

Eaton Vance Floating-Rate Income Trust  
Form N-CSR  
July 27, 2015

**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)**

**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**

**May 31, 2015**

**Date of Reporting Period**

**Item 1. Reports to Stockholders**

Eaton Vance

Floating-Rate Income Trust

(EFT)

Annual Report

May 31, 2015

**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. Accordingly, neither the Fund nor the adviser with respect to the operation of the Fund is subject to CFTC regulation. Because of its management of other strategies, the Fund's adviser is registered with the CFTC as a commodity pool operator and a commodity trading advisor.

**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 May 31, 2015

## Eaton Vance

### Floating-Rate Income Trust

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## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Management's Discussion of Fund Performance

##### Economic and Market Conditions

The U.S. floating rate loan market was mixed over the fiscal year ended May 31, 2015, with the S&P/LSTA Leveraged Loan Index,<sup>2</sup> a broad barometer of the loan market, returning 2.84% during the 12-month period. Positive returns for the asset class were driven by income, with price declines in the latter part of 2014 detracting from returns.

Technical conditions — i.e., the balance of supply and demand — put downward pressure on loan prices from the beginning of the period through the end of 2014. The supply of new loans outpaced institutional inflows, while the retail side of the loan market experienced net outflows. It appeared that a key driver of outflows in 2014 was decreased urgency regarding rising interest rates, as a rate hike by the Federal Reserve Board no longer appeared to be imminent.

Falling energy prices also appeared to have impacted the loan market. The heaviest outflows and price declines in the asset class occurred in late 2014, after the Organization of the Petroleum Exporting Countries announced it would not cut oil production. This exacerbated an ongoing decline in crude prices. While the loan market has relatively small energy exposure, investors appeared to view falling energy prices as a negative event for loans.

In the last several months of the period, however, conditions improved. Oil prices stabilized and corporate fundamentals, which had strengthened throughout the period, began to prevail. Flows into the loan market moved from negative to flat and prices began to rise.

With the U.S. economy continuing its lumpy but gradual recovery during the period, improving corporate fundamentals kept the default rate fairly benign. The loan default rate, a measure of corporate health and credit risk in the market, was 1.26%, well below the market's 10-year average of 3.4%, according to Standard & Poor's Leveraged Commentary & Data.

##### Fund Performance

For the fiscal year ended May 31, 2015, Eaton Vance Floating-Rate Income Trust (the Fund) shares at net asset value (NAV) had a total return of 3.43%, outperforming the 2.84% return of the S&P/LSTA Leveraged Loan Index (the Index). In general, investment leverage<sup>6</sup> was the most significant contributor to outperformance versus the Index.

Under normal market conditions, the Fund invests at least 80% of its total assets in senior loans. In keeping with the

Fund's secondary objective of preservation of capital, the Fund has historically tended to underweight lower-quality loans, a strategy that may help the Fund experience limited credit losses over time but may detract from relative results versus the Index in times when lower-quality issues outperform.

For the 12-month period, BBB-rated<sup>8</sup> loans in the Index returned 2.40%, BB-rated loans in the Index returned 3.79%, B-rated loans in the Index returned 3.14%, CCC-rated loans in the Index returned 3.77%, and D-rated (defaulted) loans in the Index returned -17.60%. The negative performance of the D-rated category was due in large part to the continued decline of loans issued by Energy Future Holdings, also known as TXU, a major Index component that defaulted during the Fund's previous fiscal year but was not held by the Fund. Across the ratings tiers, the Fund's overweight to BB-rated loans, which outperformed the Index, and underweight to D-rated loans both aided relative Fund performance versus the Index. However, the Fund's underweight to CCC-rated loans, which also outperformed the Index, detracted from Fund performance versus the Index.

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The Fund's employment of investment leverage, as noted earlier, was the largest contributor to the Fund's relative outperformance. The use of leverage has the effect of achieving additional exposure to the loan market, and thus magnifying a fund's exposure to its underlying investments in both up and down market environments. The use of leverage helped performance versus the Index, which does not employ leverage, as the additional income earned by utilizing leverage was greater than the magnified negative contribution from declining prices. The Fund's exposure to high-yield bonds, which outperformed the loan market during the period, also helped relative results versus the Index, which does not include high-yield bonds.

On a sector-level basis, the Fund's underweight to utilities contributed to the Fund's relative results versus the Index as that sector trailed the Index during the period. Similarly, the Fund's overweight to financial intermediaries, a sector that outperformed the overall loan market during the period, helped Fund performance versus the Index. In contrast, the Fund's overweights to steel and to nonferrous metals/ minerals detracted from Fund results versus the Index, as those sectors underperformed during the period. An underweight to telecommunications, a sector that outperformed during the period, hurt results relative to the Index as well.

*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 and includes management fees and other expenses. Fund performance at market price will differ from its results at NAV due to factors such as changing perceptions about the Fund, market conditions, fluctuations in supply and demand for Fund shares, or changes in Fund distributions. Investment return and principal value will fluctuate so that shares, when sold, may be worth more or less than their original cost. Performance less than one year is cumulative. Performance is for the stated time period only; due to market volatility, current Fund performance may be lower or higher than the quoted return. For performance as of the most recent month-end, please refer to [eatonvance.com](http://eatonvance.com).*



## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

Performance<sup>2,3</sup>

Portfolio Managers Scott H. Page, CFA and Ralph Hinckley, CFA

<b>% Average Annual Total Returns</b>	<b>Inception Date</b>	<b>One Year</b>	<b>Five Years</b>	<b>Ten Years</b>
Fund at NAV	06/29/2004	3.43%	7.71%	5.72%
Fund at Market Price		0.59	6.65	5.26
S&P/LSTA Leveraged Loan Index		2.84%	5.46%	5.10%

<b>% Premium/Discount to NAV<sup>4</sup></b>	8.18%
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**Distributions<sup>5</sup>**

Total Distributions per share for the period	\$ 0.891
Distribution Rate at NAV	5.75%
Distribution Rate at Market Price	6.27%

**% Total Leverage<sup>6</sup>**

<b>Borrowings</b>	29.19%
Variable Rate Term Preferred Shares (VRTP Shares)	8.05

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 and includes management fees and other expenses. Fund performance at market price will differ from its results at NAV due to factors such as changing perceptions about the Fund, market conditions, fluctuations in supply and demand for Fund shares, or changes in Fund distributions. Investment return and principal value will fluctuate so that shares, when sold, may be worth more or less than their original cost. Performance less than one year is cumulative. Performance is for the stated time period only; due to market volatility, current Fund performance may be lower or higher than the quoted return. For performance as of the most recent month-end, please refer to [eatonvance.com](http://eatonvance.com).

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Fund Profile

##### Top 10 Issuers (% of total investments)<sup>7</sup>

Valeant Pharmaceuticals International, Inc.	1.1%
Asurion, LLC	1.1
Community Health Systems, Inc.	1.0
First Data Corporation	1.0
Dell, Inc.	0.9
Calpine Corporation	0.9
FMG Resources (August 2006) Pty Ltd.	0.9
SunGard Data Systems, Inc.	0.9
Virgin Media Investment Holdings Limited	0.9
Intelsat Jackson Holdings S.A.	0.9
Total	9.6%

##### Top 10 Sectors (% of total investments)<sup>7</sup>

Health Care	11.3%
Electronics/Electrical	8.3
Business Equipment and Services	7.4
Retailers (Except Food and Drug)	5.5
Chemicals and Plastics	5.1
Food Products	4.3
Oil and Gas	4.3
Lodging and Casinos	3.8
Financial Intermediaries	3.5
Leisure Goods/Activities/Movies	3.3
Total	56.8%

##### Credit Quality (% of bonds, loans and asset-backed securities)<sup>8</sup>

*See Endnotes and Additional Disclosures in this report.*



## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### 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> 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. The Fund's performance for certain periods reflects the effects of expense reductions. Absent these reductions, performance would have been lower. Performance since inception for an index, if presented, is the performance since the Fund's or oldest share class inception, as applicable.

<sup>4</sup> The shares of the Fund often trade at a discount or premium from their net asset value. The discount or premium of the Fund may vary over time and may be higher or lower than what is quoted in this report. For up-to-date premium/discount information, please refer to <http://eatonvance.com/closedend>.

<sup>5</sup> The Distribution Rate is based on the Fund's last regular distribution per share in the period (annualized) divided by the Fund's NAV or market price at the end of the period. The Fund's distributions may be comprised of amounts characterized for federal income tax purposes as tax-exempt income, qualified and non-qualified ordinary dividends, capital gains and nondividend distributions, also known as return of capital.

For additional information about nondividend distributions, please refer to Eaton Vance Closed-End Fund Distribution Notices (19a) posted on our website, [eatonvance.com](http://eatonvance.com). The Fund will determine the federal income tax character of distributions paid to a shareholder after the end of the calendar year. This is reported on the IRS form 1099-DIV and provided to the shareholder shortly after each year-end. For information about the tax character of distributions made in prior calendar years, please refer to Performance-Tax Character of Distributions on the Fund's webpage available at [eatonvance.com](http://eatonvance.com). The Fund's distributions are determined by the investment adviser based on its current assessment of the Fund's long-term return potential. As portfolio and market conditions change, the rate of distributions paid by the Fund could change.

<sup>6</sup> Leverage represents the liquidation value of the Fund's VRTP Shares and borrowings outstanding as a percentage of Fund net assets applicable to common shares plus VRTP Shares and borrowings outstanding. Use of leverage creates an opportunity for income, but creates risks including greater price volatility. The cost of leverage rises and falls with changes in short-term interest rates. The Fund may be required to maintain prescribed asset coverage for its leverage and may be required to reduce its leverage at an inopportune time.

<sup>7</sup> Excludes cash and cash equivalents.

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<sup>8</sup> Ratings are based on Moody's, S&P or Fitch, as applicable. If securities are rated differently by the ratings agencies, the higher rating is applied. 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 S&P or Fitch (Baa or higher by Moody's) are considered to be investment-grade quality. Credit ratings are based largely on the ratings 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. Holdings designated as "Not Rated" are not rated by the national ratings agencies stated above.

Fund profile subject to change due to active management.

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments

Senior Floating-Rate Interests 140.5%

Borrower/Tranche Description	Principal Amount*	Value
	(000 s omitted)	
<b>Aerospace and Defense 2.0%</b>		
<b>BE Aerospace, Inc.</b>		
Term Loan, 4.00%, Maturing December 16, 2021	1,147	\$ 1,160,311
<b>DAE Aviation Holdings, Inc.</b>		
Term Loan, 5.00%, Maturing November 2, 2018	679	682,268
<b>Ducommun Incorporated</b>		
Term Loan, 4.75%, Maturing June 28, 2017	675	674,740
<b>IAP Worldwide Services, Inc.</b>		
Revolving Loan, Maturing		
July 18, 2018 <sup>(2)</sup>	325	317,439
Term Loan - Second Lien, 8.00%, Maturing July 18, 2019 <sup>(3)</sup>	447	357,331
<b>Silver II US Holdings, LLC</b>		
Term Loan, 4.00%, Maturing		
December 13, 2019	2,037	1,981,333
<b>Standard Aero Limited</b>		
Term Loan, 5.00%, Maturing		
November 2, 2018	307	308,334
<b>Transdigm, Inc.</b>		
Term Loan, 3.75%, Maturing February 28, 2020	4,712	4,712,395
Term Loan, 3.75%, Maturing June 4, 2021	2,035	2,035,421
		<b>\$ 12,229,572</b>
<b>Air Transport 0.4%</b>		
<b>Virgin America, Inc.</b>		
Term Loan, 4.50%, Maturing April 4, 2019	2,625	\$ 2,404,500
		<b>\$ 2,404,500</b>
<b>Automotive 5.0%</b>		
<b>Affinia Group Intermediate Holdings, Inc.</b>		
Term Loan, 4.75%, Maturing April 27, 2020	1,252	\$ 1,255,556
<b>Allison Transmission, Inc.</b>		
Term Loan, 3.50%, Maturing August 23, 2019	2,921	2,939,630
<b>Chrysler Group, LLC</b>		

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Term Loan, 3.50%, Maturing May 24, 2017	5,416	5,431,057
Term Loan, 3.25%, Maturing December 31, 2018	2,302	2,307,026
<b>CS Intermediate Holdco 2, LLC</b>		
Term Loan, 4.00%, Maturing April 4, 2021	695	697,355
<b>Dayco Products, LLC</b>		
Term Loan, 5.25%, Maturing December 12, 2019	1,086	1,092,360
<b>Federal-Mogul Holdings Corporation</b>		
Term Loan, 4.75%, Maturing April 15, 2021	4,317	4,309,280
<b>Goodyear Tire &amp; Rubber Company (The)</b>		
Term Loan - Second Lien, 4.75%, Maturing April 30, 2019	6,208	6,258,776
<b>Horizon Global Corporation</b>		
Term Loan, Maturing May 11, 2022 <sup>(2)</sup>	550	544,156

**Principal**

**Amount\***

<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
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### Automotive (continued)

<b>INA Beteiligungsgesellschaft GmbH</b>		
Term Loan, 4.25%, Maturing May 15, 2020	1,125	\$ 1,133,081
<b>MPG Holdco I, Inc.</b>		
Term Loan, 3.75%, Maturing October 20, 2021	2,432	2,440,871
<b>TI Group Automotive Systems, LLC</b>		
Term Loan, 4.25%, Maturing July 2, 2021	943	945,822
<b>Tower Automotive Holdings USA, LLC</b>		
Term Loan, 4.00%, Maturing April 23, 2020	832	835,592
<b>Visteon Corporation</b>		
Term Loan, 3.50%, Maturing April 9, 2021	1,166	1,168,010
		<b>\$ 31,358,572</b>

### Beverage and Tobacco 0.4%

<b>Flavors Holdings, Inc.</b>		
Term Loan, 6.75%, Maturing April 3, 2020	1,503	\$ 1,454,273
Term Loan - Second Lien, 11.00%, Maturing October 3, 2021	1,000	965,000
		<b>\$ 2,419,273</b>

### Brokerage / Securities Dealers / Investment Houses 0.1%

<b>Astro AB Borrower, Inc.</b>		
Term Loan, 5.50%, Maturing April 30, 2022	350	\$ 354,813
Term Loan - Second Lien, 9.75%, Maturing March 3, 2023	300	301,875
		<b>\$ 656,688</b>

### Building and Development 1.7%

<b>ABC Supply Co., Inc.</b>		
Term Loan, 3.50%, Maturing April 16, 2020	1,379	\$ 1,380,867
<b>Auction.com, LLC</b>		
Term Loan, Maturing May 8, 2022 <sup>(2)</sup>	1,125	1,119,375
<b>CPG International, Inc.</b>		
Term Loan, 4.75%, Maturing September 30, 2020	665	662,382
<b>Gates Global, Inc.</b>		
Term Loan, 4.25%, Maturing July 5, 2021	2,164	2,157,700
<b>Headwaters, Incorporated</b>		
Term Loan, 4.50%, Maturing March 24, 2022	225	226,406
<b>Quikrete Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing September 28, 2020	1,016	1,018,576
<b>RE/MAX International, Inc.</b>		
Term Loan, 4.25%, Maturing July 31, 2020	1,731	1,730,647
<b>Realogy Corporation</b>		

