

EATON VANCE LTD DURATION INCOME FUND
Form N-CSRS
December 28, 2007

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)

The Eaton Vance Building, 255 State Street, Boston, Massachusetts
(Address of principal executive offices)

02109
(Zip code)

Maureen A. Gemma
The Eaton Vance Building, 255 State Street, Boston, Massachusetts 02109
(Name and address of agent for service)

Registrant's telephone number, including area code: (617) 482-8260

Date of fiscal year April 30
end:

Date of reporting period: October 31, 2007

Item 1. Reports to Stockholders

Semiannual Report October 31, 2007

EATON VANCE
LIMITED
DURATION
INCOME
FUND

**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.

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 househanded, 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, by calling Eaton Vance at 1-800-262-1122 or in the EDGAR database on the SEC's website at 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.

Eaton Vance Limited Duration Income Fund as of October 31, 2007

investMent uPdate

The Fund

Performance for the Past Six Months

- Based on share price, Eaton Vance Limited Duration Income Fund (the Fund), a closed-end fund traded on the American Stock Exchange (AMEX), had a total return of -10.79% for the six months ended October 31, 2007.(1) That return was the result of a decrease in share price to \$15.96 on October 31, 2007, from \$18.70 on April 30, 2007, and the reinvestment of \$0.757 in dividend income.
- Based on net asset value (NAV), the Fund had a total return of 0.30% for the six months ended October 31, 2007.(1) That return was the result of a decrease in NAV per share to \$17.58 on October 31, 2007, from \$18.32 on April 30, 2007, and the reinvestment of \$0.757 in dividend income.
- The Fund's performance at market price will differ from its results at NAV. Although market price performance generally reflects investment results over time, during shorter periods, returns at market 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.
- Based on the Fund's most recent dividend and a closing share price of \$15.96 on October 31, 2007, the Fund had a market yield of 9.48%.(2)

Recent Fund Developments

- As of October 31, 2007, the Fund's investments were allocated primarily to senior, secured loans (40.9%), mortgage-backed securities (MBS) (30.9%), and high-yield bonds (26.7%).
- During the six months ended October 31, 2007, the senior loan portion of the portfolio was affected by a loan market correction in the third quarter of 2007. This correction was distinguished from previous corrections by the fact that corporate loan default rates remained at historic lows, just 0.5%, according to Standard & Poor's. Thus, while there were increasing signs of a weakening economy, the exaggerated market decline was primarily based on technical factors. The Fund's senior loan holdings remained diversified in terms of industry, market and geography—a strategy management believes should help weather an economic downturn. Publishing, cable and satellite television, health care, chemicals and plastics, and business equipment and services were the largest industry weightings. The Fund had a modest exposure to home builders but had no exposure to subprime or mortgage lenders during the six months ended October 31, 2007.(3)
- The portion of the Fund investing in high-yield bonds was affected by the bond market's correction in the third quarter of 2007, which hurt performance. However, some of the losses were recovered after the Federal Reserve cut interest rates in September. Among the stronger performing sectors were metals, specialty retailers, energy and health care. For example, retailers of popular electronic games fared well. For-profit education companies, whose revenues are less correlated to GDP, also held up well. Mining companies enjoyed strong demand and surging prices for base metals. Cyclical sectors were among the lagging performers, notably home builders and financials, but the high-yield portion of the Fund remained significantly underweighted in both of these sectors relative to the Merrill Lynch U.S. High Yield Master II Index, an unmanaged index of below-investment-grade U.S. dollar-denominated corporate bonds publicly issued in the U.S. domestic market.(3),(4)

- Within the Fund's MBS investments, management maintained a large position in seasoned fixed-rate MBS. While the Fund's seasoned MBS had no direct exposure to subprime investments or non-agency MBS, they were nonetheless affected by the over-

Continued on page 2.

- (1) Performance results reflect the effect of leverage resulting from the Fund's issuance of Auction Preferred Shares and its securities lending program. In the event of a rise in long-term interest rates, the value of the Fund's investment portfolio could decline, which would reduce the asset coverage for its Auction Preferred Shares.
- (2) The Fund's market yield is calculated by dividing the most recent dividend per share by the share market price at the end of the period and annualizing the result.
- (3) Fund investments may not be representative of the Fund's current or future investments and may change due to active management.
- (4) It is not possible to invest directly in an Index. An Index's total return does not reflect commissions or expenses that would have been incurred if an investor individually purchased or sold the securities represented in the Index.

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 market 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. For performance as of the most recent month end, please refer to 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. Yield will vary.

Eaton Vance Limited Duration Income Fund as of October 31, 2007

Fund PeRFORManCe

all spread widening in the fixed-income markets. However, that widening was partially offset by a decline in overall bond yields. With MBS spreads in the 125 basis point range (1.25%) at October 31, 2007, MBS represented, in the view of management, better value than in recent years. Prepayment rates for the Fund's seasoned MBS were slightly lower during the fiscal year, as homeowners were less motivated to refinance their mortgages.(1)

- At October 31, 2007, the Fund had leverage in the amount of approximately 35.8% of the Fund's total assets. The Fund's senior loan investments are floating rate, as is the cost of leverage. During the period, the allocation to loans was typically greater than the amount of leverage. The Fund is leveraged through the issuance of Auction Preferred Shares and its securities lending program. Use of financial leverage creates an opportunity for increased 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).

Performance*
Symbol

EVV

Average Annual Total Return (by share price, AMEX)

Six Months	-10.79	%
One Year	-4.52	
Life of Fund (5/30/03)	4.43	

Average Annual Total Return (at net asset value)

Six Months	0.30	%
One Year	5.52	
Life of Fund (5/30/03)	6.74	

* Performance results reflect the effect of leverage resulting from the Fund's issuance of Auction Preferred Shares and its securities lending program. In the event of a rise in long-term interest rates, the value of the Fund's investment portfolio could decline, which would reduce the asset coverage for its Auction Preferred Shares.

Fund allocations(2)

By total investments

(1) Fund investments may not be representative of the Fund's current or future investments and may change due to active management.

(2) Fund allocations are shown as a percentage of the Fund's gross assets, which represented 157% of the Fund's net assets as of 10/31/07. 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 market 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. For performance as of the most recent month end, please refer to 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.

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited)

Senior Floating-Rate Interests 64.3%	Principal Amount*	Borrower/Tranche Description	Value
Aerospace and Defense 1.2%			
ACTS Aero Technical Support & Service, Inc.	1,075,000	Term Loan, 8.47%, Maturing October 5, 2014	\$ 1,046,781
Atlantic Inertial Systems, Inc.	1,695,750	Term Loan, 8.25%, Maturing July 20, 2014	1,683,032
AWAS Capital, Inc.	698,094	Term Loan, 7.00%, Maturing March 22, 2013	664,934
	2,755,212	Term Loan, 11.25%, Maturing March 22, 2013	2,713,884
CACI International, Inc.	337,131	Term Loan, 6.79%, Maturing May 3, 2011	333,339
Colt Defense, LLC	997,500	Term Loan, 8.00%, Maturing July 9, 2014	991,266
DAE Aviation Holdings, Inc.	669,056	Term Loan, 7.80%, Maturing July 31, 2009	668,638
	757,467	Term Loan, 8.93%, Maturing July 31, 2014	757,941
	573,477	Term Loan, 8.93%, Maturing July 31, 2014	573,835
Evergreen International Aviation	1,302,019	Term Loan, 8.30%, Maturing October 31, 2011	1,269,469
Hawker Beechcraft Acquisition	2,476,915	Term Loan, 7.17%, Maturing March 26, 2014	2,427,570
	210,638	Term Loan, 7.17%, Maturing March 26, 2014	206,442
Hexcel Corp.	1,706,538	Term Loan, 7.03%, Maturing March 1, 2012	1,672,407
IAP Worldwide Services, Inc.	2,210,625	Term Loan, 11.50%, Maturing December 30, 2012	2,009,458
Spirit AeroSystems, Inc.	1,326,419	Term Loan, 6.90%, Maturing December 31, 2011	1,316,471
TransDigm, Inc.	3,100,000	Term Loan, 7.20%, Maturing June 23, 2013	3,056,408
Vought Aircraft Industries, Inc.	1,295,576	Term Loan, 7.34%, Maturing December 17, 2011	1,284,240
Wesco Aircraft Hardware Corp.	1,458,750	Term Loan, 7.45%, Maturing September 29, 2013	1,443,859

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Wyle Laboratories, Inc.			
	275,691	Term Loan, 8.11%, Maturing January 28, 2011	271,555
			\$ 24,391,529
Air Transport 0.5%			
Airport Development and Investment, Ltd.			
GBP	2,465,175	Term Loan, 10.28%, Maturing April 7, 2011	\$ 4,988,473
Delta Air Lines, Inc.			
	1,720,688	Term Loan, 8.08%, Maturing April 30, 2014	1,708,090
Northwest Airlines, Inc.			
	2,772,000	DIP Loan, 7.03%, Maturing August 21, 2008	2,673,824
			\$ 9,370,387
Principal Amount*			
		Borrower/Tranche Description	Value
Automotive 2.1%			
A.T.U. Auto-Teile-Unger Investment GmbH & Co. KG			
EUR	2,698,276	Term Loan, Maturing August 20, 2012 ⁽²⁾	\$ 3,723,183
Accuride Corp.			
	2,337,795	Term Loan, 7.13%, Maturing January 31, 2012	2,293,962
Adesa, Inc.			
	5,112,188	Term Loan, 7.45%, Maturing October 18, 2013	4,954,712
Affina Group, Inc.			
	2,313,738	Term Loan, 7.96%, Maturing November 30, 2011	2,312,292
Allison Transmission, Inc.			
	4,300,000	Term Loan, 8.17%, Maturing September 30, 2014	4,201,457
AxleTech International Holding, Inc.			
	1,950,000	Term Loan, 11.73%, Maturing April 21, 2013	1,918,312
CSA Acquisition Corp.			
	599,200	Term Loan, 7.75%, Maturing December 23, 2011	591,835
	589,756	Term Loan, 7.75%, Maturing December 23, 2011	582,507
	491,250	Term Loan, 7.75%, Maturing December 23, 2012	488,794
Dana Corp.			
	2,400,000	Term Loan, 7.98%, Maturing March 30, 2008	2,389,714
Dayco Products, LLC			
	2,577,366	Term Loan, 7.76%, Maturing June 21, 2011	2,497,630
Delphi Corp.			
	1,000,000	Term Loan, 7.38%, Maturing April 8, 2008	997,750
Federal-Mogul Corp.			
	1,950,000	DIP Loan, 6.65%, Maturing December 31, 2007	1,942,736
Ford Motor Co.			
	2,307,563	Term Loan, 8.70%, Maturing December 15, 2013	2,225,748
General Motors Corp.			

