

Eaton Vance Floating-Rate Income Trust  
Form N-CSRS  
January 24, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form N-CSR**

**CERTIFIED SHAREHOLDER REPORT OF REGISTERED**  
**MANAGEMENT INVESTMENT COMPANIES**

Investment Company Act File Number: 811-21574

**Eaton Vance Floating-Rate Income Trust**

(Exact Name of Registrant as Specified in Charter)

Two International Place, Boston, Massachusetts 02110

(Address of Principal Executive Offices)

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**Maureen A. Gemma**

**Two International Place, Boston, Massachusetts 02110**

**(Name and Address of Agent for Services)**

**(617) 482-8260**

**(Registrant's Telephone Number)**

**May 31**

**Date of Fiscal Year End**

**November 30, 2012**

**Date of Reporting Period**

**Item 1. Reports to Stockholders**

Eaton Vance

Floating-Rate Income Trust (EFT)

Semiannual Report

November 30, 2012

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

**Semiannual Report** November 30, 2012

**Eaton Vance**

**Floating-Rate Income Trust**

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## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

Performance<sup>1,2</sup>**Portfolio Managers** Scott H. Page, CFA and Ralph Hinckley, CFA

<b>% Average Annual Total Returns</b>	<b>Inception Date</b>	<b>Six Months</b>	<b>One Year</b>	<b>Five Years</b>	<b>Since Inception</b>
Fund at NAV	06/29/2004	6.37%	13.19%	6.01%	5.59%
Fund at Market Price		7.49	21.03	8.95	5.95
S&P/LSTA Leveraged Loan Index	06/29/2004 <sup>1</sup>	4.80%	9.36%	5.57%	5.19%

**% Premium/Discount to NAV**

2.88%

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

Total Distributions per share for the period	\$	0.526
Distribution Rate at NAV		6.84%
Distribution Rate at Market Price		6.65%

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

Auction Preferred Shares (APS)	8.47%
Borrowings	28.06

See Endnotes and Additional Disclosures in this report.

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

## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

#### Fund Profile

#### Top 10 Holdings (% of total investments)<sup>5</sup>

Intelsat Jackson Holdings Ltd.	1.2%
Rite Aid Corporation	1.1
Asurion LLC	1.1
Aramark Corporation	1.1
HCA, Inc.	1.0
Alliance Boots Holdings Limited	1.0
Chrysler Group LLC	0.9
Calpine Corp. (corporate bond)	0.9
SunGard Data Systems, Inc.	0.9
UPC Broadband Holding B.V. / UPC Financing Partnership	0.9
Total	10.1%

#### Top 10 Sectors (% of total investments)<sup>5</sup>

Health Care	11.7%
Business Equipment and Services	9.6
Electronics/Electrical	6.2
Automotive	4.6
Leisure Goods/Activities/Movies	4.5
Telecommunications	4.2
Cable and Satellite Television	4.2
Financial Intermediaries	4.1
Publishing	3.8
Insurance	3.5
Total	56.4%

#### Credit Quality (% of loan holdings)<sup>6</sup>

See Endnotes and Additional Disclosures in this report.





## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

#### Endnotes and Additional Disclosures

- <sup>1</sup> S&P/LSTA Leveraged Loan Index is an unmanaged index of the institutional leveraged loan market. Unless otherwise stated, index returns do not reflect the effect of any applicable sales charges, commissions, expenses, taxes or leverage, as applicable. It is not possible to invest directly in an index. Index data is available as of month-end only.
- <sup>2</sup> Performance results reflect the effects of leverage. Absent an expense waiver by the investment adviser, the returns would be lower.
- <sup>3</sup> The Distribution Rate is based on the Fund's last regular distribution per share in the period (annualized) divided by the Fund's NAV or market price at the end of the period. The Fund's distributions may be composed of ordinary income, tax-exempt income, net realized capital gains and return of capital.
- <sup>4</sup> Leverage represents the liquidation value of the Fund's APS and borrowings outstanding as a percentage of Fund net assets applicable to common shares plus APS and borrowings outstanding. Use of leverage creates an opportunity for income, but creates risks including greater price volatility. The cost of leverage rises and falls with changes in short-term interest rates. The Fund is required to maintain prescribed asset coverage for its APS and borrowings, which could be reduced if Fund asset values decline.
- <sup>5</sup> Excludes cash and cash equivalents.
- <sup>6</sup> Ratings are based on Moody's, S&P or Fitch, as applicable. Credit ratings are based largely on the rating agency's investment analysis at the time of rating and the rating assigned to any particular security is not necessarily a reflection of the issuer's current financial condition. The rating assigned to a security by a rating agency does not necessarily reflect its assessment of the volatility of a security's market value or of the liquidity of an investment in the security. If securities are rated differently by the rating agencies, the higher rating is applied. Ratings of BBB or higher by Standard and Poor's or Fitch (Baa or higher by Moody's) are considered to be investment grade quality.

Fund profile subject to change due to active management.

## Eaton Vance

## Floating-Rate Income Trust

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## Portfolio of Investments (Unaudited)

Senior Floating-Rate Interests 143.6%

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Aerospace and Defense 2.5%</b>		
<b>AVIO S.p.A</b>		
Term Loan, 3.08%, Maturing June 14, 2017	711	\$ 706,553
Term Loan, 3.86%, Maturing December 14, 2017	EUR 600	776,429
Term Loan, 3.96%, Maturing December 14, 2017	762	757,343
<b>Booz Allen Hamilton Inc.</b>		
Term Loan, 4.50%, Maturing July 31, 2019	925	933,787
<b>DAE Aviation Holdings, Inc.</b>		
Term Loan, 6.25%, Maturing October 29, 2018	774	777,953
Term Loan, 6.25%, Maturing November 2, 2018	351	352,672
<b>Ducommun Incorporated</b>		
Term Loan, 5.50%, Maturing June 28, 2017	1,498	1,520,604
<b>IAP Worldwide Services, Inc.</b>		
Term Loan, 10.00%, Maturing December 31, 2015	1,791	1,388,386
<b>Sequa Corporation</b>		
Term Loan, 3.60%, Maturing December 3, 2014	622	622,024
Term Loan, 6.25%, Maturing December 3, 2014	214	214,272
<b>TASC, Inc.</b>		
Term Loan, 4.50%, Maturing December 18, 2015	1,626	1,628,522
<b>Transdigm, Inc.</b>		
Term Loan, 4.00%, Maturing February 14, 2017	1,143	1,150,683
Term Loan, 4.00%, Maturing February 14, 2017	2,651	2,666,421
<b>Wesco Aircraft Hardware Corp.</b>		
Term Loan, 5.25%, Maturing April 7, 2017	432	433,596
<b>Wyle Services Corporation</b>		
Term Loan, 5.00%, Maturing March 27, 2017	924	928,564
		<b>\$ 14,857,809</b>
<b>Air Transport 0.5%</b>		
<b>Evergreen International Aviation, Inc.</b>		
Term Loan, 11.50%, Maturing June 30, 2015	920	\$ 883,093
<b>Orbitz Worldwide Inc.</b>		
Term Loan, 3.21%, Maturing July 25, 2014	1,947	1,866,251
		<b>\$ 2,749,344</b>
<b>Automotive 7.1%</b>		

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<b>Allison Transmission, Inc.</b>		
Term Loan, 2.71%, Maturing August 7, 2014	967	\$ 969,670
Term Loan, 4.25%, Maturing August 23, 2019	2,995	3,017,310
<b>Autoparts Holdings Limited</b>		
Term Loan, 6.50%, Maturing July 28, 2017	470	469,074
<b>Chrysler Group LLC</b>		
Term Loan, 6.00%, Maturing May 24, 2017	8,825	9,041,638
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Automotive (continued)</b>		
<b>Delphi Corporation</b>		
Term Loan, 3.50%, Maturing March 31, 2017	2,075	\$ 2,086,890
<b>Federal-Mogul Corporation</b>		
Term Loan, 2.15%, Maturing December 29, 2014	3,535	3,295,452
Term Loan, 2.15%, Maturing December 28, 2015	2,195	2,045,693
<b>Goodyear Tire &amp; Rubber Company (The)</b>		
Term Loan - Second Lien, 4.75%, Maturing April 30, 2019	7,450	7,516,737
<b>HHI Holdings LLC</b>		
Term Loan, 6.00%, Maturing October 3, 2018	2,325	2,333,719
<b>Metaldyne Company LLC</b>		
Term Loan, 5.25%, Maturing May 18, 2017	2,367	2,379,302
<b>SRAM, LLC</b>		
Term Loan, 4.76%, Maturing June 7, 2018	1,321	1,334,527
Term Loan - Second Lien, 8.50%, Maturing December 7, 2018	500	507,500
<b>Tomkins LLC</b>		
Term Loan, 4.25%, Maturing September 29, 2016	2,154	2,170,858
<b>TriMas Corporation</b>		
Term Loan, 3.75%, Maturing October 10, 2019	975	979,875
<b>Veyance Technologies, Inc.</b>		
Term Loan, 2.46%, Maturing July 31, 2014	362	359,059
Term Loan, 2.46%, Maturing July 31, 2014	2,526	2,506,817
Term Loan, 5.50%, Maturing July 31, 2014	373	374,058
Term Loan - Second Lien, 5.96%, Maturing July 31, 2015	1,350	1,297,688
		<b>\$ 42,685,867</b>
<b>Building and Development 0.7%</b>		
<b>Armstrong World Industries, Inc.</b>		
Term Loan, 4.00%, Maturing March 9, 2018	1,012	\$ 1,021,018
<b>Preferred Proppants, LLC</b>		
Term Loan, 7.50%, Maturing December 15, 2016	794	738,420
<b>RE/MAX International, Inc.</b>		
Term Loan, 5.50%, Maturing April 15, 2016	1,914	1,918,460
<b>Realogy Corporation</b>		
Term Loan, 3.24%, Maturing October 10, 2013	107	104,691
<b>Summit Materials Companies I, LLC</b>		
Term Loan, 6.00%, Maturing January 30, 2019	547	552,779
		<b>\$ 4,335,368</b>
<b>Business Equipment and Services 15.0%</b>		
<b>ACCO Brands Corporation</b>		
Term Loan, 4.25%, Maturing April 30, 2019	413	\$ 417,579

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Business Equipment and Services (continued)</b>		
<b>Acosta, Inc.</b> Term Loan, 5.00%, Maturing March 2, 2018	4,129	\$ 4,154,728
<b>Axiom Corporation</b> Term Loan, 3.31%, Maturing March 15, 2015	728	732,582
<b>Advantage Sales &amp; Marketing, Inc.</b> Term Loan, 5.25%, Maturing December 18, 2017	2,584	2,593,715
<b>Affinion Group, Inc.</b> Term Loan, 6.50%, Maturing July 16, 2015	5,127	4,758,790
<b>Allied Security Holdings, LLC</b> Term Loan, 5.25%, Maturing February 3, 2017	640	642,651
<b>Altegrity, Inc.</b> Term Loan, 2.96%, Maturing February 21, 2015	707	660,486
Term Loan, 7.75%, Maturing February 20, 2015	776	776,122
<b>Audio Visual Services Group, Inc.</b> Term Loan, 6.75%, Maturing November 9, 2018	1,225	1,200,500
<b>BAR/BRI Review Courses, Inc.</b> Term Loan, 6.00%, Maturing June 16, 2017	697	697,000
<b>Brand Energy &amp; Infrastructure Services, Inc.</b> Term Loan, 5.75%, Maturing October 16, 2016	179	178,883
Term Loan, 6.25%, Maturing October 16, 2018	746	738,974
<b>Brickman Group Holdings Inc.</b> Term Loan, 5.50%, Maturing October 14, 2016	1,594	1,615,696
<b>Brock Holdings III, Inc.</b> Term Loan, 6.01%, Maturing March 16, 2017	1,242	1,254,687
<b>Citco Funding LLC</b> Term Loan, 5.50%, Maturing June 29, 2018	1,852	1,877,021
<b>ClientLogic Corporation</b> Term Loan, 7.10%, Maturing January 30, 2017	1,790	1,749,766
<b>Corporate Executive Board Company, The</b> Term Loan, 5.00%, Maturing July 2, 2019	575	578,594
<b>CPM Acquisition Corp.</b> Term Loan, 6.25%, Maturing August 29, 2017	550	555,500
Term Loan - Second Lien, 10.25%, Maturing February 28, 2018	1,000	1,011,250
<b>DynCorp International LLC</b> Term Loan, 6.25%, Maturing July 7, 2016	627	631,233
<b>Education Management LLC</b> Term Loan, 8.25%, Maturing March 29, 2018	2,312	2,015,927
<b>EIG Investors Corp.</b> Term Loan, 6.25%, Maturing October 25, 2019	2,250	2,250,000
Term Loan - Second Lien, 10.25%, Maturing April 30, 2020	575	573,563
<b>Expert Global Solutions, Inc.</b> Term Loan, 8.00%, Maturing April 3, 2018	2,139	2,153,624
<b>Borrower/Tranche Description</b>		<b>Value</b>

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	<b>Principal Amount*</b>	
	<b>(000 s omitted)</b>	
<b>Business Equipment and Services (continued)</b>		
<b>Genesys Telecom Holdings, U.S., Inc.</b>		
Term Loan, 6.75%, Maturing January 31, 2019	697	\$ 705,642
<b>Genpact International, Inc.</b>		
Term Loan, 4.25%, Maturing August 30, 2019	1,800	1,818,000
<b>Go Daddy Operating Company, LLC</b>		
Term Loan, 5.50%, Maturing December 17, 2018	1,634	1,633,245
<b>IMS Health Incorporated</b>		
Term Loan, 4.50%, Maturing August 25, 2017	2,214	2,229,855
<b>Infor (US), Inc.</b>		
Term Loan, 5.25%, Maturing April 5, 2018	5,661	5,717,421
<b>KAR Auction Services, Inc.</b>		
Term Loan, 5.00%, Maturing May 19, 2017	3,206	3,230,198
<b>Kronos Incorporated</b>		
Term Loan, 5.50%, Maturing October 25, 2019	1,775	1,792,750
Term Loan - Second Lien, 9.75%, Maturing April 24, 2020	1,025	1,027,563
<b>Language Line, LLC</b>		
Term Loan, 6.25%, Maturing June 20, 2016	2,281	2,272,925
<b>Meritas LLC</b>		
Term Loan, 7.50%, Maturing July 28, 2017	776	776,075
<b>Mitchell International, Inc.</b>		
Term Loan, 2.50%, Maturing March 28, 2014	916	913,503
Term Loan - Second Lien, 5.63%, Maturing March 30, 2015	1,000	987,500
<b>Monitronics International Inc.</b>		
Term Loan, 5.50%, Maturing March 23, 2018	945	953,521
<b>National CineMedia, LLC</b>		
Term Loan, Maturing November 23, 2019 <sup>(2)</sup>	575	577,156
<b>Quintiles Transnational Corp.</b>		
Term Loan, 4.50%, Maturing June 8, 2018	425	426,594
Term Loan, 5.00%, Maturing June 8, 2018	4,789	4,816,890
<b>Renaissance Learning, Inc.</b>		
Term Loan, 5.75%, Maturing November 13, 2018	625	628,516
<b>Sabre, Inc.</b>		
Term Loan, 2.21%, Maturing September 30, 2014	1,696	1,693,806
<b>Sensus USA Inc.</b>		
Term Loan, 4.75%, Maturing May 9, 2017	763	764,568
<b>Softlayer Technologies, Inc.</b>		
Term Loan, 7.25%, Maturing November 5, 2016	712	716,764
<b>SunGard Data Systems, Inc.</b>		
Term Loan, 3.86%, Maturing February 26, 2016	7,114	7,149,453
Term Loan, 3.96%, Maturing February 28, 2017	1,557	1,565,365
<b>SymphonyIRI Group, Inc.</b>		
Term Loan, 5.00%, Maturing December 1, 2017	938	940,470

## Eaton Vance

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## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Business Equipment and Services (continued)</b>		
<b>Trans Union, LLC</b>		
Term Loan, 5.50%, Maturing February 12, 2018	3,174	\$ 3,211,703
<b>Travelport LLC</b>		
Term Loan, 4.65%, Maturing August 21, 2015	EUR 741	916,367
Term Loan, 4.86%, Maturing August 21, 2015	679	645,507
Term Loan, 4.86%, Maturing August 21, 2015	2,262	2,152,115
Term Loan, 4.86%, Maturing August 21, 2015	584	555,498
<b>U.S. Security Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing July 28, 2017	134	134,973
Term Loan, 6.00%, Maturing July 28, 2017	684	689,603
<b>West Corporation</b>		
Term Loan, 5.50%, Maturing July 15, 2016	741	751,365
Term Loan, 5.50%, Maturing July 15, 2016	2,109	2,135,584
Term Loan, 5.75%, Maturing June 29, 2018	1,297	1,315,256
		<b>\$ 89,664,622</b>
<b>Cable and Satellite Television 6.5%</b>		
<b>Atlantic Broadband Finance, LLC</b>		
Term Loan, Maturing September 20, 2019 <sup>(2)</sup>	950	\$ 942,875
<b>BBHI Acquisition LLC</b>		
Term Loan, 4.50%, Maturing December 14, 2017	1,400	1,407,501
<b>Bragg Communications Incorporated</b>		
Term Loan, 4.00%, Maturing February 28, 2018	447	449,603
<b>Cequel Communications, LLC</b>		
Term Loan, 4.00%, Maturing February 14, 2019	4,925	4,947,680
<b>Charter Communications Operating, LLC</b>		
Term Loan, 3.46%, Maturing September 6, 2016	760	764,608
Term Loan, 4.00%, Maturing May 15, 2019	299	301,205
<b>Crown Media Holdings, Inc.</b>		
Term Loan, 5.75%, Maturing July 14, 2018	1,745	1,755,722
<b>CSC Holdings, Inc.</b>		
Term Loan, 1.96%, Maturing March 29, 2016	3,702	3,712,283
<b>Kabel Deutschland GMBH</b>		
Term Loan, 4.25%, Maturing February 1, 2019	1,200	1,205,357
<b>Lavena Holdings 4 GmbH</b>		
Term Loan, 2.95%, Maturing March 6, 2015	EUR 369	452,606
Term Loan, 3.32%, Maturing March 4, 2016	EUR 369	452,606
Term Loan, 7.70%, Maturing March 6, 2017 <sup>(3)</sup>	EUR 459	534,069
Term Loan - Second Lien, 4.45%, Maturing September 2, 2016	EUR 565	659,456
<b>MCC Iowa LLC</b>		