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Term Loan, 3.75%, Maturing March 5, 2020

980

982,697

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*See Notes to Financial Statements.*



## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount*	Value
	(000 s omitted)	
<b>Building and Development (continued)</b>		
<b>Summit Materials Companies I, LLC</b>		
Term Loan, 5.00%, Maturing January 30, 2019	535	\$ 536,629
<b>WireCo WorldGroup, Inc.</b>		
Term Loan, 6.00%, Maturing February 15, 2017	645	647,735
		<b>\$ 10,463,014</b>
<b>Business Equipment and Services 11.6%</b>		
<b>Acosta Holdco, Inc.</b>		
Term Loan, 4.25%, Maturing September 26, 2021	3,706	\$ 3,725,237
<b>Altisource Solutions S.a.r.l.</b>		
Term Loan, 4.50%, Maturing December 9, 2020	3,035	2,746,572
<b>AVSC Holding Corp.</b>		
Term Loan, 4.50%, Maturing January 24, 2021	470	472,307
<b>BakerCorp International, Inc.</b>		
Term Loan, 4.25%, Maturing February 14, 2020	884	857,166
<b>Brickman Group Ltd., LLC</b>		
Term Loan, 4.00%, Maturing December 18, 2020	913	914,343
<b>Brock Holdings III, Inc.</b>		
Term Loan, 6.00%, Maturing March 16, 2017	1,178	1,174,957
<b>CCC Information Services, Inc.</b>		
Term Loan, 4.00%, Maturing December 20, 2019	489	489,729
<b>Ceridian, LLC</b>		
Term Loan, 4.50%, Maturing September 15, 2020	678	677,228
<b>ClientLogic Corporation</b>		
Term Loan, 7.53%, Maturing January 30, 2017	1,790	1,783,329
<b>Corporate Capital Trust, Inc.</b>		
Term Loan, 4.00%, Maturing May 15, 2019	1,040	1,040,124
<b>CPM Holdings, Inc.</b>		
Term Loan, 6.00%, Maturing April 11, 2022	300	300,938
<b>Crossmark Holdings, Inc.</b>		
Term Loan, 4.50%, Maturing December 20, 2019	1,556	1,471,957
<b>Education Management, LLC</b>		
Term Loan, 5.50%, Maturing July 2, 2020	298	262,161
Term Loan, 8.50%, (2.00% Cash, 6.50% PIK), Maturing July 2, 2020	505	387,407
<b>EIG Investors Corp.</b>		
Term Loan, 5.00%, Maturing November 9, 2019	4,968	4,961,294
<b>Emdeon Business Services, LLC</b>		
Term Loan, 3.75%, Maturing November 2, 2018	1,606	1,612,188

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<b>Expert Global Solutions, Inc.</b>			
Term Loan, 8.50%, Maturing April 3, 2018		709	711,213
<b>Extreme Reach, Inc.</b>			
Term Loan, 6.75%, Maturing February 7, 2020		792	796,351
		<b>Principal</b>	
		<b>Amount*</b>	
<b>Borrower/Tranche Description</b>		<b>(000 s omitted)</b>	<b>Value</b>
<b>Business Equipment and Services (continued)</b>			
<b>Garda World Security Corporation</b>			
Term Loan, 4.00%, Maturing November 6, 2020		120	\$ 120,389
Term Loan, 4.00%, Maturing November 6, 2020		1,096	1,095,611
Term Loan, 4.75%, Maturing November 6, 2020	CAD	690	546,122
<b>IG Investment Holdings, LLC</b>			
Term Loan, 6.00%, Maturing October 29, 2021		524	526,279
<b>IMS Health Incorporated</b>			
Term Loan, 3.50%, Maturing March 17, 2021		2,164	2,163,480
<b>Information Resources, Inc.</b>			
Term Loan, 4.75%, Maturing September 30, 2020		1,330	1,337,639
<b>ION Trading Technologies S.a.r.l.</b>			
Term Loan, 4.50%, Maturing June 10, 2021	EUR	1,260	1,398,908
Term Loan - Second Lien, 7.25%, Maturing June 10, 2022		1,000	997,500
<b>KAR Auction Services, Inc.</b>			
Term Loan, 3.50%, Maturing March 11, 2021		3,074	3,079,970
<b>Kronos Incorporated</b>			
Term Loan, 4.50%, Maturing October 30, 2019		2,659	2,674,701
Term Loan - Second Lien, 9.75%, Maturing April 30, 2020		1,223	1,267,101
<b>Language Line, LLC</b>			
Term Loan, 6.25%, Maturing June 20, 2016		1,524	1,523,957
<b>MCS AMS Sub-Holdings, LLC</b>			
Term Loan, 7.00%, Maturing October 15, 2019		1,042	1,024,366
<b>Monitronics International, Inc.</b>			
Term Loan, 4.25%, Maturing March 23, 2018		592	594,279
Term Loan, 4.50%, Maturing April 2, 2022		750	754,532
<b>PGX Holdings, Inc.</b>			
Term Loan, 6.25%, Maturing September 29, 2020		617	621,816
<b>RCS Capital Corporation</b>			
Term Loan, 6.50%, Maturing April 29, 2019		2,738	2,696,819
Term Loan - Second Lien, 10.50%, Maturing April 29, 2021		1,000	987,500
<b>Sensus USA, Inc.</b>			
Term Loan, 4.50%, Maturing May 9, 2017		1,241	1,239,896
Term Loan - Second Lien, 8.50%, Maturing May 9, 2018		1,000	995,000
<b>ServiceMaster Company</b>			
Term Loan, 4.25%, Maturing July 1, 2021		2,662	2,671,843
<b>SunGard Data Systems, Inc.</b>			
Term Loan, 3.93%, Maturing February 28, 2017		893	895,699
Term Loan, 4.00%, Maturing March 8, 2020		7,758	7,792,920
<b>TNS, Inc.</b>			
Term Loan, 5.00%, Maturing February 14, 2020		1,022	1,026,665

## Eaton Vance

## Floating-Rate Income Trust

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## Portfolio of Investments continued

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Business Equipment and Services (continued)</b>		
<b>TransUnion, LLC</b>		
Term Loan, 4.00%, Maturing April 9, 2021	4,628	\$ 4,630,180
<b>Travelport Finance (Luxembourg) S.a.r.l.</b>		
Term Loan, 5.75%, Maturing September 2, 2021	1,318	1,332,280
<b>WASH Multifamily Laundry Systems, LLC</b>		
Term Loan, Maturing April 21, 2022 <sup>(2)</sup>	277	277,948
Term Loan, Maturing May 4, 2022 <sup>(2)</sup>	48	48,677
<b>West Corporation</b>		
Term Loan, 3.25%, Maturing June 30, 2018	3,555	3,557,419
		<b>\$ 72,263,997</b>
<b>Cable and Satellite Television 2.6%</b>		
<b>Cequel Communications, LLC</b>		
Term Loan, 3.50%, Maturing February 14, 2019	1,598	\$ 1,604,563
<b>Crown Media Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing July 14, 2018	916	913,518
<b>MCC Iowa, LLC</b>		
Term Loan, 3.75%, Maturing June 30, 2021	968	969,739
<b>Mediacom Illinois, LLC</b>		
Term Loan, 3.15%, Maturing October 23, 2017	881	881,168
Term Loan, 3.75%, Maturing June 30, 2021	547	548,618
<b>Numericable U.S., LLC</b>		
Term Loan, 4.50%, Maturing May 21, 2020	1,145	1,151,135
Term Loan, 4.50%, Maturing May 21, 2020	1,324	1,330,582
<b>Sterling Entertainment Enterprises, LLC</b>		
Term Loan, 2.94%, Maturing December 28, 2017	792	768,240
<b>Virgin Media Bristol, LLC</b>		
Term Loan, 3.50%, Maturing June 7, 2020	2,932	2,930,810
<b>Virgin Media Investment Holdings Limited</b>		
Term Loan, 4.25%, Maturing June 30, 2023	GBP 1,650	2,534,076
<b>Ziggo B.V.</b>		
Term Loan, 3.75%, Maturing January 15, 2022	EUR 424	467,187
Term Loan, 3.75%, Maturing January 15, 2022	EUR 659	725,204
Term Loan, 3.75%, Maturing January 15, 2022	EUR 1,192	1,312,631
		<b>\$ 16,137,471</b>

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Chemicals and Plastics 7.4%

<b>Allnex (Luxembourg) &amp; Cy S.C.A.</b> Term Loan, 4.50%, Maturing October 3, 2019	307	\$	308,342
<b>Allnex USA, Inc.</b> Term Loan, 4.50%, Maturing October 3, 2019	159		159,984
<b>Aruba Investments, Inc.</b> Term Loan, 5.25%, Maturing February 2, 2022	325		328,250

**Principal**

**Amount\***

<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
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Chemicals and Plastics (continued)

<b>Axalta Coating Systems US Holdings, Inc.</b> Term Loan, 3.75%, Maturing February 1, 2020	3,873	\$	3,878,307
<b>AZ Chem US, Inc.</b> Term Loan, 4.50%, Maturing June 12, 2021	3,117		3,128,269
<b>Chemours Company Co. (The)</b> Term Loan, 3.75%, Maturing May 22, 2022	1,125		1,128,516
<b>Colouroz Investment 1, GmbH</b> Term Loan, 4.75%, Maturing September 7, 2021	166		166,371
Term Loan, 4.75%, Maturing September 7, 2021	1,003		1,006,408
<b>ECO Services Operations, LLC</b> Term Loan, 4.75%, Maturing December 4, 2021	1,249		1,248,875
<b>Emerald Performance Materials, LLC</b> Term Loan, 4.50%, Maturing August 1, 2021	572		574,270
Term Loan - Second Lien, 7.75%, Maturing August 1, 2022	625		623,828
<b>Gemini HDPE, LLC</b> Term Loan, 4.75%, Maturing August 7, 2021	2,483		2,500,094
<b>Huntsman International, LLC</b> Term Loan, 3.75%, Maturing August 12, 2021	1,195		1,200,100
<b>Ineos Finance PLC</b> Term Loan, 4.25%, Maturing March 31, 2022	EUR	475	524,208
<b>Ineos US Finance, LLC</b> Term Loan, 3.75%, Maturing May 4, 2018	5,518		5,525,081
Term Loan, 4.25%, Maturing March 31, 2022	775		777,799
<b>Kronos Worldwide, Inc.</b> Term Loan, 4.00%, Maturing February 18, 2020	322		323,158
<b>MacDermid, Inc.</b> Term Loan, 4.50%, Maturing June 7, 2020	1,457		1,466,066
Term Loan, 4.75%, Maturing June 7, 2020	673		678,302
<b>Minerals Technologies, Inc.</b> Term Loan, 4.00%, Maturing May 7, 2021	1,972		1,980,019
<b>Omnova Solutions, Inc.</b> Term Loan, 4.25%, Maturing May 31, 2018	955		956,493
<b>Orion Engineered Carbons GmbH</b> Term Loan, 5.00%, Maturing July 25, 2021	622		628,094
Term Loan, 5.00%, Maturing July 25, 2021	EUR	1,070	1,188,866
<b>OXEA Finance, LLC</b> Term Loan, 4.25%, Maturing January 15, 2020	763		741,905
Term Loan - Second Lien, 8.25%, Maturing July 15, 2020	1,000		927,500
<b>Polarpak, Inc.</b> Term Loan, 5.50%, Maturing June 7, 2020	CAD	3,892	3,129,904
<b>PQ Corporation</b> Term Loan, 4.00%, Maturing August 7, 2017	1,295		1,297,292

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Chemicals and Plastics (continued)</b>		
<b>Solenis International L.P.</b>		
Term Loan, 4.25%, Maturing July 31, 2021	323	\$ 323,830
Term Loan, 4.50%, Maturing July 31, 2021	EUR 1,070	1,183,081
<b>Sonneborn Refined Products B.V.</b>		
Term Loan, 5.50%, Maturing December 10, 2020	79	79,240
<b>Sonneborn, LLC</b>		
Term Loan, 5.50%, Maturing December 10, 2020	445	449,029
<b>Trinseo Materials Operating S.C.A.</b>		
Term Loan, 4.25%, Maturing October 13, 2021	350	351,568
<b>Tronox Pigments (Netherlands) B.V.</b>		
Term Loan, 4.25%, Maturing March 19, 2020	3,188	3,203,506
<b>Univar, Inc.</b>		
Term Loan, 5.00%, Maturing June 30, 2017	4,195	4,196,959
		<b>\$ 46,183,514</b>
<b>Conglomerates 1.2%</b>		
<b>Bestway UK Holdco Limited</b>		
Term Loan, 5.26%, Maturing October 6, 2021	GBP 1,388	\$ 2,140,085
<b>RGIS Services, LLC</b>		
Term Loan, 5.50%, Maturing October 18, 2017	3,112	2,925,470
<b>Spectrum Brands Europe GmbH</b>		
Term Loan, 3.75%, Maturing September 4, 2019	EUR 1,086	1,202,960
<b>Spectrum Brands, Inc.</b>		
Term Loan, 3.50%, Maturing September 4, 2019	1,133	1,137,352
		<b>\$ 7,405,867</b>
<b>Containers and Glass Products 1.7%</b>		
<b>Berry Plastics Holding Corporation</b>		
Term Loan, 3.50%, Maturing February 8, 2020	2,352	\$ 2,351,266
Term Loan, 3.75%, Maturing January 6, 2021	680	680,574
<b>Hilex Poly Co., LLC</b>		
Term Loan, 6.00%, Maturing December 5, 2021	1,671	1,690,653
<b>Libbey Glass, Inc.</b>		
Term Loan, 3.75%, Maturing April 9, 2021	447	447,323
<b>Pelican Products, Inc.</b>		