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	1,910,563	Term Loan, 7.62%, Maturing November 29, 2013	1,878,083
Goodyear Tire & Rubber Co.			
	3,450,000	Term Loan, 6.43%, Maturing April 30, 2010	3,360,155
Keystone Automotive Operations, Inc.			
	1,166,188	Term Loan, 8.65%, Maturing January 12, 2012	1,091,357
LKQ Corp.			
	1,325,000	Term Loan, 7.36%, Maturing October 12, 2014	1,321,687
TriMas Corp.			
	314,063	Term Loan, 6.79%, Maturing August 2, 2011	308,959
	1,347,328	Term Loan, 7.23%, Maturing August 2, 2013	1,325,434
United Components, Inc.			
	1,704,545	Term Loan, 7.38%, Maturing June 30, 2010	1,672,585
			\$ 42,078,892
Beverage and Tobacco 0.5%			
Beverage Packaging Holdings			
EUR	1,000,000	Term Loan, 6.56%, Maturing May 11, 2015	\$ 1,419,623
EUR	1,000,000	Term Loan, 6.81%, Maturing May 11, 2016	1,426,857

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Beverage and Tobacco (continued)		
Constellation Brands, Inc.		
1,240,000	Term Loan, 6.69%, Maturing June 5, 2013	\$ 1,224,242
Culligan International Co.		
EUR 1,400,000	Term Loan, 9.33%, Maturing May 31, 2013	1,802,650
997,500	Term Loan, 7.28%, Maturing November 24, 2014	935,156
Liberator Midco Ltd.		
GBP 350,878	Term Loan, 14.14%, Maturing October 27, 2016	733,757
Southern Wine & Spirits of America, Inc.		
2,945,669	Term Loan, 6.70%, Maturing May 31, 2012	2,940,146
		\$ 10,482,431
Brokers, Dealers and Investment Houses 0.1%		
AmeriTrade Holding Corp.		
2,108,393	Term Loan, 6.25%, Maturing December 31, 2012	\$ 2,087,090
		\$ 2,087,090
Building and Development 2.8%		
AIMCO Properties, L.P.		
3,050,000	Term Loan, 6.39%, Maturing March 23, 2011	\$ 3,006,156
Beacon Sales Acquisition, Inc.		
915,750	Term Loan, 7.16%, Maturing September 30, 2013	879,120
Brickman Group Holdings, Inc.		
1,442,750	Term Loan, 7.14%, Maturing January 23, 2014	1,403,074
Building Materials Corp. of America		
1,910,599	Term Loan, 7.94%, Maturing February 22, 2014	1,744,785
Capital Automotive REIT		
3,651,282	Term Loan, 6.88%, Maturing December 16, 2010	3,613,108
Epco/Fantome, LLC		
1,896,000	Term Loan, 7.59%, Maturing November 23, 2010	1,900,740
Hovstone Holdings, LLC		
1,108,217	Term Loan, 7.63%, Maturing February 28, 2009	1,008,477
LNR Property Corp.		
3,700,000	Term Loan, 8.11%, Maturing July 3, 2011	3,616,750
Metroflag BP, LLC		
700,000	Term Loan, 14.09%, Maturing July 1, 2008	693,000
Mueller Water Products, Inc.		
2,001,105	Term Loan, 6.69%, Maturing May 24, 2014	1,973,278

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NCI Building Systems, Inc.			
	1,476,484	Term Loan, 6.88%, Maturing June 18, 2010	1,448,800
Nortek, Inc.			
	3,953,057	Term Loan, 7.05%, Maturing August 27, 2011	3,873,996
Panolam Industries Holdings, Inc.			
	1,441,617	Term Loan, 7.95%, Maturing September 30, 2012	1,383,953
Principal Amount*		Borrower/Tranche Description	Value
Building and Development (continued)			
PlyGem Industries, Inc.			
	2,637,689	Term Loan, 7.95%, Maturing August 15, 2011	\$ 2,483,384
	98,556	Term Loan, 7.95%, Maturing August 15, 2011	92,790
Realogy Corp.			
	4,440,387	Term Loan, 8.24%, Maturing September 1, 2014	4,138,440
	1,198,485	Term Loan, 8.24%, Maturing September 1, 2014	1,116,988
South Edge, LLC			
	287,500	Term Loan, 6.81%, Maturing October 31, 2009	258,750
Standard Pacific Corp.			
	1,260,000	Term Loan, 7.27%, Maturing May 5, 2013	1,064,700
Stile Acquisition Corp.			
	957,122	Term Loan, 7.12%, Maturing April 6, 2013	901,627
Stile U.S. Acquisition Corp.			
	958,753	Term Loan, 7.12%, Maturing April 6, 2013	903,163
Tousa/Kolter, LLC			
	1,460,133	Term Loan, 8.46%, Maturing January 7, 2008	1,456,483
TRU 2005 RE Holding Co.			
	7,325,000	Term Loan, 8.13%, Maturing December 9, 2008	7,257,852
United Subcontractors, Inc.			
	1,000,000	Term Loan, 12.36%, Maturing June 27, 2013	830,000
WCI Communities, Inc.			
	4,375,000	Term Loan, 8.62%, Maturing December 23, 2010	4,206,562
Wintergames Acquisition ULC			
	3,658,836	Term Loan, 8.13%, Maturing April 24, 2008	3,631,394
			\$ 54,887,370
Business Equipment and Services 3.9%			
ACCO Brands Corp.			
	1,792,440	Term Loan, 7.18%, Maturing August 17, 2012	\$ 1,767,794
Activant Solutions, Inc.			
	930,897	Term Loan, 7.38%, Maturing May 1, 2013	891,916
Affiliated Computer Services			
	1,056,188		1,044,966

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		Term Loan, 6.82%, Maturing March 20, 2013	
	2,789,688	Term Loan, 6.96%, Maturing March 20, 2013	2,760,047
Affinion Group, Inc.			
	2,924,617	Term Loan, 7.98%, Maturing October 17, 2012	2,903,902
Allied Security Holdings, LLC			
	1,638,182	Term Loan, 8.20%, Maturing June 30, 2010	1,632,039
DynCorp International, LLC			
	1,190,117	Term Loan, 7.25%, Maturing February 11, 2011	1,151,438
Education Management, LLC			
	3,936,693	Term Loan, 7.00%, Maturing June 1, 2013	3,828,434
Euronet Worldwide, Inc.			
	868,421	Term Loan, 7.10%, Maturing April 4, 2012	861,365

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Business Equipment and Services (continued)		
Info USA, Inc.		
736,931	Term Loan, 7.20%, Maturing February 14, 2012	\$ 725,877
iPayment, Inc.		
2,179,561	Term Loan, 7.04%, Maturing May 10, 2013	2,081,480
ista International GmbH		
EUR 1,522,526	Term Loan, 6.34%, Maturing May 14, 2015	2,096,513
EUR 302,474	Term Loan, 6.34%, Maturing May 14, 2015	416,506
Kronos, Inc.		
1,596,000	Term Loan, 7.45%, Maturing June 11, 2014	1,547,122
Language Line, Inc.		
2,496,432	Term Loan, 8.42%, Maturing June 11, 2011	2,439,222
Mitchell International, Inc.		
1,500,000	Term Loan, 10.50%, Maturing March 28, 2015	1,380,000
N.E.W. Holdings I, LLC		
2,623,835	Term Loan, 7.77%, Maturing May 22, 2014	2,485,265
Protection One, Inc.		
2,055,563	Term Loan, 7.39%, Maturing March 31, 2012	2,017,021
Quantum Corp.		
593,750	Term Loan, 8.70%, Maturing July 12, 2014	589,297
Quintiles Transnational Corp.		
1,231,250	Term Loan, 7.20%, Maturing March 31, 2013	1,210,089
2,225,000	Term Loan, 9.20%, Maturing March 31, 2014	2,213,875
Sabre, Inc.		
5,636,484	Term Loan, 6.96%, Maturing September 30, 2014	5,366,288
Serena Software, Inc.		
1,690,000	Term Loan, 7.18%, Maturing March 10, 2013	1,636,483
Sitel (Client Logic)		
1,825,238	Term Loan, 7.30%, Maturing January 29, 2014	1,738,539
Solera Holdings, LLC		
EUR 1,169,125	Term Loan, 6.75%, Maturing May 15, 2014	1,649,146
SunGard Data Systems, Inc.		
14,550,553	Term Loan, 7.36%, Maturing February 11, 2013	14,385,200
TDS Investor Corp.		
EUR 1,051,592	Term Loan, 6.98%, Maturing August 23, 2013	1,492,865

