Treasury Fund, Smith Barney Shearson Limited Maturity Municipals Fund, Smith Barney Shearson Intermediate Maturity California Municipals Fund and Smith Barney Shearson Intermediate Maturity New York Municipals Fund (the "Fund"). The following is a summary of significant accounting policies consistently followed by the Fund in the preparation of its financial statements.

PORTFOLIO VALUATION: Securities are valued by The Boston Company Advisors, Inc. ("Boston Advisors") after consultation with an independent pricing service (the "Service") approved by the Board of Trustees. When, in the judgment of the Service, quoted bid prices for securities are readily available and are representative of the bid side of the market, these investments are valued at the mean between the quoted bid prices and asked prices. Securities for which, in the judgment of the Service, there are no readily obtainable market quotations (which may constitute a majority of the portfolio securities) are carried at fair value as determined by the Service, based on methods which include consideration of: yields or prices of municipal securities of comparable quality, coupon, maturity and type; indications as to values from dealers; and general market conditions. Securities, not valued by the service, for which market quotations are not readily available, are valued at fair value as determined in good faith by or under the direction of the Board of Trustees. Short-term investments that mature in 60 days or less are valued at amortized cost.

SECURITIES TRANSACTIONS AND INVESTMENT INCOME: Securities transactions are recorded as of the trade date. Securities purchased or sold on a when-issued or delayed delivery basis may be settled a month or more after the trade date. Interest income is recorded on the accrual basis. Realized gains and losses from securities sold are recorded on the identified cost basis.

DIVIDENDS AND DISTRIBUTIONS TO SHAREHOLDERS: It is the policy of the Fund to declare dividends from net investment income daily and to pay such dividends monthly. Distributions from net realized capital gains, if any, are declared and paid annually, after the end of the calendar year in which earned. In addition, in

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

order to avoid the application of a 4% nondeductible excise tax on certain undistributed amounts of ordinary income and capital gains, the Fund may make an additional distribution shortly before December 31 in each year of any undistributed ordinary income or capital gains and expects to make any other distributions as are necessary to avoid this tax. Income distributions and capital gain distributions are determined in accordance with income tax regulations which may differ from generally accepted accounting principles. These differences are primarily due to differing treatments of income and gains on various investment securities held by the Fund, timing differences and differing characterization of distributions made by the Fund.

FEDERAL INCOME TAXES: The Trust intends that the Fund separately qualify as a regulated investment company, if such qualification is in the best interest of its shareholders, by complying with the requirements of the Internal Revenue Code of 1986, as amended, applicable to regulated investment companies and by distributing substantially all of its earnings to its shareholders. Therefore, no Federal income tax provision is required.

2. INVESTMENT ADVISORY FEE, ADMINISTRATION FEE AND OTHER RELATED PARTY TRANSACTIONS

Up to the close of business on July 30, 1993, the Fund had an investment advisory agreement with Shearson Lehman Brothers Inc. ("Shearson Lehman Brothers") on behalf of Shearson Lehman Advisors, a member of the Asset Management Group of Shearson Lehman Brothers. Under the investment advisory agreement, the Fund paid a monthly fee at the annual rate of 0.35% of the value of its average daily net assets.

As of the close of business on July 30, 1993, The Travelers Inc. (which at the time was known as Primerica Corporation) ("Travelers") and Smith Barney, Harris Upham & Co. Incorporated completed the acquisition of substantially all of the domestic retail brokerage and asset management businesses of Shearson Lehman Brothers and Smith Barney, Harris Upham & Co. Incorporated was renamed Smith Barney Shearson.

As of the close of business on July 30, 1993, Greenwich Street Advisors, a division of Mutual Management Corp., which is controlled by Smith Barney Shearson Holdings Inc. ("Holdings"), succeeded Shearson Lehman Advisors as the Fund's investment adviser. Holdings is a wholly owned subsidiary of Travelers. The new investment advisory agreement with Greenwich Street Advisors (the

SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

similar to the investment advisory agreement with the predecessor investment adviser and provides for payment of fees at the same rate as was paid to such predecessor investment adviser.

The Fund has also entered into an administration agreement (the "Administration Agreement") with Boston Advisors, an indirect wholly owned subsidiary of Mellon Bank Corporation ("Mellon"). Under the Administration Agreement, the Fund pays a monthly fee at the annual rate of 0.20% of the value of its average daily net assets. Prior to May 21, 1993, Boston Advisors served as the Fund's sub-investment adviser and administrator and was entitled to 0.20% of the value of the Fund's average daily net assets for its services.

From time to time, Smith Barney Shearson and Boston Advisors may voluntarily waive a portion or all of their respective fees otherwise payable to them. For the year ended November 30, 1993, Smith Barney Shearson and Boston Advisors voluntarily waived fees of \$130,230 and \$74,596, respectively.

For the year ended November 30, 1993, Smith Barney Shearson received \$412,346 from investors representing commissions (sales charges) on sales of Fund shares.

A contingent deferred sales charge is generally payable by a shareholder in connection with the redemption of shares within one year after the date of purchase. For the year ended November 30, 1993, \$26,433, in contingent deferred sales charges were paid to Smith Barney Shearson.

No officer, director or employee of Smith Barney Shearson, Boston Advisors or of any parent or subsidiary of those corporations receives any compensation from the Trust for serving as a Trustee or officer of the Trust. The Trust pays each Trustee who is not an officer, director or employee of Smith Barney Shearson, Boston Advisors or any of their affiliates \$4,000 per annum plus \$500 per meeting attended and reimburses each such Trustee for travel and out-of-pocket expenses.

Boston Safe Deposit and Trust Company, an indirect wholly owned subsidiary of Mellon, serves as the Trust's custodian. The Shareholder Services Group Inc., a subsidiary of First Data Corporation, serves as the Fund's transfer agent.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

3. DISTRIBUTION PLAN

The Trust has adopted a plan of distribution (the "Plan") under Rule 12b-1 of the 1940 Act. Under the Plan, the Fund pays Smith Barney Shearson a monthly

fee at the annual rate of 0.15% of the value of its average daily net assets for activities primarily intended to result in the sale of its shares.

Under its terms, the Plan shall remain in effect from year to year, provided that such continuance is approved annually by vote of the Trust's Trustees, including a majority of those Trustees who are not "interested persons" of the Trust and who have no direct or indirect financial interest in the operation of the Plan.

4. PURCHASES AND SALES OF SECURITIES

Cost of purchases and proceeds from sales of securities, excluding short-term investments, for the year ended November 30, 1993, were \$54,530,772 and \$9,895,745, respectively.

At November 30, 1993, aggregate gross unrealized appreciation for all securities in which there was an excess of value over tax cost was \$1,919,407 and aggregate gross unrealized depreciation for all securities in which there was an excess of tax cost over value was \$353,522.

5. SHARES OF BENEFICIAL INTEREST

The Trust may issue an unlimited number of shares of beneficial interest with a \$.001 par value. Changes in shares of beneficial interest in the Fund were as follows:

<TABLE>
<CAPTION>

<S>	YEAR ENDED 11/30/93		PERIOD ENDED 11/30/92*	
	Shares <C>	Amount <C>	Shares <C>	Amount <C>
Sold	5,539,351	\$ 47,098,821	3,126,676	\$ 25,143,207
Issued as reinvestment of dividends	178,195	1,514,219	50,012	405,446
Redeemed	(846,976)	(7,244,232)	(178,425)	(1,443,184)
Net increase	4,870,570	\$ 41,368,808	2,998,263	\$ 24,105,469

<FN>
*The Fund commenced operations on December 31, 1991.
</TABLE>

SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

6. ORGANIZATION COSTS

The Fund bears all costs in connection with its organization including the fees and expenses of registering and qualifying its shares for distribution under Federal and state securities regulations. All such cost are being amortized on the straight-line method over a period of five years from the commencement of operations of the Fund. In the event that any of the initial shares of the Fund are redeemed during such amortization period, the Fund will be reimbursed for any unamortized organization costs in the same proportion as the number of shares redeemed bears to the number of initial shares held at the

time of redemption.