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Term Loan, 5.25%, Maturing April 10, 2020	1,401	1,401,977
<b>Reynolds Group Holdings, Inc.</b>		
Term Loan, 4.50%, Maturing December 1, 2018	3,558	3,579,157
<b>TricorBraun, Inc.</b>		
Term Loan, 4.00%, Maturing May 3, 2018	643	642,551
		<b>\$ 10,793,501</b>
	<b>Principal</b>	
	<b>Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Cosmetics / Toiletries 0.9%</b>		
<b>Prestige Brands, Inc.</b>		
Term Loan, 3.50%, Maturing September 3, 2021	823	\$ 825,837
<b>Revlon Consumer Products Corporation</b>		
Term Loan, 4.00%, Maturing October 8, 2019	1,309	1,312,835
<b>Sun Products Corporation (The)</b>		
Term Loan, 5.50%, Maturing March 23, 2020	3,354	3,300,757
		<b>\$ 5,439,429</b>
<b>Drugs 3.1%</b>		
<b>Alkermes, Inc.</b>		
Term Loan, 3.50%, Maturing September 18, 2019	415	\$ 416,192
<b>AMAG Pharmaceuticals, Inc.</b>		
Term Loan, 7.25%, Maturing November 12, 2020	658	665,529
<b>DPx Holdings B.V.</b>		
Term Loan, 4.25%, Maturing March 11, 2021	968	966,651
Term Loan, 4.50%, Maturing March 11, 2021	EUR 323	357,459
Term Loan, 4.50%, Maturing March 11, 2021	EUR 750	831,139
<b>Endo Luxembourg Finance Company I S.a.r.l.</b>		
Term Loan, 3.25%, Maturing March 1, 2021	446	446,521
<b>Mallinckrodt International Finance S.A.</b>		
Term Loan, 3.25%, Maturing March 19, 2021	1,683	1,683,921
<b>Par Pharmaceutical Companies, Inc.</b>		
Term Loan, 4.00%, Maturing September 30, 2019	3,580	3,584,385
<b>Valeant Pharmaceuticals International, Inc.</b>		
Term Loan, 3.50%, Maturing December 11, 2019	2,774	2,778,146
Term Loan, 3.50%, Maturing August 5, 2020	3,543	3,546,618
Term Loan, 4.00%, Maturing April 1, 2022	4,050	4,066,568
		<b>\$ 19,343,129</b>
<b>Ecological Services and Equipment 0.5%</b>		
<b>ADS Waste Holdings, Inc.</b>		
Term Loan, 3.75%, Maturing October 9, 2019	2,132	\$ 2,128,169
<b>EnergySolutions, LLC</b>		
Term Loan, 6.75%, Maturing May 29, 2020	891	897,275
		<b>\$ 3,025,444</b>
<b>Electronics / Electrical 13.1%</b>		
<b>Allflex Holdings III, Inc.</b>		
Term Loan, 4.25%, Maturing July 17, 2020	714	\$ 718,068
<b>Answers Corporation</b>		
Term Loan, 6.25%, Maturing October 3, 2021	2,222	2,010,853
<b>Applied Systems, Inc.</b>		
Term Loan, 4.27%, Maturing January 25, 2021	912	915,174



## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal	Value
	Amount*	
	(000 s omitted)	
<b>Electronics / Electrical (continued)</b>		
<b>Avago Technologies Cayman Ltd.</b>		
Term Loan, 3.75%, Maturing May 6, 2021	5,937	\$ 5,955,907
<b>Campaign Monitor Finance Pty Limited</b>		
Term Loan, 6.25%, Maturing March 18, 2021	792	791,010
<b>Carros Finance Luxembourg S.a.r.l.</b>		
Term Loan, 4.50%, Maturing September 30, 2021	373	374,524
<b>Cinedigm Digital Funding I, LLC</b>		
Term Loan, 3.75%, Maturing February 28, 2018	290	290,842
<b>CommScope, Inc.</b>		
Term Loan, Maturing May 21, 2022 <sup>(2)</sup>	1,025	1,022,437
<b>CompuCom Systems, Inc.</b>		
Term Loan, 4.25%, Maturing May 11, 2020	1,265	1,186,747
<b>Dealertrack Technologies, Inc.</b>		
Term Loan, 3.50%, Maturing February 28, 2021	525	524,794
<b>Dell, Inc.</b>		
Term Loan, 4.50%, Maturing April 29, 2020	9,222	9,249,628
<b>Eagle Parent, Inc.</b>		
Term Loan, 5.25%, Maturing May 16, 2018	3,698	3,704,082
<b>Entegris, Inc.</b>		
Term Loan, 3.50%, Maturing April 30, 2021	459	459,525
<b>Excelitas Technologies Corp.</b>		
Term Loan, 6.00%, Maturing October 31, 2020	926	932,190
<b>Eze Castle Software, Inc.</b>		
Term Loan, 4.00%, Maturing April 6, 2020	1,485	1,488,722
<b>FIDJI Luxembourg (BC4) S.a.r.l.</b>		
Term Loan, 6.25%, Maturing December 24, 2020	847	847,980
<b>Freescale Semiconductor, Inc.</b>		
Term Loan, 4.25%, Maturing February 28, 2020	2,173	2,182,960
<b>Go Daddy Operating Company, LLC</b>		
Term Loan, 4.25%, Maturing May 13, 2021	4,828	4,853,921
<b>Hyland Software, Inc.</b>		
Term Loan, 4.75%, Maturing February 19, 2021	641	644,343
<b>Infor (US), Inc.</b>		
Term Loan, 3.75%, Maturing June 3, 2020	6,793	6,777,492
<b>Lattice Semiconductor Corporation</b>		
Term Loan, 5.25%, Maturing March 10, 2021	625	629,687
<b>M/A-COM Technology Solutions Holdings, Inc.</b>		
Term Loan, 4.50%, Maturing May 7, 2021	571	576,394
<b>MA FinanceCo., LLC</b>		
Term Loan, 4.50%, Maturing November 20, 2019	1,225	1,226,915
Term Loan, 5.25%, Maturing November 19, 2021	2,081	2,089,429



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<b>Magic Newco, LLC</b>	1,532	1,540,975
Term Loan, 5.00%, Maturing December 12, 2018	<b>Principal</b>	
	<b>Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<i>Electronics / Electrical (continued)</i>		
<b>MH Sub I, LLC</b>		
Term Loan, 5.00%, Maturing July 8, 2021	943	\$ 944,850
<b>Microsemi Corporation</b>		
Term Loan, 3.25%, Maturing February 19, 2020	661	662,866
<b>Orbotech, Inc.</b>		
Term Loan, 5.00%, Maturing August 6, 2020	498	495,012
<b>Renaissance Learning, Inc.</b>		
Term Loan, 4.50%, Maturing April 9, 2021	2,267	2,242,689
Term Loan - Second Lien, 8.00%, Maturing April 11, 2022	250	246,354
<b>Rocket Software, Inc.</b>		
Term Loan, 5.75%, Maturing February 8, 2018	1,438	1,442,297
Term Loan - Second Lien, 10.25%, Maturing February 8, 2019	750	754,063
<b>RP Crown Parent, LLC</b>		
Term Loan, 6.00%, Maturing December 21, 2018	6,222	6,070,753
<b>SGS Cayman L.P.</b>		
Term Loan, 6.00%, Maturing April 23, 2021	221	222,690
<b>Shield Finance Co. S.a.r.l.</b>		
Term Loan, 5.00%, Maturing January 29, 2021	767	773,164
<b>Sirius Computer Solutions, Inc.</b>		
Term Loan, 6.25%, Maturing December 7, 2018	488	494,200
<b>SkillSoft Corporation</b>		
Term Loan, 5.75%, Maturing April 28, 2021	3,407	3,364,227
<b>Smart Technologies ULC</b>		
Term Loan, 10.50%, Maturing January 31, 2018	621	621,250
<b>Sophia L.P.</b>		
Term Loan, 4.00%, Maturing July 19, 2018	1,392	1,396,549
<b>SunEdison Semiconductor B.V.</b>		
Term Loan, 6.50%, Maturing May 27, 2019	943	947,589
<b>SurveyMonkey.com, LLC</b>		
Term Loan, 5.50%, Maturing February 5, 2019	837	845,136
<b>Sutherland Global Services, Inc.</b>		
Term Loan, 6.00%, Maturing April 23, 2021	948	956,665
<b>Sybil Software, LLC</b>		
Term Loan, 4.75%, Maturing March 20, 2020	2,231	2,250,326
<b>Vantiv, LLC</b>		
Term Loan, 3.75%, Maturing June 13, 2021	850	854,417
<b>Vertafore, Inc.</b>		
Term Loan, 4.25%, Maturing October 3, 2019	1,004	1,008,150
<b>Wall Street Systems Delaware, Inc.</b>		
Term Loan, 4.50%, Maturing April 30, 2021	1,503	1,506,162
<b>Zebra Technologies Corporation</b>		
Term Loan, 4.75%, Maturing October 27, 2021	2,265	2,294,268
		<b>\$ 81,388,276</b>

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Financial Intermediaries - 5.1%</b>		
<b>Armor Holding II, LLC</b>		
Term Loan, 5.75%, Maturing June 26, 2020	992	\$ 988,996
Term Loan - Second Lien, 10.25%, Maturing December 26, 2020	1,000	980,000
<b>Citco Funding, LLC</b>		
Term Loan, 4.25%, Maturing June 29, 2018	2,269	2,278,169
<b>Clipper Acquisitions Corp.</b>		
Term Loan, 3.00%, Maturing February 6, 2020	587	585,460
<b>First Data Corporation</b>		
Term Loan, 3.68%, Maturing March 24, 2018	5,061	5,062,908
Term Loan, 3.68%, Maturing September 24, 2018	2,100	2,101,094
<b>Grosvenor Capital Management Holdings, LLP</b>		
Term Loan, 3.75%, Maturing January 4, 2021	1,334	1,330,765
<b>Guggenheim Partners, LLC</b>		
Term Loan, 4.25%, Maturing July 22, 2020	1,482	1,493,324
<b>Hamilton Lane Advisors, LLC</b>		
Term Loan, 4.00%, Maturing February 28, 2018	569	569,860
<b>Harbourvest Partners, LLC</b>		
Term Loan, 3.25%, Maturing February 4, 2021	871	872,469
<b>LPL Holdings, Inc.</b>		
Term Loan, 3.25%, Maturing March 29, 2019	3,680	3,685,916
<b>Medley, LLC</b>		
Term Loan, 6.50%, Maturing June 15, 2019	540	539,773
<b>MIP Delaware, LLC</b>		
Term Loan, 4.00%, Maturing March 9, 2020	482	482,856
<b>Moneygram International, Inc.</b>		
Term Loan, 4.25%, Maturing March 27, 2020	466	448,140
<b>NXT Capital, Inc.</b>		
Term Loan, 6.25%, Maturing September 4, 2018	148	149,235
Term Loan, 6.25%, Maturing September 4, 2018	1,538	1,545,313
<b>Ocwen Financial Corporation</b>		
Term Loan, 5.00%, Maturing February 15, 2018	4,217	4,188,113
<b>Sesac Holdco II, LLC</b>		
Term Loan, 5.25%, Maturing February 8, 2019	984	984,538
<b>Starwood Property Trust, Inc.</b>		
Term Loan, 3.50%, Maturing April 17, 2020	294	293,510
<b>Walker &amp; Dunlop, Inc.</b>		
Term Loan, 5.25%, Maturing December 11, 2020	701	706,474
<b>Walter Investment Management Corp.</b>		
Term Loan, 4.75%, Maturing December 19, 2020	2,546	2,412,722

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\$ 31,699,635

Borrower/Tranche Description	Principal	
	(000 s omitted)	Value
<b>Food Products 6.0%</b>		
<b>AdvancePierre Foods, Inc.</b>		
Term Loan, 5.75%, Maturing July 10, 2017	3,995	\$ 4,028,356
<b>American Seafoods Group, LLC</b>		
Term Loan, 6.50%, Maturing March 18, 2018	656	630,872
<b>Blue Buffalo Company Ltd.</b>		
Term Loan, 3.75%, Maturing August 8, 2019	1,438	1,441,521
<b>Charger OpCo B.V.</b>		
Term Loan, 3.50%, Maturing July 23, 2021	EUR 800	889,142
Term Loan, 3.50%, Maturing July 23, 2021	2,400	2,415,000
<b>Clearwater Seafoods Limited Partnership</b>		
Term Loan, 4.75%, Maturing June 26, 2019	1,051	1,053,465
<b>Del Monte Foods, Inc.</b>		
Term Loan, 4.25%, Maturing February 18, 2021	2,782	2,662,440
<b>Diamond Foods, Inc.</b>		
Term Loan, 4.25%, Maturing August 20, 2018	222	222,743
<b>Dole Food Company, Inc.</b>		
Term Loan, 4.50%, Maturing November 1, 2018	1,384	1,391,757
<b>H.J. Heinz Company</b>		
Term Loan, 3.25%, Maturing June 5, 2020	6,959	6,970,366
<b>High Liner Foods Incorporated</b>		
Term Loan, 4.25%, Maturing April 24, 2021	941	943,439
<b>JBS USA Holdings, Inc.</b>		
Term Loan, 3.75%, Maturing May 25, 2018	969	969,776
Term Loan, 3.75%, Maturing September 18, 2020	1,724	1,726,422
<b>NBTY, Inc.</b>		
Term Loan, 3.50%, Maturing October 1, 2017	6,809	6,779,689
<b>Onex Wizard Acquisition Company I S.a.r.l.</b>		
Term Loan, 4.25%, Maturing March 13, 2022	EUR 2,200	2,444,306
<b>Onex Wizard US Acquisition, Inc.</b>		
Term Loan, 4.25%, Maturing March 13, 2022	1,350	1,359,071
<b>Post Holdings, Inc.</b>		
Term Loan, 3.75%, Maturing June 2, 2021	1,245	1,245,507
		<b>\$ 37,173,872</b>
<b>Food Service 3.6%</b>		
<b>1011778 B.C. Unlimited Liability Company</b>		
Term Loan, 3.75%, Maturing December 10, 2021	5,236	\$ 5,255,666
<b>Aramark Services, Inc.</b>		
Term Loan, 3.68%, Maturing July 26, 2016	194	193,178
Term Loan, 3.68%, Maturing July 26, 2016	348	346,904
<b>ARG IH Corporation</b>		
Term Loan, 4.75%, Maturing November 15, 2020	290	291,710

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount*	Value
	(000 s omitted)	
<b>Food Service (continued)</b>		
<b>CEC Entertainment, Inc.</b>		
Term Loan, 4.00%, Maturing February 14, 2021	817	\$ 809,944
<b>Centerplate, Inc.</b>		
Term Loan, 4.75%, Maturing November 26, 2019	1,111	1,111,465
<b>Darling International, Inc.</b>		
Term Loan, 3.50%, Maturing January 6, 2021	EUR 1,089	1,202,328
<b>Landry s, Inc.</b>		
Term Loan, 4.00%, Maturing April 24, 2018	2,469	2,482,047
<b>NPC International, Inc.</b>		
Term Loan, 4.00%, Maturing December 28, 2018	1,722	1,714,836
<b>P.F. Chang s China Bistro, Inc.</b>		
Term Loan, 4.25%, Maturing July 2, 2019	453	447,919
<b>Seminole Hard Rock Entertainment, Inc.</b>		
Term Loan, 3.50%, Maturing May 14, 2020	295	294,566
<b>US Foods, Inc.</b>		
Term Loan, 4.50%, Maturing March 31, 2019	4,470	4,489,468
<b>Weight Watchers International, Inc.</b>		
Term Loan, 4.00%, Maturing April 2, 2020	7,473	3,726,909
		<b>\$ 22,366,940</b>
<b>Food / Drug Retailers 3.7%</b>		
<b>Albertson s Holdings, LLC</b>		
Term Loan, 5.00%, Maturing August 25, 2019	3,500	\$ 3,518,228
Term Loan, 5.50%, Maturing August 25, 2021	1,000	1,007,784
<b>Albertson s, LLC</b>		
Term Loan, 5.38%, Maturing March 21, 2019	2,452	2,468,673
<b>General Nutrition Centers, Inc.</b>		
Term Loan, 3.25%, Maturing March 4, 2019	4,753	4,724,336
<b>New Albertson s, Inc.</b>		
Term Loan, 4.75%, Maturing June 27, 2021	4,857	4,878,002
<b>Rite Aid Corporation</b>		
Term Loan - Second Lien, 5.75%, Maturing August 21, 2020	1,500	1,515,703
<b>Supervalu, Inc.</b>		
Term Loan, 4.50%, Maturing March 21, 2019	5,157	5,180,239
		<b>\$ 23,292,965</b>