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	1,778,654	Term Loan, 7.45%, Maturing August 23, 2013	1,746,416
	356,888	Term Loan, 7.45%, Maturing August 23, 2013	350,419
Transaction Network Services, Inc.			
	941,456	Term Loan, 7.48%, Maturing May 4, 2012	927,335
U.S. Security Holdings, Inc.			
	985,000	Term Loan, 7.87%, Maturing May 8, 2013	987,462
Valassis Communications, Inc.			
	426,667	Term Loan, 0.00%, Maturing March 2, 2014 ⁽³⁾	406,667
	2,069,311	Term Loan, 6.95%, Maturing March 2, 2014	1,972,312
VWR International, Inc.			
	2,325,000	Term Loan, 7.70%, Maturing June 28, 2013	2,250,165
Principal Amount*			
		Borrower/Tranche Description	Value
Business Equipment and Services (continued)			
WAM Acquisition, S.A.			
EUR	368,919	Term Loan, 6.57%, Maturing May 4, 2014	\$ 520,117
EUR	231,081	Term Loan, 6.57%, Maturing May 4, 2014	325,788
EUR	368,919	Term Loan, 6.82%, Maturing May 4, 2015	522,543
EUR	231,081	Term Loan, 6.82%, Maturing May 4, 2015	327,307
West Corp.			
	3,712,570	Term Loan, 7.27%, Maturing October 24, 2013	3,646,828
			\$ 76,296,048
Cable and Satellite Television 4.4%			
Atlantic Broadband Finance, LLC			
	2,582,514	Term Loan, 7.45%, Maturing February 10, 2011	\$ 2,551,309
Bragg Communications, Inc.			
	3,425,000	Term Loan, 8.06%, Maturing August 31, 2014	3,431,422
Bresnan Broadband Holdings, LLC			
	725,000	Term Loan, 7.18%, Maturing March 29, 2014	708,429
	1,550,000	Term Loan, 9.95%, Maturing March 29, 2014	1,546,771
Cequel Communications, LLC			
	995,000	Term Loan, 7.27%, Maturing November 5, 2013	965,647
	2,175,000	Term Loan, 9.86%, Maturing May 5, 2014	2,142,375
	4,357,943	Term Loan, 11.36%, Maturing May 5, 2014	4,291,484
Charter Communications Operating, Inc.			
	15,023,954	Term Loan, 6.99%, Maturing April 28, 2013	14,463,065
CSC Holdings, Inc.			
	3,866,125	Term Loan, 6.88%, Maturing March 29, 2013	3,782,682
CW Media Holdings, Inc.			
	875,000		875,000

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		Term Loan, 8.50%, Maturing February 15, 2015	
DirectTV Holdings, LLC			
	1,846,059	Term Loan, 6.25%, Maturing April 13, 2013	1,837,342
Insight Midwest Holdings, LLC			
	7,025,000	Term Loan, 7.00%, Maturing April 6, 2014	6,889,867
Kabel BW GmbH and Co.			
EUR	1,000,000	Term Loan, 7.26%, Maturing June 9, 2013	1,404,955
EUR	1,000,000	Term Loan, 7.76%, Maturing June 9, 2014	1,412,189
MCC Iowa, LLC			
	2,420,000	Term Loan, 6.72%, Maturing March 31, 2010	2,325,620
Mediacom Broadband Group			
	2,433,126	Term Loan, 6.61%, Maturing January 31, 2015	2,363,174
Mediacom Illinois, LLC			
	4,802,459	Term Loan, 6.61%, Maturing January 31, 2015	4,671,141
NTL Investment Holdings, Ltd.			
	3,266,856	Term Loan, 7.22%, Maturing March 30, 2012	3,178,040
GBP	745,787	Term Loan, 8.29%, Maturing March 30, 2012	1,504,122
GBP	379,213	Term Loan, 8.29%, Maturing March 30, 2012	764,808

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*		Borrower/Tranche Description	Value
Cable and Satellite Television (continued)			
Orion Cable GmbH			
EUR	1,100,000	Term Loan, 7.03%, Maturing October 31, 2014	\$ 1,570,869
EUR	1,100,000	Term Loan, 7.98%, Maturing October 31, 2015	1,578,826
ProSiebenSat.1 Media AG			
EUR	750,000	Term Loan, Maturing March 2, 2015 ⁽²⁾	1,008,102
EUR	469,800	Term Loan, 6.19%, Maturing March 2, 2015 ⁽³⁾	651,862
EUR	48,181	Term Loan, 6.55%, Maturing June 26, 2015	67,086
EUR	1,187,219	Term Loan, 6.55%, Maturing June 26, 2015	1,653,065
EUR	750,000	Term Loan, Maturing March 2, 2016 ⁽²⁾	1,008,102
EUR	469,800	Term Loan, 6.40%, Maturing March 2, 2016 ⁽³⁾	657,156
UPC Broadband Holding B.V.			
EUR	5,800,000	Term Loan, 6.30%, Maturing October 16, 2011	8,139,894
	2,800,000	Term Loan, 7.13%, Maturing December 31, 2014	2,713,813
YPSO Holding SA			
EUR	2,480,685	Term Loan, 6.68%, Maturing July 28, 2014	3,486,646
EUR	957,340	Term Loan, 6.68%, Maturing July 28, 2014	1,345,558
EUR	1,561,975	Term Loan, 6.68%, Maturing July 28, 2014	2,195,383
			\$ 87,185,804
Chemicals and Plastics 4.2%			
AZ Chem US, Inc.			
	1,492,500	Term Loan, 7.54%, Maturing February 28, 2013	\$ 1,440,262
	500,000	Term Loan, 11.01%, Maturing February 28, 2014	456,666
Brenntag Holding GmbH and Co. KG			
	490,909	Term Loan, 7.39%, Maturing December 23, 2013	481,193
	2,009,091	Term Loan, 7.39%, Maturing December 23, 2013	1,969,327
	1,300,000	Term Loan, 9.39%, Maturing December 23, 2015	1,250,437
Celanese Holdings, LLC			
EUR	1,990,000	Term Loan, 6.54%, Maturing April 6, 2011	2,817,853
	6,044,625	Term Loan, 6.98%, Maturing April 2, 2014	5,948,920
Cognis GmbH			
EUR	1,084,426	Term Loan, 6.73%, Maturing September 15, 2013	1,515,943
EUR	265,574	Term Loan, 6.73%, Maturing September 15, 2013	371,251

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Columbian Chemicals Acquisition			
	990,000	Term Loan, 6.95%, Maturing March 16, 2013	957,825
First Chemical Holding			
EUR	1,000,000	Term Loan, 6.75%, Maturing December 18, 2014 ⁽³⁾	1,414,901
EUR	1,000,000	Term Loan, 7.23%, Maturing December 18, 2015 ⁽³⁾	1,421,332
Foamex L.P.			
	3,421,020	Term Loan, 7.44%, Maturing February 12, 2013	3,298,435
Georgia Gulf Corp.			
	1,224,191	Term Loan, 7.63%, Maturing October 3, 2013	1,211,057
Hercules, Inc.			
	1,215,175	Term Loan, 6.71%, Maturing October 8, 2010	1,207,580
Principal Amount*			
		Borrower/Tranche Description	Value
Chemicals and Plastics (continued)			
Hexion Specialty Chemicals, Inc.			
	2,038,365	Term Loan, 7.50%, Maturing May 5, 2013	\$ 2,021,485
	442,791	Term Loan, 7.50%, Maturing May 5, 2013	439,124
	4,950,000	Term Loan, 7.63%, Maturing May 5, 2013	4,909,009
Huish Detergents, Inc.			
	1,271,813	Term Loan, 7.20%, Maturing April 26, 2014	1,214,240
INEOS Group			
	500,000	Term Loan, 7.36%, Maturing December 14, 2013	496,339
	500,000	Term Loan, 7.86%, Maturing December 14, 2014	496,339
Innophos, Inc.			
	331,250	Term Loan, 7.01%, Maturing August 10, 2010	328,766
Invista B.V.			
	3,080,177	Term Loan, 6.70%, Maturing April 29, 2011	3,033,975
	1,632,723	Term Loan, 6.70%, Maturing April 29, 2011	1,608,232
ISP Chemco, Inc.			
	3,790,500	Term Loan, 7.09%, Maturing June 4, 2014	3,710,899
Kleopatra			
EUR	800,000	Term Loan, 7.28%, Maturing January 3, 2016	1,066,737
	1,200,000	Term Loan, 7.74%, Maturing January 3, 2016	1,086,000
Kranton Polymers, LLC			
	3,231,458	Term Loan, 7.25%, Maturing May 12, 2013	3,158,750
Lucite International Group Holdings			
	786,042	Term Loan, 7.45%, Maturing July 7, 2013	772,287
	278,310	Term Loan, 7.45%, Maturing July 7, 2013	273,440
Lyondell Chemical Co.			
	5,148,000		5,129,411

