

EATON VANCE LTD DURATION INCOME FUND  
Form N-CSR  
May 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: 811-21323

**Eaton Vance Limited Duration Income Fund**

(Exact Name of Registrant as Specified in Charter)

Two International Place, Boston, Massachusetts 02110

(Address of Principal Executive Offices)

**Maureen A. Gemma**

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

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

**(617) 482-8260**

**(Registrant's Telephone Number)**

**March 31**

**Date of Fiscal Year End**

**March 31, 2013**

**Date of Reporting Period**

**Item 1. Reports to Stockholders**

Eaton Vance

Limited Duration Income

Fund (EVV)

Annual Report

March 31, 2013

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

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

**Annual Report** March 31, 2013

Eaton Vance

## Limited Duration Income Fund

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## Eaton Vance

### Limited Duration Income Fund

March 31, 2013

#### Management's Discussion of Fund Performance

##### Economic and Market Conditions

The 12-month period ended March 31, 2013 was a year dominated by central bank easing. The most aggressive action took place in developed-market countries that are burdened with debt. With their key policy rates already near zero, the U.S. Federal Reserve (the Fed), Bank of Japan and Bank of England relied on quantitative easing (QE) to try to reduce longer-term borrowing costs and spur economic growth. In particular, the Fed's policies aimed at keeping interest rates low bolstered demand for U.S. government-backed investments during the period. In September 2012, the Fed announced its plan to keep policy rates at or near zero until at least mid-2015 and also announced further monetary stimulus with its third round of QE. This new QE3 program came in the form of open-ended U.S. government agency mortgage-backed security (MBS) purchases. Against this already favorable backdrop for high-quality fixed-income securities, investor demand for agency MBS further increased after the September 2012 announcement, with yield spreads compared to Treasuries tightening to their lows of the year.

Higher-risk securities delivered some of the strongest gains during the period, as investors chased yield in the low-rate environment. In particular, the U.S. corporate high-yield bond market generated a positive gain during the period, as measured by the BofA Merrill Lynch U.S. High Yield Index (High Yield Index)<sup>2</sup>. Favorable supply and demand conditions helped drive the advance. Investors who were frustrated by the ultralow yields offered by U.S. government bonds, wary of equity volatility and encouraged by improving macroeconomic developments poured money into high-yield bonds. Credit metrics on U.S. high-yield issuers remained solid, as default rates at the end of the period appeared to have stabilized at about half their longer-term average. Furthermore, overall leverage continued to be relatively low, and balance sheets generally were sound and liquid. Moderate economic growth appeared to be generating enough cash flow to comfortably meet debt service obligations for the most part, but subpar business activity continued to keep company managements cautious and not pursuing overly ambitious plans.

Throughout the period, the floating-rate market exhibited resilience amid low U.S. economic growth and uncertainty regarding U.S. fiscal policy. This resilience was due to favorable market technical and fundamental conditions. The net supply of floating-rate loans was moderate, as loan repayments by issuers helped offset new issue supply coming to market. Improved economic data and the Fed's pledge

to keep interest rates low appeared to have fueled investor demand for higher-yielding alternatives to government bonds. Other investors turned to floating-rate loans for protection against potentially rising interest rates. For the period, the modest growth in the overall supply of loans was easily absorbed due to widespread investor demand. In terms of market fundamentals, improving corporate balance sheets and better-than-expected earnings growth also helped bolster loans.

##### Fund Performance

For the 12-month period ended March 31, 2013, Eaton Vance Limited Duration Income Fund (the Fund) had total returns of 9.80% at net asset value (NAV) and 14.83% at market price. The leading driver of the Fund's return during the period was its investment in high-yield bonds. Overall, the Fund received a benefit from its use of leverage<sup>3</sup> during the 12-month period. Use of leverage creates an opportunity for increased income but, at the same time, creates special risks (including the likelihood of greater volatility of NAV and market price).

Among the Fund's asset mix, high-yield bond investments outperformed the broader market during the period, as measured by the High Yield Index. Credit selection was key, particularly within the building materials, food/beverage/ tobacco and containers sectors of the market. Holdings within the three- to five-year duration<sup>7</sup> range were the top contributors to performance for the period. Detracting from performance was the Fund's BB-rated holdings as well as underweight positions in banks & thrifts, which was one of the top performing sectors in the High Yield Index.

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The Fund's investments in seasoned MBS outperformed the Treasury market, as measured by the BofA Merrill Lynch 1-10 Year U.S. Treasury Index (Treasury Index). The income from seasoned MBS more than offset the longer duration benefit of the Treasury Index during a period of falling Treasury yields.

The Fund's floating-rate loan investments underperformed the loan market, as measured by the S&P/LSTA Leveraged Loan Index. The Fund's bank loan holdings were slightly overweight BB-rated loans and underweight B-rated and CCC-rated loans in an environment that favored the lower-quality loans. Defaulted loans remained below 1% of Fund bank loan assets, lower than the market overall. Also, Fund bank loan performance was enhanced by market underweights in retailers and aerospace and defense, which were slightly offset by a market underweight in utilities.

*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

## Limited Duration Income Fund

March 31, 2013

Performance<sup>3</sup>

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

<b>% Average Annual Total Returns</b>	<b>Inception Date</b>	<b>One Year</b>	<b>Five Years</b>	<b>Since Inception</b>
Fund at NAV	5/30/2003	9.80%	10.62%	7.82%
Fund at Market Price		14.83	13.77	7.97

**% Premium/Discount to NAV**

1.42%

**Distributions<sup>4</sup>**

Total Distributions per share for the period	\$ 1.243
Distribution Rate at NAV	7.24%
Distribution Rate at Market Price	7.14%

**% Total Leverage<sup>5</sup>**

Auction Preferred Shares (APS)	9.35%
Borrowings	21.16

## Fund Profile

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

### Limited Duration Income Fund

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#### Endnotes and Additional Disclosures

- <sup>1</sup> The views expressed in this report are those of the portfolio manager(s) and are current only through the date stated at the top of this page. These views are subject to change at any time based upon market or other conditions, and Eaton Vance and the Fund(s) disclaim any responsibility to update such views. These views may not be relied upon as investment advice and, because investment decisions are based on many factors, may not be relied upon as an indication of trading intent on behalf of any Eaton Vance fund. This commentary may contain statements that are not historical facts, referred to as forward looking statements. The Fund's actual future results may differ significantly from those stated in any forward looking statement, depending on factors such as changes in securities or financial markets or general economic conditions, the volume of sales and purchases of Fund shares, the continuation of investment advisory, administrative and service contracts, and other risks discussed from time to time in the Fund's filings with the Securities and Exchange Commission.
- <sup>2</sup> BofA Merrill Lynch U.S. High Yield Index is an unmanaged index of below-investment grade U.S. corporate bonds. BofA Merrill Lynch 1-10 Year U.S. Treasury Index is an unmanaged index of Treasury securities with maturities ranging from 1 to 10 years. BofA Merrill Lynch® indices not for redistribution or other uses; provided **as is**, **without warranties, and with no liability**. Eaton Vance has prepared this report, BofAML does not endorse it, or guarantee, review, or endorse Eaton Vance's products. 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.
- <sup>3</sup> Performance results reflect the effects of leverage.
- <sup>4</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>5</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>6</sup> Asset allocation as a percentage of the Fund's net assets amounted to 145.0%.
- <sup>7</sup> Duration is a measure of the expected change in price of a bond in percentage terms given a one percent change in interest rates, all else being constant. Securities with lower durations tend to be less sensitive to interest-rate changes.
- <sup>8</sup> Ratings are based on Moody's, S&P or Fitch, as applicable. Ratings, which are subject to change, apply to the creditworthiness of the issuers of the underlying securities and not to the Fund or its shares. Credit ratings measure the quality of a bond based on the issuer's creditworthiness, with ratings ranging from AAA, being the highest, to D, being the lowest based on S&P's measures. 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. Credit ratings are based largely on the rating agency's analysis at the time of rating. The rating assigned to any particular security is not necessarily a reflection of the issuer's current financial condition and 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. Holdings designated as Not Rated are not rated by the national rating agencies stated above.

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Fund profile subject to change due to active management.

### Important Notice to Shareholders

Effective December 6, 2012, Eric A. Stein became a portfolio manager of the Fund to replace Mark S. Venezia, who has retired from Eaton Vance. He joined Scott H. Page, Payson F. Swaffield, Michael W. Weilheimer, Catherine C. McDermott, and Andrew Szczurowski. Mr. Stein is a Vice President of Eaton Vance Management, the investment adviser to the Fund, and also co-manages other Eaton Vance portfolios.

## Eaton Vance

## Limited Duration Income Fund

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## Portfolio of Investments

Senior Floating-Rate Interests 53.0%

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Aerospace and Defense 1.0%</b>		
<b>AVIO S.p.A.</b>		
Term Loan, 3.08%, Maturing June 14, 2017	650	\$ 650,068
Term Loan, 3.87%, Maturing December 14, 2017	EUR 575	738,078
Term Loan, 3.95%, Maturing December 14, 2017	700	700,073
<b>Booz Allen Hamilton Inc.</b>		
Term Loan, 4.50%, Maturing July 31, 2019	896	909,380
<b>DAE Aviation Holdings, Inc.</b>		
Term Loan, 6.25%, Maturing October 29, 2018	736	743,800
Term Loan, 6.25%, Maturing November 2, 2018	334	337,189
<b>Ducommun Incorporated</b>		
Term Loan, 5.50%, Maturing June 28, 2017	469	474,152
<b>Hawker Beechcraft Acquisition Company LLC</b>		
Term Loan, 5.75%, Maturing February 14, 2020	975	981,094
<b>IAP Worldwide Services, Inc.</b>		
Term Loan, 10.00%, Maturing December 31, 2015	919	689,412
<b>Sequa Corporation</b>		
Term Loan, 5.25%, Maturing June 19, 2017	3,840	3,905,980
<b>Silver II US Holdings, LLC</b>		
Term Loan, 4.00%, Maturing December 5, 2019	5,287	5,328,758
<b>TASC, Inc.</b>		
Term Loan, 4.50%, Maturing December 18, 2015	1,520	1,526,354
<b>Transdigm, Inc.</b>		
Term Loan, 3.75%, Maturing February 28, 2020	1,397	1,417,593
<b>Wyle Services Corporation</b>		
Term Loan, 5.00%, Maturing March 27, 2017	605	609,695
		<b>\$ 19,011,626</b>
<b>Air Transport 0.0%</b>		
<b>Evergreen International Aviation, Inc.</b>		
Term Loan, 0.00%, Maturing June 30, 2015 <sup>(3)</sup>	897	\$ 889,043
		<b>\$ 889,043</b>
<b>Automotive 2.5%</b>		
<b>Allison Transmission, Inc.</b>		
Term Loan, 3.21%, Maturing August 7, 2017	2,341	\$ 2,352,243

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Term Loan, 4.25%, Maturing August 23, 2019	4,419	4,480,673
<b>Autoparts Holdings Limited</b>		
Term Loan, 6.50%, Maturing July 28, 2017	967	981,001
<b>Chrysler Group LLC</b>		
Term Loan, 6.00%, Maturing May 24, 2017	9,704	9,907,827
<b>Federal-Mogul Corporation</b>		
Term Loan, 2.14%, Maturing December 29, 2014	3,978	3,729,101
Term Loan, 2.14%, Maturing December 28, 2015	3,535	3,313,322
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Automotive (continued)</b>		
<b>Goodyear Tire &amp; Rubber Company (The)</b>		
Term Loan - Second Lien, 4.75%, Maturing April 30, 2019	6,775	\$ 6,859,633
<b>HHI Holdings LLC</b>		
Term Loan, 5.00%, Maturing October 5, 2018	4,071	4,116,858
<b>Metaldyne Company LLC</b>		
Term Loan, 5.00%, Maturing December 18, 2018	1,521	1,547,808
<b>SRAM, LLC</b>		
Term Loan, 4.75%, Maturing June 7, 2018	3,013	3,020,203
<b>Tomkins LLC</b>		
Term Loan, 3.75%, Maturing September 29, 2016	3,870	3,918,600
<b>TriMas Corporation</b>		
Term Loan, 3.75%, Maturing October 10, 2019	920	928,428
<b>Veyance Technologies, Inc.</b>		
Term Loan, 5.25%, Maturing September 15, 2017	3,575	3,594,366
		<b>\$ 48,750,063</b>
<b>Building and Development 0.2%</b>		
<b>Preferred Proppants, LLC</b>		
Term Loan, 9.00%, Maturing December 15, 2016	716	\$ 669,402
<b>RE/MAX International, Inc.</b>		
Term Loan, 5.50%, Maturing April 15, 2016	2,007	2,029,230
<b>Realogy Corporation</b>		
Term Loan, 3.23%, Maturing October 10, 2013	81	81,097
Term Loan, 4.50%, Maturing March 5, 2020	625	634,571
<b>Summit Materials Companies I, LLC</b>		
Term Loan, 5.00%, Maturing January 30, 2019	495	499,251
		<b>\$ 3,913,551</b>
<b>Business Equipment and Services 4.9%</b>		
<b>ACCO Brands Corporation</b>		
Term Loan, 4.25%, Maturing April 30, 2019	1,034	\$ 1,048,695
<b>Acosta, Inc.</b>		
Term Loan, 5.00%, Maturing March 2, 2018	3,884	3,937,221
<b>Advantage Sales &amp; Marketing, Inc.</b>		
Term Loan, 4.25%, Maturing December 18, 2017	3,092	3,139,289
<b>Affinion Group, Inc.</b>		
Term Loan, 6.50%, Maturing October 9, 2016	3,468	3,396,840
<b>Allied Security Holdings, LLC</b>		
Term Loan, 5.25%, Maturing February 3, 2017	1,534	1,547,369
<b>Altegrity, Inc.</b>		
Term Loan, 3.20%, Maturing February 21, 2015	2,556	2,508,299
<b>Altisource Solutions S.a.r.l.</b>		
Term Loan, 5.75%, Maturing November 27, 2019	898	914,583