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Term Loan, 1.94%, Maturing January 30, 2015	3,733	3,709,332
<b>Mediacom Broadband LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	1,637	1,636,289
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Cable and Satellite Television (continued)</b>		
<b>Mediacom Illinois, LLC</b>		
Term Loan, 1.69%, Maturing January 30, 2015	3,862	\$ 3,797,303
Term Loan, 4.50%, Maturing October 23, 2017	904	901,927
<b>P7S1 Broadcasting Holding II B.V.</b>		
Term Loan, 2.69%, Maturing July 1, 2016	EUR 1,781	2,273,940
<b>UPC Broadband Holding B.V.</b>		
Term Loan, 3.86%, Maturing December 31, 2016	EUR 2,614	3,391,924
Term Loan, 4.11%, Maturing December 29, 2017	EUR 1,732	2,255,430
<b>UPC Financing Partnership</b>		
Term Loan, 3.71%, Maturing December 30, 2016	429	426,874
Term Loan, 3.71%, Maturing December 29, 2017	1,410	1,407,382
Term Loan, 4.00%, Maturing January 29, 2021	875	874,727
<b>WaveDivision Holdings, LLC</b>		
Term Loan, 5.50%, Maturing August 9, 2019	350	353,715
		<b>\$ 38,614,414</b>
<b>Chemicals and Plastics 4.1%</b>		
<b>AZ Chem US Inc.</b>		
Term Loan, 7.25%, Maturing December 22, 2017	1,181	\$ 1,205,708
<b>Chemtura Corporation</b>		
Term Loan, 5.50%, Maturing August 27, 2016	275	278,781
<b>Emerald Performance Materials, LLC</b>		
Term Loan, 6.75%, Maturing May 18, 2018	798	801,990
<b>General Chemical Corporation</b>		
Term Loan, 5.00%, Maturing October 6, 2015	584	587,437
<b>Harko C.V.</b>		
Term Loan, 5.75%, Maturing August 2, 2017	569	575,654
<b>Houghton International, Inc.</b>		
Term Loan, 6.75%, Maturing January 29, 2016	815	818,917
<b>Ineos US Finance LLC</b>		
Term Loan, 6.50%, Maturing May 4, 2018	3,856	3,912,426
<b>Momentive Specialty Chemicals Inc.</b>		
Term Loan, 4.00%, Maturing May 5, 2015	1,840	1,839,524
Term Loan, 4.13%, Maturing May 5, 2015	474	464,275
Term Loan, 4.13%, Maturing May 5, 2015	836	835,681
<b>OEP Pearl Dutch Acquisition B.V.</b>		
Term Loan, 6.50%, Maturing March 30, 2018	112	113,337
<b>Omnova Solutions Inc.</b>		
Term Loan, 5.50%, Maturing May 31, 2017	980	992,250
<b>PQ Corporation</b>		
Term Loan, 5.25%, Maturing April 10, 2017	1,325	1,332,178
<b>Schoeller Arca Systems Holding B.V.</b>		
Term Loan, 4.78%, Maturing November 16, 2015	EUR 72	65,786
Term Loan, 4.78%, Maturing November 16, 2015	EUR 206	187,567
Term Loan, 4.78%, Maturing November 16, 2015	EUR 222	201,840



## Eaton Vance

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## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Chemicals and Plastics (continued)</b>		
<b>Sonneborn LLC</b>		
Term Loan, 6.50%, Maturing March 30, 2018	634	\$ 642,241
<b>Taminco Global Chemical Corporation</b>		
Term Loan, 5.25%, Maturing February 15, 2019	423	427,632
<b>Trinseo Materials Operating S.C.A.</b>		
Term Loan, 8.00%, Maturing August 2, 2017	2,182	2,095,936
<b>Tronox Pigments (Netherlands) B.V.</b>		
Term Loan, 4.25%, Maturing February 8, 2018	566	570,863
Term Loan, 4.25%, Maturing February 8, 2018	2,077	2,093,381
<b>Univar Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	4,716	4,692,955
		<b>\$ 24,736,359</b>
<b>Clothing / Textiles 0.5%</b>		
<b>Ascena Retail Group, Inc.</b>		
Term Loan, 4.75%, Maturing June 14, 2018	924	\$ 932,473
<b>Phillips-Van Heusen Corporation</b>		
Term Loan, 3.50%, Maturing May 6, 2016	615	618,119
<b>Warnaco Inc.</b>		
Term Loan, 3.75%, Maturing June 15, 2018	543	541,075
<b>Wolverine Worldwide, Inc.</b>		
Term Loan, 4.00%, Maturing July 31, 2019	557	562,250
		<b>\$ 2,653,917</b>
<b>Conglomerates 2.4%</b>		
<b>Jason Incorporated</b>		
Term Loan, 8.25%, Maturing September 21, 2014	188	\$ 188,621
Term Loan, 7.75%, Maturing September 22, 2014	248	247,992
Term Loan, 8.25%, Maturing September 22, 2014	76	75,981
<b>Rexnord Corporation</b>		
Term Loan, 4.50%, Maturing April 2, 2018	3,647	3,683,912
<b>RGIS Services, LLC</b>		
Term Loan, 4.61%, Maturing October 18, 2016	2,633	2,646,048
Term Loan, 5.50%, Maturing October 18, 2017	1,567	1,576,919
<b>Rocket Software, Inc.</b>		
Term Loan, 5.75%, Maturing February 8, 2018	1,489	1,496,194
Term Loan - Second Lien, 10.25%, Maturing February 8, 2019	750	754,375
<b>Spectrum Brands, Inc.</b>		

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Term Loan, 5.02%, Maturing June 17, 2016	1,796	1,796,439
<b>Walter Energy, Inc.</b>		
Term Loan, 5.75%, Maturing April 2, 2018	2,115	2,123,821
		<b>\$ 14,590,302</b>
	<b>Principal Amount*</b>	<b>Value</b>
	<b>(000 s omitted)</b>	
<b>Borrower/Tranche Description</b>		
<b>Containers and Glass Products 1.6%</b>		
<b>Berry Plastics Holding Corporation</b>		
Term Loan, 2.21%, Maturing April 3, 2015	1,832	\$ 1,821,346
<b>BWAY Corporation</b>		
Term Loan, 4.50%, Maturing August 7, 2017	2,300	2,325,157
<b>Pelican Products, Inc.</b>		
Term Loan, 7.00%, Maturing July 11, 2018	549	545,882
<b>Reynolds Group Holdings Inc.</b>		
Term Loan, 4.75%, Maturing September 20, 2018	3,725	3,762,507
<b>Sealed Air Corporation</b>		
Term Loan, 4.00%, Maturing October 3, 2018	600	606,281
<b>TricorBraun, Inc.</b>		
Term Loan, 5.50%, Maturing May 3, 2018	698	703,487
		<b>\$ 9,764,660</b>
<b>Cosmetics / Toiletries 0.8%</b>		
<b>Bausch &amp; Lomb, Inc.</b>		
Term Loan, 5.25%, Maturing May 17, 2019	3,367	\$ 3,417,963
<b>KIK Custom Products, Inc.</b>		
Term Loan - Second Lien, 5.31%, Maturing November 28, 2014	1,075	839,575
<b>Prestige Brands, Inc.</b>		
Term Loan, 5.27%, Maturing January 31, 2019	404	409,472
		<b>\$ 4,667,010</b>
<b>Drugs 1.4%</b>		
<b>Aptalis Pharma, Inc.</b>		
Term Loan, 5.50%, Maturing February 10, 2017	498	\$ 499,366
Term Loan, 5.50%, Maturing February 10, 2017	2,093	2,099,315
<b>Par Pharmaceutical Companies, Inc.</b>		
Term Loan, 5.00%, Maturing September 30, 2019	1,325	1,324,172
<b>Warner Chilcott Company, LLC</b>		
Term Loan, 3.75%, Maturing March 17, 2016	350	353,062
Term Loan, 4.25%, Maturing March 15, 2018	821	825,033
<b>Warner Chilcott Corporation</b>		
Term Loan, 4.25%, Maturing March 15, 2018	623	626,627
Term Loan, 4.25%, Maturing March 15, 2018	1,642	1,650,066
<b>WC Luxco S.a.r.l.</b>		
Term Loan, 4.25%, Maturing March 15, 2018	1,129	1,134,420
		<b>\$ 8,512,061</b>
<b>Ecological Services and Equipment 0.5%</b>		
<b>ADS Waste Holdings, Inc.</b>		
Term Loan, 5.25%, Maturing October 9, 2019	2,200	\$ 2,231,625

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Ecological Services and Equipment (continued)</b>		
<b>Progressive Waste Solutions Ltd.</b>		
Term Loan, 3.50%, Maturing October 24, 2019	575	\$ 580,031
<b>Viking Consortium Borrower Limited</b>		
Term Loan - Second Lien, 6.68%, Maturing March 31, 2016 <sup>(4)</sup>	GBP 523	230,511
		<b>\$ 3,042,167</b>
<b>Electronics / Electrical 9.9%</b>		
<b>Aeroflex Incorporated</b>		
Term Loan, 5.75%, Maturing May 9, 2018	1,906	\$ 1,914,246
<b>Aspect Software, Inc.</b>		
Term Loan, 7.00%, Maturing May 6, 2016	2,315	2,288,828
<b>Attachmate Corporation</b>		
Term Loan, 7.25%, Maturing November 22, 2017	3,434	3,479,022
<b>Cinedigm Digital Funding I, LLC</b>		
Term Loan, 5.25%, Maturing April 29, 2016	471	475,899
<b>CommScope, Inc.</b>		
Term Loan, 4.25%, Maturing January 12, 2018	2,266	2,283,907
<b>CompuCom Systems, Inc.</b>		
Term Loan, 6.50%, Maturing October 2, 2018	900	904,500
<b>Dealer Computer Services, Inc.</b>		
Term Loan, 3.75%, Maturing April 20, 2018	1,685	1,696,216
<b>DG FastChannel, Inc.</b>		
Term Loan, 5.75%, Maturing July 26, 2018	1,709	1,649,258
<b>Eagle Parent, Inc.</b>		
Term Loan, 5.00%, Maturing May 16, 2018	2,913	2,930,604
<b>Edwards (Cayman Islands II) Limited</b>		
Term Loan, 5.50%, Maturing May 31, 2016	432	432,705
Term Loan, 5.50%, Maturing May 31, 2016	1,200	1,202,486
<b>Freescale Semiconductor, Inc.</b>		
Term Loan, 4.46%, Maturing December 1, 2016	4,485	4,366,638
<b>Hyland Software, Inc.</b>		
Term Loan, 5.50%, Maturing October 29, 2019	375	375,762
<b>Magic Newco LLC</b>		
Term Loan, 7.25%, Maturing December 12, 2018	1,571	1,586,773
<b>Microsemi Corporation</b>		
Term Loan, 4.00%, Maturing February 2, 2018	1,642	1,656,930
<b>NeuStar, Inc.</b>		
Term Loan, 5.00%, Maturing November 8, 2018	1,064	1,073,562
<b>Nxp B.V.</b>		
Term Loan, 4.50%, Maturing March 3, 2017	2,530	2,565,985

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Term Loan, 5.50%, Maturing March 3, 2017	1,163	1,187,969
Term Loan, 5.25%, Maturing March 19, 2019	1,816	1,839,708
<b>Electronics / Electrical (continued)</b>		
<b>Open Solutions, Inc.</b>		
Term Loan, 2.44%, Maturing January 23, 2014	2,815	\$ 2,660,490
<b>Rovi Solutions Corporation</b>		
Term Loan, 4.00%, Maturing March 29, 2019	896	885,426
<b>SafeNet Inc.</b>		
Term Loan, 2.71%, Maturing April 12, 2014	1,812	1,807,066
<b>Semtech Corporation</b>		
Term Loan, 4.25%, Maturing March 20, 2017	448	451,108
<b>Sensata Technologies Finance Company, LLC</b>		
Term Loan, 4.00%, Maturing May 11, 2018	3,925	3,942,486
<b>Serena Software, Inc.</b>		
Term Loan, 4.21%, Maturing March 10, 2016	991	988,743
Term Loan, 5.00%, Maturing March 10, 2016	375	375,937
<b>Shield Finance Co. S.A.R.L.</b>		
Term Loan, 6.50%, Maturing May 10, 2019	1,122	1,124,993
<b>Sirius Computer Solutions, Inc.</b>		
Term Loan, Maturing November 30, 2018 <sup>(2)</sup>	700	693,000
<b>SkillSoft Corporation</b>		
Term Loan, 5.00%, Maturing May 26, 2017	1,272	1,286,340
<b>Sophia, L.P.</b>		
Term Loan, 6.25%, Maturing July 19, 2018	1,545	1,568,970
<b>Spansion LLC</b>		
Term Loan, 4.75%, Maturing February 9, 2015	486	489,920
<b>SS&amp;C Technologies Inc.</b>		
Term Loan, 5.00%, Maturing June 7, 2019	147	148,649
Term Loan, 5.00%, Maturing June 7, 2019	1,424	1,438,718
<b>SumTotal Systems, Inc.</b>		
Term Loan, 6.25%, Maturing October 25, 2019	1,450	1,442,750
<b>VeriFone Inc.</b>		
Term Loan, 4.25%, Maturing December 28, 2018	248	248,258
<b>Vertafore, Inc.</b>		
Term Loan, 5.25%, Maturing July 29, 2016	1,100	1,108,661
<b>Wall Street Systems, Inc.</b>		
Term Loan, 5.75%, Maturing October 24, 2019	1,325	1,308,437
Term Loan - Second Lien, 9.25%, Maturing April 24, 2020	500	498,125
<b>Web.com Group, Inc.</b>		
Term Loan, 5.50%, Maturing October 27, 2017	2,800	2,789,542
		<b>\$ 59,168,617</b>
<b>Equipment Leasing 1.2%</b>		
<b>BakerCorp International, Inc.</b>		
Term Loan, 5.00%, Maturing June 1, 2018	1,931	\$ 1,943,860
<b>Delos Aircraft Inc.</b>		
Term Loan, 4.75%, Maturing April 12, 2016	1,425	1,444,594

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Equipment Leasing (continued)</b>		
<b>Flying Fortress Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	3,800	\$ 3,852,250
		<b>\$ 7,240,704</b>
<b>Financial Intermediaries 5.3%</b>		
<b>Altisource Solutions S.a.r.l.</b>		
Term Loan, 5.75%, Maturing November 27, 2019	900	\$ 900,563
<b>American Capital Holdings, Inc.</b>		
Term Loan, 5.50%, Maturing August 22, 2016	925	938,875
<b>Asset Acceptance Capital Corp.</b>		
Term Loan, 8.75%, Maturing November 14, 2017	1,396	1,411,291
<b>CB Richard Ellis Services, Inc.</b>		
Term Loan, 3.46%, Maturing March 5, 2018	762	763,690
Term Loan, 3.71%, Maturing September 4, 2019	719	721,263
<b>First Data Corporation</b>		
Term Loan, 2.96%, Maturing September 24, 2014	11	11,426
Term Loan, 2.96%, Maturing September 24, 2014	55	55,017
Term Loan, 2.96%, Maturing September 24, 2014	133	132,725
Term Loan, 4.21%, Maturing March 23, 2018	1,636	1,561,308
Term Loan, 5.21%, Maturing September 24, 2018	1,375	1,348,790
<b>Grosvenor Capital Management Holdings, LLP</b>		
Term Loan, 4.25%, Maturing December 5, 2016	1,316	1,294,336
<b>Hamilton Lane Advisors, LLC</b>		
Term Loan, 6.50%, Maturing February 23, 2018	804	804,375
<b>Harbourvest Partners, LLC</b>		
Term Loan, 4.75%, Maturing November 21, 2017	1,050	1,057,875
<b>iPayment, Inc.</b>		
Term Loan, 5.75%, Maturing May 8, 2017	1,034	1,030,123
<b>LPL Holdings, Inc.</b>		
Term Loan, 2.71%, Maturing March 29, 2017	878	875,306
Term Loan, 4.00%, Maturing March 29, 2019	3,433	3,451,630
<b>Mercury Payment Systems Canada, LLC</b>		
Term Loan, 5.50%, Maturing July 3, 2017	1,116	1,129,189
<b>MIP Delaware, LLC</b>		
Term Loan, 5.50%, Maturing July 12, 2018	741	748,677
<b>Nuveen Investments, Inc.</b>		
Term Loan, 5.84%, Maturing May 12, 2017	2,616	2,626,265
Term Loan, 5.84%, Maturing May 13, 2017	2,511	2,522,329
Term Loan, 7.25%, Maturing May 13, 2017	1,600	1,609,200
<b>Oz Management LP</b>		

