

EATON VANCE LTD DURATION INCOME FUND

Form N-CSR

June 26, 2009

**Table of Contents**

**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)

April 30

Date of Fiscal Year End

April 30, 2009

Date of Reporting Period

---

**TABLE OF CONTENTS**

Item 1. Reports to Stockholders

Item 2. Code of Ethics

Item 3. Audit Committee Financial Expert

Item 4. Principal Accountant Fees and Services (a) -(d)

Item 5. Audit Committee of Listed registrants

Item 6. Schedule of Investments

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

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

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

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

Item 11. Controls and Procedures

Item 12. Exhibits

Signatures

EX-99.CERT Section 302 Certifications

EX-99.906CERT Section 906 Certifications

---

**Table of Contents**

**Item 1. Reports to Stockholders**

---

**Table of Contents**

---

**Table of Contents**

**IMPORTANT NOTICES REGARDING PRIVACY,  
DELIVERY OF SHAREHOLDER DOCUMENTS,  
PORTFOLIO HOLDINGS AND PROXY VOTING**

**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 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, Boston Management and Research, and Eaton Vance Distributors, Inc.

In addition, our Privacy Policy only applies 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 adviser/broker-dealer, it is likely that only such adviser'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 (the 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 adviser, may household the mailing of your documents indefinitely unless you instruct Eaton Vance, or your financial adviser, 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 adviser.

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 adviser.

**Portfolio Holdings.** Each Eaton Vance Fund and its underlying Portfolio (if applicable) will file a schedule of its 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 [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. This description is also available on the SEC's website at [www.sec.gov](http://www.sec.gov).

---

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

**MANAGEMENT'S DISCUSSION OF FUND PERFORMANCE**

Payson F. Swaffield, CFA

Co-Portfolio Manager

Mark S. Venezia, CFA

Co-Portfolio Manager

Christine M. Johnston, CFA

Co-Portfolio Manager

**Economic and Market Conditions**

Credit markets experienced unprecedented volatility during the year ending April 30, 2009. The subprime crisis of 2007 expanded in 2008 to include nearly all credit instruments, which, in turn, caused the world economy to slip into recession. September 2008 brought a series of events that rattled the financial markets: the government bailouts of Fannie Mae and Freddie Mac, the bankruptcy of Lehman Brothers, the rescue of American International Group, and a litany of unprecedented steps by the U.S. Treasury and the Federal Reserve to stabilize the credit markets.

The 12-month period was a rollercoaster for the credit sectors of the bond market, with poor performance in the first eight months offset by a recovery in the final four months. U.S. Treasuries generally benefited from the flight to quality, turning in positive returns. For the year ending April 30, 2009, the total returns for the S&P/LSTA Leveraged Loan Index, the Merrill Lynch U.S. High Yield Index and the Barclays Capital U.S. Intermediate Government Bond Index were -13.43%, -14.69% and 6.65%, respectively.

In the high-yield and bank loan markets, there was little doubt that a recession would bring higher default rates, but it was difficult to reconcile trading levels with market fundamentals during November and December of 2008. A range of data and criteria used to monitor creditworthiness suggested that overall credit quality appeared to be in line with previous downturns. High-yield bonds and bank loans traded far below levels consistent with default and recovery expectations, reflecting a full-scale breakdown in the credit markets.

During the final four months of the period, the market for bank loans began to recover, and cash was put to work in a sector with no active sellers and a new issue market that remained largely closed. As a result, loan prices jumped. Other positive developments included spread tightening and robust debt issuance in the investment-grade debt market and improvements in short-term financing and other liquidity measures as government stimulus programs began to take hold. The high-yield market also benefited from the narrowing of spreads and a more optimistic outlook as the market rallied in 2009 amidst a more optimistic outlook for the economy that was triggered by the Obama administration's stimulus programs. B- and CCC-rated issues, which were oversold by December 2008, had the best performance during the final four months of the period.

**Management Discussion**

The Fund's investment objective is to provide a high level of current income, with a secondary objective of capital appreciation. The Fund pursues its objective by investing primarily in two distinct investment categories: 1) U.S. government agency mortgage-backed securities (MBS); 2) investments rated below investment-grade, which include (but are not limited to) senior, secured loans and high-yield bonds. As of April 30, 2009, the Fund was 34.8% invested in senior, secured loans; 36.2% invested in seasoned U.S. government agency MBS; and 27.9% invested in high-yield corporate bonds.

**Eaton Vance Limited Duration Income Fund****Total Return Performance 4/30/08 4/30/09**

NYSE Amex Symbol	EVV
At Net Asset Value (NAV) <sup>1</sup>	-10.71%
At Share Price <sup>1</sup>	-14.85
Premium/(Discount) to NAV (4/30/09)	-10.65%
Total Distributions per common share	\$ 1.37

Distribution Rate <sup>2</sup>	<i>At NAV</i>	10.03%
	<i>At Share</i>	
	<i>Price</i>	11.22%

Please refer to page 3 for additional performance information.

- <sup>1</sup> Performance results reflect the effect of leverage.
- <sup>2</sup> The Distribution Rate is based on the Fund's most recent monthly distribution per share (annualized) divided by the Fund's NAV or share price at the end of the period. The Fund's monthly distributions may be comprised of ordinary income, net realized capital gains and return of capital.

*Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value or share price (as applicable) with all distributions reinvested. The Fund's performance at share price will differ from its results at NAV. Although share price performance generally reflects investment results over time, during shorter periods, returns at share price can also be affected by factors such as changing perceptions about the Fund, market conditions, fluctuations in supply and demand for the Fund's 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 is for the stated time period only; due to market volatility, the Fund's current performance may be lower or higher than quoted. Absent an expense waiver by the investment adviser, the returns would be lower. For performance as of the most recent month end, please refer to [www.eatonvance.com](http://www.eatonvance.com).*

**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.**

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

**MANAGEMENT'S DISCUSSION OF FUND PERFORMANCE**

Michael W. Weilheimer, CFA

Co-Portfolio Manager

Scott H. Page, CFA

Co-Portfolio Manager

Across the Fund's primary investment sector allocations, the negative returns of senior, secured loans and high-yield corporate bonds were the main drivers of the Fund's performance. Within the bank loan sector, investments were broadly diversified across both issuer and industry. The Fund's bank loans were primarily senior, secured loans to companies with average revenues exceeding \$1 billion. For the year ended April 30, 2009 the Fund's bank loan investments slightly outperformed the S&P/LSTA Leveraged Loan Index (the Index) and is attributed to a modest overweight in the cable television and business services industries, both of which outperformed the Index, and an underweight in the automotive sector, which underperformed the Index.

In November and December of 2008, the relative performance of the Fund's high-yield bond investments was hurt by a lower allocation in BB-rated bonds relative to the Merrill Lynch U.S. High Yield Index, as BB-rated issues outperformed in the difficult market environment. During the high-yield market's recovery in 2009, however, the Fund's emphasis on B-rated bonds benefited performance. Many of these companies navigated the tumultuous economic environment better than had been expected. During the period, security selection in the technology, broadcasting and media industries benefited performance. In addition, an underweight to the poor-performing utilities industry was helpful. High-yield bond positions in the gaming, hotels and leisure and banking industries detracted from performance.

The Fund's MBS investments generated positive returns for the year. Similar to other U.S. credit markets, yield spreads over U.S. Treasuries for seasoned U.S. agency MBS widened during the first half of the year ending April 30, 2009, but narrowed considerably in the second half. MBS yield spreads benefited from the Federal Reserve's purchases of MBS in the secondary market designed to sustain lower mortgage rates and support the housing market which began in January 2009. MBS returns were also boosted by falling U.S. Treasury yields amidst a global flight to quality.

Within the MBS sector, the focus remained on seasoned, fixed-rate, U.S. government agency MBS. The underlying mortgages within the Fund's seasoned MBS investments were typically originated more than 10 years ago; therefore, the homeowners have generally built up equity in their homes over time. As a result, these mortgages have relatively low loan-to-value ratios, in addition to the securities being backed by U.S. government agencies. Despite general credit issues in the market, management believes that the underlying credit quality of this segment remains relatively high.

Susan Schiff, CFA

Co-Portfolio Manager

Catherine C. McDermott

Co-Portfolio Manager

As of April 30, 2009, the Fund employed leverage of 37.8% of total assets 11.4% auction preferred shares (APS) and 26.4% borrowings. Use of leverage creates an opportunity for income, but at the same time creates special risks (including the likelihood of greater volatility of net asset value and market price of common shares).

<sup>1</sup> APS percentage represents the liquidation value of the Fund's APS outstanding at 4/30/09 as a

percentage of  
the Fund's net  
assets applicable  
to common  
shares plus APS  
and borrowings  
outstanding.

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

**FUND PERFORMANCE**

**Fund Performance<sup>1</sup>**

NYSE Amex Symbol	EVV
Average Annual Total Returns (by share price, NYSE Amex)	
One Year	14.85%
Five Years	0.77
Life of Fund (5/30/03)	0.67
Average Annual Total Returns (at net asset value)	
One Year	10.71%
Five Years	1.66
Life of Fund (5/30/03)	2.60

<sup>1</sup> *Performance results reflect the effect of leverage.*

**Portfolio Composition**

**Fund Allocations<sup>2</sup>**

By net investments

<sup>2</sup> Fund allocations are shown as a percentage of the Fund's net investments, which represented 158.4% of the Fund's net assets as of 4/30/09. Fund allocations may not be representative of the Fund's current or future investments and are subject to change due to active management.

*Past performance is no guarantee of future results. Returns are historical and are calculated by determining the percentage change in net asset value or share price (as applicable) with all distributions reinvested. The Fund's performance at share price will differ from its results at NAV. Although share price performance generally reflects*

*investment results over time, during shorter periods, returns at share price can also be affected by factors such as changing perceptions about the Fund, market conditions, fluctuations in supply and demand for the Fund's 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 is for the stated time period only; due to market volatility, the Fund's current performance may be lower or higher than quoted. Absent an expense waiver by the investment adviser, the returns would be lower. For performance as of the most recent month end, please refer to [www.eatonvance.com](http://www.eatonvance.com).*

*The views expressed throughout this report are those of the portfolio managers and are current only through the end of the period of the report as stated on the cover. These views are subject to change at any time based upon market or other conditions, and the investment adviser disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a fund are based on many factors, may not be relied on as an indication of trading intent on behalf of any Eaton Vance fund. Portfolio information provided in the report may not be representative of the Fund's current or future investments and may change due to active management.*

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS

Senior Floating-Rate Interests 55.0%)

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Aerospace and Defense 1.0%		
<b>ACTS Aero Technical Support &amp; Service, Inc.</b>		
897,140	Term Loan, 7.37%, Maturing October 5, 2014	\$ 174,942
<b>Atlantic Inertial Systems, Inc.</b>		
1,266,231	Term Loan, 3.44%, Maturing July 20, 2014	1,164,933
<b>AWAS Capital, Inc.</b>		
444,703	Term Loan, 3.00%, Maturing March 22, 2013	315,739
2,168,628	Term Loan - Second Lien, 7.25%, Maturing March 22, 2013	834,922
<b>CACI International, Inc.</b>		
331,891	Term Loan, 2.22%, Maturing May 3, 2011	319,860
<b>Colt Defense, LLC</b>		
976,450	Term Loan, 4.01%, Maturing July 9, 2014	878,805
<b>DAE Aviation Holdings, Inc.</b>		
574,468	Term Loan, 4.39%, Maturing July 31, 2014	338,936
564,875	Term Loan, 4.79%, Maturing July 31, 2014	333,276
<b>Evergreen International Aviation</b>		
1,223,949	Term Loan, 9.00%, Maturing October 31, 2011	644,103
<b>Hawker Beechcraft Acquisition</b>		
3,570,126	Term Loan, 3.22%, Maturing March 26, 2014	1,868,365
187,155	Term Loan, 3.22%, Maturing March 26, 2014	97,944
<b>Hexcel Corp.</b>		
1,555,447	Term Loan, 3.34%, Maturing March 1, 2012	1,431,011

**IAP Worldwide Services, Inc.**

1,112,526	Term Loan, 8.25%, Maturing December 30, 2012 <sup>(2)</sup>	639,703
-----------	--	---------

**TransDigm, Inc.**

2,075,000	Term Loan, 3.23%, Maturing June 23, 2013	1,910,728
-----------	---	-----------

**Vought Aircraft Industries, Inc.**

1,609,546	Term Loan, 2.93%, Maturing December 17, 2011	1,273,553
-----------	---	-----------

666,667	Term Loan, 3.01%, Maturing December 17, 2011	483,333
---------	---	---------

496,475	Term Loan, 7.50%, Maturing December 22, 2011	417,867
---------	---	---------

**Wesco Aircraft Hardware Corp.**

1,458,750	Term Loan, 2.68%, Maturing September 29, 2013	1,210,762
-----------	--	-----------

