

EATON VANCE LTD DURATION INCOME FUND  
Form N-CSRS  
November 27, 2013

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

**Form N-CSR**

**CERTIFIED SHAREHOLDER REPORT OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANIES**  
**Investment Company Act File Number: 811-21323**

**Eaton Vance Limited Duration Income Fund**  
**(Exact Name of Registrant as Specified in Charter)**

**Two International Place, Boston, Massachusetts 02110**  
**(Address of Principal Executive Offices)**

**Maureen A. Gemma**

**Two International Place, Boston, Massachusetts 02110**  
**(Name and Address of Agent for Services)**

**(617) 482-8260**

**(Registrant's Telephone Number)**

**March 31**

**Date of Fiscal Year End**

**September 30, 2013**

**Date of Reporting Period**

**Item 1. Reports to Stockholders**

Eaton Vance

Limited Duration Income

Fund (EVV)

Semiannual Report

September 30, 2013

**Commodity Futures Trading Commission Registration.** Effective December 31, 2012, the Commodity Futures Trading Commission ( CFTC ) adopted certain regulatory changes that subject registered investment companies and advisers to regulation by the CFTC if a fund invests more than a prescribed level of its assets in certain CFTC-regulated instruments (including futures, certain options and swap agreements) or markets itself as providing investment exposure to such instruments. The Fund has claimed an exclusion from the definition of the term commodity pool operator under the Commodity Exchange Act and is not subject to the CFTC regulation. Because of its management of other strategies, the Fund s adviser is registered with the CFTC as a commodity pool operator.

**Fund shares are not insured by the FDIC and are not deposits or other obligations of, or guaranteed by, any depository institution. Shares are subject to investment risks, including possible loss of principal invested.**

**Semiannual Report** September 30, 2013

Eaton Vance

## Limited Duration Income Fund

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## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

#### Performance<sup>1</sup>

**Portfolio Managers** Scott H. Page, CFA, Payson F. Swaffield, CFA, Michael W. Weilheimer, CFA, Catherine McDermott, Andrew Szczurowski, CFA, and Eric A. Stein, CFA

<b>% Average Annual Total Returns</b>	<b>Inception Date</b>	<b>Six Months</b>	<b>One Year</b>	<b>Five Years</b>	<b>Ten Years</b>
Fund at NAV	05/30/2003	0.73%	5.33%	11.36%	7.51%
Fund at Market Price		4.94	0.67	17.11	7.37

#### **% Premium/Discount to NAV<sup>2</sup>**

4.28%

#### **Distributions<sup>3</sup>**

Total Distributions per share for the period	\$ 0.610
Distribution Rate at NAV	7.47%
Distribution Rate at Market Price	7.80%

#### **% Total Leverage<sup>4</sup>**

Auction Preferred Shares (APS)	8.96%
Borrowings	26.49

#### Fund Profile

#### Asset Allocation (% of total investments)<sup>5</sup>

See Endnotes and Additional Disclosures in this report.

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*Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value (NAV) or market price (as applicable) with all distributions reinvested and includes management fees and other expenses. Fund performance at market price will differ from its results at NAV due to factors such as changing perceptions about the Fund, market conditions, fluctuations in supply and demand for Fund shares, or changes in Fund distributions. Investment return and principal value will fluctuate so that shares, when sold, may be worth more or less than their original cost. Performance less than one year is cumulative. Performance is for the stated time period only; due to market volatility, current Fund performance may be lower or higher than the quoted return. For performance as of the most recent month end, please refer to [www.eatonvance.com](http://www.eatonvance.com).*



## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

#### Endnotes and Additional Disclosures

- <sup>1</sup> Performance results reflect the effects of leverage.
- <sup>2</sup> The shares of the Fund often trade at a discount or premium from their net asset value. The discount or premium of the Fund may vary over time and may be higher or lower than what is quoted in this report. For up-to-date premium/discount information, please refer to <http://eatonvance.com/closedend>.
- <sup>3</sup> The Distribution Rate is based on the Fund's last regular distribution per share in the period (annualized) divided by the Fund's NAV or market price at the end of the period. The Fund's distributions may be comprised of amounts characterized for federal income tax purposes as qualified and non-qualified ordinary dividends, capital gains distributions and nondividend distributions, also known as return of capital. For additional information about nondividend distributions, please refer to Eaton Vance Closed-End Fund Distribution Notices (19a) posted on our website, [eatonvance.com](http://eatonvance.com). The Fund will determine the federal income tax character of distributions paid to a shareholder after the end of the calendar year. This is reported on the IRS form 1099-DIV and provided to the shareholder shortly after each year-end. The Fund's distributions are determined by the investment adviser based on its current assessment of the Fund's long-term return potential. As portfolio and market conditions change, the rate of distributions paid by the Fund could change.
- <sup>4</sup> Leverage represents the liquidation value of the Fund's APS and borrowings outstanding as a percentage of Fund net assets applicable to common shares plus APS and borrowings outstanding. Use of leverage creates an opportunity for income, but creates risks including greater price volatility. The cost of leverage rises and falls with changes in short-term interest rates. The Fund may be required to maintain prescribed asset coverage for its leverage and may be required to reduce its leverage at an inopportune time.
- <sup>5</sup> Asset allocation as a percentage of the Fund's net assets amounted to 158.3%.

Fund profile subject to change due to active management.

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited)

Senior Floating-Rate Interests 60.2%

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Aerospace and Defense 1.0%</b>		
<b>Atlantic Aviation FBO Inc.</b> Term Loan, 3.25%, Maturing June 1, 2020	524	\$ 523,360
<b>Beechcraft Holdings, LLC</b> Term Loan, 5.75%, Maturing February 14, 2020	975	982,312
<b>Booz Allen Hamilton Inc.</b> Term Loan, 3.75%, Maturing July 31, 2019	1,390	1,388,872
<b>DAE Aviation Holdings, Inc.</b> Term Loan, 6.25%, Maturing October 29, 2018	732	735,944
<b>Term Loan, 6.25%, Maturing November 2, 2018</b>	332	333,628
<b>Ducommun Incorporated</b> Term Loan, 4.75%, Maturing June 28, 2017	424	429,098
<b>IAP Worldwide Services, Inc.</b> Term Loan, 10.00%, Maturing December 31, 2015 <sup>(2)</sup>	908	476,697
<b>Sequa Corporation</b> Term Loan, 5.25%, Maturing June 19, 2017	3,821	3,839,436
<b>Silver II US Holdings, LLC</b> Term Loan, 4.00%, Maturing December 13, 2019	5,260	5,231,024
<b>TASC, Inc.</b> Term Loan, 4.50%, Maturing December 18, 2015	1,512	1,485,974
<b>Transdigm, Inc.</b> Term Loan, 3.75%, Maturing February 28, 2020	2,911	2,906,302
		<b>\$ 18,332,647</b>
<b>Air Transport 0.0%</b>		
<b>Evergreen International Aviation, Inc.</b> Term Loan, 5.00%, Maturing June 30, 2015 <sup>(2)</sup>	116	\$ 92,837
		<b>\$ 92,837</b>
<b>Automotive 2.4%</b>		
<b>Affinia Group Intermediate Holdings Inc.</b> Term Loan, 4.75%, Maturing April 27, 2020	673	\$ 674,996
<b>Allison Transmission, Inc.</b> Term Loan, 3.19%, Maturing August 7, 2017	2,189	2,199,286
<b>Term Loan, 3.75%, Maturing August 23, 2019</b>	4,397	4,406,390
<b>Chrysler Group LLC</b>		

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Term Loan, 4.25%, Maturing May 24, 2017		5,820	5,870,551
<b>Federal-Mogul Corporation</b>			
Term Loan, 2.12%, Maturing December 29, 2014		3,957	3,896,532
Term Loan, 2.12%, Maturing December 28, 2015		3,516	3,462,085
<b>Goodyear Tire &amp; Rubber Company (The)</b>			
Term Loan - Second Lien, 4.75%, Maturing April 30, 2019		6,775	6,830,047
		<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>		<b>(000 s omitted)</b>	<b>Value</b>
<b>Automotive (continued)</b>			
<b>HHI Holdings LLC</b>			
Term Loan, 5.00%, Maturing October 5, 2018		4,359	\$ 4,399,902
<b>Metaldyne Company LLC</b>			
Term Loan, 5.00%, Maturing December 18, 2018		1,514	1,524,914
<b>Schaeffler AG</b>			
Term Loan, 4.25%, Maturing January 27, 2017		975	979,631
<b>SRAM, LLC</b>			
Term Loan, 4.02%, Maturing April 10, 2020		2,379	2,349,755
<b>Tomkins LLC</b>			
Term Loan, 3.75%, Maturing September 29, 2016		3,850	3,861,257
<b>Tower Automotive Holdings USA, LLC</b>			
Term Loan, 4.75%, Maturing April 23, 2020		973	976,210
<b>TriMas Corporation</b>			
Term Loan, 3.75%, Maturing October 10, 2019		916	918,039
<b>Veyance Technologies, Inc.</b>			
Term Loan, 5.25%, Maturing September 8, 2017		3,557	3,550,455
			<b>\$ 45,900,050</b>
<b>Beverage and Tobacco 0.2%</b>			
<b>D.E Master Blenders 1753 N.V.</b>			
Term Loan, 4.50%, Maturing June 25, 2018	EUR	2,950	\$ 4,022,265
			<b>\$ 4,022,265</b>
<b>Building and Development 0.7%</b>			
<b>ABC Supply Co., Inc.</b>			
Term Loan, 3.50%, Maturing April 16, 2020		1,575	\$ 1,566,338
<b>CPG International Inc.</b>			
Term Loan, Maturing September 30, 2020 <sup>(4)</sup>		775	771,609
<b>Faenza Acquisition GmbH</b>			
Term Loan, 4.25%, Maturing August 28, 2020		553	552,976
Term Loan, 4.25%, Maturing August 31, 2020		1,818	1,818,012
<b>Four Seasons Holdings Inc.</b>			
Term Loan - Second Lien, 6.25%, Maturing December 28, 2020		3,100	3,177,500
<b>Preferred Proppants, LLC</b>			
Term Loan, 9.00%, Maturing December 15, 2016		714	498,102
<b>Quikrete Holdings, Inc.</b>			
Term Loan, Maturing September 25, 2020 <sup>(4)</sup>		1,225	1,229,399
<b>RE/MAX International, Inc.</b>			
Term Loan, 4.00%, Maturing July 31, 2020		2,120	2,125,650
<b>Realogy Corporation</b>			
Term Loan, 3.20%, Maturing October 10, 2013		81	80,894
Term Loan, 4.50%, Maturing March 5, 2020		622	627,057

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Building and Development (continued)</b>		
<b>Summit Materials Companies I, LLC</b>		
Term Loan, 5.00%, Maturing January 30, 2019	494	\$ 495,312
<b>WireCo WorldGroup, Inc.</b>		
Term Loan, 6.00%, Maturing February 15, 2017	693	697,331
		<b>\$ 13,640,180</b>
<b>Business Equipment and Services 5.4%</b>		
<b>Acosta, Inc.</b>		
Term Loan, 5.00%, Maturing March 2, 2018	3,884	\$ 3,901,296
<b>Advantage Sales &amp; Marketing, Inc.</b>		
Term Loan, 4.25%, Maturing December 18, 2017	3,400	3,418,625
<b>Allied Security Holdings, LLC</b>		
Term Loan, 5.25%, Maturing February 3, 2017	1,526	1,534,728
<b>Altegrity, Inc.</b>		
Term Loan, 5.00%, Maturing February 21, 2015	2,556	2,505,103
<b>Altisource Solutions S.a.r.l.</b>		
Term Loan, 5.75%, Maturing November 27, 2019	1,440	1,453,097
<b>Audio Visual Services Group, Inc.</b>		
Term Loan, 6.75%, Maturing November 9, 2018	1,213	1,227,909
<b>BakerCorp International, Inc.</b>		
Term Loan, 4.25%, Maturing February 14, 2020	871	865,184
<b>BAR/BRI Review Courses, Inc.</b>		
Term Loan, 5.25%, Maturing June 16, 2017	675	678,595
<b>Brand Energy &amp; Infrastructure Services, Inc.</b>		
Term Loan, 6.25%, Maturing October 23, 2018	172	173,287
Term Loan, 6.25%, Maturing October 23, 2018	719	722,029
<b>Brickman Group Holdings Inc.</b>		
Term Loan, 3.26%, Maturing October 14, 2016	692	695,374
Term Loan, 4.00%, Maturing September 28, 2018	873	877,041
<b>Brock Holdings III, Inc.</b>		
Term Loan, 6.01%, Maturing March 16, 2017	1,000	1,005,060
<b>CCC Information Services, Inc.</b>		
Term Loan, 4.00%, Maturing December 20, 2019	497	495,227
<b>Ceridian Corp.</b>		
Term Loan, 4.43%, Maturing May 9, 2017	1,525	1,527,542
<b>ClientLogic Corporation</b>		
Term Loan, 7.02%, Maturing January 30, 2017	1,171	1,165,240
<b>CPM Acquisition Corp.</b>		
Term Loan, 6.25%, Maturing August 29, 2017	520	522,349
<b>Crossmark Holdings, Inc.</b>		

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Term Loan, 4.50%, Maturing December 20, 2019	2,062	2,042,971
<b>Education Management LLC</b>		
Term Loan, 8.25%, Maturing March 29, 2018	2,090	2,054,333
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<i>Business Equipment and Services (continued)</i>		
<b>EIG Investors Corp.</b>		
Term Loan, 6.25%, Maturing November 11, 2019	4,149	\$ 4,169,418
Term Loan - Second Lien, 10.25%, Maturing May 8, 2020	575	577,875
<b>Expert Global Solutions, Inc.</b>		
Term Loan, 8.50%, Maturing April 3, 2018	1,948	1,989,410
<b>Genesys Telecom Holdings, U.S., Inc.</b>		
Term Loan, 4.00%, Maturing February 7, 2020	1,608	1,608,089
<b>Genpact International, Inc.</b>		
Term Loan, 3.50%, Maturing August 30, 2019	2,680	2,692,065
<b>IG Investment Holdings, LLC</b>		
Term Loan, 6.00%, Maturing October 31, 2019	844	851,359
<b>IMS Health Incorporated</b>		
Term Loan, 3.75%, Maturing September 1, 2017	3,757	3,767,630
Term Loan, 4.25%, Maturing September 1, 2017	EUR 3,641	4,967,316
<b>Information Resources, Inc.</b>		
Term Loan, Maturing September 30, 2020 <sup>(4)</sup>	1,575	1,567,125
<b>ION Trading Technologies S.a.r.l.</b>		
Term Loan, 4.50%, Maturing May 22, 2020	748	749,060
Term Loan - Second Lien, 8.25%, Maturing May 21, 2021	1,000	1,005,625
<b>ISS Holdings A/S</b>		
Term Loan, 3.75%, Maturing April 30, 2018	2,356	2,365,579
<b>Jason Incorporated</b>		
Term Loan, 5.02%, Maturing February 28, 2019	634	633,931
<b>KAR Auction Services, Inc.</b>		
Term Loan, 3.75%, Maturing May 19, 2017	3,471	3,487,954
<b>Kronos Incorporated</b>		
Term Loan, 4.50%, Maturing October 30, 2019	3,697	3,720,169
Term Loan - Second Lien, 9.75%, Maturing April 30, 2020	2,000	2,076,250
<b>MEI Conlux Holdings (US), Inc.</b>		
Term Loan, 5.00%, Maturing August 21, 2020	575	576,437
<b>Mitchell International, Inc.</b>		
Term Loan - Second Lien, 5.50%, Maturing March 30, 2015	2,500	2,448,500
<b>Monitronics International Inc.</b>		
Term Loan, 4.25%, Maturing March 23, 2018	1,805	1,807,724
<b>National CineMedia, LLC</b>		
Term Loan, 2.93%, Maturing November 26, 2019	575	572,412
<b>Polarpak Inc.</b>		
Term Loan, 4.53%, Maturing June 5, 2020	615	617,945
<b>Quintiles Transnational Corp.</b>		
Term Loan, 4.00%, Maturing June 8, 2018	6,890	6,898,226
Term Loan, 4.50%, Maturing June 8, 2018	278	279,900

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Business Equipment and Services (continued)</b>		
<b>Sensus USA Inc.</b>		
Term Loan, 4.75%, Maturing May 9, 2017	707	\$ 702,678
<b>ServiceMaster Company</b>		
Term Loan, 4.25%, Maturing January 31, 2017	1,762	1,719,113
Term Loan, 4.44%, Maturing January 31, 2017	3,147	3,080,556
<b>SunGard Data Systems, Inc.</b>		
Term Loan, 3.93%, Maturing February 28, 2017	192	192,623
Term Loan, 4.00%, Maturing March 9, 2020	10,074	10,134,197
<b>TNS, Inc.</b>		
Term Loan, 5.00%, Maturing February 14, 2020	1,059	1,071,176
<b>TransUnion, LLC</b>		
Term Loan, 4.25%, Maturing February 10, 2019	2,671	2,688,411
<b>U.S. Security Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing July 28, 2017	128	129,648
Term Loan, 6.00%, Maturing July 28, 2017	656	662,363
<b>WASH Multifamily Laundry Systems, LLC</b>		
Term Loan, 5.25%, Maturing February 21, 2019	399	399,998
<b>West Corporation</b>		
Term Loan, 3.75%, Maturing June 29, 2018	6,246	6,250,046
		<b>\$ 103,325,798</b>
<b>Cable and Satellite Television 2.6%</b>		
<b>Atlantic Broadband Finance, LLC</b>		
Term Loan, 3.25%, Maturing December 2, 2019	916	\$ 912,316
<b>Bragg Communications Incorporated</b>		
Term Loan, 3.50%, Maturing February 28, 2018	394	395,478
<b>Cequel Communications, LLC</b>		
Term Loan, 3.50%, Maturing February 14, 2019	5,442	5,445,951
<b>Charter Communications Operating, LLC</b>		
Term Loan, 3.00%, Maturing July 1, 2020	1,671	1,656,976
Term Loan, 3.00%, Maturing January 4, 2021	1,810	1,795,267
<b>Crown Media Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing July 14, 2018	409	408,938
<b>Kabel Deutschland GmbH</b>		
Term Loan, 3.25%, Maturing February 1, 2019	1,100	1,102,062
Term Loan, 2.86%, Maturing April 17, 2020	EUR 850	1,152,079
<b>Lavena Holding 3 GmbH</b>		
Term Loan, 4.09%, Maturing March 6, 2017	EUR 217	293,950
Term Loan, 4.09%, Maturing March 6, 2017	EUR 1,349	1,825,336
Term Loan, 4.09%, Maturing March 6, 2017	EUR 1,353	1,830,671

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<b>MCC Iowa LLC</b>			
Term Loan, 1.89%, Maturing January 30, 2015		2,286	2,272,701
Term Loan, 3.25%, Maturing January 29, 2021		1,147	1,140,315
		<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>		<b>(000 s omitted)</b>	<b>Value</b>
<b>Cable and Satellite Television (continued)</b>			
<b>Media Holdco, LP</b>			
Term Loan, 7.25%, Maturing July 24, 2018		993	\$ 997,462
<b>Mediacom Illinois, LLC</b>			
Term Loan, 1.64%, Maturing January 30, 2015		4,512	4,490,512
Term Loan, 4.50%, Maturing October 23, 2017		992	995,097
<b>P7S1 Broadcasting Holding II B.V.</b>			
Term Loan, 2.97%, Maturing July 3, 2018	EUR	1,195	1,615,730
<b>UPC Financing Partnership</b>			
Term Loan, 4.00%, Maturing January 29, 2021		850	855,844
Term Loan, 3.88%, Maturing March 26, 2021	EUR	6,493	8,816,872
Term Loan, 3.25%, Maturing June 30, 2021		2,054	2,045,356
<b>Virgin Media Investment Holdings Limited</b>			
Term Loan, 4.50%, Maturing June 5, 2020	GBP	1,800	2,942,381
Term Loan, 3.50%, Maturing June 8, 2020		6,950	6,925,870
<b>WaveDivision Holdings, LLC</b>			
Term Loan, 4.00%, Maturing October 15, 2019		347	348,026
			<b>\$ 50,265,190</b>
<b>Chemicals and Plastics 2.1%</b>			
<b>Allnex (Luxembourg) &amp; Cy S.C.A.</b>			
Term Loan, 4.50%, Maturing October 3, 2019		632	\$ 633,191
Term Loan, 4.50%, Maturing October 3, 2019		1,217	1,220,369
<b>Arysta LifeScience Corporation</b>			
Term Loan, 4.50%, Maturing May 29, 2020		3,666	3,670,395
<b>Axalta Coating Systems US Holdings Inc.</b>			
Term Loan, 4.75%, Maturing February 3, 2020		4,303	4,322,973
<b>AZ Chem US Inc.</b>			
Term Loan, 5.25%, Maturing December 22, 2017		973	982,253
<b>Chemtura Corporation</b>			
Term Loan, 5.50%, Maturing August 27, 2016		208	209,908
<b>Emerald Performance Materials, LLC</b>			
Term Loan, 6.75%, Maturing May 18, 2018		741	746,181
<b>General Chemical Corporation</b>			
Term Loan, 5.00%, Maturing October 6, 2015		491	495,881
<b>Huntsman International, LLC</b>			
Term Loan, 2.71%, Maturing April 19, 2017		2,123	2,126,690
<b>Ineos US Finance LLC</b>			
Term Loan, 4.00%, Maturing May 4, 2018		8,010	7,937,528
<b>MacDermid, Inc.</b>			
Term Loan, 4.00%, Maturing June 8, 2020		898	899,714
Term Loan - Second Lien, 7.75%, Maturing December 7, 2020		500	507,500
<b>OEP Pearl Dutch Acquisition B.V.</b>			
Term Loan, 6.50%, Maturing March 30, 2018		96	97,584

## Eaton Vance

## Limited Duration Income Fund

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Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Chemicals and Plastics (continued)</b>		
<b>OXEA Finance LLC</b>		
Term Loan, 4.25%, Maturing January 15, 2020	800	\$ 798,490
Term Loan - Second Lien, 8.25%, Maturing July 15, 2020	1,000	995,000
<b>PQ Corporation</b>		
Term Loan, 4.50%, Maturing August 7, 2017	3,275	3,298,449
<b>Schoeller Arca Systems Holding B.V.</b>		
Term Loan, 4.73%, Maturing December 18, 2014	EUR 289	277,635
Term Loan, 4.73%, Maturing December 18, 2014	EUR 824	791,587
Term Loan, 4.73%, Maturing December 18, 2014	EUR 887	851,825
<b>Sonneborn LLC</b>		
Term Loan, 6.50%, Maturing March 30, 2018	546	552,978
<b>Taminco NV</b>		
Term Loan, 4.25%, Maturing February 15, 2019	394	396,485
<b>Tata Chemicals North America Inc.</b>		
Term Loan, 3.75%, Maturing August 7, 2020	1,421	1,420,549
<b>Tronox Pigments (Netherlands) B.V.</b>		
Term Loan, 4.50%, Maturing March 19, 2020	2,494	2,512,453
<b>Univar Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	3,928	3,796,682
<b>WNA Holdings Inc.</b>		
Term Loan, 4.53%, Maturing June 5, 2020	334	335,674
		<b>\$ 39,877,974</b>
<b>Clothing / Textiles 0.0%</b>		
<b>Wolverine Worldwide, Inc.</b>		
Term Loan, 4.00%, Maturing July 31, 2019	390	\$ 391,795
		<b>\$ 391,795</b>
<b>Conglomerates 0.4%</b>		
<b>RGIS Services, LLC</b>		
Term Loan, 4.50%, Maturing October 18, 2016	1,964	\$ 1,942,279
Term Loan, 5.50%, Maturing October 18, 2017	1,453	1,440,162
<b>Spectrum Brands, Inc.</b>		
Term Loan, 3.50%, Maturing August 13, 2019	1,000	999,375
Term Loan, 4.53%, Maturing December 17, 2019	3,373	3,388,374
Term Loan, 5.08%, Maturing December 17, 2019	CAD 899	870,390



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\$ 8,640,580

Containers and Glass Products 1.1%

**Berry Plastics Holding Corporation**

Term Loan, 2.18%, Maturing April 3, 2015	5,372	\$ 5,370,372
Term Loan, 3.50%, Maturing February 7, 2020	2,587	2,565,981

	<b>Principal</b>	
	<b>Amount*</b>	
	<b>(000 s omitted)</b>	<b>Value</b>

**Borrower/Tranche Description**

Containers and Glass Products (continued)

**BWAY Corporation**

Term Loan, 4.50%, Maturing August 7, 2017	2,953	\$ 2,971,142
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**Pact Group (USA), Inc.**

Term Loan, 3.75%, Maturing May 29, 2020	2,918	2,883,040
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**Pelican Products, Inc.**

Term Loan, 7.00%, Maturing July 11, 2018	494	495,601
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**Reynolds Group Holdings Inc.**

Term Loan, 4.75%, Maturing September 28, 2018	5,123	5,146,305
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**Sealed Air Corporation**

Term Loan, 4.00%, Maturing October 3, 2018	565	570,587
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**TricorBraun, Inc.**

Term Loan, 4.00%, Maturing May 3, 2018	668	671,312
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\$ 20,674,340

Cosmetics / Toiletries 0.2%

**Prestige Brands, Inc.**

Term Loan, 3.75%, Maturing January 31, 2019	348	\$ 349,925
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**Revlon Consumer Products Corporation**

Term Loan, Maturing August 19, 2019 <sup>(4)</sup>	1,500	1,496,250
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**Sun Products Corporation (The)**

Term Loan, 5.50%, Maturing March 23, 2020	2,637	2,559,844
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\$ 4,406,019

Drugs 1.1%

**Aptalis Pharma, Inc.**

Term Loan, 6.25%, Maturing February 10, 2017	985	\$ 986,847
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Term Loan, 6.25%, Maturing February 10, 2017	1,724	1,727,285
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**Auxilium Pharmaceuticals, Inc.**

Term Loan, 6.25%, Maturing April 26, 2017	683	690,289
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**Ikaria Acquisition Inc.**

Term Loan, 7.25%, Maturing July 3, 2018	790	794,937
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**Par Pharmaceutical Companies, Inc.**

Term Loan, 4.25%, Maturing September 30, 2019	1,262	1,259,645
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**Valeant Pharmaceuticals International, Inc.**

Term Loan, 3.75%, Maturing February 13, 2019	1,869	1,871,832
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Term Loan, 3.75%, Maturing December 11, 2019	3,975	3,979,656
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Term Loan, 4.50%, Maturing August 5, 2020	4,714	4,754,890
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**Warner Chilcott Company, LLC**

Term Loan, 5.25%, Maturing March 17, 2016	413	412,800
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**Warner Chilcott Corporation**

Term Loan, 5.50%, Maturing March 15, 2018	739	740,430
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Term Loan, 5.50%, Maturing March 15, 2018	1,697	1,700,801
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## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Drugs (continued)</b>		
<b>WC Luxco S.a.r.l.</b>		
Term Loan, 5.50%, Maturing March 15, 2018	1,337	\$ 1,340,271
		<b>\$ 20,259,683</b>
<b>Ecological Services and Equipment 0.3%</b>		
<b>ADS Waste Holdings, Inc.</b>		
Term Loan, 4.25%, Maturing October 9, 2019	5,341	\$ 5,348,579
<b>Envirotest Systems Holding Corp.</b>		
Term Loan - Second Lien, 15.50%, Maturing March 31, 2017 <sup>(2)</sup>	9	9,721
<b>Progressive Waste Solutions Ltd.</b>		
Term Loan, 3.50%, Maturing October 24, 2019	571	570,687
<b>Viking Consortium Borrower Limited</b>		
Term Loan - Second Lien, 6.59%, Maturing March 31, 2016 <sup>(5)</sup>	GBP 542	234,568
		<b>\$ 6,163,555</b>
<b>Electronics / Electrical 5.2%</b>		
<b>Aeroflex Incorporated</b>		
Term Loan, 4.50%, Maturing November 11, 2019	1,386	\$ 1,398,163
<b>Allflex Holdings III, Inc.</b>		
Term Loan, 4.25%, Maturing July 17, 2020	775	778,633
<b>Aspect Software, Inc.</b>		
Term Loan, 7.00%, Maturing May 6, 2016	1,227	1,232,717
<b>Attachmate Corporation</b>		
Term Loan, 7.25%, Maturing November 22, 2017	6,417	6,450,819
<b>Blue Coat Systems, Inc.</b>		
Term Loan, 4.50%, Maturing May 31, 2019	500	501,563
Term Loan - Second Lien, 9.50%, Maturing June 26, 2020	2,975	2,997,312
<b>Cinedigm Digital Funding I, LLC</b>		
Term Loan, 3.75%, Maturing April 29, 2016	613	615,003
<b>CommScope, Inc.</b>		
Term Loan, 3.75%, Maturing January 12, 2018	3,233	3,240,576
<b>CompuCom Systems, Inc.</b>		
Term Loan, 4.25%, Maturing May 11, 2020	2,419	2,413,899
<b>Dealer Computer Services, Inc.</b>		
Term Loan, 2.18%, Maturing April 21, 2016	1,110	1,113,192
<b>Dell Inc.</b>		
Term Loan, Maturing October 31, 2018 <sup>(4)</sup>	2,075	2,065,274
Term Loan, Maturing April 30, 2020 <sup>(4)</sup>	11,475	11,304,068

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>DG FastChannel, Inc.</b> Term Loan, 7.25%, Maturing July 26, 2018	1,390	1,393,744
<b>Electronics / Electrical (continued)</b>		
<b>Eagle Parent, Inc.</b> Term Loan, 4.50%, Maturing May 16, 2018	2,737	\$ 2,746,211
<b>Edwards (Cayman Islands II) Limited</b> Term Loan, 4.75%, Maturing March 26, 2020	1,508	1,510,737
<b>Eze Castle Software Inc.</b> Term Loan, 4.75%, Maturing April 6, 2020	524	527,179
<b>Freescale Semiconductor, Inc.</b> Term Loan, 5.00%, Maturing February 28, 2020	3,507	3,526,648
<b>Go Daddy Operating Company, LLC</b> Term Loan, 4.25%, Maturing December 17, 2018	4,556	4,549,328
<b>Hyland Software, Inc.</b> Term Loan, 5.50%, Maturing October 25, 2019	372	374,398
<b>Infor (US), Inc.</b> Term Loan, 5.25%, Maturing April 5, 2018	7,759	7,797,412
<b>Internet Brands, Inc.</b> Term Loan, 6.25%, Maturing March 15, 2019	1,144	1,148,541
<b>Magic Newco LLC</b> Term Loan, 5.00%, Maturing December 12, 2018	2,030	2,052,878
<b>Microsemi Corporation</b> Term Loan, 3.75%, Maturing February 19, 2020	1,394	1,397,893
<b>NXP B.V.</b> Term Loan, 4.50%, Maturing March 3, 2017	2,511	2,551,423
Term Loan, 4.75%, Maturing January 11, 2020	2,556	2,598,815
<b>Renaissance Learning, Inc.</b> Term Loan, 5.75%, Maturing November 13, 2018	1,634	1,641,667
<b>Rocket Software, Inc.</b> Term Loan, 5.75%, Maturing February 8, 2018	442	443,050
Term Loan - Second Lien, 10.25%, Maturing February 8, 2019	1,500	1,502,250
<b>Rovi Solutions Corporation</b> Term Loan, 3.50%, Maturing March 29, 2019	796	788,518
<b>RP Crown Parent, LLC</b> Term Loan, 6.75%, Maturing December 21, 2018	4,074	4,111,586
Term Loan - Second Lien, 11.25%, Maturing December 20, 2019	1,675	1,711,641
<b>SafeNet Inc.</b> Term Loan, 2.68%, Maturing April 12, 2014	241	241,108
<b>Sensata Technologies Finance Company, LLC</b> Term Loan, 3.75%, Maturing May 11, 2018	1,633	1,643,834
<b>Serena Software, Inc.</b> Term Loan, 4.18%, Maturing March 10, 2016	3,206	3,141,979
Term Loan, 5.00%, Maturing March 10, 2016	350	347,813
<b>Shield Finance Co. S.a.r.l.</b> Term Loan, 6.50%, Maturing May 10, 2019	3,017	2,956,488