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Health Care 16.8%

**Acadia Healthcare Company, Inc.**

Term Loan, 4.25%, Maturing February 11, 2022 274 \$ 277,113

**ADMI Corp.**

Term Loan, 5.50%, Maturing April 30, 2022 375 378,281

**Akorn, Inc.**

Term Loan, 4.50%, Maturing April 16, 2021 1,169 1,175,687

**Principal**

**Amount\***

**Borrower/Tranche Description**

**(000 s omitted)**

**Value**

Health Care (continued)

**Alere, Inc.**

Term Loan, 4.25%, Maturing June 30, 2017 2,912 \$ 2,922,580

**Alliance Healthcare Services, Inc.**

Term Loan, 4.25%, Maturing June 3, 2019 2,312 2,308,565

**Amneal Pharmaceuticals, LLC**

Term Loan, 4.51%, Maturing November 1, 2019 250 251,563

Term Loan, 5.00%, Maturing November 1, 2019 1,704 1,715,249

**Amsurg Corp.**

Term Loan, 3.75%, Maturing July 16, 2021 670 672,973

**Ardent Medical Services, Inc.**

Term Loan, 6.75%, Maturing July 2, 2018 2,808 2,820,751

**ATI Holdings, Inc.**

Term Loan, 5.25%, Maturing December 20, 2019 987 993,192

**Auris Luxembourg III S.a.r.l.**

Term Loan, 5.50%, Maturing January 17, 2022 850 853,188

**Biomet, Inc.**

Term Loan, 3.68%, Maturing July 25, 2017 7,807 7,811,123

**BioScrip, Inc.**

Term Loan, 6.50%, Maturing July 31, 2020 1,013 1,006,172

Term Loan, 6.50%, Maturing July 31, 2020 1,688 1,676,953

**BSN Medical, Inc.**

Term Loan, 4.00%, Maturing August 28, 2019 643 644,686

**Capella Healthcare, Inc.**

Term Loan, 5.25%, Maturing December 31, 2021 2,219 2,236,083

**CareCore National, LLC**

Term Loan, 5.50%, Maturing March 5, 2021 1,495 1,506,181

**CeramTec Acquisition Corporation**

Term Loan, 4.25%, Maturing August 30, 2020 36 36,462

**CHG Healthcare Services, Inc.**

Term Loan, 4.25%, Maturing November 19, 2019 1,303 1,309,889

**Community Health Systems, Inc.**

Term Loan, 3.75%, Maturing December 31, 2019 2,673 2,677,687

Term Loan, 4.00%, Maturing January 27, 2021 4,919 4,939,608

**Concordia Healthcare Corp.**

Term Loan, 4.75%, Maturing April 21, 2022 275 277,320

**Convatec, Inc.**

Term Loan, 4.00%, Maturing December 22, 2016 1,449 1,450,704

**CPI Buyer, LLC**

Term Loan, 5.50%, Maturing August 18, 2021 1,119 1,122,175

**DaVita HealthCare Partners, Inc.**

Term Loan, 3.50%, Maturing June 24, 2021 3,548 3,563,711

**DJO Finance, LLC**

Term Loan, 4.25%, Maturing April 21, 2020 2,425 2,434,094

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Health Care (continued)</b>		
<b>Envision Healthcare Corporation</b>		
Term Loan, 4.00%, Maturing May 25, 2018	1,988	\$ 1,994,152
<b>Faenza Acquisition GmbH</b>		
Term Loan, 4.25%, Maturing August 30, 2020	108	108,194
Term Loan, 4.25%, Maturing August 30, 2020	358	359,371
<b>Grifols Worldwide Operations USA, Inc.</b>		
Term Loan, 3.19%, Maturing February 27, 2021	5,247	5,267,274
<b>Horizon Pharma Holdings USA, Inc.</b>		
Term Loan, 4.50%, Maturing April 22, 2021	1,250	1,258,204
<b>Iasis Healthcare, LLC</b>		
Term Loan, 4.50%, Maturing May 3, 2018	1,825	1,833,644
<b>Impax Laboratories, Inc.</b>		
Term Loan, 5.50%, Maturing December 2, 2020	925	936,563
<b>Indivior Finance S.a.r.l.</b>		
Term Loan, 7.00%, Maturing December 19, 2019	1,111	1,077,609
<b>inVentiv Health, Inc.</b>		
Term Loan, 7.75%, Maturing May 15, 2018	1,139	1,145,757
Term Loan, 7.75%, Maturing May 15, 2018	2,457	2,458,962
<b>Kindred Healthcare, Inc.</b>		
Term Loan, 4.25%, Maturing April 9, 2021	1,638	1,647,860
<b>Kinetic Concepts, Inc.</b>		
Term Loan, 4.50%, Maturing May 4, 2018	5,068	5,111,530
<b>LHP Hospital Group, Inc.</b>		
Term Loan, 9.00%, Maturing July 3, 2018	2,158	2,114,655
<b>MedAssets, Inc.</b>		
Term Loan, 4.00%, Maturing December 13, 2019	408	408,327
<b>Millennium Health, LLC</b>		
Term Loan, 5.25%, Maturing April 16, 2021 <sup>(3)</sup>	6,890	4,788,410
<b>MJ Acquisition Corp.</b>		
Term Loan, Maturing April 22, 2022 <sup>(2)</sup>	350	351,750
<b>MMM Holdings, Inc.</b>		
Term Loan, 9.75%, Maturing December 12, 2017	610	503,018
<b>MSO of Puerto Rico, Inc.</b>		
Term Loan, 9.75%, Maturing December 12, 2017	443	365,696
<b>National Mentor Holdings, Inc.</b>		
Term Loan, 4.25%, Maturing January 31, 2021	594	596,747
<b>Onex Carestream Finance L.P.</b>		
Term Loan, 5.00%, Maturing June 7, 2019	3,583	3,604,682
<b>Opal Acquisition, Inc.</b>		
Term Loan, 5.00%, Maturing November 27, 2020	1,802	1,803,314

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<b>Ortho-Clinical Diagnostics, Inc.</b>		
Term Loan, 4.75%, Maturing June 30, 2021	3,474	3,436,480
<b>Pharmaceutical Product Development, LLC</b>		
Term Loan, 4.00%, Maturing December 5, 2018	2,126	2,135,745
	<b>Principal</b>	
	<b>Amount*</b>	
<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Health Care (continued)</b>		
<b>Physio-Control International, Inc.</b>		
Term Loan, Maturing May 5, 2022 <sup>(2)</sup>	500	\$ 503,125
<b>PRA Holdings, Inc.</b>		
Term Loan, 4.50%, Maturing September 23, 2020	1,143	1,149,276
<b>Radnet Management, Inc.</b>		
Term Loan, 4.28%, Maturing October 10, 2018	2,226	2,231,917
<b>RegionalCare Hospital Partners, Inc.</b>		
Term Loan, 5.25%, Maturing April 19, 2019	1,863	1,858,275
<b>Sage Products Holdings III, LLC</b>		
Term Loan, 5.00%, Maturing December 13, 2019	1,234	1,237,593
<b>Select Medical Corporation</b>		
Term Loan, 3.03%, Maturing December 20, 2016	241	241,989
Term Loan, 3.75%, Maturing June 1, 2018	1,231	1,234,142
<b>Sterigenics-Nordion Holdings, LLC</b>		
Term Loan, 4.25%, Maturing May 15, 2022	775	778,875
<b>Steward Health Care System, LLC</b>		
Term Loan, 6.75%, Maturing April 12, 2020	964	959,675
<b>Tecomet, Inc.</b>		
Term Loan, 5.75%, Maturing December 5, 2021	1,272	1,262,274
<b>Truven Health Analytics, Inc.</b>		
Term Loan, 4.50%, Maturing June 6, 2019	2,394	2,399,119
<b>U.S. Renal Care, Inc.</b>		
Term Loan, 4.25%, Maturing July 3, 2019	817	819,083
		<b>\$ 105,045,277</b>
<b>Home Furnishings 0.4%</b>		
<b>Interline Brands, Inc.</b>		
Term Loan, 4.00%, Maturing March 17, 2021	272	\$ 272,846
<b>Serta Simmons Holdings, LLC</b>		
Term Loan, 4.25%, Maturing October 1, 2019	1,695	1,705,603
<b>Tempur-Pedic International, Inc.</b>		
Term Loan, 3.50%, Maturing March 18, 2020	499	501,426
		<b>\$ 2,479,875</b>
<b>Industrial Equipment 4.3%</b>		
<b>Apex Tool Group, LLC</b>		
Term Loan, 4.50%, Maturing January 31, 2020	1,771	\$ 1,744,834
<b>Delachaux S.A.</b>		
Term Loan, 5.25%, Maturing October 28, 2021	625	628,906
<b>Doosan Infracore International, Inc.</b>		
Term Loan, 4.50%, Maturing May 28, 2021	1,122	1,127,891
<b>Filtration Group Corporation</b>		
Term Loan - Second Lien, 8.25%, Maturing November 21, 2021	262	263,723

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Industrial Equipment (continued)</b>		
<b>Gardner Denver, Inc.</b>		
Term Loan, 4.25%, Maturing July 30, 2020	3,412	\$ 3,337,111
Term Loan, 4.75%, Maturing July 30, 2020	EUR 443	486,932
<b>Husky Injection Molding Systems Ltd.</b>		
Term Loan, 4.25%, Maturing June 30, 2021	3,049	3,064,384
Term Loan - Second Lien, 7.25%, Maturing June 30, 2022	581	579,201
<b>Milacron, LLC</b>		
Term Loan, 4.50%, Maturing September 28, 2020	1,900	1,911,875
<b>NN, Inc.</b>		
Term Loan, 6.00%, Maturing August 27, 2021	1,730	1,740,702
<b>Paladin Brands Holding, Inc.</b>		
Term Loan, 6.75%, Maturing August 16, 2019	760	762,626
<b>Rexnord, LLC</b>		
Term Loan, 4.00%, Maturing August 21, 2020	5,048	5,049,175
<b>Signode Industrial Group US, Inc.</b>		
Term Loan, 3.75%, Maturing May 1, 2021	1,286	1,287,936
<b>STS Operating, Inc.</b>		
Term Loan, 4.75%, Maturing February 12, 2021	322	321,549
<b>Tank Holding Corp.</b>		
Term Loan, 5.25%, Maturing March 16, 2022	867	870,767
<b>Terex Corporation</b>		
Term Loan, 3.50%, Maturing August 13, 2021	EUR 1,741	1,922,455
<b>Unifrax Corporation</b>		
Term Loan, 4.25%, Maturing November 28, 2018	372	372,313
<b>Virtuoso US, LLC</b>		
Term Loan, 4.75%, Maturing February 11, 2021	417	418,342
<b>Wittur GmbH</b>		
Term Loan, 6.00%, Maturing February 10, 2022	EUR 1,000	1,102,713
		<b>\$ 26,993,435</b>
<b>Insurance 4.2%</b>		
<b>Alliant Holdings I, Inc.</b>		
Term Loan, 5.00%, Maturing December 20, 2019	2,152	\$ 2,166,163
<b>AmWINS Group, LLC</b>		
Term Loan, 5.25%, Maturing September 6, 2019	5,334	5,383,229
<b>Asurion, LLC</b>		
Term Loan, 5.00%, Maturing May 24, 2019	9,276	9,326,466



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Term Loan - Second Lien, 8.50%, Maturing March 3, 2021	1,150	1,180,727
<b>CGSC of Delaware Holding Corporation</b>		
Term Loan, 5.00%, Maturing April 16, 2020	540	505,251
	<b>Principal</b>	

**Amount\***

<b>Borrower/Tranche Description</b>	<b>(000 s omitted)</b>	<b>Value</b>
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**Insurance (continued)**

**Cunningham Lindsey U.S., Inc.**

Term Loan, 5.00%, Maturing December 10, 2019	982	\$ 975,081
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Term Loan - Second Lien, 9.25%, Maturing June 10, 2020	1,000	965,000
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**Hub International Limited**

Term Loan, 4.00%, Maturing October 2, 2020	3,078	3,071,869
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**USI, Inc.**

Term Loan, 4.25%, Maturing December 27, 2019	2,869	2,877,780
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**\$ 26,451,566**

**Leisure Goods / Activities / Movies 5.1%**

**Aufinco Pty Limited**

Term Loan, 4.00%, Maturing May 29, 2020	516	\$ 516,619
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Term Loan - Second Lien, 8.25%, Maturing November 30, 2020	1,000	987,500
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**Bombardier Recreational Products, Inc.**

Term Loan, 3.75%, Maturing January 30, 2019	3,583	3,588,081
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**Bright Horizons Family Solutions, Inc.**

Term Loan, 3.75%, Maturing January 30, 2020	1,002	1,005,382
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**ClubCorp Club Operations, Inc.**

Term Loan, 4.50%, Maturing July 24, 2020	3,048	3,062,077
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**Emerald Expositions Holding, Inc.**

Term Loan, 4.75%, Maturing June 17, 2020	1,072	1,074,767
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**Equinox Holdings, Inc.**

Term Loan, 5.00%, Maturing January 31, 2020	1,238	1,248,046
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**Fender Musical Instruments Corporation**

Term Loan, 5.75%, Maturing April 3, 2019	357	358,041
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**Kasima, LLC**

Term Loan, 3.25%, Maturing May 17, 2021	869	869,485
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**Live Nation Entertainment, Inc.**

Term Loan, 3.50%, Maturing August 17, 2020	2,892	2,898,239
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**Nord Anglia Education Finance, LLC**

Term Loan, 4.50%, Maturing March 31, 2021	1,559	1,566,072
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**Sabre, Inc.**

Term Loan, 4.00%, Maturing February 19, 2019	1,295	1,298,888
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**SeaWorld Parks & Entertainment, Inc.**

Term Loan, 3.00%, Maturing May 14, 2020	3,029	2,946,786
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**Sonifi Solutions, Inc.**

Term Loan, 6.75%, (1.00% Cash, 5.75% PIK), Maturing March 28, 2018 <sup>(3)</sup>	1,341	85,825
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**SRAM, LLC**