**\$ 14,338,782**

Air Transport 0.3%

**Airport Development and Investment, Ltd.**

GBP 1,957,250	Term Loan - Second Lien, 5.54%, Maturing April 7, 2011	\$ 1,226,950
---------------	---	--------------

**Delta Air Lines, Inc.**

1,694,813	Term Loan - Second Lien, 3.74%, Maturing April 30, 2014	876,359
-----------	--	---------

**Northwest Airlines, Inc.**

2,803,525	DIP Loan, 2.46%, Maturing August 21, 2009	2,598,518
-----------	--	-----------

**\$ 4,701,827**

Automotive 1.8%

**Accuride Corp.**

2,337,795	Term Loan, 8.00%, Maturing January 31, 2012	\$ 1,430,438
-----------	--	--------------

**Adesa, Inc.**

4,905,207	Term Loan, 3.10%, Maturing October 18, 2013	4,115,469
-----------	--	-----------

**Allison Transmission, Inc.**

5,111,669	Term Loan, 3.22%, Maturing September 30, 2014	3,690,339
-----------	--	-----------

**Chrysler Financial**

1,862,337	Term Loan, 4.45%, Maturing August 1, 2014	1,383,450
-----------	---	-----------

**Dayco Products, LLC**

2,283,263	Term Loan, 0.00%, Maturing June 21, 2011 <sup>(6)</sup>	349,339
-----------	---	---------

**Delphi Corp.**

674,382	DIP Loan, 9.25%, Maturing June 30, 2009	574,068
---------	---	---------

**Federal-Mogul Corp.**

1,827,401	Term Loan, 2.43%, Maturing December 27, 2014	1,044,665
-----------	--	-----------

1,414,767	Term Loan, 2.39%, Maturing December 27, 2015	808,775
-----------	--	---------

**Ford Motor Co.**

3,270,136	Term Loan, 3.69%, Maturing December 15, 2013	2,071,334
-----------	--	-----------

**General Motors Corp.**

4,343,904	Term Loan, 8.00%, Maturing November 29, 2013	2,856,117
-----------	--	-----------

**Goodyear Tire & Rubber Co.**

4,450,000	Term Loan - Second Lien, 2.19%, Maturing April 30, 2010	3,738,797
-----------	---	-----------

**Keystone Automotive Operations, Inc.**

1,114,460	Term Loan, 4.33%, Maturing January 12, 2012	465,287
-----------	---	---------

**LKQ Corp.**

1,294,429	Term Loan, 2.71%, Maturing October 12, 2014	1,155,278
-----------	---	-----------

**TriMas Corp.**

314,063	Term Loan, 2.75%, Maturing August 2, 2011	269,309
---------	---	---------

1,326,914	Term Loan, 3.09%, Maturing August 2, 2013	1,137,829
-----------	---	-----------

**TRW Automotive, Inc.**

1,000,000	Term Loan, 2.00%, Maturing February 2, 2014	671,667
-----------	---	---------

**United Components, Inc.**

1,439,394	Term Loan, 3.50%, Maturing June 30, 2010	1,086,742
-----------	--	-----------

**\$ 26,848,903**

Beverage and Tobacco 0.4%

**Constellation Brands, Inc.**

1,057,432		\$ 1,010,225
-----------	--	--------------

		Term Loan, 2.73%, Maturing June 5, 2013	
		<b>Culligan International Co.</b>	
	976,226	Term Loan, 3.00%, Maturing November 24, 2014	507,638
EUR	1,400,000	Term Loan - Second Lien, 6.25%, Maturing May 31, 2013	358,891
		<b>Liberator Midco Ltd.</b>	
GBP	377,481	Term Loan, 8.85%, Maturing October 27, 2016 <sup>(2)</sup>	370,422
		<b>Southern Wine &amp; Spirits of America, Inc.</b>	
	2,900,351	Term Loan, 2.72%, Maturing May 31, 2012	2,693,701

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Beverage and Tobacco (continued)		
<b>Van Houtte, Inc.</b>		
866,772	Term Loan, 3.72%, Maturing July 11, 2014	\$ 706,419
118,196	Term Loan, 3.72%, Maturing July 11, 2014	96,330
		<b>\$ 5,743,626</b>
Brokers, Dealers and Investment Houses 0.1%		
<b>AmeriTrade Holding Corp.</b>		
2,108,393	Term Loan, 1.95%, Maturing December 31, 2012	\$ 2,000,338
		<b>\$ 2,000,338</b>
Building and Development 2.0%		
<b>AIMCO Properties, L.P.</b>		
2,668,750	Term Loan, 1.96%, Maturing March 23, 2011	\$ 2,348,500
<b>Beacon Sales Acquisition, Inc.</b>		
883,375	Term Loan, 3.13%, Maturing September 30, 2013	722,159
<b>Brickman Group Holdings, Inc.</b>		
1,403,557	Term Loan, 2.43%, Maturing January 23, 2014	1,226,358
<b>Building Materials Corp. of America</b>		

Edgar Filing: EATON VANCE LTD DURATION INCOME FUND - Form N-CSR

1,882,118	Term Loan, 3.25%, Maturing February 22, 2014	1,418,647
<b>Capital Automotive (REIT)</b>		
3,046,644	Term Loan, 2.26%, Maturing December 16, 2010	2,003,168
<b>Epco/Fantome, LLC</b>		
1,738,000	Term Loan, 3.06%, Maturing November 23, 2010	1,329,570
<b>Forestar USA Real Estate Group, Inc.</b>		
1,974,563	Revolving Loan, 4.38%, Maturing December 1, 2010 <sup>(3)</sup>	1,629,015
1,975,000	Term Loan, 4.44%, Maturing December 1, 2010	1,629,375
<b>Hovstone Holdings, LLC</b>		
742,500	Term Loan, 5.50%, Maturing July 1, 2009 <sup>(4)</sup>	298,708
<b>LNR Property Corp.</b>		
3,256,000	Term Loan, 4.00%, Maturing July 3, 2011	1,738,704
<b>Metroflag BP, LLC</b>		
700,000	Term Loan - Second Lien, 0.00%, Maturing July 2, 2009 <sup>(6)</sup>	52,500
<b>NCI Building Systems, Inc.</b>		
1,374,724	Term Loan, 1.95%, Maturing June 18, 2010	1,106,653
<b>Panolam Industries Holdings, Inc.</b>		
1,345,288	Term Loan, 5.00%, Maturing September 30, 2012	773,541
<b>Realogy Corp.</b>		
1,177,511	Term Loan, 3.41%, Maturing September 1, 2014	767,485
4,373,614	Term Loan, 4.18%, Maturing September 1, 2014	2,850,660
<b>South Edge, LLC</b>		
287,500	Term Loan, 0.00%, Maturing October 31, 2009 <sup>(6)</sup>	52,229
<b>Standard Pacific Corp.</b>		
1,260,000	Term Loan, 3.00%, Maturing May 5, 2013	646,800
<b>TRU 2005 RE Holding Co.</b>		
5,995,268	Term Loan, 3.51%, Maturing December 9, 2009	3,792,007
<b>United Subcontractors, Inc.</b>		
1,016,033	Term Loan - Second Lien, 11.69%, Maturing June 27, 2013 <sup>(2)(4)</sup>	67,058
<b>WCI Communities, Inc.</b>		
3,747,152	Term Loan, 5.75%, Maturing December 23, 2010	1,672,167
<b>Wintergames Acquisition ULC</b>		
3,396,233	Term Loan, 7.93%, Maturing October 22, 2013	2,292,457

\$ 28,417,761

Business Equipment and Services 4.2%

**Activant Solutions, Inc.**

891,915 Term Loan, 2.94%, Maturing May 1, 2013 \$ 612,449

**Affiliated Computer Services**294,683 Term Loan, 2.44%, Maturing March 20,  
2013 278,5571,871,667 Term Loan, 2.46%, Maturing March 20,  
2013 1,769,246**Affinion Group, Inc.**4,274,912 Term Loan, 3.73%, Maturing October 17,  
2012 3,761,923**Allied Barton Security Service**1,119,801 Term Loan, 6.75%, Maturing February 21,  
2015 1,052,613**Education Management, LLC**

4,860,227 Term Loan, 3.00%, Maturing June 1, 2013 4,379,410

**Euronet Worldwide, Inc.**

1,849,807 Term Loan, 2.95%, Maturing April 4, 2012 1,637,080

**Info USA, Inc.**330,306 Term Loan, 3.22%, Maturing February 14,  
2012 266,722**Information Resources, Inc.**

1,828,072 Term Loan, 3.00%, Maturing May 7, 2014 1,521,870

**Intergraph Corp.**1,000,000 Term Loan, 3.26%, Maturing May 29,  
2014 915,0001,000,000 Term Loan - Second Lien, 6.74%,  
Maturing November 29, 2014 839,167**iPayment, Inc.**2,057,583 Term Loan, 2.89%, Maturing May 10,  
2013 1,399,156**Kronos, Inc.**1,518,944 Term Loan, 3.47%, Maturing June 11,  
2014 1,131,613**Language Line, Inc.**2,182,717 Term Loan, 4.47%, Maturing June 11,  
2011 1,920,791**Mitchell International, Inc.**1,500,000 Term Loan - Second Lien, 6.50%,  
Maturing March 28, 2015 903,750**N.E.W. Holdings I, LLC**2,523,382 Term Loan, 3.47%, Maturing May 22,  
2014 1,760,059**Protection One, Inc.**

2,024,260 1,595,791

Term Loan, 2.68%, Maturing March 31,  
2012

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Business Equipment and Services (continued)		
<b>Quantum Corp.</b>		
325,000	Term Loan, 4.50%, Maturing July 12, 2014	\$ 260,812
<b>Quintiles Transnational Corp.</b>		
1,209,479	Term Loan, 2.92%, Maturing March 31, 2013	1,106,673
1,725,000	Term Loan - Second Lien, 4.43%, Maturing March 31, 2014	1,431,750
<b>Sabre, Inc.</b>		
6,636,484	Term Loan, 3.07%, Maturing September 30, 2014	3,694,863
<b>Safenet, Inc.</b>		
987,437	Term Loan, 2.96%, Maturing April 12, 2014	706,018
<b>Serena Software, Inc.</b>		
1,557,739	Term Loan, 2.92%, Maturing March 10, 2013	1,115,731
<b>Sitel (Client Logic)</b>		
1,707,489	Term Loan, 6.42%, Maturing January 29, 2014	1,067,181
<b>Solera Holdings, LLC</b>		
EUR 1,087,338	Term Loan, 3.44%, Maturing May 15, 2014	1,251,631
<b>SunGard Data Systems, Inc.</b>		
13,343,272	Term Loan, 2.67%, Maturing February 11, 2013	12,044,157
<b>TDS Investor Corp.</b>		
1,778,654	Term Loan, 2.97%, Maturing August 23, 2013	1,200,097
356,888	Term Loan, 3.47%, Maturing August 23, 2013	240,800
EUR 1,051,592	Term Loan, 3.78%, Maturing August 23, 2013	899,748
<b>Transaction Network Services, Inc.</b>		
798,337	Term Loan, 2.49%, Maturing May 4, 2012	753,764

**U.S. Security Holdings, Inc.**

890,037	Term Loan, 2.95%, Maturing May 8, 2013	787,683
---------	--	---------

**Valassis Communications, Inc.**

404,453	Term Loan, 2.18%, Maturing March 2, 2014	346,819
1,762,348	Term Loan, 2.18%, Maturing March 2, 2014	1,511,213

**VWR International, Inc.**

2,325,000	Term Loan, 2.93%, Maturing June 28, 2013	1,879,374
-----------	--	-----------

**West Corp.**

6,653,218	Term Loan, 2.83%, Maturing October 24, 2013	5,632,135
-----------	---	-----------

**\$ 61,675,646**

Cable and Satellite Television 4.3%

**Atlantic Broadband Finance, LLC**

2,543,581	Term Loan, 3.47%, Maturing February 10, 2011	\$ 2,308,300
-----------	--	--------------

**Bragg Communications, Inc.**

1,590,726	Term Loan, 3.76%, Maturing August 31, 2014	1,487,328
-----------	--	-----------

**Bresnan Broadband Holdings, LLC**

1,725,000	Term Loan, 3.05%, Maturing March 29, 2014	1,585,563
1,550,000	Term Loan - Second Lien, 4.99%, Maturing March 29, 2014	1,240,000

**Cequel Communications, LLC**

980,000	Term Loan, 2.48%, Maturing November 5, 2013	890,820
2,175,000	Term Loan - Second Lien, 5.00%, Maturing May 5, 2014	1,743,885
5,101,457	Term Loan - Second Lien, 6.49%, Maturing May 5, 2014 <sup>(2)</sup>	4,199,774

**Charter Communications Operating, Inc.**

14,836,155	Term Loan, 4.69%, Maturing April 28, 2013	12,555,096
------------	---	------------