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Term Loan, 1.71%, Maturing November 15, 2016	1,492	1,336,337
<b>RJO Holdings Corp.</b>		
Term Loan, 6.21%, Maturing December 10, 2015 <sup>(4)</sup>	15	12,487
Term Loan, 6.96%, Maturing December 10, 2015 <sup>(4)</sup>	482	362,764
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Financial Intermediaries (continued)</b>		
<b>RPI Finance Trust</b>		
Term Loan, 3.50%, Maturing May 9, 2018	3,887	\$ 3,918,162
<b>Vantiv, LLC</b>		
Term Loan, 3.75%, Maturing March 27, 2019	522	523,354
<b>Walter Investment Management Corp.</b>		
Term Loan, 6.75%, Maturing November 28, 2017	500	501,597
		<b>\$ 31,648,954</b>
<b>Food Products 4.4%</b>		
<b>Advance Pierre Foods</b>		
Term Loan, 5.75%, Maturing July 10, 2017	1,450	\$ 1,468,125
<b>American Seafoods Group LLC</b>		
Term Loan, 4.25%, Maturing March 16, 2018	734	727,145
<b>Blue Buffalo Company, Ltd.</b>		
Term Loan, 6.50%, Maturing August 8, 2019	1,300	1,304,062
<b>Clearwater Seafoods Limited Partnership</b>		
Term Loan, 6.75%, Maturing June 6, 2018	1,197	1,202,985
<b>Del Monte Foods Company</b>		
Term Loan, 4.50%, Maturing March 8, 2018	4,724	4,733,021
<b>Dole Food Company Inc.</b>		
Term Loan, 5.04%, Maturing July 6, 2018	1,089	1,093,028
<b>Hearthside Food Solutions, LLC</b>		
Term Loan, 6.50%, Maturing June 5, 2018	1,322	1,321,687
<b>High Liner Foods Incorporated</b>		
Term Loan, 7.00%, Maturing December 19, 2017	720	726,758
<b>JBS USA Holdings Inc.</b>		
Term Loan, 4.25%, Maturing May 25, 2018	1,111	1,110,938
<b>Michael Foods Group, Inc.</b>		
Term Loan, 4.25%, Maturing February 23, 2018	763	768,936
<b>NBTY, Inc.</b>		
Term Loan, 4.25%, Maturing October 2, 2017	3,909	3,949,932
<b>Pinnacle Foods Finance LLC</b>		
Term Loan, 4.75%, Maturing October 17, 2018	323	326,002
Term Loan, 4.75%, Maturing October 17, 2018	5,561	5,604,856
<b>Solvest Ltd.</b>		
Term Loan, 5.02%, Maturing July 6, 2018	1,948	1,955,948
		<b>\$ 26,293,423</b>
<b>Food Service 5.4%</b>		
<b>Aramark Corporation</b>		
Term Loan, 3.40%, Maturing July 26, 2016	194	\$ 193,993
Term Loan, 3.46%, Maturing July 26, 2016	5,298	5,313,420
Term Loan, 3.46%, Maturing July 26, 2016	348	349,437
Term Loan, 3.57%, Maturing July 26, 2016	2,401	2,405,285
Term Loan, 3.97%, Maturing July 26, 2016	GBP 1,188	1,878,772

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Food Service (continued)</b>		
<b>Brasa Holdings, Inc.</b> Term Loan, 7.50%, Maturing July 19, 2019	500	\$ 505,000
<b>Buffets, Inc.</b> Term Loan, 0.24%, Maturing April 22, 2015 <sup>(4)</sup>	113	113,159
<b>Burger King Corporation</b> Term Loan, 3.75%, Maturing September 27, 2019	2,900	2,916,675
<b>Centerplate, Inc.</b> Term Loan, 5.75%, Maturing October 15, 2018	400	404,000
<b>DineEquity, Inc.</b> Term Loan, 4.25%, Maturing October 19, 2017	1,180	1,191,410
<b>Dunkin' Brands, Inc.</b> Term Loan, 4.00%, Maturing November 23, 2017	3,404	3,423,598
<b>Landry's, Inc.</b> Term Loan, 6.50%, Maturing April 24, 2018	1,468	1,485,604
<b>NPC International, Inc.</b> Term Loan, 4.50%, Maturing December 1, 2018	736	743,613
<b>OSI Restaurant Partners, LLC</b> Term Loan, 4.75%, Maturing October 24, 2019	2,975	3,006,609
<b>P.F. Chang's China Bistro Inc.</b> Term Loan, 6.25%, Maturing July 2, 2019	475	480,344
<b>Sagittarius Restaurants, LLC</b> Term Loan, 7.50%, Maturing May 18, 2015	430	432,733
<b>US Foods, Inc.</b> Term Loan, 2.71%, Maturing July 3, 2014	770	767,295
Term Loan, 5.75%, Maturing March 31, 2017	3,186	3,153,465
<b>Weight Watchers International, Inc.</b> Term Loan, 4.00%, Maturing March 15, 2019	1,468	1,476,981
<b>Wendy's International, Inc.</b> Term Loan, 4.75%, Maturing May 15, 2019	2,200	2,222,981
		<b>\$ 32,464,374</b>
<b>Food / Drug Retailers 4.5%</b>		
<b>Alliance Boots Holdings Limited</b> Term Loan, 3.08%, Maturing July 9, 2015	EUR 1,000	\$ 1,288,765
Term Loan, 3.49%, Maturing July 9, 2015	GBP 5,000	7,792,332
<b>Fairway Group Acquisition Company</b> Term Loan, 8.25%, Maturing August 17, 2018	500	505,000
<b>General Nutrition Centers, Inc.</b> Term Loan, 3.75%, Maturing March 2, 2018	5,785	5,799,933
<b>Pantry, Inc. (The)</b>		

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Term Loan, 5.75%, Maturing August 2, 2019	500	505,156
<b>Rite Aid Corporation</b>		
Term Loan, 1.96%, Maturing June 4, 2014	8,315	8,255,562
Term Loan, 4.50%, Maturing March 2, 2018	2,393	2,391,350
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Food / Drug Retailers (continued)</b>		
<b>Sprouts Farmers Markets Holdings, LLC</b>		
Term Loan, 6.00%, Maturing April 18, 2018	648	\$ 656,480
		<b>\$ 27,194,578</b>
<b>Health Care 17.7%</b>		
<b>Alere, Inc.</b>		
Term Loan, 4.75%, Maturing June 30, 2017	522	\$ 525,150
Term Loan, 4.75%, Maturing June 30, 2017	645	648,082
Term Loan, 4.75%, Maturing June 30, 2017	2,624	2,635,523
<b>Alliance Healthcare Services, Inc.</b>		
Term Loan, 7.25%, Maturing June 1, 2016	977	963,146
<b>Ardent Medical Services, Inc.</b>		
Term Loan, 6.50%, Maturing September 15, 2015	1,964	1,969,788
<b>AssuraMed Holding, Inc.</b>		
Term Loan, 5.50%, Maturing October 24, 2019	925	932,516
<b>Aveta, Inc.</b>		
Term Loan, 8.50%, Maturing April 4, 2017	734	733,906
Term Loan, 8.50%, Maturing April 4, 2017	734	733,906
Term Loan, Maturing October 9, 2017 <sup>(2)</sup>	796	792,072
Term Loan, Maturing October 26, 2017 <sup>(2)</sup>	579	576,053
<b>Biomet Inc.</b>		
Term Loan, 3.96%, Maturing July 25, 2017	5,239	5,295,137
<b>BSN Medical Acquisition Holding GmbH</b>		
Term Loan, 5.00%, Maturing October 18, 2019	650	654,334
<b>Catalent Pharma Solutions Inc.</b>		
Term Loan, 4.21%, Maturing September 15, 2016	2,321	2,330,807
Term Loan, 5.25%, Maturing September 15, 2017	1,267	1,282,720
<b>CHG Buyer Corporation</b>		
Term Loan, 5.00%, Maturing November 22, 2019	725	725,906
<b>Community Health Systems, Inc.</b>		
Term Loan, 3.81%, Maturing January 25, 2017	6,791	6,843,665
<b>Convatec Inc.</b>		
Term Loan, 5.00%, Maturing December 22, 2016	1,520	1,537,534
<b>CRC Health Corporation</b>		
Term Loan, 4.86%, Maturing November 16, 2015	1,999	1,954,259
<b>DaVita, Inc.</b>		
Term Loan, 4.50%, Maturing October 20, 2016	3,341	3,369,729
Term Loan, 4.00%, Maturing November 1, 2019	3,500	3,518,214
<b>DJO Finance LLC</b>		
Term Loan, 5.21%, Maturing November 1, 2016	1,029	1,034,515
Term Loan, 6.25%, Maturing September 15, 2017	871	876,937
<b>Drumm Investors LLC</b>		
Term Loan, 5.00%, Maturing May 4, 2018	2,474	2,380,009



## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Health Care (continued)</b>		
<b>Emdeon, Inc.</b> Term Loan, 5.00%, Maturing November 2, 2018	920	\$ 931,880
<b>Emergency Medical Services Corporation</b> Term Loan, 5.25%, Maturing May 25, 2018	2,039	2,064,044
<b>Grifols Inc.</b> Term Loan, 4.50%, Maturing June 1, 2017	3,281	3,323,085
<b>Hanger Orthopedic Group, Inc.</b> Term Loan, 4.00%, Maturing December 1, 2016	735	738,801
<b>HCA, Inc.</b> Term Loan, 3.61%, Maturing March 31, 2017	6,452	6,471,283
<b>Health Management Associates, Inc.</b> Term Loan, 3.46%, Maturing May 1, 2018	2,690	2,698,245
<b>Health Management Associates, Inc.</b> Term Loan, 4.50%, Maturing November 16, 2018	1,662	1,679,707
<b>Hologic Inc.</b> Term Loan, 4.50%, Maturing August 1, 2019	2,095	2,119,625
<b>Iasis Healthcare LLC</b> Term Loan, 5.00%, Maturing May 3, 2018	1,872	1,880,274
<b>inVentiv Health, Inc.</b> Term Loan, 6.50%, Maturing August 4, 2016	2,110	2,048,207
<b>Kindred Healthcare, Inc.</b> Term Loan, 6.75%, Maturing May 15, 2018	1,807	1,761,995
<b>Kindred Healthcare, Inc.</b> Term Loan, 5.25%, Maturing June 1, 2018	2,049	2,022,152
<b>Kinetic Concepts, Inc.</b> Term Loan, 5.50%, Maturing May 4, 2018	4,541	4,581,840
<b>LHP Hospital Group, Inc.</b> Term Loan, 9.00%, Maturing July 3, 2018	623	630,451
<b>MedAssets, Inc.</b> Term Loan, 5.00%, Maturing November 16, 2016	800	803,129
<b>Medpace, Inc.</b> Term Loan, 6.50%, Maturing June 16, 2017	899	863,296
<b>Multiplan, Inc.</b> Term Loan, 4.75%, Maturing August 26, 2017	4,106	4,134,141
<b>MX USA, Inc.</b> Term Loan, 6.50%, Maturing April 28, 2017	647	648,367
<b>One Call Medical, Inc.</b> Term Loan, 7.00%, Maturing August 16, 2019	1,000	1,005,000
<b>Onex Carestream Finance LP</b> Term Loan, 5.00%, Maturing February 25, 2017	1,698	1,694,122
<b>Pharmaceutical Product Development, Inc.</b> Term Loan, 6.25%, Maturing December 5, 2018	2,184	2,220,574
<b>Physiotherapy Associates Holdings, Inc.</b> Term Loan, 6.01%, Maturing April 30, 2018	349	349,125
<b>Radnet Management, Inc.</b>		

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Term Loan, 5.51%, Maturing September 30, 2018	1,675	1,678,141
<b>Health Care (continued)</b>		
<b>Select Medical Corporation</b>		
Term Loan, 5.50%, Maturing June 1, 2018	3,357	\$ 3,378,484
<b>Sheridan Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing June 29, 2018	648	654,859
<b>TriZetto Group, Inc. (The)</b>		
Term Loan, 4.75%, Maturing May 2, 2018	1,654	1,637,780
<b>Truven Health Analytics Inc.</b>		
Term Loan, 5.75%, Maturing June 1, 2019	1,850	1,855,781
<b>Universal Health Services, Inc.</b>		
Term Loan, 3.75%, Maturing November 15, 2016	1,200	1,206,435
<b>Valeant Pharmaceuticals International, Inc.</b>		
Term Loan, 4.25%, Maturing February 13, 2019	2,092	2,103,954
Term Loan, Maturing September 27, 2019 <sup>(2)</sup>	2,250	2,260,312
<b>Vanguard Health Holding Company II, LLC</b>		
Term Loan, 5.00%, Maturing January 29, 2016	2,254	2,272,569
<b>VWR Funding, Inc.</b>		
Term Loan, 2.71%, Maturing June 30, 2014	1,060	1,061,132
Term Loan, 4.46%, Maturing April 3, 2017	1,060	1,064,887
		<b>\$ 106,157,585</b>
<b>Home Furnishings 0.7%</b>		
<b>Hunter Fan Company</b>		
Term Loan, 2.73%, Maturing April 16, 2014	316	\$ 306,048
<b>Serta Simmons Holdings, LLC</b>		
Term Loan, 5.00%, Maturing October 1, 2019	1,850	1,852,660
<b>Tempur-Pedic International Inc.</b>		
Term Loan, Maturing November 20, 2019 <sup>(2)</sup>	2,025	2,037,341
		<b>\$ 4,196,049</b>
<b>Industrial Equipment 2.3%</b>		
<b>Colfax Corporation</b>		
Term Loan, 4.50%, Maturing January 11, 2019	1,464	\$ 1,483,380
<b>Excelitas Technologies Corp.</b>		
Term Loan, 5.00%, Maturing November 23, 2016	980	987,355
<b>Generac Power Systems, Inc.</b>		
Term Loan, 6.25%, Maturing May 30, 2018	1,721	1,765,138
<b>Grede LLC</b>		
Term Loan, 7.00%, Maturing April 3, 2017	907	911,032
<b>Husky Injection Molding Systems Ltd</b>		
Term Loan, 5.75%, Maturing June 29, 2018	3,330	3,380,803
<b>Kion Group GMBH</b>		
Term Loan, 3.46%, Maturing December 23, 2014 <sup>(5)</sup>	1,042	1,029,884
Term Loan, 3.96%, Maturing December 23, 2015 <sup>(5)</sup>	1,042	1,029,884

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Industrial Equipment (continued)</b>		
<b>Manitowoc Company, Inc. (The)</b>		
Term Loan, 4.25%, Maturing November 13, 2017	574	\$ 578,518
<b>Tank Holding Corp.</b>		
Term Loan, 5.50%, Maturing July 9, 2019	1,098	1,102,499
<b>Terex Corporation</b>		
Term Loan, 4.50%, Maturing April 28, 2017	792	799,920
<b>Unifrax Corporation</b>		
Term Loan, 6.50%, Maturing November 28, 2018	646	653,218
		<b>\$ 13,721,631</b>
<b>Insurance 5.3%</b>		
<b>Alliant Holdings I, Inc.</b>		
Term Loan, 3.36%, Maturing August 21, 2014	3,580	\$ 3,593,138
<b>AmWINS Group, Inc.</b>		
Term Loan, 5.75%, Maturing June 6, 2019	1,122	1,130,604
Term Loan - Second Lien, 9.25%, Maturing December 6, 2019	3,700	3,727,750
<b>Applied Systems, Inc.</b>		
Term Loan, 5.50%, Maturing December 8, 2016	647	654,834
Term Loan, 5.50%, Maturing December 8, 2016	1,492	1,503,565
<b>Asurion LLC</b>		
Term Loan, 5.50%, Maturing May 24, 2018	9,901	10,002,027
Term Loan - Second Lien, 9.00%, Maturing May 24, 2019	557	575,902
<b>CCC Information Services, Inc.</b>		
Term Loan, 5.75%, Maturing November 11, 2015	1,551	1,563,046
<b>Cunningham Lindsey Group Inc.</b>		
Term Loan, Maturing October 29, 2019 <sup>(2)</sup>	775	778,875
<b>Hub International Limited</b>		
Term Loan, 4.71%, Maturing June 13, 2017	2,299	2,323,345
Term Loan, 6.75%, Maturing December 13, 2017	606	613,907
<b>Towergate Finance, PLC</b>		
Term Loan, 6.50%, Maturing August 4, 2017	GBP 1,000	1,568,105
<b>USI Holdings Corporation</b>		
Term Loan, 2.71%, Maturing May 5, 2014	3,279	3,281,194
Term Loan, 5.75%, Maturing May 5, 2014	399	399,998
		<b>\$ 31,716,290</b>

## Leisure Goods / Activities / Movies 6.7%

## Alpha D2 Limited

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Term Loan, 6.00%, Maturing April 30, 2019	2,239	\$ 2,268,413
<b>AMC Entertainment, Inc.</b>		
Term Loan, 4.25%, Maturing December 15, 2016	5,332	5,369,686
Term Loan, 4.75%, Maturing February 22, 2018	1,092	1,101,639
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<i>Leisure Goods / Activities / Movies (continued)</i>		
<b>AMC Networks Inc.</b>		
Term Loan, 4.00%, Maturing December 31, 2018	1,481	\$ 1,491,742
<b>Bombardier Recreational Products, Inc.</b>		
Term Loan, 4.46%, Maturing June 28, 2016	2,983	3,005,539
Term Loan, Maturing June 28, 2016 <sup>(2)</sup>	525	521,063
<b>Bright Horizons Family Solutions, Inc.</b>		
Term Loan, 6.25%, Maturing May 28, 2015	1,019	1,022,554
<b>Cedar Fair, L.P.</b>		
Term Loan, 4.00%, Maturing December 15, 2017	2,171	2,191,835
<b>Cinemark USA, Inc.</b>		
Term Loan, 3.46%, Maturing April 29, 2016	3,834	3,866,732
<b>ClubCorp Club Operations, Inc.</b>		
Term Loan, 5.00%, Maturing November 30, 2016	2,692	2,712,353
<b>Dave &amp; Buster's, Inc.</b>		
Term Loan, 5.50%, Maturing June 1, 2016	975	978,047
<b>Equinox Fitness Clubs</b>		
Term Loan, Maturing November 16, 2019 <sup>(2)</sup>	1,350	1,350,000
<b>Fender Musical Instruments Corporation</b>		
Term Loan, 2.46%, Maturing June 9, 2014	270	269,833
Term Loan, 2.46%, Maturing June 9, 2014	534	534,007
<b>Live Nation Entertainment, Inc.</b>		
Term Loan, 4.50%, Maturing November 7, 2016	2,958	2,978,068
<b>Revolution Studios Distribution Company, LLC</b>		
Term Loan, 3.96%, Maturing December 21, 2014 <sup>(4)</sup>	824	676,715
Term Loan - Second Lien, 7.21%, Maturing June 21, 2015 <sup>(4)</sup>	900	479,250
<b>SeaWorld Parks &amp; Entertainment, Inc.</b>		
Term Loan, 4.00%, Maturing August 17, 2017	2,514	2,535,909
<b>Six Flags Theme Parks, Inc.</b>		
Term Loan, 4.25%, Maturing December 20, 2018	2,400	2,414,990
<b>Town Sports International Inc.</b>		
Term Loan, 5.75%, Maturing May 11, 2018	1,846	1,863,689
<b>Zuffa LLC</b>		
Term Loan, 2.25%, Maturing June 19, 2015	1,912	1,894,350
Term Loan, 7.50%, Maturing June 19, 2015	746	753,652
		<b>\$ 40,280,066</b>
<i>Lodging and Casinos 2.5%</i>		
<b>Affinity Gaming, LLC</b>		
Term Loan, 5.50%, Maturing November 9, 2017	498	\$ 502,475
<b>Ameristar Casinos, Inc.</b>		
Term Loan, 4.00%, Maturing April 16, 2018	1,152	1,161,920
<b>Caesars Entertainment Operating Company</b>		
Term Loan, 9.50%, Maturing October 31, 2016	2,918	2,982,414
Term Loan, 5.46%, Maturing January 26, 2018	2,788	2,497,016