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Electronics / Electrical (continued)</b>		
<b>Sirius Computer Solutions, Inc.</b>		
Term Loan, 7.00%, Maturing November 30, 2018	620	\$ 630,515
<b>SkillSoft Corporation</b>		
Term Loan, 5.00%, Maturing May 26, 2017	1,139	1,144,631
<b>Smart Technologies ULC</b>		
Term Loan, 10.50%, Maturing January 31, 2018	750	720,000
<b>Sophia, L.P.</b>		
Term Loan, 4.50%, Maturing July 19, 2018	1,830	1,840,430
<b>SS&amp;C Technologies Inc.</b>		
Term Loan, 3.50%, Maturing June 7, 2019	112	112,491
Term Loan, 3.50%, Maturing June 7, 2019	1,087	1,088,996
<b>SumTotal Systems LLC</b>		
Term Loan, 6.25%, Maturing November 16, 2018	1,337	1,333,942
<b>SurveyMonkey.com, LLC</b>		
Term Loan, 5.50%, Maturing February 5, 2019	1,575	1,587,335
<b>VeriFone Inc.</b>		
Term Loan, 4.25%, Maturing December 28, 2018	110	109,689
<b>Vertafore, Inc.</b>		
Term Loan, 4.25%, Maturing October 3, 2019	2,040	2,047,399
<b>Wall Street Systems, Inc.</b>		
Term Loan, 5.75%, Maturing October 25, 2019	1,787	1,796,504
Term Loan - Second Lien, 9.25%, Maturing October 26, 2020	500	504,050
<b>Web.com Group, Inc.</b>		
Term Loan, 4.50%, Maturing October 27, 2017	2,125	2,141,333
<b>Websense, Inc.</b>		
Term Loan, 4.50%, Maturing June 25, 2020	948	947,625
		<b>\$ 100,821,300</b>
<b>Equipment Leasing 0.2%</b>		
<b>Flying Fortress Inc.</b>		
Term Loan, 3.50%, Maturing June 30, 2017	4,712	\$ 4,708,722
		<b>\$ 4,708,722</b>
<b>Financial Intermediaries 2.9%</b>		
<b>American Capital Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing August 22, 2016	656	\$ 659,531
<b>American Stock Transfer &amp; Trust Company, LLC</b>		
Term Loan - Second Lien, 10.25%, Maturing December 11, 2020	1,000	995,000

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<b>Armor Holding II LLC</b>		
Term Loan, 5.75%, Maturing June 11, 2020	798	794,509
<b>Cetera Financial Group, Inc.</b>		
Term Loan, 6.50%, Maturing August 2, 2019	900	900,000
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Financial Intermediaries (continued)</b>		
<b>Citco Funding LLC</b>		
Term Loan, 4.25%, Maturing May 23, 2018	3,261	\$ 3,263,222
<b>Clipper Acquisitions Corp.</b>		
Term Loan, 4.00%, Maturing February 6, 2020	1,638	1,647,328
<b>First Data Corporation</b>		
Term Loan, 4.18%, Maturing March 24, 2017	1,000	996,750
Term Loan, 4.18%, Maturing March 23, 2018	3,000	2,979,375
Term Loan, 4.18%, Maturing September 24, 2018	4,650	4,625,006
<b>Grosvenor Capital Management Holdings, LLP</b>		
Term Loan, 4.19%, Maturing December 5, 2016	2,062	2,057,888
<b>Guggenheim Partners, LLC</b>		
Term Loan, 4.00%, Maturing July 17, 2020	3,000	3,014,250
<b>Hamilton Lane Advisors, LLC</b>		
Term Loan, 5.25%, Maturing February 23, 2018	678	679,609
<b>Harbourvest Partners, LLC</b>		
Term Loan, 4.75%, Maturing November 21, 2017	898	904,694
<b>Home Loan Servicing Solutions, Ltd.</b>		
Term Loan, 4.50%, Maturing June 19, 2020	1,247	1,260,902
<b>LPL Holdings, Inc.</b>		
Term Loan, 2.68%, Maturing March 29, 2017	516	513,933
Term Loan, 3.25%, Maturing March 29, 2019	3,989	3,978,638
<b>Mercury Payment Systems Canada, LLC</b>		
Term Loan, 5.50%, Maturing July 3, 2017	1,080	1,089,386
<b>MIP Delaware, LLC</b>		
Term Loan, 4.00%, Maturing March 9, 2020	819	823,730
<b>Moneygram International, Inc.</b>		
Term Loan, 4.25%, Maturing March 27, 2020	1,545	1,546,996
<b>Nuveen Investments, Inc.</b>		
Term Loan, 4.18%, Maturing May 15, 2017	7,745	7,679,406
<b>NXT Capital, Inc.</b>		
Term Loan, 7.50%, Maturing September 4, 2018	925	920,375
<b>Ocwen Financial Corporation</b>		
Term Loan, 5.00%, Maturing February 15, 2018	3,458	3,506,789
<b>Oz Management LP</b>		
Term Loan, 1.68%, Maturing November 15, 2016	1,354	1,262,887
<b>RPI Finance Trust</b>		
Term Loan, 3.50%, Maturing May 9, 2018	2,629	2,644,368
Term Loan, 4.00%, Maturing November 9, 2018	1,954	1,964,327
<b>Sesac Holdco II, LLC</b>		
Term Loan, Maturing February 8, 2019 <sup>(4)</sup>	2,000	2,020,000
<b>Starwood Property Trust, Inc.</b>		
Term Loan, 3.50%, Maturing April 17, 2020	323	323,240
<b>Transfirst Holdings, Inc.</b>		
Term Loan, 4.75%, Maturing December 27, 2017	993	994,580

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Financial Intermediaries (continued)</b>		
<b>Walter Investment Management Corp.</b>		
Term Loan, 5.75%, Maturing November 28, 2017	2,166	\$ 2,190,409
		<b>\$ 56,237,128</b>
<b>Food Products 2.3%</b>		
<b>AdvancePierre Foods, Inc.</b>		
Term Loan, 5.75%, Maturing July 10, 2017	2,382	\$ 2,398,376
<b>Blue Buffalo Company, Ltd.</b>		
Term Loan, 4.75%, Maturing August 8, 2019	1,386	1,395,555
<b>Clearwater Seafoods Limited Partnership</b>		
Term Loan, 5.75%, Maturing June 24, 2019	1,047	1,051,740
<b>CSM Bakery Supplies LLC</b>		
Term Loan, 4.75%, Maturing July 3, 2020	1,200	1,193,250
<b>Del Monte Foods Company</b>		
Term Loan, 4.00%, Maturing March 8, 2018	5,672	5,666,441
<b>Dole Food Company Inc.</b>		
Term Loan, 3.75%, Maturing April 1, 2020	871	870,444
<b>Hearthside Food Solutions, LLC</b>		
Term Loan, 6.50%, Maturing June 7, 2018	1,262	1,262,268
<b>High Liner Foods Incorporated</b>		
Term Loan, 4.75%, Maturing December 31, 2017	1,097	1,105,529
<b>H.J. Heinz Company</b>		
Term Loan, 3.50%, Maturing June 5, 2020	12,893	12,957,963
<b>JBS USA Holdings Inc.</b>		
Term Loan, 3.75%, Maturing May 25, 2018	3,034	3,022,154
Term Loan, 3.75%, Maturing September 18, 2020	2,000	1,990,000
<b>Michael Foods Group, Inc.</b>		
Term Loan, 4.25%, Maturing February 23, 2018	1,348	1,358,631
<b>NBTY, Inc.</b>		
Term Loan, 3.50%, Maturing October 1, 2017	9,496	9,534,341
<b>Pinnacle Foods Finance LLC</b>		
Term Loan, Maturing April 29, 2020 <sup>(4)</sup>	850	845,396
		<b>\$ 44,652,088</b>
<b>Food Service 2.2%</b>		
<b>Aramark Corporation</b>		
Term Loan, 3.68%, Maturing July 26, 2016	137	\$ 137,474
Term Loan, 3.68%, Maturing July 26, 2016	246	246,871

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Term Loan, 3.71%, Maturing July 26, 2016		3,038	3,047,041
Term Loan, 3.75%, Maturing July 26, 2016		1,696	1,701,687
Term Loan, 4.02%, Maturing July 26, 2016	GBP	950	1,537,956

Borrower/Tranche Description		Principal Amount* (000 s omitted)	Value
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Food Service (continued)

**Buffets, Inc.**

Term Loan, 0.15%, Maturing April 22, 2015 <sup>(2)</sup>		122	\$ 122,270
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**Burger King Corporation**

Term Loan, 3.75%, Maturing September 27, 2019		2,624	2,634,275
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**Centerplate, Inc.**

Term Loan, 5.75%, Maturing October 15, 2018		893	896,600
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**DineEquity, Inc.**

Term Loan, 3.75%, Maturing October 19, 2017		1,661	1,671,691
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**Dunkin' Brands, Inc.**

Term Loan, 3.75%, Maturing February 14, 2020		3,279	3,274,930
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**Landry's, Inc.**

Term Loan, 4.75%, Maturing April 24, 2018		2,846	2,870,325
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**NPC International, Inc.**

Term Loan, 4.50%, Maturing December 28, 2018		687	692,320
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**OSI Restaurant Partners, LLC**

Term Loan, 3.50%, Maturing October 25, 2019		2,852	2,851,875
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**P.F. Chang's China Bistro Inc.**

Term Loan, 5.25%, Maturing July 2, 2019		941	949,317
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**Pacific Industrial Services US Finco LLC**

Term Loan, Maturing September 24, 2018 <sup>(4)</sup>		1,600	1,606,000
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**Sagittarius Restaurants, LLC**

Term Loan, 6.26%, Maturing October 1, 2018		742	744,747
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**Seminole Hard Rock Entertainment, Inc.**

Term Loan, 3.50%, Maturing May 14, 2020		324	324,323
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**US Foods, Inc.**

Term Loan, 4.50%, Maturing March 29, 2019		7,805	7,788,367
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**Weight Watchers International, Inc.**

Term Loan, 3.75%, Maturing April 2, 2020		7,662	7,525,868
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**Wendy's International, Inc.**

Term Loan, 3.25%, Maturing May 15, 2019		2,081	2,079,779
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**\$ 42,703,716**

Food / Drug Retailers 1.6%

**Albertson's, LLC**

Term Loan, 4.25%, Maturing March 21, 2016		542	\$ 544,293
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Term Loan, 4.75%, Maturing March 21, 2019		829	828,320
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**Alliance Boots Holdings Limited**

Term Loan, 3.60%, Maturing July 10, 2017	EUR	1,000	1,353,189
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Term Loan, 3.98%, Maturing July 10, 2017	GBP	5,950	9,588,315
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**General Nutrition Centers, Inc.**

Term Loan, 3.75%, Maturing March 2, 2018		6,387	6,423,540
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**Pantry, Inc. (The)**

Term Loan, 4.75%, Maturing August 2, 2019		470	476,912
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## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Food / Drug Retailers (continued)</b>		
<b>Rite Aid Corporation</b>		
Term Loan, 4.00%, Maturing February 21, 2020	5,806	\$ 5,822,811
Term Loan - Second Lien, 5.75%, Maturing August 21, 2020	550	563,887
<b>Supervalu Inc.</b>		
Term Loan, 5.00%, Maturing March 21, 2019	4,299	4,293,166
		<b>\$ 29,894,433</b>
<b>Forest Products 0.0%</b>		
<b>Expera Specialty Solutions, LLC</b>		
Term Loan, 7.50%, Maturing December 21, 2018	623	\$ 629,672
		<b>\$ 629,672</b>
<b>Health Care 6.1%</b>		
<b>Alere, Inc.</b>		
Term Loan, 4.25%, Maturing June 30, 2017	468	\$ 471,676
Term Loan, 4.25%, Maturing June 30, 2017	590	593,921
Term Loan, 4.25%, Maturing June 30, 2017	3,237	3,261,728
<b>Alkermes, Inc.</b>		
Term Loan, 3.50%, Maturing September 18, 2019	1,189	1,189,612
<b>Alliance Healthcare Services, Inc.</b>		
Term Loan, 4.25%, Maturing June 3, 2019	1,421	1,423,214
<b>Apria Healthcare Group I</b>		
Term Loan, 6.75%, Maturing April 5, 2020	698	706,100
<b>Ardent Medical Services, Inc.</b>		
Term Loan, 6.75%, Maturing July 2, 2018	1,737	1,748,816
<b>ATI Holdings, Inc.</b>		
Term Loan, 5.75%, Maturing December 20, 2019	521	526,924
<b>Biomet Inc.</b>		
Term Loan, 3.70%, Maturing July 25, 2017	6,215	6,240,022
<b>BSN Medical Inc.</b>		
Term Loan, 4.25%, Maturing August 28, 2019	625	627,344
<b>Catalent Pharma Solutions Inc.</b>		
Term Loan, 3.68%, Maturing September 15, 2016	1,074	1,078,785
Term Loan, 4.13%, Maturing September 15, 2016	1,875	2,546,107
Term Loan, 4.25%, Maturing September 15, 2017	1,631	1,637,813
<b>CeramTec Acquisition Corporation</b>		
Term Loan, 4.25%, Maturing August 28, 2020	179	179,013
<b>CHG Buyer Corporation</b>		



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Term Loan, 5.00%, Maturing November 19, 2019 <b>Community Health Systems, Inc.</b>	2,228	2,246,325
Term Loan, 3.76%, Maturing January 25, 2017 <b>Convatec Inc.</b>	7,104	7,116,051
Term Loan, 4.00%, Maturing December 22, 2016	1,450	1,463,105
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Health Care (continued)</b>		
<b>CRC Health Corporation</b>		
Term Loan, 4.68%, Maturing November 16, 2015 <b>DaVita, Inc.</b>	1,145	\$ 1,150,952
Term Loan, 4.00%, Maturing November 1, 2019 <b>DJO Finance LLC</b>	3,300	3,318,213
Term Loan, 4.75%, Maturing September 15, 2017 <b>Drumm Investors LLC</b>	1,447	1,454,825
Term Loan, 5.00%, Maturing May 4, 2018 <b>Emdeon Business Services, LLC</b>	1,954	1,873,501
Term Loan, 3.75%, Maturing November 2, 2018 <b>Envision Healthcare Corporation</b>	2,558	2,564,297
Term Loan, 4.00%, Maturing May 25, 2018 <b>Grifols Inc.</b>	4,289	4,289,853
Term Loan, 4.25%, Maturing June 1, 2017 <b>HCA, Inc.</b>	4,645	4,684,099
Term Loan, 3.00%, Maturing March 31, 2017	7,661	7,658,992
Term Loan, 2.93%, Maturing May 1, 2018 <b>Health Management Associates, Inc.</b>	2,152	2,150,778
Term Loan, 3.50%, Maturing November 16, 2018 <b>Hologic Inc.</b>	4,141	4,145,895
Term Loan, 3.75%, Maturing August 1, 2019 <b>Iasis Healthcare LLC</b>	1,768	1,776,408
Term Loan, 4.50%, Maturing May 3, 2018 <b>inVentiv Health, Inc.</b>	3,295	3,319,628
Term Loan, 7.50%, Maturing August 4, 2016	1,866	1,826,065
Term Loan, 7.75%, Maturing May 15, 2018 <b>Kindred Healthcare, Inc.</b>	1,259	1,232,557
Term Loan, 4.25%, Maturing June 1, 2018 <b>Kinetic Concepts, Inc.</b>	1,866	1,866,117
Term Loan, 4.50%, Maturing May 4, 2018 <b>LHP Hospital Group, Inc.</b>	6,860	6,913,290
Term Loan, 9.00%, Maturing July 3, 2018 <b>MedAssets, Inc.</b>	593	586,575
Term Loan, 4.00%, Maturing December 13, 2019 <b>Medpace, Inc.</b>	508	509,671
Term Loan, 5.25%, Maturing June 16, 2017 <b>MMM Holdings, Inc.</b>	671	673,327
Term Loan, 9.75%, Maturing December 12, 2017 <b>MSO of Puerto Rico, Inc.</b>	706	710,284
Term Loan, 9.75%, Maturing December 12, 2017 <b>Multiplan, Inc.</b>	513	515,927
Term Loan, 4.00%, Maturing August 25, 2017 <b>One Call Medical, Inc.</b>	3,184	3,204,419
Term Loan, 5.50%, Maturing August 16, 2019	2,293	2,310,072

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Health Care (continued)</b>		
<b>Onex Carestream Finance LP</b> Term Loan, 5.00%, Maturing June 7, 2019	4,358	\$ 4,390,861
<b>Pharmaceutical Product Development, Inc.</b> Term Loan, 4.25%, Maturing December 5, 2018	3,523	3,539,523
<b>PRA Holdings, Inc.</b> Term Loan, Maturing September 21, 2020 <sup>(4)</sup>	1,625	1,622,715
<b>Radnet Management, Inc.</b> Term Loan, 4.25%, Maturing October 10, 2018	1,833	1,838,190
<b>Sage Products, Inc.</b> Term Loan, 4.25%, Maturing December 13, 2019	641	644,576
<b>Select Medical Corporation</b> Term Loan, 4.00%, Maturing June 1, 2018	1,493	1,501,161
<b>Sheridan Holdings, Inc.</b> Term Loan, 4.50%, Maturing June 29, 2018	692	694,026
<b>Steward Health Care System LLC</b> Term Loan, 6.75%, Maturing April 15, 2020	1,424	1,384,779
<b>TriZetto Group, Inc. (The)</b> Term Loan, 4.75%, Maturing May 2, 2018	1,540	1,439,491
<b>Truven Health Analytics Inc.</b> Term Loan, 4.50%, Maturing June 1, 2019	1,807	1,812,419
<b>U.S. Renal Care, Inc.</b> Term Loan, 5.25%, Maturing July 3, 2019	1,675	1,687,563
<b>Universal Health Services, Inc.</b> Term Loan, 2.43%, Maturing November 15, 2016	507	510,077
<b>Vanguard Health Holding Company II, LLC</b> Term Loan, 3.75%, Maturing January 29, 2016	1,216	1,217,717
<b>VWR Funding, Inc.</b> Term Loan, 4.18%, Maturing April 3, 2017	1,787	1,788,733
Term Loan, 4.43%, Maturing April 3, 2017	2,103	2,102,758
		<b>\$ 117,966,890</b>
<b>Home Furnishings 0.3%</b>		
<b>Serta/Simmons Holdings, LLC</b> Term Loan, 5.00%, Maturing October 1, 2019	3,747	\$ 3,762,300
<b>Tempur-Pedic International Inc.</b> Term Loan, 3.50%, Maturing March 18, 2020	2,739	2,721,530
		<b>\$ 6,483,830</b>

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Industrial Equipment 1.3%

**Alliance Laundry Systems LLC**

Term Loan, 4.25%, Maturing December 10, 2018 398 \$ 399,345

**Apex Tool Group, LLC**

Term Loan, 4.50%, Maturing January 31, 2020 1,343 1,349,547

**Principal Amount\***

**(000 s omitted) Value**

**Borrower/Tranche Description**

Industrial Equipment (continued)

**Colfax Corporation**

Term Loan, 3.25%, Maturing January 11, 2019 720 \$ 720,642

**Gardner Denver, Inc.**

Term Loan, 4.25%, Maturing July 30, 2020 2,175 2,158,083

Term Loan, 4.75%, Maturing July 30, 2020 EUR 475 647,424

**Generac Power Systems, Inc.**

Term Loan, 3.50%, Maturing May 29, 2020 2,050 2,035,480

**Grede LLC**

Term Loan, 4.50%, Maturing May 2, 2018 1,024 1,025,552

**Husky Injection Molding Systems Ltd.**

Term Loan, 4.25%, Maturing June 29, 2018 4,313 4,319,355

**International Equipment Solutions, LLC**

Term Loan, 6.75%, Maturing August 13, 2019 900 891,562

**Manitowoc Company, Inc. (The)**

Term Loan, 4.25%, Maturing November 13, 2017 137 137,198

**Milacron LLC**

Term Loan, 4.25%, Maturing March 30, 2020 1,495 1,495,617

**Rexnord LLC**

Term Loan, 4.00%, Maturing August 20, 2020 6,625 6,558,750

**Spansion LLC**

Term Loan, 5.25%, Maturing December 11, 2018 891 898,007

**Tank Holding Corp.**

Term Loan, 4.25%, Maturing July 9, 2019 998 996,213

**Unifrax Corporation**

Term Loan, 4.25%, Maturing November 28, 2018 643 646,166

**\$ 24,278,941**

Insurance 2.0%

**Alliant Holdings I, Inc.**

Term Loan, 5.00%, Maturing December 20, 2019 3,280 \$ 3,302,763

**AmWINS Group, Inc.**

Term Loan, 5.00%, Maturing September 6, 2019 4,218 4,244,488

**Applied Systems, Inc.**

Term Loan, 4.25%, Maturing December 8, 2016 2,078 2,090,180

**Asurion LLC**

Term Loan, 4.50%, Maturing May 24, 2019 10,570 10,488,016

Term Loan, 3.50%, Maturing July 8, 2020 1,147 1,108,769

**CNO Financial Group, Inc.**

Term Loan, 3.00%, Maturing September 28, 2016 900 906,187

Term Loan, 3.75%, Maturing September 20, 2018 4,782 4,814,469

**Compass Investors Inc.**

Term Loan, 5.00%, Maturing December 27, 2019 3,481 3,503,008

**Cooper Gay Swett & Crawford Ltd.**

Term Loan, 5.00%, Maturing April 16, 2020 599 595,881

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Insurance (continued)</b>		
<b>Cunningham Lindsey U.S. Inc.</b> Term Loan, 5.00%, Maturing December 10, 2019	2,429	\$ 2,426,382
<b>Hub International Limited</b> Term Loan, 3.62%, Maturing June 13, 2017	1,574	1,577,674
Term Loan, Maturing September 17, 2020 <sup>(4)</sup>	3,575	3,557,125
<b>Sedgwick CMS Holdings, Inc.</b> Term Loan, 4.25%, Maturing June 12, 2018	748	750,463
		<b>\$ 39,365,405</b>
<b>Leisure Goods / Activities / Movies 2.9%</b>		
<b>Activision Blizzard, Inc.</b> Term Loan, Maturing September 11, 2020 <sup>(4)</sup>	4,325	\$ 4,330,406
<b>Alpha D2 Limited</b> Term Loan, 4.50%, Maturing April 30, 2019	3,188	3,221,905
<b>Bombardier Recreational Products, Inc.</b> Term Loan, 4.00%, Maturing January 30, 2019	4,582	4,578,945
<b>Bright Horizons Family Solutions, Inc.</b> Term Loan, 4.00%, Maturing January 30, 2020	223	223,766
<b>Cedar Fair, L.P.</b> Term Loan, 3.25%, Maturing March 6, 2020	1,493	1,498,657
<b>ClubCorp Club Operations, Inc.</b> Term Loan, 4.00%, Maturing July 24, 2020	1,892	1,898,209
<b>Emerald Expositions Holding, Inc.</b> Term Loan, 5.50%, Maturing June 17, 2020	898	904,203
<b>Equinox Holdings, Inc.</b> Term Loan, 4.50%, Maturing January 31, 2020	1,343	1,350,806
<b>Fender Musical Instruments Corporation</b> Term Loan, 5.75%, Maturing April 3, 2019	578	578,944
<b>Kasima, LLC</b> Term Loan, 3.25%, Maturing May 17, 2021	1,125	1,121,484
<b>Live Nation Entertainment, Inc.</b> Term Loan, 3.50%, Maturing August 16, 2020	7,079	7,070,478
<b>LodgeNet Interactive Corp.</b> Term Loan, 6.75%, Maturing March 31, 2018	543	309,772
<b>Regal Cinemas, Inc.</b> Term Loan, 2.70%, Maturing August 23, 2017	3,890	3,892,836
<b>Revolution Studios Distribution Company, LLC</b> Term Loan, 3.93%, Maturing December 21, 2014	1,183	1,048,352
Term Loan - Second Lien, 7.18%, Maturing June 21, 2015 <sup>(2)</sup>	2,050	1,486,660
<b>Sabre, Inc.</b>		

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Borrower/Tranche Description	Principal Amount*	Value
	(000 s omitted)	
Term Loan, 5.25%, Maturing February 19, 2019 <b>Scientific Games International, Inc.</b>	1,439	1,448,659
Term Loan, Maturing May 22, 2020 <sup>(4)</sup>	4,200	4,171,877
<b>Leisure Goods / Activities / Movies (continued)</b>		
<b>SeaWorld Parks &amp; Entertainment, Inc.</b>		
Term Loan, 3.00%, Maturing May 14, 2020	2,397	\$ 2,372,596
<b>Six Flags Theme Parks, Inc.</b>		
Term Loan, 4.00%, Maturing December 20, 2018	3,158	3,188,699
<b>Town Sports International Inc.</b>		
Term Loan, 5.75%, Maturing May 11, 2018	2,416	2,443,597
<b>US Finco LLC</b>		
Term Loan, 4.00%, Maturing May 29, 2020	1,671	1,667,680
Term Loan - Second Lien, 8.25%, Maturing November 30, 2020	2,000	2,010,000
<b>WMG Acquisition Corp.</b>		
Term Loan, 3.75%, Maturing July 1, 2020	1,175	1,171,084
<b>Zuffa LLC</b>		
Term Loan, 4.50%, Maturing February 25, 2020	3,499	3,507,309
		<b>\$ 55,496,924</b>
<b>Lodging and Casinos 2.1%</b>		
<b>Affinity Gaming, LLC</b>		
Term Loan, 5.50%, Maturing November 9, 2017	1,630	\$ 1,641,948
<b>Bally Technologies, Inc.</b>		
Term Loan, Maturing August 31, 2020 <sup>(4)</sup>	3,250	3,255,688
<b>Boyd Gaming Corporation</b>		
Term Loan, 4.00%, Maturing August 14, 2020	600	600,250
<b>Caesars Entertainment Operating Company</b>		
Term Loan, 9.50%, Maturing October 31, 2016	1,191	1,190,439
Term Loan, 5.43%, Maturing January 26, 2018	5,336	4,847,403
<b>Gala Group LTD</b>		
Term Loan, 5.49%, Maturing May 25, 2018	GBP 2,775	4,515,613
<b>Hilton Worldwide Finance, LLC</b>		
Term Loan, Maturing September 23, 2020 <sup>(4)</sup>	11,925	11,926,240
<b>Las Vegas Sands LLC</b>		
Term Loan, 2.68%, Maturing November 23, 2016	410	409,764
Term Loan, 2.68%, Maturing November 23, 2016	1,244	1,244,150
<b>MGM Resorts International</b>		
Term Loan, 2.93%, Maturing December 20, 2017	1,985	1,986,985
Term Loan, 3.50%, Maturing December 20, 2019	4,466	4,456,679
<b>Penn National Gaming, Inc.</b>		
Term Loan, 3.75%, Maturing July 16, 2018	925	927,363
<b>Pinnacle Entertainment, Inc.</b>		
Term Loan, 3.75%, Maturing August 13, 2020	1,197	1,199,993
<b>Playa Resorts Holding B.V.</b>		
Term Loan, 4.75%, Maturing August 6, 2019	600	604,875
<b>Seminole Tribe of Florida</b>		
Term Loan, 3.00%, Maturing April 29, 2020	772	772,000

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Lodging and Casinos (continued)</b>		
<b>Tropicana Entertainment Inc.</b>		
Term Loan, 7.50%, Maturing March 16, 2018	148	\$ 148,304
		<b>\$ 39,727,694</b>
<b>Nonferrous Metals / Minerals 1.0%</b>		
<b>Alpha Natural Resources, LLC</b>		
Term Loan, 3.50%, Maturing May 22, 2020	920	\$ 881,489
<b>Arch Coal Inc.</b>		
Term Loan, 5.75%, Maturing May 16, 2018	3,063	2,985,481
<b>Constellium Holdco B.V.</b>		
Term Loan, 6.00%, Maturing March 25, 2020	647	667,769
<b>Fairmount Minerals LTD</b>		
Term Loan, 4.31%, Maturing March 15, 2017	500	500,625
Term Loan, 5.00%, Maturing September 5, 2019	2,525	2,532,876
<b>Murray Energy Corporation</b>		
Term Loan, 4.75%, Maturing May 24, 2019	449	449,016
<b>Noranda Aluminum Acquisition Corporation</b>		
Term Loan, 5.75%, Maturing February 28, 2019	1,034	976,073
<b>Novelis, Inc.</b>		
Term Loan, 3.75%, Maturing March 10, 2017	3,274	3,283,750
<b>Oxbow Carbon LLC</b>		
Term Loan, 4.25%, Maturing July 19, 2019	543	547,198
Term Loan - Second Lien, 8.00%, Maturing January 17, 2020	925	938,875
<b>United Central Industrial Supply Company, LLC</b>		
Term Loan, 7.50%, Maturing October 9, 2018	1,238	1,119,938
Term Loan - Second Lien, 12.50%, Maturing April 12, 2019	500	455,000
<b>Walter Energy, Inc.</b>		
Term Loan, 6.75%, Maturing April 2, 2018	3,138	3,023,152
		<b>\$ 18,361,242</b>
<b>Oil and Gas 1.8%</b>		
<b>Ameriforge Group, Inc.</b>		
Term Loan, 5.00%, Maturing December 19, 2019	1,618	\$ 1,621,844
Term Loan - Second Lien, 8.75%, Maturing December 18, 2020	2,025	2,050,312
<b>Bronco Midstream Funding LLC</b>		
Term Loan, 5.00%, Maturing August 17, 2020	2,175	2,185,875
<b>Citgo Petroleum Corporation</b>		
Term Loan, 8.00%, Maturing June 24, 2015	399	403,597