**CSC Holdings, Inc.**

2,698,216	Term Loan, 2.20%, Maturing March 29, 2013	2,503,440
-----------	---	-----------

**CW Media Holdings, Inc.**

1,859,343	Term Loan, 4.47%, Maturing February 15, 2015	1,506,650
-----------	--	-----------

**DirectTV Holdings, LLC**

Edgar Filing: EATON VANCE LTD DURATION INCOME FUND - Form N-CSR

1,817,731	Term Loan, 1.93%, Maturing April 13, 2013	1,733,868
<b>Insight Midwest Holdings, LLC</b>		
4,741,875	Term Loan, 2.50%, Maturing April 6, 2014	4,356,598
<b>MCC Iowa, LLC</b>		
1,145,000	Term Loan, 1.83%, Maturing March 31, 2010	1,113,513
2,396,353	Term Loan, 2.08%, Maturing January 31, 2015	2,138,745
<b>Mediacom Illinois, LLC</b>		
4,729,878	Term Loan, 1.83%, Maturing January 31, 2015	4,233,241
<b>NTL Investment Holdings, Ltd.</b>		
2,901,650	Term Loan, 4.60%, Maturing March 30, 2012	2,713,043
<b>ProSiebenSat.1 Media AG</b>		
EUR 821,651	Term Loan, 4.59%, Maturing March 2, 2015	176,658
EUR 48,181	Term Loan, 3.75%, Maturing June 26, 2015	40,776
EUR 1,187,219	Term Loan, 3.75%, Maturing June 26, 2015	1,004,757
EUR 821,651	Term Loan, 4.84%, Maturing March 2, 2016	176,658
<b>UPC Broadband Holding B.V.</b>		
EUR 7,800,000	Term Loan, 3.14%, Maturing October 16, 2011	8,464,890
2,800,000	Term Loan, 2.32%, Maturing December 31, 2014	2,593,500
<b>YPSO Holding SA</b>		
EUR 2,480,685	Term Loan, 3.69%, Maturing July 28, 2014	2,199,070
EUR 957,340	Term Loan, 3.69%, Maturing July 28, 2014	848,660
EUR 1,561,975	Term Loan, 3.69%, Maturing July 28, 2014	1,384,655
		<b>\$ 63,199,488</b>
Chemicals and Plastics 3.0%		
<b>Arizona Chemical, Inc.</b>		
1,390,293	Term Loan, 2.43%, Maturing February 28, 2013	\$ 1,133,089
<b>AZ Chem US, Inc.</b>		
500,000		275,000

Term Loan - Second Lien, 5.93%,  
Maturing February 28, 2014

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Chemicals and Plastics (continued)		
<b>Brenntag Holding GmbH and Co. KG</b>		
490,909	Term Loan, 2.50%, Maturing December 23, 2013	\$ 397,636
2,009,091	Term Loan, 3.18%, Maturing December 23, 2013	1,627,364
1,300,000	Term Loan - Second Lien, 5.50%, Maturing December 23, 2015	754,000
<b>Celanese Holdings, LLC</b>		
EUR 1,960,000	Term Loan, 3.26%, Maturing April 6, 2011	2,275,600
5,953,500	Term Loan, 2.94%, Maturing April 2, 2014	5,299,966
<b>Cognis GmbH</b>		
EUR 1,084,426	Term Loan, 3.65%, Maturing September 15, 2013	1,076,103
EUR 265,574	Term Loan, 3.65%, Maturing September 15, 2013	261,427
<b>Columbian Chemicals Acquisition</b>		
857,300	Term Loan, 4.47%, Maturing March 16, 2013	535,813
<b>First Chemical Holding</b>		
EUR 965,273	Term Loan, 4.56%, Maturing December 18, 2014	391,128
EUR 965,273	Term Loan, 5.06%, Maturing December 18, 2015	391,128
<b>Foamex L.P.</b>		
2,847,327	Term Loan, 0.00%, Maturing February 12, 2013 <sup>(6)</sup>	820,978
<b>Georgia Gulf Corp.</b>		
862,713	Term Loan, 8.91%, Maturing October 3, 2013	557,888
<b>Hexion Specialty Chemicals, Inc.</b>		
4,875,000	Term Loan, 3.44%, Maturing May 5, 2013	2,461,875
1,829,363	Term Loan, 3.50%, Maturing May 5, 2013	906,841

	397,390	Term Loan, 3.50%, Maturing May 5, 2013	196,992
<b>Huish Detergents, Inc.</b>			
	1,252,688	Term Loan, 2.18%, Maturing April 26, 2014	1,114,892
<b>Huntsman International, LLC</b>			
	3,464,646	Term Loan, 2.18%, Maturing August 16, 2012	2,875,657
<b>INEOS Group</b>			
EUR	808,168	Term Loan, 6.21%, Maturing December 14, 2011	583,653
EUR	142,882	Term Loan, 6.21%, Maturing December 14, 2011	103,188
EUR	808,273	Term Loan, 6.71%, Maturing December 14, 2011	583,728
EUR	142,882	Term Loan, 6.71%, Maturing December 14, 2011	103,188
	232,956	Term Loan, 7.50%, Maturing December 14, 2013	125,020
	232,956	Term Loan, 8.00%, Maturing December 14, 2014	125,020
<b>Innophos, Inc.</b>			
	181,250	Term Loan, 3.43%, Maturing August 10, 2010	170,828
<b>ISP Chemco, Inc.</b>			
	1,950,188	Term Loan, 2.63%, Maturing June 4, 2014	1,775,890
<b>Kranton Polymers, LLC</b>			
	3,087,747	Term Loan, 3.25%, Maturing May 12, 2013	2,102,756
<b>Lucite International Group Holdings</b>			
	774,103	Term Loan, 2.68%, Maturing July 7, 2013	750,880
	274,125	Term Loan, 2.68%, Maturing July 7, 2013	265,901
<b>MacDermid, Inc.</b>			
EUR	946,412	Term Loan, 3.21%, Maturing April 12, 2014	651,143
<b>Millennium Inorganic Chemicals</b>			
	470,951	Term Loan, 3.47%, Maturing April 30, 2014	306,118
	1,375,000	Term Loan - Second Lien, 6.97%, Maturing October 31, 2014	831,875
<b>Momentive Performance Material</b>			
	1,895,201	Term Loan, 2.69%, Maturing December 4, 2013	1,276,892
<b>Nalco Co.</b>			
	4,432,589	Term Loan, 3.05%, Maturing November 4, 2010	4,389,651
<b>Rockwood Specialties Group, Inc.</b>			
	3,605,175		3,252,383

		Term Loan, 2.18%, Maturing December 10, 2012	
<b>Schoeller Arca Systems Holding</b>			
EUR	886,834	Term Loan, 5.82%, Maturing November 16, 2015	528,017
EUR	824,121	Term Loan, 5.82%, Maturing November 16, 2015	490,677
EUR	289,045	Term Loan, 5.82%, Maturing November 16, 2015	172,096
<b>Solo Cup Co.</b>			
	1,533,019	Term Loan, 4.72%, Maturing February 27, 2011	1,440,080
			<b>\$ 43,382,361</b>

Clothing/Textiles 0.3%

**Hanesbrands, Inc.**

	1,563,121	Term Loan, 5.80%, Maturing September 5, 2013	\$ 1,531,533
	1,125,000	Term Loan - Second Lien, 4.84%, Maturing March 5, 2014	1,018,125

**St. John Knits International, Inc.**

	1,176,185	Term Loan, 9.00%, Maturing March 23, 2012	793,925
--	-----------	--	---------

**The William Carter Co.**

	1,149,890	Term Loan, 2.01%, Maturing July 14, 2012	1,092,395
--	-----------	---	-----------

**\$ 4,435,978**

Conglomerates 1.3%

**Amsted Industries, Inc.**

	1,449,307	Term Loan, 3.15%, Maturing October 15, 2010	\$ 1,326,116
--	-----------	--	--------------

**Blount, Inc.**

	373,351	Term Loan, 2.25%, Maturing August 9, 2010	346,283
--	---------	--	---------

**Doncasters (Dunde HoldCo 4 Ltd.)**

	608,184	Term Loan, 2.99%, Maturing July 13, 2015	355,788
	608,184		355,788

		Term Loan, 3.49%, Maturing July 13, 2015	
GBP	734,483	Term Loan - Second Lien, 5.48%, Maturing November 15, 2016	475,369
<b>Jarden Corp.</b>			
	1,752,911	Term Loan, 2.97%, Maturing January 24, 2012	1,683,671
	968,161	Term Loan, 2.97%, Maturing January 24, 2012	929,918
<b>Johnson Diversey, Inc.</b>			
	2,935,784	Term Loan, 3.18%, Maturing December 16, 2011	2,781,655

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Conglomerates (continued)		
<b>Polymer Group, Inc.</b>		
3,874,418	Term Loan, 3.21%, Maturing November 22, 2012	\$ 3,351,371
<b>RBS Global, Inc.</b>		
415,438	Term Loan, 2.44%, Maturing July 19, 2013	328,715
2,681,967	Term Loan, 3.36%, Maturing July 19, 2013	2,135,516
<b>RGIS Holdings, LLC</b>		
1,828,699	Term Loan, 3.45%, Maturing April 30, 2014	1,368,476
91,435	Term Loan, 3.72%, Maturing April 30, 2014	68,424
<b>The Manitowoc Company, Inc.</b>		
1,396,500	Term Loan, 6.50%, Maturing August 21, 2014	1,072,512
<b>US Investigations Services, Inc.</b>		
2,610,150	Term Loan, 3.98%, Maturing February 21, 2015	2,135,972
<b>Vertrue, Inc.</b>		
812,505	Term Loan, 4.22%, Maturing August 16, 2014	605,316
		<b>\$ 19,320,890</b>
Containers and Glass Products 1.8%		
<b>Berry Plastics Corp.</b>		
4,598,594	Term Loan, 2.47%, Maturing April 3, 2015	\$ 3,385,715
<b>Consolidated Container Co.</b>		
1,000,000		415,000

		Term Loan - Second Lien, 5.93%, Maturing September 28, 2014	
<b>Crown Americas, Inc.</b>			
	679,000	Term Loan, 2.20%, Maturing November 15, 2012	654,386
<b>Graham Packaging Holdings Co.</b>			
	5,114,888	Term Loan, 2.76%, Maturing October 7, 2011	4,631,818
<b>Graphic Packaging International, Inc.</b>			
	7,311,160	Term Loan, 3.06%, Maturing May 16, 2014	6,640,968
<b>JSG Acquisitions</b>			
EUR	180,907	Term Loan, 2.91%, Maturing December 31, 2014	189,924
EUR	217,564	Term Loan, 3.12%, Maturing December 31, 2014	228,408
EUR	1,300,764	Term Loan, 3.21%, Maturing December 31, 2014	1,365,598
EUR	1,300,764	Term Loan, 3.33%, Maturing December 31, 2014	1,365,598
<b>Kranson Industries, Inc.</b>			
	1,095,687	Term Loan, 2.71%, Maturing July 31, 2013	947,769
<b>Owens-Brockway Glass Container</b>			
	2,034,688	Term Loan, 1.95%, Maturing June 14, 2013	1,866,191
<b>Smurfit-Stone Container Corp.</b>			
	1,811,334	Term Loan, 3.03%, Maturing November 1, 2009	1,421,897
	600,664	Term Loan, 3.27%, Maturing December 31, 2009	471,521
	235,743	Term Loan, 2.82%, Maturing November 1, 2011	183,408
	413,679	Term Loan, 2.82%, Maturing November 1, 2011	318,946
	779,718	Term Loan, 2.82%, Maturing November 1, 2011	606,620
	363,505	Term Loan, 4.50%, Maturing November 1, 2011	280,263
<b>Tegrant Holding Corp.</b>			
	1,960,000	Term Loan, 4.47%, Maturing March 8, 2013	1,136,800
			<b>\$ 26,110,830</b>

Cosmetics/Toiletries 0.3%

**American Safety Razor Co.**

1,000,000	Term Loan - Second Lien, 6.68%, Maturing July 31, 2014	\$ 672,500
-----------	---	------------

**Bausch & Lomb, Inc.**

155,000	Term Loan, 3.53%, Maturing April 30, 2015 <sup>(3)</sup>	134,734
---------	---	---------

612,250	Term Loan, 4.47%, Maturing April 30, 2015	532,198
---------	--	---------

**KIK Custom Products, Inc.**

1,400,000	Term Loan - Second Lien, 5.44%, Maturing November 30, 2014	319,666
-----------	---	---------

**Prestige Brands, Inc.**

2,346,893	Term Loan, 2.68%, Maturing April 7, 2011	2,264,752
-----------	---	-----------

**\$ 3,923,850**

Drugs 0.4%

**Graceway Pharmaceuticals, LLC**

1,394,552	Term Loan, 3.18%, Maturing May 3, 2012	\$ 1,030,225
-----------	---	--------------