Term Loan, 4.04%, Maturing April 10, 2020	1,882	1,882,730
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**Steinway Musical Instruments, Inc.**

Term Loan, 4.75%, Maturing September 19, 2019	2,182	2,186,156
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## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Leisure Goods / Activities / Movies (continued)</b>		
<b>Town Sports International, Inc.</b>		
Term Loan, 4.50%, Maturing November 15, 2020	1,301	\$ 1,112,885
<b>WMG Acquisition Corp.</b>		
Term Loan, 3.75%, Maturing July 1, 2020	1,969	1,957,065
<b>Zuffa, LLC</b>		
Term Loan, 3.75%, Maturing February 25, 2020	3,152	3,116,014
		<b>\$ 31,760,658</b>
<b>Lodging and Casinos 5.2%</b>		
<b>Affinity Gaming, LLC</b>		
Term Loan, 5.25%, Maturing November 9, 2017	457	\$ 462,002
<b>Amaya Holdings B.V.</b>		
Term Loan, 5.00%, Maturing August 1, 2021	3,035	3,037,357
Term Loan - Second Lien, 8.00%, Maturing August 1, 2022	825	836,137
<b>Boyd Gaming Corporation</b>		
Term Loan, 4.00%, Maturing August 14, 2020	508	510,879
<b>Caesars Entertainment Operating Company</b>		
Term Loan, 0.00%, Maturing March 1, 2017 <sup>(4)</sup>	1,370	1,295,779
<b>CityCenter Holdings, LLC</b>		
Term Loan, 4.25%, Maturing October 16, 2020	887	891,124
<b>Four Seasons Holdings, Inc.</b>		
Term Loan - Second Lien, 6.25%, Maturing December 27, 2020	3,950	3,974,687
<b>Gala Group Ltd.</b>		
Term Loan, 5.51%, Maturing May 27, 2018	GBP 2,850	4,377,929
<b>Golden Nugget, Inc.</b>		
Term Loan, 5.50%, Maturing November 21, 2019	154	155,727
Term Loan, 5.50%, Maturing November 21, 2019	359	363,362
<b>Hilton Worldwide Finance, LLC</b>		
Term Loan, 3.50%, Maturing October 26, 2020	5,396	5,411,085
<b>La Quinta Intermediate Holdings, LLC</b>		
Term Loan, 4.00%, Maturing April 14, 2021	1,130	1,134,503
<b>MGM Resorts International</b>		
Term Loan, 3.50%, Maturing December 20, 2019	2,688	2,689,805
<b>Pinnacle Entertainment, Inc.</b>		
Term Loan, 3.75%, Maturing August 13, 2020	724	726,764
<b>Playa Resorts Holding B.V.</b>		
Term Loan, 4.00%, Maturing August 9, 2019	542	542,089

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**RHP Hotel Properties L.P.**

Term Loan, 3.75%, Maturing January 15, 2021	744	749,027
<b>Scientific Games International, Inc.</b>		
Term Loan, 6.00%, Maturing October 18, 2020	3,999	4,019,872
Term Loan, 6.00%, Maturing October 1, 2021	948	952,660

**Principal**

**Amount\***

**Borrower/Tranche Description** (000 s omitted) **Value**

**Lodging and Casinos (continued)**

**Tropicana Entertainment, Inc.**

Term Loan, 4.00%, Maturing November 27, 2020	394	\$ 394,492
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**\$ 32,525,280**

**Nonferrous Metals / Minerals 2.9%**

**Alpha Natural Resources, LLC**

Term Loan, 3.50%, Maturing May 22, 2020	2,482	\$ 1,687,760
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**Arch Coal, Inc.**

Term Loan, 6.25%, Maturing May 16, 2018	3,921	2,777,683
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**Dynacast International, LLC**

Term Loan, 4.50%, Maturing January 28, 2022	675	678,797
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**Fairmount Minerals Ltd.**

Term Loan, 4.50%, Maturing September 5, 2019	2,241	2,162,444
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**Murray Energy Corporation**

Term Loan, 7.00%, Maturing April 7, 2017	325	326,777
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**Noranda Aluminum Acquisition Corporation**

Term Loan, 7.50%, Maturing March 19, 2021	2,075	2,022,866
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**Noranda Aluminum Acquisition Corporation**

Term Loan, 5.75%, Maturing February 28, 2019	1,116	1,022,077
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**Novelis, Inc.**

Term Loan, 3.75%, Maturing March 10, 2017	2,950	2,952,572
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**Oxbow Carbon, LLC**

Term Loan, 4.25%, Maturing July 19, 2019	1,479	1,473,979
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**United Central Industrial Supply Company, LLC**

Term Loan - Second Lien, 8.00%, Maturing January 17, 2020	1,475	1,401,250
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**United Central Industrial Supply Company, LLC**

Term Loan - Second Lien, 12.50%, Maturing April 9, 2019	500	460,000
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**Walter Energy, Inc.**

Term Loan, 7.25%, Maturing April 2, 2018	1,834	978,178
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**\$ 17,944,383**

**Oil and Gas 6.0%**

**Ameriforge Group, Inc.**

Term Loan, 5.00%, Maturing December 19, 2019	1,278	\$ 1,105,139
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Term Loan - Second Lien, 8.75%, Maturing December 19, 2020	2,800	2,401,000
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**Bronco Midstream Funding, LLC**

Term Loan, 5.00%, Maturing August 15, 2020	2,177	2,144,093
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**CITGO Holding, Inc.**

Term Loan, 9.50%, Maturing May 12, 2018	1,797	1,823,752
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**CITGO Petroleum Corporation**

Term Loan, 4.50%, Maturing July 29, 2021	1,095	1,098,604
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**Crestwood Holdings, LLC**

Term Loan, 7.00%, Maturing June 19, 2019	1,047	1,044,007
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## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Oil and Gas (continued)</b>		
<b>Drillships Ocean Ventures, Inc.</b>		
Term Loan, 5.50%, Maturing July 25, 2021	2,188	\$ 1,983,317
<b>Energy Transfer Equity L.P.</b>		
Term Loan, 4.00%, Maturing December 2, 2019	418	419,150
<b>Fieldwood Energy, LLC</b>		
Term Loan, 3.88%, Maturing September 28, 2018	1,133	1,103,117
Term Loan - Second Lien, Maturing September 30, 2020 <sup>(2)</sup>	1,200	999,000
<b>Floatel International Ltd.</b>		
Term Loan, 6.00%, Maturing June 27, 2020	2,100	1,693,982
<b>MEG Energy Corp.</b>		
Term Loan, 3.75%, Maturing March 31, 2020	8,144	8,032,663
<b>Obsidian Natural Gas Trust</b>		
Term Loan, 7.00%, Maturing November 2, 2015	470	470,812
<b>Paragon Offshore Finance Company</b>		
Term Loan, 3.75%, Maturing July 18, 2021	945	743,203
<b>Samson Investment Company</b>		
Term Loan - Second Lien, 5.00%, Maturing September 25, 2018	1,950	958,751
<b>Seadrill Partners Finco, LLC</b>		
Term Loan, 4.00%, Maturing February 21, 2021	5,071	4,178,137
<b>Seventy Seven Operating, LLC</b>		
Term Loan, 3.75%, Maturing June 25, 2021	571	536,922
<b>Sheridan Investment Partners II L.P.</b>		
Term Loan, 4.25%, Maturing December 16, 2020	39	36,493
Term Loan, 4.25%, Maturing December 16, 2020	106	97,850
Term Loan, 4.25%, Maturing December 16, 2020	761	703,415
<b>Sheridan Production Partners I, LLC</b>		
Term Loan, 4.25%, Maturing October 1, 2019	224	209,696
Term Loan, 4.25%, Maturing October 1, 2019	366	343,311
Term Loan, 4.25%, Maturing October 1, 2019	2,764	2,590,865
<b>Southcross Holdings Borrower L.P.</b>		
Term Loan, 6.00%, Maturing August 4, 2021	447	432,947
<b>Targa Resources Corp.</b>		
Term Loan, 5.75%, Maturing February 25, 2022	436	441,070
<b>Tervita Corporation</b>		
Term Loan, 6.25%, Maturing May 15, 2018	1,990	1,910,285
		<b>\$ 37,501,581</b>

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Publishing 3.2%

**Ascend Learning, LLC**

Term Loan, 6.00%, Maturing July 31, 2019 1,906 \$ 1,919,425

**Getty Images, Inc.**

Term Loan, 4.75%, Maturing October 18, 2019 6,023 4,958,135

**Principal**

**Amount\***

**Borrower/Tranche Description**

**(000 s omitted)**

**Value**

Publishing (continued)

**Houghton Mifflin Harcourt Publishing Company**

Term Loan, Maturing May 11, 2022<sup>(2)</sup> 400 \$ 399,500

**Interactive Data Corporation**

Term Loan, 4.75%, Maturing May 2, 2021 1,762 1,770,716

**Laureate Education, Inc.**

Term Loan, 5.00%, Maturing June 15, 2018 5,737 5,515,081

**McGraw-Hill Global Education Holdings, LLC**

Term Loan, 4.75%, Maturing March 22, 2019 776 783,370

**Merrill Communications, LLC**

Term Loan, 7.00%, Maturing March 8, 2018 670 674,082

**Multi Packaging Solutions, Inc.**

Term Loan, 4.25%, Maturing September 30, 2020 396 395,340

**Nelson Education Ltd.**

Term Loan, 6.75%, Maturing July 3, 2014<sup>(5)</sup> 431 315,514

**Penton Media, Inc.**

Term Loan, 5.00%, Maturing October 3, 2019 762 766,406

**ProQuest, LLC**

Term Loan, 5.25%, Maturing October 24, 2021 748 752,801

**Springer Science+Business Media Deutschland GmbH**

Term Loan, 4.75%, Maturing August 14, 2020 1,581 1,589,722

**\$ 19,840,092**

Radio and Television 3.7%

**ALM Media Holdings, Inc.**

Term Loan, 5.50%, Maturing July 31, 2020 469 \$ 458,931

**AP NMT Acquisition B.V.**

Term Loan, 6.75%, Maturing August 13, 2021 1,022 1,018,541

**Block Communications, Inc.**

Term Loan, 4.25%, Maturing November 7, 2021 249 249,916

**Clear Channel Communications, Inc.**

Term Loan, 6.94%, Maturing January 30, 2019 1,132 1,063,296

Term Loan, 7.69%, Maturing July 30, 2019 364 345,991

**Cumulus Media Holdings, Inc.**

Term Loan, 4.25%, Maturing December 23, 2020 4,607 4,372,725

**Entercom Radio, LLC**

Term Loan, 4.00%, Maturing November 23, 2018 434 435,727

**Gray Television, Inc.**

Term Loan, 3.75%, Maturing June 10, 2021 289 290,282

**Hubbard Radio, LLC**

Term Loan, Maturing May 15, 2020<sup>(2)</sup> 775 775,969

**Media General, Inc.**

Term Loan, 4.25%, Maturing July 31, 2020 1,625 1,635,556

**Mission Broadcasting, Inc.**

Term Loan, 3.75%, Maturing October 1, 2020 714 715,985

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal	
	Amount*	Value
	(000 s omitted)	
<b>Radio and Television (continued)</b>		
<b>Nexstar Broadcasting, Inc.</b>		
Term Loan, 3.75%, Maturing October 1, 2020	809	\$ 811,939
<b>Raycom TV Broadcasting, LLC</b>		
Term Loan, 3.75%, Maturing August 4, 2021	965	963,944
<b>Sinclair Television Group, Inc.</b>		
Term Loan, 3.00%, Maturing April 9, 2020	564	563,073
<b>TWCC Holding Corp.</b>		
Term Loan, 3.50%, Maturing February 13, 2017	2,110	2,110,684
Term Loan - Second Lien, 7.00%, Maturing June 26, 2020	1,900	1,752,750
<b>Univision Communications, Inc.</b>		
Term Loan, 4.00%, Maturing March 1, 2020	5,413	5,410,476
		<b>\$ 22,975,785</b>
<b>Retailers (Except Food and Drug) 8.6%</b>		
<b>99 Cents Only Stores</b>		
Term Loan, 4.50%, Maturing January 11, 2019	2,038	\$ 2,043,372
<b>B&amp;M Retail Limited</b>		
Term Loan, 3.81%, Maturing May 21, 2019	GBP 400	607,109
Term Loan, 4.31%, Maturing April 28, 2020	GBP 325	496,303
<b>Bass Pro Group, LLC</b>		
Term Loan, 3.75%, Maturing November 20, 2019	2,634	2,645,585
<b>CDW, LLC</b>		
Term Loan, 3.25%, Maturing April 29, 2020	5,122	5,117,782
<b>David s Bridal, Inc.</b>		
Term Loan, 5.00%, Maturing October 11, 2019	717	692,549
<b>Dollar Tree, Inc.</b>		
Term Loan, 4.25%, Maturing March 9, 2022	3,150	3,184,433
<b>Evergreen Acqco I L.P.</b>		
Term Loan, 5.00%, Maturing July 9, 2019	729	719,050
<b>Harbor Freight Tools USA, Inc.</b>		
Term Loan, 4.75%, Maturing July 26, 2019	1,191	1,200,745
<b>Hudson s Bay Company</b>		
Term Loan, 4.75%, Maturing November 4, 2020	1,414	1,421,576
<b>J. Crew Group, Inc.</b>		
Term Loan, 4.00%, Maturing March 5, 2021	3,168	2,895,891
<b>Jo-Ann Stores, Inc.</b>		
Term Loan, 4.00%, Maturing March 16, 2018	1,821	1,809,612

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<b>Men s Wearhouse, Inc. (The)</b>		
Term Loan, 4.50%, Maturing June 18, 2021	1,008	1,013,607
<b>Michaels Stores, Inc.</b>		
Term Loan, 3.75%, Maturing January 28, 2020	2,793	2,801,728
Term Loan, 4.00%, Maturing January 28, 2020	1,092	1,098,118
<b>Neiman Marcus Group, Inc. (The)</b>		
Term Loan, 4.25%, Maturing October 25, 2020	4,704	4,715,283