7. CONCENTRATION OF CREDIT

The Fund primarily invests in debt obligations issued by the State of New York, its political subdivisions, agencies and public authorities to obtain funds for various public purposes. The Fund is more susceptible to factors adversely affecting issuers of New York municipal securities than is a municipal bond fund that is not concentrated in these issuers to the same extent.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

REPORT OF INDEPENDENT ACCOUNTANTS

TO THE SHAREHOLDERS AND BOARD OF TRUSTEES OF
SMITH BARNEY SHEARSON INCOME TRUST:

We have audited the accompanying statement of assets and liabilities, including the schedule of portfolio investments, of Intermediate Maturity New York Municipals Fund, of Smith Barney Shearson Income Trust, as of November 30, 1993, and the related statement of operations for the year then ended, and the statement of changes in net assets and the financial highlights for the year then ended and the period from December 31, 1991 (commencement of operations) to November 30, 1992. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of November 30, 1993 by correspondence with the custodian and brokers. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Intermediate Maturity New York Municipals Fund, of Smith Barney Shearson Income Trust, as of November 30, 1993, the results of its operations for the year then ended, and the changes in its net assets and the financial highlights for the year then ended and the period from December 31, 1991 (commencement of operations) to November 30, 1992, in conformity with generally accepted accounting principles.

COOPERS & LYBRAND

Boston, Massachusetts
January 10, 1994

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

TAX INFORMATION

Of the dividends paid by the Fund from investment income for the period ended November 30, 1993, 100% is tax-exempt for regular Federal income tax purposes.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

GLOSSARY OF COMMONLY USED MUTUAL FUND TERMS

CAPITAL GAIN (OR LOSS): This is the increase (or decrease) in the market value (price) of a security in your portfolio. If a stock or bond appreciates in price, there is a capital gain; if it depreciates there is a capital loss. A capital gain or loss is "realized" upon the sale of a security; if net capital gains exceed net capital losses, there may be a capital gain distribution to shareholders.

CONTINGENT DEFERRED SALES CHARGE (CDSC): One kind of back-end load, a CDSC is imposed if shares are redeemed during the first few years of ownership. The CDSC may be expressed as a percentage of either the original purchase price or the redemption proceeds. Most CDSCs decline over time, and some will not be charged if shares are redeemed after a certain period of time.

DISTRIBUTION RATE: This is the rate at which a mutual fund pays out (or distributes) interest, dividends and realized capital gains to shareholders. A fund's distribution rate is usually expressed as an annualized percent of the fund's offering price.

DIVIDEND: This is income generated by securities in a portfolio and distributed after expenses to shareholders.

FRONT-END SALES CHARGE: This is the sales charge applied to an investment at the time of initial purchase.

NET ASSET VALUE (NAV): Net asset value is the total market value of all securities held by a fund, minus any liabilities, divided by the number of shares outstanding. It is the value of a single share of a mutual fund on a given day. The total value of your investment would be the NAV multiplied by the number of shares you own.

SEC YIELD: This standardized calculation of a mutual fund's yield is based on a formula developed by the Securities and Exchange Commission (SEC) to allow funds to be compared on an equal basis. It is an annualized yield based on the portfolio's potential earnings from dividends, interest and yield to maturity of its holdings, and it reflects the payments of all portfolio expenses for the most recent 30-day period. Mutual funds are required to use this figure when stating yield.

TOTAL RETURN: Total return measures a fund's performance, taking into account the combination of dividends paid and the gain or loss in the value of the securities held in the portfolio. It may be expressed on an AVERAGE ANNUAL basis or CUMULATIVE basis (total change over a given period). In addition, total return may be expressed with or without the effects of sales charges or the reinvestment of dividends and capital gains.

Whenever a fund reports any type of performance, it must also report the average annual total return according to the standardized calculation developed by the

SEC. The SEC AVERAGE ANNUAL TOTAL RETURN calculation includes the effects of all fees and sales charges and assumes the reinvestment of all dividends and capital gains.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY NEW YORK MUNICIPALS FUND

TRUSTEES

Burt N. Dorsett
Peter H. Gallary
Elliot S. Jaffe
Harry W. Knight
Heath B. McLendon
Cornelius C. Rose

OFFICERS

Heath B. McLendon
CHAIRMAN OF THE BOARD

Stephen J. Treadway
PRESIDENT

Richard P. Roelofs
EXECUTIVE VICE PRESIDENT

Lawrence T. McDermott
VICE PRESIDENT AND
INVESTMENT OFFICER

Vincent Nave
TREASURER

Francis J. McNamara, III
SECRETARY

DISTRIBUTOR

Smith Barney Shearson
388 Greenwich Street
New York, New York 10013

INVESTMENT ADVISER

Greenwich Street Advisors
Two World Trade Center
New York, New York 10048

ADMINISTRATOR

The Boston Company Advisors, Inc.
One Boston Place
Boston, Massachusetts 02108

AUDITORS AND COUNSEL

Coopers & Lybrand
One Post Office Square
Boston, Massachusetts 02109

Willkie Farr & Gallagher
153 East 53rd Street
New York, New York 10022

TRANSFER AGENT

The Shareholder Services Group, Inc.
Exchange Place
Boston, Massachusetts 02109

CUSTODIAN

Boston Safe Deposit and
Trust Company
One Boston Place
Boston, Massachusetts 02108

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INVESTOR BENEFITS

MONTHLY DISTRIBUTIONS It's your fund's policy to distribute dividend income monthly.

AUTOMATIC REINVESTMENT You may reinvest your dividends and/or capital gains automatically in additional shares of your fund at the current net asset value.

UNLIMITED EXCHANGES If your investment goals change, you may exchange into another Smith Barney Shearson mutual fund with the same sales charge structure without incurring a sales charge.*

SYSTEMATIC INVESTMENT PLAN This program allows you to invest equal dollar amounts automatically on a regular basis, monthly or quarterly.

AUTOMATIC CASH WITHDRAWAL PLAN With this plan, you may withdraw money on a regular basis while maintaining your investment.

MUTUAL FUND EVALUATION SERVICE Through your Financial Consultant, you may obtain a free personalized analysis of how your fund has performed for you, taking into account the effect of every transaction.

FOR MORE INFORMATION ABOUT THESE BENEFITS, OR IF YOU HAVE ANY OTHER QUESTIONS, PLEASE CALL YOUR FINANCIAL CONSULTANT OR WRITE:

MUTUAL FUND POLICY GROUP
SMITH BARNEY SHEARSON
388 GREENWICH STREET 37TH FLOOR
NEW YORK, NY 10013

*AFTER WRITTEN NOTIFICATION, EXCHANGE PRIVILEGE MAY BE MODIFIED OR TERMINATED AT ANY TIME.

THIS REPORT IS SUBMITTED FOR THE
GENERAL INFORMATION OF THE SHAREHOLDERS OF
THE SMITH BARNEY SHEARSON INTERMEDIATE
MATURITY NEW YORK MUNICIPALS FUND. IT IS NOT
AUTHORIZED FOR DISTRIBUTION TO PROSPECTIVE
INVESTORS UNLESS ACCOMPANIED OR PRECEDED BY
AN EFFECTIVE PROSPECTUS FOR THE FUND, WHICH
CONTAINS INFORMATION CONCERNING THE FUND'S
INVESTMENT POLICIES AND APPLICABLE SALES
CHARGES, FEES AND EXPENSES AS WELL AS OTHER
PERTINENT INFORMATION.