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## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Business Equipment and Services (continued)</b>		
<b>Audio Visual Services Group, Inc.</b> Term Loan, 6.75%, Maturing November 9, 2018	1,219	\$ 1,227,966
<b>BAR/BRI Review Courses, Inc.</b> Term Loan, 6.00%, Maturing June 16, 2017	675	676,907
<b>Brand Energy &amp; Infrastructure Services, Inc.</b> Term Loan, 6.25%, Maturing October 16, 2018	722	725,187
Term Loan, 6.25%, Maturing October 23, 2018	173	174,045
<b>Brickman Group Holdings Inc.</b> Term Loan, 5.50%, Maturing October 14, 2016	1,569	1,600,157
<b>Brock Holdings III, Inc.</b> Term Loan, 6.01%, Maturing March 16, 2017	1,005	1,018,839
<b>Catalina Marketing Corporation</b> Term Loan, 2.95%, Maturing October 1, 2014	1,938	1,943,362
<b>ClientLogic Corporation</b> Term Loan, 7.06%, Maturing January 30, 2017	1,171	1,154,993
<b>Corporate Executive Board Company, The</b> Term Loan, 5.00%, Maturing July 2, 2019	549	554,111
<b>CPM Acquisition Corp.</b> Term Loan, 6.25%, Maturing August 29, 2017	522	527,272
<b>Crossmark Holdings, Inc.</b> Term Loan, 4.50%, Maturing January 31, 2020	1,500	1,504,219
<b>DynCorp International LLC</b> Term Loan, 6.25%, Maturing July 7, 2016	1,000	1,008,125
<b>Education Management LLC</b> Term Loan, 8.25%, Maturing March 29, 2018	2,102	1,824,788
<b>EIG Investors Corp.</b> Term Loan, 6.25%, Maturing November 8, 2019	3,167	3,194,774
Term Loan - Second Lien, 10.25%, Maturing May 8, 2020	575	577,875
<b>Expert Global Solutions, Inc.</b> Term Loan, 8.50%, Maturing April 3, 2018	1,973	1,993,152
<b>Genesys Telecom Holdings, U.S., Inc.</b> Term Loan, 4.00%, Maturing January 25, 2020	513	517,007
<b>Genpact International, Inc.</b> Term Loan, 4.25%, Maturing August 30, 2019	2,687	2,729,035
<b>Go Daddy Operating Company, LLC</b> Term Loan, 4.25%, Maturing December 17, 2018	4,228	4,257,567
<b>IG Investment Holdings, LLC</b> Term Loan, 6.00%, Maturing October 31, 2019	848	854,234
<b>IMS Health Incorporated</b> Term Loan, 3.75%, Maturing August 25, 2017	1,757	1,778,292
Term Loan, 4.25%, Maturing September 1, 2017	EUR 3,641	4,693,983
<b>Kronos Incorporated</b> Term Loan, 4.50%, Maturing October 30, 2019	3,716	3,763,297

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Business Equipment and Services (continued)</b>		
Term Loan - Second Lien, 9.75%, Maturing April 30, 2020 <b>Meritas LLC</b>	2,000	\$ 2,095,000
Term Loan, 7.50%, Maturing July 28, 2017 <b>Mitchell International, Inc.</b>	692	692,175
Term Loan - Second Lien, 5.56%, Maturing March 30, 2015 <b>Monitronics International Inc.</b>	2,500	2,520,000
Term Loan, 4.25%, Maturing March 23, 2018 <b>National CineMedia, LLC</b>	1,388	1,409,322
Term Loan, 3.46%, Maturing November 23, 2019 <b>Quintiles Transnational Corp.</b>	575	580,510
Term Loan, 4.50%, Maturing June 8, 2018	393	397,855
Term Loan, 4.50%, Maturing June 8, 2018 <b>Renaissance Learning, Inc.</b>	6,890	6,995,915
Term Loan, 5.75%, Maturing November 13, 2018 <b>Sabre, Inc.</b>	1,642	1,664,324
Term Loan, 5.25%, Maturing February 19, 2019 <b>Sensus USA Inc.</b>	1,446	1,467,159
Term Loan, 4.75%, Maturing May 9, 2017 <b>SunGard Data Systems, Inc.</b>	711	712,276
Term Loan, 3.96%, Maturing February 28, 2017	192	193,103
Term Loan, 4.00%, Maturing March 8, 2020 <b>SymphonyIRI Group, Inc.</b>	10,125	10,264,219
Term Loan, 4.50%, Maturing December 1, 2017 <b>Trans Union, LLC</b>	884	895,306
Term Loan, 4.25%, Maturing February 10, 2019 <b>Travelport LLC</b>	2,684	2,721,362
Term Loan, 4.88%, Maturing August 21, 2015	EUR 739	929,957
Term Loan, 5.03%, Maturing August 21, 2015	207	205,907
Term Loan, 5.06%, Maturing August 21, 2015	649	647,188
Term Loan, 5.06%, Maturing August 21, 2015	803	800,197
<b>U.S. Security Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing July 28, 2017	129	130,468
Term Loan, 6.00%, Maturing July 28, 2017 <b>WASH Multifamily Laundry Systems, LLC</b>	660	666,566
Term Loan, 5.25%, Maturing February 15, 2019 <b>West Corporation</b>	400	406,000
Term Loan, 4.25%, Maturing June 29, 2018	6,266	6,375,216
		<b>\$ 97,561,508</b>
<b>Cable and Satellite Television 2.6%</b>		
<b>Atlantic Broadband Finance, LLC</b>		
Term Loan, 4.50%, Maturing November 29, 2019	920	\$ 935,906



## Eaton Vance

## Limited Duration Income Fund

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## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Cable and Satellite Television (continued)</b>		
<b>Bragg Communications Incorporated</b>		
Term Loan, 3.50%, Maturing February 28, 2018	396	\$ 399,465
<b>Cequel Communications, LLC</b>		
Term Loan, 4.00%, Maturing February 14, 2019	5,470	5,528,293
<b>Charter Communications Operating, LLC</b>		
Term Loan, 4.00%, Maturing May 15, 2019	990	1,002,127
<b>Crown Media Holdings, Inc.</b>		
Term Loan, 6.75%, Maturing July 14, 2018	450	456,107
<b>CSC Holdings, Inc.</b>		
Term Loan, 1.95%, Maturing March 29, 2016	2,590	2,601,814
<b>ION Media Networks, Inc.</b>		
Term Loan, 7.25%, Maturing July 31, 2018	998	1,004,981
<b>Kabel Deutschland GmbH</b>		
Term Loan, 3.25%, Maturing February 1, 2019	1,100	1,106,973
<b>Lavena Holdings 4 GmbH</b>		
Term Loan, 2.62%, Maturing March 6, 2015	EUR 2,045	2,605,833
Term Loan, 3.00%, Maturing March 4, 2016	EUR 2,045	2,605,833
Term Loan, 7.37%, Maturing March 6, 2017 <sup>(4)</sup>	EUR 550	687,425
Term Loan - Second Lien, 4.12%, Maturing September 2, 2016	EUR 452	567,652
<b>MCC Iowa LLC</b>		
Term Loan, 1.93%, Maturing January 30, 2015	2,298	2,301,138
<b>Mediacom Broadband LLC</b>		
Term Loan, 4.50%, Maturing October 23, 2017	1,799	1,817,866
<b>Mediacom Illinois, LLC</b>		
Term Loan, 1.68%, Maturing January 30, 2015	4,536	4,538,220
Term Loan, 4.50%, Maturing October 23, 2017	997	1,005,950
<b>P7S1 Broadcasting Holding II B.V.</b>		
Term Loan, 2.71%, Maturing July 1, 2016	EUR 1,235	1,573,418
<b>UPC Broadband Holding B.V.</b>		
Term Loan, 3.87%, Maturing December 31, 2016	EUR 4,531	5,828,925
Term Loan, 4.12%, Maturing December 29, 2017	EUR 1,962	2,524,736
<b>UPC Financing Partnership</b>		
Term Loan, 3.70%, Maturing December 30, 2016	239	241,529
Term Loan, 3.70%, Maturing December 29, 2017	1,815	1,829,671
Term Loan, 4.00%, Maturing January 29, 2021	850	862,750
<b>Virgin Media Investment Holdings Limited</b>		
Term Loan, Maturing February 15, 2020 <sup>(5)</sup>	GBP 1,800	2,745,835
Term Loan, Maturing February 17, 2020 <sup>(5)</sup>	6,950	6,923,937
<b>WaveDivision Holdings, LLC</b>		
Term Loan, 4.00%, Maturing October 15, 2019	349	353,053
		<b>\$ 52,049,437</b>

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Chemicals and Plastics 1.7%</b>		
<b>AI Chem &amp; Cy S.C.A.</b>		
Term Loan, Maturing August 30, 2019 <sup>(5)</sup>	346	\$ 346,952
Term Loan, Maturing October 1, 2019 <sup>(5)</sup>	179	180,017
<b>AZ Chem US Inc.</b>		
Term Loan, 5.25%, Maturing December 22, 2017	1,076	1,096,590
<b>Celanese U.S. Holdings LLC</b>		
Term Loan, 2.87%, Maturing October 31, 2016	EUR 1,332	1,715,426
Term Loan, 3.06%, Maturing October 31, 2016	1,327	1,339,917
<b>Chemtura Corporation</b>		
Term Loan, 5.50%, Maturing August 27, 2016	275	279,125
<b>Emerald Performance Materials, LLC</b>		
Term Loan, 6.75%, Maturing May 18, 2018	744	751,819
<b>General Chemical Corporation</b>		
Term Loan, 5.00%, Maturing October 6, 2015	549	554,825
<b>Huntsman International, LLC</b>		
Term Loan, 2.74%, Maturing April 19, 2017	2,123	2,140,652
<b>Ineos US Finance LLC</b>		
Term Loan, 6.50%, Maturing May 4, 2018	6,588	6,701,705
<b>MacDermid, Inc.</b>		
Term Loan, 2.31%, Maturing April 11, 2014	EUR 688	880,811
<b>Milacron LLC</b>		
Term Loan, Maturing March 28, 2020 <sup>(5)</sup>	500	505,625
<b>OEP Pearl Dutch Acquisition B.V.</b>		
Term Loan, 6.50%, Maturing March 30, 2018	97	98,846
<b>PQ Corporation</b>		
Term Loan, 4.50%, Maturing August 7, 2017	3,292	3,330,839
<b>Schoeller Arca Systems Holding B.V.</b>		
Term Loan, 4.71%, Maturing November 16, 2015 <sup>(6)</sup>	EUR 289	255,654
Term Loan, 4.71%, Maturing November 16, 2015 <sup>(6)</sup>	EUR 824	728,916
Term Loan, 4.71%, Maturing November 16, 2015 <sup>(6)</sup>	EUR 887	784,384
<b>Sonneborn LLC</b>		
Term Loan, 6.50%, Maturing March 30, 2018	552	560,127
<b>Taminco NV</b>		
Term Loan, 4.25%, Maturing February 15, 2019	396	400,710
<b>Tronox, Inc.</b>		
Term Loan, 4.50%, Maturing March 13, 2020	2,500	2,537,052
<b>U.S. Coatings Acquisition Inc.</b>		
Term Loan, 4.75%, Maturing February 3, 2020	4,325	4,387,418
<b>Univar Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	3,948	3,992,067
		<b>\$ 33,569,477</b>
<b>Clothing / Textiles 0.0%</b>		
<b>Wolverine Worldwide, Inc.</b>		
Term Loan, 4.00%, Maturing July 31, 2019	492	\$ 497,666
		<b>\$ 497,666</b>

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Conglomerates 1.0%</b>		
<b>ISS Holdings A/S</b> Term Loan, Maturing March 15, 2018 <sup>(5)</sup>	575	\$ 577,516
<b>Jarden Corporation</b> Term Loan, 2.70%, Maturing March 30, 2018	838	847,987
<b>Jason Incorporated</b> Term Loan, 5.00%, Maturing February 28, 2019	650	653,250
<b>Rexnord LLC</b> Term Loan, 4.50%, Maturing April 2, 2018	4,370	4,422,637
<b>RGIS Services, LLC</b> Term Loan, 4.53%, Maturing October 18, 2016	1,974	1,996,512
Term Loan, 5.50%, Maturing October 18, 2017	1,460	1,483,066
<b>Rocket Software, Inc.</b> Term Loan, 5.75%, Maturing February 8, 2018	444	446,968
Term Loan - Second Lien, 10.25%, Maturing February 8, 2019	1,500	1,496,250
<b>Spectrum Brands, Inc.</b> Term Loan, 4.50%, Maturing December 17, 2019	4,589	4,652,069
<b>Walter Energy, Inc.</b> Term Loan, 5.75%, Maturing April 2, 2018	3,138	3,160,974
		<b>\$ 19,737,229</b>
<b>Containers and Glass Products 0.9%</b>		
<b>Berry Plastics Holding Corporation</b> Term Loan, 2.20%, Maturing April 3, 2015	5,400	\$ 5,431,309
Term Loan, 3.50%, Maturing February 4, 2020	2,600	2,598,840
<b>BWAY Corporation</b> Term Loan, 4.50%, Maturing August 7, 2017	2,968	3,006,512
<b>Pelican Products, Inc.</b> Term Loan, 7.00%, Maturing July 11, 2018	496	497,491
<b>Reynolds Group Holdings Inc.</b> Term Loan, 4.75%, Maturing September 28, 2018	5,149	5,230,038
<b>Sealed Air Corporation</b> Term Loan, 4.00%, Maturing October 3, 2018	566	575,756
<b>TricorBraun, Inc.</b> Term Loan, 5.50%, Maturing May 3, 2018	672	681,140
		<b>\$ 18,021,086</b>
<b>Cosmetics / Toiletries 0.4%</b>		
<b>Bausch &amp; Lomb, Inc.</b>		