**Principal**

**Amount\***

**Borrower/Tranche Description** (000 s omitted) **Value**

**Retailers (Except Food and Drug) (continued)**

<b>Party City Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing July 27, 2019	2,471	\$ 2,478,895
<b>Pep Boys-Manny, Moe &amp; Jack (The)</b>		
Term Loan, 4.25%, Maturing October 11, 2018	513	514,952
<b>Petco Animal Supplies, Inc.</b>		
Term Loan, 4.00%, Maturing November 24, 2017	2,308	2,316,325
<b>PetSmart, Inc.</b>		
Term Loan, 4.25%, Maturing March 11, 2022	5,275	5,299,545
<b>PFS Holding Corporation</b>		
Term Loan, 4.50%, Maturing January 31, 2021	1,740	1,631,250
<b>Pier 1 Imports (U.S.), Inc.</b>		
Term Loan, 4.50%, Maturing April 30, 2021	571	569,974
<b>Pilot Travel Centers, LLC</b>		
Term Loan, 4.25%, Maturing October 1, 2021	2,228	2,256,736
<b>Rent-A-Center, Inc.</b>		
Term Loan, 3.75%, Maturing March 19, 2021	569	569,962
<b>Spin Holdco, Inc.</b>		
Term Loan, 4.25%, Maturing November 14, 2019	2,760	2,764,875
<b>Toys R Us Property Company I, LLC</b>		
Term Loan, 6.00%, Maturing August 21, 2019	863	818,843
<b>Vivarte SA</b>		
Term Loan, 11.00%, (4.00% Cash, 7.00% PIK), Maturing October 29, 2019 <sup>(6)</sup>	EUR 589	667,589
Term Loan, 5.00%, (1.25% Cash, 3.75% PIK), Maturing October 29, 2020 <sup>(7)</sup>	EUR 910	578,222
<b>Wilton Brands, LLC</b>		
Term Loan, 7.50%, Maturing August 30, 2018	595	576,665
		<b>\$ 53,506,576</b>

**Steel 1.7%**

<b>FMG Resources (August 2006) Pty Ltd.</b>		
Term Loan, 3.75%, Maturing June 30, 2019	9,795	\$ 8,887,147
<b>JMC Steel Group, Inc.</b>		
Term Loan, 4.75%, Maturing April 1, 2017	744	743,728
<b>Neenah Foundry Company</b>		
Term Loan, 6.75%, Maturing April 26, 2017	434	429,277
<b>Patriot Coal Corporation</b>		
Term Loan, 9.00%, Maturing December 15, 2018 <sup>(3)</sup>	1,531	840,466
		<b>\$ 10,900,618</b>

**Surface Transport 0.8%**

<b>Hertz Corporation (The)</b>		
Term Loan, 4.00%, Maturing March 11, 2018	2,004	\$ 2,009,386
<b>Stena International S.a.r.l.</b>		
Term Loan, 4.00%, Maturing March 3, 2021	1,733	1,615,556





## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Borrower/Tranche Description	Principal Amount*	Value
	(000 s omitted)	
<b>Surface Transport (continued)</b>		
<b>Swift Transportation Co., LLC</b>		
Term Loan, 3.75%, Maturing June 9, 2021	1,312	\$ 1,317,899
		<b>\$ 4,942,841</b>
<b>Telecommunications 4.1%</b>		
<b>CWC Cayman Finance Limited</b>		
Term Loan, 5.50%, Maturing April 28, 2017	425	\$ 425,659
<b>Intelsat Jackson Holdings S.A.</b>		
Term Loan, 3.75%, Maturing June 30, 2019	8,350	8,332,256
<b>IPC Systems, Inc.</b>		
Term Loan, 5.50%, Maturing August 6, 2021	2,375	2,363,125
<b>Mitel US Holdings, Inc.</b>		
Term Loan, 5.00%, Maturing March 31, 2022	825	832,047
<b>Syniverse Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing April 23, 2019	2,016	1,927,451
Term Loan, 4.00%, Maturing April 23, 2019	2,160	2,065,433
<b>Telesat Canada</b>		
Term Loan, 3.50%, Maturing March 28, 2019	7,587	7,588,188
<b>Windstream Corporation</b>		
Term Loan, 3.50%, Maturing August 8, 2019	2,006	2,002,886
		<b>\$ 25,537,045</b>
<b>Utilities 3.4%</b>		
<b>Calpine Construction Finance Company L.P.</b>		
Term Loan, 3.00%, Maturing May 3, 2020	1,130	\$ 1,119,459
Term Loan, 3.25%, Maturing January 31, 2022	418	413,924
<b>Calpine Corporation</b>		
Term Loan, 4.00%, Maturing October 9, 2019	926	929,209
Term Loan, Maturing May 19, 2022 <sup>(2)</sup>	3,525	3,524,055
<b>Dynegy Holdings, Inc.</b>		
Term Loan, 4.00%, Maturing April 23, 2020	1,058	1,064,910
<b>EFS Cogen Holdings I, LLC</b>		
Term Loan, 3.75%, Maturing December 17, 2020	548	550,460
<b>Electrical Components International, Inc.</b>		
Term Loan, 5.75%, Maturing May 28, 2021	1,394	1,403,774

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<b>Energy Future Intermediate Holding Co., LLC</b>		
DIP Loan, 4.25%, Maturing June 19, 2016	1,925	1,936,631
<b>Granite Acquisition, Inc.</b>		
Term Loan, 5.00%, Maturing December 19, 2021	121	122,834
Term Loan, 5.00%, Maturing December 19, 2021	2,747	2,784,695
<b>La Frontera Generation, LLC</b>		
Term Loan, 4.50%, Maturing September 30, 2020	1,615	1,620,877
<b>Lonestar Generation, LLC</b>		
Term Loan, 5.25%, Maturing February 20, 2021	1,393	1,388,861

**Principal**

**Amount\***

**Borrower/Tranche Description** (000 s omitted) **Value**

**Utilities (continued)**

**Longview Power, LLC**

Term Loan, 7.00%, Maturing April 13, 2021 300 \$ 303,188

**PowerTeam Services, LLC**

Term Loan, 4.25%, Maturing May 6, 2020 16 16,383

Term Loan, 4.25%, Maturing May 6, 2020 306 305,667

**TPF II Power, LLC**

Term Loan, 5.50%, Maturing October 2, 2021 1,496 1,522,247

**WTG Holdings III Corp.**

Term Loan, 4.75%, Maturing January 15, 2021 444 446,319

Term Loan - Second Lien, 8.50%, Maturing January 15, 2022 1,800 1,784,250

**\$ 21,237,743**

**Total Senior Floating-Rate Interests**

(identified cost \$894,318,303) **\$ 875,688,414**

Corporate Bonds & Notes 10.2%

**Principal**

**Amount\***

**Security** (000 s omitted) **Value**

**Aerospace and Defense 0.1%**

**CBC Ammo, LLC/CBC FinCo, Inc.**

7.25%, 11/15/21<sup>(8)</sup> 75 \$ 70,312

**Orbital ATK, Inc.**

5.25%, 10/1/21<sup>(8)</sup> 45 46,913

**TransDigm, Inc.**

7.50%, 7/15/21 10 10,850

6.00%, 7/15/22 85 86,275

6.50%, 7/15/24 80 82,000

**\$ 296,350**

**Automotive 0.1%**

**American Axle & Manufacturing, Inc.**

5.125%, 2/15/19 20 \$ 20,675

**FCA US, LLC/CG Co-Issuer, Inc.**

8.25%, 6/15/21 200 221,400

**General Motors Financial Co., Inc.**

4.75%, 8/15/17 75 79,320

3.25%, 5/15/18 10 10,245

**Navistar International Corp.**

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8.25%, 11/1/21	105	105,525
<b>ZF North America Capital, Inc.</b>		
4.50%, 4/29/22 <sup>(8)</sup>	150	153,188
		<b>\$ 590,353</b>

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Security	Principal Amount*	Value
	(000 s omitted)	
<b>Beverage and Tobacco 0.0%</b>		
<b>Constellation Brands, Inc.</b>		
6.00%, 5/1/22	70	\$ 79,100
4.25%, 5/1/23	105	106,313
		<b>\$ 185,413</b>
<b>Brokerage / Securities Dealers / Investment Houses 0.0%</b>		
<b>Alliance Data Systems Corp.</b>		
6.375%, 4/1/20 <sup>(8)</sup>	55	\$ 57,544
		<b>\$ 57,544</b>
<b>Building and Development 0.1%</b>		
<b>Building Materials Corp. of America</b>		
5.375%, 11/15/24 <sup>(8)</sup>	95	\$ 96,246
<b>Greystar Real Estate Partners, LLC</b>		
8.25%, 12/1/22 <sup>(8)</sup>	50	53,250
<b>HD Supply, Inc.</b>		
7.50%, 7/15/20	110	119,487
5.25%, 12/15/21 <sup>(8)</sup>	40	41,750
<b>Hillman Group, Inc. (The)</b>		
6.375%, 7/15/22 <sup>(8)</sup>	75	74,063
<b>Interline Brands, Inc.</b>		
10.00%, 11/15/18 <sup>(10)</sup>	109	114,586
<b>Nortek, Inc.</b>		
8.50%, 4/15/21	40	43,550
<b>Reliance Intermediate Holdings, L.P.</b>		
6.50%, 4/1/23 <sup>(8)</sup>	120	125,400
<b>TRI Pointe Holdings, Inc.</b>		
4.375%, 6/15/19 <sup>(8)</sup>	45	44,494
5.875%, 6/15/24 <sup>(8)</sup>	60	59,250
<b>USG Corp.</b>		
5.875%, 11/1/21 <sup>(8)</sup>	40	42,900
5.50%, 3/1/25 <sup>(8)</sup>	5	5,194
		<b>\$ 820,170</b>

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Business Equipment and Services 0.1%

<b>Acosta, Inc.</b> 7.75%, 10/1/22 <sup>(8)</sup>	145	\$ 148,444
<b>Audatex North America, Inc.</b> 6.00%, 6/15/21 <sup>(8)</sup>	70	73,310
<b>FTI Consulting, Inc.</b> 6.00%, 11/15/22	40	42,650
<b>IMS Health, Inc.</b> 6.00%, 11/1/20 <sup>(8)</sup>	80	83,400

**Principal**

**Amount\***

**Security**

**(000 s omitted)**

**Value**

Business Equipment and Services (continued)

<b>ServiceMaster Co., LLC (The)</b> 7.00%, 8/15/20	26	\$ 27,690
7.45%, 8/15/27	45	46,013
<b>TransUnion</b> 8.125%, 6/15/18 <sup>(10)</sup>	115	118,162
<b>United Rentals North America, Inc.</b> 7.625%, 4/15/22	40	44,100
6.125%, 6/15/23	35	36,728
		<b>\$ 620,497</b>

Cable and Satellite Television 0.9%

<b>AMC Networks, Inc.</b> 7.75%, 7/15/21	45	\$ 49,162
4.75%, 12/15/22	35	35,875
<b>CCO Holdings, LLC/CCO Holdings Capital Corp.</b> 5.25%, 9/30/22	160	162,800
5.75%, 1/15/24	10	10,325
5.375%, 5/1/25 <sup>(8)</sup>	95	95,950
<b>CSC Holdings, LLC</b> 5.25%, 6/1/24 <sup>(8)</sup>	10	9,813
<b>DISH DBS Corp.</b> 6.75%, 6/1/21	185	198,066
5.875%, 7/15/22	35	35,788
5.875%, 11/15/24	25	25,125
<b>IAC/InterActiveCorp</b> 4.875%, 11/30/18	60	62,325
<b>Numericable-SFR SAS</b> 4.875%, 5/15/19 <sup>(8)</sup>	400	403,000
<b>Unitymedia Hessen GmbH &amp; Co. KG/Unitymedia NRW GmbH</b> 5.50%, 1/15/23 <sup>(8)</sup>	1,000	1,035,000
<b>Virgin Media Secured Finance PLC</b> 5.375%, 4/15/21 <sup>(8)</sup>	923	969,778
6.00%, 4/15/21 <sup>(8)</sup>	945	1,522,448
5.50%, 1/15/25 <sup>(8)</sup>	625	642,187
		<b>\$ 5,257,642</b>

GBP

Chemicals and Plastics 0.8%

<b>Chemours Co. (The)</b> 6.625%, 5/15/23 <sup>(8)</sup>	50	\$ 50,875
7.00%, 5/15/25 <sup>(8)</sup>	50	51,000
<b>Evolution Escrow Issuer, LLC</b> 7.50%, 3/15/22 <sup>(8)</sup>	40	40,000
<b>Hexion, Inc.</b> 6.625%, 4/15/20	4,575	4,334,812



## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Security	Principal Amount*	Value
	(000 s omitted)	
<b>Chemicals and Plastics (continued)</b>		
<b>Platform Specialty Products Corp.</b> 6.50%, 2/1/22 <sup>(8)</sup>	60	\$ 63,300
<b>Rockwood Specialties Group, Inc.</b> 4.625%, 10/15/20	130	135,850
<b>Tronox Finance, LLC</b> 6.375%, 8/15/20	160	154,400
<b>W.R. Grace &amp; Co.</b> 5.125%, 10/1/21 <sup>(8)</sup>	30	31,050
5.625%, 10/1/24 <sup>(8)</sup>	15	15,844
		<b>\$ 4,877,131</b>
<b>Commercial Services (0.0%)</b>		
<b>ExamWorks Group, Inc.</b> 5.625%, 4/15/23	35	\$ 35,919
		<b>\$ 35,919</b>
<b>Conglomerates (0.0%)</b>		
<b>Belden, Inc.</b> 5.50%, 9/1/22 <sup>(8)</sup>	20	\$ 20,600
<b>Spectrum Brands, Inc.</b> 6.375%, 11/15/20	50	53,625
6.625%, 11/15/22	35	37,713
5.75%, 7/15/25 <sup>(8)</sup>	75	77,437
<b>TMS International Corp.</b> 7.625%, 10/15/21 <sup>(8)</sup>	45	45,000
		<b>\$ 234,375</b>
<b>Containers and Glass Products (0.7%)</b>		
<b>Beverage Packaging Holdings Luxembourg II SA/Beverage Packaging Holdings II Issuer, Inc.</b> 5.625%, 12/15/16 <sup>(8)</sup>	15	\$ 15,131
<b>Reynolds Group Holdings, Inc.</b> 5.75%, 10/15/20	4,350	4,551,188

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<b>Sealed Air Corp.</b> 8.375%, 9/15/21 <sup>(8)</sup>	10	11,300	
			<b>\$ 4,577,619</b>
<b>Cosmetics / Toiletries 0.1%</b> <b>Alphabet Holding Co., Inc.</b> 7.75%, 11/1/17 <sup>(10)</sup>	245	\$ 248,369	
<b>Party City Holdings, Inc.</b> 8.875%, 8/1/20	130	140,595	
			<b>\$ 388,964</b>
			<b>Principal</b>
			<b>Amount*</b>
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>	
<b>Distribution &amp; Wholesale 0.0%</b> <b>American Tire Distributors, Inc.</b> 10.25%, 3/1/22 <sup>(8)</sup>	75	\$ 79,688	
			<b>\$ 79,688</b>
<b>Diversified Financial Services 0.0%</b> <b>Quicken Loans, Inc.</b> 5.75%, 5/1/25 <sup>(8)</sup>	35	\$ 35,131	
			<b>\$ 35,131</b>
<b>Drugs 0.1%</b> <b>ConvaTec Finance International SA</b> 8.25%, 1/15/19 <sup>(8)(10)</sup>	200	\$ 199,750	
<b>Valeant Pharmaceuticals International, Inc.</b> 6.375%, 10/15/20 <sup>(8)</sup>	205	219,222	
7.50%, 7/15/21 <sup>(8)</sup>	50	54,825	
5.50%, 3/1/23 <sup>(8)</sup>	30	30,675	
5.875%, 5/15/23 <sup>(8)</sup>	160	166,200	
6.125%, 4/15/25 <sup>(8)</sup>	160	167,000	
			<b>\$ 837,672</b>
<b>Ecological Services and Equipment 0.0%</b> <b>ADS Waste Holdings, Inc.</b> 8.25%, 10/1/20	55	\$ 58,231	
<b>Clean Harbors, Inc.</b> 5.25%, 8/1/20	50	51,625	
5.125%, 6/1/21	25	25,625	
<b>Covanta Holding Corp.</b> 5.875%, 3/1/24	25	25,875	
			<b>\$ 161,356</b>
<b>Electronics / Electrical 0.1%</b> <b>Alcatel-Lucent USA, Inc.</b> 4.625%, 7/1/17 <sup>(8)</sup>	35	\$ 36,094	
8.875%, 1/1/20 <sup>(8)</sup>	260	286,325	