SMITH BARNEY SHEARSON
INTERMEDIATE
MATURITY
NEW YORK
MUNICIPALS FUND

Two World Trade Center
New York, New York 10048

Fund 164
FD0311 A4

ANNUAL REPORT

NOVEMBER 30, 1993
[GRAPHIC]
SMALL BOX ABOVE FUND NAME SHOWING
A MAP AND MEASURING TOOLS.
SMITH BARNEY SHEARSON
INTERMEDIATE
MATURITY
CALIFORNIA
MUNICIPALS
FUND

[LOGO]

SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

DEAR SHAREHOLDER:

We are pleased to provide the annual report for Smith Barney Shearson Intermediate Maturity California Municipals Fund for the fiscal year ended November 30, 1993. During the past year the net asset value of the Fund increased to \$8.50 from \$8.04, and the Fund paid dividends totaling \$0.39 per share. The total return on your investment during the past fiscal year was 10.70%. This is an attractive total return, especially in comparison to longer-maturity funds which may offer a somewhat higher return but also are more volatile. The Fund's total return earned it a first quartile ranking from Lipper Analytical Services, Inc., a nationally-recognized mutual fund ranking organization. We are pleased with this performance, and will endeavor to provide similarly attractive relative performance in future years.

To allow you to compare the performance of your investment in the Fund to that of the general market, we have included a chart showing the values of \$10,000 invested in the Fund since its inception and in the Lehman Brothers Ten Year Municipal Bond Index. The Lehman Brothers Ten Year Municipal Bond Index is an unmanaged, broad-based index which includes about 5,200 tax-free issues totaling approximately \$63 billion in market capitalization. The average maturity of the securities in the Index is approximately 9.8 years; in comparison, the average maturity of the securities in the Fund is 8.5 years. Like the Fund, the Index includes issues drawn from a diverse range of market sectors, including general obligation, revenue and insured bonds that are rated investment grade (AAA to BAA). Because it is unmanaged, the Lehman Brothers Ten Year Municipal Index is not subject to same management and trading expenses of a mutual fund. In addition, the Index does not fully reflect the performance of California securities which are in high demand because of the state's high personal income tax rates.

AN OVERVIEW OF THE MUNICIPAL MARKET

Over the past year the municipal market experienced a historic decline in interest rates as well as a record amount of new issuance. The decline in rates was caused primarily by increased demand resulting from the increase in Federal tax rates. As interest rates dropped steadily, municipalities -- like individuals -- rushed to refinance older, higher interest rate debt at the new, lower levels. In fact, of the \$300 billion in new issues in 1993, \$195 billion were refinancing deals. The mix of heavy supply and strong demand was mutually beneficial to both issuers and investors as the market experienced two significant price rallies.

CONTINUED

1

In 1994, we anticipate a drop in the number of refinancing deals brought to the market by municipalities. In contrast to 1993's record number, total new issuance should be in the range of \$165 to \$170 billion. With this expected drop in supply and the reality of higher tax rates, we believe that tax-exempt securities should outperform taxable bonds over the next year.

PORTFOLIO STRATEGY

Over the past year the municipal market has experienced a flattening of the yield curve for maturities between ten and thirty years. Because the shorter end (maturities between two and ten years) has remained steep, we have kept our average maturity at nine years. Throughout 1994, we expect to see a flattening of the entire yield curve -- including the short end. When a yield curve flattens, the difference in yield between the short-term and long-term securities narrows. Until we see yields rise in the short-end of the curve, we will continue to keep our average maturity at about nine years. This strategy will allow us to provide shareholders with the maximum amount of dividend

income
without assuming additional interest rate risk.

We continue to invest the Fund's holdings in high quality investments. At the end of its fiscal year, 100% of the Fund was invested in issues rated BBB or higher (investment grade) by either Standard & Poor's Corporation or Moody's Investor Services. The majority of the Fund's holdings were in the Water & Sewer, Hospital, and Transportation sectors. It is our opinion that this diversified, high quality approach to the market best serves the interests of the Fund's investors.

DIVIDEND POLICY

The Fund does not pay a level monthly dividend rate but instead distributes to Shareholders the accrued monthly income earned by the portfolio. We will continue to strive to offer an attractive dividend distribution as we also face declining interest rates and rising volatility.

We appreciate the confidence you continue to place in us, and will continue to strive to maintain your trust.
Sincerely,

Heath B. McLendon
CHAIRMAN OF THE BOARD

Joseph P. Deane
VICE PRESIDENT AND
INVESTMENT OFFICER

January 5, 1994

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

PORTFOLIO HIGHLIGHTS
(unaudited)

November 30, 1993

INDUSTRY BREAKDOWN

Pie chart depicting the allocation of the Income Trust Intermediate Maturity California Municipals Fund Investment securities held at November 30, 1993 by industry classification. The pie is broken in pieces representing industries in the following percentages:

<TABLE>

<CAPTION>

INDUSTRY	PERCENTAGE
Utilities	11.6%
Transportation	10.8%
Other Municipal Bonds, Net Other Assets & Short-Term Investment	18.9%
Industrial Development Revenue	4.8%
Education	6.1%
General Obligation	7.9%
Hospital	16.7%
Housing	4.0%
Water & Sewer	19.2%

</TABLE>

SUMMARY OF MUNICIPAL BONDS BY COMBINED RATINGS.

<TABLE>

<CAPTION>

<S>	Moody's <C>	<C>	Standard & Poor's	Percent of Value <C>
	Aaa	OR	AAA	34.4%
	Aa		AA	7.1
	A		A	26.7
	Baa		BBB	27.8
	VMIG1		A-1	3.7
	P1		NR	0.3
				100 %

</TABLE>

AVERAGE MATURITY: 8.5 years

3

HISTORICAL PERFORMANCE (UNAUDITED)

<TABLE>

<CAPTION>

PERIOD ENDED <S>	NET ASSET VALUE BEGINNING <C>	NET ASSET VALUE ENDING <C>	CAPITAL GAINS DISTRIBUTED <C>	DIVIDENDS PAID <C>	TOTAL RETURN** <C>
12/31/91* -					
11/30/92	\$7.90	\$8.04	--	\$0.35	6.33%
11/30/93	8.04	8.50	--	0.39	10.70
TOTAL				\$0.74	
CUMULATIVE TOTAL RETURN - (12/31/91 THROUGH 11/30/93)					17.71%

<FN>

*The Fund commenced operations on December 31, 1991.

**Figures assume reinvestment of all dividends and capital gains distributions and do not reflect deduction of the applicable sales charges.

</TABLE>

IT IS THE FUND'S POLICY TO DISTRIBUTE DIVIDENDS MONTHLY AND CAPITAL GAINS, IF ANY, ANNUALLY.

AVERAGE ANNUAL TOTAL RETURN*** (UNAUDITED)

<TABLE>

<CAPTION>

<S>	WITHOUT FRONT END AND CONTINGENT DEFERRED SALES CHARGES		WITH FRONT END AND CONTINGENT DEFERRED SALES CHARGES	
	WITH WAIVER	WITHOUT WAIVER	WITH WAIVER	WITHOUT WAIVER
	<C>	<C>	<C>	<C>
YEAR ENDED 11/30/93 7.44%	10.70%	9.79%	8.33%	
INCEPTION (12/31/91) THROUGH 11/30/93 6.97%	8.88%	7.67%	8.17%	

<FN>
 ***Shares of the Fund are subject to a maximum 1.25% front-end sales charge and

a maximum 1% contingent deferred sales charge (CDSC). All total return figures shown reflect the reinvestment of dividends and capital gains. The Fund waived fees and reimbursed expenses from December 31, 1991 to the present; a shareholder's actual return for the period during which fees were

waived would be the higher of the two numbers shown.