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Term Loan, 9.00%, Maturing June 23, 2017	423	432,554
<b>Crestwood Holdings LLC</b>		
Term Loan, 7.00%, Maturing June 19, 2019	1,075	1,092,742
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Oil and Gas (continued)</b>		
<b>Energy Transfer Equity, L.P.</b>		
Term Loan, 3.75%, Maturing March 24, 2017	1,226	\$ 1,233,999
<b>Fieldwood Energy LLC</b>		
Term Loan, Maturing October 1, 2018 <sup>(4)</sup>	1,025	1,025,513
Term Loan - Second Lien, Maturing October 1, 2020 <sup>(4)</sup>	700	700,438
<b>Frac Tech International LLC</b>		
Term Loan, 8.50%, Maturing May 6, 2016	579	569,308
<b>MEG Energy Corp.</b>		
Term Loan, 3.75%, Maturing March 31, 2020	8,769	8,816,671
<b>Obsidian Holdings LLC</b>		
Term Loan, 6.75%, Maturing November 2, 2015	1,295	1,300,112
<b>Obsidian Natural Gas Trust</b>		
Term Loan, 7.00%, Maturing November 2, 2015	1,641	1,647,201
<b>Ruby Western Pipeline Holdings, LLC</b>		
Term Loan, 3.50%, Maturing March 27, 2020	560	558,378
<b>Samson Investment Company</b>		
Term Loan - Second Lien, 6.00%, Maturing September 25, 2018	1,900	1,906,888
<b>Sheridan Production Partners I, LLC</b>		
Term Loan, 5.00%, Maturing September 14, 2019	3,269	3,278,638
Term Loan, 5.00%, Maturing September 25, 2019	265	265,362
Term Loan, 5.00%, Maturing September 25, 2019	433	434,446
<b>Tallgrass Operations, LLC</b>		
Term Loan, 5.25%, Maturing November 13, 2018	1,271	1,283,552
<b>Tervita Corporation</b>		
Term Loan, 6.25%, Maturing May 15, 2018	2,990	2,930,200
		<b>\$ 33,737,630</b>
<b>Publishing 2.2%</b>		
<b>Advanstar Communications Inc.</b>		
Term Loan, 5.50%, Maturing April 29, 2019	896	\$ 888,224
<b>American Greetings Corporation</b>		
Term Loan, 4.00%, Maturing August 9, 2019	1,300	1,303,250
<b>Ascend Learning, Inc.</b>		
Term Loan, 7.00%, Maturing May 23, 2017	2,513	2,509,626
<b>Flint Group SA</b>		
Term Loan, 6.65%, Maturing December 30, 2016	72	71,679
Term Loan, 6.65%, Maturing December 30, 2016	171	170,382
Term Loan, 6.65%, Maturing December 30, 2016	655	652,322
Term Loan, 6.59%, Maturing December 31, 2016	EUR 429	577,556
Term Loan, 6.59%, Maturing December 31, 2016	EUR 479	645,549
Term Loan - Second Lien, 7.34%, Maturing June 30, 2018	EUR 1,510	1,907,893

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Publishing (continued)</b>		
<b>Getty Images, Inc.</b> Term Loan, 4.75%, Maturing October 18, 2019	9,156	\$ 8,190,634
<b>Interactive Data Corporation</b> Term Loan, 3.75%, Maturing February 11, 2018	4,637	4,628,001
<b>Laureate Education, Inc.</b> Term Loan, 5.25%, Maturing June 18, 2018	8,300	8,330,732
<b>McGraw-Hill Global Education Holdings, LLC</b> Term Loan, 9.00%, Maturing March 22, 2019	995	1,008,681
<b>Media General Inc.</b> Term Loan, 0.00%, Maturing July 31, 2020 <sup>(6)</sup>	1,325	1,329,958
<b>MediaNews Group Inc.</b> Term Loan, 8.50%, Maturing March 19, 2014	28	27,982
<b>Merrill Communications, LLC</b> Term Loan, 7.31%, Maturing March 8, 2018	846	851,389
<b>Multi Packaging Solutions, Inc.</b> Term Loan, 4.25%, Maturing August 21, 2020	425	427,391
<b>Nelson Education Ltd.</b> Term Loan, 2.75%, Maturing July 3, 2014	595	503,191
<b>Nielsen Finance LLC</b> Term Loan, 2.93%, Maturing May 2, 2016	1,950	1,957,313
<b>Penton Media, Inc.</b> Term Loan, 6.00%, Maturing August 1, 2014	973	957,558
<b>Rentpath, Inc.</b> Term Loan, 6.25%, Maturing May 29, 2020	1,197	1,175,304
<b>Springer Science+Business Media Deutschland GmbH</b> Term Loan, 5.00%, Maturing July 31, 2020	1,325	1,318,375
<b>Star Tribune Company (The)</b> Term Loan, 8.00%, Maturing September 28, 2014	6	6,158
Term Loan, 8.00%, Maturing September 29, 2014	25	24,880
<b>Tribune Company</b> Term Loan, 4.00%, Maturing December 31, 2019	1,985	1,992,434
		<b>\$ 41,456,462</b>
<b>Radio and Television 1.6%</b>		
<b>Clear Channel Communications, Inc.</b> Term Loan, 3.83%, Maturing January 29, 2016	192	\$ 181,551
Term Loan, 6.93%, Maturing January 30, 2019	566	524,512
<b>Cumulus Media Holdings Inc.</b> Term Loan, 4.50%, Maturing September 17, 2018	4,315	4,353,933
Term Loan - Second Lien, 7.50%, Maturing September 16, 2019	1,000	1,018,750



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**Entercom Radio, LLC**

Term Loan, 5.03%, Maturing November 23, 2018

493  
Principal  
Amount\*  
(000 s omitted)      Value

**Borrower/Tranche Description**

**Radio and Television (continued)**

**Entravision Communications Corporation**

Term Loan, 3.50%, Maturing May 29, 2020      2,000      \$ 1,977,500

**Foxco Acquisition Sub, LLC**

Term Loan, 5.50%, Maturing July 14, 2017      2,164      2,177,534

**Gray Television, Inc.**

Term Loan, 4.75%, Maturing October 15, 2019      530      533,991

**LIN Television Corp.**

Term Loan, 4.00%, Maturing December 21, 2018      590      592,088

**Local TV Finance, LLC**

Term Loan, 4.18%, Maturing May 7, 2015      1,401      1,411,167

**Mission Broadcasting, Inc.**

Term Loan, 4.25%, Maturing December 3, 2019      458      459,987

Term Loan, Maturing September 24, 2020<sup>(4)</sup>      396      397,565

**Nexstar Broadcasting, Inc.**

Term Loan, 4.25%, Maturing December 3, 2019      1,084      1,088,046

Term Loan, Maturing September 30, 2020<sup>(4)</sup>      79      79,513

**Nine Entertainment Group Limited**

Term Loan, 3.50%, Maturing February 5, 2020      1,866      1,855,131

Term Loan, Maturing February 5, 2020<sup>(4)</sup>      625      621,094

**Raycom TV Broadcasting, Inc.**

Term Loan, 4.25%, Maturing May 31, 2017      904      904,188

**Sinclair Television Group Inc.**

Term Loan, 3.00%, Maturing April 9, 2020      522      521,147

**TWCC Holding Corp.**

Term Loan, 3.50%, Maturing February 13, 2017      1,249      1,252,921

Term Loan - Second Lien, 7.00%, Maturing June 26, 2020      825      848,719

**Tyrol Acquisitions 2 SAS**

Term Loan, 3.13%, Maturing January 29, 2016      EUR      765      1,004,214

Term Loan, 3.13%, Maturing January 29, 2016      EUR      765      1,004,214

**Univision Communications Inc.**

Term Loan, 4.50%, Maturing March 2, 2020      6,692      6,674,060

**\$ 29,977,705**

**Retailers (Except Food and Drug) 2.5%**

**99 Cents Only Stores**

Term Loan, 5.25%, Maturing January 11, 2019      2,299      \$ 2,307,221

**B&M Retail Limited**

Term Loan, 6.01%, Maturing February 18, 2020      GBP      1,800      2,916,449

**Bass Pro Group, LLC**

Term Loan, 4.00%, Maturing November 20, 2019      1,535      1,541,705

**CDW LLC**

Term Loan, 3.50%, Maturing April 29, 2020      4,682      4,621,636

**David s Bridal, Inc.**

Term Loan, 5.00%, Maturing October 11, 2019      695      698,224

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Retailers (Except Food and Drug) (continued)</b>		
<b>Evergreen Acqco 1 LP</b>		
Term Loan, 5.00%, Maturing July 9, 2019	716	\$ 718,640
<b>Harbor Freight Tools USA, Inc.</b>		
Term Loan, 4.75%, Maturing July 26, 2019	1,325	1,340,569
<b>J Crew Group, Inc.</b>		
Term Loan, 4.00%, Maturing March 7, 2018	3,632	3,629,366
<b>Jo-Ann Stores, Inc.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	4,075	4,077,725
<b>Michaels Stores, Inc.</b>		
Term Loan, 3.75%, Maturing January 28, 2020	4,015	4,028,560
<b>National Vision, Inc.</b>		
Term Loan, 7.00%, Maturing August 2, 2018	839	843,572
<b>Neiman Marcus Group, Inc. (The)</b>		
Term Loan, 4.00%, Maturing May 16, 2018	5,061	5,057,340
<b>Ollie s Bargain Outlet, Inc.</b>		
Term Loan, 5.25%, Maturing September 27, 2019	521	523,018
<b>Party City Holdings Inc.</b>		
Term Loan, 4.25%, Maturing July 29, 2019	2,655	2,655,758
<b>Pep Boys-Manny, Moe &amp; Jack (The)</b>		
Term Loan, 5.00%, Maturing October 11, 2018	498	500,920
<b>Petco Animal Supplies, Inc.</b>		
Term Loan, 4.00%, Maturing November 24, 2017	2,421	2,427,128
<b>Pilot Travel Centers LLC</b>		
Term Loan, 3.75%, Maturing March 30, 2018	1,659	1,658,163
Term Loan, 4.25%, Maturing August 7, 2019	569	571,563
<b>Spin Holdco Inc.</b>		
Term Loan, 4.25%, Maturing November 14, 2019	1,250	1,250,000
<b>Toys R US Property Company I, LLC</b>		
Term Loan, 6.00%, Maturing August 21, 2019	2,475	2,447,671
<b>Visant Holding Corp.</b>		
Term Loan, 5.25%, Maturing December 22, 2016	1,258	1,224,187
<b>Vivarte SA</b>		
Term Loan, 2.33%, Maturing March 9, 2015	EUR 31	38,624
Term Loan, 2.33%, Maturing March 9, 2015	EUR 122	150,204
Term Loan, 2.33%, Maturing March 9, 2015	EUR 781	964,737
Term Loan, 2.83%, Maturing March 8, 2016	EUR 31	38,624
Term Loan, 2.83%, Maturing March 8, 2016	EUR 122	150,204
Term Loan, 2.83%, Maturing March 8, 2016	EUR 781	964,738
<b>Wilton Brands LLC</b>		
Term Loan, 7.50%, Maturing August 30, 2018	641	630,028
		<b>\$ 47,976,574</b>

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Steel 0.9%</b>		
<b>Essar Steel Algoma, Inc.</b>		
Term Loan, 8.75%, Maturing September 19, 2014	2,327	\$ 2,358,489
<b>FMG Resources (August 2006) Pty Ltd.</b>		
Term Loan, 5.25%, Maturing October 18, 2017	8,172	8,216,112
<b>JFB Firth Rixson Inc.</b>		
Term Loan, 4.25%, Maturing June 30, 2017	372	371,955
<b>JMC Steel Group, Inc.</b>		
Term Loan, 4.75%, Maturing April 3, 2017	1,361	1,365,371
<b>Neenah Foundry Company</b>		
Term Loan, 6.75%, Maturing April 26, 2017	2,541	2,540,812
<b>Patriot Coal Corporation</b>		
DIP Loan, 9.25%, Maturing December 31, 2013	875	875,000
<b>SunCoke Energy, Inc.</b>		
Term Loan, 4.00%, Maturing July 26, 2018	167	166,003
<b>Waupaca Foundry, Inc.</b>		
Term Loan, 4.50%, Maturing June 29, 2017	2,116	2,116,454
		<b>\$ 18,010,196</b>
<b>Surface Transport 0.5%</b>		
<b>Hertz Corporation, (The)</b>		
Term Loan, 2.75%, Maturing March 9, 2018	997	\$ 993,649
Term Loan, 3.00%, Maturing March 11, 2018	3,267	3,255,867
Term Loan, 3.75%, Maturing March 12, 2018	2,953	2,958,962
<b>Swift Transportation Co. Inc.</b>		
Term Loan, 2.93%, Maturing December 21, 2016	1,034	1,039,737
Term Loan, 4.00%, Maturing December 21, 2017	1,232	1,240,448
		<b>\$ 9,488,663</b>
<b>Telecommunications 2.0%</b>		
<b>Arris Group, Inc.</b>		
Term Loan, 3.50%, Maturing April 17, 2020	1,568	\$ 1,558,565
<b>Cellular South, Inc.</b>		
Term Loan, 3.25%, Maturing May 22, 2020	448	447,470
<b>Cricket Communications, Inc.</b>		
Term Loan, 4.75%, Maturing October 10, 2019	521	521,714
Term Loan, 4.75%, Maturing March 9, 2020	2,569	2,572,690
<b>Crown Castle International Corporation</b>		
Term Loan, 3.25%, Maturing January 31, 2019	3,288	3,263,564
<b>Intelsat Jackson Holdings S.A.</b>		
Term Loan, 4.25%, Maturing April 2, 2018	11,084	11,130,553
<b>IPC Systems, Inc.</b>		
Term Loan, 2.77%, Maturing May 31, 2014	GBP 578	936,351
<b>Mitel Networks Corporation</b>		
Term Loan, 7.00%, Maturing February 27, 2019	896	902,216

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Telecommunications (continued)</b>		
<b>Oberthur Technologies Holding SAS</b>		
Term Loan, 6.25%, Maturing March 30, 2019	569	\$ 569,962
<b>SBA Finance</b>		
Term Loan, 3.75%, Maturing June 29, 2018	370	370,778
Term Loan, 3.75%, Maturing September 27, 2019	174	174,484
<b>Syniverse Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing April 23, 2019	2,400	2,400,566
Term Loan, 4.00%, Maturing April 23, 2019	2,841	2,846,510
<b>Telesat LLC</b>		
Term Loan, 3.50%, Maturing March 28, 2019	5,886	5,870,988
<b>Windstream Corporation</b>		
Term Loan, 4.00%, Maturing August 8, 2019	988	991,568
Term Loan, 3.50%, Maturing January 23, 2020	3,573	3,582,826
		<b>\$ 38,140,805</b>
<b>Utilities 1.1%</b>		
<b>AES Corporation</b>		
Term Loan, 3.75%, Maturing June 1, 2018	2,959	\$ 2,978,457
<b>Calpine Construction Finance Company, L.P.</b>		
Term Loan, 3.00%, Maturing May 4, 2020	1,247	1,224,795
Term Loan, 3.25%, Maturing January 31, 2022	474	466,705
<b>Calpine Corporation</b>		
Term Loan, 4.00%, Maturing April 2, 2018	1,002	1,005,695
Term Loan, 4.00%, Maturing April 2, 2018	2,584	2,590,796
Term Loan, 4.00%, Maturing October 9, 2019	4,851	4,863,128
<b>Dynegy Holdings Inc.</b>		
Term Loan, 4.00%, Maturing April 23, 2020	1,182	1,181,408
<b>Equipower Resources Holdings LLC</b>		
Term Loan, 4.25%, Maturing December 31, 2019	673	676,398
<b>La Frontera Generation, LLC</b>		
Term Loan, 4.50%, Maturing September 30, 2020	751	755,061
<b>LSP Madison Funding, LLC</b>		
Term Loan, 5.50%, Maturing June 28, 2019	588	594,248
<b>Power Team Services, LLC</b>		
Term Loan, 0.00%, Maturing May 6, 2020 <sup>(6)</sup>	97	96,250
Term Loan, 4.25%, Maturing May 6, 2020	776	768,075
<b>Raven Power Finance, LLC</b>		
Term Loan, 8.25%, Maturing November 15, 2018	571	586,381
<b>Texas Competitive Electric Holdings Company, LLC</b>		
Term Loan, 4.71%, Maturing October 10, 2017	5,000	3,374,742

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\$ 21,162,139

Total Senior Floating-Rate Interests  
(identified cost \$1,158,596,155)

\$ 1,157,271,072

Corporate Bonds & Notes 55.0%

Security	Principal Amount* (000 s omitted)	Value
<b>Aerospace and Defense 0.5%</b>		
<b>GenCorp, Inc.</b>		
7.125%, 3/15/21 <sup>(7)</sup>	1,395	\$ 1,468,238
<b>Huntington Ingalls Industries, Inc.</b>		
7.125%, 3/15/21	2,025	2,192,062
<b>TransDigm, Inc.</b>		
7.75%, 12/15/18	5,030	5,382,100
		<b>\$ 9,042,400</b>
<b>Agriculture 0.0%</b>		
<b>Lorillard Tobacco Co.</b>		
7.00%, 8/4/41	750	\$ 791,084
		<b>\$ 791,084</b>
<b>Automotive 1.4%</b>		
<b>American Axle &amp; Manufacturing, Inc.</b>		
9.25%, 1/15/17 <sup>(7)</sup>	914	\$ 977,989
<b>Chrysler Group, LLC</b>		
8.25%, 6/15/21	6,640	7,470,000
<b>Continental Rubber of America Corp.</b>		
4.50%, 9/15/19 <sup>(7)</sup>	1,130	1,184,240
<b>Ford Motor Co.</b>		
6.625%, 10/1/28	1,000	1,131,799
<b>General Motors Financial Co., Inc.</b>		
2.75%, 5/15/16 <sup>(7)</sup>	3,070	3,068,081
4.75%, 8/15/17 <sup>(7)</sup>	1,615	1,679,600
3.50%, 10/2/18 <sup>(7)</sup>	945	947,363
4.25%, 5/15/23 <sup>(7)</sup>	960	879,600
<b>Kia Motors Corp.</b>		
3.625%, 6/14/16 <sup>(7)</sup>	1,600	1,673,456
<b>Navistar International Corp.</b>		
8.25%, 11/1/21	3,190	3,245,825
<b>Schaeffler Finance BV</b>		
6.875%, 8/15/18 <sup>(5)(7)</sup>	2,225	2,341,812
4.75%, 5/15/21 <sup>(7)</sup>	1,660	1,618,500
<b>Tomkins, LLC/Tomkins, Inc.</b>		
9.00%, 10/1/18	595	651,525
		<b>\$ 26,869,790</b>
<b>Banks and Thrifts 1.2%</b>		
<b>Banco do Brasil SA</b>		
6.25% to 4/15/24, 12/29/49 <sup>(7)(8)</sup>	750	\$ 620,625



## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Banks and Thrifts (continued)</b>		
<b>Bank of America Corp.</b> 3.30%, 1/11/23	300	\$ 281,701
<b>Bank of America NA</b> 7.625%, 6/1/19	400	491,200
<b>Bank One Michigan</b> 8.25%, 11/1/24	1,375	1,766,908
<b>Barclays Bank PLC</b> 10.179%, 6/12/21 <sup>(7)</sup>	1,000	1,300,695
<b>Citigroup, Inc.</b> 5.50%, 9/13/25	1,000	1,031,192
6.625%, 6/15/32	1,000	1,079,221
<b>CNH Capital, LLC</b> 3.875%, 11/1/15	1,070	1,107,450
6.25%, 11/1/16	2,055	2,270,775
3.625%, 4/15/18	2,500	2,500,000
<b>Countrywide Financial Corp.</b> 6.25%, 5/15/16	1,800	1,992,046
<b>First Niagara Financial Group, Inc.</b> 7.25%, 12/15/21	945	1,101,251
<b>HBOS PLC</b> 6.75%, 5/21/18 <sup>(7)</sup>	1,700	1,897,899
<b>HSBC Holdings PLC</b> 6.50%, 5/2/36	425	482,667
<b>Merrill Lynch &amp; Co., Inc.</b> 6.11%, 1/29/37	500	516,517
<b>Regions Financial Corp.</b> 5.75%, 6/15/15	450	482,377
2.00%, 5/15/18	625	607,454
7.375%, 12/10/37	730	775,059
<b>Standard Chartered Bank</b> 6.40%, 9/26/17 <sup>(7)</sup>	1,075	1,228,381
<b>Zions Bancorporation</b> 6.00%, 9/15/15	1,600	1,714,390
		<b>\$ 23,247,808</b>
<b>Beverage and Tobacco 0.2%</b>		
<b>Constellation Brands, Inc.</b> 6.00%, 5/1/22	1,530	\$ 1,637,100
4.25%, 5/1/23	3,025	2,783,000

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\$ 4,420,100

Brokers, Dealers and Investment Houses 0.6%

**Alliance Data Systems Corp.**

6.375%, 4/1/20<sup>(7)</sup>

1,210 \$ 1,258,400  
Principal  
Amount\*  
(000 s omitted) Value

**Security**

Brokers, Dealers and Investment Houses (continued)

**BP Capital Markets PLC**

3.561%, 11/1/21

800 \$ 797,437

**E\*TRADE Financial Corp.**

6.00%, 11/15/17

295 311,963

6.375%, 11/15/19

1,015 1,086,050

**Macquarie Bank, Ltd.**

6.625%, 4/7/21<sup>(7)</sup>

550 600,754

**Morgan Stanley**

7.30%, 5/13/19

1,900 2,276,639

**Neuberger Berman Group, LLC/Neuberger Berman Finance Corp.**

5.625%, 3/15/20<sup>(7)</sup>

4,335 4,454,212

**Nielsen Co. Luxembourg S.a.r.l. (The)**

5.50%, 10/1/21<sup>(7)</sup>

1,250 1,254,687

\$ 12,040,142

Building and Development 1.5%

**American Builders & Contractors Supply Co., Inc.**

5.625%, 4/15/21<sup>(7)</sup>

1,030 \$ 1,015,838

**Brookfield Residential Properties, Inc.**

6.50%, 12/15/20<sup>(7)</sup>

1,555 1,570,550

**Builders FirstSource, Inc.**

7.625%, 6/1/21<sup>(7)</sup>

2,175 2,180,437

**CB Richard Ellis Service, Inc.**

6.625%, 10/15/20

3,270 3,507,075

**HD Supply, Inc.**

8.125%, 4/15/19

825 919,875

7.50%, 7/15/20<sup>(7)</sup>

990 1,028,363

11.50%, 7/15/20

1,005 1,200,975

**Interface, Inc.**

7.625%, 12/1/18

860 937,400

**Interline Brands, Inc.**

10.00%, 11/15/18<sup>(5)</sup>

5,775 6,338,062

**MDC Holdings, Inc.**

5.625%, 2/1/20

555 573,596

6.00%, 1/15/43

230 200,112

**Nortek, Inc.**

10.00%, 12/1/18

1,905 2,100,263

8.50%, 4/15/21

2,225 2,430,812

**Rexel SA**

6.125%, 12/15/19<sup>(7)</sup>

500 513,750

5.25%, 6/15/20<sup>(7)</sup>

2,710 2,655,800



## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Building and Development (continued)</b>		
<b>Toll Brothers Finance Corp.</b>		
4.375%, 4/15/23	915	\$ 844,088
		<b>\$ 28,016,996</b>
<b>Business Equipment and Services 3.2%</b>		
<b>ADT Corp. (The)</b>		
6.25%, 10/15/21 <sup>(7)</sup>	3,495	\$ 3,551,794
3.50%, 7/15/22	1,135	961,668
<b>Avis Budget Car Rental, LLC/Avis Budget Finance, Inc.</b>		
8.25%, 1/15/19	550	599,500
9.75%, 3/15/20	4,410	5,104,575
<b>Carlson Wagonlit BV</b>		
6.875%, 6/15/19 <sup>(7)</sup>	3,275	3,324,125
<b>Catalina Marketing Corp.</b>		
10.50%, 10/1/15 <sup>(7)</sup>	3,255	3,271,275
11.625%, 10/1/17 <sup>(7)</sup>	4,150	4,336,750
<b>Education Management, LLC</b>		
15.00%, 7/1/18	3,538	3,803,265
<b>FTI Consulting, Inc.</b>		
6.00%, 11/15/22	1,090	1,087,275
<b>Iron Mountain, Inc.</b>		
6.00%, 8/15/23	2,800	2,793,000
<b>National CineMedia, LLC</b>		
7.875%, 7/15/21	3,090	3,383,550
6.00%, 4/15/22	3,625	3,715,625
<b>RSC Equipment Rental, Inc./RSC Holdings III, LLC</b>		
10.25%, 11/15/19	1,525	1,730,875
8.25%, 2/1/21	440	490,600
<b>ServiceMaster Co.</b>		
8.00%, 2/15/20	1,175	1,169,125
<b>SSI Investments II, Ltd./SSI Co-Issuer, LLC</b>		
11.125%, 6/1/18	4,605	5,088,525
<b>TransUnion Holding Co., Inc.</b>		
9.625%, 6/15/18	3,925	4,268,437
<b>TransUnion LLC/TransUnion Financing Corp.</b>		
11.375%, 6/15/18	3,880	4,331,050
<b>United Rentals North America, Inc.</b>		
7.375%, 5/15/20	4,375	4,735,937
8.375%, 9/15/20	525	584,063
7.625%, 4/15/22	3,065	3,348,513

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\$ 61,679,527

Security	Principal Amount* (000 s omitted)	Value
<b>Cable and Satellite Television 2.5%</b>		
<b>AMC Networks, Inc.</b>		
7.75%, 7/15/21	1,100	\$ 1,229,250
4.75%, 12/15/22	915	860,100
<b>Cablevision Systems Corp.</b>		
7.75%, 4/15/18	1,055	1,186,875
<b>CCO Holdings, LLC</b>		
6.75%, 11/15/21	2,780	2,988,500
<b>CCO Holdings, LLC/CCO Capital Corp.</b>		
8.125%, 4/30/20	365	398,763
5.25%, 9/30/22	4,295	3,994,350
5.75%, 1/15/24	1,980	1,876,050
<b>Comcast Corp.</b>		
6.95%, 8/15/37	595	750,933
<b>DISH DBS Corp.</b>		
6.75%, 6/1/21	6,195	6,543,469
5.875%, 7/15/22	3,495	3,460,050
<b>Lynx II Corp.</b>		
6.375%, 4/15/23 <sup>(7)</sup>	10,705	10,705,000
<b>Mediacom, LLC/Mediacom Capital Corp.</b>		
9.125%, 8/15/19	785	861,537
<b>Time Warner Cable, Inc.</b>		
8.75%, 2/14/19	1,055	1,242,837
8.25%, 4/1/19	750	869,368
<b>Time Warner, Inc.</b>		
4.90%, 6/15/42	500	469,383
<b>Unitymedia Hessen GmbH &amp; Co. KG/Unitymedia NRW GmbH</b>		
5.50%, 1/15/23 <sup>(7)</sup>	4,295	4,090,987
<b>UPCB Finance V, Ltd.</b>		
7.25%, 11/15/21 <sup>(7)</sup>	3,055	3,345,225
<b>UPCB Finance VI, Ltd.</b>		
6.875%, 1/15/22 <sup>(7)</sup>	2,025	2,156,625
		<b>\$ 47,029,302</b>
<b>Chemicals and Plastics 1.0%</b>		
<b>Celanese US Holdings, LLC</b>		
6.625%, 10/15/18	880	\$ 954,800
5.875%, 6/15/21	940	987,000
<b>CF Industries, Inc.</b>		
7.125%, 5/1/20	650	763,282
<b>Chemtura Corp.</b>		
5.75%, 7/15/21	755	756,887

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Chemicals and Plastics (continued)</b>		
<b>Ineos Finance PLC</b>		
7.25%, 2/15/19 <sup>(7)(9)</sup>	EUR 1,000	\$ 1,440,786
8.375%, 2/15/19 <sup>(7)</sup>	3,700	4,093,125
7.50%, 5/1/20 <sup>(7)</sup>	850	915,875
<b>Kraton Polymers, LLC</b>		
6.75%, 3/1/19	940	972,900
<b>Milacron, LLC/Mcron Finance Corp.</b>		
7.75%, 2/15/21 <sup>(5)(7)</sup>	525	544,687
<b>Polymer Group, Inc.</b>		
7.75%, 2/1/19	320	343,600
<b>Scotts Miracle-Gro Co. (The)</b>		
6.625%, 12/15/20	335	357,613
<b>Tronox Finance, LLC</b>		
6.375%, 8/15/20	4,170	4,149,150
<b>Tyco Electronics Group SA</b>		
4.875%, 1/15/21	750	789,286
<b>US Coatings Acquisition, Inc./Flash Dutch 2 BV</b>		
7.375%, 5/1/21 <sup>(7)</sup>	2,810	2,950,500
		<b>\$ 20,019,491</b>
<b>Clothing / Textiles 0.4%</b>		
<b>Levi Strauss &amp; Co.</b>		
6.875%, 5/1/22	1,190	\$ 1,267,350
<b>Phillips-Van Heusen Corp.</b>		
7.75%, 11/15/23 <sup>(2)</sup>	3,740	4,472,976
<b>Quiksilver, Inc./QS Wholesale, Inc.</b>		
7.875%, 8/1/18 <sup>(7)</sup>	320	335,200
10.00%, 8/1/20 <sup>(7)</sup>	215	227,363
<b>SIWF Merger Sub, Inc.</b>		
6.25%, 6/1/21 <sup>(7)</sup>	1,015	997,237
		<b>\$ 7,300,126</b>
<b>Commercial Services 0.1%</b>		
<b>Cielo SA/Cielo USA, Inc.</b>		
3.75%, 11/16/22 <sup>(7)</sup>	960	\$ 828,000
<b>Verisk Analytics, Inc.</b>		
4.125%, 9/12/22	960	950,652

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\$ 1,778,652

Conglomerates 0.5%

**Amsted Industries, Inc.**

8.125%, 3/15/18<sup>(7)</sup>

3,220 \$ 3,429,300  
Principal  
Amount\*  
(000 s omitted) Value

Security

Conglomerates (continued)