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Lodging and Casinos (continued)</b>		
<b>Gala Group LTD</b>		
Term Loan, 5.50%, Maturing May 30, 2018	GBP 2,850	\$ 4,306,869
<b>Isle of Capri Casinos, Inc.</b>		
Term Loan, 4.75%, Maturing March 24, 2017	1,032	1,044,082
<b>LodgeNet Entertainment Corporation</b>		
Term Loan, 8.50%, Maturing April 4, 2014	1,288	978,692
<b>Penn National Gaming, Inc.</b>		
Term Loan, 3.75%, Maturing July 16, 2018	375	377,080
<b>Pinnacle Entertainment, Inc.</b>		
Term Loan, 4.00%, Maturing March 19, 2019	647	652,409
<b>Tropicana Entertainment Inc.</b>		
Term Loan, 7.50%, Maturing March 16, 2018	348	351,515
		<b>\$ 14,854,472</b>
<b>Nonferrous Metals / Minerals 2.4%</b>		
<b>Arch Coal Inc.</b>		
Term Loan, 5.75%, Maturing May 16, 2018	3,268	\$ 3,298,273
<b>Fairmount Minerals LTD</b>		
Term Loan, 5.25%, Maturing March 15, 2017	3,068	3,068,436
<b>Noranda Aluminum Acquisition Corporation</b>		
Term Loan, 5.75%, Maturing February 24, 2019	1,144	1,153,547
<b>Novelis, Inc.</b>		
Term Loan, 4.00%, Maturing March 10, 2017	743	746,364
Term Loan, 4.00%, Maturing March 10, 2017	2,284	2,296,200
<b>Oxbow Carbon and Mineral Holdings LLC</b>		
Term Loan, 3.78%, Maturing May 8, 2016	2,141	2,146,094
<b>United Distribution Group, Inc.</b>		
Term Loan, 7.50%, Maturing October 9, 2018	1,325	1,278,625
Term Loan - Second Lien, 12.50%, Maturing April 12, 2019	500	477,500
		<b>\$ 14,465,039</b>
<b>Oil and Gas 4.2%</b>		
<b>Citgo Petroleum Corporation</b>		
Term Loan, 8.00%, Maturing June 24, 2015	205	\$ 207,372
Term Loan, 9.00%, Maturing June 23, 2017	2,461	2,505,815
<b>Crestwood Holdings LLC</b>		
Term Loan, 9.75%, Maturing March 26, 2018	1,198	1,217,095
<b>Energy Transfer Equity, L.P.</b>		

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Term Loan, 3.75%, Maturing March 24, 2017	2,925	2,940,438
<b>Frac Tech International LLC</b>		
Term Loan, 8.50%, Maturing May 6, 2016	2,080	1,785,234
<b>Gibson Energy ULC</b>		
Term Loan, 4.75%, Maturing June 15, 2018	2,587	2,615,025
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Oil and Gas (continued)</b>		
<b>MEG Energy Corp.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	1,361	\$ 1,371,672
<b>Obsidian Natural Gas Trust</b>		
Term Loan, 7.00%, Maturing November 2, 2015	2,887	2,901,149
<b>Plains Exploration &amp; Production</b>		
Term Loan, Maturing September 13, 2019 <sup>(2)</sup>	2,250	2,265,820
<b>Samson Investment Company</b>		
Term Loan - Second Lien, 6.00%, Maturing September 25, 2018	950	957,973
<b>Sheridan Production Partners I, LLC</b>		
Term Loan, 5.00%, Maturing September 14, 2019	2,266	2,292,480
Term Loan, 5.00%, Maturing September 25, 2019	183	185,546
Term Loan, 5.00%, Maturing September 25, 2019	300	303,772
<b>Tallgrass Energy Partners, LP</b>		
Term Loan, 5.25%, Maturing October 25, 2018	2,400	2,404,500
<b>Tervita Corporation</b>		
Term Loan, 3.21%, Maturing November 14, 2014	496	488,652
Term Loan, 6.50%, Maturing November 14, 2014	596	595,252
		<b>\$ 25,037,795</b>
<b>Publishing 5.4%</b>		
<b>Ascend Learning, Inc.</b>		
Term Loan, 5.75%, Maturing May 23, 2017	3,411	\$ 3,414,331
<b>Aster Zweite Beteiligungs GmbH</b>		
Term Loan, 5.97%, Maturing December 31, 2014	93	91,578
Term Loan, 5.97%, Maturing December 31, 2014	1,665	1,633,888
Term Loan, 5.97%, Maturing December 31, 2014	1,683	1,651,165
<b>Cengage Learning Acquisitions, Inc.</b>		
Term Loan, 2.71%, Maturing July 3, 2014	982	749,444
<b>GateHouse Media Operating, Inc.</b>		
Term Loan, 2.21%, Maturing August 28, 2014	639	232,941
Term Loan, 2.21%, Maturing August 28, 2014	1,498	546,514
Term Loan, 2.46%, Maturing August 28, 2014	737	268,778
<b>Getty Images, Inc.</b>		
Term Loan, 4.75%, Maturing October 18, 2019	5,400	5,431,725
<b>Instant Web, Inc.</b>		
Term Loan, 3.58%, Maturing August 7, 2014	183	143,085
Term Loan, 3.58%, Maturing August 7, 2014	1,760	1,372,608
<b>Interactive Data Corporation</b>		
Term Loan, 4.50%, Maturing February 12, 2018	2,966	2,988,653
<b>Lamar Media Corporation</b>		
Term Loan, 4.00%, Maturing December 30, 2016	552	556,530
<b>Laureate Education, Inc.</b>		
Term Loan, 5.25%, Maturing June 18, 2018	6,922	6,882,992

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Publishing (continued)</b>		
<b>MediaNews Group</b>		
Term Loan, 8.50%, Maturing March 19, 2014	216	\$ 210,716
<b>Merrill Communications, LLC</b>		
Term Loan, 9.75%, Maturing December 24, 2012	2,613	2,608,232
<b>Nelson Education Ltd.</b>		
Term Loan, 2.86%, Maturing July 3, 2014	462	362,832
<b>Nielsen Finance LLC</b>		
Term Loan, 3.96%, Maturing May 2, 2016	1,943	1,955,735
<b>Source Interlink Companies, Inc.</b>		
Term Loan, 15.00%, Maturing March 18, 2014 <sup>(3)(4)</sup>	757	322,878
Term Loan - Second Lien, 10.75%, Maturing June 18, 2013	886	779,849
		<b>\$ 32,204,474</b>
<b>Radio and Television 4.2%</b>		
<b>Clear Channel Communications, Inc.</b>		
Term Loan, 3.86%, Maturing January 29, 2016	1,516	\$ 1,232,317
<b>Cumulus Media Holdings Inc.</b>		
Term Loan, 5.75%, Maturing September 17, 2018	7,140	7,178,455
Term Loan - Second Lien, 7.50%, Maturing September 16, 2019	1,000	1,022,500
<b>Entercom Radio, LLC</b>		
Term Loan, 5.00%, Maturing November 23, 2018	579	584,234
<b>Foxco Acquisition Sub, LLC</b>		
Term Loan, 5.50%, Maturing July 14, 2017	1,550	1,573,250
<b>Gray Television, Inc.</b>		
Term Loan, 4.75%, Maturing October 15, 2019	575	578,594
<b>Hubbard Radio, LLC</b>		
Term Loan, 5.25%, Maturing April 28, 2017	851	857,300
<b>LIN Television Corp.</b>		
Term Loan, 5.00%, Maturing December 21, 2018	670	673,287
<b>Mission Broadcasting, Inc.</b>		
Term Loan, 5.00%, Maturing September 30, 2016	581	582,822
<b>Nexstar Broadcasting, Inc.</b>		
Term Loan, Maturing November 19, 2019 <sup>(2)</sup>	266	267,375
Term Loan, Maturing November 19, 2019 <sup>(2)</sup>	1,284	1,292,312
<b>Raycom TV Broadcasting, Inc.</b>		
Term Loan, 4.25%, Maturing May 31, 2017	988	986,266
<b>Sinclair Television Group Inc.</b>		
Term Loan, 4.00%, Maturing October 28, 2016	818	823,979
<b>Univision Communications Inc.</b>		
Term Loan, 4.46%, Maturing March 31, 2017	5,524	5,402,528

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Weather Channel</b>		
Term Loan, 4.25%, Maturing February 13, 2017	2,220	2,245,848
		<b>\$ 25,301,067</b>
<b>Retailers (Except Food and Drug) 5.2%</b>		
<b>99 Cents Only Stores</b>		
Term Loan, 5.25%, Maturing January 11, 2019	1,566	\$ 1,586,440
<b>Bass Pro Group, LLC</b>		
Term Loan, Maturing November 30, 2019 <sup>(2)</sup>	1,575	1,578,446
<b>David s Bridal, Inc.</b>		
Term Loan, 5.00%, Maturing October 11, 2019	750	749,375
<b>Evergreen Acqco 1 LP</b>		
Term Loan, 5.00%, Maturing July 9, 2019	748	751,242
<b>FTD, Inc.</b>		
Term Loan, 4.75%, Maturing June 11, 2018	1,346	1,357,851
<b>Harbor Freight Tools USA, Inc.</b>		
Term Loan, 5.50%, Maturing November 14, 2017	1,122	1,133,409
<b>J Crew Group, Inc.</b>		
Term Loan, 4.50%, Maturing March 7, 2018	1,798	1,804,366
<b>Jo-Ann Stores, Inc.</b>		
Term Loan, 4.75%, Maturing March 16, 2018	1,934	1,941,130
<b>Michaels Stores, Inc.</b>		
Term Loan, 4.91%, Maturing July 29, 2016	1,852	1,872,690
<b>National Vision, Inc.</b>		
Term Loan, 7.00%, Maturing August 2, 2018	893	906,649
<b>Neiman Marcus Group, Inc. (The)</b>		
Term Loan, 4.75%, Maturing May 16, 2018	5,225	5,241,318
<b>Ollie s Bargain Outlet, Inc.</b>		
Term Loan, 6.25%, Maturing September 27, 2019	550	554,125
<b>Pep Boys-Manny, Moe &amp; Jack (The)</b>		
Term Loan, 5.00%, Maturing October 17, 2018	525	529,266
<b>Petco Animal Supplies, Inc.</b>		
Term Loan, 4.50%, Maturing November 24, 2017	2,362	2,378,347
<b>Pilot Travel Centers LLC</b>		
Term Loan, 3.75%, Maturing March 30, 2018	1,991	2,004,996
Term Loan, 4.25%, Maturing August 7, 2019	675	681,118
<b>ServiceMaster Company</b>		
Term Loan, 4.46%, Maturing January 31, 2017	2,937	2,937,958
<b>Visant Holding Corp.</b>		
Term Loan, 5.25%, Maturing December 22, 2016	1,507	1,371,849
<b>Vivarte SA</b>		
Term Loan, 2.42%, Maturing March 9, 2015	EUR 29	29,774
Term Loan, 2.42%, Maturing March 9, 2015	EUR 62	65,099
Term Loan, 2.42%, Maturing March 9, 2015	EUR 347	361,829
Term Loan, 2.92%, Maturing March 8, 2016	EUR 18	19,176
Term Loan, 2.92%, Maturing March 8, 2016	EUR 71	74,182
Term Loan, 2.92%, Maturing March 8, 2016	EUR 440	459,225
<b>Wilton Brands LLC</b>		
Term Loan, 7.50%, Maturing August 30, 2018	725	733,156
		<b>\$ 31,123,016</b>



## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Steel 1.9%</b>		
<b>Essar Steel Algoma, Inc.</b> Term Loan, 8.75%, Maturing September 19, 2014	1,175	\$ 1,151,500
<b>FMG America Finance, Inc.</b> Term Loan, 5.25%, Maturing October 18, 2017	6,575	6,600,833
<b>JMC Steel Group, Inc.</b> Term Loan, 4.75%, Maturing April 3, 2017	763	771,018
<b>Patriot Coal Corporation</b> Term Loan, 9.25%, Maturing October 4, 2013	925	933,094
<b>SunCoke Energy, Inc.</b> Term Loan, 4.00%, Maturing July 26, 2018	568	569,233
<b>Waupaca Foundry, Inc.</b> Term Loan, 5.75%, Maturing June 29, 2017	716	721,307
<b>WireCo WorldGroup, Inc.</b> Term Loan, 6.00%, Maturing February 15, 2017	700	708,750
		<b>\$ 11,455,735</b>
<b>Surface Transport 1.3%</b>		
<b>Hertz Corporation (The)</b> Term Loan, 3.75%, Maturing March 9, 2018	3,915	\$ 3,915,986
Term Loan, 3.75%, Maturing March 11, 2018	2,050	2,055,125
<b>Swift Transportation Co. Inc.</b> Term Loan, 5.00%, Maturing December 21, 2017	2,041	2,060,330
		<b>\$ 8,031,441</b>
<b>Telecommunications 6.1%</b>		
<b>Alaska Communications Systems Holdings, Inc.</b> Term Loan, 5.50%, Maturing October 21, 2016	1,639	\$ 1,546,921
<b>Cellular South, Inc.</b> Term Loan, 4.50%, Maturing July 27, 2017	938	943,988
<b>Cricket Communications, Inc.</b> Term Loan, 4.75%, Maturing October 10, 2019	550	553,781
<b>Crown Castle International Corporation</b> Term Loan, 4.00%, Maturing January 31, 2019	2,084	2,097,537
<b>Intelsat Jackson Holdings Ltd.</b> Term Loan, 4.50%, Maturing April 2, 2018	11,628	11,700,486
<b>Macquarie UK Broadcast Limited</b> Term Loan, 3.00%, Maturing December 1, 2014	GBP 828	1,271,780
<b>MetroPCS Wireless, Inc.</b>		

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Term Loan, 4.07%, Maturing November 3, 2016	977	981,942
Term Loan, 4.00%, Maturing March 16, 2018	4,482	4,506,437
<b>Oberthur Technologies Holding SAS</b>		
Term Loan, 6.25%, Maturing March 30, 2019	625	619,922
<b>SBA Finance</b>		
Term Loan, 3.75%, Maturing June 29, 2018	1,037	1,040,504
Term Loan, 3.75%, Maturing September 27, 2019	475	477,870

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

### Telecommunications (continued)

<b>Syniverse Holdings, Inc.</b>		
Term Loan, 5.00%, Maturing April 23, 2019	2,095	\$ 2,106,533
<b>Telesat LLC</b>		
Term Loan, 4.25%, Maturing March 28, 2019	7,781	7,821,309
<b>Windstream Corporation</b>		
Term Loan, 4.00%, Maturing August 8, 2019	1,047	1,055,230
		<b>\$ 36,724,240</b>

### Utilities 3.4%

<b>AES Corporation</b>		
Term Loan, 4.25%, Maturing June 1, 2018	2,254	\$ 2,281,344
<b>Calpine Corporation</b>		
Term Loan, 4.50%, Maturing April 2, 2018	1,062	1,070,353
Term Loan, 4.50%, Maturing April 2, 2018	3,127	3,153,901
Term Loan, 4.50%, Maturing October 9, 2019	950	957,481
<b>Dynegy Midwest Generation LLC</b>		
Term Loan, 9.25%, Maturing August 4, 2016	497	513,851
<b>Dynegy Power, LLC</b>		
Term Loan, 9.25%, Maturing August 4, 2016	801	836,569
<b>Invenergy LLC</b>		
Term Loan, 9.00%, Maturing November 21, 2017	822	827,829
<b>LSP Madison Funding, LLC</b>		
Term Loan, 5.50%, Maturing June 28, 2019	1,272	1,294,069
<b>NRG Energy, Inc.</b>		
Term Loan, 4.00%, Maturing July 2, 2018	4,913	4,958,870
<b>Raven Power Finance, LLC</b>		
Term Loan, Maturing November 15, 2018 <sup>(2)</sup>	575	573,562
<b>Texas Competitive Electric Holdings Company, LLC</b>		
Term Loan, 4.74%, Maturing October 10, 2017	6,000	3,906,895
		<b>\$ 20,374,724</b>

### Total Senior Floating-Rate Interests

<i>(identified cost \$857,980,182)</i>		<b>\$ 860,528,174</b>
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### Corporate Bonds & Notes 10.8%

<b>Security</b>	<b>Principal Amount*</b>	<b>Value</b>
	<b>(000 s omitted)</b>	
<i>Automotive 0.0%</i>		
<b>American Axle &amp; Manufacturing, Inc., Sr. Notes</b>		
9.25%, 1/15/17 <sup>(5)</sup>	120	\$ 133,500
<b>General Motors Financial Co., Inc., Sr. Notes</b>		
4.75%, 8/15/17 <sup>(5)</sup>	75	78,124
		<b>\$ 211,624</b>



## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Beverage and Tobacco 0.0%</b>		
<b>Constellation Brands, Inc., Sr. Notes</b>		
6.00%, 5/1/22	70	\$ 80,413
4.625%, 3/1/23	75	78,000
<b>Innovation Ventures LLC/Innovation Ventures Finance Corp., Sr. Notes</b>		
9.50%, 8/15/19 <sup>(5)</sup>	55	51,975
		<b>\$ 210,388</b>
<b>Broadcast Radio and Television 0.2%</b>		
<b>Clear Channel Worldwide Holdings, Inc., Sr. Notes</b>		
6.50%, 11/15/22 <sup>(5)</sup>	50	\$ 50,000
6.50%, 11/15/22 <sup>(5)</sup>	140	141,400
<b>Entravision Communications Corp., Sr. Notes</b>		
8.75%, 8/1/17	948	1,030,950
<b>Starz, LLC/Starz Finance Corp., Sr. Notes</b>		
5.00%, 9/15/19 <sup>(5)</sup>	70	72,012
		<b>\$ 1,294,362</b>
<b>Brokers, Dealers and Investment Houses 0.0%</b>		
<b>Alliance Data Systems Corp., Sr. Notes</b>		
6.375%, 4/1/20 <sup>(5)</sup>	55	\$ 58,300
		<b>\$ 58,300</b>
<b>Building and Development 0.1%</b>		
<b>Isabelle Acquisition Sub, Inc., Sr. Notes</b>		
10.00%, 11/15/18 <sup>(3)(5)</sup>	140	\$ 151,725
<b>Nortek, Inc., Sr. Notes</b>		
10.00%, 12/1/18	90	100,575
8.50%, 4/15/21	25	27,313
8.50%, 4/15/21 <sup>(5)</sup>	105	114,187
		<b>\$ 393,800</b>
<b>Business Equipment and Services 0.2%</b>		

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<b>Education Management, LLC, Sr. Notes</b> 8.75%, 6/1/14	280	\$	217,000
<b>FTI Consulting, Inc., Sr. Notes</b> 6.00%, 11/15/22 <sup>(5)</sup>	40		41,100
<b>HDTFS, Inc., Sr. Notes</b> 6.25%, 10/15/22 <sup>(5)</sup>	55		57,269
<b>IMS Health, Inc., Sr. Notes</b> 6.00%, 11/1/20 <sup>(5)</sup>	80		82,800
<b>National CineMedia, LLC, Sr. Notes</b> 6.00%, 4/15/22	835		887,187
		<b>Principal Amount*</b>	
		<b>(000 s omitted)</b>	<b>Value</b>
<b>Security</b>			
<b>Business Equipment and Services (continued)</b>			
<b>TransUnion Holding Co., Inc., Sr. Notes</b> 8.125%, 6/15/18 <sup>(3)(5)</sup>	110	\$	111,650
			<b>\$ 1,397,006</b>
<b>Cable and Satellite Television 0.2%</b>			
<b>CCO Holdings, LLC/CCO Capital Corp., Sr. Notes</b> 5.25%, 9/30/22	200	\$	202,500
<b>Cequel Communications Escrow I, LLC/Cequel Communications Escrow Capital Corp., Sr. Notes</b> 6.375%, 9/15/20 <sup>(5)</sup>	80		82,600
<b>Unitymedia Hessen GMBH &amp; Co KG/Unitymedia NRW GMBH, Sr. Notes</b> 1/15/23 <sup>(5)</sup>	1,000		1,000,000
			<b>\$ 1,285,100</b>
<b>Chemicals and Plastics 1.2%</b>			
<b>Ashland, Inc., Sr. Notes</b> 4.75%, 8/15/22 <sup>(5)</sup>	35	\$	36,138
<b>Celanese US Holdings, LLC, Sr. Notes</b> 4.625%, 11/15/22	50		51,875
<b>Hexion US Finance Corp., Sr. Notes</b> 6.625%, 4/15/20	2,000		2,005,000
<b>Ineos Finance PLC, Sr. Notes</b> 7.25%, 2/15/19 <sup>(5)(7)</sup>	EUR 1,000		1,349,321
8.375%, 2/15/19 <sup>(5)</sup>	1,950		2,086,500
7.50%, 5/1/20 <sup>(5)</sup>	900		933,750
<b>LyondellBasell Industries N.V., Sr. Notes</b> 5.00%, 4/15/19	215		239,994
5.75%, 4/15/24	200		241,000
<b>Rockwood Specialties Group, Inc., Sr. Notes</b> 4.625%, 10/15/20	130		133,412
<b>Tronox Finance, LLC, Sr. Notes</b> 6.375%, 8/15/20 <sup>(5)</sup>	115		113,706
			<b>\$ 7,190,696</b>
<b>Clothing / Textiles 0.0%</b>			
<b>Wolverine World Wide, Inc., Sr. Notes</b> 6.125%, 10/15/20 <sup>(5)</sup>	45	\$	46,969
			<b>\$ 46,969</b>
<b>Conglomerates 0.1%</b>			
<b>Belden, Inc., Sr. Sub. Notes</b> 5.50%, 9/1/22 <sup>(5)</sup>	50	\$	50,875



## Eaton Vance

## Floating-Rate Income Trust

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## Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Conglomerates (continued)</b>		
<b>General Cable Corp., Sr. Notes</b> 5.75%, 10/1/22 <sup>(5)</sup>	80	\$ 82,000
<b>Spectrum Brands Escrow Corp., Sr. Notes</b> 6.375%, 11/15/20 <sup>(5)</sup>	50	52,000
6.625%, 11/15/22 <sup>(5)</sup>	75	78,750
		<b>\$ 263,625</b>
<b>Containers and Glass Products 0.9%</b>		
<b>Berry Plastics Corp., Sr. Notes</b> 5.09%, 2/15/15 <sup>(7)</sup>	1,000	\$ 1,003,000
<b>BOE Merger Corp., Sr. Notes</b> 9.50%, 11/1/17 <sup>(3)(5)</sup>	65	63,862
<b>Reynolds Group Holdings, Inc., Sr. Notes</b> 5.75%, 10/15/20 <sup>(5)</sup>	4,350	4,458,750
<b>Sealed Air Corp., Sr. Notes</b> 6.50%, 12/1/20 <sup>(5)</sup>	35	36,663
8.375%, 9/15/21 <sup>(5)</sup>	10	11,300
		<b>\$ 5,573,575</b>
<b>Cosmetics / Toiletries 0.3%</b>		
<b>Alphabet Holding Co., Inc., Sr. Notes</b> 7.75%, 11/1/17 <sup>(3)(5)</sup>	135	\$ 138,037
<b>Party City Holdings, Inc., Sr. Notes</b> 8.875%, 8/1/20 <sup>(5)</sup>	130	138,450
<b>Revlon Consumer Products Corp.</b> 9.75%, 11/15/15	1,420	1,501,650
		<b>\$ 1,778,137</b>
<b>Diversified Financial Services 0.1%</b>		
<b>Air Lease Corp., Sr. Notes</b> 4.50%, 1/15/16 <sup>(5)</sup>	265	\$ 268,312
<b>CIT Group, Inc., Sr. Notes</b> 5.50%, 2/15/19 <sup>(5)</sup>	45	48,150
5.375%, 5/15/20	10	10,725
5.00%, 8/15/22	20	21,053

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			\$ 348,240
Drugs 0.0%			
<b>VPI Escrow Corp., Sr. Notes</b>			
6.375%, 10/15/20 <sup>(5)</sup>	135	\$	144,113
			<b>\$ 144,113</b>
		<b>Principal Amount*</b>	
<b>Security</b>		<b>(000 s omitted)</b>	<b>Value</b>
Ecological Services and Equipment 0.0%			
<b>ADS Waste Holdings, Inc., Sr. Notes</b>			
8.25%, 10/1/20 <sup>(5)</sup>	55	\$	57,612
<b>Clean Harbors, Inc., Sr. Notes</b>			
5.25%, 8/1/20	50		51,625
5.125%, 6/1/21 <sup>(5)</sup>	25		25,688
			<b>\$ 134,925</b>
Electronics / Electrical 0.1%			
<b>Brocade Communications Systems, Inc., Sr. Notes</b>			
6.625%, 1/15/18	40	\$	41,700
6.875%, 1/15/20	40		43,600
<b>Infor US, Inc., Sr. Notes</b>			
9.375%, 4/1/19	65		72,800
<b>Nuance Communications, Inc., Sr. Notes</b>			
5.375%, 8/15/20 <sup>(5)</sup>	120		124,200
			<b>\$ 282,300</b>
Equipment Leasing 0.3%			
<b>International Lease Finance Corp., Sr. Notes</b>			
5.65%, 6/1/14	1,000	\$	1,043,750
6.75%, 9/1/16 <sup>(5)</sup>	400		448,000
7.125%, 9/1/18 <sup>(5)</sup>	400		465,000
			<b>\$ 1,956,750</b>
Financial Intermediaries 1.3%			
<b>Ally Financial, Inc., Sr. Notes</b>			
2.618%, 12/1/14 <sup>(7)</sup>	35	\$	34,879
0.00%, 6/15/15	80		72,900
4.625%, 6/26/15	535		558,047
<b>First Data Corp., Sr. Notes</b>			
7.375%, 6/15/19 <sup>(5)</sup>	1,000		1,032,500
6.75%, 11/1/20 <sup>(5)</sup>	1,640		1,660,500
<b>Ford Motor Credit Co., LLC, Sr. Notes</b>			
12.00%, 5/15/15	2,250		2,778,750
<b>Lender Processing Services, Inc., Sr. Notes</b>			
5.75%, 4/15/23	80		83,900
<b>Nuveen Investments, Inc., Sr. Notes</b>			
9.50%, 10/15/20 <sup>(5)</sup>	135		137,025
<b>UPCB Finance II, Ltd., Sr. Notes</b>			
6.375%, 7/1/20 <sup>(5)</sup>	EUR 1,000		1,362,327
			<b>\$ 7,720,828</b>





## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Financial Services 0.0%</b>		
<b>E*TRADE Financial Corp., Sr. Notes</b>		
6.00%, 11/15/17	15	\$ 15,262
6.375%, 11/15/19	45	45,619
		<b>\$ 60,881</b>
<b>Food Products 0.0%</b>		
<b>Land O Lakes, Inc., Sr. Notes</b>		
6.00%, 11/15/22 <sup>(5)</sup>	50	\$ 51,938
<b>Smithfield Foods, Inc., Sr. Notes</b>		
6.625%, 8/15/22	105	111,562
		<b>\$ 163,500</b>
<b>Food Service 0.0%</b>		
<b>Ruby Tuesday, Inc., Sr. Notes</b>		
7.625%, 5/15/20 <sup>(5)</sup>	65	\$ 61,750
		<b>\$ 61,750</b>
<b>Food / Drug Retailers 0.0%</b>		
<b>Pantry, Inc., Sr. Notes</b>		
8.375%, 8/1/20 <sup>(5)</sup>	75	\$ 77,813
		<b>\$ 77,813</b>
<b>Health Care 0.9%</b>		
<b>Accellent, Inc., Sr. Notes</b>		
8.375%, 2/1/17	180	\$ 183,600
<b>Air Medical Group Holdings, Inc., Sr. Notes</b>		
9.25%, 11/1/18	5	5,425
<b>Amsurg Corp., Sr. Notes</b>		
5.625%, 11/30/20 <sup>(5)</sup>	20	20,300
<b>Biomet, Inc., Sr. Notes</b>		
6.50%, 8/1/20 <sup>(5)</sup>	115	120,606
<b>CDRT Holding Corp., Sr. Notes</b>		

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9.25%, 10/1/17 <sup>(5)</sup>	80	80,400
<b>Community Health Systems, Inc., Sr. Notes</b>		
5.125%, 8/15/18	2,445	2,579,475
7.125%, 7/15/20	130	137,637
<b>DaVita, Inc., Sr. Notes</b>		
5.75%, 8/15/22	225	236,250
<b>DJO Finance, LLC/DJO Finance Corp., Sr. Notes</b>		
8.75%, 3/15/18 <sup>(5)</sup>	20	21,900
<b>HCA, Inc., Sr. Notes</b>		
4.75%, 5/1/23	1,200	1,215,000
5.875%, 5/1/23	55	57,063
	<b>Principal</b>	
	<b>Amount*</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Health Care (continued)</b>		
<b>Hologic, Inc., Sr. Notes</b>		
6.25%, 8/1/20 <sup>(5)</sup>	265	\$ 282,887
<b>INC Research, LLC., Sr. Notes</b>		
11.50%, 7/15/19 <sup>(5)</sup>	55	55,825
<b>Kinetic Concepts, Inc./KCI USA, Inc.</b>		
10.50%, 11/1/18 <sup>(5)</sup>	50	52,250
<b>United Surgical Partners International, Inc., Sr. Notes</b>		
9.00%, 4/1/20	65	71,988
<b>Valeant Pharmaceuticals International, Sr. Notes</b>		
6.375%, 10/15/20 <sup>(5)</sup>	110	117,150
<b>VWR Funding, Inc., Sr. Notes</b>		
7.25%, 9/15/17 <sup>(5)</sup>	190	197,125
		<b>\$ 5,434,881</b>
<b>Home Furnishings 0.2%</b>		
<b>Libbey Glass, Inc., Sr. Notes</b>		
6.875%, 5/15/20 <sup>(5)</sup>	835	\$ 897,625
<b>Mead Products, LLC/ACCO Brands Corp., Sr. Notes</b>		
6.75%, 4/30/20 <sup>(5)</sup>	135	140,737
<b>Serta Simmons Holdings, LLC, Sr. Notes</b>		
8.125%, 10/1/20 <sup>(5)</sup>	80	80,900
		<b>\$ 1,119,262</b>
<b>Industrial Equipment 0.0%</b>		
<b>Manitowoc Co., Inc. (The), Sr. Notes</b>		
5.875%, 10/15/22	70	\$ 70,175
		<b>\$ 70,175</b>
<b>Insurance 0.2%</b>		
<b>Alliant Holdings I, Inc., Sr. Notes</b>		
11.00%, 5/1/15 <sup>(5)</sup>	50	\$ 51,844
<b>CNO Financial Group, Inc., Sr. Notes</b>		
6.375%, 10/1/20 <sup>(5)</sup>	1,175	1,233,750
<b>Hub International, Ltd., Sr. Notes</b>		
8.125%, 10/15/18 <sup>(5)</sup>	70	72,975
<b>USI Holdings Corp., Sr. Notes</b>		
4.185%, 11/15/14 <sup>(5)(7)</sup>	75	75,187
		<b>\$ 1,433,756</b>
<b>Leisure Goods / Activities / Movies 0.1%</b>		
<b>AMC Entertainment, Inc., Sr. Notes</b>		

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8.75%, 6/1/19

85 \$ 93,925

19

*See Notes to Financial Statements.*

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Leisure Goods / Activities / Movies (continued)</b>		
<b>Royal Caribbean Cruises, Sr. Notes</b>		
7.00%, 6/15/13	105	\$ 108,413
6.875%, 12/1/13	40	42,000
7.25%, 6/15/16	25	28,250
7.25%, 3/15/18	50	56,875
<b>Seven Seas Cruises, S. de R.L., Sr. Notes</b>		
9.125%, 5/15/19	75	78,375
<b>Viking Cruises, Ltd., Sr. Notes</b>		
8.50%, 10/15/22 <sup>(5)</sup>	65	69,225
		<b>\$ 477,063</b>
<b>Lodging and Casinos 1.0%</b>		
<b>Buffalo Thunder Development Authority, Sr. Notes</b>		
9.375%, 12/15/14 <sup>(5)(8)</sup>	535	\$ 192,600
<b>Caesars Entertainment Operating Co., Inc., Sr. Notes</b>		
5.375%, 12/15/13	20	19,475
11.25%, 6/1/17	1,000	1,079,375
8.50%, 2/15/20 <sup>(5)</sup>	2,375	2,333,438
<b>Inn of the Mountain Gods Resort &amp; Casino, Sr. Notes</b>		
8.75%, 11/30/20 <sup>(5)</sup>	106	103,880
<b>Mohegan Tribal Gaming Authority</b>		
10.50%, 12/15/16 <sup>(5)</sup>	105	100,275
<b>Mohegan Tribal Gaming Authority, Sr. Sub. Notes</b>		
11.00%, 9/15/18 <sup>(5)</sup>	450	339,750
<b>Peninsula Gaming, LLC, Sr. Notes</b>		
10.75%, 8/15/17	1,000	1,126,250
<b>Tunica-Biloxi Gaming Authority, Sr. Notes</b>		
9.00%, 11/15/15 <sup>(5)</sup>	345	312,225
<b>Waterford Gaming, LLC, Sr. Notes</b>		
8.625%, 9/15/14 <sup>(4)(5)</sup>	197	106,913
		<b>\$ 5,714,181</b>
<b>Mining, Steel, Iron and Nonprecious Metals 0.0%</b>		
<b>IAMGOLD Corp., Sr. Notes</b>		
6.75%, 10/1/20 <sup>(5)</sup>	135	\$ 132,638
		<b>\$ 132,638</b>

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Nonferrous Metals / Minerals 0.1%

**FMG Resources (August 2006) Pty, Ltd., Sr. Notes**

7.00%, 11/1/15 <sup>(5)</sup>	60	\$	61,500
8.25%, 11/1/19 <sup>(5)</sup>	35		35,963
<b>Molycorp, Inc., Sr. Notes</b>			
10.00%, 6/1/20 <sup>(5)</sup>	115		104,075

**Security**

**Principal  
Amount\***  
**(000 s omitted)      Value**

Nonferrous Metals / Minerals (continued)