</TABLE>

4

A line graph depicting the total growth (including reinvestment of dividends and capital gains) of a hypothetical investment of \$10,000 in Intermediate Maturity California Municipals Fund shares on December 31, 1991 through November 30, 1993 as compared with the growth of a \$10,000 investment in Lehman Brothers 10 Year Bond Index and Lipper Peer Group Average Index. The plot points used to draw the line graph were as follows:

<TABLE>

<CAPTION>

MONTH ENDED	GROWTH OF \$10,000 INVESTED IN SHARES OF THE FUND	GROWTH OF \$10,000 INVESTMENT IN THE LEHMAN BROTHERS 10 YEAR MUNI BOND INDEX	GROWTH OF \$10,000 INVESTMENT IN THE LIPPER PEER GROUP AVERAGE INDEX
<S>	<C>	<C>	<C>
12/91	\$ 9,875	\$10,000	\$10,000
01/92	9,880	10,021	10,020
03/92	9,839	9,991	9,980
06/92	10,182	10,381	10,293
09/92	10,425	11,682	10,552
12/92	10,625	10,892	10,728
03/93	10,977	11,314	11,065
06/93	11,373	11,687	11,361
09/93	11,717	12,106	11,719
11/93	11,624	12,026	11,654

</TABLE>

+ Hypothetical illustration of \$10,000 invested at inception on December 31,

1991 through November 30, 1993 compared to the Lehman 10 Year Municipal Bond Index and the Lipper Peer Group Average Index. Investment assumes deduction of the front-end sales charge and CDSC.

The Lehman 10 Year Municipal Bond Index, which began in January 1980, is an unmanaged, broad-based index comprised of approximately 5,200 bonds totaling approximately \$63 billion in market capitalization. The bonds are all municipal bonds with an average maturity of 9.8 years, an average yield of 4.93% and a duration of 7.08 years.

The Lipper Analytical Services, Inc. Peer Group Average Index is composed of an average of the Fund's peer group of mutual funds (10 as of November 30, 1993) investing in intermediate maturity California tax-exempt bonds.

This period was one in which municipal bond prices fluctuated and the results should not be considered as a representation of the dividend income or capital gain or loss which may be realized from an investment in the Fund today. No adjustment has been made for shareholder tax liability on dividends or capital gains.

NOTE: All figures cited here and on the following pages represent past performance of the Fund and do not guarantee future results.

FOR A GLOSSARY OF TERMS, PLEASE TURN TO THE END OF THIS REPORT.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS
1993
November 30,

<TABLE>
<S> <C>

KEY TO INSURANCE ABBREVIATIONS

AMBAC -- American Municipal Bond Assurance Corporation
FGIC -- Federal Guaranty Insurance Corporation
MBIA -- Municipal Bond Investors Assurance

</TABLE>

<TABLE>
<CAPTION>

RATINGS

(UNAUDITED) MARKET VALUE
FACE VALUE
MOODY'S S&P (NOTE 1)
<C> <S>
<C> <C> <C>

MUNICIPAL BONDS AND NOTES -- 102.0%
CALIFORNIA -- 97.5%
\$ 500,000 Alameda County, California, Certificates of

Participation, (Santa Rita Jail Project), (MBIA Insured),
5.250% due 12/1/04

Aaa	AAA	\$	511,250	
			500,000	Bakersfield, California, Hospital Revenue, (Adventist Health Systems/West Agency), (MBIA Insured), 5.100% due 3/1/03
Aaa	AAA		509,375	
			150,000	Belmont, California, Redevelopment Agency, Tax Allocation Project, (Los Costanos Community Development), Series A: 5.850% due 8/1/02
A	A-		156,000	
			160,000	5.950% due 8/1/03
A	A-		167,000	
			1,000,000	California Educational Facilities Authority: Pooled College and University Financing, Series B, 5.800% 6/1/02
Baa	NR		1,001,250	
			985,000	(Saint Mary's College) 4.900% due 10/1/03
A	NR		977,613	
			35,000	(Loyola Marymount University), Series B: 5.500% due 10/1/00
A1	NR		36,881	
			320,000	6.300% due 10/1/03
A1	NR		352,400	
			200,000	(Mills College), 6.500% due 9/1/02
Baa1	NR		216,750	

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
1993

<TABLE>
<CAPTION>

RATINGS

(UNAUDITED) MARKET VALUE
FACE VALUE
MOODY'S S&P (NOTE 1)

<C>		<S>
<C>	<C>	<C>
		MUNICIPAL BONDS AND NOTES -- (CONTINUED)
		CALIFORNIA -- (CONTINUED)
		California Educational Facilities Authority:
		Pooled College and University Financing (continued)
\$	500,000	(University of Southern California), 5.300% due 10/1/04
Aa	AA	\$ 514,375

	100,000	California, General Obligation Bonds, 9.800% due 10/1/00
Aa	AA	128,750
	200,000	California Health Facilities Financing Authority, (Sisters of Providence), 6.200% due 10/1/03
A1	AA-	210,000
	400,000	California Health Facilities, (St. Elizabeth's Hospital Project), 5.900% due 11/15/03
A1	A+	416,500
	200,000	California Health Facilities Revenue, Adventist Health System/West, Series B, (MBIA Insured), 6.150% due 3/1/99
Aaa	AAA	215,500
	15,000	California Housing Finance Agency Revenue, Home Mortgage, 10.000% due 2/1/02
Aa	A+	15,169
	305,000	Cucamonga, California, County Water District, Certificates of Participation, (FGIC Insured), 6.000% due 9/1/03
Aaa	AAA	324,444
	300,000	Daly City, California, Certificates of Participation, (MBIA Insured), 5.375% due 6/1/04
Aaa	AAA	306,750
	500,000	Desert Sands, California, Unified School District, Certificates of Participation: (Measure O Project), Series C 4.650% due 3/1/00
A	NR	490,625
	1,000,000	(Measure O Project), Series C 4.900% due 3/1/02
A	NR	976,250

SEE NOTES TO FINANCIAL STATEMENTS.

7

SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED)
1993

November 30,

<TABLE>
<CAPTION>

RATINGS

(UNAUDITED) MARKET VALUE
FACE VALUE
MOODY'S S&P (NOTE 1)

<C> <S>
<C> <C> <C>

MUNICIPAL BONDS AND NOTES -- (CONTINUED)

CALIFORNIA -- (CONTINUED)

\$	200,000		Escondido, California, Joint Powers Financing Authority, Certificates of Participation, Tax Allocation Revenue, (AMBAC Insured), 5.500% due 9/1/00
Aaa	AAA	\$	210,500
	190,000		Escondido, California, Unified School District, Certificates of Participation, Series A, 5.400% due 7/1/03
A	A-		190,475
	1,465,000		Foothill, California, Trans Zone, Certificates of Participation, Series A, 5.050% due 5/1/00
Baa1	NR		1,450,350
	355,000		Fresno, California, Joint Powers Financing Authority, Certificates of Participation, (Street Light Acquisition Project), Series A, 5.375% due 8/1/03
A	A+		355,444
	855,000		Garden Grove, California, Agency Tax Allocation Revenue, Community Development, 5.375% due 10/1/03
NR	A		846,450
	800,000		Irvine Ranch, California, Water District, Joint Powers Agency, Local Pool Revenue, Issue II, 7.200% due 8/15/96
NR	BBB		849,000
	480,000		7.800% due 8/15/01
NR	BBB		533,400
	285,000		Kern, California, High School District, Series C, (MBIA Insured), 8.750% due 8/1/03
Aaa	AAA		361,950
	230,000		Kings River Conservation District, (California Pine Flat Power Project), Series D, 5.375% due 2/1/00
Aa	AA		240,062
	45,000		Los Angeles County Transportation, Certificates of Participation, Series G, 6.100% due 1/1/00
A	NR		48,319