**Belden, Inc.**

5.50%, 9/1/22<sup>(7)</sup>

1,080 \$ 1,047,600

**Harbinger Group, Inc.**

7.875%, 7/15/19<sup>(7)</sup>

915 951,600

**Spectrum Brands Escrow Corp.**

6.375%, 11/15/20<sup>(7)</sup>

1,100 1,149,500

6.625%, 11/15/22<sup>(7)</sup>

1,600 1,664,000

**Spectrum Brands, Inc.**

6.75%, 3/15/20

1,645 1,756,038

\$ 9,998,038

Containers and Glass Products 1.2%

**Ardagh Packaging Finance PLC/Ardagh MP Holdings USA, Inc.**

7.00%, 11/15/20<sup>(7)</sup>

4,445 \$ 4,289,425

**BOE Merger Corp.**

9.50%, 11/1/17<sup>(5)(7)</sup>

545 569,525

**BWAY Holding Co.**

10.00%, 6/15/18

620 678,900

**Crown Americas, LLC/Crown Americas Capital Corp. IV**

4.50%, 1/15/23<sup>(7)</sup>

2,295 2,111,400

**Reynolds Group Holdings, Inc.**

7.125%, 4/15/19

2,665 2,844,887

7.875%, 8/15/19

1,225 1,353,625

9.875%, 8/15/19

4,370 4,763,300

**Sealed Air Corp.**

8.375%, 9/15/21<sup>(7)</sup>

5,630 6,404,125

\$ 23,015,187

Cosmetics / Toiletries 0.3%

**Party City Holdings, Inc.**

8.875%, 8/1/20<sup>(7)</sup>

2,735 \$ 2,953,800

**Sun Products Corp. (The)**

7.75%, 3/15/21<sup>(7)</sup>

2,075 1,919,375

\$ 4,873,175

Diversified Financial Services 1.1%

**Denali Borrower, LLC/Denali Finance Corp.**

5.625%, 10/15/20<sup>(7)</sup>

3,460 \$ 3,377,825

**Discover Financial Services**

3.85%, 11/21/22

270 258,197

**General Electric Capital Corp.**

2.95%, 5/9/16

250 261,553

5.30%, 2/11/21

2,850 3,105,386

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Diversified Financial Services (continued)</b>		
<b>Goldman Sachs Group, Inc. (The)</b>		
6.00%, 6/15/20	875	\$ 995,251
5.95%, 1/15/27	1,000	1,056,749
<b>Jefferies Group, Inc.</b>		
8.50%, 7/15/19	1,025	1,246,233
<b>KION Finance SA</b>		
4.725%, 2/15/20 <sup>(7)(9)</sup>	EUR 1,575	2,157,374
<b>SLM Corp.</b>		
5.50%, 1/15/19	5,390	5,344,708
8.00%, 3/25/20	3,150	3,413,812
7.25%, 1/25/22	430	439,675
		<b>\$ 21,656,763</b>
<b>Diversified Manufacturing Operations 0.1%</b>		
<b>Hutchison Whampoa International, Ltd.</b>		
6.25%, 1/24/14 <sup>(7)</sup>	500	\$ 508,552
7.45%, 11/24/33 <sup>(7)</sup>	400	513,560
		<b>\$ 1,022,112</b>
<b>Drugs 0.8%</b>		
<b>Cardinal Health, Inc.</b>		
4.625%, 12/15/20	1,250	\$ 1,338,201
<b>Endo Pharmaceuticals Holdings, Inc.</b>		
7.00%, 7/15/19	1,260	1,304,100
7.00%, 12/15/20	1,145	1,179,350
7.25%, 1/15/22	185	191,475
<b>Pharmaceutical Product Development, Inc.</b>		
9.50%, 12/1/19 <sup>(7)</sup>	5,050	5,700,188
<b>VPII Escrow Corp.</b>		
7.50%, 7/15/21 <sup>(7)</sup>	2,170	2,349,025
<b>Warner Chilcott Co., LLC</b>		
7.75%, 9/15/18	3,720	4,064,100
		<b>\$ 16,126,439</b>

Ecological Services and Equipment 0.2%

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<b>Clean Harbors, Inc.</b>			
5.25%, 8/1/20	1,095	\$	1,089,525
5.125%, 6/1/21	900		874,125
<b>Covanta Holding Corp.</b>			
6.375%, 10/1/22	2,085		2,146,881
	<b>Principal</b>		
	<b>Amount*</b>		
<b>Security</b>	<b>(000 s omitted)</b>		<b>Value</b>
<b>Ecological Services and Equipment (continued)</b>			
<b>Environmental Systems Product Holdings, Inc.</b>			
16.00%, 3/31/15 <sup>(2)(7)</sup>	212	\$	179,494
			<b>\$ 4,290,025</b>
<b>Electronics / Electrical 1.4%</b>			
<b>Agilent Technologies, Inc.</b>			
6.50%, 11/1/17	1,025	\$	1,199,923
<b>Alcatel-Lucent USA, Inc.</b>			
8.875%, 1/1/20 <sup>(7)</sup>	4,245		4,499,700
<b>BMC Software Finance, Inc.</b>			
8.125%, 7/15/21 <sup>(7)</sup>	2,955		3,080,587
<b>Comision Federal de Electricidad</b>			
4.875%, 5/26/21 <sup>(7)</sup>	1,100		1,133,000
<b>CommScope Holding Co., Inc.</b>			
6.625%, 6/1/20 <sup>(5)(7)</sup>	1,615		1,615,000
<b>Energizer Holdings, Inc.</b>			
4.70%, 5/19/21	860		885,695
<b>Entergy Corp.</b>			
3.625%, 9/15/15	2,390		2,478,062
<b>Exelon Corp.</b>			
5.625%, 6/15/35	400		402,317
<b>Hewlett-Packard Co.</b>			
3.75%, 12/1/20	1,000		973,776
<b>Infor US, Inc.</b>			
9.375%, 4/1/19	1,965		2,205,712
<b>Midamerican Funding, LLC</b>			
6.927%, 3/1/29	345		425,847
<b>NeuStar, Inc.</b>			
4.50%, 1/15/23	695		627,238
<b>Nuance Communications, Inc.</b>			
5.375%, 8/15/20 <sup>(7)</sup>	885		840,750
<b>NXP BV/NXP Funding, LLC</b>			
5.75%, 2/15/21 <sup>(7)</sup>	1,105		1,127,100
<b>PPL Energy Supply, LLC</b>			
6.50%, 5/1/18	1,500		1,698,278
<b>Seagate HDD Cayman</b>			
7.00%, 11/1/21	3,340		3,724,100
<b>South Carolina Electric &amp; Gas Co.</b>			
6.05%, 1/15/38	350		409,637
			<b>\$ 27,326,722</b>
<b>Equipment Leasing 0.9%</b>			
<b>AWAS Aviation Capital, Ltd.</b>			
7.00%, 10/17/16 <sup>(7)</sup>	4,157	\$	4,302,702

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Equipment Leasing (continued)</b>		
<b>International Lease Finance Corp.</b>		
8.625%, 9/15/15	3,650	\$ 4,042,375
8.75%, 3/15/17	1,525	1,757,563
6.25%, 5/15/19	1,025	1,081,375
8.25%, 12/15/20	3,275	3,741,687
8.625%, 1/15/22	2,615	3,026,862
		<b>\$ 17,952,564</b>
<b>Financial Intermediaries 2.5%</b>		
<b>Ally Financial, Inc.</b>		
2.46%, 12/1/14 <sup>(9)</sup>	765	\$ 765,216
3.50%, 7/18/16	6,170	6,247,125
5.50%, 2/15/17	5,000	5,268,225
6.25%, 12/1/17	3,295	3,536,487
8.00%, 11/1/31	2,450	2,768,500
<b>CIT Group, Inc.</b>		
4.75%, 2/15/15 <sup>(7)</sup>	8,135	8,440,062
5.25%, 3/15/18	645	678,863
5.00%, 8/15/22	405	397,618
<b>First Data Corp.</b>		
7.375%, 6/15/19 <sup>(7)</sup>	3,105	3,283,537
6.75%, 11/1/20 <sup>(7)</sup>	5,415	5,631,600
11.25%, 1/15/21 <sup>(7)</sup>	1,925	2,021,250
10.625%, 6/15/21 <sup>(7)</sup>	1,925	1,963,500
<b>Ford Motor Credit Co., LLC</b>		
12.00%, 5/15/15	3,380	3,974,126
5.875%, 8/2/21	1,205	1,342,102
<b>General Motors Financial Co., Inc.</b>		
6.75%, 6/1/18	1,365	1,518,563
<b>Janus Capital Group, Inc.</b>		
6.70%, 6/15/17	100	111,857
<b>XLIT, Ltd.</b>		
5.75%, 10/1/21	600	684,595
		<b>\$ 48,633,226</b>
<b>Food Products 1.0%</b>		
<b>ASG Consolidated, LLC/ASG Finance, Inc.</b>		
10.75%, 5/15/16 <sup>(7)</sup>	2,015	\$ 2,105,675

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15.00%, 5/15/17 <sup>(5)(7)</sup>	2,701	2,609,101
<b>B&amp;G Foods, Inc.</b>		
4.625%, 6/1/21	745	713,337
<b>Bunge, Ltd. Finance Corp.</b>		
8.50%, 6/15/19	1,000	1,246,900
	<b>Principal</b>	
	<b>Amount*</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Food Products (continued)</b>		
<b>ConAgra Foods, Inc.</b>		
6.625%, 8/15/39 <sup>(7)</sup>	940	\$ 1,092,450
<b>Corn Products International, Inc.</b>		
6.625%, 4/15/37	325	370,216
<b>Hawk Acquisition Sub, Inc.</b>		
4.25%, 10/15/20 <sup>(7)</sup>	2,625	2,510,156
<b>Kraft Foods, Inc.</b>		
5.375%, 2/10/20	1,200	1,357,253
<b>Michael Foods Group, Inc.</b>		
9.75%, 7/15/18	4,360	4,790,550
<b>Michael Foods Holding, Inc.</b>		
8.50%, 7/15/18 <sup>(5)(7)</sup>	1,380	1,435,200
<b>Post Holdings, Inc.</b>		
7.375%, 2/15/22 <sup>(7)</sup>	425	448,906
		<b>\$ 18,679,744</b>
<b>Food Service 0.4%</b>		
<b>Aramark Corp.</b>		
5.75%, 3/15/20 <sup>(7)</sup>	1,005	\$ 1,020,075
<b>Delhaize Group SA</b>		
4.125%, 4/10/19	460	480,428
<b>NPC International, Inc.</b>		
10.50%, 1/15/20	4,405	5,043,725
<b>Pinnacle Operating Corp.</b>		
9.00%, 11/15/20 <sup>(7)</sup>	1,345	1,380,306
		<b>\$ 7,924,534</b>
<b>Food / Drug Retailers 0.1%</b>		
<b>Pantry, Inc.</b>		
8.375%, 8/1/20	1,635	\$ 1,733,100
		<b>\$ 1,733,100</b>
<b>Forest Products 0.3%</b>		
<b>Boise Paper Holdings, LLC/Boise Co-Issuer Co.</b>		
9.00%, 11/1/17	370	\$ 389,980
8.00%, 4/1/20	605	686,675
<b>Domtar Corp.</b>		
10.75%, 6/1/17	2,995	3,763,029
		<b>\$ 4,839,684</b>
<b>Health Care 4.1%</b>		
<b>Accellent, Inc.</b>		
8.375%, 2/1/17	3,655	\$ 3,824,044



## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Health Care (continued)</b>		
<b>Air Medical Group Holdings, Inc.</b> 9.25%, 11/1/18	1,787	\$ 1,929,960
<b>Alere, Inc.</b> 8.625%, 10/1/18	1,310	1,418,075
6.50%, 6/15/20	1,055	1,051,044
<b>Amsurg Corp.</b> 5.625%, 11/30/20	645	648,225
<b>Bausch &amp; Lomb, Inc.</b> 9.875%, 11/1/15	1,141	1,149,558
<b>Biomet, Inc.</b> 6.50%, 8/1/20	1,245	1,291,688
<b>Community Health Systems, Inc.</b> 5.125%, 8/15/18	4,830	4,926,600
7.125%, 7/15/20	2,785	2,816,331
<b>ConvaTec Finance International SA</b> 8.25%, 1/15/19 <sup>(5)(7)</sup>	5,205	5,218,012
<b>ConvaTec Healthcare E SA</b> 10.50%, 12/15/18 <sup>(7)</sup>	2,235	2,536,725
<b>Emergency Medical Services Corp.</b> 8.125%, 6/1/19	1,255	1,361,675
<b>Fresenius Medical Care US Finance II, Inc.</b> 5.625%, 7/31/19 <sup>(7)</sup>	1,640	1,717,900
5.875%, 1/31/22 <sup>(7)</sup>	1,365	1,405,950
<b>Fresenius US Finance II, Inc.</b> 9.00%, 7/15/15 <sup>(7)</sup>	1,400	1,561,000
<b>HCA Holdings, Inc.</b> 6.25%, 2/15/21	1,710	1,742,063
<b>HCA, Inc.</b> 6.50%, 2/15/20	3,565	3,872,481
7.50%, 2/15/22	2,930	3,223,000
4.75%, 5/1/23	1,125	1,061,719
<b>Hologic, Inc.</b> 6.25%, 8/1/20	5,990	6,267,037
<b>Kinetic Concepts, Inc./KCI USA, Inc.</b> 10.50%, 11/1/18	3,115	3,453,756
<b>MPH Intermediate Holding Co. 2</b> 8.375%, 8/1/18 <sup>(5)(7)</sup>	5,355	5,505,609
<b>MultiPlan, Inc.</b> 9.875%, 9/1/18 <sup>(7)</sup>	4,060	4,506,600
<b>Mylan Inc.</b> 3.125%, 1/15/23 <sup>(7)</sup>	1,000	911,750
<b>Physio-Control International, Inc.</b> 9.875%, 1/15/19 <sup>(7)</sup>	1,496	1,683,000

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ResCare, Inc. 10.75%, 1/15/19	1,740	1,953,150
Security	<b>Principal Amount*</b>	<b>Value</b>
	<b>(000 s omitted)</b>	
<b>Health Care (continued)</b>		
<b>STHI Holding Corp.</b> 8.00%, 3/15/18 <sup>(7)</sup>	1,375	\$ 1,488,438
<b>Teleflex, Inc.</b> 6.875%, 6/1/19	540	572,400
<b>Tenet Healthcare Corp.</b> 6.00%, 10/1/20 <sup>(7)</sup>	1,795	1,838,753
8.125%, 4/1/22 <sup>(7)</sup>	3,570	3,735,112
<b>United Surgical Partners International, Inc.</b> 9.00%, 4/1/20	1,880	2,072,700
<b>VWR Funding, Inc.</b> 7.25%, 9/15/17	1,580	1,674,800
		<b>\$ 78,419,155</b>
<b>Home Furnishings 0.3%</b>		
<b>Libbey Glass, Inc.</b> 6.875%, 5/15/20	1,413	\$ 1,511,910
<b>Tempur Sealy International, Inc.</b> 6.875%, 12/15/20	3,125	3,281,250
		<b>\$ 4,793,160</b>
<b>Homebuilders / Real Estate 0.1%</b>		
<b>BC Mountain, LLC/BC Mountain Finance, Inc.</b> 7.00%, 2/1/21 <sup>(7)</sup>	1,900	\$ 1,895,250
		<b>\$ 1,895,250</b>
<b>Industrial Equipment 0.2%</b>		
<b>Erikson Air-Crane, Inc., Promissory Note</b> 6.00%, 11/2/20 <sup>(2)(10)</sup>	85	\$ 60,895
<b>Kennametal, Inc.</b> 3.875%, 2/15/22	970	940,135
<b>Manitowoc Co., Inc. (The)</b> 9.50%, 2/15/18	800	862,000
<b>Silver II Borrower/Silver II US Holdings, LLC</b> 7.75%, 12/15/20 <sup>(7)</sup>	1,945	2,008,213
		<b>\$ 3,871,243</b>
<b>Insurance 0.7%</b>		
<b>A-S Co-Issuer Subsidiary, Inc./A-S Merger Sub, LLC</b> 7.875%, 12/15/20 <sup>(7)</sup>	1,295	\$ 1,327,375
<b>Aflac, Inc.</b> 6.45%, 8/15/40	490	583,882

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Insurance (continued)</b>		
<b>American International Group, Inc.</b>		
4.875%, 9/15/16	1,000	\$ 1,096,394
5.60%, 10/18/16	600	671,080
6.25%, 5/1/36	500	574,871
<b>Genworth Financial, Inc.</b>		
7.625%, 9/24/21	990	1,172,283
<b>Hub International, Ltd.</b>		
8.125%, 10/15/18 <sup>(7)</sup>	1,530	1,711,687
<b>ING US, Inc.</b>		
2.90%, 2/15/18	1,190	1,196,311
5.70%, 7/15/43 <sup>(7)</sup>	200	199,193
<b>Onex USI Acquisition Corp.</b>		
7.75%, 1/15/21 <sup>(7)</sup>	3,115	3,130,575
<b>PartnerRe Finance B, LLC</b>		
5.50%, 6/1/20	800	877,515
<b>Principal Financial Group, Inc.</b>		
6.05%, 10/15/36	340	393,215
<b>QBE Insurance Group, Ltd.</b>		
9.75%, 3/14/14 <sup>(7)</sup>	1,235	1,280,353
		<b>\$ 14,214,734</b>
<b>Internet Software &amp; Services 0.0%</b>		
<b>VeriSign, Inc.</b>		
4.625%, 5/1/23 <sup>(7)</sup>	550	\$ 519,750
		<b>\$ 519,750</b>
<b>Leisure Goods / Activities / Movies 1.1%</b>		
<b>Activision Blizzard, Inc.</b>		
6.125%, 9/15/23 <sup>(7)</sup>	1,190	\$ 1,198,925
<b>AMC Entertainment, Inc.</b>		
8.75%, 6/1/19	1,145	1,236,600
<b>Cinemark USA, Inc.</b>		
7.375%, 6/15/21	685	743,225
<b>MISA Investments, Ltd.</b>		
8.625%, 8/15/18 <sup>(5)(7)</sup>	1,670	1,686,700
<b>NCL Corp., Ltd.</b>		
5.00%, 2/15/18 <sup>(7)</sup>	1,445	1,448,612
<b>Regal Cinemas Corp.</b>		

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8.625%, 7/15/19	220	239,800
<b>Regal Entertainment Group</b>		
9.125%, 8/15/18	508	563,880
5.75%, 2/1/25	745	690,988
	<b>Principal</b>	
	<b>Amount*</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
<i>Leisure Goods / Activities / Movies (continued)</i>		
<b>Royal Caribbean Cruises</b>		
6.875%, 12/1/13	1,400	\$ 1,415,750
11.875%, 7/15/15	530	624,075
7.25%, 6/15/16	660	740,850
7.25%, 3/15/18	1,680	1,902,600
<b>Seven Seas Cruises, S. de R.L.</b>		
9.125%, 5/15/19	3,285	3,597,075
<b>Viking Cruises, Ltd.</b>		
8.50%, 10/15/22 <sup>(7)</sup>	435	483,938
<b>WMG Acquisition Corp.</b>		
11.50%, 10/1/18	3,755	4,346,412
		<b>\$ 20,919,430</b>
<i>Lodging and Casinos 2.7%</i>		
<b>Buffalo Thunder Development Authority</b>		
9.375%, 12/15/14 <sup>(7)(11)</sup>	4,300	\$ 1,569,500
<b>Caesars Entertainment Operating Co., Inc.</b>		
5.625%, 6/1/15	6,875	6,256,250
11.25%, 6/1/17	4,615	4,695,762
8.50%, 2/15/20	6,150	5,677,219
<b>Hilton Worldwide Finance, LLC/Hilton Worldwide Finance Corp.</b>		
5.625%, 10/15/21 <sup>(7)</sup>	5,805	5,830,397
<b>Inn of the Mountain Gods Resort &amp; Casino</b>		
8.75%, 11/30/20 <sup>(7)</sup>	654	654,000
<b>MGM Resorts International</b>		
5.875%, 2/27/14	2,280	2,334,150
6.625%, 12/15/21	3,290	3,409,263
7.75%, 3/15/22	3,970	4,322,337
<b>Mohegan Tribal Gaming Authority</b>		
11.00%, 9/15/18 <sup>(7)</sup>	1,560	1,556,100
<b>Playa Resorts Holding B.V.</b>		
8.00%, 8/15/20 <sup>(7)</sup>	1,110	1,176,600
<b>Station Casinos, LLC</b>		
7.50%, 3/1/21	2,535	2,693,438
<b>Studio City Finance, Ltd.</b>		
8.50%, 12/1/20 <sup>(7)</sup>	4,685	5,165,212
<b>SugarHouse HSP Gaming Prop Mezz, LP/SugarHouse HSP Gaming Finance Corp.</b>		
6.375%, 6/1/21 <sup>(7)</sup>	530	508,800
<b>Tunica-Biloxi Gaming Authority</b>		
9.00%, 11/15/15 <sup>(7)</sup>	3,565	3,261,975
<b>Waterford Gaming, LLC</b>		
8.625%, 9/15/14 <sup>(2)(7)</sup>	2,724	1,279,957

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Lodging and Casinos (continued)</b>		
<b>Wynn Las Vegas, LLC/Wynn Las Vegas Capital Corp.</b> 7.75%, 8/15/20	1,945	\$ 2,192,988
		<b>\$ 52,583,948</b>
<b>Mining, Steel, Iron and Nonprecious Metals 0.5%</b>		
<b>ArcelorMittal</b> 6.75%, 2/25/22	4,000	\$ 4,230,000
<b>Eldorado Gold Corp.</b> 6.125%, 12/15/20 <sup>(7)</sup>	3,315	3,215,550
<b>Inmet Mining Corp.</b> 8.75%, 6/1/20 <sup>(7)</sup>	1,010	1,085,750
7.50%, 6/1/21 <sup>(7)</sup>	1,370	1,411,100
		<b>\$ 9,942,400</b>
<b>Nonferrous Metals / Minerals 1.1%</b>		
<b>Barrick International Barbados Corp.</b> 6.35%, 10/15/36 <sup>(7)</sup>	750	\$ 652,547
<b>FMG Resources (August 2006) Pty, Ltd.</b> 7.00%, 11/1/15 <sup>(7)</sup>	7,525	7,778,969
<b>New Gold, Inc.</b> 7.00%, 4/15/20 <sup>(7)</sup>	950	983,250
6.25%, 11/15/22 <sup>(7)</sup>	1,535	1,500,462
<b>Novelis, Inc.</b> 8.375%, 12/15/17	1,565	1,684,331
8.75%, 12/15/20	3,010	3,318,525
<b>Quadra FNX Mining, Ltd.</b> 7.75%, 6/15/19 <sup>(7)</sup>	3,730	3,869,875
<b>Teck Resources, Ltd.</b> 4.75%, 1/15/22	900	905,036
<b>Vale, Inc.</b> 5.70%, 10/15/15	500	530,544
6.875%, 11/21/36	500	509,540
		<b>\$ 21,733,079</b>

Oil and Gas 7.4%

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<b>AmeriGas Finance LLC/AmeriGas Finance Corp.</b>		
6.75%, 5/20/20	1,245	\$ 1,329,038
7.00%, 5/20/22	4,620	4,827,900
<b>AmeriGas Partners LP/AmeriGas Finance Corp.</b>		
6.25%, 8/20/19	1,570	1,632,800
<b>Anadarko Finance Co.</b>		
7.50%, 5/1/31	465	581,158
	<b>Principal</b>	
	<b>Amount*</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Oil and Gas (continued)</b>		
<b>Antero Resources Finance Corp.</b>		
6.00%, 12/1/20	300	\$ 304,500
<b>Atlas Energy Holdings Operating Co., LLC</b>		
7.75%, 1/15/21 <sup>(7)</sup>	780	729,300
<b>Atlas Pipeline Partners, LP</b>		
4.75%, 11/15/21 <sup>(7)</sup>	820	745,175
<b>Atwood Oceanics, Inc.</b>		
6.50%, 2/1/20	1,305	1,373,512
<b>Berry Petroleum Co.</b>		
6.375%, 9/15/22	3,215	3,247,150
<b>Bonanza Creek Energy, Inc.</b>		
6.75%, 4/15/21	2,010	2,040,150
<b>Bristow Group, Inc.</b>		
6.25%, 10/15/22	1,000	1,043,750
<b>Calfrac Holdings, LP</b>		
7.50%, 12/1/20 <sup>(7)</sup>	955	966,938
<b>Cameron International Corp.</b>		
7.00%, 7/15/38	700	868,900
<b>Chesapeake Energy Corp.</b>		
6.125%, 2/15/21	1,825	1,902,562
5.75%, 3/15/23	4,450	4,483,375
<b>Chesapeake Oilfield Operating, LLC/Chesapeake Oilfield Finance, Inc.</b>		
6.625%, 11/15/19	1,100	1,124,750
<b>Concho Resources, Inc.</b>		
7.00%, 1/15/21	1,800	1,980,000
6.50%, 1/15/22	685	738,088
5.50%, 4/1/23	2,550	2,530,875
<b>Continental Resources, Inc.</b>		
7.125%, 4/1/21	1,535	1,723,037
5.00%, 9/15/22	5,085	5,142,206
4.50%, 4/15/23	1,015	1,001,044
<b>CrownRock, LP/CrownRock Finance, Inc.</b>		
7.125%, 4/15/21 <sup>(7)</sup>	2,045	2,014,325
<b>CVR Refining, LLC/Coffeyville Finance, Inc.</b>		
6.50%, 11/1/22	5,000	4,881,250
<b>Denbury Resources, Inc.</b>		
8.25%, 2/15/20	1,674	1,845,585
<b>Energy Transfer Equity, L.P.</b>		
7.50%, 10/15/20	3,185	3,423,875
<b>Energy Transfer Partners, L.P.</b>		
3.60%, 2/1/23	600	560,216
<b>EnSCO PLC</b>		
4.70%, 3/15/21	450	478,554

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Oil and Gas (continued)</b>		
<b>EP Energy, LLC/EP Energy Finance, Inc.</b> 9.375%, 5/1/20	3,055	\$ 3,452,150
<b>EP Energy, LLC/Everest Acquisition Finance, Inc.</b> 6.875%, 5/1/19	4,180	4,483,050
7.75%, 9/1/22	815	888,350
<b>Frontier Oil Corp.</b> 6.875%, 11/15/18	610	658,800
<b>FTS International Services, LLC/FTS International Bonds, Inc.</b> 8.125%, 11/15/18 <sup>(7)</sup>	3,769	4,108,210
<b>Harvest Operations Corp.</b> 6.875%, 10/1/17	920	989,000
<b>Holly Energy Partners, LP/Holly Energy Finance Corp.</b> 6.50%, 3/1/20	615	636,525
<b>Kodiak Oil &amp; Gas Corp.</b> 8.125%, 12/1/19	8,630	9,471,425
5.50%, 1/15/21 <sup>(7)</sup>	375	370,313
<b>Laredo Petroleum, Inc.</b> 7.375%, 5/1/22	5,880	6,262,200
<b>MEG Energy Corp.</b> 6.375%, 1/30/23 <sup>(7)</sup>	2,210	2,176,850
<b>Murphy Oil USA, Inc.</b> 6.00%, 8/15/23 <sup>(7)</sup>	4,165	4,165,000
<b>Oasis Petroleum, Inc.</b> 6.50%, 11/1/21	955	1,012,300
6.875%, 3/15/22 <sup>(7)</sup>	2,805	2,966,287
6.875%, 1/15/23	3,030	3,226,950
<b>Oil States International, Inc.</b> 6.50%, 6/1/19	2,685	2,859,525
<b>Pacific Drilling SA</b> 5.375%, 6/1/20 <sup>(7)</sup>	1,115	1,089,913
<b>PBF Holding Co., LLC/PBF Finance Corp.</b> 8.25%, 2/15/20	1,770	1,840,800
<b>Petrobras International Finance Co.</b> 6.875%, 1/20/40	900	893,004
<b>Precision Drilling Corp.</b> 6.625%, 11/15/20	1,150	1,221,875
6.50%, 12/15/21	2,390	2,509,500
<b>Range Resources Corp.</b> 6.75%, 8/1/20	1,815	1,964,737
<b>Rockies Express Pipeline, LLC</b> 3.90%, 4/15/15 <sup>(7)</sup>	600	600,000
<b>Security</b>	<b>Principal Amount* (000 s omitted)</b>	<b>Value</b>

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Oil and Gas (continued)

<b>Rosetta Resources, Inc.</b>			
9.50%, 4/15/18	1,115	\$	1,206,988
5.625%, 5/1/21	1,715		1,637,825
<b>Rowan Cos., Inc.</b>			
7.875%, 8/1/19	1,000		1,207,103
<b>Sabine Pass Liquefaction, LLC</b>			
5.625%, 2/1/21 <sup>(7)</sup>	3,640		3,580,850
5.625%, 4/15/23 <sup>(7)</sup>	2,055		1,980,506
<b>SandRidge Energy, Inc.</b>			
7.50%, 3/15/21	1,000		1,015,000
8.125%, 10/15/22	100		101,500
<b>SESI, LLC</b>			
6.375%, 5/1/19	3,365		3,575,312
<b>Seven Generations Energy, Ltd.</b>			
8.25%, 5/15/20 <sup>(7)</sup>	2,180		2,261,750
<b>SM Energy Co.</b>			
6.50%, 1/1/23	1,745		1,788,625
<b>Southwestern Energy Co.</b>			
7.50%, 2/1/18	4,200		4,997,236
<b>Tesoro Corp.</b>			
4.25%, 10/1/17	1,000		1,030,000
<b>Transocean, Inc.</b>			
4.95%, 11/15/15	400		429,371
6.50%, 11/15/20	900		1,006,386
<b>Weatherford International, Ltd./Bermuda</b>			
9.625%, 3/1/19	800		1,008,523
<b>WPX Energy, Inc.</b>			
5.25%, 1/15/17	770		816,200
6.00%, 1/15/22	3,405		3,468,844
			<b>\$ 142,478,796</b>

Publishing 1.2%

<b>Gannett Co., Inc.</b>			
5.125%, 7/15/20 <sup>(7)</sup>	3,290	\$	3,240,650
<b>Laureate Education, Inc.</b>			
9.25%, 9/1/19 <sup>(7)</sup>	13,605		14,761,425
<b>McGraw-Hill Global Education Holdings, LLC/McGraw-Hill Global Education Finance</b>			
9.75%, 4/1/21 <sup>(7)</sup>	3,080		3,280,200
<b>Nielsen Finance, LLC/Nielsen Finance Co.</b>			
4.50%, 10/1/20	960		928,800
			<b>\$ 22,211,075</b>



## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Radio and Television 0.9%</b>		
<b>Clear Channel Communications, Inc.</b> 9.00%, 12/15/19	226	\$ 222,610
11.25%, 3/1/21	1,525	1,582,188
<b>Clear Channel Worldwide Holdings, Inc., Series A</b> 7.625%, 3/15/20	470	484,100
6.50%, 11/15/22	1,100	1,122,000
<b>Clear Channel Worldwide Holdings, Inc., Series B</b> 6.50%, 11/15/22	2,970	3,044,250
<b>Crown Media Holdings, Inc.</b> 10.50%, 7/15/19	940	1,055,150
<b>LBI Media, Inc.</b> 10.00%, 4/15/19 <sup>(7)</sup>	1,830	1,756,800
<b>Sirius XM Radio, Inc.</b> 5.875%, 10/1/20 <sup>(7)</sup>	2,545	2,573,631
<b>Starz, LLC/Starz Finance Corp.</b> 5.00%, 9/15/19	1,470	1,462,650
<b>Univision Communications, Inc.</b> 5.125%, 5/15/23 <sup>(7)</sup>	4,765	4,586,312
		<b>\$ 17,889,691</b>
<b>Real Estate Investment Trusts (REITs) 0.2%</b>		
<b>CubeSmart LP</b> 4.80%, 7/15/22	480	\$ 500,231
<b>Digital Realty Trust, LP</b> 5.875%, 2/1/20	500	550,843
<b>Goodman Funding PTY, Ltd.</b> 6.375%, 4/15/21 <sup>(7)</sup>	560	623,734
<b>Host Hotels &amp; Resorts LP</b> 4.75%, 3/1/23	500	503,446
<b>Mack-Cali Realty LP</b> 3.15%, 5/15/23	500	441,399
<b>RHP Hotel Properties, LP/RHP Finance Corp.</b> 5.00%, 4/15/21 <sup>(7)</sup>	690	650,325
<b>Vornado Realty, LP</b> 5.00%, 1/15/22	500	525,324
		<b>\$ 3,795,302</b>
<b>Retailers (Except Food and Drug) 3.9%</b>		

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<b>Academy, Ltd./Academy Finance Corp.</b> 9.25%, 8/1/19 <sup>(7)</sup>	3,000	\$ 3,360,000
<b>Best Buy Co., Inc.</b> 5.00%, 8/1/18	1,265	1,306,113
	<b>Principal Amount*</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
 <b>Retailers (Except Food and Drug) (continued)</b>		
<b>Burlington Holdings, LLC/Burlington Holding Finance, Inc.</b> 9.00%, 2/15/18 <sup>(5)(7)</sup>	9,740	\$ 10,056,550
<b>Claire s Stores, Inc.</b> 9.00%, 3/15/19 <sup>(7)</sup>	2,950	3,281,875
6.125%, 3/15/20 <sup>(7)</sup>	1,435	1,427,825
<b>Dollar General Corp.</b> 4.125%, 7/15/17	1,000	1,063,877
<b>Express, LLC/Express Finance Corp.</b> 8.75%, 3/1/18	10,414	11,116,945
<b>Gap, Inc. (The)</b> 5.95%, 4/12/21	1,000	1,110,074
<b>Hot Topic, Inc.</b> 9.25%, 6/15/21 <sup>(7)</sup>	3,975	4,104,187
<b>L Brands, Inc.</b> 8.50%, 6/15/19	3,325	3,981,688
6.625%, 4/1/21	6,135	6,664,144
5.625%, 2/15/22	790	813,700
<b>Macy s Retail Holdings, Inc.</b> 6.90%, 4/1/29	650	745,700
<b>Michaels FinCo Holdings, LLC/Michaels FinCo, Inc.</b> 7.50%, 8/1/18 <sup>(5)(7)</sup>	5,095	5,184,162
<b>Michaels Stores, Inc.</b> 11.375%, 11/1/16	834	857,986
7.75%, 11/1/18	835	901,800
<b>New Academy Finance Co., LLC/New Academy Finance Corp.</b> 8.00%, 6/15/18 <sup>(5)(7)</sup>	6,365	6,555,950
<b>Petco Animal Supplies, Inc.</b> 9.25%, 12/1/18 <sup>(7)</sup>	4,475	4,821,812
<b>Petco Holdings, Inc.</b> 8.50%, 10/15/17 <sup>(5)(7)</sup>	2,400	2,448,000
<b>Sally Holdings, LLC/Sally Capital, Inc.</b> 5.75%, 6/1/22	4,750	4,785,625
<b>Total Capital International SA</b> 2.70%, 1/25/23	960	895,989
		<b>\$ 75,484,002</b>
 <b>Software and Services 0.1%</b>		
<b>Healthcare Technology Intermediate, Inc.</b> 7.375%, 9/1/18 <sup>(5)(7)</sup>	2,210	\$ 2,268,013
		<b>\$ 2,268,013</b>

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Steel 0.2%</b>		
<b>AK Steel Corp.</b> 8.75%, 12/1/18	910	\$ 996,450
<b>JMC Steel Group, Inc.</b> 8.25%, 3/15/18 <sup>(7)</sup>	855	829,350
<b>Steel Dynamics, Inc.</b> 6.375%, 8/15/22	500	518,750
<b>SunCoke Energy Partners, LP/SunCoke Energy Partners Finance Corp.</b> 7.375%, 2/1/20 <sup>(7)</sup>	480	501,600
<b>SunCoke Energy, Inc.</b> 7.625%, 8/1/19	1,365	1,470,788
		<b>\$ 4,316,938</b>
<b>Surface Transport 0.3%</b>		
<b>CEVA Group PLC</b> 11.625%, 10/1/16 <sup>(7)</sup>	1,060	\$ 1,102,400
8.375%, 12/1/17 <sup>(7)</sup>	2,510	2,541,375
<b>Hertz Corp. (The)</b> 7.50%, 10/15/18	25	27,063
<b>Watco Cos., LLC/Watco Finance Corp.</b> 6.375%, 4/1/23 <sup>(7)</sup>	1,045	1,039,775
		<b>\$ 4,710,613</b>
<b>Technology 0.1%</b>		
<b>International Game Technology</b> 7.50%, 6/15/19	1,170	\$ 1,369,644
<b>Western Union Co. (The)</b> 6.20%, 11/17/36	500	496,443
		<b>\$ 1,866,087</b>
<b>Telecommunications 5.6%</b>		
<b>America Movil SAB de CV</b> 5.00%, 10/16/19	300	\$ 327,751
<b>AT&amp;T, Inc.</b> 5.80%, 2/15/19	1,350	1,557,020
<b>Avaya, Inc.</b>		

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9.00%, 4/1/19 <sup>(7)</sup>		2,515	2,452,125
10.50%, 3/1/21 <sup>(7)</sup>		4,995	4,070,742
<b>Digicel, Ltd.</b>			
8.25%, 9/1/17 <sup>(7)</sup>		5,905	6,148,581
6.00%, 4/15/21 <sup>(7)</sup>		2,310	2,177,175
<b>Equinix, Inc.</b>			
7.00%, 7/15/21		1,340	1,432,125
		<b>Principal</b>	
		<b>Amount*</b>	
<b>Security</b>		<b>(000 s omitted)</b>	<b>Value</b>
<b>Telecommunications (continued)</b>			
<b>Frontier Communications Corp.</b>			
7.625%, 4/15/24		1,540	\$ 1,547,700
<b>Hughes Satellite Systems Corp.</b>			
6.50%, 6/15/19		3,235	3,437,187
<b>Intelsat Jackson Holdings SA</b>			
7.25%, 10/15/20		2,350	2,520,375
<b>Intelsat Luxembourg SA</b>			
7.75%, 6/1/21 <sup>(7)</sup>		4,625	4,804,219
8.125%, 6/1/23 <sup>(7)</sup>		3,540	3,747,975
<b>Koninklijke KPN NV</b>			
7.00% to 3/28/23, 3/28/73 <sup>(7)(8)</sup>		500	503,789
<b>MetroPCS Wireless, Inc.</b>			
6.25%, 4/1/21 <sup>(7)</sup>		1,675	1,689,656
6.625%, 4/1/23 <sup>(7)</sup>		4,690	4,719,312
<b>News America, Inc.</b>			
8.00%, 10/17/16		950	1,131,794
<b>NII International Telecom SCA</b>			
7.875%, 8/15/19 <sup>(7)</sup>		2,090	1,907,125
<b>SBA Telecommunications, Inc.</b>			
8.25%, 8/15/19		640	694,400
5.75%, 7/15/20		1,985	1,980,038
<b>Softbank Corp.</b>			
4.50%, 4/15/20 <sup>(7)</sup>		4,995	4,801,444
<b>Sprint Capital Corp.</b>			
8.75%, 3/15/32		1,365	1,394,006
<b>Sprint Corp.</b>			
7.25%, 9/15/21 <sup>(7)</sup>		2,475	2,505,937
7.875%, 9/15/23 <sup>(7)</sup>		5,770	5,899,825
<b>Sprint Nextel Corp.</b>			
6.00%, 12/1/16		5,935	6,305,937
9.125%, 3/1/17		1,225	1,414,875
9.00%, 11/15/18 <sup>(7)</sup>		7,585	8,912,375
7.00%, 8/15/20		4,810	4,918,225
6.00%, 11/15/22		4,755	4,398,375
<b>T-Mobile USA, Inc.</b>			
5.25%, 9/1/18 <sup>(7)</sup>		4,725	4,825,406
<b>Telefonica Emisiones SAU</b>			
5.877%, 7/15/19		600	651,533
7.045%, 6/20/36		400	426,511
<b>Verizon Communications, Inc.</b>			
4.50%, 9/15/20		2,499	2,661,960
<b>Wind Acquisition Finance SA</b>			
5.476%, 4/30/19 <sup>(7)(9)</sup>	EUR	600	823,886
<b>Wind Acquisition Holdings Finance SA</b>			
12.25%, 7/15/17 <sup>(5)(7)</sup>		3,904	3,773,455

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Telecommunications (continued)</b>		
<b>Windstream Corp.</b>		
8.125%, 9/1/18	2,490	\$ 2,689,200
7.75%, 10/1/21	675	700,313
7.75%, 10/1/21 <sup>(7)</sup>	780	809,250
7.50%, 6/1/22	1,870	1,874,675
6.375%, 8/1/23	180	165,600
		<b>\$ 106,801,877</b>
<b>Utilities 0.9%</b>		
<b>AES Corporation</b>		
4.875%, 5/15/23	1,020	\$ 958,800
<b>Duke Energy Corp.</b>		
1.625%, 8/15/17	1,000	997,208
<b>Duquesne Light Holdings, Inc.</b>		
5.90%, 12/1/21 <sup>(7)</sup>	850	955,991
<b>Edison Mission Energy</b>		
7.50%, 6/15/13 <sup>(12)</sup>	1,355	894,300
<b>Enel S.p.A.</b>		
8.75% to 9/24/23, 9/24/73 <sup>(7)(8)</sup>	600	612,330
<b>Energy Future Intermediate Holding Co., LLC/EFIH Finance, Inc.</b>		
6.875%, 8/15/17 <sup>(7)</sup>	765	782,212
<b>Exelon Generation Co., LLC</b>		
6.20%, 10/1/17	1,065	1,222,223
<b>Iberdrola Finance Ireland, Ltd.</b>		
5.00%, 9/11/19 <sup>(7)</sup>	1,500	1,592,421
<b>ITC Holdings Corp.</b>		
5.30%, 7/1/43	750	742,414
<b>NRG Energy, Inc.</b>		
8.25%, 9/1/20	3,910	4,310,775
7.875%, 5/15/21	2,015	2,166,125
<b>Progress Energy, Inc.</b>		
6.00%, 12/1/39	450	503,348
<b>Southwestern Electric Power Co.</b>		
6.20%, 3/15/40	565	630,129
		<b>\$ 16,368,276</b>
<b>Total Corporate Bonds &amp; Notes</b> (identified cost \$1,028,737,269)		<b>\$ 1,057,389,550</b>

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Foreign Corporate Bonds 0.1%

	<b>Principal Amount</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
Royal Bank of Scotland Group PLC, 6.10%, 6/10/23	\$ 1,200	\$ 1,213,266
<b>Total Foreign Corporate Bonds</b> (identified cost \$1,200,967)		<b>\$ 1,213,266</b>

Foreign Government Securities 0.1%

	<b>Principal Amount</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
Government of Bermuda 5.603%, 7/20/20 <sup>(7)</sup>	\$ 1,000	\$ 1,076,000
<b>Total Foreign Government Securities</b> (identified cost \$1,100,212)		<b>\$ 1,076,000</b>

Mortgage Pass-Throughs 20.4%

	<b>Principal Amount</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Federal Home Loan Mortgage Corp.:</b>		
5.00%, with various maturities to 2023 <sup>(13)</sup>	\$ 12,609	\$ 13,420,626
5.50%, with various maturities to 2032 <sup>(14)</sup>	4,409	4,775,289
6.00%, with various maturities to 2031 <sup>(13)</sup>	3,379	3,620,105
6.50%, with various maturities to 2032 <sup>(13)</sup>	24,201	26,993,320
7.00%, with various maturities to 2036	17,675	20,160,590
7.13%, with maturity at 2023	292	334,224
7.50%, with various maturities to 2029	11,033	12,828,942
7.65%, with maturity at 2022	369	426,390
7.70%, with maturity at 2022	4	4,470
8.00%, with various maturities to 2030	6,982	8,071,900
8.25%, with maturity at 2020	169	190,424
8.30%, with maturity at 2020	663	761,690
8.50%, with various maturities to 2031	6,100	7,265,044
9.00%, with various maturities to 2031	1,521	1,753,524
9.50%, with various maturities to 2025	1,265	1,448,307
10.00%, with maturity at 2020	157	176,709
10.50%, with maturity at 2020	140	160,974
12.00%, with maturity at 2020	56	58,808
13.00%, with maturity at 2015	5	5,314
		<b>\$ 102,456,650</b>
<b>Federal National Mortgage Association:</b>		
2.399%, with maturity at 2022 <sup>(15)</sup>	\$ 1,312	\$ 1,344,341
2.755%, with maturity at 2036 <sup>(15)</sup>	2,926	3,033,392
4.50%, with maturity at 2042 <sup>(13)</sup>	17,822	19,063,421
5.00%, with various maturities to 2033	19,144	20,448,769



## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Security	Principal Amount (000 s omitted)	Value
<b>Federal National Mortgage Association: (continued)</b>		
5.50%, with various maturities to 2033	\$ 6,170	\$ 6,674,102
5.533%, with maturity at 2037 <sup>(15)</sup>	5,453	5,822,322
6.00%, with various maturities to 2033	11,295	12,455,173
6.322%, with maturity at 2032 <sup>(15)</sup>	8,434	9,312,686
6.50%, with various maturities to 2036 <sup>(13)</sup>	62,236	69,647,385
6.75%, with maturity at 2023	211	242,060
7.00%, with various maturities to 2036	30,242	34,628,971
7.50%, with various maturities to 2035	12,170	14,185,115
8.00%, with various maturities to 2031	4,650	5,444,344
8.163%, with maturity at 2027 <sup>(16)</sup>	1,160	1,352,691
8.25%, with maturity at 2018	11	12,025
8.377%, with maturity at 2029 <sup>(16)</sup>	349	418,289
8.423%, with maturity at 2028 <sup>(16)</sup>	410	476,396
8.488%, with maturity at 2024 <sup>(16)</sup>	54	62,379
8.50%, with various maturities to 2030	5,464	6,461,308
8.615%, with maturity at 2027 <sup>(16)</sup>	388	456,802
9.00%, with various maturities to 2027	6,919	8,203,299
9.075%, with maturity at 2018 <sup>(16)</sup>	180	197,528
9.50%, with various maturities to 2030	1,960	2,314,949
9.68%, with maturity at 2025 <sup>(16)</sup>	321	362,188
9.939%, with maturity at 2019 <sup>(16)</sup>	180	198,492
10.00%, with various maturities to 2020	467	531,261
10.50%, with maturity at 2021	430	498,181
11.50%, with maturity at 2016	36	38,494
		<b>\$ 223,886,363</b>
<b>Government National Mortgage Association:</b>		
6.00%, with maturity at 2024	\$ 1,540	\$ 1,741,441
6.50%, with various maturities to 2032	11,739	13,313,087
7.00%, with various maturities to 2033	7,867	9,210,093
7.50%, with various maturities to 2032	16,564	19,449,255
8.00%, with various maturities to 2034	10,559	12,555,492
8.30%, with maturity at 2020	366	422,918
8.50%, with various maturities to 2022	607	712,695
9.00%, with various maturities to 2026	2,933	3,450,145
9.50%, with various maturities to 2026	4,242	5,056,517
10.00%, with maturity at 2019	220	252,271
		<b>\$ 66,163,914</b>
		<b>\$ 392,506,927</b>



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Total Mortgage Pass-Throughs  
(identified cost \$373,575,247)

Collateralized Mortgage Obligations 6.2%

Security	Principal Amount (000 s omitted)	Value
<b>Federal Home Loan Mortgage Corp.:</b>		
Series 24, Class J, 6.25%, 11/25/23	\$ 864	\$ 962,064
Series 1497, Class K, 7.00%, 4/15/23	830	933,400
Series 1529, Class Z, 7.00%, 6/15/23	1,323	1,487,035
Series 1620, Class Z, 6.00%, 11/15/23	1,077	1,196,626
Series 1677, Class Z, 7.50%, 7/15/23	729	834,856
Series 1702, Class PZ, 6.50%, 3/15/24	9,330	10,411,349
Series 2113, Class QG, 6.00%, 1/15/29	1,799	1,990,811
Series 2122, Class K, 6.00%, 2/15/29	334	375,911
Series 2130, Class K, 6.00%, 3/15/29	226	254,685
Series 2167, Class BZ, 7.00%, 6/15/29	238	271,292
Series 2182, Class ZB, 8.00%, 9/15/29	2,062	2,415,076
Series 2198, Class ZA, 8.50%, 11/15/29	2,666	3,122,082
Series 2245, Class A, 8.00%, 8/15/27	6,509	7,644,740
Series 2458, Class ZB, 7.00%, 6/15/32	2,209	2,526,336
Series 4070, (Interest Only), Class S, 5.918%, 6/15/32 <sup>(17)(18)</sup>	19,753	3,556,171
Series 4110, (Interest Only), Class SA, 5.468%, 9/15/42 <sup>(17)(18)</sup>	16,672	1,980,280
Series 4149, (Interest Only), Class S, 6.068%, 1/15/33 <sup>(17)(18)</sup>	9,322	1,837,051
Series 4203, (Interest Only), Class QS, 6.068%, 5/15/43 <sup>(17)(18)</sup>	6,905	1,405,702
		<b>\$ 43,205,467</b>
<b>Federal National Mortgage Association:</b>		
Series G92-44, Class Z, 8.00%, 7/25/22	\$ 165	\$ 179,726
Series G92-44, Class ZQ, 8.00%, 7/25/22	269	292,444
Series G92-46, Class Z, 7.00%, 8/25/22	555	621,157
Series G92-60, Class Z, 7.00%, 10/25/22	881	977,053
Series G93-35, Class ZQ, 6.50%, 11/25/23	10,708	12,015,170
Series G93-40, Class H, 6.40%, 12/25/23	2,405	2,694,182
Series 1988-14, Class I, 9.20%, 6/25/18	146	162,043
Series 1989-1, Class D, 10.30%, 1/25/19	101	109,714
Series 1989-34, Class Y, 9.85%, 7/25/19	256	292,596
Series 1990-17, Class G, 9.00%, 2/25/20	157	179,119
Series 1990-27, Class Z, 9.00%, 3/25/20	99	114,157
Series 1990-29, Class J, 9.00%, 3/25/20	86	97,980
Series 1990-43, Class Z, 9.50%, 4/25/20	347	400,406
Series 1991-98, Class J, 8.00%, 8/25/21	167	189,694
Series 1992-77, Class ZA, 8.00%, 5/25/22	1,098	1,262,076
Series 1992-103, Class Z, 7.50%, 6/25/22	71	80,242
Series 1992-113, Class Z, 7.50%, 7/25/22	132	150,601
Series 1992-185, Class ZB, 7.00%, 10/25/22	268	300,940
Series 1993-16, Class Z, 7.50%, 2/25/23	697	795,541
Series 1993-22, Class PM, 7.40%, 2/25/23	523	594,922

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Security	Principal Amount (000 s omitted)	Value
<b>Federal National Mortgage Association: (continued)</b>		
Series 1993-25, Class J, 7.50%, 3/25/23	\$ 842	\$ 961,537
Series 1993-30, Class PZ, 7.50%, 3/25/23	1,439	1,627,247
Series 1993-42, Class ZQ, 6.75%, 4/25/23	1,893	2,129,709
Series 1993-56, Class PZ, 7.00%, 5/25/23	293	330,172
Series 1993-156, Class ZB, 7.00%, 9/25/23	338	382,549
Series 1994-45, Class Z, 6.50%, 2/25/24	2,466	2,771,997
Series 1994-89, Class ZQ, 8.00%, 7/25/24	1,495	1,744,323
Series 1996-57, Class Z, 7.00%, 12/25/26	1,427	1,628,095
Series 1997-77, Class Z, 7.00%, 11/18/27	615	702,294
Series 1998-44, Class ZA, 6.50%, 7/20/28	626	713,846
Series 1999-45, Class ZG, 6.50%, 9/25/29	223	251,625
Series 2000-22, Class PN, 6.00%, 7/25/30	1,855	2,062,273
Series 2001-37, Class GA, 8.00%, 7/25/16	204	216,638
Series 2002-1, Class G, 7.00%, 7/25/23	419	471,462
Series 2002-21, Class PE, 6.50%, 4/25/32	1,715	1,906,958
Series 2004-40, (Interest Only), Class KS, 6.871%, 5/25/34 <sup>(17)(18)</sup>	5,736	1,005,059
Series 2005-75, Class CS, 23.485%, 9/25/35 <sup>(17)</sup>	948	1,609,912
Series 2010-124, (Interest Only), Class SJ, 5.871%, 11/25/38 <sup>(17)(18)</sup>	9,932	1,421,290
Series 2011-101, (Interest Only), Class IC, 3.50%, 10/25/26 <sup>(18)</sup>	19,094	2,375,732
Series 2011-101, (Interest Only), Class IE, 3.50%, 10/25/26 <sup>(18)</sup>	10,582	1,284,856
Series 2012-150, (Interest Only), Class SK, 5.971%, 1/25/43 <sup>(17)(18)</sup>	11,540	2,291,074
Series 2013-12, (Interest Only), Class SP, 5.471%, 11/25/41 <sup>(17)(18)</sup>	6,730	1,107,086
Series 2013-15, (Interest Only), Class DS, 6.021%, 3/25/33 <sup>(17)(18)</sup>	24,118	5,037,872
Series 2013-16, (Interest Only), Class SY, 5.971%, 3/25/43 <sup>(17)(18)</sup>	5,301	1,113,619
Series 2013-54, (Interest Only), Class HS, 6.121%, 10/25/41 <sup>(17)(18)</sup>	9,791	1,822,257
Series 2013-64, (Interest Only), Class PS, 6.071%, 4/25/43 <sup>(17)(18)</sup>	9,853	2,004,858
Series 2013-75, (Interest Only), Class SC, 6.071%, 7/25/42 <sup>(17)(18)</sup>	22,646	4,329,111
		<b>\$ 64,813,214</b>
<b>Government National Mortgage Association:</b>		
Series 2002-45, Class PG, 6.00%, 3/17/32	\$ 2,160	\$ 2,308,600
Series 2005-72, Class E, 12.00%, 11/16/15	48	51,129
Series 2012-50, (Principal Only), Class CO, 0.00%, 8/20/40 <sup>(19)</sup>	1,051	880,445
Series 2013-24, Class KS, 5.544%, 2/20/43 <sup>(17)</sup>	4,855	4,727,504

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Series 2013-124, Class LS, 11.92%, 5/20/41 <sup>(17)</sup>	2,716	2,786,246
		<b>\$ 10,753,924</b>

<b>Security</b>	<b>Principal Amount (000 s omitted)</b>	<b>Value</b>
Total Collateralized Mortgage Obligations (identified cost \$114,158,853)		<b>\$ 118,772,605</b>

Commercial Mortgage-Backed Securities 8.9%

<b>Security</b>	<b>Principal Amount (000 s omitted)</b>	<b>Value</b>
A10 Securitization, LLC, Series 2013-1, Class A, 2.40%, 11/15/25 <sup>(7)</sup>	\$ 2,150	\$ 2,143,785
ACRE, Series 2010-ARTA, Class D, 7.443%, 1/14/29 <sup>(7)</sup>	3,000	3,406,567
BACM, Series 2004-1, Class A4, 4.76%, 11/10/39	8,164	8,195,198
BACM, Series 2004-6, Class A5, 4.811%, 12/10/42	820	847,509
BACM, Series 2006-3, Class A4, 5.889%, 7/10/44 <sup>(16)</sup>	2,000	2,198,542
BACM, Series 2006-5, Class AM, 5.448%, 9/10/47	3,000	3,178,762
BSCMS, Series 2002-TOP8, Class C, 5.22%, 8/15/38 <sup>(16)</sup>	2,000	2,031,546
BSCMS, Series 2004-PWR3, Class A4, 4.715%, 2/11/41	654	657,673
BSCMS, Series 2005-PW10, Class A4, 5.405%, 12/11/40 <sup>(16)</sup>	3,352	3,583,804
BSCMS, Series 2005-PWR7, Class A3, 5.116%, 2/11/41 <sup>(16)</sup>	2,361	2,470,261
BSCMS, Series 2006-PW14, Class A4, 5.201%, 12/11/38	610	671,311
CDCMT, Series 2005-CD1, Class AJ, 5.393%, 7/15/44 <sup>(16)</sup>	650	682,980
CDCMT, Series 2006-CD3, Class A5, 5.617%, 10/15/48	1,595	1,751,891
CDCMT, Series 2006-CD3, Class AM, 5.648%, 10/15/48	3,200	3,504,491
CGCMT, Series 2004-C1, Class A4, 5.605%, 4/15/40 <sup>(16)</sup>	2,016	2,046,663
CGCMT, Series 2012-GC8, Class A2, 1.813%, 9/10/45	3,113	3,121,914
COMM, Series 2004-LB2A, Class A4, 4.715%, 3/10/39	4,688	4,704,728
COMM, Series 2006-C7, Class AM, 5.972%, 6/10/46 <sup>(16)</sup>	2,000	2,158,134
COMM, Series 2012-CR2, Class AM, 3.791%, 8/15/45	395	393,598
COMM, Series 2012-CR2, Class D, 5.02%, 8/15/45 <sup>(7)(16)</sup>	1,440	1,392,720
COMM, Series 2012-CR5, Class A4, 2.771%, 12/10/45	470	442,357
COMM, Series 2012-LC4, Class AM, 4.063%, 12/10/44	750	767,973

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Security	Principal Amount (000 s omitted)	Value
COMM, Series 2012-LC4, Class C, 5.824%, 12/10/44 <sup>(16)</sup>	\$ 600	\$ 636,031
COMM, Series 2013-CR9, Class D, 4.404%, 7/10/45 <sup>(7)(16)</sup>	3,000	2,516,162
COMM, Series 2013-CR10, Class D, 4.959%, 8/10/46 <sup>(7)(16)</sup>	3,500	3,066,980
CSFB, Series 2003-C5, Class D, 5.116%, 12/15/36 <sup>(16)</sup>	3,270	3,288,474
CSFB, Series 2004-C1, Class A4, 4.75%, 1/15/37 <sup>(16)</sup>	5,503	5,516,590
CSFB, Series 2004-C3, Class A5, 5.113%, 7/15/36 <sup>(16)</sup>	1,577	1,599,064
CSMC, Series 2006-C3, Class A3, 5.993%, 6/15/38 <sup>(16)</sup>	1,979	2,168,255
DBUBS, Series 2011-LC1A, Class A1, 3.742%, 11/10/46 <sup>(7)</sup>	1,025	1,079,906
DDR, Series 2009-DDR1, Class C, 6.223%, 10/14/22 <sup>(7)</sup>	2,165	2,248,739
ESA, Series 2013-ESH5, Class D5, 4.316%, 12/5/31 <sup>(7)(16)</sup>	500	504,004
ESA, Series 2013-ESH7, Class D7, 5.521%, 12/5/31 <sup>(7)(16)</sup>	4,000	4,029,278
FMBT, Series 2012-FBLU, Class B, 3.875%, 5/5/27 <sup>(7)</sup>	2,600	2,690,219
GECMC, Series 2005-C1, Class A3, 4.578%, 6/10/48	628	635,867
GMACC, Series 2004-C1, Class A4, 4.908%, 3/10/38	1,350	1,362,329
GMACC, Series 2004-C3, Class A5, 4.864%, 12/10/41	1,850	1,915,884
GSMS, Series 2004-GG2, Class A6, 5.396%, 8/10/38 <sup>(16)</sup>	3,123	3,185,067
GSMS, Series 2013-KYO, Class B, 1.632%, 11/8/29 <sup>(7)(16)</sup>	2,500	2,472,224
JPMCC, Series 2004-CBX, Class A5, 4.654%, 1/12/37	344	344,877
JPMCC, Series 2005-LDP3, Class A3, 4.959%, 8/15/42	89	88,556
JPMCC, Series 2005-LDP4, Class A4, 4.918%, 10/15/42 <sup>(16)</sup>	2,982	3,160,944
JPMCC, Series 2005-LDP5, Class AJ, 5.489%, 12/15/44 <sup>(16)</sup>	1,000	1,068,807
JPMCC, Series 2006-CB14, Class A4, 5.481%, 12/12/44 <sup>(16)</sup>	3,620	3,897,877
JPMCC, Series 2006-LDP7, Class A4, 6.056%, 4/15/45 <sup>(16)</sup>	2,990	3,288,864
JPMCC, Series 2006-LDP7, Class AM, 6.056%, 4/15/45 <sup>(16)</sup>	500	550,271
JPMCC, Series 2006-LDP9, Class AM, 5.372%, 5/15/47	3,000	3,218,371
	<b>Principal Amount (000 s omitted)</b>	<b>Value</b>
<b>Security</b>		
JPMCC, Series 2010-C2, Class D, 5.71%, 11/15/43 <sup>(7)(16)</sup>	\$ 3,247	\$ 3,365,212
JPMCC, Series 2010-CNTR, Class A2, 4.311%, 8/5/32 <sup>(7)</sup>	3,750	3,961,249
JPMCC, Series 2011-C3, Class A2, 3.673%, 2/15/46 <sup>(7)</sup>	2,000	2,108,172
JPMCC, Series 2012-CBX, Class A2, 1.81%, 6/15/45	4,500	4,548,085
JPMCC, Series 2012-CBX, Class AS, 4.271%, 6/15/45	1,000	1,035,892
JPMCC, Series 2013-LC11, Class AS, 3.216%, 4/15/46	1,110	1,050,733
LB-UBS, Series 2006-C1, Class A4, 5.156%, 2/15/31	2,000	2,152,584
LB-UBS, Series 2006-C7, Class AM, 5.378%, 11/15/38	1,750	1,884,617
MLCFC, Series 2006-4, Class A3, 5.172%, 12/12/49 <sup>(16)</sup>	5,000	5,465,850
MLMT, Series 2003-KEY1, Class A4, 5.236%, 11/12/35 <sup>(16)</sup>	672	671,749
MLMT, Series 2004-BPC1, Class A5, 4.855%, 10/12/41 <sup>(16)</sup>	2,911	2,982,827
MOTEL 6, Series 2012-MTL6, Class D, 3.781%, 10/5/25 <sup>(7)</sup>	2,275	2,214,864
MSC, Series 2003-T11, Class B, 5.607%, 6/13/41 <sup>(16)</sup>	750	749,808
MSC, Series 2004-IQ8, Class A5, 5.11%, 6/15/40 <sup>(16)</sup>	1,523	1,554,164
MSC, Series 2006-HQ8, Class A4, 5.597%, 3/12/44 <sup>(16)</sup>	5,154	5,546,121
ORES, Series 2012-LV1, Class A, 4.00%, 9/25/44 <sup>(7)</sup>	23	22,929