300,000	Term Loan, 8.68%, Maturing November 3, 2013	75,000
---------	--	--------

1,000,000	Term Loan - Second Lien, 6.93%, Maturing May 3, 2013	321,667
-----------	---	---------

**Pharmaceutical Holdings Corp.**

441,053	Term Loan, 3.75%, Maturing January 30, 2012	392,537
---------	--	---------

**Stiefel Laboratories, Inc.**

669,349	Term Loan, 3.39%, Maturing December 28, 2013	660,145
---------	---	---------

875,111	Term Loan, 3.39%, Maturing December 28, 2013	863,079
---------	---	---------

**Warner Chilcott Corp.**

496,598	Term Loan, 2.43%, Maturing January 18, 2012	468,540
---------	--	---------

1,415,948	Term Loan, 2.87%, Maturing January 18, 2012	1,335,947
-----------	--	-----------

**\$ 5,147,140**

Ecological Services and Equipment 0.4%

**Big Dumpster Merger Sub, Inc.**

846,741	Term Loan, 2.68%, Maturing February 5, 2013	\$ 461,474
---------	--	------------

**Blue Waste B.V. (AVR Acquisition)**

EUR 1,000,000	Term Loan, 3.24%, Maturing April 1, 2015	1,076,121
---------------	---	-----------

**Environmental Systems Products Holdings, Inc.**

466,049	Term Loan - Second Lien, 13.50%, Maturing December 12, 2010	322,599
---------	--	---------

**IESI Corp.**

3,464,706	Term Loan, 2.22%, Maturing January 20, 2012	3,230,838
-----------	--	-----------

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Ecological Services and Equipment (continued)		
<b>Sensus Metering Systems, Inc.</b>		
701,832	Term Loan, 2.80%, Maturing December 17, 2010	\$ 635,158
<b>Wastequip, Inc.</b>		
977,856	Term Loan, 2.68%, Maturing February 5, 2013	532,931
		<b>\$ 6,259,121</b>
Electronics/Electrical 1.7%		
<b>Aspect Software, Inc.</b>		
1,701,483	Term Loan, 4.25%, Maturing July 11, 2011	\$ 1,114,471
2,350,000	Term Loan - Second Lien, 8.31%, Maturing July 11, 2013	611,000
<b>Freescale Semiconductor, Inc.</b>		
5,509,209	Term Loan, 2.26%, Maturing December 1, 2013	3,245,271
<b>Infor Enterprise Solutions Holdings</b>		
3,395,786	Term Loan, 4.18%, Maturing July 28, 2012	2,444,966
1,771,714	Term Loan, 4.18%, Maturing July 28, 2012	1,275,634
500,000	Term Loan - Second Lien, 5.93%, Maturing March 2, 2014	163,750
183,333	Term Loan - Second Lien, 6.68%, Maturing March 2, 2014	60,042
316,667	Term Loan - Second Lien, 6.68%, Maturing March 2, 2014	109,250
<b>Network Solutions, LLC</b>		
2,975,507		2,157,242

	Term Loan, 3.13%, Maturing March 7, 2014	
<b>Open Solutions, Inc.</b>		
2,401,430	Term Loan, 3.23%, Maturing January 23, 2014	1,320,786
<b>Sensata Technologies Finance Co.</b>		
5,828,437	Term Loan, 2.80%, Maturing April 27, 2013	4,123,619
<b>Spectrum Brands, Inc.</b>		
132,436	Term Loan, 2.72%, Maturing March 30, 2013	105,585
2,598,584	Term Loan, 6.25%, Maturing March 30, 2013	2,071,721
<b>SS&amp;C Technologies, Inc.</b>		
1,922,167	Term Loan, 3.22%, Maturing November 23, 2012	1,585,788
<b>VeriFone, Inc.</b>		
941,627	Term Loan, 3.18%, Maturing October 31, 2013	838,048
<b>Vertafore, Inc.</b>		
2,450,000	Term Loan, 3.75%, Maturing January 31, 2012	2,229,500
975,000	Term Loan - Second Lien, 7.25%, Maturing January 31, 2013	694,687
		<b>\$ 24,151,360</b>
Equipment Leasing	0.3%	
<b>Hertz Corp.</b>		
3,771,841	Term Loan, 2.22%, Maturing December 21, 2012	\$ 3,060,849
688,889	Term Loan, 2.98%, Maturing December 21, 2012	559,033
		<b>\$ 3,619,882</b>
Farming/Agriculture	0.4%	
<b>BF Bolthouse HoldCo, LLC</b>		
2,768,802	Term Loan, 2.81%, Maturing December 16, 2012	\$ 2,450,390
1,475,000	Term Loan - Second Lien, 5.93%, Maturing December 16, 2013	1,054,625

**Central Garden & Pet Co.**

2,289,490	Term Loan, 1.94%, Maturing February 28, 2014	1,811,559
-----------	---	-----------

**\$ 5,316,574**

Financial Intermediaries 0.6%

**Citco III, Ltd.**

3,166,424	Term Loan, 3.58%, Maturing June 30, 2014	\$ 1,757,365
-----------	---	--------------

**Grosvenor Capital Management**

668,427	Term Loan, 2.74%, Maturing December 5, 2013	501,321
---------	--	---------

**INVESTools, Inc.**

412,500	Term Loan, 3.68%, Maturing August 13, 2012	402,187
---------	---	---------

**Jupiter Asset Management Group**

GBP 575,309	Term Loan, 3.71%, Maturing June 30, 2015	405,329
-------------	---	---------

**Lender Processing Services, Inc.**

994,975	Term Loan, 2.93%, Maturing July 2, 2014	968,857
---------	--	---------

**LPL Holdings, Inc.**

5,031,592	Term Loan, 2.66%, Maturing December 18, 2014	4,310,399
-----------	---	-----------

**Nuveen Investments, Inc.**

693,000	Term Loan, 3.45%, Maturing November 2, 2014	457,164
---------	--	---------

**RJO Holdings Corp. (RJ O Brien)**

640,150	Term Loan, 3.47%, Maturing July 31, 2014	240,056
---------	---	---------

**\$ 9,042,678**

Food Products 1.9%

**Acosta, Inc.**

2,941,812	Term Loan, 2.68%, Maturing July 28, 2013	\$ 2,563,054
-----------	---	--------------

**Advantage Sales & Marketing, Inc.**

3,847,169	Term Loan, 2.48%, Maturing March 29, 2013	3,347,037
-----------	--	-----------

**American Seafoods Group, LLC**

864,866	Term Loan, 1.93%, Maturing September 30, 2011	743,785
---------	--	---------

**Dean Foods Co.**

5,831,000	Term Loan, 2.71%, Maturing April 2, 2014	5,447,938
-----------	---	-----------

**MafCo Worldwide Corp.**

807,586	Term Loan, 2.48%, Maturing December 8, 2011	658,183
---------	--	---------

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Food Products (continued)		
<b>Michael Foods, Inc.</b>		
1,401,918	Term Loan, 3.06%, Maturing November 21, 2010	\$ 1,397,245
1,300,000	Term Loan, Maturing April 30, 2014 <sup>(10)</sup>	1,303,250
<b>Pinnacle Foods Finance, LLC</b>		
7,285,462	Term Loan, 3.25%, Maturing April 2, 2014	6,108,408
<b>Provimi Group SA</b>		
231,370	Term Loan, 2.68%, Maturing June 28, 2015	165,025
188,011	Term Loan, 2.68%, Maturing June 28, 2015	134,099
EUR 419,087	Term Loan, 3.22%, Maturing June 28, 2015	395,493
EUR 243,178	Term Loan, 3.22%, Maturing June 28, 2015	229,487
EUR 402,189	Term Loan, 3.22%, Maturing June 28, 2015	379,546
EUR 548,225	Term Loan, 3.22%, Maturing June 28, 2015	517,361
<b>Reddy Ice Group, Inc.</b>		
3,130,000	Term Loan, 2.20%, Maturing August 9, 2012	2,112,750
<b>Wrigley Company</b>		
1,397,679	Term Loan, 6.50%, Maturing October 6, 2014	1,398,996
		<b>\$ 26,901,657</b>

Food Service 1.2%

**AFC Enterprises, Inc.**

Edgar Filing: EATON VANCE LTD DURATION INCOME FUND - Form N-CSR

	633,571	Term Loan, 2.97%, Maturing May 11, 2011	\$ 576,550
<b>Aramark Corp.</b>			
	6,024,435	Term Loan, 3.10%, Maturing January 26, 2014	5,512,358
	383,119	Term Loan, 4.06%, Maturing January 26, 2014	350,554
GBP	977,500	Term Loan, 3.81%, Maturing January 27, 2014	1,261,691
<b>Buffets, Inc.</b>			
	616,971	Term Loan, 7.73%, Maturing July 22, 2009 <sup>(2)</sup>	92,546
	61,468	Term Loan, 7.73%, Maturing July 22, 2009 <sup>(2)</sup>	9,220
	180,230	Term Loan, 7.43%, Maturing May 1, 2013 <sup>(2)</sup>	15,094
	1,283,353	Term Loan, 7.77%, Maturing November 1, 2013 <sup>(2)</sup>	107,481
<b>Burger King Corp.</b>			
	1,692,294	Term Loan, 2.75%, Maturing June 30, 2012	1,633,064
<b>CBRL Group, Inc.</b>			
	2,280,572	Term Loan, 2.69%, Maturing April 27, 2013	2,021,157
<b>Denny's, Inc.</b>			
	163,417	Term Loan, 2.44%, Maturing March 31, 2012	147,075
	557,954	Term Loan, 3.86%, Maturing March 31, 2012	502,159
<b>JRD Holdings, Inc.</b>			
	1,896,094	Term Loan, 2.71%, Maturing June 26, 2014	1,796,549
<b>Maine Beverage Co., LLC</b>			
	529,687	Term Loan, 2.97%, Maturing June 30, 2010	431,695
<b>NPC International, Inc.</b>			
	455,646	Term Loan, 2.68%, Maturing May 3, 2013	392,615
<b>OSI Restaurant Partners, LLC</b>			
	84,586	Term Loan, 4.00%, Maturing May 9, 2013	59,951
	938,536	Term Loan, 2.75%, Maturing May 9, 2014	665,188
<b>QCE Finance, LLC</b>			
	977,387	Term Loan, 3.50%, Maturing May 5, 2013	584,803
	1,225,000	Term Loan - Second Lien, 6.98%, Maturing November 5, 2013	416,500
<b>Sagittarius Restaurants, LLC</b>			
	445,139	Term Loan, 9.50%, Maturing March 29, 2013	260,406

**\$ 16,836,656**

Food/Drug Retailers 1.5%

**General Nutrition Centers, Inc.**

2,983,711 Term Loan, 3.15%, Maturing  
September 16, 2013 \$ 2,528,695

**Iceland Foods Group, Ltd.**

GBP 2,150,000 Term Loan, 2.62%, Maturing May 2,  
2014 2,973,863

GBP 2,150,000 Term Loan, 3.37%, Maturing May 2,  
2015 2,973,863

GBP 544,437 Term Loan, 9.62%, Maturing May 2,  
2016<sup>(2)</sup> 759,101

**Pantry, Inc. (The)**

1,123,663 Term Loan, 1.93%, Maturing May 15,  
2014 1,000,060

323,497 Term Loan, 1.93%, Maturing May 15,  
2014 287,913

**Rite Aid Corp.**

5,457,481 Term Loan, 2.20%, Maturing June 1,  
2014 4,428,746

2,243,750 Term Loan, 6.00%, Maturing June 4,  
2014 1,830,900

**Rite Aid Funding II**

2,000,000 Term Loan - Second Lien, 14.25%,  
Maturing September 14, 2010 2,040,000

**Roundy's Supermarkets, Inc.**

3,750,346 Term Loan, 3.20%, Maturing  
November 3, 2011 3,437,819

**\$ 22,260,960**

Forest Products 0.9%

**Appleton Papers, Inc.**

1,891,313 Term Loan, 6.50%, Maturing June 5,  
2014 \$ 1,371,202

**Georgia-Pacific Corp.**

8,179,562 Term Loan, 3.24%, Maturing  
December 20, 2012 7,650,450

**Newpage Corp.**

2,893,417	Term Loan, 4.79%, Maturing December 5, 2014	2,260,080
<b>Xerium Technologies, Inc.</b>		
1,848,454	Term Loan, 6.72%, Maturing May 18, 2012	1,159,905
		<b>\$ 12,441,637</b>

Healthcare 5.3%

**Accellent, Inc.**

1,383,387	Term Loan, 3.76%, Maturing November 22, 2012	\$ 1,150,517
-----------	---	--------------

**Alliance Imaging, Inc.**

1,118,681	Term Loan, 3.66%, Maturing December 29, 2011	1,071,137
-----------	---	-----------