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

SMITH BARNEY SHEARSON
 INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

 PORTFOLIO OF INVESTMENTS (CONTINUED)
 1993

November 30,

<TABLE>
 <CAPTION>

RATINGS

(UNAUDITED) MARKET VALUE
 FACE VALUE
 MOODY'S S&P (NOTE 1)

<C>	<C>	<C>	<S>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
CALIFORNIA -- (CONTINUED)			
\$	30,000		Los Angeles County, Multiple Capital Facilities, Certificates of Participation, (Project III), 5.800% due 11/1/98
A1	A	\$	31,313
			Los Angeles County, California, Transportation Authority, Transportation Commission Certificates of Participation:
			Series B, 6.200% due 7/1/03
			500,000
A	NR		539,375
			Series G, 6.300% due 1/1/02
			30,000
A1	NR		32,587
			Marysville, California, Hospital Revenue, (Fremont Rideout Health Group), Group A, (AMBAC Insured), 5.900% due 1/1/03
			375,000
Aaa	AAA		401,250
			Modesto, California, High School District, (Stanislaus Company), (FGIC Insured), 5.300% due 8/1/04
			500,000
Aaa	AAA		513,750
			Mojave, California, Water District, California Improvement District, (Moronogo Basin):
			250,000 6.250% due 9/1/02
Baa1	BBB+		261,250
			280,000 6.375%, due 9/1/03
Baa1	BBB+		294,000
			Olivenhain Municipal Water District, California, 4.900% due 6/1/04
			530,000
Aaa	AAA		526,688
			555,000 5.000% due 6/1/05
Aaa	AAA		551,531
			Orange County, California, Development Agency Tax Allocation, (Santa Ana Heights Project):
			500,000 5.500% due 9/1/00
Baa1	BBB		505,625
			500,000 5.600% due 9/1/01
Baa1	BBB		506,250
			Padre Dam Municipal Water District, California Improvement District, Series C, 6.200% due 11/1/02
			30,000
A	A-		32,325

SEE NOTES TO FINANCIAL STATEMENTS.

<TABLE>
 <CAPTION>

RATINGS

(UNAUDITED) MARKET VALUE
 FACE VALUE
 MOODY'S S&P (NOTE 1)

<C> <S>
 <C> <C> <C>

MUNICIPAL BONDS AND NOTES -- (CONTINUED)
 CALIFORNIA -- (CONTINUED)
 Palm Springs, California, Financing Authority, Airport Revenue, (Palm Springs Regional Airport), (MBIA Insured):

\$	200,000		5.400% due 1/1/03
Aaa	AAA	\$	208,750
	400,000		5.500% due 1/1/04
Aaa	AAA		417,500
	75,000		Pasadena, California, Certificates of Participation, 6.750% due 8/1/00
A1	A+		82,781
	385,000		Pinole, California, Redevelopment Agency, Series A, (Pinole Vista Redevelopment Project Tax Allocation), (MBIA Insured), 5.500% due 8/1/03
Aaa	AAA		407,619
	1,000,000		Pleasanton, California, Joint Powers Financing Authority, Reassessment, Series A, 5.600% due 9/2/00
Baa1	NR		1,007,500
	200,000		Rancho, California, Revenue Refunding, Water District Financing Authority, (FGIC Insured), 5.600% due 8/1/00
Aaa	AAA		213,500
	795,000		Redding, California, Joint Powers Financing Authority, Solid Waste and Corporate Yard, Series A, 5.000% due 1/1/04
A	BBB+		768,169
	300,000		Riverside, California, Electric Revenue: 4.700% due 10/1/03
Aa	AA-		296,625
	300,000		4.800% due 10/1/04
Aa	AA-		296,625
	150,000		Riverside County, California, Transportation Commission, Sales Tax Revenue, Series A, 6.500% due 6/1/00
A	A+		165,375
	300,000		Sacramento, California, Regional Transportation, Certificates of Participation, Series A: 6.375% due 3/1/02
A1	NR		325,125
	350,000		6.400% due 3/1/03
A1	NR		380,187

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

 PORTFOLIO OF INVESTMENTS (CONTINUED)
 1993

November 30,

<TABLE>
 <CAPTION>

RATINGS

(UNAUDITED) MARKET VALUE
 FACE VALUE
 MOODY'S S&P (NOTE 1)

<C>	<C>	<C>	<S>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)			
CALIFORNIA -- (CONTINUED)			
\$	200,000		San Bernardino County, California, Certificates of Participation, Airport Improvement Project, (MBIA Insured), 5.700% due 1/1/01
Aaa	AAA	\$	211,750
	100,000		San Diego, California, Certificates of Participation, Unified School District, Series B, 6.000% due 7/1/03
Aa	AA-		106,375
	375,000		San Diego County, California, Regional Building Authority, Lease Revenue, (San Miguel Fire Protection), Series A, 5.200% due 1/1/04
Aaa	AAA		383,438
	25,000		San Diego County, California, Regional Transportation Commission, Sales Tax Revenue, Series A, 6.400% due 4/1/01
A	A+		27,063
	500,000		San Francisco, California, City and County Public Utilities Commission, Series A: Sewer Revenue, (AMBAC Insured), 5.600% due 10/1/03
Aaa	AAA		527,500
	200,000		Water Revenue, 6.000% due 11/1/01
Aa	AA		217,250
	450,000		San Francisco, California, Downtown Parking, Series R: 6.000% due 4/1/02
A	NR		461,250
	280,000		6.150% due 4/1/03
A	NR		288,750
	500,000		San Jose, California, Airport Revenue: (MBIA Insured), 5.750% due 3/1/03
Aaa	AAA		528,750
	800,000		(FGIC Insured), 5.400% due 3/1/04
Aaa	AAA		811,000

SEE NOTES TO FINANCIAL STATEMENTS.

SMITH BARNEY SHEARSON
 INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

 PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
 1993

<TABLE>
 <CAPTION>

RATINGS

(UNAUDITED) MARKET VALUE
 FACE VALUE
 MOODY'S S&P (NOTE 1)

 <C> <S>
 <C> <C> <C>
 MUNICIPAL BONDS AND NOTES -- (CONTINUED)
 CALIFORNIA -- (CONTINUED)
 Santa Barbara, California, Certificates of
 Participation, (Harbor Refunding Project):
 \$ 270,000 6.400% due 10/1/02
 A NR \$ 292,612
 285,000 6.500% due 10/1/03
 A NR 309,581
 200,000 Santa Fe Springs, California, Redevelopment Agency,
 Redevelopment Project Tax Allocation, Series A, (MBIA
 Insured),
 5.600% due 9/1/00
 Aaa AAA 213,000
 Sierra Sands Unified School District, California,
 Sierra Sands School Financing Corporation, Certificates
 of Participation:
 450,000 5.250% due 3/1/00
 Baa NR 450,000
 470,000 5.350% due 3/1/01
 Baa NR 470,000
 200,000 Southern California, Public Power Authority, (Palo
 Verde Project), Series C, (AMBAC Insured),
 5.700% due 7/1/02
 Aaa AAA 212,750
 450,000 Southern California Rapid Transit Authority, District
 A2, Special Assessment,
 6.100% due 9/1/03
 Baa1 A- 471,937
 200,000 State of California, General Obligation Bonds,
 6.000% due 9/1/03
 Aa A+ 216,000
 200,000 State of California State Department, Water Revenue,
 Series J-2, (Central Valley Project),
 5.600% due 12/1/02
 Aa AA 212,000
 900,000 Suisun City, California, Redevelopment Agency, Tax
 Allocation,
 5.200% due 10/1/04
 Aaa AAA 913,500

105,000		Tehachapi, California, Unified School District, School Facilities Corporation, Certificates of Participation, 5.900% due 8/1/03
Baa1	NR	104,081

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

PORTFOLIO OF INVESTMENTS (CONTINUED) November 30, 1993

<TABLE>
<CAPTION>

RATINGS

(UNAUDITED) MARKET VALUE
FACE VALUE
MOODY'S S&P (NOTE 1)