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RBSCF, Series 2010-MB1, Class B, 4.807%, 4/15/24 <sup>(7)(16)</sup>	3,005	3,143,823
RBSCF, Series 2010-MB1, Class C, 4.84%, 4/15/24 <sup>(7)(16)</sup>	500	519,835
WBCMT, Series 2004-C11, Class A5, 5.215%, 1/15/41 <sup>(16)</sup>	1,129	1,140,317
WBCMT, Series 2004-C12, Class A4, 5.478%, 7/15/41 <sup>(16)</sup>	243	246,051
WBCMT, Series 2006-C23, Class A4, 5.418%, 1/15/45 <sup>(16)</sup>	2,958	3,169,714
WBCMT, Series 2006-C27, Class A3, 5.765%, 7/15/45 <sup>(16)</sup>	2,977	3,216,404
WBCMT, Series 2006-C28, Class A4, 5.572%, 10/15/48	2,750	3,024,185
WBCMT, Series 2006-C28, Class AM, 5.603%, 10/15/48 <sup>(16)</sup>	3,000	3,250,368
WBCMT, Series 2006-C29, Class A4, 5.308%, 11/15/48	3,500	3,856,984
WFCM, Series 2013-LC12, Class D, 4.44%, 7/15/46 <sup>(7)(16)</sup>	3,000	2,484,182

Eaton Vance

Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Principal Amount (000 s omitted)	Value
WF-RBS, Series 2012-C9, Class D, 4.963%, 11/15/45 <sup>(7)(16)</sup>	\$ 2,750	\$ 2,467,121
WF-RBS, Series 2013-C13, Class AS, 3.345%, 5/15/45	660	627,584
<b>Total Commercial Mortgage-Backed Securities</b> (identified cost \$172,036,646)		<b>\$ 171,347,471</b>

Asset-Backed Securities 0.6%

Security	Principal Amount (000 s omitted)	Value
Babson Ltd., Series 2005-1A, Class C1, 2.218%, 4/15/19 <sup>(7)(9)</sup>	\$ 753	\$ 711,238
Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.758%, 3/8/17 <sup>(7)(9)</sup>	985	984,689
Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.018%, 7/17/19 <sup>(7)(9)</sup>	500	480,387
CIFC Funding, Ltd., Series 2013-2A, Class A3L, 2.976%, 4/21/25 <sup>(7)(9)</sup>	3,100	3,003,339
Comstock Funding Ltd., Series 2006-1A, Class D, 4.511%, 5/30/20 <sup>(7)(9)</sup>	1,844	1,697,081
MVW Owner Trust, Series 2013-1A, Class A, 2.15%, 4/22/30 <sup>(7)</sup>	1,298	1,300,109
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class C1, 3.022%, 7/17/25 <sup>(7)(9)</sup>	1,075	1,042,311
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class D, 3.622%, 7/17/25 <sup>(7)(9)</sup>	1,075	1,021,293
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class E, 4.772%, 7/17/25 <sup>(7)(9)</sup>	1,300	1,177,968
<b>Total Asset-Backed Securities</b> (identified cost \$11,343,454)		<b>\$ 11,418,415</b>

U.S. Government Agency Obligations 1.6%

Security	Principal Amount (000 s omitted)	Value
<b>Federal Home Loan Bank:</b>		
4.125%, 12/13/19 <sup>(13)</sup>	\$ 3,975	\$ 4,441,641
5.25%, 12/9/22 <sup>(13)</sup>	9,000	10,512,009
5.375%, 5/15/19 <sup>(13)</sup>	6,585	7,792,979

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**Federal Home Loan Bank: (continued)**

5.375%, 8/15/24<sup>(13)</sup> 5,740 6,754,413

Total U.S. Government Agency Obligations  
(identified cost \$28,637,153) \$ 29,501,042

<b>Security</b>	<b>Principal Amount (000 s omitted)</b>	<b>Value</b>
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U.S. Treasury Obligations 1.8%

<b>Security</b>	<b>Principal Amount (000 s omitted)</b>	<b>Value</b>
U.S. Treasury Bond, 8.875%, 2/15/19 <sup>(13)</sup>	\$ 25,000	\$ 34,630,850

Total U.S. Treasury Obligations  
(identified cost \$35,573,480) \$ 34,630,850

Tax-Exempt Investments 0.0%<sup>(8)</sup>

<b>Security</b>	<b>Principal Amount (000 s omitted)</b>	<b>Value</b>
Detroit, MI, Water Supply System 5.25%, 7/1/14	\$ 200	\$ 181,074

Total Tax-Exempt Investments  
(identified cost \$181,990) \$ 181,074

Common Stocks 1.1%

<b>Security</b>	<b>Shares</b>	<b>Value</b>
<b>Automotive 0.1%</b> Dayco Products, LLC <sup>(10)(20)</sup>	25,372	\$ 938,764
		<b>\$ 938,764</b>

<b>Building and Development 0.3%</b> Panolam Holdings Co. <sup>(2)(20)(21)</sup>	3,677	\$ 4,826,761
United Subcontractors, Inc. <sup>(2)(10)(20)</sup>	1,299	59,371
		<b>\$ 4,886,132</b>

<b>Ecological Services and Equipment 0.0%<sup>(8)</sup></b> Environmental Systems Products Holdings, Inc. <sup>(2)(20)(21)</sup>	2,484	\$ 189,430
		<b>\$ 189,430</b>

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Food Service 0.0%

Buffets Restaurants Holdings, Inc. <sup>(2)(10)(20)</sup>	55,884	\$	321,333
		\$	<b>321,333</b>

Home Furnishings 0.0%

Sanitec Europe Oy B Units <sup>(2)(10)(20)</sup>	26,265	\$	207,155
Sanitec Europe Oy E Units <sup>(2)(10)(20)</sup>	25,787		0
		\$	<b>207,155</b>



## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Portfolio of Investments (Unaudited) continued

Security	Shares	Value
<b>Leisure Goods / Activities / Movies 0.2%</b>		
Metro-Goldwyn-Mayer Holdings, Inc. <sup>(10)(20)</sup>	72,419	\$ 3,946,835
		<b>\$ 3,946,835</b>
<b>Lodging and Casinos 0.0%</b>		
Affinity Gaming, LLC <sup>(2)(10)(20)</sup>	46,819	\$ 561,830
Greektown Superholdings, Inc. <sup>(20)</sup>	828	66,240
Tropicana Entertainment, Inc. <sup>(2)(10)(20)</sup>	17,051	254,060
		<b>\$ 882,130</b>
<b>Nonferrous Metals/Minerals 0.0%</b>		
Euramax International, Inc. <sup>(10)(20)</sup>	1,636	\$ 339,491
		<b>\$ 339,491</b>
<b>Publishing 0.2%</b>		
ION Media Networks, Inc. <sup>(2)(10)</sup>	5,187	\$ 3,287,521
MediaNews Group, Inc. <sup>(2)(10)(20)</sup>	14,016	294,050
		<b>\$ 3,581,571</b>
<b>Radio and Television 0.3%</b>		
New Young Broadcasting Holding Co., Inc. <sup>(2)(10)(20)</sup>	583	\$ 5,421,900
		<b>\$ 5,421,900</b>
<b>Total Common Stocks</b>		
(identified cost \$8,136,503)		<b>\$ 20,714,741</b>
<b>Convertible Bonds 0.0%</b>		
<b>Security</b>	<b>Principal Amount</b>	<b>Value</b>

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(000 s omitted)

Business Equipment and Services 0.0%  
 Mood Media Corp., 10.00%, 10/31/15<sup>(2)(21)</sup> \$ 75 \$ 41,550

Total Convertible Bonds  
 (identified cost \$0) \$ 41,550

Preferred Stocks 0.2%

Security	Shares	Value
<b>Banks and Thrifts 0.1%</b>		
Credit Agricole SA	4,250	\$ 424,557
Farm Credit Bank of Texas <sup>(7)</sup>	4,833	485,415
Fifth Third Bancorp, Series H	500	445,855
PNC Financial Services Group, Inc. (The)	650	573,235
		<b>\$ 1,929,062</b>

Security	Shares	Value
<b>Ecological Services and Equipment 0.0%</b>		
Environmental Systems Products Holdings, Inc., Series A <sup>(2)(20)(21)</sup>	569	\$ 35,750
		<b>\$ 35,750</b>

<b>Electronics / Electrical 0.1%</b>		
Electricite de France SA	1,000	\$ 956,650
		<b>\$ 956,650</b>

<b>Oil, Gas &amp; Consumable Fuels 0.0%</b>		
Chesapeake Energy Corp., 4.50%, Convertible	6,331	\$ 560,040
		<b>\$ 560,040</b>

Total Preferred Stocks  
 (identified cost \$3,673,228) \$ 3,481,502

Warrants 0.0%

Security	Shares	Value
<b>Chemicals and Plastics 0.0%</b>		
Foamex, Series A, Expires 12/31/13 <sup>(2)(10)(20)</sup>	663	\$ 0
Foamex, Series B, Expires 12/31/15 <sup>(2)(10)(20)</sup>	663	0
		<b>\$ 0</b>

Food Products 0.0%

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ASG Consolidated, LLC/ASG Finance, Inc., Expires 5/15/18 <sup>(20)</sup>	1,745	\$ 253,025
		<b>\$ 253,025</b>

Radio and Television 0.0%		
New Young Broadcasting Holding Co., Inc., Expires 12/24/24 <sup>(2)(10)(20)</sup>	4	\$ 37,200
		<b>\$ 37,200</b>

Total Warrants (identified cost \$6,874)		<b>\$ 290,225</b>
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Miscellaneous 0.0%

### Security

	Shares	Value
Cable and Satellite Television 0.0%		
Adelphia Recovery Trust <sup>(2)(20)</sup>	2,786,444	\$ 0
Adelphia, Inc., Escrow Certificate <sup>(20)</sup>	300,000	2,625
Adelphia, Inc., Escrow Certificate <sup>(20)</sup>	2,500,000	21,875
		<b>\$ 24,500</b>

Eaton Vance

Limited Duration Income Fund

September 30, 2013

Portfolio of Investments (Unaudited) continued

Security	Shares	Value
Oil and Gas 0.0%		
SemGroup Corp., Escrow Certificate <sup>(20)</sup>	6,135,000	\$ 122,700
		<b>\$ 122,700</b>
Total Miscellaneous (identified cost \$2,502,927)		<b>\$ 147,200</b>

Interest Rate Swaptions Purchased 0.1%

Description	Counterparty	Expiration Date	Notional Amount (000 s omitted)	Value
Options to receive 3-month USD-LIBOR-BBA Rate and pay 5.25%	Credit Suisse International	2/28/17	\$ 52,500	\$ 2,226,578
Total Interest Rate Swaptions Purchased (identified cost \$2,535,750)				<b>\$ 2,226,578</b>

Short-Term Investments 2.0%

Security	Interest (000 s omitted)	Value
Eaton Vance Cash Reserves Fund, LLC, 0.11% <sup>(22)</sup>	\$ 38,601	\$ 38,600,809
Total Short-Term Investments (identified cost \$38,600,809)		<b>\$ 38,600,809</b>
Total Investments 158.3% (identified cost \$2,980,597,517)		<b>\$ 3,040,810,877</b>
Less Unfunded Loan Commitments (0.1%)		<b>\$ (1,422,222)</b>

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Net Investments 158.2%  
(identified cost \$2,979,175,295) \$ 3,039,388,655

Interest Rate Swaptions Written (0.1)%

Description	Counterparty	Expiration Date	Notional Amount (000 s omitted)	Value
Options to receive 3-month USD-LIBOR-BBA Rate and pay 5.25%	Citibank NA	2/28/17	\$ 52,500	\$ (2,226,578)

Total Interest Rate Swaptions Written  
(premiums received \$2,031,750) \$ (2,226,578)

Description	Counterparty	Expiration Date	Notional Amount (000 s omitted)	Value
Other Assets, Less Liabilities (44.2)%				\$ (849,242,927)

Auction Preferred Shares Plus Cumulative Unpaid Dividends (13.9)% \$ (266,627,519)

Net Assets Applicable to Common Shares 100.0% \$ 1,921,291,631

ACRE	Americold LLC Trust
BACM	Banc of America Commercial Mortgage Trust
BSCMS	Bear Stearns Commercial Mortgage Securities Trust
CDCMT	CD Commercial Mortgage Trust
CGCMT	Citigroup Commercial Mortgage Trust
COMM	Commercial Mortgage Pass-Through Certificates
CSFB	Credit Suisse First Boston Mortgage Securities Trust
CSMC	Credit Suisse Commercial Mortgage Trust
DBUBS	DBUBS Mortgage Trust
DDR	Developers Diversified Realty Corp.
DIP	Debtor In Possession
ESA	Extended Stay America Trust
FMBT	Fontainebleau Miami Beach Trust
GECMC	General Electric Commercial Mortgage Corp.
GMACC	GMAC Commercial Mortgage Securities, Inc. Trust
GSMS	Goldman Sachs Mortgage Securities Corp. II
JPMCC	JPMorgan Chase Commercial Mortgage Securities Trust
LB-UBS	LB-UBS Commercial Mortgage Trust
MLCFC	ML-CFC Commercial Mortgage Trust
MLMT	Merrill Lynch Mortgage Trust
MSC	Morgan Stanley Capital I Trust
ORES	Oaktree Real Estate Investments/Sabal
RBSCF	Royal Bank of Scotland Commercial Funding
WBCMT	Wachovia Bank Commercial Mortgage Trust
WFCM	Wells Fargo Commercial Mortgage Trust
WF-RBS	WF-RBS Commercial Mortgage Trust
CAD	Canadian Dollar
EUR	Euro
GBP	British Pound Sterling

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\* In U.S. dollars unless otherwise indicated.

- <sup>(1)</sup> Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate ( LIBOR ) and secondarily, the prime rate offered by one or more major United States

## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

#### Portfolio of Investments (Unaudited) continued

banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.

- (2) For fair value measurement disclosure purposes, security is categorized as Level 3 (see Note 13).
- (3) Amount is less than 0.05%.
- (4) This Senior Loan will settle after September 30, 2013, at which time the interest rate will be determined.
- (5) Represents a payment-in-kind security which may pay all or a portion of interest in additional par.
- (6) Unfunded or partially unfunded loan commitments. See Note 1G for description.
- (7) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions (normally to qualified institutional buyers) and remain exempt from registration. At September 30, 2013, the aggregate value of these securities is \$502,934,013 or 26.2% of the Fund's net assets.
- (8) Security converts to floating rate after the indicated fixed-rate coupon period.
- (9) Variable rate security. The stated interest rate represents the rate in effect at September 30, 2013.
- (10) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
- (11) Currently the issuer is in default with respect to interest payments. For a variable rate security, interest rate has been adjusted to reflect non-accrued status.
- (12) Defaulted security.
- (13) Security (or a portion thereof) has been pledged for the benefit of the counterparty for reverse repurchase agreements.

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- (14) Security (or a portion thereof) has been pledged to cover margin requirements on open financial futures contracts.
- (15) Adjustable rate mortgage security. Rate shown is the rate at September 30, 2013.
- (16) Weighted average fixed-rate coupon that changes/updates monthly.
- (17) Inverse floating-rate security whose coupon varies inversely with changes in the interest rate index. The stated interest rate represents the coupon rate in effect at September 30, 2013.
- (18) Interest only security that entitles the holder to receive only interest payments on the underlying mortgages. Principal amount shown is the notional amount of the underlying mortgages on which coupon interest is calculated.
- (19) Principal only security that entitles the holder to receive only principal payments on the underlying mortgages.
- (20) Non-income producing security.
- (21) Restricted security (see Note 8).
- (22) Affiliated investment company, available to Eaton Vance portfolios and funds, which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of September 30, 2013.



## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Statement of Assets and Liabilities (Unaudited)

	<b>September 30, 2013</b>
<b>Assets</b>	
Unaffiliated investments, at value (identified cost, \$2,940,574,486)	\$ 3,000,787,846
Affiliated investment, at value (identified cost, \$38,600,809)	38,600,809
Cash	9,624,924
Restricted cash*	3,617,000
Foreign currency, at value (identified cost, \$2,938,443)	2,937,045
Interest receivable	29,700,573
Interest receivable from affiliated investment	2,029
Receivable for investments sold	3,633,307
Tax reclaims receivable	204
Prepaid expenses	41,269
<b>Total assets</b>	<b>\$ 3,088,945,006</b>
<b>Liabilities</b>	
Notes payable	\$ 680,200,000
Written swaptions outstanding, at value (premiums received, \$2,031,750)	2,226,578
Cash collateral due to broker	97,000
Payable for reverse repurchase agreements, including accrued interest of \$7,494	108,199,494
Payable for investments purchased	105,893,361
Payable for variation margin on open financial futures contracts	29,257
Payable for open forward foreign currency exchange contracts	1,563,933
Payable to affiliates:	
Investment adviser fee	1,797,482
Accrued expenses	1,018,751
<b>Total liabilities</b>	<b>\$ 901,025,856</b>
<b>Auction preferred shares (10,665 shares outstanding) at liquidation value plus cumulative unpaid dividends</b>	<b>\$ 266,627,519</b>
<b>Net assets applicable to common shares</b>	<b>\$ 1,921,291,631</b>
<b>Sources of Net Assets</b>	
Common shares, \$0.01 par value, unlimited number of shares authorized, 117,547,018 shares issued and outstanding	\$ 1,175,470
Additional paid-in capital	2,200,090,717
Accumulated net realized loss	(322,884,183)
Accumulated distributions in excess of net investment income	(14,461,905)
Net unrealized appreciation	57,371,532
<b>Net assets applicable to common shares</b>	<b>\$ 1,921,291,631</b>
<b>Net Asset Value Per Common Share</b>	
<b>(\$1,921,291,631 ÷ 117,547,018 common shares issued and outstanding)</b>	<b>\$ 16.34</b>

\* Represents restricted cash on deposit at the custodian for open derivative contracts.

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Statement of Operations (Unaudited)

	Six Months Ended
	September 30, 2013
<b>Investment Income</b>	
Interest and other income	\$ 72,758,553
Dividends	412,899
Interest allocated from affiliated investment	14,410
Expenses allocated from affiliated investment	(2,006)
<b>Total investment income</b>	<b>\$ 73,183,856</b>
<b>Expenses</b>	
Investment adviser fee	\$ 10,743,405
Trustees' fees and expenses	34,000
Custodian fee	387,459
Transfer and dividend disbursing agent fees	9,709
Legal and accounting services	151,151
Printing and postage	265,514
Interest expense and fees	3,627,647
Preferred shares service fee	196,769
Miscellaneous	117,377
<b>Total expenses</b>	<b>\$ 15,533,031</b>
Deduct	
Reduction of custodian fee	\$ 237
<b>Total expense reductions</b>	<b>\$ 237</b>
<b>Net expenses</b>	<b>\$ 15,532,794</b>
<b>Net investment income</b>	<b>\$ 57,651,062</b>
<b>Realized and Unrealized Gain (Loss)</b>	
Net realized gain (loss)	
Investment transactions	\$ 6,615,814
Investment transactions allocated from affiliated investment	173
Financial futures contracts	2,086,333
Foreign currency and forward foreign currency exchange contract transactions	(887,215)
<b>Net realized gain</b>	<b>\$ 7,815,105</b>
Change in unrealized appreciation (depreciation)	
Investments	\$ (49,939,911)
Written swaptions	(194,828)
Financial futures contracts	(791,680)
Foreign currency and forward foreign currency exchange contracts	(2,846,395)
<b>Net change in unrealized appreciation (depreciation)</b>	<b>\$ (53,772,814)</b>
<b>Net realized and unrealized loss</b>	<b>\$ (45,957,709)</b>
<b>Distributions to preferred shareholders</b>	
From net investment income	\$ (162,206)
<b>Net increase in net assets from operations</b>	<b>\$ 11,531,147</b>



## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Statements of Changes in Net Assets

	<b>Six Months Ended</b>	<b>Year Ended</b>
	<b>September 30, 2013</b>	<b>March 31, 2013</b>
	<b>(Unaudited)</b>	
<b>Increase (Decrease) in Net Assets</b>		
From operations		
Net investment income	\$ 57,651,062	\$ 122,176,628
Net realized gain from investment transactions, financial futures contracts, and foreign currency and forward foreign currency exchange contract transactions	7,815,105	39,746,247
Net change in unrealized appreciation (depreciation) from investments, written swaptions, financial futures contracts, foreign currency and forward foreign currency exchange contracts	(53,772,814)	21,071,202
Distributions to preferred shareholders		
From net investment income	(162,206)	(487,368)
<b>Net increase in net assets from operations</b>	<b>\$ 11,531,147</b>	<b>\$ 182,506,709</b>
Distributions to common shareholders		
From net investment income	\$ (71,720,893)	\$ (142,076,310)
Tax return of capital		(3,846,735)
<b>Total distributions to common shareholders</b>	<b>\$ (71,720,893)</b>	<b>\$ (145,923,045)</b>
Capital share transactions		
Reinvestment of distributions to common shareholders	\$ 663,888	\$ 2,729,513
<b>Net increase in net assets from capital share transactions</b>	<b>\$ 663,888</b>	<b>\$ 2,729,513</b>
<b>Net increase (decrease) in net assets</b>	<b>\$ (59,525,858)</b>	<b>\$ 39,313,177</b>
<b>Net Assets Applicable to Common Shares</b>		
At beginning of period	\$ 1,980,817,489	\$ 1,941,504,312
<b>At end of period</b>	<b>\$ 1,921,291,631</b>	<b>\$ 1,980,817,489</b>
<b>Accumulated distributions in excess of net investment income included in net assets applicable to common shares</b>		
<b>At end of period</b>	<b>\$ (14,461,905)</b>	<b>\$ (229,868)</b>

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Statement of Cash Flows (Unaudited)

	<b>Six Months Ended September 30, 2013</b>
<b>Cash Flows From Operating Activities</b>	
Net increase in net assets from operations	\$ 11,531,147
Distributions to preferred shareholders	162,206
Net increase in net assets from operations excluding distributions to preferred shareholders	\$ 11,693,353
Adjustments to reconcile net increase in net assets from operations to net cash used in operating activities:	
Investments purchased	(710,323,238)
Investments sold and principal repayments	552,720,725
Increase in short-term investments, net	(20,383,882)
Net amortization/accretion of premium (discount)	9,799,572
Increase in restricted cash	(3,617,000)
Increase in interest receivable	(2,410,610)
Increase in interest receivable from affiliated investment	(256)
Decrease in receivable for variation margin on open financial futures contracts	51,676
Decrease in receivable for open forward foreign currency exchange contracts	1,267,317
Increase in tax reclaims receivable	(204)
Increase in prepaid expenses	(225)
Decrease in other assets	173,655
Increase in written swaptions outstanding	2,226,578
Increase in payable for variation margin on open financial futures contracts	29,257
Increase in payable for open forward foreign currency exchange contracts	1,514,504
Increase in cash collateral due to broker	97,000
Increase in payable to affiliate for investment adviser fee	6,032
Increase in accrued expenses	38,302
Decrease in accrued interest on reverse repurchase agreements	(4,979)
Decrease in unfunded loan commitments	(1,052,778)
Net change in unrealized (appreciation) depreciation from investments	49,939,911
Net realized gain from investments	(6,615,814)
<b>Net cash used in operating activities</b>	<b>\$ (114,851,104)</b>
<b>Cash Flows From Financing Activities</b>	
Distributions paid to common shareholders, net of reinvestments	\$ (71,057,005)
Cash distributions to preferred shareholders	(163,766)
Proceeds from notes payable	279,000,000
Repayment of notes payable	(95,000,000)
Proceeds from reverse repurchase agreements, net	1,281,000
<b>Net cash provided by financing activities</b>	<b>\$ 114,060,229</b>
<b>Net decrease in cash*</b>	<b>\$ (790,875)</b>
<b>Cash at beginning of period<sup>(1)</sup></b>	<b>\$ 13,352,844</b>
<b>Cash at end of period<sup>(1)</sup></b>	<b>\$ 12,561,969</b>
<b>Supplemental disclosure of cash flow information:</b>	
Noncash financing activities not included herein consist of:	
Reinvestment of dividends and distributions	\$ 663,888
Cash paid for interest and fees on borrowings and reverse repurchase agreements	\$ 3,536,339

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<sup>(1)</sup> Balance includes foreign currency, at value.

\* Includes net change in unrealized appreciation (depreciation) on foreign currency of \$(209).

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*See Notes to Financial Statements.*

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Financial Highlights

Selected data for a common share outstanding during the periods stated

	Six Months Ended September 30, 2013 (Unaudited)	Year Ended March 31, 2013	Period Ended March 31, 2012 <sup>(1)</sup>	2011	Year Ended April 30,			2008
					2010	2009		
Net asset value Beginning of period (Common shares)	\$ 16.860	\$ 16.550	\$ 17.060	\$ 16.630	\$ 12.960	\$ 16.330		\$ 18.320
<b>Income (Loss) From Operations</b>								
Net investment income <sup>(2)</sup>	\$ 0.490	\$ 1.041	\$ 1.007	\$ 1.118	\$ 1.213	\$ 1.348		\$ 1.700
Net realized and unrealized gain (loss)	(0.399)	0.516	(0.368)	0.697	3.809	(3.290)		(1.817)
Distributions to preferred shareholders from net investment income <sup>(2)</sup>	(0.001)	(0.004)	(0.003)	(0.007)	(0.007)	(0.058)		(0.360)
<b>Total income (loss) from operations</b>	<b>\$ 0.090</b>	<b>\$ 1.553</b>	<b>\$ 0.636</b>	<b>\$ 1.808</b>	<b>\$ 5.015</b>	<b>\$ (2.000)</b>		<b>\$ (0.477)</b>
<b>Less Distributions to Common Shareholders</b>								
From net investment income	\$ (0.610)	\$ (1.210)	\$ (1.103)	\$ (1.319)	\$ (1.345)	\$ (1.347)		\$ (1.513)
Tax return of capital		(0.033)	(0.043)	(0.059)		(0.023)		
<b>Total distributions to common shareholders</b>	<b>\$ (0.610)</b>	<b>\$ (1.243)</b>	<b>\$ (1.146)</b>	<b>\$ (1.378)</b>	<b>\$ (1.345)</b>	<b>\$ (1.370)</b>		<b>\$ (1.513)</b>
<b>Net asset value End of period (Common shares)</b>	<b>\$ 16.340</b>	<b>\$ 16.860</b>	<b>\$ 16.550</b>	<b>\$ 17.060</b>	<b>\$ 16.630</b>	<b>\$ 12.960</b>		<b>\$ 16.330</b>
<b>Market value End of period (Common shares)</b>	<b>\$ 15.640</b>	<b>\$ 17.100</b>	<b>\$ 16.050</b>	<b>\$ 16.080</b>	<b>\$ 16.600</b>	<b>\$ 11.580</b>		<b>\$ 15.300</b>
<b>Total Investment Return on Net Asset Value<sup>(3)</sup></b>	<b>0.73%<sup>(4)</sup></b>	<b>9.80%</b>	<b>4.44%<sup>(4)</sup></b>	<b>11.68%</b>	<b>40.73%</b>	<b>(10.71)%</b>		<b>(1.99)%</b>
<b>Total Investment Return on Market Value<sup>(3)</sup></b>	<b>(4.94)%<sup>(4)</sup></b>	<b>14.83%</b>	<b>7.40%<sup>(4)</sup></b>	<b>5.52%</b>	<b>57.21%</b>	<b>(14.85)%</b>		<b>(10.04)%</b>

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Financial Highlights continued

Selected data for a common share outstanding during the periods stated

Ratios/Supplemental Data	Six Months Ended		Period	Year Ended April 30,			
	September 30, 2013 (Unaudited)	Year Ended March 31, 2013	Ended March 31, 2012 <sup>(1)</sup>	2011	2010	2009	2008
Net assets applicable to common shares, end of period (000 s omitted)	\$ 1,921,292	\$ 1,980,817	\$ 1,941,504	\$ 2,001,368	\$ 1,950,179	\$ 1,456,963	\$ 1,836,391
Ratios (as a percentage of average daily net assets applicable to common shares): <sup>(5)</sup>							
Expenses excluding interest and fees <sup>(6)</sup>	1.22% <sup>(7)</sup>	1.16%	1.19% <sup>(7)</sup>	1.15%	1.02%	1.09%	1.07%
Interest and fee expense <sup>(8)</sup>	0.37% <sup>(7)</sup>	0.44%	0.52% <sup>(7)</sup>	0.61%	1.04%	1.37%	
Total expenses	1.59% <sup>(7)</sup>	1.60%	1.71% <sup>(7)</sup>	1.76%	2.06%	2.46%	1.07%
Net investment income	5.91% <sup>(7)</sup>	6.25%	6.68% <sup>(7)</sup>	6.73%	7.90%	9.91%	9.89%
Portfolio Turnover	19% <sup>(4)</sup>	46%	42% <sup>(4)</sup>	46%	46%	27%	39%
The ratios reported above are based on net assets applicable solely to common shares. The ratios based on net assets, including amounts related to preferred shares and borrowings under the credit agreement, are as follows:							
Ratios (as a percentage of average daily net assets applicable to common shares plus preferred shares and borrowings): <sup>(5)</sup>							
Expenses excluding interest and fees <sup>(6)</sup>	0.86% <sup>(7)</sup>	0.85%	0.86% <sup>(7)</sup>	0.83%	0.69%	0.71%	0.76%
Interest and fee expense <sup>(8)</sup>	0.26% <sup>(7)</sup>	0.32%	0.38% <sup>(7)</sup>	0.44%	0.70%	0.90%	
Total expenses	1.12% <sup>(7)</sup>	1.17%	1.24% <sup>(7)</sup>	1.27%	1.39%	1.61%	0.76%
Net investment income	4.17% <sup>(7)</sup>	4.57%	4.82% <sup>(7)</sup>	4.85%	5.31%	6.48%	7.00%
Senior Securities:							
Total notes payable outstanding (in 000 s)	\$ 680,200	\$ 496,200	\$ 439,200	\$ 418,200	\$ 526,200	\$ 619,200	\$
Asset coverage per \$1,000 of notes payable <sup>(9)</sup>	\$ 4,217	\$ 5,529	\$ 6,028	\$ 6,423	\$ 5,213	\$ 3,784	\$
Total preferred shares outstanding	10,665	10,665	10,665	10,665	10,665	10,665	32,000
Asset coverage per preferred share	\$ 75,730 <sup>(10)</sup>	\$ 89,917 <sup>(10)</sup>	\$ 93,767 <sup>(10)</sup>	\$ 98,061 <sup>(10)</sup>	\$ 86,494 <sup>(10)</sup>	\$ 66,119 <sup>(10)</sup>	\$ 82,395 <sup>(11)</sup>
Involuntary liquidation preference per preferred share <sup>(12)</sup>	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000
Approximate market value per preferred share <sup>(12)</sup>	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000

<sup>(1)</sup> For the eleven months ended March 31, 2012. The Fund changed its fiscal year-end from April 30 to March 31.