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Healthcare (continued)		
<b>American Medical Systems</b>		
1,357,592	Term Loan, 2.69%, Maturing July 20, 2012	\$ 1,262,561
<b>AMN Healthcare, Inc.</b>		
288,592	Term Loan, 2.97%, Maturing November 2, 2011	264,061
<b>AMR HoldCo, Inc.</b>		
1,958,998	Term Loan, 2.47%, Maturing February 10, 2012	1,792,483
<b>Biomet, Inc.</b>		
3,940,000	Term Loan, 4.15%, Maturing December 26, 2014	3,693,750
EUR 1,748,375	Term Loan, 4.34%, Maturing December 26, 2014	2,122,430
<b>Cardinal Health 409, Inc.</b>		
2,161,500	Term Loan, 2.68%, Maturing April 10, 2014	1,521,696
EUR 1,965,000	Term Loan, 3.22%, Maturing April 10, 2014	1,936,919
<b>Carestream Health, Inc.</b>		
4,007,417	Term Loan, 2.43%, Maturing April 30, 2013	3,478,438
1,000,000	Term Loan - Second Lien, 5.68%, Maturing October 30, 2013	554,000
<b>Carl Zeiss Vision Holding GmbH</b>		
1,300,000	Term Loan, 2.93%, Maturing March 23, 2015	457,980
<b>Community Health Systems, Inc.</b>		
493,281	Term Loan, 2.68%, Maturing July 25, 2014	446,476
9,665,710	Term Loan, 3.45%, Maturing July 25, 2014	8,748,570
<b>Concentra, Inc.</b>		
866,384	Term Loan - Second Lien, 7.47%, Maturing June 25, 2015 <sup>(2)</sup>	433,192
<b>ConMed Corp.</b>		

Edgar Filing: EATON VANCE LTD DURATION INCOME FUND - Form N-CSR

604,833	Term Loan, 1.93%, Maturing April 13, 2013	495,963
<b>CRC Health Corp.</b>		
633,750	Term Loan, 3.47%, Maturing February 6, 2013	459,469
582,075	Term Loan, 3.47%, Maturing February 6, 2013	422,004
<b>DaVita, Inc.</b>		
5,424,933	Term Loan, 2.20%, Maturing October 5, 2012	5,118,088
<b>DJO Finance, LLC</b>		
1,036,875	Term Loan, 3.77%, Maturing May 15, 2014	923,337
<b>Fenwal, Inc.</b>		
854,651	Term Loan, 2.73%, Maturing February 28, 2014	676,599
145,349	Term Loan, 3.51%, Maturing February 28, 2014	115,068
<b>Fresenius Medical Care Holdings</b>		
3,507,855	Term Loan, 2.61%, Maturing March 31, 2013	3,351,646
<b>Hanger Orthopedic Group, Inc.</b>		
1,532,491	Term Loan, 2.44%, Maturing May 30, 2013	1,398,398
<b>HCA, Inc.</b>		
7,500,449	Term Loan, 3.47%, Maturing November 18, 2013	6,787,907
<b>Health Management Association, Inc.</b>		
5,735,681	Term Loan, 2.97%, Maturing February 28, 2014	4,990,759
<b>HealthSouth Corp.</b>		
1,811,915	Term Loan, 2.96%, Maturing March 10, 2013	1,643,666
<b>Iasis Healthcare, LLC</b>		
420,116	Term Loan, 2.43%, Maturing March 14, 2014	374,114
1,214,055	Term Loan, 2.43%, Maturing March 14, 2014	1,081,116
112,878	Term Loan, 2.44%, Maturing March 14, 2014	100,517
<b>Ikaria Acquisition, Inc.</b>		
696,530	Term Loan, 3.03%, Maturing March 28, 2013	593,792
<b>IM U.S. Holdings, LLC</b>		
900,000	Term Loan - Second Lien, 4.74%, Maturing June 26, 2015	783,000
<b>Invacare Corp.</b>		
1,931,934	Term Loan, 3.21%, Maturing February 12, 2013	1,704,931
<b>inVentiv Health, Inc.</b>		
1,191,691		1,027,833

		Term Loan, 2.97%, Maturing July 6, 2014	
<b>LifePoint Hospitals, Inc.</b>	2,959,542	Term Loan, 2.89%, Maturing April 15, 2012	2,811,035
<b>MultiPlan Merger Corp.</b>	668,115	Term Loan, 2.94%, Maturing April 12, 2013	588,777
	1,222,935	Term Loan, 2.94%, Maturing April 12, 2013	1,077,712
<b>Mylan, Inc.</b>	751,750	Term Loan, 4.34%, Maturing October 2, 2014	716,460
<b>National Mentor Holdings, Inc.</b>	81,200	Term Loan, 2.44%, Maturing June 29, 2013	55,351
	1,331,158	Term Loan, 3.22%, Maturing June 29, 2013	907,406
<b>National Renal Institutes, Inc.</b>	1,988,063	Term Loan, 6.25%, Maturing March 31, 2013 <sup>(2)</sup>	1,138,166
<b>Nyco Holdings</b>			
EUR	920,457	Term Loan, 3.78%, Maturing December 29, 2014	989,204
EUR	920,457	Term Loan, 4.53%, Maturing December 29, 2015	989,204
<b>Physiotherapy Associates, Inc.</b>	1,059,005	Term Loan, 7.50%, Maturing June 27, 2013	600,103
<b>RadNet Management, Inc.</b>	708,694	Term Loan, 5.06%, Maturing November 15, 2012	581,129
<b>ReAble Therapeutics Finance, LLC</b>	1,120,659	Term Loan, 2.89%, Maturing November 16, 2013	1,025,403
<b>Renal Advantage, Inc.</b>	958	Term Loan, 3.72%, Maturing October 5, 2012	862
<b>Select Medical Corp.</b>	1,596,196	Term Loan, 3.25%, Maturing February 24, 2012	1,419,019
<b>Select Medical Holdings Corp.</b>	1,992,000	Term Loan, 3.25%, Maturing February 24, 2012	1,770,888
<b>Sunrise Medical Holdings, Inc.</b>	1,287,078	Term Loan, 4.82%, Maturing May 13, 2010	675,716
<b>Vanguard Health Holding Co., LLC</b>	932,841	Term Loan, 2.68%, Maturing September 23, 2011	881,826

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Healthcare (continued)		
<b>Viant Holdings, Inc.</b>		
746,104	Term Loan, 3.47%, Maturing June 25, 2014	\$ 563,309
		<b>\$ 77,773,987</b>
Home Furnishings 0.5%		
<b>Hunter Fan Co.</b>		
614,448	Term Loan, 3.01%, Maturing April 16, 2014	\$ 325,658
<b>Interline Brands, Inc.</b>		
1,225,427	Term Loan, 2.12%, Maturing June 23, 2013	937,451
889,565	Term Loan, 2.12%, Maturing June 23, 2013	680,517
<b>National Bedding Co., LLC</b>		
2,323,754	Term Loan, 2.46%, Maturing August 31, 2011	1,371,015
1,050,000	Term Loan - Second Lien, 5.46%, Maturing August 31, 2012	373,800
<b>Oreck Corp.</b>		
1,772,519	Term Loan, 0.00%, Maturing February 2, 2012 <sup>(4)(6)</sup>	576,069
<b>Sanitec, Ltd. Oy</b>		
EUR 490,638	Term Loan, 0.00%, Maturing April 7, 2013 <sup>(6)</sup>	148,009
EUR 490,638	Term Loan, 0.00%, Maturing April 7, 2014 <sup>(6)</sup>	148,009
<b>Simmons Co.</b>		
3,677,152	Term Loan, 10.50%, Maturing December 19, 2011	2,915,676

1,047,019	Term Loan, 8.22%, Maturing February 15, 2012 <sup>(2)</sup>	23,733
-----------	--	--------

**\$ 7,499,937**

Industrial Equipment 1.3%

**Brand Energy and Infrastructure Services, Inc.**

1,058,875	Term Loan, 4.49%, Maturing February 7, 2014	\$ 741,212
-----------	--	------------

**CEVA Group PLC U.S.**

1,428,503	Term Loan, 3.44%, Maturing January 4, 2014	724,965
EUR 629,766	Term Loan, 3.70%, Maturing January 4, 2014	441,619
EUR 301,758	Term Loan, 3.97%, Maturing January 4, 2014	211,606
EUR 512,419	Term Loan, 3.97%, Maturing January 4, 2014	359,330
171,053	Term Loan, 4.22%, Maturing January 4, 2014	86,809
EUR 1,597,365	Term Loan, 4.53%, Maturing January 4, 2014	1,120,141

**EPD Holdings (Goodyear Engineering Products)**

302,096	Term Loan, 2.97%, Maturing July 13, 2014	153,062
2,109,318	Term Loan, 2.97%, Maturing July 13, 2014	1,068,722
1,100,000	Term Loan - Second Lien, 6.22%, Maturing July 13, 2015	196,625

**Flowserve Corp.**

2,284,487	Term Loan, 2.74%, Maturing August 10, 2012	2,217,381
-----------	---	-----------

**FR Brand Acquisition Corp.**

980,000	Term Loan, 3.49%, Maturing February 7, 2014	666,400
---------	--	---------

**Generac Acquisition Corp.**

2,650,468	Term Loan, 3.00%, Maturing November 7, 2013	1,738,265
500,000	Term Loan - Second Lien, 6.50%, Maturing April 7, 2014	149,375

**Gleason Corp.**

743,297	Term Loan, 2.97%, Maturing June 30, 2013	633,660
280,361	Term Loan, 2.97%, Maturing June 30, 2013	239,008

**Itron, Inc.**

Edgar Filing: EATON VANCE LTD DURATION INCOME FUND - Form N-CSR

EUR	355,672	Term Loan, 3.28%, Maturing April 18, 2014	445,883
<b>Jason, Inc.</b>			
	577,110	Term Loan, 3.73%, Maturing April 30, 2010	302,983
<b>John Maneely Co.</b>			
	4,376,593	Term Loan, 4.11%, Maturing December 8, 2013	3,178,501
<b>KION Group GmbH</b>			
	250,000	Term Loan, 2.43%, Maturing December 23, 2014	85,312
	250,000	Term Loan, 2.93%, Maturing December 23, 2015	85,312
<b>Polypore, Inc.</b>			
	4,273,875	Term Loan, 2.50%, Maturing July 3, 2014	3,675,532
<b>Sequa Corp.</b>			
	795,043	Term Loan, 3.74%, Maturing November 30, 2014	504,852
<b>TFS Acquisition Corp.</b>			
	877,500	Term Loan, 4.72%, Maturing August 11, 2013	405,844
			<b>\$ 19,432,399</b>

Insurance 0.9%

**Alliant Holdings I, Inc.**

1,329,750 Term Loan, 4.23%, Maturing August 21, 2014 \$ 1,043,854

**Applied Systems, Inc.**

921,456 Term Loan, 3.61%, Maturing September 26, 2013 797,060

**CCC Information Services Group, Inc.**

1,110,774 Term Loan, 2.68%, Maturing February 10, 2013 983,035

**Conseco, Inc.**

4,632,525 Term Loan, 6.50%, Maturing October 10, 2013 1,945,661

**Crawford & Company**

1,605,536 Term Loan, 3.72%, Maturing October 31, 2013 1,356,678

**Crump Group, Inc.**

1,186,884 Term Loan, 3.43%, Maturing August 4, 2014 890,163

**Getty Images, Inc.**

2,888,438 2,831,873

	Term Loan, 6.25%, Maturing July 2, 2015	
<b>Hub International Holdings, Inc.</b>		
216,506	Term Loan, 3.72%, Maturing June 13, 2014	168,875
963,235	Term Loan, 3.72%, Maturing June 13, 2014	751,324
<b>U.S.I. Holdings Corp.</b>		
2,684,076	Term Loan, 3.97%, Maturing May 4, 2014	1,874,379
		<b>\$ 12,642,902</b>

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

Principal Amount*	Borrower/Tranche Description	Value
	Leisure Goods/Activities/Movies 3.6%	
	<b>24 Hour Fitness Worldwide, Inc.</b>	
1,959,400	Term Loan, 3.31%, Maturing June 8, 2012	\$ 1,293,204
	<b>AMC Entertainment, Inc.</b>	
1,707,440	Term Loan, 1.94%, Maturing January 26, 2013	1,586,212
	<b>AMF Bowling Worldwide, Inc.</b>	
1,300,000	Term Loan - Second Lien, 7.54%, Maturing December 8, 2013	195,000
	<b>Bombardier Recreational Products</b>	
955,696	Term Loan, 3.95%, Maturing June 28, 2013	487,405
	<b>Butterfly Wendel US, Inc.</b>	
371,737	Term Loan, 3.24%, Maturing June 22, 2013	227,224
371,857	Term Loan, 2.74%, Maturing June 22, 2014	227,298
	<b>Carmike Cinemas, Inc.</b>	
2,811,771	Term Loan, 6.13%, Maturing May 19, 2012	2,394,693
	<b>Cedar Fair, L.P.</b>	
486,250	Term Loan, 2.43%, Maturing August 31, 2011	442,893
2,765,405	Term Loan, 2.43%, Maturing August 30, 2012	2,518,822
	<b>Cinemark, Inc.</b>	
3,745,710	Term Loan, 2.29%, Maturing October 5, 2013	3,503,801
	<b>Dave &amp; Buster s, Inc.</b>	
382,500	Term Loan, 3.29%, Maturing March 8, 2013	348,075
970,000	Term Loan, 3.29%, Maturing March 8, 2013	882,700
	<b>Deluxe Entertainment Services</b>	
744,438	Term Loan, 3.00%, Maturing January 28, 2011	535,995