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		Term Loan, 6.25%, Maturing August 16, 2013	
MacDermid, Inc.			
EUR	1,203,603	Term Loan, 6.98%, Maturing April 12, 2014	1,689,073
Millenium Inorganic Chemicals			
	525,000	Term Loan, 7.45%, Maturing April 30, 2014	510,344
	1,375,000	Term Loan, 10.95%, Maturing October 31, 2014	1,292,500
Momentive Performance Material			
	2,580,500	Term Loan, 7.81%, Maturing December 4, 2013	2,535,803
Mosaic Co.			
	293,099	Term Loan, 6.63%, Maturing December 21, 2012	292,811
Nalco Co.			
	5,791,534	Term Loan, 6.97%, Maturing November 4, 2010	5,768,733
Professional Paint, Inc.			
	962,813	Term Loan, 7.64%, Maturing May 31, 2012	914,672
Propex Fabrics, Inc.			
	1,620,321	Term Loan, 10.58%, Maturing July 31, 2012	1,450,187
Rockwood Specialties Group, Inc.			
	3,719,625	Term Loan, 6.46%, Maturing December 10, 2012	3,665,925
Solo Cup Co.			
	2,676,182	Term Loan, 8.66%, Maturing February 27, 2011	2,674,748

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Chemicals and Plastics (continued)		
Solutia, Inc.		
5,670,828	DIP Loan, 8.06%, Maturing March 31, 2008	\$ 5,665,514
Wellman, Inc.		
1,250,000	Term Loan, 9.36%, Maturing February 10, 2009	1,222,187
		\$ 83,190,512
Clothing / Textiles 0.4%		
Hanesbrands, Inc.		
3,036,152	Term Loan, 6.74%, Maturing September 5, 2013	\$ 3,002,566
1,125,000	Term Loan, 8.82%, Maturing March 5, 2014	1,132,734
St. John Knits International, Inc.		
1,346,699	Term Loan, 8.20%, Maturing March 23, 2012	1,326,499
Warnaco, Inc.		
707,222	Term Loan, 6.74%, Maturing January 31, 2013	700,150
William Carter Co. (The)		
1,167,810	Term Loan, 6.40%, Maturing July 14, 2012	1,150,536
		\$ 7,312,485
Conglomerates 1.4%		
Amsted Industries, Inc.		
2,224,369	Term Loan, 7.28%, Maturing October 15, 2010	\$ 2,189,613
Blount, Inc.		
509,357	Term Loan, 6.88%, Maturing August 9, 2010	499,807
Doncasters (Dunde HoldCo 4 Ltd.)		
613,558	Term Loan, 7.61%, Maturing July 13, 2015	596,700
613,558	Term Loan, 8.11%, Maturing July 13, 2015	598,234
GBP 734,483	Term Loan, 10.60%, Maturing January 13, 2016	1,476,190
GenTek, Inc.		
1,459,106	Term Loan, 7.34%, Maturing February 25, 2011	1,431,748
Goodman Global Holdings, Inc.		
486,482	Term Loan, 7.19%, Maturing December 23, 2011	474,320
ISS Holdings A/S		
EUR 1,491,228	Term Loan, 6.73%, Maturing December 31, 2013	2,114,672
EUR 208,772	Term Loan, 6.73%, Maturing December 31, 2013	296,054
Jarden Corp.		
2,427,505	Term Loan, 6.95%, Maturing January 24, 2012	2,383,507

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	988,012	Term Loan, 6.95%, Maturing January 24, 2012	970,105
Johnson Diversey, Inc.			
	3,327,893	Term Loan, 7.36%, Maturing December 16, 2011	3,292,535
Polymer Group, Inc.			
	4,273,875	Term Loan, 7.29%, Maturing November 22, 2012	4,241,821
RBS Global, Inc.			
	1,681,967	Term Loan, 7.60%, Maturing July 19, 2013	1,674,609
	419,688	Term Loan, 7.64%, Maturing July 19, 2013	417,851
Principal Amount*		Borrower/Tranche Description	Value
Conglomerates (continued)			
RGIS Holdings, LLC			
	96,187	Term Loan, 7.25%, Maturing April 30, 2014	\$ 92,580
	1,923,750	Term Loan, 7.25%, Maturing April 30, 2014	1,851,609
US Investigations Services, Inc.			
	2,650,000	Term Loan, Maturing February 21, 2015 ⁽²⁾	2,577,125
Vertrue, Inc.			
	1,225,000	Term Loan, 8.20%, Maturing August 16, 2014	1,191,312
			\$ 28,370,392
Containers and Glass Products 2.0%			
Berry Plastics Corp.			
	5,671,500	Term Loan, 7.36%, Maturing April 3, 2015	\$ 5,519,078
Bluegrass Container Co.			
	494,648	Term Loan, 7.29%, Maturing June 30, 2013	492,395
	1,653,165	Term Loan, 7.32%, Maturing June 30, 2013	1,645,636
	224,242	Term Loan, 9.75%, Maturing December 30, 2013	225,784
	700,758	Term Loan, 9.75%, Maturing December 30, 2013	705,575
Consolidated Container Co.			
	1,000,000	Term Loan, 10.66%, Maturing September 28, 2014	882,500
Crown Americas, Inc.			
	693,000	Term Loan, 7.31%, Maturing November 15, 2012	684,915
Graham Packaging Holdings Co.			
	6,069,500	Term Loan, 7.66%, Maturing October 7, 2011	5,964,231
Graphic Packaging International, Inc.			
	8,208,750	Term Loan, 7.39%, Maturing May 16, 2014	8,169,906
IPG (US), Inc.			
	1,047,053	Term Loan, 9.59%, Maturing July 28, 2011	1,039,200
JSG Acquisitions			
EUR	1,800,764	Term Loan, 6.39%, Maturing December 31, 2014	2,548,592
EUR	1,800,764	Term Loan, 6.65%, Maturing December 31, 2014	2,560,154

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EUR	180,907	Term Loan, 6.66%, Maturing December 31, 2014	255,970
EUR	217,564	Term Loan, 6.91%, Maturing December 31, 2014	309,390
Kranson Industries, Inc.			
	1,114,798	Term Loan, 7.45%, Maturing July 31, 2013	1,098,076
Owens-Brockway Glass Container			
	2,034,688	Term Loan, 6.59%, Maturing June 14, 2013	2,002,261
Smurfit-Stone Container Corp.			
	872,221	Term Loan, 5.02%, Maturing November 1, 2011	865,271
	79,936	Term Loan, 7.19%, Maturing November 1, 2011	79,299
	1,420,261	Term Loan, 7.43%, Maturing November 1, 2011	1,408,943
	2,224,951	Term Loan, 7.52%, Maturing November 1, 2011	2,207,221
Tegant Holding Corp.			
	1,990,000	Term Loan, 7.88%, Maturing March 8, 2013	1,910,400
			\$ 40,574,797

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Cosmetics / Toiletries 0.4%		
American Safety Razor Co.		
997,475	Term Loan, 7.51%, Maturing July 31, 2013	\$ 987,500
1,200,000	Term Loan, 11.69%, Maturing July 31, 2014	1,200,000
Bausch & Lomb, Inc.		
155,000	Term Loan, Maturing April 30, 2015 ⁽²⁾	155,436
620,000	Term Loan, Maturing April 30, 2015 ⁽²⁾	621,744
KIK Custom Products, Inc.		
1,400,000	Term Loan, 10.20%, Maturing November 30, 2014	1,169,000
Prestige Brands, Inc.		
2,893,537	Term Loan, 7.73%, Maturing April 7, 2011	2,879,069
		\$ 7,012,749
Drugs 0.4%		
Graceway Pharmaceuticals, LLC		
1,597,917	Term Loan, 7.95%, Maturing May 3, 2012	\$ 1,532,802
1,000,000	Term Loan, 11.70%, Maturing May 3, 2013	915,000
300,000	Term Loan, 13.45%, Maturing November 3, 2013	255,000
Pharmaceutical Holdings Corp.		
853,125	Term Loan, 8.07%, Maturing January 30, 2012	831,797
Stiefel Laboratories, Inc.		
709,725	Term Loan, 7.50%, Maturing December 28, 2013	696,418
927,900	Term Loan, 7.50%, Maturing December 28, 2013	910,502
Warner Chilcott Corp.		
826,530	Term Loan, 7.20%, Maturing January 18, 2012	815,372
2,761,686	Term Loan, 7.24%, Maturing January 18, 2012	2,724,403
		\$ 8,681,294
Ecological Services and Equipment 0.8%		
Allied Waste Industries, Inc.		
1,565,962	Term Loan, 5.50%, Maturing January 15, 2012	\$ 1,540,027
2,911,119	Term Loan, 6.54%, Maturing January 15, 2012	2,862,905
Big Dumpster Merger Sub, Inc.		
688,822	Term Loan, 7.45%, Maturing February 5, 2013	654,381
Blue Waste B.V. (AVR Acquisition)		
EUR 1,000,000	Term Loan, 6.98%, Maturing April 1, 2015	1,421,733
Environmental Systems Products Holdings, Inc.		