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- (2) Computed using average common shares outstanding.
- (3) Returns are historical and are calculated by determining the percentage change in net asset value or market value with all distributions reinvested. Distributions are assumed to be reinvested at prices obtained under the Fund's dividend reinvestment plan.
- (4) Not annualized.
- (5) Ratios do not reflect the effect of dividend payments to preferred shareholders.
- (6) Excludes the effect of custody fee credits, if any, of less than 0.005%.
- (7) Annualized.
- (8) Interest and fee expense relates to the notes payable incurred primarily to partially redeem the Fund's APS (see Note 10), the reverse repurchase agreements (see Note 11), and/or other borrowings.
- (9) Calculated by subtracting the Fund's total liabilities (not including the notes payable and preferred shares) from the Fund's total assets, and dividing the result by the notes payable balance in thousands.
- (10) Calculated by subtracting the Fund's total liabilities (not including the notes payables and preferred shares) from the Fund's total assets, dividing the result by the sum of the value of the notes payable and liquidation value of the preferred shares, and multiplying the result by the liquidation value of one preferred share. Such amount equates to 303%, 360%, 375%, 392%, 346% and 264% at September 30, 2013, March 31, 2013 and 2012 and at April 30, 2011, 2010 and 2009, respectively.
- (11) Calculated by subtracting the Fund's total liabilities (not including the preferred shares) from the Fund's total assets, and dividing the result by the number of preferred shares outstanding.
- (12) Plus accumulated and unpaid dividends.

## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

#### Notes to Financial Statements (Unaudited)

##### 1 Significant Accounting Policies

Eaton Vance Limited Duration Income Fund (the Fund) is a Massachusetts business trust registered under the Investment Company Act of 1940, as amended (the 1940 Act), as a diversified, closed-end management investment company. The Fund's primary investment objective is to provide a high level of current income. The Fund may, as a secondary objective, also seek capital appreciation to the extent it is consistent with its primary objective.

The following is a summary of significant accounting policies of the Fund. The policies are in conformity with accounting principles generally accepted in the United States of America.

**A Investment Valuation** The following methodologies are used to determine the market value or fair value of investments.

**Senior Floating-Rate Notes.** Interests in senior floating-rate loans (Senior Loans) for which reliable market quotations are readily available are valued generally at the average mean of bid and ask quotations obtained from a third party pricing service. Other Senior Loans are valued at fair value by the investment adviser under procedures approved by the Trustees. In fair valuing a Senior Loan, the investment adviser utilizes one or more of the valuation techniques described in (i) through (iii) below to assess the likelihood that the borrower will make a full repayment of the loan underlying such Senior Loan relative to yields on other Senior Loans issued by companies of comparable credit quality. If the investment adviser believes that there is a reasonable likelihood of full repayment, the investment adviser will determine fair value using a matrix pricing approach that considers the yield on the Senior Loan. If the investment adviser believes there is not a reasonable likelihood of full repayment, the investment adviser will determine fair value using analyses that include, but are not limited to: (i) a comparison of the value of the borrower's outstanding equity and debt to that of comparable public companies; (ii) a discounted cash flow analysis; or (iii) when the investment adviser believes it is likely that a borrower will be liquidated or sold, an analysis of the terms of such liquidation or sale. In certain cases, the investment adviser will use a combination of analytical methods to determine fair value, such as when only a portion of a borrower's assets are likely to be sold. In conducting its assessment and analyses for purposes of determining fair value of a Senior Loan, the investment adviser will use its discretion and judgment in considering and appraising relevant factors. Fair value determinations are made by the portfolio managers of the Fund based on information available to such managers. The portfolio managers of other funds managed by the investment adviser that invest in Senior Loans may not possess the same information about a Senior Loan borrower as the portfolio managers of the Fund. At times, the fair value of a Senior Loan determined by the portfolio managers of other funds managed by the investment adviser that invest in Senior Loans may vary from the fair value of the same Senior Loan determined by the portfolio managers of the Fund. The fair value of each Senior Loan is periodically reviewed and approved by the investment adviser's Valuation Committee and by the Trustees based upon procedures approved by the Trustees. Junior Loans (i.e., subordinated loans and second lien loans) are valued in the same manner as Senior Loans.

**Debt Obligations.** Debt obligations (including short-term obligations with a remaining maturity of more than sixty days and excluding most seasoned, fixed-rate 30-year mortgage-backed securities as noted below) are generally valued on the basis of valuations provided by third party pricing services, as derived from such services' pricing models. Inputs to the models may include, but are not limited to, reported trades, executable bid and asked prices, broker/dealer quotations, prices or yields of securities with similar characteristics, benchmark curves or information pertaining to the issuer, as well as industry and economic events. The pricing services may use a matrix approach, which considers information regarding securities with similar characteristics to determine the valuation for a security. Most seasoned, fixed-rate 30-year mortgage-backed securities are valued through the use of the investment adviser's matrix pricing system, which takes into account bond prices, yield differentials, anticipated prepayments and interest rates provided by dealers. Short-term obligations purchased with a remaining maturity of sixty days or less are generally valued at amortized cost, which approximates market value.

**Equity Securities.** Equity securities (including common shares of closed-end investment companies) listed on a U.S. securities exchange generally are valued at the last sale or closing price on the day of valuation or, if no sales took place on such date, at the mean between the closing bid and asked prices therefore on the exchange where such securities are principally traded. Equity securities listed on the NASDAQ Global or Global Select Market generally are valued at the NASDAQ official closing price. Unlisted or listed securities for which closing sales prices or closing quotations are not available are valued at the mean between the latest available bid and asked prices or, in the case of preferred equity securities that are not listed or traded in the over-the-counter market, by a third party pricing service that will use various techniques that consider factors including, but not limited to, prices or yields of securities with similar characteristics, benchmark yields, broker/dealer quotes, quotes of underlying common stock, issuer spreads, as well as industry and economic events.

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**Derivatives.** Options on interest rate swaps ( swaptions ) are normally valued using valuations provided by a third party pricing service. Such pricing service valuations are based on the present value of fixed and projected floating rate cash flows over the term of the swap contract. Future cash flows are discounted to their present value using swap rates provided by electronic data services or by broker/dealers. Alternatively, swaptions may be valued at the valuation provided by a broker-dealer (usually the counterparty to the option), so determined using similar techniques as those employed by the pricing service. Financial futures contracts are valued at the closing settlement price established by the board of trade or exchange on which they are traded. Forward foreign currency exchange contracts are generally valued at the mean of the average bid and average asked prices that are reported by currency dealers to a third party pricing service at the valuation time. Such third party pricing service valuations are supplied for specific settlement periods and the Fund's forward foreign currency exchange contracts are valued at an interpolated rate between the closest preceding and subsequent settlement period reported by the third party pricing service.

**Foreign Securities and Currencies.** Foreign securities and currencies are valued in U.S. dollars, based on foreign currency exchange rate quotations supplied by a third party pricing service. The pricing service uses a proprietary model to determine the exchange rate. Inputs to the model include reported trades and implied bid/ask spreads. The daily valuation of exchange-traded foreign securities generally is determined as of the close of trading on the principal exchange on which such securities trade. Events occurring after the close of trading on foreign exchanges may result in adjustments to the valuation of foreign securities to more accurately reflect their fair value as of the close of regular trading on the New York Stock Exchange. When valuing

## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

#### Notes to Financial Statements (Unaudited) continued

foreign equity securities that meet certain criteria, the Fund's Trustees have approved the use of a fair value service that values such securities to reflect market trading that occurs after the close of the applicable foreign markets of comparable securities or other instruments that have a strong correlation to the fair-valued securities.

**Affiliated Fund.** The Fund may invest in Eaton Vance Cash Reserves Fund, LLC (Cash Reserves Fund), an affiliated investment company managed by Eaton Vance Management (EVM). The value of the Fund's investment in Cash Reserves Fund reflects the Fund's proportionate interest in its net assets. Cash Reserves Fund generally values its investment securities utilizing the amortized cost valuation technique in accordance with Rule 2a-7 under the 1940 Act. This technique involves initially valuing a portfolio security at its cost and thereafter assuming a constant amortization to maturity of any discount or premium. If amortized cost is determined not to approximate fair value, Cash Reserves Fund may value its investment securities based on available market quotations provided by a third party pricing service.

**Fair Valuation.** Investments for which valuations or market quotations are not readily available or are deemed unreliable are valued at fair value using methods determined in good faith by or at the direction of the Trustees of the Fund in a manner that fairly reflects the security's value, or the amount that the Fund might reasonably expect to receive for the security upon its current sale in the ordinary course. Each such determination is based on a consideration of relevant factors, which are likely to vary from one pricing context to another. These factors may include, but are not limited to, the type of security, the existence of any contractual restrictions on the security's disposition, the price and extent of public trading in similar securities of the issuer or of comparable companies or entities, quotations or relevant information obtained from broker/dealers or other market participants, information obtained from the issuer, analysts, and/or the appropriate stock exchange (for exchange-traded securities), an analysis of the company's or entity's financial condition, and an evaluation of the forces that influence the issuer and the market(s) in which the security is purchased and sold.

**B Investment Transactions** Investment transactions for financial statement purposes are accounted for on a trade date basis. Realized gains and losses on investments sold are determined on the basis of identified cost.

**C Income** Interest income is recorded on the basis of interest accrued, adjusted for amortization of premium or accretion of discount. Fees associated with loan amendments are recognized immediately. Dividend income is recorded on the ex-dividend date for dividends received in cash and/or securities.

**D Federal Taxes** The Fund's policy is to comply with the provisions of the Internal Revenue Code applicable to regulated investment companies and to distribute to shareholders each year substantially all of its net investment income, and all or substantially all of its net realized capital gains. Accordingly, no provision for federal income or excise tax is necessary.

At March 31, 2013, the Fund, for federal income tax purposes, had a capital loss carryforward of \$291,841,849 and deferred capital losses of \$24,032,288, which will reduce its taxable income arising from future net realized gains on investment transactions, if any, to the extent permitted by the Internal Revenue Code, and thus will reduce the amount of distributions to shareholders, which would otherwise be necessary to relieve the Fund of any liability for federal income or excise tax. Such capital loss carryforward will expire on March 31, 2014 (\$28,843,098), March 31, 2015 (\$18,927,766), March 31, 2016 (\$42,273,076), March 31, 2017 (\$112,795,908), March 31, 2018 (\$67,565,640) and March 31, 2019 (\$21,436,361). The deferred capital losses are treated as arising on the first day of the Fund's next taxable year and are treated as realized prior the utilization of the capital loss carryforward.

As of September 30, 2013, the Fund had no uncertain tax positions that would require financial statement recognition, de-recognition, or disclosure. The Fund files a U.S. federal income tax return annually after its fiscal year-end which is subject to examination by the Internal Revenue Service for a period of three years from the date of filing.

**E Expense Reduction** State Street Bank and Trust Company (SSBT) serves as custodian of the Fund. Pursuant to the custodian agreement, SSBT receives a fee reduced by credits, which are determined based on the average daily cash balance the Fund maintains with SSBT. All credit balances, if any, used to reduce the Fund's custodian fees are reported as a reduction of expenses in the Statement of Operations.

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**F Foreign Currency Translation** Investment valuations, other assets, and liabilities initially expressed in foreign currencies are translated each business day into U.S. dollars based upon current exchange rates. Purchases and sales of foreign investment securities and income and expenses denominated in foreign currencies are translated into U.S. dollars based upon currency exchange rates in effect on the respective dates of such transactions. Recognized gains or losses on investment transactions attributable to changes in foreign currency exchange rates are recorded for financial statement purposes as net realized gains and losses on investments. That portion of unrealized gains and losses on investments that results from fluctuations in foreign currency exchange rates is not separately disclosed.

**G Unfunded Loan Commitments** The Fund may enter into certain credit agreements all or a portion of which may be unfunded. The Fund is obligated to fund these commitments at the borrower's discretion. These commitments are disclosed in the accompanying Portfolio of Investments. At September 30, 2013, the Fund had sufficient cash and/or securities to cover these commitments.

**H Use of Estimates** The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of income and expense during the reporting period. Actual results could differ from those estimates.

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Notes to Financial Statements (Unaudited) continued

**I Indemnifications** Under the Fund's organizational documents, its officers and Trustees may be indemnified against certain liabilities and expenses arising out of the performance of their duties to the Fund. Under Massachusetts law, if certain conditions prevail, shareholders of a Massachusetts business trust (such as the Fund) could be deemed to have personal liability for the obligations of the Fund. However, the Fund's Declaration of Trust contains an express disclaimer of liability on the part of Fund shareholders and the By-laws provide that the Fund shall assume the defense on behalf of any Fund shareholders. Moreover, the By-laws also provide for indemnification out of Fund property of any shareholder held personally liable solely by reason of being or having been a shareholder for all loss or expense arising from such liability. Additionally, in the normal course of business, the Fund enters into agreements with service providers that may contain indemnification clauses. The Fund's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Fund that have not yet occurred.

**J Financial Futures Contracts** Upon entering into a financial futures contract, the Fund is required to deposit with the broker, either in cash or securities, an amount equal to a certain percentage of the contract amount (initial margin). Subsequent payments, known as variation margin, are made or received by the Fund each business day, depending on the daily fluctuations in the value of the underlying security, and are recorded as unrealized gains or losses by the Fund. Gains (losses) are realized upon the expiration or closing of the financial futures contracts. Should market conditions change unexpectedly, the Fund may not achieve the anticipated benefits of the financial futures contracts and may realize a loss. Futures contracts have minimal counterparty risk as they are exchange traded and the clearinghouse for the exchange is substituted as the counterparty, guaranteeing counterparty performance.

**K Forward Foreign Currency Exchange Contracts** The Fund may enter into forward foreign currency exchange contracts for the purchase or sale of a specific foreign currency at a fixed price on a future date. The forward foreign currency exchange contracts are adjusted by the daily exchange rate of the underlying currency and any gains or losses are recorded as unrealized until such time as the contracts have been closed. Risks may arise upon entering these contracts from the potential inability of counterparties to meet the terms of their contracts and from movements in the value of a foreign currency relative to the U.S. dollar.

**L Swaptions** A purchased swaption contract grants the Fund, in return for payment of the purchase price, the right, but not the obligation, to enter into a new swap agreement or to shorten, extend, cancel or otherwise modify an existing swap agreement, at some designated future time on specified terms. When the Fund purchases a swaption, the premium paid to the writer is recorded as an investment and subsequently marked to market to reflect the current value of the swaption. A written swaption gives the Fund the obligation, if exercised by the purchaser, to enter into a swap contract according to the terms of the underlying agreement. When the Fund writes a swaption, the premium received by the Fund is recorded as a liability and subsequently marked to market to reflect the current value of the swaption. When a swaption is exercised, the cost of the swap is adjusted by the amount of the premium paid or received. When a swaption expires or an unexercised swaption is closed, a gain or loss is recognized in the amount of the premium paid or received, plus the cost to close. The Fund's risk for purchased swaptions is limited to the premium paid. The writer of a swaption bears the risk of unfavorable changes in the present terms of the underlying swap contract.

**M Reverse Repurchase Agreements** Under a reverse repurchase agreement, the Fund temporarily transfers possession of a portfolio security to another party, such as a bank or broker/dealer, in return for cash. At the same time, the Fund agrees to repurchase the security at an agreed upon time and price, which reflects an interest payment. Because the Fund retains effective control over the transferred security, the transaction is accounted for as a secured borrowing. The Fund may enter into such agreements when it is able to invest the cash acquired at a rate higher than the cost of the agreement, which would increase earned income. When the Fund enters into a reverse repurchase agreement, any fluctuations in the market value of either the securities transferred to another party or the securities in which the proceeds may be invested would affect the market value of the Fund's assets. Because reverse repurchase agreements may be considered to be the practical equivalent of borrowing funds, they constitute a form of leverage. The Fund segregates cash or liquid assets equal to its obligation to repurchase the security during the term of the agreement. In the event the counterparty to a reverse repurchase agreement becomes insolvent, recovery of the security transferred by the Fund may be delayed or the Fund may incur a loss equal to the amount by which the value of the security transferred by the Fund exceeds the repurchase price payable by the Fund.

**N Stripped Mortgage-Backed Securities** The Fund may invest in Interest Only (IO) and Principal Only (PO) securities, a form of stripped mortgage backed securities, whereby the IO security receives all the interest and the PO security receives all the principal on a pool of mortgage assets. The yield to maturity on an IO security is extremely sensitive to the rate of principal payments (including pre-payments) on the related underlying mortgage assets, and a rapid rate of principal payments may have a material adverse effect on the yield to maturity from these securities. If the underlying mortgages experience greater than anticipated prepayments of principal, the Fund may fail to recoup its initial investment in an IO security. The market value of IO and PO securities can be unusually volatile to changes in interest rates.

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**O Statement of Cash Flows** The cash amount shown in the Statement of Cash Flows of the Fund is the amount included in the Fund's Statement of Assets and Liabilities and represents the unrestricted cash on hand at its custodian and does not include any short-term investments.

**P Interim Financial Statements** The interim financial statements relating to September 30, 2013 and for the six months then ended have not been audited by an independent registered public accounting firm, but in the opinion of the Fund's management, reflect all adjustments, consisting only of normal recurring adjustments, necessary for the fair presentation of the financial statements.

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Notes to Financial Statements (Unaudited) continued

## 2 Auction Preferred Shares

The Fund issued Auction Preferred Shares (APS) on July 25, 2003 in a public offering. The underwriting discount and other offering costs incurred in connection with the offering were recorded as a reduction of the paid-in capital of the common shares. Dividends on the APS, which accrue daily, are cumulative at rates which are reset every seven days by an auction, unless a special dividend period has been set. Series of APS are identical in all respects except for the reset dates of the dividend rates. If the APS auctions do not successfully clear, the dividend payment rate over the next period for the APS holders is set at a specified maximum applicable rate until such time as the APS auctions are successful. Auctions have not cleared since February 13, 2008 and the rate since that date has been the maximum applicable rate (see Note 3). The maximum applicable rate on the APS is 150% of the AA Financial Composite Commercial Paper Rate on the date of the auction. The stated spread over the reference benchmark rate is determined based on the credit rating of the APS.

The number of APS issued and outstanding as of September 30, 2013 is as follows:

	APS Issued and Outstanding
Series A	2,133
Series B	2,133
Series C	2,133
Series D	2,133
Series E	2,133

The APS are redeemable at the option of the Fund at a redemption price equal to \$25,000 per share, plus accumulated and unpaid dividends, on any dividend payment date. The APS are also subject to mandatory redemption at a redemption price equal to \$25,000 per share, plus accumulated and unpaid dividends, if the Fund is in default for an extended period on its asset maintenance requirements with respect to the APS. If the dividends on the APS remain unpaid in an amount equal to two full years' dividends, the holders of the APS as a class have the right to elect a majority of the Board of Trustees. In general, the holders of the APS and the common shares have equal voting rights of one vote per share, except that the holders of the APS, as a separate class, have the right to elect at least two members of the Board of Trustees. The APS have a liquidation preference of \$25,000 per share, plus accumulated and unpaid dividends. The Fund is required to maintain certain asset coverage with respect to the APS as defined in the Fund's By-Laws and the 1940 Act. The Fund pays an annual fee up to 0.15% of the liquidation value of the APS to broker/dealers as a service fee if the auctions are unsuccessful; otherwise, the annual fee is 0.25%.

## 3 Distributions to Shareholders

The Fund intends to make monthly distributions of net investment income to common shareholders, after payment of any dividends on any outstanding APS. In addition, at least annually, the Fund intends to distribute all or substantially all of its net realized capital gains (reduced by available capital loss carryforwards from prior years). Distributions to common shareholders are recorded on the ex-dividend date. Distributions to preferred shareholders are recorded daily and are payable at the end of each dividend period. The dividend rates for the APS at September 30, 2013, and the amount of dividends accrued (including capital gains, if any) to APS shareholders, average APS dividend rates (annualized), and dividend rate ranges for the six months then ended were as follows:

APS Dividend	Dividends	Average APS	Dividend
Rates at	Accrued to APS	Dividend	Rate
September 30, 2013	Shareholders	Rates	Ranges (%)



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Series A	0.08%	\$	32,198	0.12%	0.08	0.21
Series B	0.15		33,138	0.12	0.08	0.23
Series C	0.09		34,193	0.13	0.08	0.23
Series D	0.06		29,509	0.11	0.06	0.17
Series E	0.09		33,168	0.12	0.05	0.23

Beginning February 13, 2008 and consistent with the patterns in the broader market for auction-rate securities, the Fund's APS auctions were unsuccessful in clearing due to an imbalance of sell orders over bids to buy the APS. As a result, the dividend rates of the APS were reset to the maximum applicable rates. The table above reflects such maximum dividend rate for each series as of September 30, 2013.

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Notes to Financial Statements (Unaudited) continued

The Fund distinguishes between distributions on a tax basis and a financial reporting basis. Accounting principles generally accepted in the United States of America require that only distributions in excess of tax basis earnings and profits be reported in the financial statements as a return of capital. Permanent differences between book and tax accounting relating to distributions are reclassified to paid-in capital. For tax purposes, distributions from short-term capital gains are considered to be from ordinary income.

## 4 Investment Adviser Fee and Other Transactions with Affiliates

The investment adviser fee is earned by EVM as compensation for management and investment advisory services rendered to the Fund. The fee is computed at an annual rate of 0.75% of the Fund's average weekly gross assets and is payable monthly. Gross assets as referred to herein represent net assets plus obligations attributable to investment leverage. For the six months ended September 30, 2013, the Fund's investment adviser fee amounted to \$10,743,405. The Fund invests its cash in Cash Reserves Fund. EVM does not currently receive a fee for advisory services provided to Cash Reserves Fund. EVM also serves as administrator of the Fund, but receives no compensation.

Trustees and officers of the Fund who are members of EVM's organization receive remuneration for their services to the Fund out of the investment adviser fee. Trustees of the Fund who are not affiliated with EVM may elect to defer receipt of all or a percentage of their annual fees in accordance with the terms of the Trustees Deferred Compensation Plan. For the six months ended September 30, 2013, no significant amounts have been deferred. Certain officers and Trustees of the Fund are officers of EVM.

## 5 Purchases and Sales of Investments

Purchases and sales of investments, other than short-term obligations and including maturities, paydowns and principal repayments on Senior Loans, for the six months ended September 30, 2013 were as follows:

	Purchases	Sales
Investments (non-U.S. Government)	\$ 657,121,567	\$ 476,995,963
U.S. Government and Agency Securities	85,102,136	66,496,925
	<b>\$ 742,223,703</b>	<b>\$ 543,492,888</b>

## 6 Common Shares of Beneficial Interest

The Fund may issue common shares pursuant to its dividend reinvestment plan. Transactions in common shares were as follows:

	Six Months Ended	Year Ended
	September 30, 2013	March 31, 2013
Issued to shareholders electing to receive payments of distributions in Fund shares	39,354	163,511
<b>Net increase</b>	<b>39,354</b>	<b>163,511</b>

## 7 Federal Income Tax Basis of Investments

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The cost and unrealized appreciation (depreciation) of investments of the Fund at September 30, 2013, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 2,995,617,001</b>
Gross unrealized appreciation	\$ 83,078,897
Gross unrealized depreciation	(39,307,243)
<b>Net unrealized appreciation</b>	<b>\$ 43,771,654</b>

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Notes to Financial Statements (Unaudited) continued

## 8 Restricted Securities

At September 30, 2013, the Fund owned the following securities (representing 0.3% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Fund has various registration rights (exercisable under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

Description	Date of Acquisition	Principal		Value
		Amount/ Shares	Cost	
<b>Convertible Bonds</b>				
Mood Media Corp.	7/30/12	75,000	\$ 0	\$ 41,550
<b>Total Convertible Bonds</b>			<b>\$ 0</b>	<b>\$ 41,550</b>
<b>Common Stocks</b>				
Environmental Systems Products Holdings, Inc.	10/25/07	2,484	\$ 0	\$ 189,430
Panolam Holdings Co.	12/30/09	3,677	2,020,511	4,826,761
<b>Total Common Stocks</b>			<b>\$ 2,020,511</b>	<b>\$ 5,016,191</b>
<b>Preferred Stocks</b>				
Environmental Systems Products Holdings, Inc., Series A	10/25/07	569	\$ 9,958	\$ 35,750
<b>Total Preferred Stocks</b>			<b>\$ 9,958</b>	<b>\$ 35,750</b>
<b>Total Restricted Securities</b>			<b>\$ 2,030,469</b>	<b>\$ 5,093,491</b>

## 9 Financial Instruments

The Fund may trade in financial instruments with off-balance sheet risk in the normal course of its investing activities. These financial instruments may include forward foreign currency exchange contracts, financial futures contracts and written swaptions and may involve, to a varying degree, elements of risk in excess of the amounts recognized for financial statement purposes. The notional or contractual amounts of these instruments represent the investment the Fund has in particular classes of financial instruments and do not necessarily represent the amounts potentially subject to risk. The measurement of the risks associated with these instruments is meaningful only when all related and offsetting transactions are considered. A summary of written swaptions at September 30, 2013 is included in the Portfolio of Investments.

A summary of obligations under these financial instruments at September 30, 2013 is as follows:

## Forward Foreign Currency Exchange Contracts

Sales

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<b>Settlement Date</b>	<b>Deliver</b>	<b>In Exchange For</b>	<b>Counterparty</b>	<b>Net Unrealized Depreciation</b>
10/31/13	British Pound Sterling 4,496,040	United States Dollar 6,890,923	HSBC Bank USA	\$ (386,061)
10/31/13	Canadian Dollar 898,803	United States Dollar 870,942	Citibank NA	(1,001)
10/31/13	Euro 2,859,729	United States Dollar 3,789,570	Deutsche Bank	(79,492)
11/29/13	British Pound Sterling 6,944,270	United States Dollar 10,771,604	Goldman Sachs International	(465,581)

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

Notes to Financial Statements (Unaudited) continued

## Forward Foreign Currency Exchange Contracts (continued)

Sales				Net Unrealized
Settlement Date	Deliver	In Exchange For	Counterparty	Depreciation
11/29/13	Euro 28,860,316	United States Dollar 38,477,728	Citibank NA	\$ (571,973)
12/31/13	British Pound Sterling 3,060,938	United States Dollar 4,899,950	Citibank NA	(52,196)
12/31/13	Euro 1,667,937	United States Dollar 2,249,363	HSBC Bank USA	(7,629)
				<b>\$ (1,563,933)</b>

## Futures Contracts

Expiration					Net Unrealized
Month/Year	Contracts	Position	Aggregate Cost	Value	Depreciation
12/13	125				
12/13	U.S. 2-Year Treasury Note 175	Short	\$ (27,455,078)	\$ (27,533,203)	\$ (78,125)
12/13	U.S. 5-Year Treasury Note 235	Short	(20,924,805)	(21,183,204)	(258,399)
12/13	U.S. 10-Year Treasury Note 30	Short	(29,171,211)	(29,701,797)	(530,586)
	U.S. Long Treasury Bond	Short	(3,931,406)	(4,001,250)	(69,844)
					<b>\$ (936,954)</b>

Written swaptions activity for the six months ended September 30, 2013 was as follows:

Notional Amount	Premiums Received
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	(000 s omitted)	
Outstanding, beginning of period	\$	\$
Swaptions written	52,500	2,031,750
<b>Outstanding, end of period</b>	<b>\$ 52,500</b>	<b>\$ 2,031,750</b>

At September 30, 2013, the Fund had sufficient cash and/or securities to cover commitments under these contracts.

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Notes to Financial Statements (Unaudited) continued

In the normal course of pursuing its investment objective, the Fund is subject to the following risks:

**Foreign Exchange Risk:** Because the Fund holds foreign currency denominated investments, the value of these investments and related receivables and payables may change due to future changes in foreign currency exchange rates. To hedge against this risk, the Fund enters into forward foreign currency exchange contracts.

**Interest Rate Risk:** The Fund utilizes various interest rate derivatives including futures contracts and interest rate swaptions to manage the duration of its portfolio and to hedge against fluctuations in securities price due to interest rates.

The Fund enters into forward foreign currency exchange contracts and written swaptions that may contain provisions whereby the counterparty may terminate the contract under certain conditions, including but not limited to a decline in the Fund's net assets below a certain level over a certain period of time, which would trigger a payment by the Fund for those derivatives in a liability position. At September 30, 2013 the fair value of derivatives with credit-related contingent features in a net liability position was \$3,790,511.

The non-exchange traded derivatives in which the Fund invests, including forward foreign currency exchange contracts and purchased swaptions contracts, are subject to the risk that the counterparty to the contract fails to perform its obligations under the contract. To mitigate this risk, the Fund has entered into master netting agreements with substantially all of its derivative counterparties, which allows it and a counterparty to aggregate amounts owed by each of them for derivative transactions under the agreement into a single net amount payable by either the Fund or the counterparty. Counterparties may be required to pledge collateral in the form of cash, U.S. Government securities or highly-rated bonds for the benefit of the Fund if the net amount due from the counterparty with respect to a derivative contract exceeds a certain threshold. The amount of collateral posted by the counterparties with respect to such contracts would also reduce the amount of any loss incurred. Collateral pledged for the benefit of the Fund is held in a segregated account by the Fund's custodian. The portion of such collateral representing cash of \$97,000 is reflected as restricted cash with a corresponding liability on the Statement of Assets and Liabilities. The carrying amount of the liability at September 30, 2013 approximated its fair value. If measured at fair value, the liability for cash collateral due to broker would have been considered as Level 2 in the fair value hierarchy (see Note 13) at September 30, 2013.