Edgar Filing: EATON VANCE LTD DURATION INCOME FUND - Form N-CSR

41,339	Term Loan, 3.47%, Maturing January 28, 2011	29,764
72,991	Term Loan, 3.47%, Maturing January 28, 2011	52,554
<b>Easton-Bell Sports, Inc.</b>		
1,410,448	Term Loan, 2.85%, Maturing March 16, 2012	1,216,511
<b>Mega Blocks, Inc.</b>		
1,465,736	Term Loan, 9.75%, Maturing July 26, 2012	513,008
<b>Metro-Goldwyn-Mayer Holdings, Inc.</b>		
9,062,656	Term Loan, 3.68%, Maturing April 8, 2012	4,444,480
<b>National CineMedia, LLC</b>		
3,075,000	Term Loan, 3.08%, Maturing February 13, 2015	2,740,594
<b>Red Football, Ltd.</b>		
GBP 2,730,401	Term Loan, 3.35%, Maturing August 16, 2014	3,231,375
GBP 2,730,401	Term Loan, 3.60%, Maturing August 16, 2015	3,231,375
<b>Regal Cinemas Corp.</b>		
6,193,694	Term Loan, 4.97%, Maturing November 10, 2010	5,985,623
<b>Revolution Studios Distribution Co., LLC</b>		
1,350,954	Term Loan, 4.18%, Maturing December 21, 2014	1,101,028
1,050,000	Term Loan - Second Lien, 7.43%, Maturing June 21, 2015	315,000
<b>Six Flags Theme Parks, Inc.</b>		
4,445,813	Term Loan, 3.37%, Maturing April 30, 2015	3,378,818
<b>Southwest Sports Group, LLC</b>		
1,450,000	Term Loan, 5.75%, Maturing December 22, 2010	844,625
<b>Universal City Development Partners, Ltd.</b>		
2,912,921	Term Loan, 6.00%, Maturing June 9, 2011	2,778,198
<b>WMG Acquisition Corp.</b>		
900,000	Revolving Loan, 0.00%, Maturing February 28, 2010 <sup>(3)</sup>	810,000
6,841,424	Term Loan, 2.80%, Maturing February 28, 2011	6,331,738
<b>Zuffa, LLC</b>		
1,496,193	Term Loan, 2.50%, Maturing June 20, 2016	1,234,359
		<b>\$ 52,882,372</b>

Lodging and Casinos 1.4%

**Gala Electric Casinos, Ltd.**

GBP	958,999	Term Loan, 4.60%, Maturing December 12, 2013	\$	991,313
-----	---------	---	----	---------

GBP	958,999	Term Loan, 5.10%, Maturing December 12, 2014		991,313
-----	---------	---	--	---------

**Green Valley Ranch Gaming, LLC**

	636,955	Term Loan, 3.46%, Maturing February 16, 2014		267,748
--	---------	---	--	---------

**Harrah s Operating Co.**

	990,000	Term Loan, 3.87%, Maturing January 28, 2015		709,706
--	---------	--	--	---------

	1,386,000	Term Loan, 4.09%, Maturing January 28, 2015		990,990
--	-----------	--	--	---------

**Herbst Gaming, Inc.**

	994,937	Term Loan, 0.00%, Maturing December 2, 2011 <sup>(6)</sup>		220,545
--	---------	---	--	---------

**Isle of Capri Casinos, Inc.**

	1,003,511	Term Loan, 2.18%, Maturing November 30, 2013		812,844
--	-----------	---	--	---------

	2,508,778	Term Loan, 2.97%, Maturing November 30, 2013		2,032,111
--	-----------	---	--	-----------

	756,477	Term Loan, 2.97%, Maturing November 30, 2013		612,746
--	---------	---	--	---------

**LodgeNet Entertainment Corp.**

	1,113,456	Term Loan, 3.16%, Maturing April 4, 2014		783,130
--	-----------	---	--	---------

**New World Gaming Partners, Ltd.**

	1,440,104	Term Loan, 3.71%, Maturing June 30, 2014		712,852
--	-----------	---	--	---------

	291,667	Term Loan, 3.71%, Maturing June 30, 2014		144,375
--	---------	---	--	---------

**Penn National Gaming, Inc.**

	7,038,675	Term Loan, 2.34%, Maturing October 3, 2012		6,604,621
--	-----------	---	--	-----------

**Venetian Casino Resort/Las Vegas Sands, Inc.**

	1,126,757	Term Loan, 2.18%, Maturing May 14, 2014		686,809
--	-----------	--	--	---------

	4,132,749	Term Loan, 2.18%, Maturing May 23, 2014		2,519,096
--	-----------	--	--	-----------

**VML US Finance, LLC**

	2,300,000	Term Loan, 2.68%, Maturing May 25, 2013		1,693,375
--	-----------	--	--	-----------

**Wimar OpCo, LLC**

	900,262	Term Loan, 6.50%, Maturing January 3, 2012		249,823
--	---------	---	--	---------

\$ 21,023,397

Nonferrous Metals/Minerals 0.8%

**Alpha Natural Resources, LLC**

2,750,875 Term Loan, 2.75%, Maturing  
October 26, 2012

\$ 2,544,559

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

Principal Amount*	Borrower/Tranche Description	Value
Nonferrous Metals/Minerals (continued)		
<b>Compass Minerals Group, Inc.</b>		
2,735,301	Term Loan, 2.38%, Maturing December 22, 2012	\$ 2,608,794
<b>Euramax International, Inc.</b>		
701,579	Term Loan, 0.00%, Maturing June 28, 2012 <sup>(6)</sup>	168,379
503,822	Term Loan - Second Lien, 0.00%, Maturing June 28, 2013 <sup>(6)</sup>	22,672
249,928	Term Loan - Second Lien, 0.00%, Maturing June 28, 2013 <sup>(6)</sup>	11,247
<b>Murray Energy Corp.</b>		
899,029	Term Loan, 6.94%, Maturing January 28, 2010	854,078
<b>Noranda Aluminum Acquisition</b>		
1,498,083	Term Loan, 2.45%, Maturing May 18, 2014	850,162
<b>Novelis, Inc.</b>		
589,492	Term Loan, 2.43%, Maturing June 28, 2014	424,140
1,296,896	Term Loan, 3.22%, Maturing June 28, 2014	933,116
<b>Oxbow Carbon and Mineral Holdings</b>		
162,211	Term Loan, 2.43%, Maturing May 8, 2014	142,205
1,701,281	Term Loan, 2.75%, Maturing May 8, 2014	1,491,457
<b>Tube City IMS Corp.</b>		
2,622,162	Term Loan, 3.22%, Maturing January 25, 2014	1,311,081
324,324	Term Loan, 3.46%, Maturing January 25, 2014	162,162
		<b>\$ 11,524,052</b>

Oil and Gas 0.9%

**Atlas Pipeline Partners, L.P.**

2,615,000	Term Loan, 3.18%, Maturing July 20, 2014	\$ 2,438,488
-----------	--	--------------

**Big West Oil, LLC**

577,500	Term Loan, 4.50%, Maturing May 1, 2014	467,775
---------	--	---------

459,375	Term Loan, 4.50%, Maturing May 1, 2014	372,094
---------	--	---------

**Citgo Petroleum Corp.**

1,889,094	Term Loan, 1.80%, Maturing November 15, 2012	1,652,958
-----------	--	-----------

**Dresser, Inc.**

824,990	Term Loan, 3.45%, Maturing May 4, 2014	710,523
---------	--	---------

1,250,000	Term Loan - Second Lien, 6.99%, Maturing May 4, 2015	696,875
-----------	--	---------

**Enterprise GP Holdings, L.P.**

1,534,500	Term Loan, 3.12%, Maturing October 31, 2014	1,450,103
-----------	---	-----------

**Targa Resources, Inc.**

2,652,934	Term Loan, 2.44%, Maturing October 31, 2012	2,323,211
-----------	---	-----------

2,332,743	Term Loan, 3.22%, Maturing October 31, 2012	2,042,816
-----------	---	-----------

**Volnay Acquisition Co.**

802,500	Term Loan, 3.94%, Maturing January 12, 2014	736,294
---------	---	---------

**\$ 12,891,137**

Publishing 3.1%

**American Media Operations, Inc.**

4,717,654	Term Loan, 10.00%, Maturing January 31, 2013	\$ 2,609,452
-----------	--	--------------

**Aster Zweite Beteiligungs GmbH**

EUR 472,333	Term Loan, 3.94%, Maturing September 27, 2013	329,137
-------------	---	---------

1,075,000	Term Loan, 4.01%, Maturing September 27, 2013	565,270
-----------	---	---------

**CanWest MediaWorks, Ltd.**

1,154,437	Term Loan, 3.26%, Maturing July 10, 2014	456,003
-----------	--	---------

**Dex Media West, LLC**

5,190,000	Term Loan, 0.00%, Maturing October 24, 2014 <sup>(6)</sup>	3,512,981
<b>GateHouse Media Operating, Inc.</b>		
3,466,913	Term Loan, 2.44%, Maturing August 28, 2014	876,633
2,683,087	Term Loan, 2.47%, Maturing August 28, 2014	678,437
975,000	Term Loan, 2.72%, Maturing August 28, 2014	246,536
<b>Idearc, Inc.</b>		
10,945,004	Term Loan, 0.00%, Maturing November 17, 2014 <sup>(6)</sup>	4,306,553
<b>Laureate Education, Inc.</b>		
431,453	Term Loan, 4.34%, Maturing August 17, 2014	320,138
2,883,020	Term Loan, 4.34%, Maturing August 17, 2014	2,139,201
<b>MediaNews Group, Inc.</b>		
919,307	Term Loan, 7.72%, Maturing August 2, 2013	180,797
<b>Mediannuaire Holding</b>		
EUR 968,816	Term Loan, 3.91%, Maturing October 10, 2014	533,031
EUR 968,816	Term Loan, 4.41%, Maturing October 10, 2015	533,031
EUR 1,000,000	Term Loan - Second Lien, 5.91%, Maturing April 10, 2016	292,736
<b>Merrill Communications, LLC</b>		
1,432,648	Term Loan, 3.50%, Maturing August 9, 2009	941,966
<b>Nebraska Book Co., Inc.</b>		
905,261	Term Loan, 7.77%, Maturing March 4, 2011	823,788
<b>Nelson Education, Ltd.</b>		
664,875	Term Loan, 3.72%, Maturing July 5, 2014	415,547
<b>Nielsen Finance, LLC</b>		
7,909,619	Term Loan, 2.47%, Maturing August 9, 2013	6,726,775
<b>Penton Media, Inc.</b>		
980,000	Term Loan, 3.23%, Maturing February 1, 2013	509,600
<b>Philadelphia Newspapers, LLC</b>		
1,038,512	Term Loan, 0.00%, Maturing June 29, 2013 <sup>(6)</sup>	256,167
<b>R.H. Donnelley Corp.</b>		
3,763,452	Term Loan, 6.75%, Maturing June 30, 2010	2,549,739
<b>Reader s Digest Association, Inc. (The)</b>		
10,815,500	Term Loan, 3.29%, Maturing March 2, 2014	3,704,309

**SGS International, Inc.**

837,220	Term Loan, 4.02%, Maturing December 30, 2011	648,846
---------	---	---------

**Source Interlink Companies, Inc.**

1,984,887	Term Loan, 0.00%, Maturing August 1, 2014 <sup>(6)</sup>	793,955
-----------	---	---------

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Publishing (continued)		
<b>Source Media, Inc.</b>		
2,296,958	Term Loan, 5.43%, Maturing November 8, 2011	\$ 1,182,933
<b>Springer Science+Business Media</b>		
546,613	Term Loan, 2.80%, Maturing May 5, 2011	444,123
490,579	Term Loan, 3.18%, Maturing May 5, 2012	398,596
417,648	Term Loan, 3.18%, Maturing May 5, 2012	339,339
<b>TL Acquisitions, Inc.</b>		
3,225,875	Term Loan, 2.93%, Maturing July 5, 2014	2,394,406
<b>Tribune Co.</b>		
1,836,935	Term Loan, 0.00%, Maturing August 17, 2009 <sup>(6)</sup>	536,385
2,989,950	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(6)</sup>	771,159
2,231,638	Term Loan, 0.00%, Maturing May 17, 2014 <sup>(6)</sup>	654,847
<b>Xsys, Inc.</b>		
EUR 527,667	Term Loan, 3.94%, Maturing September 27, 2013	367,696
1,290,100	Term Loan, 4.01%, Maturing September 27, 2013	678,377
1,277,104	Term Loan, 4.01%, Maturing September 27, 2014	671,544
<b>Yell Group, PLC</b>		
3,425,000	Term Loan, 3.43%, Maturing February 10, 2013	1,767,543
		<b>\$ 45,157,576</b>