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Term Loan, 5.25%, Maturing May 17, 2019	3,151	\$ 3,185,220
<b>KIK Custom Products, Inc.</b>		
Term Loan - Second Lien, 5.20%, Maturing November 28, 2014	1,900	1,668,833
	<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<i>Cosmetics / Toiletries (continued)</i>		
<b>Prestige Brands, Inc.</b>		
Term Loan, 3.75%, Maturing January 31, 2019	354	\$ 359,641
<b>Sun Products Corporation (The)</b>		
Term Loan, 5.50%, Maturing March 18, 2020	2,650	2,681,469
		<b>\$ 7,895,163</b>
<i>Drugs 0.5%</i>		
<b>Aptalis Pharma, Inc.</b>		
Term Loan, 5.50%, Maturing February 10, 2017	990	\$ 1,002,375
Term Loan, 5.50%, Maturing February 10, 2017	1,733	1,750,245
<b>Par Pharmaceutical Companies, Inc.</b>		
Term Loan, 4.25%, Maturing September 30, 2019	1,269	1,284,354
<b>Warner Chilcott Company, LLC</b>		
Term Loan, 3.75%, Maturing March 17, 2016	604	611,173
Term Loan, 4.25%, Maturing March 15, 2018	605	613,586
<b>Warner Chilcott Corporation</b>		
Term Loan, 4.25%, Maturing March 15, 2018	743	753,771
Term Loan, 4.25%, Maturing March 15, 2018	1,706	1,731,585
<b>WC Luxco S.a.r.l.</b>		
Term Loan, 4.25%, Maturing March 15, 2018	1,344	1,364,509
		<b>\$ 9,111,598</b>
<i>Ecological Services and Equipment 0.2%</i>		
<b>ADS Waste Holdings, Inc.</b>		
Term Loan, 4.25%, Maturing October 9, 2019	3,616	\$ 3,660,685
<b>Envirotest Systems Holding Corp.</b>		
Term Loan - Second Lien, 15.50%, Maturing March 31, 2017 <sup>(6)</sup>	41	42,725
<b>Progressive Waste Solutions Ltd.</b>		
Term Loan, 3.50%, Maturing October 24, 2019	574	582,345
<b>Viking Consortium Borrower Limited</b>		
Term Loan - Second Lien, 6.68%, Maturing March 31, 2016 <sup>(4)</sup>	GBP 532	216,381
		<b>\$ 4,502,136</b>
<i>Electronics / Electrical 3.8%</i>		
<b>Aeroflex Incorporated</b>		
Term Loan, 5.75%, Maturing May 9, 2018	1,445	\$ 1,473,145
<b>Aspect Software, Inc.</b>		
Term Loan, 7.00%, Maturing May 6, 2016	2,472	2,506,405
<b>Attachmate Corporation</b>		
Term Loan, 7.27%, Maturing November 22, 2017	3,605	3,647,440
<b>Cinedigm Digital Funding I, LLC</b>		
Term Loan, 3.75%, Maturing February 28, 2018	695	698,017

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Electronics / Electrical (continued)</b>		
<b>CommScope, Inc.</b> Term Loan, 3.75%, Maturing January 12, 2018	3,250	\$ 3,286,115
<b>CompuCom Systems, Inc.</b> Term Loan, 6.50%, Maturing October 4, 2018	873	884,450
<b>Dealer Computer Services, Inc.</b> Term Loan, 3.75%, Maturing April 20, 2018	1,253	1,263,240
<b>DG FastChannel, Inc.</b> Term Loan, 7.25%, Maturing July 26, 2018	1,452	1,437,910
<b>Eagle Parent, Inc.</b> Term Loan, 4.50%, Maturing May 16, 2018	2,751	2,788,933
<b>Edwards (Cayman Islands II) Limited</b> Term Loan, Maturing May 31, 2016 <sup>(5)</sup>	1,675	1,678,141
<b>Eze Castle Software Inc.</b> Term Loan, Maturing February 22, 2020 <sup>(5)</sup>	525	532,219
<b>Freescale Semiconductor, Inc.</b> Term Loan, 5.00%, Maturing March 2, 2020	3,525	3,552,541
<b>Hyland Software, Inc.</b> Term Loan, 5.50%, Maturing October 25, 2019	374	377,336
<b>Infor (US), Inc.</b> Term Loan, 5.25%, Maturing April 5, 2018	8,671	8,831,647
<b>Internet Brands, Inc.</b> Term Loan, 6.25%, Maturing March 15, 2019	1,150	1,154,312
<b>Magic Newco LLC</b> Term Loan, 7.25%, Maturing December 12, 2018	2,040	2,076,720
<b>Microsemi Corporation</b> Term Loan, 3.75%, Maturing February 19, 2020	1,497	1,511,530
<b>NXP B.V.</b> Term Loan, 4.50%, Maturing March 3, 2017	2,524	2,585,010
<b>Rovi Solutions Corporation</b> Term Loan, 4.75%, Maturing January 11, 2020	2,569	2,630,637
<b>RP Crown Parent, LLC</b> Term Loan, 4.00%, Maturing March 29, 2019	785	784,667
<b>SafeNet Inc.</b> Term Loan, 6.75%, Maturing December 21, 2018	3,092	3,157,960
<b>Semtech Corporation</b> Term Loan - Second Lien, 11.25%, Maturing December 20, 2019	675	707,063
<b>Sensata Technologies Finance Company, LLC</b> Term Loan, 2.70%, Maturing April 12, 2014	241	241,761
<b>Serena Software, Inc.</b> Term Loan, 4.25%, Maturing March 20, 2017	422	427,085
<b>Sensata Technologies Finance Company, LLC</b> Term Loan, 3.75%, Maturing May 11, 2018	4,704	4,761,831
<b>Serena Software, Inc.</b> Term Loan, 4.20%, Maturing March 10, 2016	3,206	3,228,143
<b>Serena Software, Inc.</b> Term Loan, 5.00%, Maturing March 10, 2016	350	352,333

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Electronics / Electrical (continued)</b>		
<b>Shield Finance Co. S.A.R.L.</b>		
Term Loan, 6.50%, Maturing May 10, 2019	3,032	\$ 3,056,736
<b>Sirius Computer Solutions, Inc.</b>		
Term Loan, 7.00%, Maturing November 30, 2018	669	676,760
<b>SkillSoft Corporation</b>		
Term Loan, 5.00%, Maturing May 26, 2017	1,241	1,259,543
<b>Sophia, L.P.</b>		
Term Loan, 4.50%, Maturing July 19, 2018	1,901	1,931,822
<b>Spansion LLC</b>		
Term Loan, 5.25%, Maturing December 11, 2018	895	906,204
<b>SS&amp;C Technologies Inc.</b>		
Term Loan, 5.00%, Maturing June 7, 2019	129	131,328
Term Loan, 5.00%, Maturing June 7, 2019	1,249	1,264,823
<b>SumTotal Systems LLC</b>		
Term Loan, 6.25%, Maturing November 16, 2018	1,421	1,442,759
<b>SurveyMonkey.com, LLC</b>		
Term Loan, 5.50%, Maturing February 5, 2019	675	686,813
<b>VeriFone Inc.</b>		
Term Loan, 4.25%, Maturing December 28, 2018	224	225,390
<b>Vertafore, Inc.</b>		
Term Loan, 5.25%, Maturing July 29, 2016	2,031	2,052,410
<b>Wall Street Systems, Inc.</b>		
Term Loan, 5.75%, Maturing October 24, 2019	1,796	1,817,944
Term Loan - Second Lien, 9.25%, Maturing April 24, 2020	500	510,000
<b>Web.com Group, Inc.</b>		
Term Loan, 4.50%, Maturing October 27, 2017	3,577	3,613,459
		<b>\$ 76,152,582</b>
<b>Equipment Leasing 0.3%</b>		
<b>BakerCorp International, Inc.</b>		
Term Loan, 4.25%, Maturing February 14, 2020	875	\$ 880,833
<b>Delos Aircraft Inc.</b>		
Term Loan, 4.75%, Maturing April 12, 2016	1,300	1,309,750
<b>Flying Fortress Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	3,475	3,496,719
		<b>\$ 5,687,302</b>
<b>Financial Intermediaries 2.5%</b>		
<b>American Capital Holdings, Inc.</b>		
Term Loan, 5.50%, Maturing August 22, 2016	875	\$ 890,313
<b>Asset Acceptance Capital Corp.</b>		
Term Loan, 8.75%, Maturing November 14, 2017	1,289	1,301,953
<b>Citco Funding LLC</b>		
Term Loan, 4.25%, Maturing May 23, 2018	3,277	3,285,341

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Financial Intermediaries (continued)</b>		
<b>Clipper Acquisitions Corp.</b>		
Term Loan, 4.00%, Maturing February 6, 2020	1,646	\$ 1,662,334
<b>First Data Corporation</b>		
Term Loan, 5.20%, Maturing March 24, 2017	1,000	1,008,672
Term Loan, 4.20%, Maturing March 23, 2018	3,000	2,995,875
Term Loan, 5.20%, Maturing September 24, 2018	3,850	3,885,693
<b>Grosvenor Capital Management Holdings, LLP</b>		
Term Loan, 4.25%, Maturing December 5, 2016	2,092	2,084,343
<b>Hamilton Lane Advisors, LLC</b>		
Term Loan, 5.25%, Maturing February 23, 2018	736	741,772
<b>Harbourvest Partners, LLC</b>		
Term Loan, 4.75%, Maturing November 21, 2017	1,009	1,016,316
<b>iPayment, Inc.</b>		
Term Loan, 5.75%, Maturing May 8, 2017	973	979,057
<b>LPL Holdings, Inc.</b>		
Term Loan, 2.70%, Maturing March 29, 2017	784	786,297
Term Loan, 4.00%, Maturing March 29, 2019	3,094	3,124,687
<b>Mercury Payment Systems Canada, LLC</b>		
Term Loan, 5.50%, Maturing July 3, 2017	1,085	1,104,432
<b>MIP Delaware, LLC</b>		
Term Loan, 4.00%, Maturing March 31, 2020	1,110	1,119,387
<b>Moneygram International, Inc</b>		
Term Loan, Maturing March 20, 2020 <sup>(5)</sup>	550	554,985
<b>Nuveen Investments, Inc.</b>		
Term Loan, 5.20%, Maturing May 13, 2017	7,745	7,895,304
<b>Ocwen Financial Corporation</b>		
Term Loan, 5.00%, Maturing February 15, 2018	3,475	3,535,812
<b>Oz Management LP</b>		
Term Loan, 1.70%, Maturing November 15, 2016	1,361	1,259,696
<b>RJO Holdings Corp.</b>		
Term Loan, 6.21%, Maturing December 10, 2015 <sup>(6)</sup>	32	26,494
Term Loan, 6.96%, Maturing December 10, 2015 <sup>(6)</sup>	1,016	782,656
<b>RPI Finance Trust</b>		
Term Loan, 3.50%, Maturing May 9, 2018	3,696	3,739,281
Term Loan, 4.00%, Maturing November 9, 2018	1,977	2,000,150
<b>Transfirst Holdings, Inc.</b>		
Term Loan, 6.25%, Maturing December 27, 2017	998	1,015,580
<b>Vantiv, LLC</b>		
Term Loan, 3.75%, Maturing March 27, 2019	495	497,630
<b>Walter Investment Management Corp.</b>		
Term Loan, 5.75%, Maturing November 28, 2017	1,919	1,956,089