The fair value of open derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) by risk exposure at September 30, 2013 was as follows:

Risk	Derivative	Fair Value	
		Asset Derivative	Liability Derivative
Foreign Exchange	Forward foreign currency exchange contracts	\$	\$ (1,563,933) <sup>(1)</sup>
Interest rate	Financial futures contracts		(936,954) <sup>(2)</sup>
Interest rate	Interest rate swaptions	2,226,578 <sup>(3)</sup>	
Interest rate	Interest rate swaptions written		(2,226,578) <sup>(4)</sup>
<b>Total</b>		<b>\$ 2,226,578</b>	<b>\$ (4,727,465)</b>
<b>Derivatives not subject to master netting agreements</b>		<b>\$</b>	<b>\$ (936,954)</b>
<b>Total Derivatives subject to master netting agreements</b>		<b>\$ 2,226,578</b>	<b>\$ (3,790,511)</b>

<sup>(1)</sup> Statement of Assets and Liabilities location: Payable for open forward foreign currency exchange contracts; Net unrealized appreciation.



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- (2) Amount represents cumulative unrealized depreciation on futures contracts in the Futures Contracts table above. Only the current day's variation margin on open futures contracts is reported within the Statement of Assets and Liabilities as Receivable or Payable for variation margin, as applicable.
  
- (3) Statement of Assets and Liabilities location: Unaffiliated investments, at value.
  
- (4) Statement of Assets and Liabilities location: Written swaptions outstanding, at value.

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Notes to Financial Statements (Unaudited) continued

During the current reporting period, the Fund adopted the new disclosure requirements for offsetting assets and liabilities, pursuant to which an entity is required to disclose both gross and net information for assets and liabilities related to derivatives, repurchase and reverse repurchase agreements, and securities lending and securities borrowing transactions that are eligible for offset or subject to an enforceable master netting or similar agreement. The Fund's derivative assets and liabilities at fair value by risk, which are reported gross in the Statement of Assets and Liabilities, are presented in the table above. The following tables present the Fund's derivative assets and liabilities by counterparty, net of amounts available for offset under a master netting agreement and net of the related collateral received by the Fund for assets and pledged by the Fund for liabilities as of September 30, 2013.

Counterparty	Derivative Assets	Derivatives	Non-cash	Cash	Net Amount
	Subject to Master	Available	Collateral	Collateral	of Derivative
	Netting Agreement	for Offset	Received <sup>(a)</sup>	Received <sup>(a)</sup>	Assets <sup>(b)</sup>
Credit Suisse International	\$ 2,226,578	\$	\$ (2,129,578)	\$ (97,000)	\$
	<b>\$ 2,226,578</b>	<b>\$</b>	<b>\$ (2,129,578)</b>	<b>\$ (97,000)</b>	<b>\$</b>
Counterparty	Derivative Liabilities	Derivatives	Non-cash	Cash	Net Amount
	Subject to Master	Available	Collateral	Collateral	of Derivative
	Netting Agreement	for Offset	Pledged <sup>(a)</sup>	Cash Collateral Pledged <sup>(a)</sup>	Liabilities <sup>(c)</sup>
Citibank NA	\$ (2,851,748)	\$	\$	\$ 2,851,748	\$
Deutsche Bank	(79,492)				(79,492)
Goldman Sachs International	(465,581)			260,000	(205,581)
HSBC	(393,690)		123,690	270,000	
	<b>\$ (3,790,511)</b>	<b>\$</b>	<b>\$ 123,690</b>	<b>\$ 3,381,748</b>	<b>\$ (285,073)</b>

(a) In some instances, the actual collateral received and/or pledged may be more than the amount shown due to overcollateralization.

(b) Net amount represents the net amount due from the counterparty in the event of default.

(c) Net amount represents the net amount payable to the counterparty in the event of default. Information with respect to reverse repurchase agreements at September 30, 2013 is included at Note 11.

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The effect of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) on the Statement of Operations by risk exposure for the six months ended September 30, 2013 was as follows:

<b>Risk</b>	<b>Derivative</b>	<b>Realized Gain (Loss) on Derivatives Recognized in Income<sup>(1)</sup></b>	<b>Change in Unrealized Appreciation (Depreciation) on Derivatives Recognized in Income<sup>(2)</sup></b>
Foreign Exchange	Forward foreign currency exchange contracts	\$ (1,057,888)	\$ (2,781,821)
Interest Rate	Futures contracts	2,086,333	(791,680)
Interest Rate	Interest rate swaptions	(504,000)	1,741,058
Interest Rate	Interest rate swaptions written		(194,828)
<b>Total</b>		<b>\$ 524,445</b>	<b>\$ (2,027,271)</b>

<sup>(1)</sup> Statement of Operations location: Net realized gain (loss) Foreign currency and forward foreign currency exchange contract transactions, Financial futures contracts and Investment transactions, respectively.

<sup>(2)</sup> Statement of Operations location: Change in unrealized appreciation (depreciation) Foreign currency and forward foreign currency exchange contracts, Financial futures contracts, Investments and Written swaptions, respectively.

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Notes to Financial Statements (Unaudited) continued

The average notional amounts of forward foreign currency exchange contracts, financial futures contracts and purchased swaptions outstanding during the six months ended September 30, 2013, which are indicative of the volume of these derivative types, were approximately \$67,390,000, \$69,000,000 and \$82,500,000, respectively.

## 10 Revolving Credit and Security Agreement

Effective March 28, 2013, the Fund renewed its Revolving Credit and Security Agreement, as amended (the Agreement) with conduit lenders and a bank to borrow up to a limit of \$715,625,000. Effective September 3, 2013, the Fund increased its borrowing limit to \$1 billion. The Agreement provides for a renewable 364-day backstop financing arrangement, which ensures that alternate financing will continue to be available to the Fund should the conduits be unable to place their commercial paper. Borrowings under the Agreement are secured by the assets of the Fund. Interest is charged at a rate above the conduits' commercial paper issuance rate and is payable monthly. Under the terms of the Agreement, in effect through March 19, 2014, the Fund pays a program fee of 0.80% per annum on its outstanding borrowings to administer the facility and a liquidity fee of 0.15% (0.25% if the Fund's outstanding borrowings are equal to or less than 50% of the borrowing limit) per annum on the borrowing limit under the Agreement. Program and liquidity fees for the six months ended September 30, 2013 totaled \$2,790,071 and are included in interest expense and fees on the Statement of Operations. The Fund is required to maintain certain net asset levels during the term of the Agreement. At September 30, 2013, the Fund had borrowings outstanding under the Agreement of \$680,200,000 at an interest rate of 0.22%. Based on the short-term nature of the borrowings under the Agreement and the variable interest rate, the carrying amount of the borrowings at September 30, 2013 approximated its fair value. If measured at fair value, borrowings under the Agreement would have been considered as Level 2 in the fair value hierarchy (see Note 13) at September 30, 2013. For the six months ended September 30, 2013, the average borrowings under the Agreement and the average annual interest rate (excluding fees) were \$543,746,448 and 0.23%, respectively.

## 11 Reverse Repurchase Agreements

Reverse repurchase agreements outstanding as of September 30, 2013 were as follows:

Counterparty	Trade Date	Maturity Date	Interest	Principal	Principal Amount
			Rate	Amount	Including Accrued Interest
Bank of America	9/24/13	10/24/13	0.39%	\$ 108,192,000	\$ 108,199,494

For the six months ended September 30, 2013, the average borrowings under reverse repurchase agreements and the average annual interest rate were \$104,965,891 and 0.39%, respectively. At September 30, 2013, the market value of securities pledged for the benefit of the counterparty for reverse repurchase agreements, which exceeded the amount of borrowings, was \$116,928,386. Based on the short-term nature of the borrowings under the reverse repurchase agreements, the carrying value of the payable for reverse repurchase agreements approximated its fair value at September 30, 2013. If measured at fair value, borrowings under the reverse repurchase agreements would have been considered as Level 2 in the fair value hierarchy (see Note 13) at September 30, 2013.

## 12 Risks Associated with Foreign Investments

Investing in securities issued by companies whose principal business activities are outside the United States may involve significant risks not present in domestic investments. For example, there is generally less publicly available information about foreign companies, particularly those not subject to the disclosure and reporting requirements of the U.S. securities laws. Certain foreign issuers are generally not bound by uniform accounting, auditing, and financial reporting requirements and standards of practice comparable to those applicable to domestic issuers. Investments in foreign securities also involve the risk of possible adverse changes in investment or exchange control regulations, expropriation or confiscatory taxation, limitation on the removal of funds or other assets of the Fund, political or financial instability or diplomatic and other developments which could affect such investments. Foreign securities markets, while growing in

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volume and sophistication, are generally not as developed as those in the United States, and securities of some foreign issuers (particularly those located in developing countries) may be less liquid and more volatile than securities of comparable U.S. companies. In general, there is less overall governmental supervision and regulation of foreign securities markets, broker/dealers and issuers than in the United States.

### 13 Fair Value Measurements

Under generally accepted accounting principles for fair value measurements, a three-tier hierarchy to prioritize the assumptions, referred to as inputs, is used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

Level 1 quoted prices in active markets for identical investments

Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)

Level 3 significant unobservable inputs (including a fund's own assumptions in determining the fair value of investments)

## Eaton Vance

## Limited Duration Income Fund

September 30, 2013

## Notes to Financial Statements (Unaudited) continued

In cases where the inputs used to measure fair value fall in different levels of the fair value hierarchy, the level disclosed is determined based on the lowest level input that is significant to the fair value measurement in its entirety. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

At September 30, 2013, the hierarchy of inputs used in valuing the Fund's investments and open derivative instruments, which are carried at value, were as follows:

Asset Description	Level 1	Level 2	Level 3*	Total
Senior Floating-Rate Interests (Less Unfunded Loan Commitments)	\$	\$ 1,153,660,665	\$ 2,188,185	\$ 1,155,848,850
Corporate Bonds & Notes		1,051,396,228	5,993,322	1,057,389,550
Foreign Corporate Bonds		1,213,266		1,213,266
Foreign Government Securities		1,076,000		1,076,000
Mortgage-Pass-Throughs		392,506,927		392,506,927
Collateralized Mortgage Obligations		118,772,605		118,772,605
Commercial Mortgage-Backed Securities		171,347,471		171,347,471
Asset-Backed Securities		11,418,415		11,418,415
U.S. Government Agency Obligations		29,501,042		29,501,042
U.S. Treasury Obligations		34,630,850		34,630,850
Tax-Exempt Investments		181,074		181,074
Common Stocks		5,291,330	15,423,411	20,714,741
Convertible Bonds			41,550	41,550
Preferred Stocks	1,045,455	2,400,297	35,750	3,481,502
Warrants		253,025	37,200	290,225
Miscellaneous		147,200	0	147,200
Interest Rate Swaptions Purchased		2,226,578		2,226,578
Short-Term Investments		38,600,809		38,600,809
<b>Total Investments</b>	<b>\$ 1,045,455</b>	<b>\$ 3,014,623,782</b>	<b>\$ 23,719,418</b>	<b>\$ 3,039,388,655</b>
<b>Liability Description</b>				
Interest Rate Swaptions Written	\$	\$ (2,226,578)	\$	\$ (2,226,578)
Forward Foreign Currency Exchange Contracts		(1,563,933)		(1,563,933)
Futures Contracts	(936,954)			(936,954)
<b>Total</b>	<b>\$ (936,954)</b>	<b>\$ (3,790,511)</b>	<b>\$</b>	<b>\$ (4,727,465)</b>

\* None of the unobservable inputs for Level 3 assets, individually or collectively, had a material impact on the Fund.

Level 3 investments at the beginning and/or end of the period in relation to net assets were not significant and accordingly, a reconciliation of Level 3 assets for the six months ended September 30, 2013 is not presented.

At September 30, 2013, there were no investments transferred between Level 1 and Level 2 during the six months then ended.

## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

#### Board of Trustees Contract Approval

##### Overview of the Contract Review Process

The Investment Company Act of 1940, as amended (the 1940 Act ), provides, in substance, that each investment advisory agreement between a fund and its investment adviser will continue in effect from year to year only if its continuation is approved at least annually by the fund's board of trustees, including by a vote of a majority of the trustees who are not interested persons of the fund ( Independent Trustees ), cast in person at a meeting called for the purpose of considering such approval.

At a meeting of the Boards of Trustees (each a Board ) of the Eaton Vance group of mutual funds (the Eaton Vance Funds ) held on April 23, 2013, the Board, including a majority of the Independent Trustees, voted to approve continuation of existing advisory and sub-advisory agreements for the Eaton Vance Funds for an additional one-year period. In voting its approval, the Board relied upon the affirmative recommendation of the Contract Review Committee of the Board, which is a committee comprised exclusively of Independent Trustees. Prior to making its recommendation, the Contract Review Committee reviewed information furnished by each adviser to the Eaton Vance Funds (including information specifically requested by the Board) for a series of meetings of the Contract Review Committee held between February and April 2013, as well as information considered during prior meetings of the committee. Such information included, among other things, the following:

##### *Information about Fees, Performance and Expenses*

An independent report comparing the advisory and related fees paid by each fund with fees paid by comparable funds;

An independent report comparing each fund's total expense ratio and its components to comparable funds;

An independent report comparing the investment performance of each fund (including, where relevant, yield data, Sharpe ratios and information ratios) to the investment performance of comparable funds over various time periods;

Data regarding investment performance in comparison to benchmark indices and customized peer groups, in each case as approved by the Board with respect to the funds;

For each fund, comparative information concerning the fees charged and the services provided by each adviser in managing other accounts (including mutual funds, other collective investment funds and institutional accounts) using investment strategies and techniques similar to those used in managing such fund;

Profitability analyses for each adviser with respect to each fund;

##### *Information about Portfolio Management and Trading*

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Descriptions of the investment management services provided to each fund, including the investment strategies and processes employed, and any changes in portfolio management processes and personnel;

Information about the allocation of brokerage and the benefits received by each adviser as a result of brokerage allocation, including information concerning the acquisition of research through client commission arrangements and the fund's policies with respect to soft dollar arrangements;

Data relating to portfolio turnover rates of each fund;

The procedures and processes used to determine the fair value of fund assets and actions taken to monitor and test the effectiveness of such procedures and processes;

Information about each adviser's processes for monitoring best execution of portfolio transactions, and other policies and practices of each adviser with respect to trading;

*Information about each Adviser*

Reports detailing the financial results and condition of each adviser;

Descriptions of the qualifications, education and experience of the individual investment professionals whose responsibilities include portfolio management and investment research for the funds, and information relating to their compensation and responsibilities with respect to managing other mutual funds and investment accounts;

Copies of the Codes of Ethics of each adviser and its affiliates, together with information relating to compliance with and the administration of such codes;

Copies of or descriptions of each adviser's policies and procedures relating to proxy voting, the handling of corporate actions and class actions;

Information concerning the resources devoted to compliance efforts undertaken by each adviser and its affiliates on behalf of the funds (including descriptions of various compliance programs) and their record of compliance with investment policies and restrictions, including policies with respect to market-timing, late trading and selective portfolio disclosure, and with policies on personal securities transactions;

Descriptions of the business continuity and disaster recovery plans of each adviser and its affiliates;

A description of Eaton Vance Management's procedures for overseeing third party advisers and sub-advisers, including with respect to regulatory and compliance issues, investment management and other matters;



## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

Board of Trustees Contract Approval continued

#### *Other Relevant Information*

Information concerning the nature, cost and character of the administrative and other non-investment management services provided by Eaton Vance Management and its affiliates;

Information concerning management of the relationship with the custodian, subcustodians and fund accountants by each adviser or the funds administrator; and

The terms of each advisory agreement.

In addition to the information identified above, the Contract Review Committee considered information provided from time to time by each adviser throughout the year at meetings of the Board and its committees. Over the course of the twelve-month period ended April 30, 2013, with respect to one or more funds, the Board met eight times and the Contract Review Committee, the Audit Committee, the Governance Committee, the Portfolio Management Committee and the Compliance Reports and Regulatory Matters Committee, each of which is a Committee comprised solely of Independent Trustees, met eight, twenty-one, five, nine and thirteen times respectively. At such meetings, the Trustees participated in investment and performance reviews with the portfolio managers and other investment professionals of each adviser relating to each fund. The Board and its Committees considered the investment and trading strategies used in pursuing each fund's investment objective, including, where relevant, the use of derivative instruments, as well as processes for monitoring best execution of portfolio transactions and risk management techniques. The Board and its Committees also evaluated issues pertaining to industry and regulatory developments, compliance procedures, fund governance and other issues with respect to the funds, and received and participated in reports and presentations provided by Eaton Vance Management and other fund advisers with respect to such matters.

For funds that invest through one or more underlying portfolios, the Board considered similar information about the portfolio(s) when considering the approval of advisory agreements. In addition, in cases where the fund's investment adviser has engaged a sub-adviser, the Board considered similar information about the sub-adviser when considering the approval of any sub-advisory agreement.

The Contract Review Committee was assisted throughout the contract review process by Goodwin Procter LLP, legal counsel for the Independent Trustees. The members of the Contract Review Committee relied upon the advice of such counsel and their own business judgment in determining the material factors to be considered in evaluating each advisory and sub-advisory agreement and the weight to be given to each such factor. The conclusions reached with respect to each advisory and sub-advisory agreement were based on a comprehensive evaluation of all the information provided and not any single factor. Moreover, each member of the Contract Review Committee may have placed varying emphasis on particular factors in reaching conclusions with respect to each advisory and sub-advisory agreement.

#### Results of the Process

Based on its consideration of the foregoing, and such other information as it deemed relevant, including the factors and conclusions described below, the Contract Review Committee concluded that the continuation of the investment advisory agreement of Eaton Vance Limited Duration Income Fund (the Fund) with Eaton Vance Management (the Adviser), including its fee structure, is in the interests of shareholders and, therefore, the Contract Review Committee recommended to the Board approval of the agreement. The Board accepted the recommendation of the Contract Review Committee as well as the factors considered and conclusions reached by the Contract Review Committee with respect to the agreement. Accordingly, the Board, including a majority of the Independent Trustees, voted to approve continuation of the investment advisory agreement for the Fund.

#### Nature, Extent and Quality of Services

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In considering whether to approve the investment advisory agreement of the Fund, the Board evaluated the nature, extent and quality of services provided to the Fund by the Adviser.

The Board considered the Adviser's management capabilities and investment process with respect to the types of investments held by the Fund, including the education, experience and number of its investment professionals and other personnel who provide portfolio management, investment research, and similar services to the Fund, including recent changes to such personnel. In particular, the Board considered, where relevant, the abilities and experience of such investment personnel in analyzing factors such as credit risk and special considerations relevant to investing in senior secured floating rate loans, mortgage-backed securities and high-yield bonds. The Board considered the resources available to personnel of the Adviser, including research services. The Board also took into account the resources dedicated to portfolio management and other services, including the compensation methods of the Adviser to recruit and retain investment personnel, and the time and attention devoted to the Fund by senior management.

The Board reviewed the compliance programs of the Adviser and relevant affiliates thereof. Among other matters, the Board considered compliance and reporting matters relating to personal trading by investment personnel, selective disclosure of portfolio holdings, late trading, frequent trading, portfolio valuation, business continuity and the allocation of investment opportunities. The Board also evaluated the responses of the Adviser and its affiliates to requests in recent years from regulatory authorities such as the Securities and Exchange Commission and the Financial Industry Regulatory Authority.

The Board considered shareholder and other administrative services provided or managed by Eaton Vance Management and its affiliates, including transfer agency and accounting services. The Board evaluated the benefits to shareholders of investing in a fund that is a part of a large family of funds.

## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

#### Board of Trustees Contract Approval continued

After consideration of the foregoing factors, among others, the Board concluded that the nature, extent and quality of services provided by the Adviser, taken as a whole, are appropriate and consistent with the terms of the investment advisory agreement.

#### Fund Performance

The Board compared the Fund's investment performance to a relevant universe of comparable funds identified by an independent data provider and appropriate benchmark indices, as well as a customized peer group of similarly managed funds approved by the Board. The Board reviewed comparative performance data for the one-, three- and five-year periods ended September 30, 2012 for the Fund. On the basis of the foregoing and other relevant information provided by the Adviser in response to inquiries from the Contract Review Committee, the Board concluded that the performance of the Fund was satisfactory.

#### Management Fees and Expenses

The Board reviewed contractual investment advisory fee rates payable by the Fund (referred to as management fees). As part of its review, the Board considered the management fees and the Fund's total expense ratio for the year ended September 30, 2012, as compared to a group of similarly managed funds selected by an independent data provider. The Board considered the fact that the Adviser had waived fees and/or paid expenses for the Fund. The Board also considered factors that had an impact on Fund expense ratios, as identified by management in response to inquiries from the Contract Review Committee, as well as actions taken by management in recent years to reduce expenses at the Eaton Vance fund complex level, including the negotiation of reduced fees for transfer agency and custody services.

After reviewing the foregoing information, and in light of the nature, extent and quality of the services provided by the Adviser, the Board concluded that the management fees charged for advisory and related services are reasonable.

#### Profitability

The Board reviewed the level of profits realized by the Adviser and relevant affiliates thereof in providing investment advisory and administrative services to the Fund and to all Eaton Vance Funds as a group. The Board considered the level of profits realized without regard to revenue sharing or other payments by the Adviser and its affiliates to third parties in respect of distribution services. The Board also considered other direct or indirect benefits received by the Adviser and its affiliates in connection with their relationships with the Fund, including the benefits of research services that may be available to the Adviser as a result of securities transactions effected for the Fund and other investment advisory clients.

The Board concluded that, in light of the foregoing factors and the nature, extent and quality of the services rendered, the profits realized by the Adviser and its affiliates are reasonable.

#### Economies of Scale

In reviewing management fees and profitability, the Board also considered the extent to which the Adviser and its affiliates, on the one hand, and the Fund, on the other hand, can expect to realize benefits from economies of scale as the assets of the Fund increase. The Board acknowledged the difficulty in accurately measuring the benefits resulting from the economies of scale with respect to the management of any specific fund or group of funds. The Board reviewed data summarizing the increases and decreases in the assets of the Fund and of all Eaton Vance Funds as a group over various time periods, and evaluated the extent to which the total expense ratio of the Fund and the profitability of the Adviser and its affiliates may have been affected by such increases or decreases. Based upon the foregoing, the Board concluded that the Fund currently shares in the benefits from economies of scale. The Board also considered the fact that the Fund is not continuously offered and that the Fund's assets are not expected to increase materially in the foreseeable future. The Board concluded that, in light of the level of the Adviser's profits with respect to the Fund, the implementation of breakpoints in the advisory fee schedule is not appropriate at this time.



## Eaton Vance

### Limited Duration Income Fund

September 30, 2013

#### Officers and Trustees

##### Officers of Eaton Vance Limited Duration Income Fund

Payson F. Swaffield

*President*

James F. Kirchner

*Treasurer*

Maureen A. Gemma

*Vice President, Secretary and Chief Legal Officer*

Paul M. O'Neil

*Chief Compliance Officer*

##### Trustees of Eaton Vance Limited Duration Income Fund

Ralph F. Verni

*Chairman*

Scott E. Eston

Benjamin C. Esty

Thomas E. Faust Jr.\*

Allen R. Freedman

William H. Park

Ronald A. Pearlman

Helen Frame Peters

Lynn A. Stout

Harriett Tee Taggart

\* Interested Trustee

**Number of Employees**

The Fund is organized as a Massachusetts business trust and is registered under the Investment Company Act of 1940, as amended, as a closed-end management investment company and has no employees.

**Number of Shareholders**

As of September 30, 2013, Fund records indicate that there are 103 registered shareholders and approximately 89,098 shareholders owning the Fund shares in street name, such as through brokers, banks, and financial intermediaries.

If you are a street name shareholder and wish to receive Fund reports directly, which contain important information about the Fund, please write or call:

Eaton Vance Distributors, Inc.

Two International Place

Boston, MA 02110

1-800-262-1122

**NYSE MKT symbol**

The NYSE MKT symbol is EVV.

## Eaton Vance Funds

### IMPORTANT NOTICES

**Privacy.** The Eaton Vance organization is committed to ensuring your financial privacy. Each of the financial institutions identified below has in effect the following policy ( Privacy Policy ) with respect to nonpublic personal information about its customers:

Only such information received from you, through application forms or otherwise, and information about your Eaton Vance fund transactions will be collected. This may include information such as name, address, social security number, tax status, account balances and transactions.

None of such information about you (or former customers) will be disclosed to anyone, except as permitted by law (which includes disclosure to employees necessary to service your account). In the normal course of servicing a customer's account, Eaton Vance may share information with unaffiliated third parties that perform various required services such as transfer agents, custodians and broker-dealers.

Policies and procedures (including physical, electronic and procedural safeguards) are in place that are designed to protect the confidentiality of such information.

We reserve the right to change our Privacy Policy at any time upon proper notification to you. Customers may want to review our Privacy Policy periodically for changes by accessing the link on our homepage: [www.eatonvance.com](http://www.eatonvance.com).

Our pledge of privacy applies to the following entities within the Eaton Vance organization: the Eaton Vance Family of Funds, Eaton Vance Management, Eaton Vance Investment Counsel, Eaton Vance Distributors, Inc., Eaton Vance Trust Company, Eaton Vance Management's Real Estate Investment Group and Boston Management and Research. In addition, our Privacy Policy applies only to those Eaton Vance customers who are individuals and who have a direct relationship with us. If a customer's account (i.e., fund shares) is held in the name of a third-party financial advisor/broker-dealer, it is likely that only such advisor's privacy policies apply to the customer. This notice supersedes all previously issued privacy disclosures. For more information about Eaton Vance's Privacy Policy, please call 1-800-262-1122.

**Delivery of Shareholder Documents.** The Securities and Exchange Commission (SEC) permits funds to deliver only one copy of shareholder documents, including prospectuses, proxy statements and shareholder reports, to fund investors with multiple accounts at the same residential or post office box address. This practice is often called "householding" and it helps eliminate duplicate mailings to shareholders. *Eaton Vance, or your financial advisor, may household the mailing of your documents indefinitely unless you instruct Eaton Vance, or your financial advisor, otherwise.* If you would prefer that your Eaton Vance documents not be householded, please contact Eaton Vance at 1-800-262-1122, or contact your financial advisor. Your instructions that householding not apply to delivery of your Eaton Vance documents will be effective within 30 days of receipt by Eaton Vance or your financial advisor.

**Portfolio Holdings.** Each Eaton Vance Fund and its underlying Portfolio(s) (if applicable) will file a schedule of portfolio holdings on Form N-Q with the SEC for the first and third quarters of each fiscal year. The Form N-Q will be available on the Eaton Vance website at [www.eatonvance.com](http://www.eatonvance.com), by calling Eaton Vance at 1-800-262-1122 or in the EDGAR database on the SEC's website at [www.sec.gov](http://www.sec.gov). Form N-Q may also be reviewed and copied at the SEC's public reference room in Washington, D.C. (call 1-800-732-0330 for information on the operation of the public reference room).

**Proxy Voting.** From time to time, funds are required to vote proxies related to the securities held by the funds. The Eaton Vance Funds or their underlying Portfolios (if applicable) vote proxies according to a set of policies and procedures approved by the Funds' and Portfolios' Boards. You may obtain a description of these policies and procedures and information on how the Funds or Portfolios voted proxies relating to portfolio securities during the most recent 12-month period ended June 30, without charge, upon request, by calling 1-800-262-1122 and by accessing the SEC's website at [www.sec.gov](http://www.sec.gov).

**Share Repurchase Program.** On November 11, 2013, the Fund's Board of Trustees approved a share repurchase program authorizing the Fund to repurchase up to 10% of its currently outstanding common shares in open-market transactions at a discount to net asset value. The repurchase program does not obligate the Fund to purchase a specific amount of shares. The Fund's repurchase activity, including the number of shares purchased, average price and average discount to net asset value, will be disclosed in the Fund's annual and semi-annual reports to shareholders.

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**Additional Notice to Shareholders.** If applicable, a Fund may redeem or purchase its outstanding auction preferred shares (APS) in order to maintain compliance with regulatory requirements, borrowing or rating agency requirements or for other purposes as it deems appropriate or necessary.

**Closed-End Fund Information.** Eaton Vance closed-end funds make fund performance data and certain information about portfolio characteristics available on the Eaton Vance website shortly after the end of each month. The funds' net asset value per share is readily accessible on the Eaton Vance website. Portfolio holdings for the most recent month-end are also posted to the website approximately 30 days following the end of the month. This information is available at [www.eatonvance.com](http://www.eatonvance.com) on the fund information pages under Individual Investors Closed-End Funds .



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Investment Adviser and Administrator

**Eaton Vance Management**

Two International Place

Boston, MA 02110

Custodian

**State Street Bank and Trust Company**

200 Clarendon Street

Boston, MA 02116

Transfer Agent

**American Stock Transfer & Trust Company**

59 Maiden Lane

Plaza Level

New York, NY 10038

Fund Offices

Two International Place

Boston, MA 02110

1856-11/13

CE-LDISRC

**Item 2. Code of Ethics**

Not required in this filing.

**Item 3. Audit Committee Financial Expert**

The registrant's Board has designated William H. Park, an independent trustee, as its audit committee financial expert. Mr. Park is a certified public accountant who is a consultant and private investor. Previously, he served as the Chief Financial Officer of Aveon Group, L.P. (an investment management firm), as the Vice Chairman of Commercial Industrial Finance Corp. (specialty finance company), as President and Chief Executive Officer of Prizm Capital Management, LLC (investment management firm), as Executive Vice President and Chief Financial Officer of United Asset Management Corporation (an institutional investment management firm) and as a Senior Manager at Price Waterhouse (now PricewaterhouseCoopers) (an independent registered public accounting firm).

**Item 4. Principal Accountant Fees and Services**

Not required in this filing.

**Item 5. Audit Committee of Listed Registrants**

Not required in this filing.

**Item 6. Schedule of Investments**

Please see schedule of investments contained in the Report to Stockholders included under Item 1 of this Form N-CSR.

**Item 7. Disclosure of Proxy Voting Policies and Procedures for Closed-End Management Investment Companies**

Not required in this filing.

**Item 8. Portfolio Managers of Closed-End Management Investment Companies**

Not required in this filing.

**Item 9. Purchases of Equity Securities by Closed-End Management Investment Company and Affiliated Purchasers**

No such purchases this period.

**Item 10. Submission of Matters to a Vote of Security Holders**

No material changes.

**Item 11. Controls and Procedures**

(a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

(b) There have been no changes in the registrant's internal controls over financial reporting during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

**Item 12. Exhibits**

(a)(1) Registrant's Code of Ethics Not applicable (please see Item 2).

- (a)(2)(i) Treasurer s Section 302 certification.
- (a)(2)(ii) President s Section 302 certification.
- (b) Combined Section 906 certification.

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Eaton Vance Limited Duration Income Fund

By: /s/ Payson F. Swaffield

Payson F. Swaffield

President

Date: November 7, 2013

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ James F. Kirchner

James F. Kirchner

Treasurer

Date: November 7, 2013

By: /s/ Payson F. Swaffield

Payson F. Swaffield

President

Date: November 7, 2013