

## MASSMUTUAL CORPORATE INVESTORS

Form 4

August 21, 2006

**FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CRANDALL ROGER W

(Last) (First) (Middle)

BABSON CAPITAL  
MANAGEMENT LLC, 1500 MAIN  
STREET

(Street)

SPRINGFIELD, MA 01115

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

MASSMUTUAL CORPORATE  
INVESTORS [MCI]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/14/2006

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Chairman

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5)<br><br>(A)<br>or<br>(D) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                                                  | Amount                                                                                                             | Price                                                                |                                                                   |

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

**Persons who respond to the collection of  
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SEC 1474  
(9-02)

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) |                     |                    |                  |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------------|---------------------|--------------------|------------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D)                                                                    | Date<br>Exercisable | Expiration<br>Date | Title            | Amount<br>or<br>Number<br>of Shares |
| Babson Capital<br>Non Qualified<br>Thrift Plan      | \$ 0                                                                  | 08/14/2006                              |                                                             | A <sup>(1)</sup>                        |                                                                                                              | 509.35                                                         |                                                                        | <u>(2)</u>          | <u>(2)</u>         | Capital<br>Stock | 509.35                              |
| Babson Capital<br>Non Qualified<br>Thrift Plan      | \$ 0                                                                  | 08/14/2006                              |                                                             | A <sup>(1)</sup>                        |                                                                                                              | 46.38                                                          |                                                                        | <u>(2)</u>          | <u>(2)</u>         | Capital<br>Stock | 46.38                               |
| MassMutual<br>Non-Qualified<br>Thrift Plan          | \$ 0                                                                  | 08/14/2006                              |                                                             | A <sup>(1)</sup>                        |                                                                                                              | 22.15                                                          |                                                                        | <u>(2)</u>          | <u>(2)</u>         | Capital<br>Stock | 22.15                               |
| MassMutual<br>Non-Qualified<br>Thrift Plan          | \$ 0                                                                  | 08/17/2006                              |                                                             | A                                       |                                                                                                              | 8.82                                                           |                                                                        | <u>(2)</u>          | <u>(2)</u>         | Capital<br>Stock | 8.82                                |

## Reporting Owners

| Reporting Owner Name / Address                                                                 | Relationships |           |          |       |
|------------------------------------------------------------------------------------------------|---------------|-----------|----------|-------|
|                                                                                                | Director      | 10% Owner | Officer  | Other |
| CRANDALL ROGER W<br>BABSON CAPITAL MANAGEMENT LLC<br>1500 MAIN STREET<br>SPRINGFIELD, MA 01115 |               |           | Chairman |       |

## Signatures

By: Mark Godin as  
Attorney-in-fact for 08/21/2006

\_\_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).

(1) Amount of securities beneficially owned includes shares issued pursuant to a dividend reinvestment plan.

(2) Exercisable only upon termination or retirement, however, holdings may be liquidated and invested into other investment options at each month. The derivative has no actual securities underlying the agreement, which is entirely notional.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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