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<b>CommScope Holding Co., Inc.</b> 6.625%, 6/1/20 <sup>(8)(10)</sup>	55	56,925
<b>Freescale Semiconductor, Inc.</b> 6.00%, 1/15/22 <sup>(8)</sup>	55	59,400
<b>Infor US, Inc.</b> 6.50%, 5/15/22 <sup>(8)</sup>	30	31,242
<b>Nuance Communications, Inc.</b> 5.375%, 8/15/20 <sup>(8)</sup>	120	121,650

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*See Notes to Financial Statements.*

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

Portfolio of Investments continued

Security	Principal Amount*	Value
	(000 s omitted)	
<b>Electronics / Electrical (continued)</b>		
<b>Zebra Technologies Corp.</b>		
7.25%, 10/15/22 <sup>(8)</sup>	105	\$ 114,187
		<b>\$ 705,823</b>
<b>Equipment Leasing 0.3%</b>		
<b>International Lease Finance Corp.</b>		
8.625%, 9/15/15	1,000	\$ 1,018,750
6.75%, 9/1/16 <sup>(8)</sup>	400	423,750
7.125%, 9/1/18 <sup>(8)</sup>	400	451,000
		<b>\$ 1,893,500</b>
<b>Financial Intermediaries 0.5%</b>		
<b>CIT Group, Inc.</b>		
5.50%, 2/15/19 <sup>(8)</sup>	45	\$ 47,644
5.375%, 5/15/20	10	10,637
<b>First Data Corp.</b>		
7.375%, 6/15/19 <sup>(8)</sup>	1,000	1,042,500
6.75%, 11/1/20 <sup>(8)</sup>	1,066	1,140,620
11.25%, 1/15/21	42	47,250
10.625%, 6/15/21	42	47,565
11.75%, 8/15/21	56	63,617
<b>Icahn Enterprises, LP/Icahn Enterprises Finance Corp.</b>		
3.50%, 3/15/17	45	45,619
6.00%, 8/1/20	40	43,150
<b>JPMorgan Chase &amp; Co.</b>		
6.75% to 2/1/24, 1/29/49 <sup>(11)</sup>	80	87,300
<b>Navient Corp.</b>		
5.50%, 1/15/19	160	166,400
5.00%, 10/26/20	35	35,000
5.875%, 10/25/24	35	33,512
		<b>\$ 2,810,814</b>

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Food Products 0.8%

<b>Dean Foods Co.</b> 6.50%, 3/15/23 <sup>(8)</sup>	50	\$	52,125
<b>Iceland Bondco PLC</b> 4.822%, 7/15/20 <sup>(8)(12)</sup>	GBP	3,750	4,950,583
<b>Pilgrim s Pride Corp.</b> 5.75%, 3/15/25 <sup>(8)</sup>	65		66,137
<b>Post Holdings, Inc.</b> 6.75%, 12/1/21 <sup>(8)</sup>	30		29,775
6.00%, 12/15/22 <sup>(8)</sup>	35		32,856
<b>WhiteWave Foods Co. (The)</b> 5.375%, 10/1/22	25		27,063
			<b>\$ 5,158,539</b>

Principal

Amount\*

Security

(000 s omitted) Value

Food / Drug Retailers 0.0%

<b>Rite Aid Corp.</b> 6.125%, 4/1/23 <sup>(8)</sup>	120	\$	125,250
			<b>\$ 125,250</b>

Health Care 1.1%

<b>Alere, Inc.</b> 7.25%, 7/1/18	15	\$	15,975
8.625%, 10/1/18	45		46,828
6.50%, 6/15/20	35		37,013
<b>AmSurg Corp.</b> 5.625%, 11/30/20	50		51,278
5.625%, 7/15/22	45		46,238
<b>Biomet, Inc.</b> 6.50%, 8/1/20	175		185,150
<b>Capsugel SA</b> 7.00%, 5/15/19 <sup>(8)(10)</sup>	25		25,609
<b>Centene Corp.</b> 4.75%, 5/15/22	20		21,100
<b>CHS/Community Health Systems, Inc.</b> 5.125%, 8/15/18	2,445		2,521,406
7.125%, 7/15/20	130		138,937
6.875%, 2/1/22	110		117,837
<b>Concordia Healthcare Corp.</b> 7.00%, 4/15/23 <sup>(8)</sup>	15		15,131
<b>DJO Finco, Inc./DJO Finance, LLC/DJO Finance Corp.</b> 8.125%, 6/15/21 <sup>(8)</sup>	55		56,788
<b>HCA Holdings, Inc.</b> 6.25%, 2/15/21	90		98,550
<b>HCA, Inc.</b> 6.50%, 2/15/20	20		22,375
4.75%, 5/1/23	1,200		1,245,000
<b>Hologic, Inc.</b> 6.25%, 8/1/20	265		275,269
<b>Kinetic Concepts, Inc./KCI USA, Inc.</b> 10.50%, 11/1/18	50		53,900
<b>Mallinckrodt International Finance S.A./Mallinckrodt CB, LLC</b> 4.875%, 4/15/20 <sup>(8)</sup>	30		30,825
5.50%, 4/15/25 <sup>(8)</sup>	30		30,285
<b>MPH Acquisition Holdings, LLC</b> 6.625%, 4/1/22 <sup>(8)</sup>	175		185,500
<b>Opal Acquisition, Inc.</b> 8.875%, 12/15/21 <sup>(8)</sup>	60		59,325

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**Sterigenics-Nordion Holdings, LLC**  
6.50%, 5/15/23<sup>(8)</sup>

50 50,500

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*See Notes to Financial Statements.*

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Security	Principal Amount*	Value
	(000 s omitted)	
<b>Health Care (continued)</b>		
<b>Surgical Care Affiliates, Inc.</b> 6.00%, 4/1/23 <sup>(8)</sup>	40	\$ 41,200
<b>Teleflex, Inc.</b> 5.25%, 6/15/24	20	20,500
<b>Tenet Healthcare Corp.</b> 6.00%, 10/1/20	55	58,988
4.375%, 10/1/21	675	664,875
8.125%, 4/1/22	105	114,712
<b>United Surgical Partners International, Inc.</b> 9.00%, 4/1/20	65	69,956
<b>VWR Funding, Inc.</b> 7.25%, 9/15/17	95	98,919
<b>WellCare Health Plans, Inc.</b> 5.75%, 11/15/20	120	126,675
		<b>\$ 6,526,644</b>
<b>Holding Company Diversified 0.0%</b>		
<b>Argos Merger Sub, Inc.</b> 7.125%, 3/15/23 <sup>(8)</sup>	80	\$ 85,000
<b>HRG Group, Inc.</b> 7.875%, 7/15/19 <sup>(8)</sup>	40	42,460
7.875%, 7/15/19	70	74,305
		<b>\$ 201,765</b>
<b>Home Furnishings 0.0%</b>		
<b>Tempur Sealy International, Inc.</b> 6.875%, 12/15/20	40	\$ 42,900
		<b>\$ 42,900</b>
<b>Industrial Equipment 0.0%</b>		
<b>BlueLine Rental Finance Corp.</b> 7.00%, 2/1/19 <sup>(8)</sup>	55	\$ 57,062

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<b>Erikson Air-Crane, Inc., Promissory Note</b> 6.00%, 11/2/20 <sup>(3)(13)</sup>	82	46,000
<b>Manitowoc Co., Inc. (The)</b> 5.875%, 10/15/22	40	43,400
<b>Vander Intermediate Holding II Corp.</b> 9.75%, 2/1/19 <sup>(8)(10)</sup>	55	55,825
		<b>\$ 202,287</b>

Insurance 0.3%

<b>A-S Co-Issuer Subsidiary, Inc./A-S Merger Sub, LLC</b> 7.875%, 12/15/20 <sup>(8)</sup>	60	\$ 61,950
		<b>Principal</b>
		<b>Amount*</b>

Security

(000 s omitted) Value

Insurance (continued)

<b>CNO Financial Group, Inc.</b> 6.375%, 10/1/20 <sup>(8)</sup>	1,175	\$ 1,253,666
<b>Hub Holdings, LLC/Hub Holdings Finance, Inc.</b> 8.125%, 7/15/19 <sup>(8)(10)</sup>	45	45,000
<b>Hub International, Ltd.</b> 7.875%, 10/1/21 <sup>(8)</sup>	60	62,100
<b>USI, Inc.</b> 7.75%, 1/15/21 <sup>(8)</sup>	100	102,500
		<b>\$ 1,525,216</b>

Internet Software & Services 0.0%

<b>Netflix, Inc.</b> 5.50%, 2/15/22 <sup>(8)</sup>	80	\$ 83,800
5.875%, 2/15/25 <sup>(8)</sup>	120	126,000
		<b>\$ 209,800</b>

Leisure Goods / Activities / Movies 0.2%

<b>Activision Blizzard, Inc.</b> 6.125%, 9/15/23 <sup>(8)</sup>	35	\$ 38,675
<b>National CineMedia, LLC</b> 6.00%, 4/15/22	835	868,400
<b>NCL Corp., Ltd.</b> 5.00%, 2/15/18	30	30,825
5.25%, 11/15/19 <sup>(8)</sup>	25	25,968
<b>Regal Entertainment Group</b> 5.75%, 3/15/22	35	36,181
<b>Royal Caribbean Cruises</b> 7.25%, 6/15/16	25	26,312
7.25%, 3/15/18	50	55,310
<b>Sabre GLBL, Inc.</b> 5.375%, 4/15/23 <sup>(8)</sup>	25	25,563
<b>Viking Cruises, Ltd.</b> 8.50%, 10/15/22 <sup>(8)</sup>	100	112,250
6.25%, 5/15/25 <sup>(8)</sup>	45	45,337
		<b>\$ 1,264,821</b>

Lodging and Casinos 0.7%

<b>Buffalo Thunder Development Authority</b> 11.00%, 12/9/22 <sup>(8)</sup>	250	\$ 189,691
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<b>Caesars Entertainment Operating Co., Inc.</b>		
8.50%, 2/15/20 <sup>(4)</sup>	2,375	1,959,375
9.00%, 2/15/20 <sup>(4)</sup>	1,875	1,563,125
<b>GLP Capital, L.P./GLP Financing II, Inc.</b>		
4.875%, 11/1/20	75	78,000

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Security	Principal Amount*	Value
	(000 s omitted)	
<b>Lodging and Casinos (continued)</b>		
<b>Hilton Worldwide Finance, LLC/Hilton Worldwide Finance Corp.</b> 5.625%, 10/15/21	110	\$ 116,462
<b>MGM Resorts International</b> 6.625%, 12/15/21	90	97,200
7.75%, 3/15/22	30	34,125
6.00%, 3/15/23	65	67,681
<b>RHP Hotel Properties, L.P./RHP Finance Corp.</b> 5.00%, 4/15/23 <sup>(8)</sup>	30	30,150
<b>Station Casinos, LLC</b> 7.50%, 3/1/21	55	58,850
<b>Tunica-Biloxi Gaming Authority</b> 9.00%, 11/15/15 <sup>(8)</sup>	345	184,575
		<b>\$ 4,379,234</b>
<b>Manufacturing 0.0%</b>		
<b>Bombardier, Inc.</b> 5.50%, 9/15/18 <sup>(8)</sup>	30	\$ 29,850
7.50%, 3/15/25 <sup>(8)</sup>	45	43,200
		<b>\$ 73,050</b>
<b>Nonferrous Metals / Minerals 0.1%</b>		
<b>Alpha Natural Resources, Inc.</b> 7.50%, 8/1/20 <sup>(8)</sup>	15	\$ 3,638
<b>CONSOL Energy, Inc.</b> 5.875%, 4/15/22	35	33,053
<b>Eldorado Gold Corp.</b> 6.125%, 12/15/20 <sup>(8)</sup>	120	118,800
<b>IAMGOLD Corp.</b> 6.75%, 10/1/20 <sup>(8)</sup>	60	50,700
<b>Imperial Metals Corp.</b> 7.00%, 3/15/19 <sup>(8)</sup>	30	29,550
<b>Kissner Milling Co., Ltd.</b> 7.25%, 6/1/19 <sup>(8)</sup>	90	92,362
<b>New Gold, Inc.</b> 6.25%, 11/15/22 <sup>(8)</sup>	70	70,438



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<b>SunCoke Energy Partners, L.P./SunCoke Energy Partners Finance Corp.</b> 7.375%, 2/1/20 <sup>(8)</sup>	55	\$ 56,650
		<b>\$ 455,191</b>
<b>Oil and Gas 0.8%</b> <b>Aerojet Rocketdyne Holdings, Inc.</b> 7.125%, 3/15/21	70	\$ 75,250
	<b>Principal</b>	
	<b>Amount*</b>	
<b>Security</b>	<b>(000 s omitted)</b>	<b>Value</b>
<b>Oil and Gas (continued)</b>		
<b>Antero Resources Corp.</b> 6.00%, 12/1/20	15	\$ 15,450
5.375%, 11/1/21	100	101,750
5.625%, 6/1/23 <sup>(8)</sup>	35	36,120
<b>Berry Petroleum Co., LLC</b> 6.375%, 9/15/22	10	8,250
<b>Blue Racer Midstream, LLC/Blue Racer Finance Corp.</b> 6.125%, 11/15/22 <sup>(8)</sup>	40	41,640
<b>Bonanza Creek Energy, Inc.</b> 6.75%, 4/15/21	70	68,075
<b>California Resources Corp.</b> 5.50%, 9/15/21	50	47,625
6.00%, 11/15/24	5	4,625
<b>Canbriam Energy, Inc.</b> 9.75%, 11/15/19 <sup>(8)</sup>	30	30,900
<b>Chesapeake Energy Corp.</b> 7.25%, 12/15/18	90	97,425
6.125%, 2/15/21	120	122,700
<b>CITGO Petroleum Corp.</b> 6.25%, 8/15/22 <sup>(8)</sup>	775	771,125
<b>Concho Resources, Inc.</b> 5.50%, 4/1/23	245	249,900
<b>CrownRock, L.P./CrownRock Finance, Inc.</b> 7.125%, 4/15/21 <sup>(8)</sup>	95	99,275
7.75%, 2/15/23 <sup>(8)</sup>	60	64,350
<b>CVR Refining, LLC/Coffeyville Finance, Inc.</b> 6.50%, 11/1/22	135	139,050
<b>Denbury Resources, Inc.</b> 5.50%, 5/1/22	20	19,188
<b>Endeavor Energy Resources, L.P./EER Finance, Inc.</b> 7.00%, 8/15/21 <sup>(8)</sup>	95	95,237
8.125%, 9/15/23 <sup>(8)</sup>	25	26,063
<b>Energy Transfer Equity, L.P.</b> 5.875%, 1/15/24	70	74,725
<b>EP Energy, LLC/Everest Acquisition Finance, Inc.</b> 6.875%, 5/1/19	45	46,547
9.375%, 5/1/20	145	158,412
7.75%, 9/1/22	70	73,850
<b>Gulfport Energy Corp.</b> 7.75%, 11/1/20	95	100,937
6.625%, 5/1/23 <sup>(8)</sup>	65	66,462
<b>Halcon Resources Corp.</b> 8.625%, 2/1/20 <sup>(8)</sup>	25	25,438
<b>Laredo Petroleum, Inc.</b> 7.375%, 5/1/22	95	101,412