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\$ 49,250,149

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Food Products 2.5%</b>		
<b>AdvancePierre Foods, Inc.</b>		
Term Loan, 5.75%, Maturing July 10, 2017	2,394	\$ 2,432,903
<b>Blue Buffalo Company, Ltd.</b>		
Term Loan, 4.75%, Maturing August 8, 2019	1,393	1,409,987
<b>Clearwater Seafoods Limited Partnership</b>		
Term Loan, 6.76%, Maturing June 6, 2018	1,084	1,095,000
<b>Del Monte Foods Company</b>		
Term Loan, 4.00%, Maturing March 8, 2018	5,834	5,891,542
<b>Dole Food Company Inc.</b>		
Term Loan, 6.00%, Maturing July 6, 2018	1,049	1,053,326
<b>Hearthside Food Solutions, LLC</b>		
Term Loan, 6.50%, Maturing June 7, 2018	1,269	1,281,311
<b>High Liner Foods Incorporated</b>		
Term Loan, 4.75%, Maturing December 31, 2017	1,097	1,100,042
<b>HJ Heinz Co.</b>		
Term Loan, Maturing March 27, 2020 <sup>(5)</sup>	12,925	13,052,634
<b>JBS USA Holdings Inc.</b>		
Term Loan, 3.75%, Maturing May 25, 2018	3,041	3,067,762
<b>Michael Foods Group, Inc.</b>		
Term Loan, 4.25%, Maturing February 23, 2018	1,348	1,370,706
<b>NBTY, Inc.</b>		
Term Loan, 3.50%, Maturing October 1, 2017	9,496	9,625,139
<b>Pinnacle Foods Finance LLC</b>		
Term Loan, 4.75%, Maturing October 17, 2018	297	300,129
Term Loan, 4.75%, Maturing October 17, 2018	6,575	6,651,632
<b>Solvest Ltd.</b>		
Term Loan, 6.00%, Maturing July 6, 2018	1,877	1,884,901
		<b>\$ 50,217,014</b>
<b>Food Service 2.0%</b>		
<b>Aramark Corporation</b>		
Term Loan, 3.70%, Maturing July 26, 2016	3,742	\$ 3,770,735
Term Loan, 3.71%, Maturing July 26, 2016	137	138,109
Term Loan, 3.71%, Maturing July 26, 2016	246	247,982
Term Loan, 3.76%, Maturing July 26, 2016	1,696	1,709,540
Term Loan, 4.01%, Maturing July 26, 2016	950	1,421,825
	GBP	
<b>Brasa Holdings, Inc.</b>		
Term Loan, 7.50%, Maturing July 19, 2019	473	474,988
<b>Buffets, Inc.</b>		
Term Loan, 0.31%, Maturing April 22, 2015 <sup>(6)</sup>	134	133,878
<b>Burger King Corporation</b>		
Term Loan, 3.75%, Maturing September 27, 2019	2,637	2,676,016
<b>Centerplate, Inc.</b>		
Term Loan, 5.75%, Maturing October 15, 2018	898	907,288



## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Food Service (continued)</b>		
<b>DineEquity, Inc.</b> Term Loan, 3.75%, Maturing October 19, 2017	1,670	\$ 1,695,547
<b>Dunkin' Brands, Inc.</b> Term Loan, 3.75%, Maturing February 14, 2020	3,296	3,339,763
<b>Landry's, Inc.</b> Term Loan, 4.75%, Maturing April 24, 2018	2,882	2,908,832
<b>NPC International, Inc.</b> Term Loan, 4.50%, Maturing December 28, 2018	687	698,763
<b>OSI Restaurant Partners, LLC</b> Term Loan, 4.75%, Maturing October 24, 2019	2,852	2,895,831
<b>P.F. Chang's China Bistro Inc.</b> Term Loan, 5.25%, Maturing July 2, 2019	945	958,247
<b>Sagittarius Restaurants, LLC</b> Term Loan, 7.75%, Maturing May 18, 2015	451	455,368
Term Loan, Maturing September 28, 2018 <sup>(5)</sup>	750	742,500
<b>US Foods, Inc.</b> Term Loan, 5.75%, Maturing March 31, 2017	7,247	7,356,726
<b>Weight Watchers International, Inc.</b> Term Loan, 4.00%, Maturing March 15, 2019	3,350	3,372,090
<b>Wendy's International, Inc.</b> Term Loan, 4.75%, Maturing May 15, 2019	3,035	3,071,589
		<b>\$ 38,975,617</b>
<b>Food / Drug Retailers 1.4%</b>		
<b>Albertson's, LLC</b> Term Loan, 5.75%, Maturing March 21, 2016	900	\$ 916,474
<b>Alliance Boots Holdings Limited</b> Term Loan, 3.59%, Maturing July 10, 2017	EUR 1,000	1,278,303
Term Loan, 3.99%, Maturing July 10, 2017	GBP 5,950	8,951,729
<b>General Nutrition Centers, Inc.</b> Term Loan, 3.75%, Maturing March 2, 2018	6,393	6,456,562
<b>Pantry, Inc. (The)</b> Term Loan, 5.75%, Maturing August 2, 2019	473	480,884
<b>Rite Aid Corporation</b> Term Loan, 4.25%, Maturing February 21, 2020	3,825	3,870,024
Term Loan, 5.75%, Maturing August 21, 2020	550	571,083
<b>Sprouts Farmers Markets Holdings, LLC</b> Term Loan, 6.00%, Maturing April 18, 2018	742	749,384
Term Loan, 6.00%, Maturing April 18, 2018	1,340	1,349,924
<b>Supervalu Inc.</b>		

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Term Loan, 6.25%, Maturing March 21, 2019	2,750	2,801,807
		<b>\$ 27,426,174</b>

<b>Borrower/Tranche Description</b>	<b>Principal Amount* (000 s omitted)</b>	<b>Value</b>
<b>Health Care 5.9%</b>		
<b>Alere, Inc.</b>		
Term Loan, 4.25%, Maturing June 30, 2017	470	\$ 475,834
Term Loan, 4.25%, Maturing June 30, 2017	3,254	3,292,606
Term Loan, 4.75%, Maturing June 30, 2017	593	599,536
<b>Alkermes, Inc.</b>		
Term Loan, 3.50%, Maturing September 18, 2019	1,195	1,198,110
<b>Alliance Healthcare Services, Inc.</b>		
Term Loan, 7.25%, Maturing June 1, 2016	1,939	1,958,719
<b>Ardent Medical Services, Inc.</b>		
Term Loan, 6.75%, Maturing July 2, 2018	1,746	1,778,355
<b>ATI Holdings, Inc.</b>		
Term Loan, 5.75%, Maturing December 20, 2019	524	532,525
<b>Biomet Inc.</b>		
Term Loan, 4.01%, Maturing July 25, 2017	3,759	3,801,740
<b>BSN Medical Acquisition Holding GmbH</b>		
Term Loan, 5.00%, Maturing August 28, 2019	625	632,292
<b>Catalent Pharma Solutions Inc.</b>		
Term Loan, 3.70%, Maturing September 15, 2016	1,080	1,089,509
Term Loan, 4.12%, Maturing September 15, 2016	EUR 1,885	2,435,921
Term Loan, 4.25%, Maturing September 15, 2017	1,639	1,657,163
<b>CHG Buyer Corporation</b>		
Term Loan, 5.00%, Maturing November 22, 2019	1,703	1,727,003
<b>Community Health Systems, Inc.</b>		
Term Loan, 3.79%, Maturing January 25, 2017	7,104	7,189,679
<b>Convatec Inc.</b>		
Term Loan, 5.00%, Maturing December 22, 2016	1,495	1,522,067
<b>CRC Health Corporation</b>		
Term Loan, 4.78%, Maturing November 16, 2015	1,160	1,165,413
<b>DaVita, Inc.</b>		
Term Loan, 4.00%, Maturing November 1, 2019	3,317	3,355,297
<b>DJO Finance LLC</b>		
Term Loan, 4.75%, Maturing September 15, 2017	1,454	1,480,334
<b>Drumm Investors LLC</b>		
Term Loan, 5.00%, Maturing May 4, 2018	1,964	1,903,942
<b>Emdeon, Inc.</b>		
Term Loan, 5.00%, Maturing November 2, 2018	842	853,860
<b>Emergency Medical Services Corporation</b>		
Term Loan, 4.00%, Maturing May 25, 2018	4,311	4,370,187
<b>Fresenius US Finance I Inc.</b>		
Term Loan, 3.25%, Maturing September 10, 2014	350	351,498
Term Loan, 3.25%, Maturing September 10, 2014	613	615,340
<b>Grifols Inc.</b>		
Term Loan, 4.25%, Maturing June 1, 2017	4,676	4,730,508
<b>HCA, Inc.</b>		
Term Loan, 3.53%, Maturing March 31, 2017	5,961	6,020,626
Term Loan, 3.45%, Maturing May 1, 2018	2,152	2,172,286

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Health Care (continued)</b>		
<b>Health Management Associates, Inc.</b> Term Loan, 3.50%, Maturing November 16, 2018	4,162	\$ 4,206,384
<b>Hologic Inc.</b> Term Loan, 4.50%, Maturing August 1, 2019	2,015	2,045,308
<b>Iasis Healthcare LLC</b> Term Loan, 4.50%, Maturing May 3, 2018	3,312	3,362,224
<b>inVentiv Health, Inc.</b> Term Loan, 7.50%, Maturing August 4, 2016	1,866	1,851,718
Term Loan, 7.75%, Maturing May 15, 2018	1,259	1,250,648
<b>KAR Auction Services, Inc.</b> Term Loan, 3.75%, Maturing May 19, 2017	3,046	3,082,036
<b>Kindred Healthcare, Inc.</b> Term Loan, 5.25%, Maturing June 1, 2018	848	856,884
Term Loan, 5.25%, Maturing June 1, 2018	1,023	1,033,788
<b>Kinetic Concepts, Inc.</b> Term Loan, 5.50%, Maturing May 4, 2018	6,191	6,310,592
<b>LHP Hospital Group, Inc.</b> Term Loan, 9.00%, Maturing July 3, 2018	597	612,671
<b>MedAssets, Inc.</b> Term Loan, 4.00%, Maturing December 13, 2019	663	669,882
<b>Medpace, Inc.</b> Term Loan, 6.50%, Maturing June 16, 2017	853	855,283
<b>MMM Holdings, Inc.</b> Term Loan, 9.75%, Maturing October 9, 2017	767	772,859
<b>MSO of Puerto Rico, Inc.</b> Term Loan, 9.75%, Maturing October 26, 2017	558	561,382
<b>Multiplan, Inc.</b> Term Loan, 4.00%, Maturing August 18, 2017	3,035	3,073,666
<b>MX USA, Inc.</b> Term Loan, 6.50%, Maturing April 28, 2017	594	596,970
<b>One Call Medical, Inc.</b> Term Loan, 5.50%, Maturing August 16, 2019	948	955,917
<b>Onex Carestream Finance LP</b> Term Loan, 5.00%, Maturing February 25, 2017	2,424	2,438,214
<b>Pharmaceutical Product Development, Inc.</b> Term Loan, 4.25%, Maturing December 5, 2018	3,541	3,590,924
<b>Physiotherapy Associates Holdings, Inc.</b> Term Loan, 6.00%, Maturing April 30, 2018	323	325,183
<b>Radnet Management, Inc.</b> Term Loan, 5.50%, Maturing September 30, 2018	1,592	1,612,895
<b>Sage Products, Inc.</b> Term Loan, 4.25%, Maturing December 13, 2019	700	707,219
<b>Select Medical Corporation</b>		

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Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
Term Loan, 5.50%, Maturing June 1, 2018	3,193	3,225,037
<b>Health Care (continued)</b>		
<b>Sheridan Holdings, Inc.</b>		
Term Loan, 4.50%, Maturing June 29, 2018	695	\$ 702,229
<b>TriZetto Group, Inc. (The)</b>		
Term Loan, 4.75%, Maturing May 2, 2018	1,547	1,560,495
<b>Truven Health Analytics Inc.</b>		
Term Loan, 5.75%, Maturing June 1, 2019	1,816	1,847,630
<b>Universal Health Services, Inc.</b>		
Term Loan, 3.75%, Maturing November 15, 2016	507	512,352
<b>Valeant Pharmaceuticals International, Inc.</b>		
Term Loan, 3.50%, Maturing February 13, 2019	1,888	1,907,298
Term Loan, 3.50%, Maturing December 11, 2019	4,015	4,054,565
<b>Vanguard Health Holding Company II, LLC</b>		
Term Loan, 3.75%, Maturing January 29, 2016	1,219	1,235,862
<b>VWR Funding, Inc.</b>		
Term Loan, 4.20%, Maturing April 3, 2017	1,796	1,817,944
Term Loan, 4.45%, Maturing April 3, 2017	2,114	2,141,481
		<b>\$ 116,687,890</b>
<b>Home Furnishings 0.4%</b>		
<b>Oreck Corporation</b>		
Term Loan - Second Lien, 3.78%, Maturing March 19, 2016 <sup>(6)</sup>	527	\$ 482,292
<b>Serta Simmons Holdings, LLC</b>		
Term Loan, 5.00%, Maturing October 1, 2019	3,775	3,832,410
<b>Sofia III S.a.r.l.</b>		
Term Loan, 2.62%, Maturing June 24, 2016	EUR 374	440,800
<b>Tempur-Pedic International Inc.</b>		
Term Loan, 5.00%, Maturing December 12, 2019	2,045	2,076,096
		<b>\$ 6,831,598</b>
<b>Industrial Equipment 0.6%</b>		
<b>Alliance Laundry Systems LLC</b>		
Term Loan, 4.50%, Maturing December 7, 2018	423	\$ 425,755
<b>Apex Tool Group, LLC</b>		
Term Loan, 4.50%, Maturing January 28, 2020	1,350	1,371,094
<b>Colfax Corporation</b>		
Term Loan, 3.25%, Maturing January 11, 2019	723	728,724
<b>Generac Power Systems, Inc.</b>		
Term Loan, 6.25%, Maturing May 30, 2018	1,495	1,534,329
<b>Grede LLC</b>		
Term Loan, 7.02%, Maturing April 3, 2017	1,066	1,073,995
<b>Husky Injection Molding Systems Ltd.</b>		
Term Loan, 4.25%, Maturing June 29, 2018	2,813	2,850,411