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	466,049	Term Loan, 13.75%, Maturing December 12, 2010 ⁽⁴⁾	466,049
IESI Corp.			
	3,464,706	Term Loan, 7.17%, Maturing January 20, 2012	3,371,592
Kemble Water Structure Ltd.			
GBP	1,750,000	Term Loan, 10.05%, Maturing October 13, 2013	3,574,016
Sensus Metering Systems, Inc.			
	759,214	Term Loan, 7.26%, Maturing December 17, 2010	747,826
	49,327	Term Loan, 7.36%, Maturing December 17, 2010	48,587
Principal Amount*			
		Borrower/Tranche Description	Value
Ecological Services and Equipment (continued)			
Waste Services, Inc.			
	1,000,000	Term Loan, 7.38%, Maturing March 31, 2011	\$ 985,000
Wastequip, Inc.			
	311,178	Term Loan, 7.04%, Maturing February 5, 2013 ⁽³⁾	295,619
			\$ 15,967,735
Electronics / Electrical 1.8%			
AMI Semiconductor, Inc.			
	2,108,001	Term Loan, 6.82%, Maturing April 1, 2012	\$ 2,039,491
Aspect Software, Inc.			
	2,623,500	Term Loan, 8.25%, Maturing July 11, 2011	2,544,795
	2,350,000	Term Loan, 12.31%, Maturing July 11, 2013	2,256,000
EnerSys Capital, Inc.			
	1,524,108	Term Loan, 7.07%, Maturing March 17, 2011	1,497,436
FCI International Loan Agreement, Series B			
EUR	750,000	Term Loan, 6.51%, Maturing November 2, 2013	1,056,127
Freescale Semiconductor, Inc.			
	5,632,438	Term Loan, 7.33%, Maturing December 1, 2013	5,418,782
Infor Enterprise Solutions Holdings			
	3,448,029	Term Loan, 8.95%, Maturing July 28, 2012	3,361,828
	1,798,971	Term Loan, 8.95%, Maturing July 28, 2012	1,753,997
	500,000	Term Loan, 10.70%, Maturing March 2, 2014	471,250
	183,333	Term Loan, 11.45%, Maturing March 2, 2014	172,792
	316,667	Term Loan, 11.45%, Maturing March 2, 2014	298,458
Network Solutions, LLC			
	1,063,742	Term Loan, 7.61%, Maturing March 7, 2014	1,010,555
Open Solutions, Inc.			
	2,438,180	Term Loan, 7.28%, Maturing January 23, 2014	2,339,129
Sensata Technologies Finance Co.			
	3,777,187	Term Loan, 6.76%, Maturing April 27, 2013	3,684,442

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Spectrum Brands, Inc.			
	83,608	Term Loan, 4.97%, Maturing March 30, 2013	82,479
	1,687,163	Term Loan, 9.37%, Maturing March 30, 2013	1,664,387
SS&C Technologies, Inc.			
	2,125,576	Term Loan, 7.20%, Maturing November 23, 2012	2,093,692
TTM Technologies, Inc.			
	445,500	Term Loan, 7.22%, Maturing October 27, 2012	443,829
VeriFone, Inc.			
	472,500	Term Loan, 6.71%, Maturing October 31, 2013	470,728
Vertafore, Inc.			
	2,487,516	Term Loan, 8.01%, Maturing January 31, 2012	2,453,312
	975,000	Term Loan, 11.51%, Maturing January 31, 2013	948,188
			\$ 36,061,697

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*		Borrower/Tranche Description	Value
Equipment Leasing	0.4%		
Hertz Corp. (The)			
	3,828,917	Term Loan, 6.87%, Maturing December 21, 2012	\$ 3,776,441
	688,889	Term Loan, 6.99%, Maturing December 21, 2012	679,448
Maxim Crane Works, L.P.			
	1,246,875	Term Loan, 6.81%, Maturing June 29, 2014	1,184,531
United Rentals, Inc.			
	519,459	Term Loan, 5.32%, Maturing February 14, 2011	517,901
	1,234,911	Term Loan, 7.13%, Maturing February 14, 2011	1,231,207
			\$ 7,389,528
Farming / Agriculture	0.3%		
BF Bolthouse HoldCo, LLC			
	2,947,500	Term Loan, 7.50%, Maturing December 16, 2012	\$ 2,914,341
	1,475,000	Term Loan, 10.70%, Maturing December 16, 2013	1,471,774
Central Garden & Pet Co.			
	2,511,750	Term Loan, 6.56%, Maturing February 28, 2014	2,310,810
			\$ 6,696,925
Financial Intermediaries	0.6%		
Citico III, Ltd.			
	1,775,000	Term Loan, 7.63%, Maturing June 30, 2014	\$ 1,726,188
Coinstar, Inc.			
	589,936	Term Loan, 7.13%, Maturing July 7, 2011	589,198
Grosvenor Capital Management			
	718,261	Term Loan, 7.33%, Maturing December 5, 2013	707,487
INVESTools, Inc.			
	625,000	Term Loan, 8.45%, Maturing August 13, 2012	612,500
Jupiter Asset Management Group			
GBP	635,294	Term Loan, 8.74%, Maturing June 30, 2015	1,262,485
LPL Holdings, Inc.			
	5,614,891	Term Loan, 7.20%, Maturing December 18, 2014	5,544,705
RJO Holdings Corp. (RJ O'Brien)			
	675,000	Term Loan, 7.76%, Maturing July 31, 2014	621,844
Travelex America Holdings, Inc.			
	625,000	Term Loan, Maturing October 31, 2013 ⁽²⁾	612,500
	625,000	Term Loan, Maturing October 31, 2014 ⁽²⁾	615,625

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			\$ 12,292,532
Food Products 1.7%			
Acosta, Inc.			
	2,987,188	Term Loan, 7.01%, Maturing July 28, 2013	\$ 2,927,444
Advantage Sales & Marketing, Inc.			
	3,590,058	Term Loan, 6.94%, Maturing March 29, 2013	3,468,894
	599,869	Term Loan, 6.94%, Maturing March 29, 2013	579,624
Principal Amount*			
Borrower/Tranche Description			
Value			
Food Products (continued)			
American Seafoods Group, LLC			
	1,167,559	Term Loan, 6.95%, Maturing September 30, 2011	\$ 1,132,532
Birds Eye Foods, Inc.			
	430,833	Term Loan, 6.95%, Maturing March 22, 2013	418,178
Chiquita Brands, LLC			
	3,338,593	Term Loan, 7.88%, Maturing June 28, 2012	3,291,993
Dean Foods Co.			
	4,950,125	Term Loan, 6.70%, Maturing April 2, 2014	4,802,463
MafCo Worldwide Corp.			
	929,659	Term Loan, 7.60%, Maturing December 8, 2011	904,093
Michael Foods, Inc.			
	1,565,962	Term Loan, 7.36%, Maturing November 21, 2010	1,546,387
National Dairy Holdings, L.P.			
	2,091,149	Term Loan, 6.82%, Maturing March 15, 2012	2,044,098
Pinnacle Foods Finance, LLC			
	6,384,000	Term Loan, 7.95%, Maturing April 2, 2014	6,186,779
Provimi Group SA			
EUR	402,189	Term Loan, 6.60%, Maturing June 28, 2015	564,775
EUR	548,225	Term Loan, 6.60%, Maturing June 28, 2015	769,846
EUR	797,242	Term Loan, 6.62%, Maturing June 28, 2015 ⁽³⁾	1,119,528
EUR	462,604	Term Loan, 6.63%, Maturing June 28, 2015 ⁽³⁾	649,612
	231,370	Term Loan, 7.37%, Maturing June 28, 2015	224,574
	188,011	Term Loan, 7.37%, Maturing June 28, 2015	182,488
Reddy Ice Group, Inc.			
	3,130,000	Term Loan, 7.00%, Maturing August 9, 2012	3,075,225
			\$ 33,888,533
Food Service 1.0%			
AFC Enterprises, Inc.			
	703,971	Term Loan, 7.50%, Maturing May 23, 2009	\$ 692,532
Aramark Corp.			
	330,207		322,818

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		Term Loan, 5.20%, Maturing January 26, 2014	
	4,614,037	Term Loan, 7.20%, Maturing January 26, 2014	4,510,798
GBP	992,500	Term Loan, 8.44%, Maturing January 27, 2014	2,010,226
Buffets, Inc.			
	245,000	Term Loan, 5.10%, Maturing May 1, 2013	222,797
	1,841,088	Term Loan, 8.54%, Maturing November 1, 2013	1,674,239
Burger King Corp.			
	1,743,983	Term Loan, 6.75%, Maturing June 30, 2012	1,727,851
CBRL Group, Inc.			
	2,319,501	Term Loan, 6.86%, Maturing April 27, 2013	2,261,514
Denny's, Inc.			
	176,667	Term Loan, 5.12%, Maturing March 31, 2012	174,458
	905,478	Term Loan, 7.26%, Maturing March 31, 2012	894,160