<C> <S>
<C> <C> <C>
MUNICIPAL BONDS AND NOTES -- (CONTINUED)
CALIFORNIA -- (CONTINUED)
Tulare County, California, Certificates of Participation, (Financing Project), (MBIA Insured),
\$ 200,000 5.700% due 11/15/03
Aaa AAA \$ 213,000
250,000 5.800% due 11/15/04
Aaa AAA 267,500
500,000 Ukiah, California, Unified School District, Certificate of Participation, (Measure A Capital Projects),
5.625% due 9/1/02
Baa1 BBB 500,625
University of California, Multiple Purpose Projects, (MBIA Insured),
200,000 Series A,
6.100% due 9/1/00
Aaa AAA 216,500
1,320,000 Series B,
4.500% due 9/1/04
Aaa AAA 1,270,500
205,000 Upland, California, Certificates of Participation, Police Building Refunding Project, (AMBAC Insured),
6.200% due 8/1/02
Aaa AAA 223,706
200,000 Walnut Valley, California, Water District, Certificates of Participation, (Badillo/Grand Transmission Project), (FGIC Insured),
5.800% due 2/1/02
Aaa AAA 214,500

31,713,450

 1,500,000 GUAM -- 4.5%
 Guam Power Authority Revenue, Series A,
 5.200% due 10/1/04
 NR BBB 1,458,750

 33,172,200 TOTAL MUNICIPAL BONDS AND NOTES
 (Cost \$32,389,738)

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
 INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

 PORTFOLIO OF INVESTMENTS (CONTINUED) November 30,
 1993

<TABLE>

<C> <S>
 <C> <C> <C>
 SHORT-TERM MUNICIPAL BONDS AND NOTES -- 4.3%
 CALIFORNIA -- 4.3%
 California Health Facilities:
 \$ 575,000 (St. Joseph's Hospital Project), Series B,
 1.800% due 7/1/13+
 VMIG1 A-1+ \$ 575,000
 100,000 (Sutter Hospital Project), Series A,
 1.800% due 3/1/20+
 VMIG1 A-1+ 100,000
 100,000 California Pollution Control Project:
 (Shell Oil Project), Series B,
 1.800% 10/1/11+
 VMIG1 A-1+ 100,000
 100,000 (Honey Lake Power Company Project),
 2.150%, due 9/1/18+
 P1 NR 100,000
 Irvine Ranch, California, Water District,
 500,000 1.850% due 8/1/16+
 VMIG1 A-1+ 500,000

 1,375,000 TOTAL SHORT-TERM MUNICIPAL BONDS AND NOTES
 (Cost \$1,375,000)

 106.3% 34,547,200 TOTAL INVESTMENTS (Cost \$33,764,738*)
 (6.3) (2,033,318) OTHER ASSETS AND LIABILITIES (NET)

NET ASSETS

100.0% \$32,513,882

<FN>
*Aggregate cost for Federal tax purposes.
+Variable rate demand bonds and notes are payable upon not more than one business day's notice.
</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

STATEMENT OF ASSETS AND LIABILITIES November 30, 1993

<TABLE>
<S> <C>
<C>

ASSETS:
Investments, at value (Cost \$33,764,738) (Note 1)
See accompanying schedule
\$34,547,200
Receivable for Fund shares sold
602,963
Interest receivable
449,660
Receivable from investment advisor (Note 2)
53,658
Unamortized organization costs (Note 6)
37,130

TOTAL ASSETS
35,690,611

LIABILITIES:
Payable for investment securities purchased
\$2,981,668
Dividends payable
79,167
Due to custodian
30,683
Payable for Fund shares redeemed
28,167
Custodian fees payable (Note 2)
4,000
Transfer agent fees payable (Note 2)
1,200
Accrued expenses and other payables
51,844

TOTAL LIABILITIES
3,176,729

NET ASSETS
\$32,513,882

NET ASSETS consist of:

Accumulated net realized gain on investments sold
\$ 21,329
Unrealized appreciation of investments
782,462
Par value
3,827
Paid-in capital in excess of par value
31,706,264

TOTAL NET ASSETS
\$32,513,882

NET ASSET VALUE per share
(\$32,513,882 DIVIDED BY 3,827,066 shares of beneficial interest
outstanding)+
\$8.50

MAXIMUM OFFERING PRICE PER SHARE (\$8.50 DIVIDED BY 0.9875)
(based on sales charge of 1.25% of the offering price at November 30,
1993) \$8.61

<FN>
+Redemption price per share is equal to Net Asset Value less any applicable
contingent deferred sales charge.
</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

STATEMENT OF OPERATIONS

FOR THE YEAR ENDED NOVEMBER 30, 1993

<TABLE>

<S>	<C>	<C>
INVESTMENT INCOME:		
Interest		
\$1,028,828		

EXPENSES:

Investment advisory fee (Note 2)	\$ 69,649
Shareholder reports expense	43,107
Sub-investment advisory and administration (Note 2)	39,799
Legal and audit fees	39,746
Distribution fee (Note 3)	29,849
Registration and filing fees	23,308
Custodian fees (Note 2)	13,659

Amortization of organization costs (Note 6)	12,042
Transfer agent fees (Note 2)	8,581
Trustees' fees and expenses (Note 2)	6,613
Other	9,386
Fees waived and expenses reimbursed by investment adviser, administrator and distributor (Note 2)	(153,375)

TOTAL EXPENSES	
142,364	

NET INVESTMENT INCOME	
886,464	

REALIZED AND UNREALIZED GAIN ON INVESTMENTS (NOTES 1 AND 4):	
Net realized gain on investments during the year	
25,380	
Net unrealized appreciation of investments during the year	
673,107	

NET REALIZED AND UNREALIZED GAIN ON INVESTMENTS	
698,487	

NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	
\$1,584,951	

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

STATEMENT OF CHANGES IN NET ASSETS

<TABLE>
<CAPTION>

PERIOD	YEAR	ENDED
ENDED	ENDED	ENDED
11/30/92*	11/30/93	
<S>	<C>	
<C>		
Net investment income	\$ 886,464	\$
262,796		
Net realized gain/(loss) on investments sold during the period	25,380	
(4,051)		
Net unrealized appreciation of investments during the period	673,107	
109,355		

Net increase in net assets resulting from operations	1,584,951
368,100	
Distributions to shareholders from:	
Net investment income	(886,464)
(262,796)	
Net increase in net assets from Fund share transactions	
(Note 5)	21,148,865
10,536,226	

Net increase in net assets	21,847,352
10,641,530	
NET ASSETS:	
Beginning of period	10,666,530
25,000	

End of period	\$32,513,882
\$10,666,530	

<FN>

*The Fund commenced operations on December 31, 1991.

</TABLE>

SEE NOTES TO FINANCIAL STATEMENTS.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

FINANCIAL HIGHLIGHTS

FOR A FUND SHARE OUTSTANDING THROUGHOUT EACH PERIOD.

<TABLE>

<CAPTION>

PERIOD	YEAR	
	ENDED	
ENDED	11/30/93	
11/30/92*	<C>	<C>
Net Asset Value, beginning of period	\$ 8.04	\$
7.90		

Income from investment operations:		
Net investment income+	0.39	
0.35		
Net realized and unrealized gain on investments++	0.46	
0.14		

Total from investment operations	0.85	
0.49		
Less distributions:		
Dividends from net investment income	(0.39)	
(0.35)		

(the "1940 Act"), as an open-end management investment company. The Trust consists of the following four funds: Smith Barney Shearson Limited Maturity Treasury Fund, Smith Barney Shearson Limited Maturity Municipals Fund, Smith Barney Shearson Intermediate Maturity California Municipals Fund (the "Fund") and Smith Barney Shearson Intermediate Maturity New York Municipals Fund. The following is a summary of significant accounting policies consistently followed by the Fund in the preparation of its financial statements.