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Industrial Equipment (continued)</b>		
<b>Kion Group GmbH</b>		
Term Loan, 2.62%, Maturing December 29, 2015 <sup>(4)</sup>	EUR 340	\$ 436,129
<b>Manitowoc Company, Inc. (The)</b>		
Term Loan, 4.25%, Maturing November 13, 2017	137	138,522
<b>Schaeffler AG</b>		
Term Loan, Maturing January 27, 2017 <sup>(5)</sup>	975	987,188
<b>Tank Holding Corp.</b>		
Term Loan, 4.25%, Maturing July 9, 2019	1,050	1,053,499
<b>Unifrax Corporation</b>		
Term Loan, 4.25%, Maturing November 28, 2018	646	653,623
		<b>\$ 11,253,269</b>
<b>Insurance 1.5%</b>		
<b>Alliant Holdings I, Inc.</b>		
Term Loan, 5.00%, Maturing December 20, 2019	2,294	\$ 2,322,212
<b>AmWINS Group, Inc.</b>		
Term Loan, 5.00%, Maturing September 6, 2019	4,239	4,294,135
<b>Applied Systems, Inc.</b>		
Term Loan, 5.50%, Maturing December 8, 2016	619	622,617
Term Loan, 5.50%, Maturing December 8, 2016	945	952,025
<b>Asurion LLC</b>		
Term Loan - Second Lien, 4.50%, Maturing May 24, 2019	10,623	10,721,864
<b>CCC Information Services, Inc.</b>		
Term Loan, 5.25%, Maturing December 20, 2019	349	355,235
<b>CNO Financial Group, Inc.</b>		
Term Loan, 4.25%, Maturing September 28, 2016	1,013	1,024,313
Term Loan, 5.00%, Maturing September 20, 2018	2,867	2,915,683
<b>Compass Investors Inc.</b>		
Term Loan, 5.25%, Maturing December 27, 2019	2,494	2,519,728
<b>Cunningham Lindsey U.S. Inc.</b>		
Term Loan, 5.00%, Maturing December 10, 2019	1,721	1,755,101
<b>Hub International Limited</b>		
Term Loan, 4.70%, Maturing June 13, 2017	1,132	1,143,912
<b>Sedgwick CMS Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing December 30, 2016	656	665,391
		<b>\$ 29,292,216</b>

Leisure Goods / Activities / Movies 2.0%

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**AMC Entertainment, Inc.**

Term Loan, 4.25%, Maturing December 15, 2016	1,637	\$	1,652,603
Term Loan, 4.75%, Maturing February 22, 2018	1,012		1,020,913

**Bombardier Recreational Products, Inc.**

Term Loan, 5.00%, Maturing January 22, 2019	6,075		6,142,712
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	<b>Principal Amount*</b>		
	<b>(000 s omitted)</b>		<b>Value</b>

**Borrower/Tranche Description**

*Leisure Goods / Activities / Movies (continued)*

**Bright Horizons Family Solutions, Inc.**

Term Loan, 4.00%, Maturing January 16, 2020	224	\$	226,495
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**Cedar Fair, L.P.**

Term Loan, 3.25%, Maturing March 6, 2020	1,500		1,521,094
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**ClubCorp Club Operations, Inc.**

Term Loan, 5.00%, Maturing November 30, 2016	1,897		1,931,722
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**Delta 2 (LUX) S.a.r.l.**

Term Loan, 6.00%, Maturing April 30, 2019	2,079		2,108,754
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**Equinox Holdings, Inc.**

Term Loan, 5.50%, Maturing February 5, 2020	1,350		1,374,469
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**Live Nation Entertainment, Inc.**

Term Loan, 4.50%, Maturing November 7, 2016	5,594		5,644,935
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**Regal Cinemas, Inc.**

Term Loan, 3.23%, Maturing August 23, 2017	3,910		3,952,154
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**Revolution Studios Distribution Company, LLC**

Term Loan, 3.96%, Maturing December 21, 2014 <sup>(6)</sup>	1,230		1,022,425
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Term Loan - Second Lien, 7.21%, Maturing June 21, 2015<sup>(6)</sup>

	2,050		1,091,625
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**SeaWorld Parks & Entertainment, Inc.**

Term Loan, 2.93%, Maturing February 17, 2016	925		929,621
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Term Loan, 4.00%, Maturing August 17, 2017	1,522		1,536,121
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**Six Flags Theme Parks, Inc.**

Term Loan, 4.00%, Maturing December 20, 2018	3,174		3,222,368
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**Town Sports International Inc.**

Term Loan, 5.75%, Maturing May 11, 2018	2,416		2,450,646
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**WMG Acquisition Corp.**

Term Loan, 5.25%, Maturing November 1, 2018	593		603,609
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<b>Zuffa LLC</b>			
Term Loan, 5.75%, Maturing February 20, 2020	3,516		3,568,930

**\$ 40,001,196**

*Lodging and Casinos 1.3%*

**Affinity Gaming, LLC**

Term Loan, 5.50%, Maturing November 9, 2017	1,683	\$	1,709,297
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**Ameristar Casinos, Inc.**

Term Loan, 4.00%, Maturing April 16, 2018	980		989,340
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**Caesars Entertainment Operating Company**

Term Loan, 9.50%, Maturing October 31, 2016	1,197		1,223,838
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Term Loan, 5.45%, Maturing January 26, 2018	5,739		5,331,715
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**Gala Group LTD**

Term Loan, 5.50%, Maturing May 25, 2018	GBP	2,775	4,189,829
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**Isle of Capri Casinos, Inc.**

Term Loan, 4.85%, Maturing March 24, 2017		256	257,637
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## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Lodging and Casinos (continued)</b>		
<b>Las Vegas Sands LLC</b>		
Term Loan, 2.71%, Maturing November 23, 2016	610	\$ 612,630
Term Loan, 2.71%, Maturing November 23, 2016	2,238	2,246,726
<b>LodgeNet Entertainment Corporation</b>		
Term Loan, 6.75%, Maturing April 4, 2014	529	411,886
<b>MGM Resorts International</b>		
Term Loan, 3.28%, Maturing December 20, 2017	1,995	2,002,481
Term Loan, 4.25%, Maturing December 20, 2019	4,491	4,572,254
<b>Penn National Gaming, Inc.</b>		
Term Loan, 3.75%, Maturing July 16, 2018	1,080	1,090,830
<b>Pinnacle Entertainment, Inc.</b>		
Term Loan, 4.00%, Maturing March 19, 2019	594	599,198
<b>Tropicana Entertainment Inc.</b>		
Term Loan, 7.50%, Maturing March 16, 2018	149	150,356
		<b>\$ 25,388,017</b>
<b>Nonferrous Metals / Minerals 0.7%</b>		
<b>Arch Coal Inc.</b>		
Term Loan, 5.75%, Maturing May 16, 2018	3,078	\$ 3,133,594
<b>Constellium Holdco B.V.</b>		
Term Loan, 6.25%, Maturing March 25, 2020	650	667,875
<b>Fairmount Minerals LTD</b>		
Term Loan, 5.25%, Maturing March 15, 2017	3,442	3,468,150
<b>Noranda Aluminum Acquisition Corporation</b>		
Term Loan, 5.75%, Maturing February 28, 2019	1,040	1,057,042
<b>Novelis, Inc.</b>		
Term Loan, 3.75%, Maturing March 10, 2017	3,291	3,339,702
<b>Oxbow Carbon and Mineral Holdings LLC</b>		
Term Loan, 3.70%, Maturing May 8, 2016	1,253	1,261,926
<b>United Distribution Group, Inc.</b>		
Term Loan, 7.50%, Maturing October 9, 2018	1,240	1,187,300
Term Loan - Second Lien, 12.50%, Maturing April 12, 2019	500	477,500
		<b>\$ 14,593,089</b>
<b>Oil and Gas 1.6%</b>		
<b>Citgo Petroleum Corporation</b>		
Term Loan, 8.00%, Maturing June 24, 2015	437	\$ 441,701
Term Loan, 9.00%, Maturing June 23, 2017	426	435,110

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<b>Crestwood Holdings LLC</b>			
Term Loan, 9.75%, Maturing March 26, 2018		1,104	1,126,321
<b>Energy Transfer Equity, L.P.</b>			
Term Loan, 3.75%, Maturing March 24, 2017		2,725	2,743,168
		<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>		<b>(000 s omitted)</b>	<b>Value</b>
<b>Oil and Gas (continued)</b>			
<b>Frac Tech International LLC</b>			
Term Loan, 8.50%, Maturing May 6, 2016		1,579	\$ 1,504,381
<b>Gibson Energy ULC</b>			
Term Loan, 4.75%, Maturing June 15, 2018		2,450	2,487,004
<b>MEG Energy Corp.</b>			
Term Loan, 3.75%, Maturing March 31, 2020		8,813	8,925,321
<b>Obsidian Holdings LLC</b>			
Term Loan, 6.75%, Maturing November 2, 2015		1,613	1,613,342
<b>Obsidian Natural Gas Trust</b>			
Term Loan, 7.00%, Maturing November 2, 2015		2,044	2,064,493
<b>Plains Exploration &amp; Production</b>			
Term Loan, 4.00%, Maturing November 30, 2019		2,150	2,158,063
<b>Ruby Western Pipeline Holdings, LLC</b>			
Term Loan, Maturing March 27, 2020 <sup>(5)</sup>		575	582,906
<b>Samson Investment Company</b>			
Term Loan - Second Lien, 6.00%, Maturing September 25, 2018		900	913,050
<b>Sheridan Production Partners I, LLC</b>			
Term Loan, 5.00%, Maturing September 14, 2019		2,173	2,209,162
Term Loan, 5.00%, Maturing September 25, 2019		176	178,802
Term Loan, 5.00%, Maturing September 25, 2019		288	292,732
<b>Tallgrass Operations, LLC</b>			
Term Loan, 5.25%, Maturing November 13, 2018		2,369	2,412,495
<b>Tervita Corporation</b>			
Term Loan, 6.25%, Maturing May 1, 2018		2,000	2,026,562
			<b>\$ 32,114,613</b>
<b>Publishing 2.1%</b>			
<b>Ascend Learning, Inc.</b>			
Term Loan, 7.00%, Maturing May 23, 2017		3,035	\$ 3,031,702
<b>Aster Zweite Beteiligungs GmbH</b>			
Term Loan, 5.48%, Maturing December 31, 2014	EUR	429	551,252
Term Loan, 5.48%, Maturing December 31, 2014	EUR	479	616,148
Term Loan, 5.55%, Maturing December 31, 2014		243	243,834
Term Loan, 5.55%, Maturing December 31, 2014		655	657,099
Term Loan - Second Lien, 7.87%, Maturing June 30, 2016	EUR	1,507	1,856,338
<b>Cengage Learning Acquisitions, Inc.</b>			
Term Loan, 2.71%, Maturing July 3, 2014		1,637	1,267,878
<b>GateHouse Media Operating, Inc.</b>			
Term Loan, 2.21%, Maturing August 28, 2014		2,887	1,064,472
Term Loan, 2.21%, Maturing August 28, 2014		4,098	1,511,306
Term Loan, 2.46%, Maturing August 28, 2014		953	351,242



## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Publishing (continued)</b>		
<b>Getty Images, Inc.</b> Term Loan, 4.75%, Maturing October 18, 2019	9,202	\$ 9,352,288
<b>Interactive Data Corporation</b> Term Loan, 3.75%, Maturing February 11, 2018	4,647	4,706,506
<b>John Henry Holdings, Inc.</b> Term Loan, 6.00%, Maturing December 4, 2018	698	710,469
<b>Laureate Education, Inc.</b> Term Loan, 5.25%, Maturing June 18, 2018	6,967	7,048,115
<b>McGraw-Hill Global Education Holdings, LLC</b> Term Loan, 9.00%, Maturing March 22, 2019	1,000	970,000
<b>MediaNews Group</b> Term Loan, 8.50%, Maturing March 19, 2014	61	61,711
<b>Merrill Communications, LLC</b> Term Loan, 7.25%, Maturing March 8, 2018	850	854,250
<b>Nelson Education Ltd.</b> Term Loan, 2.78%, Maturing July 3, 2014	624	496,062
<b>Nielsen Finance LLC</b> Term Loan, 2.95%, Maturing May 2, 2016	1,960	1,981,668
<b>Penton Media, Inc.</b> Term Loan, 6.00%, Maturing August 1, 2014	968	936,055
<b>Source Interlink Companies, Inc.</b> Term Loan, 15.00%, Maturing March 18, 2014 <sup>(4)(6)</sup>	994	165,424
Term Loan - Second Lien, 10.75%, Maturing June 18, 2013 <sup>(6)</sup>	1,105	881,361
<b>Star Tribune Company (The)</b> Term Loan, 8.00%, Maturing September 28, 2014	13	12,239
Term Loan, 8.00%, Maturing September 29, 2014	25	24,601
<b>Tribune Company</b> Term Loan, 4.00%, Maturing December 31, 2019	1,995	2,016,446
		<b>\$ 41,368,466</b>
<b>Radio and Television 1.4%</b>		
<b>Clear Channel Communications, Inc.</b> Term Loan, 3.85%, Maturing January 29, 2016	758	\$ 673,909
<b>Cumulus Media Holdings Inc.</b> Term Loan, 4.50%, Maturing September 17, 2018	4,490	4,553,082
Term Loan - Second Lien, 7.50%, Maturing September 16, 2019	1,000	1,040,000
<b>Entercom Radio, LLC</b> Term Loan, 5.01%, Maturing November 23, 2018	531	542,033
<b>Foxco Acquisition Sub, LLC</b> Term Loan, 5.50%, Maturing July 14, 2017	2,266	2,309,927