Radio and Television 2.2%

**Block Communications, Inc.**

2,031,750	Term Loan, 3.22%, Maturing December 22, 2011	\$ 1,696,511
-----------	---	--------------

**CMP KC, LLC**

961,188	Term Loan, 4.50%, Maturing May 5, 2013 <sup>(4)</sup>	275,861
---------	--	---------

**CMP Susquehanna Corp.**

3,211,574	Term Loan, 2.48%, Maturing May 5, 2013	1,404,395
-----------	---	-----------

**Discovery Communications, Inc.**

3,414,188	Term Loan, 3.22%, Maturing April 30, 2014	3,207,629
-----------	--	-----------

**Emmis Operating Co.**

1,018,661	Term Loan, 3.08%, Maturing November 2, 2013	588,277
-----------	--	---------

**Entravision Communications Corp.**

1,566,617	Term Loan, 6.46%, Maturing September 29, 2013	1,228,228
-----------	--	-----------

**Gray Television, Inc.**

2,294,309	Term Loan, 4.00%, Maturing January 19, 2015	1,015,232
-----------	--	-----------

**HIT Entertainment, Inc.**

1,835,658	Term Loan, 3.49%, Maturing March 20, 2012	1,000,434
-----------	--	-----------

**Intelsat Corp.**

2,221,235	Term Loan, 2.99%, Maturing January 3, 2014	2,033,665
-----------	---	-----------

2,220,561	Term Loan, 2.99%, Maturing January 3, 2014	2,033,048
-----------	---	-----------

2,220,561	Term Loan, 2.99%, Maturing January 3, 2014	2,033,048
-----------	---	-----------

**NEP II, Inc.**

832,990	Term Loan, 2.69%, Maturing February 16, 2014	712,206
---------	---	---------

**Nexstar Broadcasting, Inc.**

1,978,359	Term Loan, 2.79%, Maturing October 1, 2012	1,226,582
-----------	---	-----------

2,091,409	Term Loan, 2.97%, Maturing October 1, 2012	1,296,674
-----------	---	-----------

**NextMedia Operating, Inc.**

72,114	Term Loan, 5.25%, Maturing November 15, 2012	35,576
--------	---	--------

162,257	Term Loan, 6.25%, Maturing November 15, 2012	80,047
---------	---	--------

**Paxson Communications Corp.**

3,250,000	Term Loan, 0.00%, Maturing January 15, 2012 <sup>(6)</sup>	817,580
-----------	---	---------

**Raycom TV Broadcasting, LLC**

Edgar Filing: EATON VANCE LTD DURATION INCOME FUND - Form N-CSR

1,900,000	Term Loan, 2.00%, Maturing June 25, 2014	1,425,000
<b>SFX Entertainment</b>		
1,371,963	Term Loan, 4.14%, Maturing June 21, 2013	1,166,169
<b>Sirius Satellite Radio, Inc.</b>		
738,750	Term Loan, 2.69%, Maturing December 19, 2012	594,694
<b>Univision Communications, Inc.</b>		
12,650,000	Term Loan, 2.68%, Maturing September 29, 2014	7,782,912
<b>Young Broadcasting, Inc.</b>		
2,309,978	Term Loan, 4.75%, Maturing November 3, 2012	906,666
		<b>\$ 32,560,434</b>

Rail Industries 0.3%

<b>Kansas City Southern Railway Co.</b>		
3,306,500	Term Loan, 2.75%, Maturing April 26, 2013	\$ 2,884,921
<b>Rail America, Inc.</b>		
135,280	Term Loan, 5.20%, Maturing August 14, 2009	121,076
2,089,720	Term Loan, 5.20%, Maturing August 13, 2010	1,870,299
		<b>\$ 4,876,296</b>

Retailers (Except Food and Drug) 1.1%

<b>American Achievement Corp.</b>		
777,368	Term Loan, 2.70%, Maturing March 25, 2011	\$ 668,536
<b>Amscan Holdings, Inc.</b>		
710,500	Term Loan, 3.65%, Maturing May 25, 2013	611,030
<b>Cumberland Farms, Inc.</b>		
2,014,470	Term Loan, 2.82%, Maturing September 29, 2013	1,651,865
<b>Harbor Freight Tools USA, Inc.</b>		
1,785,022		1,432,481

	Term Loan, 9.75%, Maturing July 15, 2010	
<b>Josten s Corp.</b>		
1,991,336	Term Loan, 2.50%, Maturing October 4, 2011	1,866,878
<b>Mapco Express, Inc.</b>		
1,195,435	Term Loan, 5.75%, Maturing April 28, 2011	986,234
<b>Neiman Marcus Group, Inc.</b>		
1,542,722	Term Loan, 2.97%, Maturing April 5, 2013	1,076,048
<b>Orbitz Worldwide, Inc.</b>		
1,674,500	Term Loan, 3.97%, Maturing July 25, 2014	616,774

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Retailers (Except Food and Drug) (continued)		
<b>Oriental Trading Co., Inc.</b>		
2,062,139	Term Loan, 7.50%, Maturing July 31, 2013	\$ 1,229,035
1,150,000	Term Loan - Second Lien, 6.43%, Maturing January 31, 2013	248,688
<b>Rent-A-Center, Inc.</b>		
1,165,412	Term Loan, 2.22%, Maturing November 15, 2012	1,107,141
<b>Savers, Inc.</b>		
445,431	Term Loan, 3.25%, Maturing August 11, 2012	387,525
487,336	Term Loan, 3.25%, Maturing August 11, 2012	423,982
<b>The Yankee Candle Company, Inc.</b>		
3,301,085	Term Loan, 3.21%, Maturing February 6, 2014	2,766,722
<b>Vivarte</b>		
EUR 825,263	Term Loan, 3.02%, Maturing May 29, 2015	613,028
EUR 128,489	Term Loan, 3.02%, Maturing May 29, 2015	95,445
EUR 33,040	Term Loan, 3.02%, Maturing May 29, 2015	24,543
EUR 825,263	Term Loan, 3.52%, Maturing May 29, 2016	617,836
EUR 128,489	Term Loan, 3.52%, Maturing May 29, 2016	96,193
EUR 33,040	Term Loan, 3.52%, Maturing May 29, 2016	24,735
		<b>\$ 16,544,719</b>

Steel 0.2%

**Algoma Acquisition Corp.**

2,232,796	Term Loan, 2.93%, Maturing June 20, 2013	\$ 1,295,022
-----------	--	--------------

**Niagara Corp.**

1,449,187	Term Loan, 5.60%, Maturing June 29, 2014	815,168
-----------	--	---------

		<b>\$ 2,110,190</b>
--	--	---------------------

Surface Transport 0.2%

**Gainey Corp.**

1,884,496	Term Loan, 0.00%, Maturing April 20, 2012 <sup>(6)</sup>	\$ 214,833
-----------	--	------------

**Oshkosh Truck Corp.**

910,588	Term Loan, 7.24%, Maturing December 6, 2013	751,804
---------	---	---------

**Swift Transportation Co., Inc.**

3,014,278	Term Loan, 3.81%, Maturing May 10, 2014	1,851,897
-----------	---	-----------

		<b>\$ 2,818,534</b>
--	--	---------------------

Telecommunications 1.7%

**Asurion Corp.**

2,450,000	Term Loan, 3.78%, Maturing July 13, 2012	\$ 2,140,075
-----------	--	--------------

1,000,000	Term Loan - Second Lien, 6.97%, Maturing January 13, 2013	770,000
-----------	---	---------

**BCM Luxembourg, Ltd.**

EUR 1,831,379	Term Loan, 2.85%, Maturing September 30, 2014	1,576,179
---------------	---	-----------

EUR 1,831,695	Term Loan, 3.10%, Maturing September 30, 2015	1,576,451
---------------	---	-----------

EUR 1,500,000	Term Loan - Second Lien, 5.22%, Maturing March 31, 2016	805,436
---------------	---	---------

**Centennial Cellular Operating Co., LLC**

3,226,468	Term Loan, 3.22%, Maturing February 9, 2011	3,200,540
-----------	---	-----------

**CommScope, Inc.**

2,181,339	Term Loan, 3.57%, Maturing November 19, 2014	1,940,029
<b>Intelsat Subsidiary Holding Co.</b>		
1,267,500	Term Loan, 2.99%, Maturing July 3, 2013	1,168,635
<b>Iowa Telecommunications Services</b>		
2,776,000	Term Loan, 2.89%, Maturing November 23, 2011	2,546,980
<b>IPC Systems, Inc.</b>		
GBP 1,448,087	Term Loan, 3.91%, Maturing May 31, 2014	1,242,492
<b>Macquarie UK Broadcast Ventures, Ltd.</b>		
GBP 1,071,462	Term Loan, 2.85%, Maturing December 26, 2014	1,120,115
<b>NTelos, Inc.</b>		
1,212,599	Term Loan, 2.68%, Maturing August 24, 2011	1,156,213
<b>Palm, Inc.</b>		
1,058,875	Term Loan, 3.94%, Maturing April 24, 2014	675,033
<b>Stratos Global Corp.</b>		
1,185,750	Term Loan, 3.72%, Maturing February 13, 2012	1,132,391
<b>Trilogy International Partners</b>		
1,225,000	Term Loan, 4.72%, Maturing June 29, 2012	520,625
<b>Windstream Corp.</b>		
3,969,936	Term Loan, 2.07%, Maturing July 17, 2013	3,724,915
		<b>\$ 25,296,109</b>

Utilities 1.4%

**AEI Finance Holding, LLC**

388,674 Revolving Loan, 3.44%, Maturing  
March 30, 2012 \$ 252,638

2,739,523 Term Loan, 4.22%, Maturing March 30,  
2014 1,780,690

**Astoria Generating Co.**

1,250,000 Term Loan - Second Lien, 4.20%,  
Maturing August 23, 2013 1,073,438

**BRSP, LLC**

2,182,672 Term Loan, 5.55%, Maturing July 13,  
2009 1,800,704

**Calpine Corp.**

1,176,112 1,005,944

Term Loan, 4.10%, Maturing March 29,  
2014

**Electricinvest Holding Co.**

GBP	540,000	Term Loan, 5.40%, Maturing December 21, 2012	524,045
-----	---------	---	---------

EUR	536,193	Term Loan, 5.50%, Maturing December 21, 2012	465,864
-----	---------	---	---------

**Mirant North America, LLC**

	753,697	Term Loan, 2.18%, Maturing January 3, 2013	707,533
--	---------	---	---------

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount*</b>	<b>Borrower/Tranche Description</b>	<b>Value</b>
Utilities (continued)		
<b>NRG Energy, Inc.</b>		
5,604,060	Term Loan, 2.72%, Maturing June 1, 2014	\$ 5,229,871
2,994,481	Term Loan, 2.82%, Maturing June 1, 2014	2,794,536
<b>Pike Electric, Inc.</b>		
470,384	Term Loan, 2.00%, Maturing July 1, 2012	432,753
354,382	Term Loan, 2.00%, Maturing December 10, 2012	326,031
<b>TXU Texas Competitive Electric Holdings Co., LLC</b>		
3,102,750	Term Loan, 3.97%, Maturing October 10, 2014	2,103,875
1,132,750	Term Loan, 3.97%, Maturing October 10, 2014	769,627
<b>Vulcan Energy Corp.</b>		
1,412,275	Term Loan, 5.50%, Maturing July 23, 2010	1,334,600
		<b>\$ 20,602,149</b>
Total Senior Floating-Rate Interests (identified cost \$1,071,125,062)		<b>\$ 801,714,135</b>

Corporate Bonds &amp; Notes 43.9%

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

Aerospace and Defense 0.2%

<b>Alion Science and Technologies Corp.</b>		
\$ 1,500	10.25%, 2/1/15	\$ 375,000
<b>Bombardier, Inc.</b>		
1,425	8.00%, 11/15/14 <sup>(5)</sup>	1,254,000
<b>Hawker Beechcraft Acquisition</b>		
1,810	9.75%, 4/1/17	452,500
<b>Transdigm, Inc.</b>		
280	7.75%, 7/15/14	275,100
<b>Vought Aircraft Industries, Inc., Sr. Notes</b>		
1,250	8.00%, 7/15/11	515,625
		<b>\$ 2,872,225</b>