PORTFOLIO VALUATION: Securities are valued by The Boston Company Advisors, Inc. ("Boston Advisors") after consultation with an independent pricing service (the "Service") approved by the Board of Trustees. When, in the judgment of the Service, quoted bid prices for securities are readily available and are representative of the bid side of the market, these investments are valued at the mean between the quoted bid prices and asked prices. Securities for which, in the judgment of the Service, there are no readily obtainable market quotations (which may constitute a majority of the portfolio securities) are carried at fair value as determined by the Service, based on methods which include consideration of: yields or prices of municipal securities of comparable quality, coupon, maturity and type; indications as to values from dealers; and general market conditions. Securities, not valued by the service, for which market quotations are not readily available, are valued at fair value as determined in good faith by or under the direction of the Board of Trustees. Short-term investments that mature in 60 days or less are valued at amortized cost.

SECURITIES TRANSACTIONS AND INVESTMENT INCOME: Securities transactions are recorded as of the trade date. Securities purchased or sold on a when-issued or delayed delivery basis may be settled a month or more after the trade date. Interest income is recorded on the accrual basis. Realized gains and losses from securities sold are recorded on the identified cost basis.

DIVIDENDS AND DISTRIBUTIONS TO SHAREHOLDERS: It is the policy of the Fund to declare dividends from net investment income daily and to pay such dividends monthly. Distributions from net realized capital gains, if any, are declared and paid annually, after the end of the calendar year in which earned. In addition, in

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

order to avoid the application of a 4% nondeductible excise tax on certain undistributed amounts of ordinary income and capital gains, the Fund may make an additional distribution shortly before December 31 in each year of any undistributed ordinary income or capital gains and expects to make any other distributions as are necessary to avoid this tax. Income distributions and

capital gain distributions are determined in accordance with income tax regulations which may differ from generally accepted accounting principles. These differences are primarily due to differing treatments of income and gains on various investment securities held by the Fund, timing differences and differing characterization of distributions made by the Fund.

FEDERAL INCOME TAXES: The Trust intends that the Fund separately qualify as a regulated investment company, if such qualification is in the best interest of its shareholders, which distributes exempt-interest dividends, by complying with the requirements of the Internal Revenue Code of 1986, as amended, applicable to regulated investment companies and by distributing substantially all of its earnings to its shareholders. Therefore, no Federal income tax provision is required.

2. INVESTMENT ADVISORY FEE, ADMINISTRATION FEE AND OTHER RELATED PARTY TRANSACTIONS

Up to the close of business on July 30, 1993, the Fund had an investment advisory agreement with Shearson Lehman Brothers Inc. ("Shearson Lehman Brothers") on behalf of Shearson Lehman Advisors, a member of the Asset Management Group of Shearson Lehman Brothers. Under the investment advisory agreement, the Fund paid a monthly fee at the annual rate of 0.35% of the value of its average daily net assets.

As of the close of business on July 30, 1993, The Travelers Inc. (which at the time was known as Primerica Corporation) ("Travelers") and Smith Barney, Harris Upham & Co. Incorporated completed the acquisition of substantially all of the domestic retail brokerage and asset management businesses of Shearson Lehman Brothers and Smith Barney, Harris Upham & Co. Incorporated was renamed Smith Barney Shearson.

As of the close of business on July 30, 1993, Greenwich Street Advisors, a division of Mutual Management Corp., which is controlled by Smith Barney Shearson Holdings Inc. ("Holdings"), succeeded Shearson Lehman Advisors as the Fund's investment adviser. Holdings is a wholly owned subsidiary of Travelers. The new investment advisory agreement with Greenwich Street

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

Advisors (the "Advisory Agreement") contains terms and conditions substantially similar to the investment advisory agreement with the predecessor investment adviser and provides for payment of fees at the same rate as was paid to such predecessor investment adviser.

The Fund has also entered into an administration agreement (the "Administration Agreement") with Boston Advisors, an indirect wholly owned subsidiary of Mellon Bank Corporation ("Mellon"). Under the Administration Agreement, the Fund pays a monthly fee at the annual rate of 0.20% of the

value of its average daily net assets. Prior to May 21, 1993, Boston Advisors served as the Fund's sub-investment adviser and administrator and was entitled to 0.20% of the value of the Fund's average daily net assets for its services.

From time to time, Smith Barney Shearson and Boston Advisors may voluntarily waive a portion or all of their respective fees otherwise payable to them. For the year ended November 30, 1993, Smith Barney Shearson and Boston Advisors voluntarily waived fees of \$69,649 and \$39,799, respectively. For the year ended November 30, 1993, Smith Barney Shearson reimbursed expenses of \$14,078.

For the year ended November 30, 1993, Smith Barney Shearson received \$179,329 from investors representing commissions (sales charges) on sales of Fund shares.

A contingent deferred sales charge is generally payable by a shareholder in connection with the redemption of shares within one year after the date of purchase. For the year ended November 30, 1993 Smith Barney Shearson received from shareholders \$5,932 in contingent deferred sales charges.

No officer, director or employee of Smith Barney Shearson, Boston Advisors or of any parent or subsidiary of those corporations receives any compensation from the Trust for serving as a Trustee or officer of the Trust. The Trust pays each Trustee who is not an officer, director or employee of Smith Barney Shearson, Boston Advisors or any of their affiliates \$4,000 per annum plus \$500 per meeting attended and reimburses each such Trustee for travel and out-of-pocket expenses.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

Boston Safe Deposit and Trust Company, an indirect wholly owned subsidiary of Mellon, serves as the Trust's custodian. The Shareholder Services Group Inc., a subsidiary of First Data Corporation, serves as the Trust's transfer agent.

3. DISTRIBUTION PLAN

The Trust has adopted a plan of distribution (the "Plan") under Rule 12b-1 of the 1940 Act. Under the Plan, the Fund pays Smith Barney Shearson a monthly fee at the annual rate of 0.15% of the value of its average daily net assets for activities primarily intended to result in the sale of its shares. For the year ended November 30, 1993, distribution fees of \$29,849 were waived by Smith Barney Shearson.

Under its terms, the Plan shall remain in effect from year to year, provided

that such continuance is approved annually by vote of the Trust's Trustees, including a majority of those Trustees who are not "interested persons" of the Trust and who have no direct or indirect financial interest in the operation of the Plan.

4. PURCHASES AND SALES OF SECURITIES

Cost of purchases and proceeds from sales of securities, excluding short-term investments, for the year ended November 30, 1993 were \$24,408,918 and \$2,981,844, respectively.

At November 30, 1993, aggregate gross unrealized appreciation for all securities in which there was an excess of value over tax cost was \$920,523 and aggregate gross unrealized depreciation for all securities in which there was an excess of tax cost over value was \$138,061.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

5. SHARES OF BENEFICIAL INTEREST

The Trust may issue an unlimited number of shares of beneficial interest with a \$.001 par value. Changes in shares of beneficial interest in the Fund were as follows:

<TABLE>
<CAPTION>

PERIOD ENDED	YEAR ENDED		
	11/30/93		
	Shares	Amount	
	<C>	<C>	<C>
11/30/92*			
Sold	2,773,792	\$23,473,658	
1,325,320		\$10,550,648	
Issued as reinvestment of dividends	81,600	688,363	
25,060		200,373	
Redeemed	(355,224)	(3,013,156)	
(26,647)		(214,795)	
Net increase	2,500,168	\$21,148,865	
1,323,733		\$10,536,226	

<FN>
*The Fund commenced operations on December 31, 1991.