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Food Service (continued)		
JRD Holdings, Inc.		
896,094	Term Loan, 7.74%, Maturing June 26, 2014	\$ 878,172
Maine Beverage Co., LLC		
740,625	Term Loan, 6.98%, Maturing June 30, 2010	736,922
NPC International, Inc.		
500,000	Term Loan, 6.98%, Maturing May 3, 2013	482,500
OSI Restaurant Partners, LLC		
84,586	Term Loan, 5.52%, Maturing May 9, 2013	81,711
1,037,812	Term Loan, 7.06%, Maturing May 9, 2014	1,002,527
QCE Finance, LLC		
992,462	Term Loan, 7.45%, Maturing May 5, 2013	963,861
1,225,000	Term Loan, 10.95%, Maturing November 5, 2013	1,178,450
Sagittarius Restaurants, LLC		
492,500	Term Loan, 7.45%, Maturing March 29, 2013	455,563
		\$ 20,271,099
Food / Drug Retailers 1.2%		
General Nutrition Centers, Inc.		
1,393,000	Term Loan, 7.48%, Maturing September 16, 2013	\$ 1,350,666
900,000	Term Loan, Maturing September 16, 2013 ⁽²⁾	837,000
Iceland Foods Group, Ltd.		
GBP 1,500,000	Term Loan, 8.93%, Maturing May 2, 2014	3,108,235
GBP 1,500,000	Term Loan, 9.43%, Maturing May 2, 2015	3,123,815
GBP 500,000	Term Loan, 11.05%, Maturing May 2, 2016	1,038,675
Pantry, Inc. (The)		
344,444	Term Loan, 0.00%, Maturing May 15, 2014 ⁽³⁾	334,326
1,202,542	Term Loan, 6.51%, Maturing May 15, 2014	1,167,217
Rite Aid Corp.		
5,500,000	Term Loan, 6.79%, Maturing June 1, 2014	5,362,500
Roundy's Supermarkets, Inc.		
5,212,610	Term Loan, 8.46%, Maturing November 3, 2011	5,195,236
Supervalu, Inc.		
1,945,375	Term Loan, 6.62%, Maturing June 1, 2012	1,923,490
		\$ 23,441,160
Forest Products 1.3%		

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Appleton Papers, Inc.			
	1,920,188	Term Loan, 7.02%, Maturing June 5, 2014	\$ 1,851,182
Boise Cascade Holdings, LLC			
	4,877,627	Term Loan, 6.49%, Maturing April 30, 2014	4,849,581
	1,097,862	Term Loan, 6.72%, Maturing April 30, 2014	1,091,549
Georgia-Pacific Corp.			
	11,581,374	Term Loan, 7.41%, Maturing December 20, 2012	11,325,959
Principal Amount*		Borrower/Tranche Description	Value
Forest Products (continued)			
NewPage Corp.			
	2,061,395	Term Loan, 7.47%, Maturing May 2, 2011	\$ 2,045,934
Xerium Technologies, Inc.			
EUR	2,000,000	Term Loan, Maturing May 18, 2012 ⁽²⁾	2,727,124
	1,891,670	Term Loan, 7.95%, Maturing May 18, 2012	1,794,722
			\$ 25,686,051
Healthcare 5.5%			
Accellent, Inc.			
	1,424,625	Term Loan, 8.01%, Maturing November 22, 2012	\$ 1,360,517
Alliance Imaging, Inc.			
	2,166,406	Term Loan, 7.63%, Maturing December 29, 2011	2,150,158
American Medical Systems			
	1,942,819	Term Loan, 7.57%, Maturing July 20, 2012	1,896,677
AMN Healthcare, Inc.			
	401,125	Term Loan, 6.95%, Maturing November 2, 2011	390,971
AMR HoldCo, Inc.			
	2,186,733	Term Loan, 7.71%, Maturing February 10, 2012	2,138,898
Biomet, Inc.			
EUR	1,775,000	Term Loan, 7.72%, Maturing December 26, 2014	2,553,536
	4,000,000	Term Loan, 8.20%, Maturing December 26, 2014	3,986,136
Cario AB			
EUR	227,051	Term Loan, 6.85%, Maturing April 24, 2015	323,969
EUR	272,949	Term Loan, 6.85%, Maturing April 24, 2015	389,459
EUR	227,051	Term Loan, 6.98%, Maturing April 16, 2016	325,612
EUR	272,949	Term Loan, 6.98%, Maturing April 24, 2016	391,434
Cardinal Health 409, Inc.			
EUR	1,995,000	Term Loan, 6.98%, Maturing April 10, 2014	2,799,678
	2,194,500	Term Loan, 7.45%, Maturing April 10, 2014	2,114,607
Carestream Health, Inc.			
	3,575,000	Term Loan, 7.11%, Maturing April 30, 2013	3,466,635

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	1,000,000	Term Loan, 10.30%, Maturing October 30, 2013	978,333
Carl Zeiss Vision Holding GmbH			
	1,300,000	Term Loan, 7.64%, Maturing March 23, 2015	1,271,833
Community Health Systems, Inc.			
	736,272	Term Loan, 0.00%, Maturing July 25, 2014 ⁽³⁾	720,166
	11,163,728	Term Loan, 7.76%, Maturing July 25, 2014	10,919,521
Concentra, Inc.			
	850,000	Term Loan, 10.70%, Maturing June 25, 2015	800,063
ConMed Corp.			
	626,208	Term Loan, 6.32%, Maturing April 13, 2013	616,815
CRC Health Corp.			
	643,500	Term Loan, 7.45%, Maturing February 6, 2013	629,423
	591,030	Term Loan, 7.45%, Maturing February 6, 2013	578,101

See notes to financial statements

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Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Healthcare (continued)		
DaVita, Inc.		
7,223,858	Term Loan, 6.75%, Maturing October 5, 2012	\$ 7,086,908
DJ Orthopedics, LLC		
379,321	Term Loan, 6.58%, Maturing April 7, 2013	379,321
Encore Medical Finance, LLC		
1,410,754	Term Loan, 7.84%, Maturing November 3, 2013	1,407,227
FHC Health Systems, Inc.		
734,254	Term Loan, 12.33%, Maturing December 18, 2009	745,267
513,978	Term Loan, 14.33%, Maturing December 18, 2009	521,687
Fresenius Medical Care Holdings		
3,534,977	Term Loan, 6.70%, Maturing March 31, 2013	3,496,591
Hanger Orthopedic Group, Inc.		
1,560,388	Term Loan, 7.45%, Maturing May 30, 2013	1,530,155
HCA, Inc.		
9,875,375	Term Loan, 7.45%, Maturing November 18, 2013	9,664,793
Health Management Association, Inc.		
5,141,108	Term Loan, 6.94%, Maturing February 28, 2014	4,924,040
HealthSouth Corp.		
1,595,972	Term Loan, 7.63%, Maturing March 10, 2013	1,565,686
Iasis Healthcare, LLC		
112,878	Term Loan, 6.79%, Maturing March 14, 2014	107,904
1,232,637	Term Loan, 7.07%, Maturing March 14, 2014	1,178,325
423,291	Term Loan, 7.70%, Maturing March 14, 2014 ⁽³⁾	404,640
Ikaria Acquisition, Inc.		
783,298	Term Loan, 7.70%, Maturing March 28, 2013	767,632
IM US Holdings, LLC		
900,000	Term Loan, 9.45%, Maturing June 26, 2015	898,313
Invacare Corp.		
3,352,175	Term Loan, 7.11%, Maturing February 12, 2013	3,267,325
inVentiv Health, Inc.		
77,143	Term Loan, 0.00%, Maturing July 6, 2014 ⁽³⁾	75,407
1,269,675	Term Loan, 6.57%, Maturing July 6, 2014	1,241,107
Leiner Health Products, Inc.		
1,088,438		1,032,201

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		Term Loan, 9.65%, Maturing May 27, 2011	
LifeCare Holdings, Inc.	955,500	Term Loan, 8.20%, Maturing August 11, 2012	891,004
LifePoint Hospitals, Inc.	2,959,542	Term Loan, 7.17%, Maturing April 15, 2012	2,908,280
Magellan Health Services, Inc.	277,778	Term Loan, 5.22%, Maturing August 15, 2008	272,222
	104,167	Term Loan, 6.87%, Maturing August 15, 2008	102,083
Matria Healthcare, Inc.	1,208,032	Term Loan, 7.34%, Maturing January 19, 2012	1,183,872
MultiPlan Merger Corp.	783,125	Term Loan, 7.25%, Maturing April 12, 2013	768,115
	1,425,918	Term Loan, 7.25%, Maturing April 12, 2013	1,398,587
Principal Amount*		Borrower/Tranche Description	Value
Healthcare (continued)			
National Mentor Holdings, Inc.	1,351,690	Term Loan, 7.20%, Maturing June 29, 2013	\$ 1,324,656
	81,200	Term Loan, 7.32%, Maturing June 29, 2013	79,576
National Rental Institutes, Inc.	2,123,125	Term Loan, 7.50%, Maturing March 31, 2013	2,080,663
Nyco Holdings			
EUR	1,950,000	Term Loan, 7.21%, Maturing December 29, 2014	2,642,371
EUR	1,950,000	Term Loan, 7.71%, Maturing December 29, 2015	2,655,067
Physiotherapy Associates, Inc.	1,197,000	Term Loan, 9.50%, Maturing June 27, 2013	1,143,135
RadNet Management, Inc.	719,563	Term Loan, 9.22%, Maturing November 15, 2012	721,362
ReAble Therapeutics Finance, LLC	2,212,739	Term Loan, 7.45%, Maturing November 16, 2013	2,179,548
Renal Advantage, Inc.	392,126	Term Loan, 8.10%, Maturing October 5, 2012	383,794
Select Medical Holding Corp.	2,023,125	Term Loan, 7.48%, Maturing February 24, 2012	1,946,414
Sunrise Medical Holdings, Inc.	2,092,560	Term Loan, 9.42%, Maturing May 13, 2010	1,883,304
Vanguard Health Holding Co., LLC	2,220,523	Term Loan, 7.45%, Maturing September 23, 2011	2,176,808
Viant Holdings, Inc.	773,063	Term Loan, 7.45%, Maturing June 25, 2014	724,746