Automotive 0.6%

<b>Allison Transmission, Inc.</b>		
\$ 1,610	11.00%, 11/1/15 <sup>(5)</sup>	\$ 974,050
<b>Altra Industrial Motion, Inc.</b>		
3,590	9.00%, 12/1/11	3,311,775
<b>Commercial Vehicle Group, Inc., Sr. Notes</b>		
1,100	8.00%, 7/1/13	346,500
<b>Tenneco Automotive, Inc., Series B</b>		
6,073	10.25%, 7/15/13	3,795,625
<b>Tenneco, Inc., Sr. Notes</b>		
1,085	8.125%, 11/15/15	439,425
<b>United Components, Inc., Sr. Sub. Notes</b>		
990	9.375%, 6/15/13	549,450
		<b>\$ 9,416,825</b>

Broadcast Radio and Television 0.3%

<b>Rainbow National Services, LLC, Sr. Sub. Debs.</b>		
\$ 1,470	10.375%, 9/1/14 <sup>(5)</sup>	\$ 1,536,150
<b>Warner Music Group, Sr. Sub. Notes</b>		
1,570	7.375%, 4/15/14	1,177,500
<b>XM Satellite Radio Holdings, Inc., Sr. Notes</b>		
2,885	13.00%, 8/1/13 <sup>(5)</sup>	1,889,675

\$ 4,603,325

Brokers/Dealers/Investment Houses 0.1%

**Nuveen Investments, Inc., Sr. Notes**

\$ 2,900 10.50%, 11/15/15<sup>(5)</sup> \$ 1,479,000

\$ 1,479,000

Building and Development 0.3%

**Interline Brands, Inc., Sr. Sub. Notes**

\$ 1,240 8.125%, 6/15/14 \$ 1,190,400

**Nortek, Inc., Sr. Sub. Notes**

1,500 10.00%, 12/1/13 967,500

**Panolam Industries International, Sr. Sub. Notes**

5,995 10.75%, 10/1/13<sup>(6)</sup> 329,725

**Texas Industries Inc., Sr. Notes**

1,640 7.25%, 7/15/13<sup>(5)</sup> 1,340,700

\$ 3,828,325

Business Equipment and Services 2.8%

**Affinion Group, Inc.**

\$ 1,065 10.125%, 10/15/13 \$ 915,900

2,560 11.50%, 10/15/15 1,856,000

**Education Management, LLC, Sr. Notes**

5,270 8.75%, 6/1/14 5,125,075

**Education Management, LLC, Sr. Sub. Notes**

7,480 10.25%, 6/1/16 7,218,200

**MediMedia USA, Inc., Sr. Sub. Notes**

2,415 11.375%, 11/15/14<sup>(5)</sup> 1,581,825

**Muzak, LLC/Muzak Finance, Sr. Notes**

5,250 10.00%, 2/15/09<sup>(6)</sup> 1,968,750

See notes to financial statements



**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
Business Equipment and Services (continued)		
<b>Rental Service Corp.</b>		
\$ 3,940	9.50%, 12/1/14	\$ 2,551,150
<b>SunGard Data Systems, Inc., Sr. Notes</b>		
11,035	10.625%, 5/15/15 <sup>(5)</sup>	10,621,187
<b>Ticketmaster, Sr. Notes</b>		
2,700	10.75%, 8/1/16 <sup>(5)</sup>	1,856,250
<b>Travelport, LLC</b>		
880	9.875%, 9/1/14	435,600
<b>West Corp.</b>		
7,095	9.50%, 10/15/14	6,190,387
		<b>\$ 40,320,324</b>
Business Services-Miscellaneous 0.1%		
<b>Expedia, Inc.</b>		
\$ 1,730	7.456%, 8/15/18	\$ 1,574,300
		<b>\$ 1,574,300</b>
Cable and Satellite Television 1.3%		
<b>Cablevision Systems Corp., Sr. Notes, Series B</b>		
\$ 810	8.00%, 4/15/12	\$ 810,000
<b>CCO Holdings, LLC/CCO Capital Corp., Sr. Notes</b>		
3,135	8.75%, 11/15/13	2,735,287
<b>Charter Communications, Inc., Sr. Notes</b>		

645	8.375%, 4/30/14 <sup>(5)</sup>	590,175
2,740	10.875%, 9/15/14 <sup>(5)</sup>	2,740,000
<b>Kabel Deutschland GmbH</b>		
2,865	10.625%, 7/1/14	2,936,625
<b>MCC Iowa, LLC, Sr. Notes</b>		
1,720	8.50%, 10/15/15	1,625,400
<b>National Cable PLC</b>		
540	8.75%, 4/15/14	537,300
<b>National Cable PLC, Sr. Notes</b>		
7,690	9.125%, 8/15/16	7,613,100
		<b>\$ 19,587,887</b>

Chemicals and Plastics 0.4%

<b>CII Carbon, LLC</b>		
\$ 2,420	11.125%, 11/15/15 <sup>(5)</sup>	\$ 1,415,700
<b>INEOS Group Holdings PLC</b>		
4,035	8.50%, 2/15/16 <sup>(5)</sup>	625,425
<b>Nova Chemicals Corp., Sr. Notes, Variable Rate</b>		
2,145	5.72%, 11/15/13	1,694,550
<b>Reichhold Industries, Inc., Sr. Notes</b>		
7,255	9.00%, 8/15/14 <sup>(5)</sup>	1,342,175
<b>Wellman Holdings, Inc.</b>		
243	5.00%, 1/29/19 <sup>(4)</sup>	72,098
		<b>\$ 5,149,948</b>

Clothing/Textiles 1.5%

<b>Levi Strauss &amp; Co., Sr. Notes</b>		
\$ 6,100	9.75%, 1/15/15	\$ 5,795,000
410	8.875%, 4/1/16	364,900
<b>Oxford Industries, Inc., Sr. Notes</b>		
8,275	8.875%, 6/1/11	6,909,625
<b>Perry Ellis International, Inc., Sr. Sub. Notes</b>		
8,190	8.875%, 9/15/13	5,610,150
<b>Phillips Van Heusen, Sr. Notes</b>		
1,610	8.125%, 5/1/13	1,585,850
<b>Quiksilver, Inc.</b>		
3,060	6.875%, 4/15/15	1,575,900

**\$ 21,841,425**

Commercial Services 0.3%

**Ceridian Corp., Sr. Notes**

\$	6,180	11.25%, 11/15/15		\$ 4,542,300
----	-------	------------------	--	--------------

**\$ 4,542,300**

Conglomerates 0.2%

**RBS Global & Rexnord Corp.**

\$	1,762	9.50%, 8/1/14 <sup>(5)</sup>		\$ 1,449,245
----	-------	------------------------------	--	--------------

	1,705	11.75%, 8/1/16		1,031,525
--	-------	----------------	--	-----------

**\$ 2,480,770**

Containers and Glass Products 0.3%

**Intertape Polymer US, Inc., Sr. Sub. Notes**

\$	3,220	8.50%, 8/1/14		\$ 1,320,200
----	-------	---------------	--	--------------

**Pliant Corp.**

	6,358	11.625%, 6/15/09 <sup>(2)(6)</sup>		2,282,462
--	-------	------------------------------------	--	-----------

**Smurfit-Stone Container Enterprises, Inc., Sr. Notes**

	4,425	8.00%, 3/15/17 <sup>(6)</sup>		973,500
--	-------	-------------------------------	--	---------

**Solo Cup Co.**

	325	8.50%, 2/15/14		274,625
--	-----	----------------	--	---------

**Stone Container Corp., Sr. Notes**

	715	8.375%, 7/1/12 <sup>(6)</sup>		153,725
--	-----	-------------------------------	--	---------

**\$ 5,004,512**

See notes to financial statements

**Table of Contents**

Eaton Vance Limited Duration Income Fund as of April 30, 2009

## PORTFOLIO OF INVESTMENTS CONT D

<b>Principal Amount (000 s omitted)</b>	<b>Security</b>	<b>Value</b>
Diversified Media 0.1%		
	<b>Catalina Marketing Corp.</b>	
\$ 680	10.50%, 10/1/15 <sup>(2)(5)</sup>	\$ 459,850
	<b>Virgin Media, Inc.</b>	
750	6.50%, 11/15/16 <sup>(5)</sup>	550,312
		<b>\$ 1,010,162</b>
Ecological Services and Equipment 0.3%		
	<b>Environmental Systems Products Holdings, Inc., Jr. Notes</b>	
\$ 149	18.00%, 3/31/15 <sup>(4)</sup>	\$ 119,296
	<b>Waste Services, Inc., Sr. Sub. Notes</b>	
4,085	9.50%, 4/15/14	3,574,375
		<b>\$ 3,693,671</b>
Electronics/Electrical 1.2%		
	<b>Advanced Micro Devices, Inc., Sr. Notes</b>	
\$ 3,885	7.75%, 11/1/12	\$ 2,233,875
	<b>Amkor Technologies, Inc., Sr. Notes</b>	
580	7.125%, 3/15/11	570,575
665	7.75%, 5/15/13	601,825
5,595	9.25%, 6/1/16	4,895,625
	<b>Avago Technologies Finance</b>	
3,620	10.125%, 12/1/13	3,493,300
6,560	11.875%, 12/1/15	5,756,400

**NXP BV/NXP Funding, LLC, Variable Rate**

1,025	3.881%, 10/15/13	295,969
-------	------------------	---------

**\$ 17,847,569**

Equipment Leasing 0.3%

**Hertz Corp.**

\$ 3,880	8.875%, 1/1/14	\$ 3,026,400
2,545	10.50%, 1/1/16	1,819,675

**\$ 4,846,075**

Financial Intermediaries 0.8%

**Ford Motor Credit Co., Sr. Notes**

\$ 1,740	7.875%, 6/15/10	\$ 1,601,291
3,000	7.80%, 6/1/12	2,326,662
900	12.00%, 5/15/15	761,423
6,465	8.00%, 12/15/16	4,938,103

**General Motors Acceptance Corp., Variable Rate**

2,060	2.488%, 5/15/09	2,036,825
-------	-----------------	-----------

**\$ 11,664,304**

Food Products 0.8%

**ASG Consolidated, LLC/ASG Finance, Inc., Sr. Disc. Notes**

\$ 5,680	11.50%, 11/1/11	\$ 4,884,800
----------	-----------------	--------------

**Dole Foods Co.**

2,320	7.25%, 6/15/10	2,273,600
3,235	13.875%, 3/15/14 <sup>(5)</sup>	3,421,012

**Tyson Foods, Inc.**

1,710	10.50%, 3/1/14 <sup>(5)</sup>	1,795,500
-------	-------------------------------	-----------

**\$ 12,374,912**

Food Service 1.0%

**Aramark Services, Inc.**

\$	6,835	8.50%, 2/1/15	\$	6,561,600
----	-------	---------------	----	-----------

**El Pollo Loco, Inc.**

	4,050	11.75%, 11/15/13		3,138,750
--	-------	------------------	--	-----------

**NPC International, Inc.**

	4,660	9.50%, 5/1/14		4,194,000
--	-------	---------------	--	-----------

			<b>\$</b>	<b>13,894,350</b>
--	--	--	-----------	-------------------

Food/Drug Retailers 1.1%

**General Nutrition Center, Sr. Notes, Variable Rate**

\$	10,610	6.404%, 3/15/14 <sup>(2)</sup>	\$	8,116,650
----	--------	--------------------------------	----	-----------

**General Nutrition Center, Sr. Sub. Notes**

	4,315	10.75%, 3/15/15		3,452,000
--	-------	-----------------	--	-----------

**Ingles Markets, Inc.**

	510	8.875%, 5/15/17 <sup>(5)</sup>		492,395
--	-----	--------------------------------	--	---------

**Supervalu Inc.**

	4,270	8.00%, 5/1/16		4,141,900
--	-------	---------------	--	-----------

			<b>\$</b>	<b>16,202,945</b>
--	--	--	-----------	-------------------

Forest Products 0.9%

**Georgia Pacific Corp.**

\$	2,000	8.125%, 5/15/11	\$	2,015,000
----	-------	-----------------	----	-----------

	2,140	8.25%, 5/1/16 <sup>(5)</sup>		2,150,700
--	-------	------------------------------	--	-----------

	1,450	9.50%, 12/1/11		1,482,625
--	-------	----------------	--	-----------

**Jefferson Smurfit Corp., Sr. Notes**

	1,445	8.25%, 10/1/12 <sup>(6)</sup>		310,675
--	-------	-------------------------------	--	---------

	820	7.50%, 6/1/13 <sup>(6)</sup>		159,900
--	-----	------------------------------	--	---------

**NewPage Corp.**

	10,560	10.00%, 5/1/12		5,016,000
--	--------	----------------	--	-----------

	4,275	12.00%, 5/1/13		1,175,625
--	-------	----------------	--	-----------

**NewPage Corp., Variable Rate**

	1,545	7.42%, 5/1/12		672,075
--	-------	---------------	--	---------

			<b>\$</b>	<b>12,982,600</b>
--	--	--	-----------	-------------------

See notes to financial statements