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**Gray Television, Inc.**

Term Loan, 4.75%, Maturing October 15, 2019

530  
Principal  
Amount\*  
(000 s omitted)      538,795  
Value

**Borrower/Tranche Description**

**Radio and Television (continued)**

**LIN Television Corp.**

Term Loan, 4.00%, Maturing December 21, 2018

593 \$ 600,650

**Local TV Finance, LLC**

Term Loan, 4.21%, Maturing May 7, 2015

1,712 1,733,423

**Mission Broadcasting, Inc.**

Term Loan, 4.50%, Maturing December 3, 2019

461 469,207

**Nexstar Broadcasting, Inc.**

Term Loan, 4.50%, Maturing December 3, 2019

1,089 1,109,855

**Nine Entertainment Group Limited**

Term Loan, 3.50%, Maturing January 17, 2020

1,875 1,882,911

**Raycom TV Broadcasting, Inc.**

Term Loan, 4.25%, Maturing May 31, 2017

909 922,445

**Sinclair Television Group Inc.**

Term Loan, 5.25%, Maturing October 28, 2016

752 755,533

**Tyrol Acquisitions 2 SAS**

Term Loan, 4.12%, Maturing January 29, 2016

EUR 758 908,834

Term Loan, 4.12%, Maturing January 29, 2016

EUR 758 908,834

**Univision Communications Inc.**

Term Loan, 4.75%, Maturing March 2, 2020

6,725 6,773,169

**Weather Channel**

Term Loan, 3.50%, Maturing February 7, 2017

1,249 1,268,021

**\$ 26,990,628**

**Retailers (Except Food and Drug) 2.3%**

**99 Cents Only Stores**

Term Loan, 5.25%, Maturing January 11, 2019

2,319 \$ 2,353,422

**B&M Retail Limited**

Term Loan, 5.99%, Maturing February 18, 2020

GBP 1,300 1,957,013

**Bass Pro Group, LLC**

Term Loan, 4.04%, Maturing November 20, 2019

1,571 1,589,392

**David s Bridal, Inc.**

Term Loan, 5.00%, Maturing October 11, 2019

698 708,174

**Evergreen Acqco 1 LP**

Term Loan, 5.00%, Maturing July 9, 2019

720 731,265

**FTD, Inc.**

Term Loan, 4.75%, Maturing June 11, 2018

1,300 1,312,686

**Harbor Freight Tools USA, Inc.**

Term Loan, 5.50%, Maturing November 14, 2017

1,045 1,059,115

**J Crew Group, Inc.**

Term Loan, 4.00%, Maturing March 7, 2018

3,650 3,696,752

**Jo-Ann Stores, Inc.**

Term Loan, 4.00%, Maturing March 16, 2018

4,096 4,133,541

**Michaels Stores, Inc.**

Term Loan, 3.75%, Maturing January 28, 2020

4,025 4,073,618

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Retailers (Except Food and Drug) (continued)</b>		
<b>National Vision, Inc.</b>		
Term Loan, 7.00%, Maturing August 2, 2018	839	\$ 849,867
<b>Neiman Marcus Group, Inc. (The)</b>		
Term Loan, 4.00%, Maturing May 16, 2018	5,325	5,382,910
<b>Ollie s Bargain Outlet, Inc.</b>		
Term Loan, 5.43%, Maturing September 27, 2019	524	528,925
<b>Party City Holdings Inc.</b>		
Term Loan, 4.25%, Maturing July 29, 2019	2,671	2,694,182
<b>Pep Boys-Manny, Moe &amp; Jack (The)</b>		
Term Loan, 5.00%, Maturing October 11, 2018	499	507,466
<b>Petco Animal Supplies, Inc.</b>		
Term Loan, 4.00%, Maturing November 24, 2017	2,434	2,467,676
<b>Pilot Travel Centers LLC</b>		
Term Loan, 3.75%, Maturing March 30, 2018	1,667	1,686,189
Term Loan, 4.25%, Maturing August 7, 2019	572	579,187
<b>ServiceMaster Company</b>		
Term Loan, 4.46%, Maturing January 31, 2017	3,163	3,199,457
Term Loan, 4.25%, Maturing April 1, 2017	1,771	1,789,375
<b>Visant Holding Corp.</b>		
Term Loan, 5.25%, Maturing December 22, 2016	1,258	1,222,746
<b>Vivarte SA</b>		
Term Loan, 2.42%, Maturing March 9, 2015	EUR 31	34,801
Term Loan, 2.42%, Maturing March 9, 2015	EUR 122	135,338
Term Loan, 2.42%, Maturing March 9, 2015	EUR 781	869,256
Term Loan, 2.92%, Maturing March 8, 2016	EUR 31	34,801
Term Loan, 2.92%, Maturing March 8, 2016	EUR 122	135,338
Term Loan, 2.92%, Maturing March 8, 2016	EUR 781	869,256
<b>Wilton Brands LLC</b>		
Term Loan, 7.50%, Maturing August 30, 2018	658	669,642
		<b>\$ 45,271,390</b>
<b>Steel 0.8%</b>		
<b>Ameriforge Group, Inc.</b>		
Term Loan, 6.00%, Maturing December 19, 2019	623	\$ 632,399
Term Loan - Second Lien, 9.75%, Maturing December 18, 2020	225	231,750
<b>Essar Steel Algoma, Inc.</b>		
Term Loan, 8.75%, Maturing September 19, 2014	2,338	2,396,706
<b>FMG America Finance, Inc.</b>		
Term Loan, 5.25%, Maturing October 18, 2017	8,214	8,320,812
<b>JFB Firth Rixson Inc.</b>		

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Term Loan, 4.25%, Maturing June 30, 2017		374	378,738
<b>JMC Steel Group, Inc.</b>			
Term Loan, 4.75%, Maturing April 3, 2017		637	643,773
		<b>Principal Amount*</b>	
<b>Borrower/Tranche Description</b>		<b>(000 s omitted)</b>	<b>Value</b>
<b>Steel (continued)</b>			
<b>Patriot Coal Corporation</b>			
DIP Loan, 9.25%, Maturing October 4, 2013		875	\$ 882,656
<b>SunCoke Energy, Inc.</b>			
Term Loan, 4.00%, Maturing July 26, 2018		167	167,671
<b>Waupaca Foundry, Inc.</b>			
Term Loan, 5.75%, Maturing June 29, 2017		1,773	1,799,339
<b>WireCo WorldGroup, Inc.</b>			
Term Loan, 6.00%, Maturing February 15, 2017		697	706,948
			<b>\$ 16,160,792</b>
<b>Surface Transport 0.5%</b>			
<b>Avis Budget Car Rental, LLC</b>			
Term Loan, 3.75%, Maturing March 15, 2019		700	\$ 708,744
<b>Hertz Corporation (The)</b>			
Term Loan, 3.75%, Maturing March 9, 2018		1,000	991,250
Term Loan, 3.75%, Maturing March 9, 2018		3,283	3,308,650
Term Loan, 3.75%, Maturing March 11, 2018		2,968	3,012,693
<b>Swift Transportation Co. Inc.</b>			
Term Loan, 2.95%, Maturing December 21, 2016		1,086	1,096,572
Term Loan, 4.00%, Maturing December 21, 2017		1,232	1,251,072
			<b>\$ 10,368,981</b>
<b>Telecommunications 2.3%</b>			
<b>Arris Group, Inc.</b>			
Term Loan, Maturing February 7, 2020 <sup>(5)</sup>		1,275	\$ 1,278,984
<b>Cellular South, Inc.</b>			
Term Loan, 4.50%, Maturing July 27, 2017		911	922,514
<b>Cricket Communications, Inc.</b>			
Term Loan, 4.75%, Maturing October 10, 2019		524	527,779
Term Loan, Maturing February 21, 2020 <sup>(5)</sup>		2,575	2,594,714
<b>Crown Castle International Corporation</b>			
Term Loan, 4.00%, Maturing January 31, 2019		1,901	1,925,650
<b>Intelsat Jackson Holdings Ltd.</b>			
Term Loan, 4.50%, Maturing April 2, 2018		11,140	11,328,196
<b>IPC Systems, Inc.</b>			
Term Loan, 2.76%, Maturing May 31, 2014	GBP	1,100	1,638,480
<b>MetroPCS Wireless, Inc.</b>			
Term Loan, 4.00%, Maturing March 16, 2018		7,061	7,094,941
<b>Mitel Networks Corporation</b>			
Term Loan, 7.00%, Maturing February 27, 2019		900	913,500
<b>Oberthur Technologies Holding SAS</b>			
Term Loan, 6.25%, Maturing March 30, 2019		572	571,767

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount* (000 s omitted)	Value
<b>Telecommunications (continued)</b>		
<b>SBA Finance</b>		
Term Loan, 3.75%, Maturing June 29, 2018	1,007	\$ 1,019,651
Term Loan, 3.75%, Maturing September 27, 2019	474	480,920
<b>Syniverse Holdings, Inc.</b>		
Term Loan, 1.00%, Maturing April 23, 2019 <sup>(7)</sup>	2,475	2,481,187
Term Loan, 5.00%, Maturing April 23, 2019	1,935	1,950,496
<b>Telesat LLC</b>		
Term Loan, 5.50%, Maturing March 28, 2019	5,915	5,970,771
<b>TNS, Inc.</b>		
Term Loan, 5.00%, Maturing February 15, 2020	1,100	1,102,063
<b>Windstream Corporation</b>		
Term Loan, 4.00%, Maturing August 8, 2019	993	1,004,906
Term Loan, 3.50%, Maturing January 23, 2020	3,591	3,631,399
		<b>\$ 46,437,918</b>
<b>Utilities 1.2%</b>		
<b>AES Corporation</b>		
Term Loan, 3.75%, Maturing June 1, 2018	2,976	\$ 3,022,508
<b>Calpine Corporation</b>		
Term Loan, 4.00%, Maturing April 2, 2018	1,007	1,022,011
Term Loan, 4.00%, Maturing April 2, 2018	2,597	2,635,550
Term Loan, 4.00%, Maturing October 9, 2019	4,876	4,946,804
<b>Dynegy Midwest Generation LLC</b>		
Term Loan, 9.25%, Maturing August 4, 2016	450	471,049
<b>Dynegy Power, LLC</b>		
Term Loan, 9.25%, Maturing August 4, 2016	2,255	2,355,065
<b>LSP Madison Funding, LLC</b>		
Term Loan, 5.50%, Maturing June 28, 2019	776	787,471
<b>NRG Energy, Inc.</b>		
Term Loan, 3.25%, Maturing July 2, 2018	4,667	4,736,295
<b>Raven Power Finance, LLC</b>		
Term Loan, 7.25%, Maturing November 15, 2018	574	586,468
<b>Texas Competitive Electric Holdings Company, LLC</b>		
Term Loan, 4.73%, Maturing October 10, 2017	5,000	3,562,203
		<b>\$ 24,125,424</b>
<b>Total Senior Floating-Rate Interests</b> (identified cost \$1,049,561,315)		<b>\$ 1,050,103,908</b>

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Corporate Bonds & Notes 51.4%

Security	Principal Amount* (000 s omitted)	Value
<b>Aerospace and Defense 0.5%</b>		
<b>GenCorp, Inc.</b>		
7.125%, 3/15/21 <sup>(8)</sup>	1,395	\$ 1,478,700
<b>Huntington Ingalls Industries, Inc., Sr. Notes</b>		
7.125%, 3/15/21	2,025	2,212,312
<b>TransDigm, Inc., Sr. Sub. Notes</b>		
7.75%, 12/15/18	5,030	5,545,575
		<b>\$ 9,236,587</b>
<b>Agriculture 0.0%</b>		
<b>Cargill, Inc., Sr. Notes</b>		
4.10%, 11/1/42 <sup>(8)</sup>	360	\$ 347,769
<b>Lorillard Tobacco Co., Sr. Notes</b>		
7.00%, 8/4/41	500	595,260
		<b>\$ 943,029</b>
<b>Automotive 0.9%</b>		
<b>Affinia Group, Inc., Sr. Notes</b>		
10.75%, 8/15/16 <sup>(8)</sup>	2,635	\$ 2,865,563
<b>American Axle &amp; Manufacturing, Inc., Sr. Notes</b>		
9.25%, 1/15/17 <sup>(8)</sup>	1,044	1,151,010
<b>Chrysler Group, LLC</b>		
8.25%, 6/15/21	2,640	2,960,100
<b>Continental Rubber of America Corp., Sr. Notes</b>		
4.50%, 9/15/19 <sup>(8)</sup>	1,130	1,161,075
<b>General Motors Financial Co., Inc., Sr. Notes</b>		
4.75%, 8/15/17 <sup>(8)</sup>	1,615	1,686,651
<b>Kia Motors Corp., Sr. Notes</b>		
3.625%, 6/14/16 <sup>(8)</sup>	1,400	1,481,430
<b>Navistar International Corp., Sr. Notes</b>		
8.25%, 11/1/21	3,190	3,265,762
<b>Tomkins, LLC/Tomkins, Inc.</b>		
9.00%, 10/1/18	803	898,356
<b>Tower Automotive Holdings USA, LLC/TA Holding Finance, Inc., Sr. Notes</b>		
10.625%, 9/1/17 <sup>(8)</sup>	2,821	3,159,520
		<b>\$ 18,629,467</b>
<b>Banks and Thrifts 1.0%</b>		
<b>Banco do Brasil SA, Sr. Notes</b>		
6.25% to 4/15/24, 12/29/49 <sup>(8)(9)</sup>	750	\$ 740,625
<b>Bank of America Corp., Sr. Notes</b>		
MTN, 3.30%, 1/11/23	300	296,652