**New Gold, Inc., Sr. Notes**

7.00%, 4/15/20 <sup>(5)</sup>	45	\$	48,038
6.25%, 11/15/22 <sup>(5)</sup>	70		71,837
<b>Penn Virginia Resource Partners, LP/Penn Virginia Resource Finance Corp. II, Sr. Notes</b>			
8.375%, 6/1/20 <sup>(5)</sup>	55		58,025

**\$ 379,438**

Oil and Gas 0.5%

**Bristow Group, Inc., Sr. Notes**

6.25%, 10/15/22	85	\$	90,419
<b>Chesapeake Energy Corp., Sr. Notes</b>			
6.125%, 2/15/21	140		142,450
<b>Concho Resources, Inc., Sr. Notes</b>			
5.50%, 4/1/23	85		88,400
<b>Continental Resources, Inc., Sr. Notes</b>			
5.00%, 9/15/22	280		298,200
<b>CVR Refining, LLC/Coffeyville Finance, Inc., Sr. Notes</b>			
6.50%, 11/1/22 <sup>(5)</sup>	130		128,375
<b>EP Energy, LLC/EP Energy Finance, Inc., Sr. Notes</b>			
6.875%, 5/1/19	190		206,625
9.375%, 5/1/20	145		161,312
<b>EP Energy, LLC/Everest Acquisition Finance, Inc., Sr. Notes</b>			
7.75%, 9/1/22	40		41,700
<b>EPL Oil &amp; Gas, Inc., Sr. Notes</b>			
8.25%, 2/15/18 <sup>(5)</sup>	80		79,800
<b>Forest Oil Corp., Sr. Notes</b>			
7.50%, 9/15/20 <sup>(5)</sup>	80		82,600
<b>FTS International Services, LLC/FTS International Bonds, Inc., Sr. Notes</b>			
8.125%, 11/15/18 <sup>(5)</sup>	25		25,875
<b>Halcon Resources Corp., Sr. Notes</b>			
9.75%, 7/15/20 <sup>(5)</sup>	55		58,575
<b>Inergy Midstream LP/ NRGM Finance Corp., Sr. Notes</b>			
12/15/20 <sup>(2)(5)</sup>	25		25,500
<b>Laredo Petroleum, Inc., Sr. Notes</b>			
7.375%, 5/1/22	75		81,563
<b>MEG Energy Corp., Sr. Notes</b>			
6.375%, 1/30/23 <sup>(5)</sup>	105		109,462
<b>Newfield Exploration Co., Sr. Notes</b>			
5.625%, 7/1/24	130		139,425
<b>Oasis Petroleum, Inc., Sr. Notes</b>			
6.875%, 1/15/23	140		148,750
<b>Offshore Group Investment, Ltd., Sr. Notes</b>			
7.50%, 11/1/19 <sup>(5)</sup>	75		75,750

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Oil and Gas (continued)</b>		
<b>Plains Exploration &amp; Production Co., Sr. Notes</b> 6.875%, 2/15/23	210	\$ 216,562
<b>Sabine Pass LNG, LP, Sr. Notes</b> 6.50%, 11/1/20 <sup>(5)</sup>	105	105,394
<b>Seadrill, Ltd., Sr. Notes</b> 5.625%, 9/15/17 <sup>(5)</sup>	280	281,400
<b>SM Energy Co., Sr. Notes</b> 6.50%, 1/1/23	85	90,100
<b>Tesoro Corp., Sr. Notes</b> 5.375%, 10/1/22	105	109,725
		<b>\$ 2,787,962</b>
<b>Publishing 0.2%</b>		
<b>Laureate Education, Inc., Sr. Notes</b> 9.25%, 9/1/19 <sup>(5)</sup>	645	\$ 661,125
<b>Laureate Education, Inc., Sr. Sub Notes</b> 12.75%, 8/15/17 <sup>(5)</sup>	105	111,825
<b>Nielsen Finance, LLC, Sr. Notes</b> 4.50%, 10/1/20 <sup>(5)</sup>	105	105,263
		<b>\$ 878,213</b>
<b>Radio and Television 0.2%</b>		
<b>Clear Channel Communications, Inc., Sr. Notes</b> 9.00%, 12/15/19 <sup>(5)</sup>	453	\$ 412,796
<b>Univision Communications, Inc., Sr. Notes</b> 6.75%, 9/15/22 <sup>(5)</sup>	925	938,875
<b>WMG Acquisition Corp., Sr. Notes</b> 6.00%, 1/15/21 <sup>(5)</sup>	55	56,650
		<b>\$ 1,408,321</b>
<b>Rail Industries 0.1%</b>		
<b>American Railcar Industry, Sr. Notes</b> 7.50%, 3/1/14	124	\$ 125,860
<b>Kansas City Southern Mexico, Sr. Notes</b> 8.00%, 2/1/18	500	555,000

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	<b>\$ 680,860</b>
<b>Retailers (Except Food and Drug) 0.2%</b>	
<b>Claire's Stores, Inc., Sr. Notes</b>	
9.00%, 3/15/19 <sup>(5)</sup>	130 \$ 138,938
<b>HD Supply, Inc., Sr. Notes</b>	
8.125%, 4/15/19 <sup>(5)</sup>	40 45,200
	<b>Principal Amount*</b>
	<b>(000 s omitted) Value</b>
<b>Security</b>	
<b>Retailers (Except Food and Drug) (continued)</b>	
<b>Michaels Stores, Inc., Sr. Notes</b>	
7.75%, 11/1/18 <sup>(5)</sup>	55 \$ 59,881
7.75%, 11/1/18	95 103,431
<b>PETCO Holdings, Inc., Sr. Notes</b>	
8.50%, 10/15/17 <sup>(3)(5)</sup>	215 220,913
<b>Radio Systems Corp., Sr. Notes</b>	
8.375%, 11/1/19 <sup>(5)</sup>	65 66,706
<b>Sally Holdings, LLC/Sally Capital, Inc., Sr. Notes</b>	
5.75%, 6/1/22	185 201,188
<b>ServiceMaster Company, Sr. Notes</b>	
7.00%, 8/15/20 <sup>(5)</sup>	115 113,131
	<b>\$ 949,388</b>
<b>Steel 0.0%</b>	
<b>AK Steel Corp., Sr. Notes</b>	
8.75%, 12/1/18 <sup>(5)</sup>	35 \$ 37,581
	<b>\$ 37,581</b>
<b>Technology 0.0%</b>	
<b>NCR Corp., Sr. Notes</b>	
5.00%, 7/15/22 <sup>(5)</sup>	65 \$ 66,138
	<b>\$ 66,138</b>
<b>Telecommunications 0.6%</b>	
<b>Avaya, Inc., Sr. Notes</b>	
9.75%, 11/1/15	840 \$ 669,900
<b>Crown Castle International Corp., Sr. Notes</b>	
5.25%, 1/15/23 <sup>(5)</sup>	105 110,119
<b>Hughes Satellite Systems Corp., Sr. Notes</b>	
6.50%, 6/15/19	1,000 1,080,000
<b>Intelsat Jackson Holdings, Ltd., Sr. Notes</b>	
7.25%, 10/15/20 <sup>(5)</sup>	110 117,700
<b>SBA Communications Corp., Sr. Notes</b>	
5.625%, 10/1/19 <sup>(5)</sup>	105 108,806
<b>SBA Telecommunications, Inc., Sr. Notes</b>	
5.75%, 7/15/20 <sup>(5)</sup>	95 99,631
<b>Sprint Nextel Corp., Sr. Notes</b>	
7.00%, 8/15/20	1,095 1,183,969
6.00%, 11/15/22	190 192,375
	<b>\$ 3,562,500</b>





Eaton Vance

Floating-Rate Income Trust

November 30, 2012

Portfolio of Investments (Unaudited) continued

Security	Principal Amount* (000 s omitted)	Value
<b>Utilities 1.5%</b>		
<b>Calpine Corp., Sr. Notes</b>		
7.50%, 2/15/21 <sup>(5)</sup>	4,590	\$ 5,094,900
7.875%, 1/15/23 <sup>(5)</sup>	3,442	3,855,040
<b>Energy Future Intermediate Holding Co., LLC/EFIH Finance, Inc., Sr. Notes</b>		
6.875%, 8/15/17 <sup>(5)</sup>	35	36,050
<b>Reliant Energy, Inc., Sr. Notes</b>		
7.625%, 6/15/14	20	21,450
		<b>\$ 9,007,440</b>
Total Corporate Bonds & Notes (identified cost \$61,949,601)		<b>\$ 64,794,479</b>

Asset-Backed Securities 0.6%

Security	Principal Amount (000 s omitted)	Value
Alzette European CLO SA, Series 2004-1A, Class E2, 6.968%, 12/15/20 <sup>(7)</sup>	\$ 296	\$ 265,816
Avalon Capital Ltd. 3, Series 1A, Class D, 2.262%, 2/24/19 <sup>(5)(7)</sup>	589	528,331
Babson Ltd., Series 2005-1A, Class C1, 2.29%, 4/15/19 <sup>(5)(7)</sup>	753	651,207
Centurion CDO 8 Ltd., Series 2005-8A, Class D, 5.908%, 3/8/17 <sup>(5)(7)</sup>	985	961,437
Centurion CDO 9 Ltd., Series 2005-9A, Class D1, 5.08%, 7/17/19 <sup>(5)(7)</sup>	750	684,492
Comstock Funding Ltd., Series 2006-1A, Class D, 4.561%, 5/30/20 <sup>(5)(7)</sup>	692	615,879
Total Asset-Backed Securities (identified cost \$3,911,125)		<b>\$ 3,707,162</b>

Common Stocks 1.5%

Security	Shares	Value
<b>Automotive 0.1%</b>		
Dayco Products, LLC <sup>(4)(9)(10)</sup>	20,780	\$ 529,890

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			<b>\$ 529,890</b>
<b>Building and Development 0.1%</b>			
Panolam Holdings Co. <sup>(4)(10)(11)</sup>	280	\$	494,251
United Subcontractors, Inc. <sup>(4)(9)(10)</sup>	601		25,038
			<b>\$ 519,289</b>
<b>Security</b>			
	<b>Shares</b>		<b>Value</b>
<b>Financial Intermediaries 0.0%</b>			
RTS Investor Corp. <sup>(4)(9)(10)</sup>	168	\$	18,189
			<b>\$ 18,189</b>
<b>Food Service 0.1%</b>			
Buffets Restaurants Holdings, Inc. <sup>(4)(9)(10)</sup>	50,495	\$	456,980
			<b>\$ 456,980</b>
<b>Leisure Goods / Activities / Movies 0.4%</b>			
Metro-Goldwyn-Mayer Holdings, Inc. <sup>(9)(10)</sup>	66,174	\$	2,404,320
			<b>\$ 2,404,320</b>
<b>Lodging and Casinos 0.1%</b>			
Greektown Superholdings, Inc. <sup>(10)</sup>	83	\$	4,233
Tropicana Entertainment, Inc. <sup>(4)(9)(10)</sup>	37,016		481,208
			<b>\$ 485,441</b>
<b>Nonferrous Metals / Minerals 0.0%</b>			
Euramax International, Inc. <sup>(9)(10)</sup>	701	\$	147,252
			<b>\$ 147,252</b>
<b>Oil and Gas 0.0%</b>			
SemGroup Corp. <sup>(10)</sup>	1,565	\$	58,969
			<b>\$ 58,969</b>
<b>Publishing 0.6%</b>			
Ion Media Networks, Inc. <sup>(4)(9)(10)</sup>	4,429	\$	2,816,844
MediaNews Group, Inc. <sup>(4)(9)(10)</sup>	29,104		610,603
Source Interlink Companies, Inc. <sup>(4)(9)(10)</sup>	2,290		0
			<b>\$ 3,427,447</b>
<b>Radio and Television 0.1%</b>			
New Young Broadcasting Holding Co., Inc. <sup>(9)(10)</sup>	251	\$	884,775
			<b>\$ 884,775</b>

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Total Common Stocks  
(identified cost \$5,395,103) \$ 8,932,552

Warrants 0.0%

<b>Security</b>	<b>Shares</b>	<b>Value</b>
Oil and Gas 0.0%		
SemGroup Corp., Expires 11/30/14 <sup>(10)</sup>	1,647	\$ 22,976
		<b>\$ 22,976</b>

Eaton Vance

Floating-Rate Income Trust

November 30, 2012

Portfolio of Investments (Unaudited) continued

Security	Shares	Value
<b>Publishing 0.0%</b> Reader's Digest Association, Inc. (The), Expires 2/19/14 <sup>(9)(10)</sup>	1,609	\$ 0
		<b>\$ 0</b>
<b>Radio and Television 0.0%</b> New Young Broadcasting Holding Co., Inc., Expires 12/24/24 <sup>(9)(10)</sup>	3	\$ 10,575
		<b>\$ 10,575</b>
<b>Total Warrants</b> (identified cost \$5,172)		<b>\$ 33,551</b>

Miscellaneous 0.0%

Security	Shares	Value
<b>Oil and Gas 0.0%</b> SemGroup Corp., Escrow Certificate	605,000	\$ 27,225
<b>Total Miscellaneous</b> (identified cost \$0)		<b>\$ 27,225</b>

Short-Term Investments 2.5%

Description	Interest (000 s omitted)	Value
Eaton Vance Cash Reserves Fund, LLC, 0.13% <sup>(12)</sup>	\$ 15,012	\$ 15,012,277
<b>Total Short-Term Investments</b> (identified cost \$15,012,277)		<b>\$ 15,012,277</b>

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Total Investments	159.0%	
(identified cost \$944,253,460)		\$ 953,035,420
Other Assets, Less Liabilities	(45.7)%	\$ (273,703,769)
Auction Preferred Shares Plus Cumulative Unpaid Dividends	(13.3)%	\$ (80,055,887)
Net Assets Applicable to Common Shares	100.0%	\$ 599,275,764

The percentage shown for each investment category in the Portfolio of Investments is based on net assets applicable to common shares.

EUR Euro  
GBP British Pound Sterling

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

- (1) Senior floating-rate interests (Senior Loans) often require prepayments from excess cash flows or permit the borrowers to repay at their election. The degree to which borrowers repay, whether as a contractual requirement or at their election, cannot be predicted with accuracy. As a result, the actual remaining maturity may be substantially less than the stated maturities shown. However, Senior Loans will have an expected average life of approximately two to four years. The stated interest rate represents the weighted average interest rate of all contracts within the senior loan facility and includes commitment fees on unfunded loan commitments, if any. Senior Loans typically have rates of interest which are redetermined either daily, monthly, quarterly or semi-annually by reference to a base lending rate, plus a premium. These base lending rates are primarily the London Interbank Offered Rate ( LIBOR ) and secondarily, the prime rate offered by one or more major United States banks (the Prime Rate ) and the certificate of deposit ( CD ) rate or other base lending rates used by commercial lenders.
- (2) This Senior Loan will settle after November 30, 2012, at which time the interest rate will be determined.
- (3) Represents a payment-in-kind security which may pay all or a portion of interest in additional par.
- (4) For fair value measurement disclosure purposes, security is categorized as Level 3 (see Note 13).
- (5) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933. These securities may be sold in certain transactions (normally to qualified institutional buyers) and remain exempt from registration. At November 30, 2012, the aggregate value of these securities is \$44,371,597 or 7.4% of the Trust's net assets applicable to common shares.
- (6) Amount is less than 0.05%.
- (7) Variable rate security. The stated interest rate represents the rate in effect at November 30, 2012.
- (8) Currently the issuer is in default with respect to interest payments. For a variable rate security, interest rate has been adjusted to reflect non-accrual status.
- (9) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.

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<sup>(10)</sup> Non-income producing security.

<sup>(11)</sup> Restricted security (see Note 8).

<sup>(12)</sup> Affiliated investment company available to Eaton Vance portfolios and funds which invests in high quality, U.S. dollar denominated money market instruments. The rate shown is the annualized seven-day yield as of November 30, 2012.

## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

#### Statement of Assets and Liabilities (Unaudited)

	<b>November 30, 2012</b>
<b>Assets</b>	
Unaffiliated investments, at value (identified cost, \$929,241,183)	\$ 938,023,143
Affiliated investment, at value (identified cost, \$15,012,277)	15,012,277
Cash	5,329,727
Restricted cash*	133,332
Foreign currency, at value (identified cost, \$20,924)	20,918
Interest receivable	5,294,884
Interest receivable from affiliated investment	2,252
Receivable for investments sold	944,533
Receivable for open forward foreign currency exchange contracts	55,150
Prepaid expenses	41,797
Other assets	40
<b>Total assets</b>	<b>\$ 964,858,053</b>
<b>Liabilities</b>	
Notes payable	\$ 265,000,000
Payable for investments purchased	19,348,313
Payable for open forward foreign currency exchange contracts	143,627
Payable to affiliates:	
Investment adviser fee	582,068
Trustees' fees	6,093
Accrued expenses	446,301
<b>Total liabilities</b>	<b>\$ 285,526,402</b>
<b>Auction preferred shares (3,200 shares outstanding) at liquidation value plus cumulative unpaid dividends</b>	<b>\$ 80,055,887</b>
<b>Net assets applicable to common shares</b>	<b>\$ 599,275,764</b>
<b>Sources of Net Assets</b>	
Common shares, \$0.01 par value, unlimited number of shares authorized, 37,546,741 shares issued and outstanding	\$ 375,467
Additional paid-in capital	709,166,126
Accumulated net realized loss	(119,693,725)
Accumulated undistributed net investment income	815,478
Net unrealized appreciation	8,612,418
<b>Net assets applicable to common shares</b>	<b>\$ 599,275,764</b>
<b>Net Asset Value Per Common Share</b>	
<b>(\$599,275,764 ÷ 37,546,741 common shares issued and outstanding)</b>	<b>\$ 15.96</b>

\* Represents restricted cash on deposit at the custodian as collateral for open financial contracts.



## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Statement of Operations (Unaudited)

	<b>Six Months Ended November 30, 2012</b>
<b>Investment Income</b>	
Interest and other income	\$ 25,981,797
Dividends	927,472
Interest allocated from affiliated investment	10,692
Expenses allocated from affiliated investment	(1,144)
<b>Total investment income</b>	<b>\$ 26,918,817</b>
<b>Expenses</b>	
Investment adviser fee	\$ 3,509,155
Trustees' fees and expenses	18,417
Custodian fee	196,766
Transfer and dividend disbursing agent fees	9,057
Legal and accounting services	160,960
Printing and postage	52,603
Interest expense and fees	1,733,255
Preferred shares service fee	57,660
Miscellaneous	88,259
<b>Total expenses</b>	<b>\$ 5,826,132</b>
Deduct	
Reduction of investment adviser fee	\$ 35,317
Reduction of custodian fee	14
<b>Total expense reductions</b>	<b>\$ 35,331</b>
<b>Net expenses</b>	<b>\$ 5,790,801</b>
<b>Net investment income</b>	<b>\$ 21,128,016</b>
<b>Realized and Unrealized Gain (Loss)</b>	
Net realized gain (loss)	
Investment transactions	\$ 880,560
Investment transactions allocated from affiliated investment	248
Foreign currency and forward foreign currency exchange contract transactions	(239,429)
<b>Net realized gain</b>	<b>\$ 641,379</b>
Change in unrealized appreciation (depreciation)	
Investments	\$ 16,610,183
Foreign currency and forward foreign currency exchange contracts	(1,090,991)
<b>Net change in unrealized appreciation (depreciation)</b>	<b>\$ 15,519,192</b>
<b>Net realized and unrealized gain</b>	<b>\$ 16,160,571</b>
<b>Distributions to preferred shareholders</b>	
From net investment income	\$ (818,061)
<b>Net increase in net assets from operations</b>	<b>\$ 36,470,526</b>

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Statements of Changes in Net Assets

	<b>Six Months Ended</b>	
	<b>November 30, 2012</b>	<b>Year Ended</b>
	<b>(Unaudited)</b>	<b>May 31, 2012</b>
<b>Increase (Decrease) in Net Assets</b>		
From operations		
Net investment income	\$ 21,128,016	\$ 38,772,685
Net realized gain from investment, foreign currency and forward foreign currency exchange contract transactions	641,379	4,297,069
Net change in unrealized appreciation (depreciation) from investments, foreign currency and forward foreign currency exchange contracts	15,519,192	(17,875,101)
Distributions to preferred shareholders		
From net investment income	(818,061)	(1,186,482)
<b>Net increase in net assets from operations</b>	<b>\$ 36,470,526</b>	<b>\$ 24,008,171</b>
Distributions to common shareholders		
From net investment income	\$ (19,740,216)	\$ (38,389,236)
<b>Total distributions to common shareholders</b>	<b>\$ (19,740,216)</b>	<b>\$ (38,389,236)</b>
Capital share transactions		
Reinvestment of distributions to common shareholders	\$ 534,664	\$ 502,012
<b>Net increase in net assets from capital share transactions</b>	<b>\$ 534,664</b>	<b>\$ 502,012</b>
<b>Net increase (decrease) in net assets</b>	<b>\$ 17,264,974</b>	<b>\$ (13,879,053)</b>
<b>Net Assets Applicable to Common Shares</b>		
At beginning of period	\$ 582,010,790	\$ 595,889,843
<b>At end of period</b>	<b>\$ 599,275,764</b>	<b>\$ 582,010,790</b>
<b>Accumulated undistributed net investment income</b>		
<b>included in net assets applicable to common shares</b>		
<b>At end of period</b>	<b>\$ 815,478</b>	<b>\$ 245,739</b>

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Statement of Cash Flows (Unaudited)

	<b>Six Months Ended</b>
	<b>November 30, 2012</b>
<b>Cash Flows From Operating Activities</b>	
Net increase in net assets from operations	\$ 36,470,526
Distributions to preferred shareholders	818,061
Net increase in net assets from operations excluding distributions to preferred shareholders	\$ 37,288,587
Adjustments to reconcile net increase in net assets from operations to net cash provided by operating activities:	
Investments purchased	(209,050,924)
Investments sold and principal repayments	203,882,551
Decrease in short-term investments, net	7,306,039
Net amortization/accretion of premium (discount)	(1,823,234)
Increase in restricted cash	(133,332)
Increase in interest receivable	(24,332)
Increase in interest receivable from affiliated investment	(1,067)
Decrease in receivable for open forward foreign currency exchange contracts	931,212
Decrease in receivable from the transfer agent	110,307
Decrease in tax reclaims receivable	1,859
Increase in prepaid expenses	(1,707)
Decrease in other assets	10,241
Increase in payable for open forward foreign currency exchange contracts	143,627
Increase in payable to affiliate for investment adviser fee	29,819
Decrease in payable to affiliate for Trustees' fees	(45)
Increase in accrued expenses	19,363
Decrease in unfunded loan commitments	(1,598,028)
Net change in unrealized (appreciation) depreciation from investments	(16,610,183)
Net realized gain from investments	(880,560)
<b>Net cash provided by operating activities</b>	<b>\$ 19,600,193</b>
<b>Cash Flows From Financing Activities</b>	
Distributions paid to common shareholders, net of reinvestments	\$ (19,205,552)
Cash distributions to preferred shareholders	(782,489)
Proceeds from notes payable	5,000,000
<b>Net cash used in financing activities</b>	<b>\$ (14,988,041)</b>
<b>Net increase in cash*</b>	<b>\$ 4,612,152</b>
<b>Cash at beginning of period<sup>(1)</sup></b>	<b>\$ 738,493</b>
<b>Cash at end of period<sup>(1)</sup></b>	<b>\$ 5,350,645</b>
<b>Supplemental disclosure of cash flow information:</b>	
Noncash financing activities not included herein consist of:	
Reinvestment of dividends and distributions	\$ 534,664
Cash paid for interest and fees on borrowings	1,749,659

\* Includes net change in unrealized appreciation (depreciation) on foreign currency of \$(46).

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

Eaton Vance

Floating-Rate Income Trust

November 30, 2012

Financial Highlights

Selected data for a common share outstanding during the periods stated

	Six Months Ended November 30, 2012 (Unaudited)	Year Ended May 31,				
		2012	2011	2010	2009	2008
Net asset value Beginning of period (Common shares)	\$ 15.510	\$ 15.900	\$ 14.880	\$ 11.390	\$ 16.280	\$ 18.980
<b>Income (Loss) From Operations</b>						
Net investment income <sup>(1)</sup>	\$ 0.563	\$ 1.034	\$ 0.991	\$ 1.008	\$ 1.136	\$ 2.002
Net realized and unrealized gain (loss)	0.435	(0.368)	1.082	3.468	(4.917)	(2.701)
Distributions to preferred shareholders From net investment income <sup>(1)</sup>	(0.022)	(0.032)	(0.033)	(0.044)	(0.111)	(0.575)
<b>Total income (loss) from operations</b>	<b>\$ 0.976</b>	<b>\$ 0.634</b>	<b>\$ 2.040</b>	<b>\$ 4.432</b>	<b>\$ (3.892)</b>	<b>\$ (1.274)</b>
<b>Less Distributions to Common Shareholders</b>						
From net investment income	\$ (0.526)	\$ (1.024)	\$ (1.020)	\$ (0.942)	\$ (0.868)	\$ (1.417)
Tax return of capital					(0.130)	(0.009)
<b>Total distributions to common shareholders</b>	<b>\$ (0.526)</b>	<b>\$ (1.024)</b>	<b>\$ (1.020)</b>	<b>\$ (0.942)</b>	<b>\$ (0.998)</b>	<b>\$ (1.426)</b>
<b>Net asset value End of period (Common shares)</b>	<b>\$ 15.960</b>	<b>\$ 15.510</b>	<b>\$ 15.900</b>	<b>\$ 14.880</b>	<b>\$ 11.390</b>	<b>\$ 16.280</b>
<b>Market value End of period (Common shares)</b>	<b>\$ 16.420</b>	<b>\$ 15.790</b>	<b>\$ 16.390</b>	<b>\$ 14.350</b>	<b>\$ 10.330</b>	<b>\$ 15.130</b>
<b>Total Investment Return on Net Asset Value<sup>(2)</sup></b>	<b>6.37%<sup>(3)</sup></b>	<b>4.43%</b>	<b>14.13%</b>	<b>40.07%</b>	<b>(22.80)%</b>	<b>(6.31)%</b>
<b>Total Investment Return on Market Value<sup>(2)</sup></b>	<b>7.49%<sup>(3)</sup></b>	<b>3.13%</b>	<b>21.99%</b>	<b>48.94%</b>	<b>(24.66)%</b>	<b>(15.15)%</b>

Eaton Vance

Floating-Rate Income Trust

November 30, 2012

Financial Highlights continued

Selected data for a common share outstanding during the periods stated

Ratios/Supplemental Data	Six Months Ended	Year Ended May 31,				
	November 30, 2012 (Unaudited)	2012	2011	2010	2009	2008
Net assets applicable to common shares, end of period (000 s omitted)	\$ 599,276	\$ 582,011	\$ 595,890	\$ 556,611	\$ 425,899	\$ 608,310
Ratios (as a percentage of average daily net assets applicable to common shares): <sup>(4)</sup>						
Expenses excluding interest and fees <sup>(5)</sup>	1.37% <sup>(6)</sup>	1.28%	1.22%	1.15%	1.24%	1.22%
Interest and fee expense <sup>(7)</sup>	0.58% <sup>(6)</sup>	0.58%	0.65%	0.59%	2.00%	0.12%
Total expenses	1.95% <sup>(6)</sup>	1.86%	1.87%	1.74%	3.24%	1.34%
Net investment income	7.11% <sup>(6)</sup>	6.73%	6.43%	7.20%	9.71%	11.68%
Portfolio Turnover	22% <sup>(3)</sup>	38%	50%	43%	16%	36%
The ratios reported above are based on net assets applicable solely to common shares. The ratios based on net assets, including amounts related to preferred shares and borrowings, are as follows:						
Ratios (as a percentage of average daily net assets applicable to common shares plus preferred shares and borrowings): <sup>(4)</sup>						
Expenses excluding interest and fees <sup>(5)</sup>	0.87% <sup>(6)</sup>	0.81%	0.78%	0.73%	0.71%	0.73%
Interest and fee expense <sup>(7)</sup>	0.37% <sup>(6)</sup>	0.37%	0.42%	0.38%	1.15%	0.07%
Total expenses	1.24% <sup>(6)</sup>	1.18%	1.20%	1.11%	1.86%	0.80%
Net investment income	4.51% <sup>(6)</sup>	4.28%	4.14%	4.61%	5.57%	6.96%
Senior Securities:						
Total notes payable outstanding (in 000 s)	\$ 265,000	\$ 260,000	\$ 238,000	\$ 238,000	\$ 96,000	\$ 290,000
Asset coverage per \$1,000 of notes payable <sup>(8)</sup>	\$ 3,564	\$ 3,546	\$ 3,840	\$ 3,675	\$ 6,947	\$ 3,598
Total preferred shares outstanding	3,200	3,200	3,200	3,200	5,800	5,800
Asset coverage per preferred share <sup>(9)</sup>	\$ 68,430	\$ 67,796	\$ 71,848	\$ 68,760	\$ 69,183	\$ 59,955
Involuntary liquidation preference per preferred share <sup>(10)</sup>	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000
Approximate market value per preferred share <sup>(10)</sup>	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000	\$ 25,000

(1) Computed using average common shares outstanding.

(2) Returns are historical and are calculated by determining the percentage change in net asset value or market value with all distributions reinvested.

(3) Not annualized.

(4) Ratios do not reflect the effect of dividend payments to preferred shareholders.

(5) Excludes the effect of custody fee credits, if any, of less than 0.005%.

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- (6) Annualized.
- (7) Interest and fee expense relates to the notes payable incurred to redeem the Trust's APS (see Note 10).
- (8) Calculated by subtracting the Trust's total liabilities (not including the notes payable and preferred shares) from the Trust's total assets, and dividing the result by the notes payable balance in thousands.
- (9) Calculated by subtracting the Trust's total liabilities (not including the notes payable and preferred shares) from the Trust's total assets, dividing the result by the sum of the value of the notes payable and liquidation value of the preferred shares, and multiplying the result by the liquidation value of one preferred share. Such amount equates to 274%, 271%, 287%, 275%, 277% and 240% at November 30, 2012, and May 31, 2012, 2011, 2010, 2009 and 2008, respectively.
- (10) Plus accumulated and unpaid dividends.

## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

#### Notes to Financial Statements (Unaudited)

##### 1 Significant Accounting Policies

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

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

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

Debt obligations (including short-term obligations with a remaining maturity of more than sixty days) are generally valued on the basis of valuations provided by third party pricing services, as derived from such services' pricing models. Inputs to the models may include, but are not limited to, reported trades, executable bid and asked prices, broker/dealer quotations, prices or yields of securities with similar characteristics, benchmark curves or information pertaining to the issuer, as well as industry and economic events. The pricing services may use a matrix approach, which considers information regarding securities with similar characteristics to determine the valuation for a security. Short-term obligations purchased with a remaining maturity of sixty days or less are generally valued at amortized cost, which approximates market value.

Equity securities (including common shares of closed-end investment companies) listed on a U.S. securities exchange generally are valued at the last sale or closing price on the day of valuation or, if no sales took place on such date, at the mean between the closing bid and asked prices therefore on the exchange where such securities are principally traded. Equity securities listed on the NASDAQ Global or Global Select Market generally are valued at the NASDAQ official closing price. Unlisted or listed securities for which closing sales prices or closing quotations are not available are valued at the mean between the latest available bid and asked prices or, in the case of preferred equity securities that are not listed or traded in the over-the-counter market, by a third party pricing service that will use various techniques that consider factors including, but not limited to, prices or yields of securities with similar characteristics, benchmark yields, broker/dealer quotes, quotes of underlying common stock, issuer spreads, as well as industry and economic events. Forward foreign currency exchange contracts are generally valued at the mean of the average bid and average asked prices that are reported by currency dealers to a third party pricing service at the valuation time. Such third party pricing service valuations are supplied for specific settlement periods and the Trust's forward foreign currency exchange contracts are valued at an interpolated rate between the closest preceding and subsequent settlement period reported by the third party pricing service. Foreign securities and currencies are valued in U.S. dollars, based on foreign currency exchange rate quotations supplied by a third party pricing service. The pricing service uses a proprietary model to determine the exchange rate. Inputs to the model include reported trades and implied bid/ask spreads. Investments for which valuations or market quotations are not readily available or are deemed unreliable are valued at fair value using methods determined in good faith by or at the direction of the Trustees of the Trust in a manner that fairly reflects the security's value, or the amount that the Trust might reasonably expect to receive for the security upon its current sale



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in the ordinary course. Each such determination is based on a consideration of relevant factors, which are likely to vary from one pricing context to another. These factors may include, but are not limited to, the type of security, the existence of any contractual restrictions on the security's disposition, the price and extent of public trading in similar securities of the issuer or of comparable companies or entities, quotations or relevant information obtained from broker/dealers or other market participants, information obtained from the issuer, analysts, and/or the appropriate stock exchange (for exchange-traded securities), an analysis of the company's or entity's financial condition, and an evaluation of the forces that influence the issuer and the market(s) in which the security is purchased and sold.

The Trust may invest in Eaton Vance Cash Reserves Fund, LLC (Cash Reserves Fund), an affiliated investment company managed by Eaton Vance Management (EVM). Cash Reserves Fund generally values its investment securities utilizing the amortized cost valuation technique in accordance with Rule 2a-7 under the 1940 Act. This technique involves initially valuing a portfolio security at its cost and thereafter assuming a constant amortization to

## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

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

maturity of any discount or premium. If amortized cost is determined not to approximate fair value, Cash Reserves Fund may value its investment securities in the same manner as debt obligations described above.

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

**C Income** Interest income is recorded on the basis of interest accrued, adjusted for amortization of premium or accretion of discount. Fees associated with loan amendments are recognized immediately.

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

At May 31, 2012, the Trust, for federal income tax purposes, had a capital loss carryforward of \$119,841,950 which will reduce its taxable income arising from future net realized gains on investment transactions, if any, to the extent permitted by the Internal Revenue Code, and thus will reduce the amount of distributions to shareholders, which would otherwise be necessary to relieve the Trust of any liability for federal income or excise tax. Such capital loss carryforward will expire on May 31, 2014 (\$4,930,781), May 31, 2015 (\$431,997), May 31, 2016 (\$3,161,472), May 31, 2017 (\$53,628,558), May 31, 2018 (\$40,967,167) and May 31, 2019 (\$16,721,975). In addition, such capital loss carryforward cannot be utilized prior to the utilization of new capital losses, if any, created after May 31, 2012.

As of November 30, 2012, the Trust had no uncertain tax positions that would require financial statement recognition, de-recognition, or disclosure. The Trust files a U.S. federal income tax return annually after its fiscal year-end, which is subject to examination by the Internal Revenue Service for a period of three years from the date of filing.

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

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

**G Unfunded Loan Commitments** The Trust may enter into certain credit agreements all or a portion of which may be unfunded. The Trust is obligated to fund these commitments at the borrower's discretion. These commitments, if any, are disclosed in the accompanying Portfolio of Investments.

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

**I Indemnifications** Under the Trust's organizational documents, its officers and Trustees may be indemnified against certain liabilities and expenses arising out of the performance of their duties to the Trust. Under Massachusetts law, if certain conditions prevail, shareholders of a Massachusetts business trust (such as the Trust) could be deemed to have personal liability for the obligations of the Trust. However, the Trust's Declaration of Trust contains an express disclaimer of liability on the part of Trust shareholders and the By-laws provide that the Trust shall assume the defense on behalf of any Trust shareholders. Moreover, the

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By-laws also provide for indemnification out of Trust property of any shareholder held personally liable solely by reason of being or having been a shareholder for all loss or expense arising from such liability. Additionally, in the normal course of business, the Trust enters into agreements with service providers that may contain indemnification clauses. The Trust's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Trust that have not yet occurred.