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\$ 108,562,678

Home Furnishings 0.6%			
Hunter Fan Co.			
	70,714	Term Loan, 0.00%, Maturing April 16, 2014 ⁽³⁾	\$ 64,350
	752,577	Term Loan, 8.03%, Maturing April 16, 2014	684,845
Interline Brands, Inc.			
	1,297,704	Term Loan, 6.57%, Maturing June 23, 2013	1,270,128
	897,147	Term Loan, 6.57%, Maturing June 23, 2013	878,082
National Bedding Co., LLC			
	1,493,737	Term Loan, 7.09%, Maturing August 31, 2011	1,413,449
	1,050,000	Term Loan, 9.75%, Maturing August 31, 2012	973,875
Oreck Corp.			
	1,807,044	Term Loan, 9.25%, Maturing February 2, 2012	1,364,318
Sanitec, Ltd. Oy			
EUR	500,000	Term Loan, 7.05%, Maturing April 7, 2013	691,598
EUR	500,000	Term Loan, 7.55%, Maturing April 7, 2014	694,892
Simmons Co.			
	3,795,769	Term Loan, 7.36%, Maturing December 19, 2011	3,738,833
	1,000,000	Term Loan, 10.65%, Maturing February 15, 2012	935,000
			\$ 12,709,370

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*		Borrower/Tranche Description	Value
Industrial Equipment 1.5%			
Aearo Technologies, Inc.			
	500,000	Term Loan, 10.70%, Maturing September 24, 2013	\$ 482,500
	997,500	Term Loan, 7.45%, Maturing July 2, 2014	966,952
Alliance Laundry Holdings, LLC			
	468,311	Term Loan, 7.86%, Maturing January 27, 2012	465,970
CEVA Group PLC U.S.			
EUR	306,388	Term Loan, 7.16%, Maturing January 4, 2014	435,311
EUR	520,282	Term Loan, 7.16%, Maturing January 4, 2014	739,207
EUR	639,430	Term Loan, 7.16%, Maturing January 4, 2014	908,490
EUR	1,597,365	Term Loan, 7.73%, Maturing January 4, 2014	2,269,506
	1,450,313	Term Loan, 8.13%, Maturing January 4, 2014	1,428,558
	171,053	Term Loan, 8.20%, Maturing January 4, 2014	168,487
Colfax Corp.			
	2,244,678	Term Loan, 7.50%, Maturing May 30, 2009	2,230,649
EPD Holdings (Goodyear Engineering Products)			
	115,625	Term Loan, 0.00%, Maturing July 13, 2014 ⁽³⁾	113,794
	809,375	Term loan, 7.46%, Maturing July 13, 2014	796,560
	1,100,000	Term Loan, 10.71%, Maturing July 13, 2015	1,065,166
Flowserve Corp.			
	2,319,998	Term Loan, 6.78%, Maturing August 10, 2012	2,286,648
FR Brand Acquisition Corp.			
	995,000	Term Loan, 7.53%, Maturing February 7, 2014	956,444
Generac Acquisition Corp.			
	2,707,750	Term Loan, 7.73%, Maturing November 7, 2013	2,399,259
	500,000	Term Loan, 11.23%, Maturing April 7, 2014	363,959
Gleason Corp.			
	743,297	Term Loan, 7.17%, Maturing June 30, 2013	736,793
	280,361	Term Loan, 7.42%, Maturing June 30, 2013	277,908
Itron, Inc.			
EUR	475,112	Term Loan, 6.73%, Maturing April 18, 2014	680,495
Jason, Inc.			
	648,375	Term Loan, 8.03%, Maturing April 30, 2010	632,166

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John Maneely Co.	2,577,444	Term Loan, 8.52%, Maturing December 8, 2013	2,409,910
KION Group GmbH	250,000	Term Loan, 7.49%, Maturing December 23, 2014	246,051
	250,000	Term Loan, 7.74%, Maturing December 23, 2015	247,074
Polypore, Inc.	4,339,125	Term Loan, 7.07%, Maturing July 3, 2014	4,236,071
Terex Corp.	938,125	Term Loan, 6.95%, Maturing July 13, 2013	933,434
TFS Acquisition Corp.	891,000	Term Loan, 8.70%, Maturing August 11, 2013	877,635
			\$ 29,354,997

Principal Amount*		Borrower/Tranche Description	Value
Insurance 0.7%			
Alliant Holdings I, Inc.	1,350,000	Term Loan, Maturing August 21, 2014 ⁽²⁾	\$ 1,336,500
Applied Systems, Inc.	997,481	Term Loan, 7.42%, Maturing September 26, 2013	977,531
CCC Information Services Group, Inc.	1,166,500	Term Loan, 7.71%, Maturing February 10, 2013	1,156,293
Conseco, Inc.	4,710,563	Term Loan, 6.82%, Maturing October 10, 2013	4,512,328
Crawford & Company	1,655,310	Term Loan, 7.45%, Maturing October 31, 2013	1,626,342
Crump Group, Inc.	1,450,000	Term Loan, Maturing August 4, 2014 ⁽²⁾	1,428,250
Hub International Holdings, Inc.	219,435	Term Loan, 8.01%, Maturing June 13, 2014 ⁽³⁾	215,458
	977,941	Term Loan, 8.20%, Maturing June 13, 2014	960,216
U.S.I. Holdings Corp.	1,197,000	Term Loan, 7.95%, Maturing May 4, 2014	1,179,045
			\$ 13,391,963
Leisure Goods / Activities / Movies 4.2%			
24 Hour Fitness Worldwide, Inc.	1,989,700	Term Loan, 7.81%, Maturing June 8, 2012	\$ 1,959,855
AMC Entertainment, Inc.	2,235,188	Term Loan, 6.61%, Maturing January 26, 2013	2,200,088
AMF Bowling Worldwide, Inc.	1,300,000	Term Loan, 11.81%, Maturing December 8, 2013	1,261,000
Butterfly Wendel US, Inc.			

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	387,500	Term Loan, 8.14%, Maturing June 22, 2013	363,927
	387,500	Term Loan, 7.89%, Maturing June 22, 2014	361,990
Carmike Cinemas, Inc.			
	2,947,236	Term Loan, 9.00%, Maturing May 19, 2012	2,942,323
Cedar Fair, L.P.			
	493,750	Term Loan, 6.76%, Maturing August 31, 2011	484,801
	3,974,688	Term Loan, 6.75%, Maturing August 30, 2012	3,902,646
Cinemark, Inc.			
	4,746,105	Term Loan, 7.25%, Maturing October 5, 2013	4,648,216
Dave & Buster's, Inc.			
	587,500	Term Loan, 7.48%, Maturing March 8, 2013	582,359
	985,000	Term Loan, 7.48%, Maturing March 8, 2013	976,381
Deluxe Entertainment Services			
	894,377	Term Loan, 7.45%, Maturing January 28, 2011	869,781
	81,214	Term Loan, 7.45%, Maturing January 28, 2011	78,980
	41,339	Term Loan, 7.45%, Maturing January 28, 2011	40,202
Easton-Bell Sports, Inc.			
	1,477,500	Term Loan, 6.85%, Maturing March 16, 2012	1,435,715

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Leisure Goods / Activities / Movies (continued)		
HEI Acquisition, LLC		
2,775,000	Term Loan, 9.02%, Maturing April 13, 2014	\$ 2,719,500
Mega Blocks, Inc.		
1,488,579	Term Loan, 7.25%, Maturing July 26, 2012	1,430,896
Metro-Goldwyn-Mayer Holdings, Inc.		
10,215,653	Term Loan, 8.45%, Maturing April 8, 2012	9,819,797
National CineMedia, LLC		
1,575,000	Term Loan, 7.46%, Maturing February 13, 2015	1,524,797
Red Football, Ltd.		
GBP 4,750,000	Term Loan, 8.87%, Maturing August 16, 2014	9,725,568
GBP 4,750,000	Term Loan, 9.12%, Maturing August 16, 2015	9,774,906
Regal Cinemas Corp.		
6,288,981	Term Loan, 6.70%, Maturing November 10, 2010	6,158,554
Revolution Studios Distribution Co., LLC		
1,681,923	Term Loan, 8.51%, Maturing December 21, 2014	1,673,514
1,050,000	Term Loan, 11.76%, Maturing June 21, 2015	1,034,250
Six Flags Theme Parks, Inc.		
4,513,688	Term Loan, 7.75%, Maturing April 30, 2015	4,311,984
Southwest Sports Group, LLC		
1,450,000	Term Loan, 7.75%, Maturing December 22, 2010	1,424,625
Universal City Development Partners, Ltd.		
2,912,921	Term Loan, 7.33%, Maturing June 9, 2011	2,887,433
WMG Acquisition Corp.		
900,000	Revolving Loan, 0.00%, Maturing February 28, 2010 ⁽³⁾	874,125
6,967,827	Term Loan, 7.42%, Maturing February 28, 2011	6,819,761
		\$ 82,287,974
Lodging and Casinos 1.9%		
Bally Technologies, Inc.		
5,466,091	Term Loan, 8.64%, Maturing September 5, 2009	\$ 5,450,147
CCM Merger, Inc.		
2,579,408	Term Loan, 7.30%, Maturing April 25, 2012	2,524,595
Gala Electric Casinos, Ltd.		
GBP 1,000,000	Term Loan, 8.81%, Maturing December 12, 2013	2,005,509
GBP 1,000,000	Term Loan, 9.30%, Maturing December 12, 2014	2,015,896