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

Portfolio of Investments continued

Security	Principal Amount* (000 s omitted)	Value
<b>Banks and Thrifts (continued)</b>		
<b>Bank of America NA, Sr. Notes</b> 7.625%, 6/1/19	400	\$ 509,020
<b>Bank One Michigan</b> 8.25%, 11/1/24	1,375	1,931,871
<b>Barclays Bank PLC</b> 6.05%, 12/4/17 <sup>(8)</sup>	1,300	1,455,557
<b>Citigroup, Inc.</b> 6.625%, 6/15/32	800	957,635
<b>CNH Capital, LLC, Sr. Notes</b> 3.875%, 11/1/15	1,070	1,102,100
6.25%, 11/1/16	2,055	2,281,050
<b>Countrywide Financial Corp.</b> 6.25%, 5/15/16	1,000	1,114,726
<b>Fifth Third Bancorp</b> 8.25%, 3/1/38	360	500,591
<b>First Niagara Financial Group, Inc.</b> 7.25%, 12/15/21	945	1,153,543
<b>Goldman Sachs Group, Inc. (The), Sr. Notes</b> 6.00%, 6/15/20	875	1,034,788
<b>HBOS PLC</b> 6.75%, 5/21/18 <sup>(8)</sup>	1,470	1,641,925
<b>HSBC Holdings PLC</b> 6.50%, 5/2/36	425	523,494
<b>Regions Bank</b> 6.45%, 6/26/37	750	815,625
<b>Regions Financial Corp., Sr. Notes</b> 5.75%, 6/15/15	450	488,550
<b>Standard Chartered Bank</b> 6.40%, 9/26/17 <sup>(8)</sup>	1,075	1,256,078
<b>Zions Bancorporation</b> 6.00%, 9/15/15	1,600	1,687,354
		<b>\$ 19,491,184</b>
<b>Beverage and Tobacco 0.1%</b>		
<b>Constellation Brands, Inc., Sr. Notes</b> 6.00%, 5/1/22	1,530	\$ 1,679,175
<b>Innovation Ventures LLC/Innovation Ventures Finance Corp., Sr. Notes</b> 9.50%, 8/15/19 <sup>(8)</sup>	920	779,700

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\$ 2,458,875

Brokers, Dealers and Investment Houses 0.5%

Alliance Data Systems Corp., Sr. Notes

6.375%, 4/1/20<sup>(8)</sup>

1,210	\$	1,309,825
<b>Principal Amount*</b>		
<b>(000 s omitted)</b>		<b>Value</b>

Security

Brokers, Dealers and Investment Houses (continued)

BP Capital Markets PLC, Sr. Notes

3.561%, 11/1/21

800 \$ 851,468

E\*TRADE Financial Corp., Sr. Notes

6.00%, 11/15/17

295 310,119

6.375%, 11/15/19

1,015 1,078,438

Macquarie Bank, Ltd.

6.625%, 4/7/21<sup>(8)</sup>

550 615,909

Morgan Stanley, Sr. Notes

7.30%, 5/13/19

1,300 1,611,590

Neuberger Berman Group, LLC/Neuberger Berman Finance

Corp., Sr. Notes

5.625%, 3/15/20<sup>(8)</sup>

4,335 4,562,587

**\$ 10,339,936**

Building and Development 1.6%

Brookfield Residential Properties, Inc., Sr. Notes

6.50%, 12/15/20<sup>(8)</sup>

1,555 \$ 1,671,625

CB Richard Ellis Service, Inc., Sr. Notes

6.625%, 10/15/20

3,270 3,564,300

CB Richard Ellis Service, Inc., Sr. Sub. Notes

11.625%, 6/15/17

9,165 9,909,656

HD Supply, Inc., Sr. Notes

8.125%, 4/15/19

825 936,375

7.50%, 7/15/20<sup>(8)</sup>

2,965 3,128,075

11.50%, 7/15/20

1,005 1,193,438

Interface, Inc., Sr. Notes

7.625%, 12/1/18

860 935,250

Isabelle Acquisition Sub, Inc., Sr. Notes

10.00%, 11/15/18<sup>(4)(8)</sup>

2,950 3,281,875

Nortek, Inc., Sr. Notes

10.00%, 12/1/18

1,905 2,143,125

8.50%, 4/15/21<sup>(8)</sup>

3,840 4,272,000

NVR, Inc., Sr. Notes

3.95%, 9/15/22

600 617,518

**\$ 31,653,237**

Business Equipment and Services 2.5%

Avis Budget Car Rental, LLC/Avis Budget Finance, Inc., Sr.

Notes

8.25%, 1/15/19

550 \$ 612,563

9.75%, 3/15/20

4,410 5,225,894

Carlson Wagonlit BV, Sr. Notes

6.875%, 6/15/19<sup>(8)</sup>

2,400 2,514,000

Catalina Marketing Corp.

11.625%, 10/1/17<sup>(8)</sup>

4,150 4,419,750



## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Security	Principal Amount* (000 s omitted)	Value
<b>Business Equipment and Services (continued)</b>		
<b>Catalina Marketing Corp., Sr. Sub. Notes</b> 10.50%, 10/1/15 <sup>(8)</sup>	3,255	\$ 3,344,512
<b>Education Management, LLC/Education Management Finance Corp., Sr. Notes</b> 15.00%, 7/1/18 <sup>(8)</sup>	3,538	3,670,594
<b>FTI Consulting, Inc., Sr. Notes</b> 6.00%, 11/15/22 <sup>(8)</sup>	1,090	1,158,125
<b>MDC Holdings, Inc., Sr. Notes</b> 5.625%, 2/1/20	555	622,645
<b>MDC Partners, Inc., Sr. Notes</b> 11.00%, 11/1/16	1,145	1,276,675
<b>RSC Equipment Rental, Inc./RSC Holdings III, LLC, Sr. Notes</b> 10.25%, 11/15/19	1,525	1,780,438
<b>Site1, LLC/Sitel Finance Corp., Sr. Notes</b> 8.25%, 2/1/21	440	500,500
<b>SSI Investments II, Ltd./SSI Co-Issuer, LLC, Sr. Notes</b> 11.50%, 4/1/18	915	603,900
<b>SSI Investments II, Ltd./SSI Co-Issuer, LLC, Sr. Notes</b> 11.125%, 6/1/18	4,605	5,134,575
<b>TransUnion Holding Co., Inc., Sr. Notes</b> 9.625%, 6/15/18	3,925	4,288,062
<b>TransUnion LLC/TransUnion Financing Corp., Sr. Notes</b> 11.375%, 6/15/18	3,880	4,481,400
<b>United Rentals North America, Inc., Sr. Notes</b> 7.375%, 5/15/20	4,375	4,878,125
<b>United Rentals North America, Inc., Sr. Notes</b> 7.625%, 4/15/22	2,960	3,322,600
		<b>\$ 48,895,033</b>
<b>Cable and Satellite Television 1.2%</b>		
<b>AMC Networks, Inc., Sr. Notes</b> 4.75%, 12/15/22	915	\$ 915,000
<b>Cablevision Systems Corp., Sr. Notes</b> 7.75%, 4/15/18	1,055	1,188,194
<b>CCO Holdings, LLC, Sr. Notes</b> 6.75%, 11/15/21	2,780	3,130,975
<b>CCO Holdings, LLC/CCO Holdings Capital Corp., Sr. Notes</b> 7.875%, 4/30/18	1,425	1,519,406
<b>CCO Holdings, LLC/CCO Holdings Capital Corp., Sr. Notes</b> 8.125%, 4/30/20	365	409,713
<b>CCO Holdings, LLC/CCO Holdings Capital Corp., Sr. Notes</b> 5.25%, 9/30/22	4,295	4,241,312
<b>Comcast Corp., Sr. Notes</b>		

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6.95%, 8/15/37		595	794,936
<b>Mediacom, LLC/Mediacom Capital Corp., Sr. Notes</b>			
9.125%, 8/15/19		785	880,181
<b>Time Warner Cable, Inc., Sr. Notes</b>			
8.75%, 2/14/19		1,055	1,397,605
		<b>Principal</b>	
		<b>Amount*</b>	
<b>Security</b>		<b>(000 s omitted)</b>	<b>Value</b>
<b>Cable and Satellite Television (continued)</b>			
<b>Unitymedia Hessen GmbH &amp; Co. KG/Unitymedia NRW GmbH, Sr. Notes</b>			
5.50%, 1/15/23 <sup>(8)</sup>		4,295	\$ 4,434,587
<b>UPCB Finance V, Ltd., Sr. Notes</b>			
7.25%, 11/15/21 <sup>(8)</sup>		3,055	3,391,050
<b>UPCB Finance VI, Ltd., Sr. Notes</b>			
6.875%, 1/15/22 <sup>(8)</sup>		2,025	2,212,313
			<b>\$ 24,515,272</b>
<b>Chemicals and Plastics 1.7%</b>			
<b>Ashland, Inc., Sr. Notes</b>			
3.00%, 3/15/16 <sup>(8)</sup>		265	\$ 270,300
<b>Celanese US Holdings, LLC, Sr. Notes</b>			
6.625%, 10/15/18		880	955,900
5.875%, 6/15/21		940	1,026,950
<b>Chemtura Corp., Sr. Notes</b>			
7.875%, 9/1/18		2,185	2,370,725
<b>Ineos Finance PLC, Sr. Notes</b>			
7.25%, 2/15/19		1,000	1,358,762
8.375%, 2/15/19 <sup>(8)</sup>	EUR	3,700	4,107,000
7.50%, 5/1/20 <sup>(8)</sup>		850	929,688
<b>Kraton Polymers, LLC, Sr. Notes</b>			
6.75%, 3/1/19		940	987,000
<b>LyondellBasell Industries N.V., Sr. Notes</b>			
5.00%, 4/15/19		4,635	5,260,725
5.75%, 4/15/24		3,895	4,586,362
<b>Milacron, LLC/Mcron Finance Corp., Sr. Notes</b>			
7.75%, 2/15/21 <sup>(4)(8)</sup>		525	545,344
<b>NOVA Chemicals Corp., Sr. Notes</b>			
8.375%, 11/1/16		1,960	2,116,800
<b>PetroLogistics, LP/PetroLogistics Finance Corp., Sr. Notes</b>			
6.25%, 4/1/20 <sup>(8)</sup>		1,155	1,167,994
<b>Polymer Group, Inc., Sr. Notes</b>			
7.75%, 2/1/19		320	350,400
<b>Scotts Miracle-Gro Co. (The), Sr. Notes</b>			
7.25%, 1/15/18		785	839,950
<b>TPC Group, Inc., Sr. Notes</b>			
8.75%, 12/15/20 <sup>(8)</sup>		1,410	1,475,212
<b>Tronox Finance, LLC, Sr. Notes</b>			
6.375%, 8/15/20 <sup>(8)</sup>		4,170	4,060,537
<b>US Coatings Acquisition, Inc./Flash Dutch 2 BV, Sr. Notes</b>			
7.375%, 5/1/21 <sup>(8)</sup>		1,820	1,922,375
			<b>\$ 34,332,024</b>

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Security	Principal Amount* (000 s omitted)	Value
<b>Clothing / Textiles 0.3%</b>		
<b>Levi Strauss &amp; Co., Sr. Notes</b> 6.875%, 5/1/22 <sup>(8)</sup>	1,190	\$ 1,309,000
<b>Phillips-Van Heusen Corp., Sr. Notes</b> 7.75%, 11/15/23 <sup>(6)</sup>	3,740	4,672,861
		<b>\$ 5,981,861</b>
<b>Commercial Services 0.1%</b>		
<b>Cielo SA/Cielo USA, Inc., Sr. Notes</b> 3.75%, 11/16/22 <sup>(8)</sup>	960	\$ 924,960
<b>RR Donnelley &amp; Sons Co., Sr. Notes</b> 7.875%, 3/15/21	1,005	1,052,738
		<b>\$ 1,977,698</b>
<b>Conglomerates 0.6%</b>		
<b>Amsted Industries, Inc., Sr. Notes</b> 8.125%, 3/15/18 <sup>(8)</sup>	3,220	\$ 3,477,600
<b>Belden, Inc., Sr. Sub. Notes</b> 5.50%, 9/1/22 <sup>(8)</sup>	1,080	1,112,400
<b>Harbinger Group, Inc., Sr. Notes</b> 7.875%, 7/15/19 <sup>(8)</sup>	915	969,900
<b>Spectrum Brands Escrow Corp., Sr. Notes</b> 6.375%, 11/15/20 <sup>(8)</sup>	1,100	1,183,875
6.625%, 11/15/22 <sup>(8)</sup>	1,600	1,740,000
<b>Spectrum Brands, Inc., Sr. Notes</b> 9.50%, 6/15/18	1,090	1,239,875
6.75%, 3/15/20	1,645	1,782,769
		<b>\$ 11,506,419</b>
<b>Containers and Glass Products 1.1%</b>		
<b>Ardagh Packaging Finance PLC/Ardagh MP Holdings USA, Inc., Sr. Notes</b> 7.00%, 11/15/20 <sup>(8)</sup>	2,570	\$ 2,647,100
<b>BOE Merger Corp., Sr. Notes</b> 9.50%, 11/1/17 <sup>(4)(8)</sup>	545	589,281
<b>BWAY Holding Co., Sr. Notes</b>		

