

WESTERN ASSET HIGH INCOME OPPORTUNITY FUND INC.  
Form DEFA14A  
January 06, 2011

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

**SCHEDULE 14A**  
(Rule 14a-101)

**INFORMATION REQUIRED IN PROXY STATEMENT**

**SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant  X

Filed by a Party other than the Registrant  O

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

WESTERN ASSET HIGH INCOME OPPORTUNITY FUND INC.  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 

|     |   |
|-----|---|
| (1) | Title of each class of securities to which transaction applies:   |
| (2) | Aggregate number of securities to which transaction applies:  |
| (3) | Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): |
| (4) | Proposed maximum aggregate value of transaction:  |
| (5) | Total fee paid:   |
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 

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|-----|---|
| (1) | Amount Previously Paid:                       |
| (2) | Form, Schedule or Registration Statement No.: |
| (3) | Filing Party:                                 |

(4)

Date Filed:



WESTERN ASSET HIGH INCOME OPPORTUNITY FUND INC.

**55 Water Street, New York, New York 10041**

On page 16 of the Proxy Statement dated December 29, 2010, the first paragraph under the heading, "Submission of Stockholder Proposals and Other Stockholder Communications", is replaced by the following text to reflect the correct reference to the 2012 Annual Meeting of Stockholders (revised dates are underlined):

All proposals by stockholders of the Fund that are intended to be presented at the 2012 Annual Meeting of Stockholders must be received by the Fund for inclusion in the Fund's proxy statement and proxy relating to that meeting no later than August 31, 2011. Any stockholder who desires to bring a proposal at the 2012 Annual Meeting of Stockholders without including such proposal in the Fund's proxy statement must deliver written notice thereof to the Secretary of the Fund (addressed to c/o Legg Mason, 100 First Stamford Place, 7th Floor, Stamford, CT 06902) during the period from October 30, 2011 to November 29, 2011. However, if the Fund's 2012 Annual Meeting of Stockholders is held earlier than December 29, 2011 or later than March 29, 2012, such written notice must be delivered to the Secretary of the Fund no earlier than 90 days before the date of the 2012 Annual Meeting of Stockholders and no later than the later of 60 days prior to the date of the 2012 Annual Meeting of Stockholders or 10 days following the public announcement of the date of the 2012 Annual Meeting of Stockholders. Stockholder proposals are subject to certain regulations under the federal securities laws.

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