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Green Valley Ranch Gaming, LLC			
	647,080	Term Loan, 7.41%, Maturing February 16, 2014	634,138
Isle of Capri Casinos, Inc.			
	798,529	Term Loan, 0.00%, Maturing November 30, 2013 ⁽³⁾	770,680
	1,062,044	Term Loan, 6.64%, Maturing November 30, 2013	1,025,005
	2,655,111	Term Loan, 6.74%, Maturing November 30, 2013	2,562,514
LodgeNet Entertainment Corp.			
	1,197,000	Term Loan, 7.20%, Maturing April 4, 2014	1,177,175
New World Gaming Partners, Ltd			
	1,458,333	Term Loan, Maturing June 30, 2014 ⁽²⁾	1,400,000
	291,667	Term Loan, Maturing June 30, 2014 ⁽²⁾	280,000
Principal Amount*		Borrower/Tranche Description	Value
Lodging and Casinos (continued)			
Penn National Gaming, Inc.			
	7,766,500	Term Loan, 6.90%, Maturing October 3, 2012	\$ 7,727,132
Venetian Casino Resort/Las Vegas Sands Inc.			
	1,240,000	Term Loan, 0.00%, Maturing May 14, 2014 ⁽³⁾	1,205,840
	4,947,600	Term Loan, 6.95%, Maturing May 23, 2014	4,811,304
VML US Finance, LLC			
	2,300,000	Term Loan, 7.45%, Maturing May 25, 2013	2,257,080
Wimar OpCo, LLC			
	900,262	Term Loan, 7.45%, Maturing January 3, 2012	880,007
			\$ 36,727,022
Nonferrous Metals / Minerals 1.3%			
Alpha Natural Resources, LLC			
	2,898,375	Term Loan, 6.95%, Maturing October 26, 2012	\$ 2,885,092
Compass Minerals Group, Inc.			
	2,777,709	Term Loan, 6.70%, Maturing December 22, 2012	2,740,674
Euramax International, Inc.			
	725,794	Term Loan, 8.24%, Maturing June 28, 2012	676,198
	501,316	Term Loan, 13.24%, Maturing June 28, 2013	440,322
	248,684	Term Loan, 13.24%, Maturing June 28, 2013	218,428
Magnum Coal Co.			
	245,455	Term Loan, 8.01%, Maturing March 15, 2013	223,977
	2,417,727	Term Loan, 8.42%, Maturing March 15, 2013	2,206,176
Murray Energy Corp.			
	955,500	Term Loan, 8.54%, Maturing January 28, 2010	955,500
Neo Material Technologies, Inc.			
	1,574,063	Term Loan, 8.69%, Maturing August 31, 2009	1,574,063

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Noranda Aluminum Acquisition			
	572,063	Term Loan, 7.51%, Maturing May 18, 2014	561,098
Novelis, Inc.			
	911,777	Term Loan, 7.20%, Maturing June 28, 2014	888,603
	2,005,910	Term Loan, 7.20%, Maturing June 28, 2014	1,954,926
Oxbow Carbon and Mineral Holdings			
	1,875,475	Term Loan, 7.19%, Maturing May 8, 2014	1,808,661
	164,688	Term Loan, 7.20%, Maturing May 8, 2014	158,821
Stillwater Mining Co.			
	4,817,636	Term Loan, 7.06%, Maturing July 30, 2010	4,778,493
Thompson Creek Metals Co.			
	1,673,341	Term Loan, 9.56%, Maturing October 26, 2012	1,677,525
Tube City IMS Corp.			
	2,662,297	Term Loan, 7.45%, Maturing January 25, 2014	2,573,555
	324,324	Term Loan, 7.45%, Maturing January 25, 2014	313,514
			\$ 26,635,626

See notes to financial statements

Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Oil and Gas 1.3%		
Atlas Pipeline Partners, L.P.	Term Loan, 7.55%, Maturing July 20, 2014	\$ 2,198,625
2,200,000		
Big West Oil, LLC	Term Loan, 0.00%, Maturing May 1, 2014 ⁽³⁾	560,175
577,500		
	Term Loan, 7.45%, Maturing May 1, 2014	455,779
469,875		
Citgo Petroleum Corp.	Term Loan, 6.22%, Maturing November 15, 2012	1,921,144
1,960,351		
Dresser, Inc.	Term Loan, 7.99%, Maturing May 4, 2014	825,825
841,337		
	Term Loan, 11.13%, Maturing May 4, 2015	1,221,094
1,250,000		
El Paso Corp.	Term Loan, 5.32%, Maturing July 31, 2011	1,729,219
1,750,000		
Enterprise GP Holdings L.P	Term Loan, Maturing October 31, 2014 ⁽²⁾	1,547,579
1,550,000		
Hercules Offshore, Inc.	Term Loan, 6.99%, Maturing July 6, 2013	986,278
997,500		
IFM (US) Colonial Pipeline 2, LLC	Term Loan, 7.51%, Maturing February 27, 2012	942,887
945,250		
Key Energy Services, Inc.	Term Loan, 5.36%, Maturing June 30, 2012	997,188
1,000,000		
	Term Loan, 7.64%, Maturing June 30, 2012	1,352,037
1,355,850		
Kinder Morgan, Inc.	Term Loan, 6.26%, Maturing May 21, 2014	5,363,055
5,488,843		
Primary Natural Resources, Inc.	Term Loan, 7.50%, Maturing July 28, 2010 ⁽⁴⁾	1,945,375
1,970,000		
Targa Resources, Inc.	Term Loan, 7.19%, Maturing October 31, 2012	1,591,350
1,602,972		
	Term Loan, 7.53%, Maturing October 31, 2012	1,426,177
1,436,592		
Volnay Acquisition Co.	Term Loan, 7.13%, Maturing January 12, 2014	888,038
892,500		
		\$ 25,951,825
Publishing 4.6%		
American Media Operations, Inc.	Term Loan, 8.80%, Maturing January 31, 2013	\$ 3,781,969
3,825,000		

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Aster Zweite Beteiligungs GmbH

EUR	472,333	Term Loan, 7.00%, Maturing September 27, 2013	663,416
	1,075,000	Term Loan, 7.39%, Maturing September 27, 2013	1,038,047

CanWest MediaWorks, Ltd.

	1,172,063	Term Loan, 7.54%, Maturing July 10, 2014	1,160,342
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Dex Media West, LLC

	4,373,514	Term Loan, 7.05%, Maturing March 9, 2010	4,331,965
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Principal Amount*

		Borrower/Tranche Description	Value
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Publishing (continued)

GateHouse Media Operating, Inc.

	800,000	Term Loan, 7.27%, Maturing August 28, 2014	\$ 746,500
	1,850,000	Term Loan, 7.51%, Maturing August 28, 2014	1,726,281
	975,000	Term Loan, 7.72%, Maturing August 28, 2014	910,406

Idearc, Inc.

	12,431,063	Term Loan, 7.20%, Maturing November 17, 2014	12,275,028
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Laureate Education, Inc.

	304,305	Term Loan, 0.00%, Maturing August 17, 2014 ⁽³⁾	299,436
	2,054,056	Term Loan, 8.73%, Maturing August 17, 2014	2,021,191

MediaNews Group, Inc.

	1,259,063	Term Loan, 7.14%, Maturing August 2, 2013	1,205,552
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Mediannuaire Holding

EUR	1,000,000	Term Loan, 7.00%, Maturing October 10, 2014	1,409,548
EUR	1,000,000	Term Loan, 7.50%, Maturing October 10, 2015	1,416,782
EUR	1,000,000	Term Loan, 9.00%, Maturing April 10, 2016	1,415,555

Merrill Communications, LLC

	1,455,674	Term Loan, 7.27%, Maturing February 9, 2009	1,433,838
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Nebraska Book Co., Inc.

	919,555	Term Loan, 7.65%, Maturing March 4, 2011	905,761
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Nelson Education, Ltd.

	675,000	Term Loan, 7.70%, Maturing July 5, 2014	633,656
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Nielsen Finance, LLC

	9,033,763	Term Loan, 7.36%, Maturing August 9, 2013	8,809,175
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Penton Media, Inc.

	995,000	Term Loan, 7.24%, Maturing February 1, 2013	948,981
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Philadelphia Newspapers, LLC

	1,046,460	Term Loan, 8.75%, Maturing June 29, 2013	962,743
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R.H. Donnelley Corp.

	4,256,529	Term Loan, 7.01%, Maturing June 30, 2010	4,205,689
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	7,935,175	Term Loan, 7.54%, Maturing March 2, 2014	7,546,351
Riverdeep Interactive Learning USA, Inc.			
	4,956,238	Term Loan, 7.95%, Maturing December 20, 2013	4,935,585
SGS International, Inc.			
	908,813	Term Loan, 7.84%, Maturing December 30, 2011	899,724
Source Media, Inc.			
	2,383,614	Term Loan, 7.07%, Maturing November 8, 2011	2,321,044
SP Newsprint Co.			
	1,305,204	Term Loan, 5.59%, Maturing January 9, 2010	1,279,100
TL Acquisitions, Inc.			
	3,275,000	Term Loan, 7.95%, Maturing July 5, 2014	3,174,929
Trader Media Corp.			
GBP	2,309,688	Term Loan, 8.42%, Maturing March 23, 2015	4,618,103

See notes to financial statements

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Eaton Vance Limited Duration Income Fund as of October 31, 2007

PORTFOLIO OF INVESTMENTS (Unaudited) CONT'D

Principal Amount*	Borrower/Tranche Description	Value
Publishing (continued)		