</TABLE>

6. ORGANIZATION COSTS

The Fund bears all costs in connection with its organization including the fees and expenses of registering and qualifying its shares for distribution under Federal and state securities regulations. All such costs are being amortized on the straight-line method over a period of five years from the commencement of operations of the Fund. In the event that any of the initial shares of the Fund are redeemed during such amortization period, the Fund will be reimbursed for any unamortized organization costs in the same proportion as the number of shares redeemed bears to the number of initial shares held at the time of redemption.

7. CONCENTRATION OF CREDIT

The Fund primarily invests in debt obligations issued by the State of California, its political subdivisions, agencies and public authorities to obtain funds for various public purposes. The Fund is more susceptible to factors adversely affecting issuers of California municipal securities than is a municipal bond fund that is not concentrated in these issuers to the same extent.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

REPORT OF INDEPENDENT ACCOUNTANTS

TO THE SHAREHOLDERS AND BOARD OF TRUSTEES OF
SMITH BARNEY SHEARSON INCOME TRUST:

We have audited the accompanying statement of assets and liabilities, including the schedule of portfolio investments, of Intermediate Maturity California Municipals Fund, of Smith Barney Shearson Income Trust, as of November 30, 1993, and the related statement of operations for the year then ended, and the statement of changes in net assets and the financial highlights for the year then ended and the period from December 31, 1991 (commencement of operations) to November 30, 1992. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of November 30, 1993 by correspondence with the custodian and brokers. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to

above present fairly, in all material respects, the financial position of Intermediate Maturity California Municipals Fund, of Smith Barney Shearson Income Trust, as of November 30, 1993, the results of its operations for the year then ended, and the changes in its net assets and the financial highlights for the year then ended and the period from December 31, 1991 (commencement of operations) to November 30, 1992, in conformity with generally accepted accounting principles.

COOPERS & LYBRAND

Boston, Massachusetts
January 10, 1994

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

TAX INFORMATION

PERIOD ENDED NOVEMBER 30, 1993 (UNAUDITED)

Of the dividends paid by the Fund from investment income for the period ended November 30, 1993, 100% is tax-exempt for regular Federal income tax purposes.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

GLOSSARY OF COMMONLY USED MUTUAL FUND TERMS

CAPITAL GAIN (OR LOSS): This is the increase (or decrease) in the market value (price) of a security in your portfolio. If a stock or bond appreciates in price, there is a capital gain; if it depreciates there is a capital loss. A capital gain or loss is "realized" upon the sale of a security; if net capital gains exceed net capital losses, there may be a capital gain distribution to shareholders.

CONTINGENT DEFERRED SALES CHARGE (CDSC): One kind of back-end load, a CDSC is imposed if shares are redeemed during the first few years of ownership. The CDSC may be expressed as a percentage of either the original purchase price or the redemption proceeds. Most CDSCs decline over time, and some will not be charged if shares are redeemed after a certain period of time.

DISTRIBUTION RATE: This is the rate at which a mutual fund pays out (or distributes) interest, dividends and realized capital gains to shareholders. A fund's distribution rate is usually expressed as an annualized percent of the fund's offering price.

DIVIDEND: This is income generated by securities in a portfolio and distributed after expenses to shareholders.

FRONT-END SALES CHARGE: This is the sales charge applied to an investment at

the
time of initial purchase.

NET ASSET VALUE (NAV): Net asset value is the total market value of all securities held by a fund, minus any liabilities, divided by the number of shares outstanding. It is the value of a single share of a mutual fund on a given day. The total value of your investment would be the NAV multiplied by the number of shares you own.

SEC YIELD: This standardized calculation of a mutual fund's yield is based on a formula developed by the Securities and Exchange Commission (SEC) to allow funds to be compared on an equal basis. It is an annualized yield based on the portfolio's potential earnings from dividends, interest and yield to maturity of its holdings, and it reflects the payments of all portfolio expenses for the most recent 30-day period. Mutual funds are required to use this figure when stating yield.

TOTAL RETURN: Total return measures a fund's performance, taking into account the combination of dividends paid and the gain or loss in the value of the securities held in the portfolio. It may be expressed on an AVERAGE ANNUAL basis or CUMULATIVE basis (total change over a given period). In addition, total return may be expressed with or without the effects of sales charges or the reinvestment of dividends and capital gains.

Whenever a fund reports any type of performance, it must also report the average annual total return according to the standardized calculation developed by the SEC. The SEC AVERAGE ANNUAL TOTAL RETURN calculation includes the effects of all fees and sales charges and assumes the reinvestment of all dividends and capital gains.

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SMITH BARNEY SHEARSON
INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND

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CUSTODIAN

Boston Safe Deposit and
Trust Company
One Boston Place
Boston, Massachusetts 02108

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THE SMITH BARNEY
SHEARSON
APPROACH TO
MUTUAL FUND
INVESTING

1. PERSONAL SERVICE The Smith Barney Shearson Financial Consultant (FC) is highly trained and deeply committed to client service. Your FC works with you to establish a relationship based on one-to-one communication and the highest standards of quality.

2. ANALYZING YOUR NEEDS Defining your needs and establishing specific goals is the first step toward any successful investment program. The Smith Barney Shearson Strategic Asset Allocator -- a sophisticated financial planning tool -- can help you and your FC evaluate your resources and objectives. This groundwork then becomes the basis for a strategy designed specifically for you. Your FC can use the Strategic Asset Allocator on a periodic basis to ensure that your investment strategy is keeping pace with your changing needs and goals.

3. A UNIQUE MUTUAL FUND INVESTMENT

PROGRAM Your Smith Barney Shearson FC offers a number of mutual fund assessment tools that are unmatched in the financial services industry. Smith Barney Shearson FCs have access to a proprietary mutual fund research database that provides information at their fingertips on more than 2,100 funds. In addition, working with another proprietary system known as the Mutual Fund Evaluation Service, your FC can help guide you through the complex mutual fund maze.

4. LOOKING AHEAD Selecting a mutual fund should not be a one-event process that ends with the purchase of shares. You can count on the expertise of your FC as he or she continues to monitor and evaluate your funds, to suggest new strategies and to listen. That, in our opinion, is how to use mutual funds to help achieve your financial goals.

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INVESTOR BENEFITS

MONTHLY DISTRIBUTIONS It's your fund's policy to distribute dividend income monthly.

your

AUTOMATIC REINVESTMENT You may reinvest dividends and/or capital gains automatically in additional shares of your fund at the current asset value.

net

goals

UNLIMITED EXCHANGES If your investment change, you may exchange into another Smith Shearson mutual fund with the same sales charge structure without incurring a sales charge.*

Barney

SYSTEMATIC INVESTMENT PLAN This program allows you to invest equal dollar amounts

automatically on a regular basis, monthly or quarterly.

AUTOMATIC CASH WITHDRAWAL PLAN With this plan, you may withdraw money on a regular basis while maintaining your investment.

MUTUAL FUND EVALUATION SERVICE Through your Financial Consultant, you may obtain a free personalized analysis of how your fund has performed for you, taking into account the

effect

of every transaction.

FOR MORE INFORMATION ABOUT THESE BENEFITS, OR IF YOU HAVE ANY OTHER QUESTIONS, PLEASE CALL YOUR FINANCIAL CONSULTANT OR WRITE:

MUTUAL FUND POLICY GROUP
SMITH BARNEY SHEARSON
388 GREENWICH STREET 37TH FLOOR
NEW YORK, NY 10013

*AFTER WRITTEN NOTIFICATION, EXCHANGE PRIVILEGE MAY BE MODIFIED OR TERMINATED AT ANY TIME.

THIS REPORT IS SUBMITTED FOR THE GENERAL INFORMATION OF THE SHAREHOLDERS OF THE INTERMEDIATE MATURITY CALIFORNIA MUNICIPALS FUND OF THE SMITH BARNEY

SHEARSON.

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APPLICABLE

SALES CHARGES, FEES AND EXPENSES AS WELL AS OTHER PERTINENT INFORMATION.

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