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10.00%, 6/15/18		620	697,500
<b>Crown Americas, LLC/Crown Americas Capital Corp. IV, Sr. Notes</b>			
4.50%, 1/15/23 <sup>(8)</sup>		2,295	2,237,625
<b>Reynolds Group Holdings, Inc., Sr. Notes</b>			
7.125%, 4/15/19		2,665	2,874,869
7.875%, 8/15/19		1,225	1,356,687
9.875%, 8/15/19		4,040	4,438,950
<b>Sealed Air Corp., Sr. Notes</b>			
6.50%, 12/1/20 <sup>(8)</sup>		920	1,012,000
8.375%, 9/15/21 <sup>(8)</sup>		4,540	5,221,000
		<b>Principal Amount*</b>	
<b>Security</b>		<b>(000 s omitted)</b>	<b>Value</b>
	<b>Containers and Glass Products (continued)</b>		
<b>Smurfit Kappa Acquisitions, Sr. Notes</b>			
4.875%, 9/15/18 <sup>(8)</sup>		1,270	\$ 1,301,750
			<b>\$ 22,376,762</b>
	<b>Cosmetics / Toiletries 0.3%</b>		
<b>Party City Holdings, Inc., Sr. Notes</b>			
8.875%, 8/1/20 <sup>(8)</sup>		2,735	\$ 3,015,337
<b>Sun Products Corp. (The), Sr. Notes</b>			
7.75%, 3/15/21 <sup>(8)</sup>		2,075	2,100,938
			<b>\$ 5,116,275</b>
	<b>Diversified Financial Services 0.4%</b>		
<b>Discover Financial Services, Sr. Notes</b>			
3.85%, 11/21/22		270	\$ 278,444
<b>FICS Prudential Financial, Inc., Sr. Notes</b>			
0.00%, 6/1/14		1,411	1,391,321
<b>General Electric Capital Corp.</b>			
5.30%, 2/11/21		2,350	2,699,971
<b>General Electric Capital Corp., Sr. Notes</b>			
2.95%, 5/9/16		250	264,480
<b>Goldman Sachs Group, Inc. (The), Sr. Notes</b>			
5.95%, 1/15/27		600	671,840
<b>Jefferies Group, Inc., Sr. Notes</b>			
8.50%, 7/15/19		625	781,194
<b>KION Finance SA, Sr. Notes</b>			
4.726%, 2/15/20 <sup>(8)(10)</sup>	EUR	1,575	2,041,628
			<b>\$ 8,128,878</b>
	<b>Diversified Manufacturing Operations 0.1%</b>		
<b>Hutchison Whampoa International, Ltd., Sr. Notes</b>			
6.25%, 1/24/14 <sup>(8)</sup>		500	\$ 521,382
7.45%, 11/24/33 <sup>(8)</sup>		400	563,632
			<b>\$ 1,085,014</b>
	<b>Drugs 0.7%</b>		
<b>Cardinal Health, Inc., Sr. Notes</b>			
4.625%, 12/15/20		1,250	\$ 1,404,677
<b>Endo Pharmaceuticals Holdings, Inc., Sr. Notes</b>			
7.00%, 7/15/19		1,260	1,352,925
7.00%, 12/15/20		1,145	1,228,013
7.25%, 1/15/22		185	199,800

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**Pharmaceutical Product Development, Inc., Sr. Notes**

9.50%, 12/1/19<sup>(8)</sup>

5,050 5,820,125

**Warner Chilcott Co., LLC, Sr. Notes**

7.75%, 9/15/18

3,720 3,994,350

**\$ 13,999,890**

## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Security	Principal Amount* (000 s omitted)	Value
<b>Ecological Services and Equipment 0.2%</b>		
<b>Clean Harbors, Inc., Sr. Notes</b>		
5.25%, 8/1/20	1,095	\$ 1,136,063
5.125%, 6/1/21 <sup>(8)</sup>	900	925,875
<b>Covanta Holding Corp., Sr. Notes</b>		
6.375%, 10/1/22	2,085	2,280,481
<b>Environmental Systems Product Holdings, Inc., Jr. Notes</b>		
18.00%, 3/31/15 <sup>(6)(8)</sup>	209	176,251
		<b>\$ 4,518,670</b>
<b>Electronics / Electrical 1.4%</b>		
<b>Agilent Technologies, Inc., Sr. Notes</b>		
5.50%, 9/14/15	1,100	\$ 1,216,513
<b>Amphenol Corp., Sr. Notes</b>		
4.00%, 2/1/22	1,000	1,050,011
<b>Brocade Communications Systems, Inc., Sr. Notes</b>		
6.875%, 1/15/20	890	979,000
<b>Ceridian Corp., Sr. Notes</b>		
11.00%, 3/15/21 <sup>(8)</sup>	525	565,688
<b>Comision Federal de Electricidad, Sr. Notes</b>		
4.875%, 5/26/21 <sup>(8)</sup>	1,100	1,233,375
<b>Duke Energy Corp., Sr. Notes</b>		
3.55%, 9/15/21	1,500	1,598,662
<b>Energizer Holdings, Inc., Sr. Notes</b>		
4.70%, 5/19/21	860	919,547
<b>Entergy Corp., Sr. Notes</b>		
3.625%, 9/15/15	2,390	2,498,697
<b>Exelon Corp., Sr. Notes</b>		
5.625%, 6/15/35	400	445,083
<b>Infor US, Inc., Sr. Notes</b>		
9.375%, 4/1/19	1,965	2,237,644
<b>Midamerican Funding, LLC, Sr. Notes</b>		
6.927%, 3/1/29	345	458,923
<b>NeuStar, Inc., Sr. Notes</b>		
4.50%, 1/15/23 <sup>(8)</sup>	695	667,200
<b>Nuance Communications, Inc., Sr. Notes</b>		
5.375%, 8/15/20 <sup>(8)</sup>	885	900,488
<b>NXP BV/NXP Funding, LLC, Sr. Notes</b>		
5.75%, 2/15/21 <sup>(8)</sup>	1,105	1,151,962
<b>PPL Energy Supply, LLC, Sr. Notes</b>		
6.50%, 5/1/18	1,500	1,778,911

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**Rexel SA, Sr. Notes**

6.125%, 12/15/19 <sup>(8)</sup>	500	528,750
5.25%, 6/15/20 <sup>(8)</sup>	2,710	2,757,425

**Principal  
Amount\***

**Security**

(000 s omitted)      **Value**

**Electronics / Electrical (continued)**

**Scottish Power, Ltd., Sr. Notes**

5.375%, 3/15/15	1,000	\$ 1,065,786
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**Seagate HDD Cayman, Sr. Notes**

7.00%, 11/1/21	3,340	3,640,600
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**South Carolina Electric & Gas Co., Sr. Notes**

6.05%, 1/15/38	350	452,703
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**Tyco Electronics Group SA, Sr. Notes**

5.95%, 1/15/14	500	520,376
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7.125%, 10/1/37	400	511,632
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**\$ 27,178,976**

**Equipment Leasing 1.0%**

**AWAS Aviation Capital, Ltd., Sr. Notes**

7.00%, 10/17/16 <sup>(8)</sup>	4,420	\$ 4,684,946
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**International Lease Finance Corp., Sr. Notes**

5.875%, 5/1/13	705	708,807
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5.65%, 6/1/14	3,650	3,827,937
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8.75%, 3/15/17	1,525	1,801,406
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6.25%, 5/15/19	1,930	2,123,000
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8.25%, 12/15/20	3,275	4,020,062
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8.625%, 1/15/22	2,615	3,340,663
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**\$ 20,506,821**

**Financial Intermediaries 2.7%**

**Ally Financial, Inc., Sr. Notes**

2.487%, 12/1/14 <sup>(10)</sup>	765	\$ 766,310
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4.625%, 6/26/15	6,170	6,459,064
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5.50%, 2/15/17	5,000	5,434,250
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6.25%, 12/1/17	3,295	3,698,667
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8.00%, 11/1/31	4,485	5,695,950
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**CIT Group, Inc., Sr. Notes**

4.75%, 2/15/15 <sup>(8)</sup>	8,135	8,541,750
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5.25%, 3/15/18	645	699,825
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8.50%, 5/22/19	615	820,777
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5.00%, 8/15/22	405	434,757
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**Fidelity National Information Services, Inc., Sr. Notes**

5.00%, 3/15/22	1,000	1,066,250
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**First Data Corp., Sr. Notes**

7.375%, 6/15/19 <sup>(8)</sup>	3,105	3,318,469
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6.75%, 11/1/20 <sup>(8)</sup>	5,415	5,672,213
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11.25%, 1/15/21 <sup>(8)</sup>	1,925	2,011,625
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10.625%, 6/15/21 <sup>(8)</sup>	1,925	1,956,281
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## Eaton Vance

## Limited Duration Income Fund

March 31, 2013

## Portfolio of Investments continued

Security	Principal Amount* (000 s omitted)	Value
<b>Financial Intermediaries (continued)</b>		
<b>Ford Motor Credit Co., LLC, Sr. Notes</b>		
12.00%, 5/15/15	3,380	\$ 4,108,890
5.875%, 8/2/21	1,205	1,381,582
<b>General Motors Financial Co., Inc., Sr. Notes</b>		
6.75%, 6/1/18	1,365	1,552,688
<b>Janus Capital Group, Inc., Sr. Notes</b>		
6.70%, 6/15/17	100	114,621
<b>XLIT, Ltd., Sr. Notes</b>		
5.75%, 10/1/21	600	714,241
		<b>\$ 54,448,210</b>
<b>Food Products 1.3%</b>		
<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Notes</b>		
15.00%, 5/15/17 <sup>(4)(8)</sup>	2,513	\$ 2,545,405
<b>ASG Consolidated, LLC/ASG Finance, Inc., Sr. Sub. Notes</b>		
10.75%, 5/15/16 <sup>(8)</sup>	5,465	5,792,900
<b>Bunge, Ltd. Finance Corp., Sr. Notes</b>		
8.50%, 6/15/19	1,000	1,291,277
<b>ConAgra Foods, Inc., Sr. Notes</b>		
6.625%, 8/15/39 <sup>(8)</sup>	940	1,179,442
<b>Corn Products International, Inc., Sr. Notes</b>		
6.625%, 4/15/37	325	389,939
<b>Hawk Acquisition Sub, Inc., Sr. Notes</b>		
4.25%, 10/15/20 <sup>(8)</sup>	2,625	2,631,562
<b>Land O Lakes, Inc., Sr. Notes</b>		
6.00%, 11/15/22 <sup>(8)</sup>	2,150	2,300,500
<b>Michael Foods Group, Inc., Sr. Notes</b>		
9.75%, 7/15/18	4,360	4,872,300
<b>Michael Foods Holding, Inc., Sr. Notes</b>		
8.50%, 7/15/18 <sup>(4)(8)</sup>	1,380	1,428,300
<b>Smithfield Foods, Inc., Sr. Notes</b>		
6.625%, 8/15/22	2,175	2,376,188
		<b>\$ 24,807,813</b>
<b>Food Service 0.3%</b>		
<b>Aramark Corp., Sr. Notes</b>		
5.75%, 3/15/20 <sup>(8)</sup>	1,005	\$ 1,032,638
<b>Aramark Holdings Corp., Sr. Notes</b>		



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8.625%, 5/1/16 <sup>(4)(8)</sup>	1,030	1,048,035
<b>Delhaize Group SA, Sr. Notes</b>		
4.125%, 4/10/19	460	488,304
<b>NPC International, Inc., Sr. Notes</b>		
10.50%, 1/15/20	3,405	3,983,850
		<b>\$ 6,552,827</b>

Security	Principal Amount* (000 s omitted)	Value
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Food / Drug Retailers 0.1%

<b>Pantry, Inc., Sr. Notes</b>		
8.375%, 8/1/20 <sup>(8)</sup>	1,635	\$ 1,761,713
		<b>\$ 1,761,713</b>

Forest Products 0.3%

<b>Boise Paper Holdings, LLC, Sr. Notes</b>		
9.00%, 11/1/17	370	\$ 400,525
8.00%, 4/1/20	605	676,087
<b>Domtar Corp., Sr. Notes</b>		
10.75%, 6/1/17	2,995	3,867,809
		<b>\$ 4,944,421</b>

Health Care 3.3%

<b>Accellent, Inc., Sr. Notes</b>		
8.375%, 2/1/17	3,655	\$ 3,901,712
<b>Air Medical Group Holdings, Inc., Sr. Notes</b>		
9.25%, 11/1/18	1,787	1,988,037
<b>Alere, Inc., Sr. Notes</b>		
8.625%, 10/1/18	1,310	1,398,425
<b>Amsurg Corp., Sr. Notes</b>		
5.625%, 11/30/20 <sup>(8)</sup>	645	682,088
<b>Bausch &amp; Lomb, Inc., Sr. Notes</b>		
9.875%, 11/1/15	1,141	1,186,640
<b>Community Health Systems, Inc., Sr. Notes</b>		
5.125%, 8/15/18	4,830	5,071,500
7.125%, 7/15/20	2,785	3,025,206
<b>ConvaTec Healthcare E SA, Sr. Notes</b>		
10.50%, 12/15/18 <sup>(8)</sup>	2,235	2,497,612
<b>DJO Finance, LLC/DJO Finance Corp., Sr. Notes</b>		
8.75%, 3/15/18	1,045	1,170,400
<b>Emergency Medical Services Corp., Sr. Notes</b>		
8.125%, 6/1/19	1,255	1,383,638
<b>Fresenius Medical Care US Finance II, Inc., Sr. Notes</b>		
5.625%, 7/31/19 <sup>(8)</sup>	1,640	1,808,100
5.875%, 1/31/22 <sup>(8)</sup>	1,365	1,530,506
<b>Fresenius US Finance II, Inc., Sr. Notes</b>		
9.00%, 7/15/15 <sup>(8)</sup>	1,400	1,610,000
<b>HCA Holdings, Inc., Sr. Notes</b>		
6.25%, 2/15/21	1,710	1,827,563
<b>HCA, Inc., Sr. Notes</b>		
6.50%, 2/15/20	2,985	3,374,916
7.50%, 2/15/22	2,930	3,376,825
4.75%, 5/1/23	1,125	1,122,188

Eaton Vance

Limited Duration Income Fund

March 31, 2013

Portfolio of Investments continued

Security

Principal  
Amount\*  
(000 s omitted)