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

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

## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

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

**L Interim Financial Statements** The interim financial statements relating to November 30, 2012 and for the six months then ended have not been audited by an independent registered public accounting firm, but in the opinion of the Trust's management, reflect all adjustments, consisting only of normal recurring adjustments, necessary for the fair presentation of the financial statements.

#### 2 Auction Preferred Shares

The Trust issued Auction Preferred Shares (APS) on September 16, 2004 in a public offering. The underwriting discount and other offering costs incurred in connection with the offering were recorded as a reduction of the paid-in capital of the common shares. Dividends on the APS, which accrue daily, are cumulative at rates which are reset weekly for Series A, Series B and Series C, and approximately monthly for Series D and Series E by an auction, unless a special dividend period has been set. Series of APS are identical in all respects except for the reset dates of the dividend rates. If the APS auctions do not successfully clear, the dividend payment rate over the next period for the APS holders is set at a specified maximum applicable rate until such time as the APS auctions are successful. Auctions have not cleared since February 13, 2008 and the rate since that date has been the maximum applicable rate (see Note 3). The maximum applicable rate on the APS is the greater of 1) 200% (125% prior to July 12, 2012) of LIBOR at the date of the auction or 2) LIBOR at the date of the auction plus 2.00% (1.25% prior to July 12, 2012). The stated spread over the reference benchmark rate is determined based on the credit rating of the APS.

The number of APS issued and outstanding as of November 30, 2012 is as follows:

	<b>APS Issued and Outstanding</b>
Series A	640
Series B	640
Series C	640
Series D	640
Series E	640

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

#### 3 Distributions to Shareholders

The Trust intends to make monthly distributions of net investment income to common shareholders, after payment of any dividends on any outstanding APS. In addition, at least annually, the Trust intends to distribute all or substantially all of its net realized capital gains (reduced by available capital loss carryforwards from prior years, if any). Distributions to common shareholders are recorded on the ex-dividend date. Distributions to preferred shareholders are recorded daily and are payable at the end of each dividend period. The dividend rates for the APS at November 30, 2012, and the amount of dividends accrued (including capital gains, if any) to APS shareholders, average APS dividend rates (annualized), and dividend rate ranges for the six months then ended were as follows:

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	<b>APS Dividend Rates at November 30, 2012</b>	<b>Dividends Accrued to APS Shareholders</b>	<b>Average APS Dividend Rates</b>	<b>Dividend Rate Ranges (%)</b>
Series A	2.19%	\$ 148,616	1.85%	1.44 2.20
Series B	2.19	161,951	2.02	1.44 2.20
Series C	2.19	175,237	2.18	1.44 2.20
Series D	2.22	166,236	2.07	1.49 2.48
Series E	2.21	166,021	2.07	1.49 2.48

## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

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

Beginning February 13, 2008 and consistent with the patterns in the broader market for auction-rate securities, the Trust's APS auctions were unsuccessful in clearing due to an imbalance of sell orders over bids to buy the APS. As a result, the dividend rates of the APS were reset to the maximum applicable rate. The table above reflects such maximum dividend rate for each series as of November 30, 2012.

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

#### 4 Investment Adviser Fee and Other Transactions with Affiliates

The investment adviser fee is earned by EVM as compensation for management and investment advisory services rendered to the Trust. The fee is computed at an annual rate of 0.75% of the Trust's average daily gross assets and is payable monthly. Gross assets as referred to herein represent net assets plus obligations attributable to investment leverage. The Trust invests its cash in Cash Reserves Fund. EVM does not currently receive a fee for advisory services provided to Cash Reserves Fund. For the six months ended November 30, 2012, the Trust's investment adviser fee totaled \$3,509,155. EVM also serves as administrator of the Trust, but receives no compensation.

In addition, EVM has contractually agreed to reimburse the Trust for fees and other expenses at an annual rate of 0.20% of the Trust's average daily gross assets during the first five full years of the Trust's operations, 0.15% of the Trust's average daily gross assets in year six, 0.10% in year seven and 0.05% in year eight. The Trust concluded its first eight full years of operations on June 29, 2012. Pursuant to this agreement, EVM waived \$35,317 of its investment adviser fee for the six months ended November 30, 2012.

Trustees and officers of the Trust who are members of EVM's organization receive remuneration for their services to the Trust out of the investment adviser fee. Trustees of the Trust who are not affiliated with EVM may elect to defer receipt of all or a percentage of their annual fees in accordance with the terms of the Trustees Deferred Compensation Plan. For the six months ended November 30, 2012, no significant amounts have been deferred.

#### 5 Purchases and Sales of Investments

Purchases and sales of investments, other than short-term obligations and including maturities and principal repayments on Senior Loans, aggregated \$210,241,796 and \$200,640,586, respectively, for the six months ended November 30, 2012.

#### 6 Common Shares of Beneficial Interest

Common shares issued pursuant to the Trust's dividend reinvestment plan for the six months ended November 30, 2012 and the year ended May 31, 2012 were 33,820 and 32,074, respectively.

#### 7 Federal Income Tax Basis of Investments

The cost and unrealized appreciation (depreciation) of investments of the Trust at November 30, 2012, as determined on a federal income tax basis, were as follows:

**Aggregate cost**

**\$ 944,886,402**

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Gross unrealized appreciation	\$ 19,229,111
Gross unrealized depreciation	(11,080,093)
<b>Net unrealized appreciation</b>	<b>\$ 8,149,018</b>
<b>8 Restricted Securities</b>	

At November 30, 2012, the Trust owned the following securities (representing 0.1% of net assets applicable to common shares) which were restricted as to public resale and not registered under the Securities Act of 1933 (excluding Rule 144A securities). The Trust has various registration rights (exercisable

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Notes to Financial Statements (Unaudited) continued

under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

Description	Date of		Cost	Value
	Acquisition	Shares		
<b>Common Stocks</b>				
Panoram Holdings Co.	12/30/09	280	\$ 153,860	\$ 494,251
<b>Total Restricted Securities</b>			<b>\$ 153,860</b>	<b>\$ 494,251</b>
<b>9 Financial Instruments</b>				

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

A summary of obligations under these financial instruments at November 30, 2012 is as follows:

## Forward Foreign Currency Exchange Contracts

Sales				Net Unrealized Appreciation (Depreciation)
Settlement Date	Deliver	In Exchange For	Counterparty	
12/31/12	British Pound Sterling 3,171,667	United States Dollar 5,121,021	Goldman Sachs International	\$ 39,698
12/31/12	Euro 2,295,773	United States Dollar 2,954,683	HSBC Bank USA	(31,966)
1/31/13	British Pound Sterling 2,911,406	United States Dollar 4,679,357	HSBC Bank USA	15,452
1/31/13	Euro 4,757,576	United States Dollar 6,176,238	Deutsche Bank	(14,899)
2/28/13	British Pound Sterling 4,552,133	United States Dollar 7,267,207	Goldman Sachs International	(24,247)
2/28/13	Euro 6,370,519	United States Dollar 8,219,913	Citibank NA	(72,515)
				<b>\$ (88,477)</b>

At November 30, 2012, the Trust had sufficient cash and/or securities to cover commitments under these contracts.



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The Trust is subject to foreign exchange risk in the normal course of pursuing its investment objectives. Because the Trust holds foreign currency denominated investments, the value of these investments and related receivables and payables may change due to future changes in foreign currency exchange rates. To hedge against this risk, the Trust enters into forward foreign currency exchange contracts. The Trust also enters into such contracts to hedge the currency risk of investments it anticipates purchasing.

The Trust enters into forward foreign currency exchange contracts that may contain provisions whereby the counterparty may terminate the contract under certain conditions, including but not limited to a decline in the Trust's net assets below a certain level over a certain period of time, which would trigger a payment by the Trust for those derivatives in a liability position. At November 30, 2012, the fair value of derivatives with credit-related contingent features in a net liability position was \$143,627. The aggregate fair value of assets pledged as collateral by the Trust for such liability was \$133,332 at November 30, 2012.

## Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

## Notes to Financial Statements (Unaudited) continued

The non-exchange traded derivatives in which the Trust invests, including forward foreign currency exchange contracts, are subject to the risk that the counterparty to the contract fails to perform its obligations under the contract. At November 30, 2012, the maximum amount of loss the Trust would incur due to counterparty risk was \$55,150, representing the fair value of such derivatives in an asset position, with the highest amount from any one counterparty being \$39,698. To mitigate this risk, the Trust has entered into master netting agreements with substantially all its derivative counterparties, which allows it and a counterparty to aggregate amounts owed by each of them for derivative transactions under the agreement into a single net amount payable by either the Trust or the counterparty. At November 30, 2012, the maximum amount of loss the Trust would incur due to counterparty risk would be reduced by approximately \$39,700 due to master netting agreements. Counterparties may be required to pledge collateral in the form of cash, U.S. Government securities or highly-rated bonds for the benefit of the Trust if the net amount due from the counterparty with respect to a derivative contract exceeds a certain threshold. The amount of collateral posted by the counterparties with respect to such contracts would also reduce the amount of any loss incurred.

The fair value of open derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) and whose primary underlying risk exposure is foreign exchange risk at November 30, 2012 was as follows:

Derivative	Fair Value	
	Asset Derivative	Liability Derivative
Forward foreign currency exchange contracts	55,150	
	\$ (1)	\$ (143,627 ) <sup>(2)</sup>

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

<sup>(2)</sup> Statement of Assets and Liabilities location: Payable for open forward foreign currency exchange contracts; Net unrealized appreciation.

The effect of derivative instruments (not considered to be hedging instruments for accounting disclosure purposes) on the Statement of Operations and whose primary underlying risk exposure is foreign exchange risk for the six months ended November 30, 2012 was as follows:

Derivative	Realized Gain (Loss) on Derivatives Recognized in Income	Change in Unrealized Appreciation (Depreciation) on Derivatives Recognized in Income
	Forward foreign currency exchange contracts	\$ (303,069 ) <sup>(1)</sup>

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

<sup>(2)</sup> Statement of Operations location: Change in unrealized appreciation (depreciation) Foreign currency and forward foreign currency exchange contracts. The average notional amount of forward foreign currency exchange contracts outstanding during the six months ended November 30, 2012, which is indicative of the volume of this derivative type, was approximately \$31,863,000.

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### 10 Revolving Credit and Security Agreement

The Trust entered into a Revolving Credit and Security Agreement, as amended (the Agreement) with conduit lenders and a bank to borrow up to \$265 million. Borrowings under the Agreement are secured by the assets of the Trust. Interest is charged at a rate above the conduits' commercial paper issuance rate and is payable monthly. Under the terms of the Agreement, in effect through March 21, 2013, the Trust pays a monthly program fee of 0.85% per annum on its outstanding borrowings to administer the facility and a monthly liquidity fee of 0.15% per annum on the borrowing limit under the Agreement. The Trust is required to maintain certain net asset levels during the term of the Agreement. At November 30, 2012, the Trust had borrowings outstanding under the Agreement of \$265,000,000 at an interest rate of 0.24%. The carrying amount of the borrowings at November 30, 2012 approximated its fair value. If measured at fair value, borrowings under the Agreement would have been considered as Level 2 in the fair value hierarchy (see Note 13) at November 30, 2012. Program and liquidity fees for the six months ended November 30, 2012 totaled \$1,340,441 and are included in interest expense on the Statement of Operations. For the six months ended November 30, 2012, the average borrowings under the Agreement and the average interest rate were \$260,983,607 and 0.30% (annualized), respectively.

### 11 Risks Associated with Foreign Investments

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

## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

Notes to Financial Statements (Unaudited) continued

(particularly those located in developing countries) may be less liquid and more volatile than securities of comparable U.S. companies. In general, there is less overall governmental supervision and regulation of foreign securities markets, broker/dealers and issuers than in the United States.

#### 12 Credit Risk

The Trust invests primarily in below investment grade floating-rate loans and floating-rate debt obligations, which are considered speculative because of the credit risk of their issuers. Changes in economic conditions or other circumstances are more likely to reduce the capacity of issuers of these securities to make principal and interest payments. Such companies are more likely to default on their payments of interest and principal owed than issuers of investment grade bonds. An economic downturn generally leads to a higher non-payment rate, and a loan or other debt obligation may lose significant value before a default occurs. Lower rated investments also may be subject to greater price volatility than higher rated investments. Moreover, the specific collateral used to secure a loan may decline in value or become illiquid, which would adversely affect the loan's value.

#### 13 Fair Value Measurements

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

Level 1 quoted prices in active markets for identical investments

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

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

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

At November 30, 2012, the hierarchy of inputs used in valuing the Trust's investments and open derivative instruments, which are carried at value, were as follows:

Asset Description	Level 1	Level 2	Level 3*	Total
Senior Floating-Rate Interests	\$	\$ 858,330,410	\$ 2,197,764	\$ 860,528,174
Corporate Bonds & Notes		64,687,566	106,913	64,794,479
Asset-Backed Securities		3,707,162		3,707,162
Common Stocks	58,969	3,440,580	5,433,003	8,932,552
Warrants		33,551	0	33,551
Miscellaneous		27,225		27,225
Short-Term Investments		15,012,277		15,012,277
<b>Total Investments</b>	<b>\$ 58,969</b>	<b>\$ 945,238,771</b>	<b>\$ 7,737,680</b>	<b>\$ 953,035,420</b>

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Forward Foreign Currency Exchange Contracts	\$	\$ 55,150	\$	\$ 55,150
<b>Total</b>	<b>\$ 58,969</b>	<b>\$ 945,293,921</b>	<b>\$ 7,737,680</b>	<b>\$ 953,090,570</b>
<b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (143,627)	\$	\$ (143,627)
<b>Total</b>	<b>\$</b>	<b>\$ (143,627)</b>	<b>\$</b>	<b>\$ (143,627)</b>

\* None of the unobservable inputs for Level 3 assets, individually or collectively, had a material impact on the Trust. Level 3 investments at the beginning and/or end of the period in relation to net assets were not significant and accordingly, a reconciliation of Level 3 assets for the six months ended November 30, 2012 is not presented.

At November 30, 2012, there were no investments transferred between Level 1 and Level 2 during the six months then ended.

Eaton Vance

## Floating-Rate Income Trust

November 30, 2012

Notes to Financial Statements (Unaudited) continued

### 14 Subsequent Event

On December 18, 2012, the Trust issued 800 Series C-1 Variable Rate Term Preferred Shares (VRTP Shares), with a par value of \$80 million. The Trust used the net proceeds of the offering to redeem and repurchase all of its outstanding APS which it completed on or prior to January 4, 2013. The VRTP Shares are a form of preferred shares with a mandatory redemption date of December 18, 2015, unless extended. The VRTP Shares were issued to a commercial paper conduit sponsored by a large financial institution (the Conduit). Dividends on the VRTP Shares are determined each day based on a spread to the Conduit's current cost of funding. The Trust's leverage amount did not change materially as a result of the VRTP Share issuance and the APS redemption.

## Eaton Vance

### Floating-Rate Income Trust

November 30, 2012

#### Officers and Trustees

##### Officers of Eaton Vance Floating-Rate Income Trust

Scott H. Page

*President*

Payson F. Swaffield

*Vice President*

Barbara E. Campbell

*Treasurer*

Maureen A. Gemma

*Vice President, Secretary and Chief Legal Officer*

Paul M. O Neil

*Chief Compliance Officer*

##### Trustees of Eaton Vance Floating-Rate Income Trust

Ralph F. Verni

*Chairman*

Scott E. Eston

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Benjamin C. Esty

Thomas E. Faust Jr.\*

Allen R. Freedman

William H. Park

Ronald A. Pearlman

Helen Frame Peters

Lynn A. Stout

Harriett Tee Taggart

\* Interested Trustee

### **Number of Employees**

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

### **Number of Shareholders**

As of November 30, 2012, Trust records indicate that there are 51 registered shareholders and approximately 23,591 shareholders owning the Trust shares in street name, such as through brokers, banks, and financial intermediaries.

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

Eaton Vance Distributors, Inc.

Two International Place

Boston, MA 02110

1-800-262-1122

### **New York Stock Exchange symbol**

The New York Stock Exchange symbol is EFT.



## Eaton Vance Funds

### IMPORTANT NOTICES

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

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

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

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

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

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

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

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

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

**Additional Notice to Shareholders.** A Fund also may purchase shares of its common stock in the open market when they trade at a discount to net asset value or at other times if the Fund determines such purchases are advisable. There can be no assurance that a Fund will take such action or that such purchases would reduce the discount. If applicable, a Fund may also redeem or purchase its outstanding auction preferred shares (APS) in order to maintain compliance with regulatory requirements, borrowing or rating agency requirements or for other purposes as it deems appropriate or necessary.

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

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Investment Adviser and Administrator

**Eaton Vance Management**

Two International Place

Boston, MA 02110

Custodian

**State Street Bank and Trust Company**

200 Clarendon Street

Boston, MA 02116

Transfer Agent

**American Stock Transfer & Trust Company**

59 Maiden Lane

Plaza Level

New York, NY 10038

Fund Offices

Two International Place

Boston, MA 02110

2224-1/13

CE-FLRINCSRC

**Item 2. Code of Ethics**

Not required in this filing.

**Item 3. Audit Committee Financial Expert**

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

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

Not required in this filing.

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

Not required in this filing.

**Item 6. Schedule of Investments**

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

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

Not applicable.

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

Not applicable.

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

Not applicable.

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

No Material Changes.

**Item 11. Controls and Procedures**

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

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

**Item 12. Exhibits**

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

(a)(2)(i) Treasurer's Section 302 certification.

(a)(2)(ii) President's Section 302 certification.

(b) Combined Section 906 certification.

**Signatures**

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

Eaton Vance Floating-Rate Income Trust

By: /s/ Scott H. Page  
Scott H. Page  
President

Date: January 8, 2013

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

By: /s/ Barbara E. Campbell  
Barbara E. Campbell  
Treasurer

Date: January 8, 2013

By: /s/ Scott H. Page  
Scott H. Page  
President

Date: January 8, 2013