

PIMCO MUNICIPAL INCOME FUND II  
 Form 5  
 December 31, 2008

# FORM 5

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

OMB APPROVAL

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

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person \*  
**GROSS WILLIAM H**

(Last) (First) (Middle)

840 NEWPORT CENTER  
 DRIVE, SUITE 100

(Street)

NEWPORT BEACH, CA 92660

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**PIMCO MUNICIPAL INCOME FUND II [PML]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 04/30/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 EXECUTIVE COMMITTEE MEMBER

6. Individual or Joint/Group Reporting

(check applicable line)

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Amount	Price		
COMMON STOCK	02/07/2005	Â	P4	16,667	A	\$ 15.0487	16,667 I	BY CHILD'S TRUST #1
COMMON STOCK	02/07/2005	Â	P4	16,666	A	\$ 15.0487	16,666 I	BY CHILD'S TRUST

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COMMON STOCK	02/07/2005	Â	P4	16,667	A	\$ 15.0487	16,667	I	#2 BY CHILD'S TRUST #3
COMMON STOCK	02/09/2005	Â	P4	667	A	\$ 15	667	I	BY CHILD'S TRUST #1
COMMON STOCK	02/09/2005	Â	P4	666	A	\$ 15	666	I	BY CHILD'S TRUST #2
COMMON STOCK	02/09/2005	Â	P4	667	A	\$ 15	667	I	BY CHILD'S TRUST #3
COMMON STOCK	02/09/2005	Â	P4	16,667	D	\$ 15.0483	16,667	I	BY CHILD'S TRUST #1
COMMON STOCK	02/09/2005	Â	P4	16,666	D	\$ 15.0483	16,666	I	BY CHILD'S TRUST #2
COMMON STOCK	02/09/2005	Â	P4	16,667	A	\$ 15.0483	16,667	I	BY CHILD'S TRUST #3

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

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

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(9-02)

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

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

Date Exercisable	Expiration Date	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GROSS WILLIAM H 840 NEWPORT CENTER DRIVE SUITE 100 NEWPORT BEACH, CA 92660	^	^	^	EXECUTIVE COMMITTEE MEMBER

## Signatures

/S/ STEVEN LUDWIG, ATTORNEY-IN-FACT FOR WILLIAM H. GROSS	12/22/2008
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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### Remarks:

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

THIS FORM 5 IS THE FIRST OF TWO FORM 5'S FILED FOR FYE INDICATED IN BOX 3.

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