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Security	Principal Amount*	Value
	(\$ in thousands)	
<b>Oil and Gas (continued)</b>		
<b>Matador Resources Co.</b> 6.875%, 4/15/23 <sup>(8)</sup>	40	\$ 41,300
<b>MEG Energy Corp.</b> 6.375%, 1/30/23 <sup>(8)</sup>	85	80,750
<b>Memorial Resource Development Corp.</b> 5.875%, 7/1/22 <sup>(8)</sup>	120	117,900
<b>Newfield Exploration Co.</b> 5.625%, 7/1/24	130	137,475
<b>Oasis Petroleum, Inc.</b> 6.875%, 1/15/23	65	66,300
<b>Paramount Resources, Ltd.</b> 6.875%, 6/30/23 <sup>(8)(14)</sup>	25	25,188
<b>PBF Holding Co., LLC/PBF Finance Corp.</b> 8.25%, 2/15/20	20	21,450
<b>PBF Logistics L.P./PBF Logistics Finance Corp.</b> 6.875%, 5/15/23 <sup>(8)</sup>	50	51,125
<b>Precision Drilling Corp.</b> 6.50%, 12/15/21	5	4,975
<b>Rice Energy, Inc.</b> 7.25%, 5/1/23 <sup>(8)</sup>	15	15,675
<b>Rosetta Resources, Inc.</b> 5.625%, 5/1/21	60	63,906
<b>RSP Permian, Inc.</b> 5.875%, 6/1/22	85	91,162
<b>RSP Permian, Inc.</b> 6.625%, 10/1/22 <sup>(8)</sup>	85	88,825
<b>Sabine Pass Liquefaction, LLC</b> 5.625%, 2/1/21	170	176,481
<b>Sabine Pass Liquefaction, LLC</b> 5.625%, 4/15/23	100	102,250
<b>Sabine Pass Liquefaction, LLC</b> 5.625%, 3/1/25 <sup>(8)</sup>	95	95,356
<b>Sabine Pass LNG, L.P.</b> 6.50%, 11/1/20	105	111,037
<b>Seven Generations Energy, Ltd.</b> 8.25%, 5/15/20 <sup>(8)</sup>	140	150,850
<b>Seven Generations Energy, Ltd.</b> 6.75%, 5/1/23 <sup>(8)</sup>	65	65,650
<b>Seventy Seven Energy, Inc.</b> 6.50%, 7/15/22	35	22,138
<b>SM Energy Co.</b> 6.125%, 11/15/22 <sup>(8)</sup>	25	26,188
<b>SM Energy Co.</b> 6.50%, 1/1/23	90	94,050
<b>Sunoco, L.P./Sunoco Finance Corp.</b> 6.375%, 4/1/23 <sup>(8)</sup>	50	52,250

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<b>Tesoro Corp.</b>			
5.375%, 10/1/22		90	94,500
<b>Tesoro Logistics, L.P./Tesoro Logistics Finance Corp.</b>			
5.50%, 10/15/19 <sup>(8)</sup>		15	15,938
6.25%, 10/15/22 <sup>(8)</sup>		35	37,187
		<b>Principal</b>	
		<b>Amount*</b>	
<b>Security</b>		<b>(000 s omitted)</b>	<b>Value</b>
<b>Oil and Gas (continued)</b>			
<b>Triangle USA Petroleum Corp.</b>			
6.75%, 7/15/22 <sup>(8)</sup>		35	\$ 29,750
<b>Williams Partners, L.P./ACMP Finance Corp.</b>			
4.875%, 3/15/24		10	10,165
			<b>\$ 4,651,602</b>
<b>Publishing 0.1%</b>			
<b>Laureate Education, Inc.</b>			
10.00%, 9/1/19 <sup>(8)</sup>		635	\$ 616,744
<b>McGraw-Hill Global Education Holdings, LLC/McGraw-Hill Global Education Finance</b>			
9.75%, 4/1/21		145	161,312
<b>MHGE Parent, LLC/MHGE Parent Finance, Inc.</b>			
8.50%, 8/1/19 <sup>(8)(10)</sup>		30	30,788
			<b>\$ 808,844</b>
<b>Radio and Television 0.4%</b>			
<b>Clear Channel Worldwide Holdings, Inc.</b>			
Series A, 6.50%, 11/15/22		50	\$ 52,563
Series B, 6.50%, 11/15/22		100	106,250
<b>Crown Media Holdings, Inc.</b>			
10.50%, 7/15/19		115	122,331
<b>iHeartCommunications, Inc.</b>			
9.00%, 12/15/19		953	939,896
11.25%, 3/1/21		60	60,825
<b>Nielsen Co. Luxembourg S.a.r.l. (The)</b>			
5.50%, 10/1/21 <sup>(8)</sup>		35	36,050
<b>Sirius XM Radio, Inc.</b>			
5.875%, 10/1/20 <sup>(8)</sup>		25	26,094
6.00%, 7/15/24 <sup>(8)</sup>		95	98,819
<b>Starz, LLC/Starz Finance Corp.</b>			
5.00%, 9/15/19		70	72,362
<b>Univision Communications, Inc.</b>			
6.75%, 9/15/22 <sup>(8)</sup>		837	909,191
5.125%, 5/15/23 <sup>(8)</sup>		30	30,225
			<b>\$ 2,454,606</b>
<b>Real Estate Investment Trusts (REITs) 0.0%</b>			
<b>Communications Sales &amp; Leasing, Inc.</b>			
6.00%, 4/15/23 <sup>(8)</sup>		5	\$ 5,038
8.25%, 10/15/23 <sup>(8)</sup>		20	20,450
<b>ESH Hospitality, Inc.</b>			
5.25%, 5/1/25 <sup>(8)</sup>		35	35,437
			<b>\$ 60,925</b>



## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

Portfolio of Investments continued

Security	Principal Amount*	Value
	(000 s omitted)	
<b>Retail 0.1%</b>		
<b>Chinos Intermediate Holdings A, Inc.</b> 7.75%, 5/1/19 <sup>(8)(10)</sup>	35	\$ 30,187
<b>Family Tree Escrow, LLC</b> 5.25%, 3/1/20 <sup>(8)</sup>	50	52,875
5.75%, 3/1/23 <sup>(8)</sup>	165	174,694
		<b>\$ 257,756</b>
<b>Retailers (Except Food and Drug) 0.2%</b>		
<b>1011778 B.C. Unlimited Liability Company/New Red Finance, Inc.</b> 4.625%, 1/15/22 <sup>(8)</sup>	65	\$ 65,244
6.00%, 4/1/22 <sup>(8)</sup>	125	129,937
<b>Hot Topic, Inc.</b> 9.25%, 6/15/21 <sup>(8)</sup>	150	163,125
<b>Levi Strauss &amp; Co.</b> 6.875%, 5/1/22	65	71,175
<b>Michaels Stores, Inc.</b> 5.875%, 12/15/20 <sup>(8)</sup>	45	47,700
<b>Murphy Oil USA, Inc.</b> 6.00%, 8/15/23	140	149,450
<b>Neiman Marcus Group, Ltd., LLC</b> 8.75%, 10/15/21 <sup>(8)(10)</sup>	40	43,400
<b>New Academy Finance Co., LLC/New Academy Finance Corp.</b> 8.00%, 6/15/18 <sup>(8)(10)</sup>	115	116,438
<b>Petco Holdings, Inc.</b> 8.50%, 10/15/17 <sup>(8)(10)</sup>	130	134,225
<b>Radio Systems Corp.</b> 8.375%, 11/1/19 <sup>(8)</sup>	65	70,200
<b>Sally Holdings, LLC/Sally Capital, Inc.</b> 5.75%, 6/1/22	55	58,850
		<b>\$ 1,049,744</b>
<b>Road &amp; Rail 0.0%</b>		
<b>Florida East Coast Holdings Corp.</b> 6.75%, 5/1/19 <sup>(8)</sup>	25	\$ 25,000
<b>Watco Cos., LLC/Watco Finance Corp.</b>		

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6.375%, 4/1/23 <sup>(8)</sup>	35	35,875	
			<b>\$ 60,875</b>
<b>Software and Services 0.0%</b>			
<b>IHS, Inc.</b>			
5.00%, 11/1/22 <sup>(8)</sup>	60	\$ 60,750	
			<b>Principal</b>
			<b>Amount*</b>
<b>Security</b>	<b>(000 s omitted)</b>		<b>Value</b>
<b>Software and Services (continued)</b>			
<b>Infor Software Parent, LLC/Infor Software Parent, Inc.</b>			
7.125%, 5/1/21 <sup>(8)(10)</sup>	90	\$ 91,913	
<b>SunGard Availability Services Capital, Inc.</b>			
8.75%, 4/1/22 <sup>(8)</sup>	70	52,500	
			<b>\$ 205,163</b>
<b>Steel 0.0%</b>			
<b>AK Steel Corp.</b>			
8.75%, 12/1/18	35	\$ 37,144	
<b>ArcelorMittal</b>			
7.00%, 2/25/22	25	27,437	
<b>JMC Steel Group, Inc.</b>			
8.25%, 3/15/18 <sup>(8)</sup>	65	59,069	
			<b>\$ 123,650</b>
<b>Surface Transport 0.1%</b>			
<b>Hertz Corp. (The)</b>			
6.25%, 10/15/22	70	\$ 72,275	
<b>XPO Logistics, Inc.</b>			
7.875%, 9/1/19 <sup>(8)</sup>	195	210,113	
			<b>\$ 282,388</b>
<b>Technology 0.0%</b>			
<b>Micron Technology, Inc.</b>			
5.25%, 8/1/23 <sup>(8)</sup>	70	\$ 70,175	
5.625%, 1/15/26 <sup>(8)</sup>	90	88,650	
			<b>\$ 158,825</b>
<b>Telecommunications 0.9%</b>			
<b>Avaya, Inc.</b>			
9.00%, 4/1/19 <sup>(8)</sup>	45	\$ 46,687	
10.50%, 3/1/21 <sup>(8)</sup>	414	355,938	
<b>CenturyLink, Inc.</b>			
6.75%, 12/1/23	55	58,953	
<b>CommScope Technologies Finance LLC</b>			
6.00%, 6/15/25 <sup>(8)(14)</sup>	65	65,975	
<b>CommScope, Inc.</b>			
4.375%, 6/15/20 <sup>(8)(14)</sup>	20	20,225	
<b>Equinix, Inc.</b>			
5.375%, 1/1/22	20	20,913	



## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Portfolio of Investments continued

Security	Principal Amount*	Value
	(000 s omitted)	
<b>Telecommunications (continued)</b>		
<b>Frontier Communications Corp.</b>		
6.25%, 9/15/21	50	\$ 48,406
7.625%, 4/15/24	30	29,025
6.875%, 1/15/25	50	45,813
<b>Hughes Satellite Systems Corp.</b>		
6.50%, 6/15/19	900	993,375
<b>Intelsat Jackson Holdings SA</b>		
7.25%, 10/15/20	110	111,925
<b>Intelsat Luxembourg SA</b>		
7.75%, 6/1/21	190	172,187
8.125%, 6/1/23	90	80,550
<b>NII International Telecom S.C.A.</b>		
7.875%, 8/15/19 <sup>(4)(8)</sup>	35	32,550
<b>Plantronics, Inc.</b>		
5.50%, 5/31/23 <sup>(8)</sup>	60	61,050
<b>SBA Telecommunications, Inc.</b>		
5.75%, 7/15/20	155	163,331
<b>Sprint Communications, Inc.</b>		
7.00%, 8/15/20	680	695,300
6.00%, 11/15/22	5	4,800
<b>Sprint Corp.</b>		
7.25%, 9/15/21	60	60,525
7.875%, 9/15/23	250	254,850
7.625%, 2/15/25	45	44,255
<b>T-Mobile USA, Inc.</b>		
6.25%, 4/1/21	40	42,480
6.633%, 4/28/21	50	53,440
6.731%, 4/28/22	20	21,350
6.625%, 4/1/23	50	52,750
6.375%, 3/1/25	55	57,722
<b>Wind Acquisition Finance SA</b>		
5.245%, 4/30/19 <sup>(8)(12)</sup>	EUR 550	611,314
6.50%, 4/30/20 <sup>(8)</sup>	525	559,781
4.011%, 7/15/20 <sup>(8)(12)</sup>	EUR 525	578,770
<b>Windstream Corp.</b>		
7.75%, 10/1/21	80	76,000
6.375%, 8/1/23	40	33,750
		<b>\$ 5,453,990</b>



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Utilities 0.5%

**AES Corp. (The)**

5.50%, 3/15/24

20 \$ 20,200

**Air Medical Merger Sub Corp.**

6.375%, 5/15/23<sup>(8)</sup>

50 48,375

**Principal**

**Amount\***

**Security**

(000 s omitted)

**Value**

Utilities (continued)

**Calpine Corp.**

5.375%, 1/15/23

55 \$ 55,550

7.875%, 1/15/23<sup>(8)</sup>

2,672 2,937,533

5.75%, 1/15/25

25 25,281

**Dynegy Finance I, Inc./Dynegy Finance II, Inc.**

6.75%, 11/1/19<sup>(8)</sup>

80 85,000

7.375%, 11/1/22<sup>(8)</sup>

65 69,550

7.625%, 11/1/24<sup>(8)</sup>

55 59,262

**\$ 3,300,751**

Total Corporate Bonds & Notes

(identified cost \$64,168,174)

**\$ 63,499,777**

Asset-Backed Securities 4.5%

**Security**

**Principal  
Amount**

(000 s omitted)

**Value**

Apidos CLO XVII, Series 2014-17A, Class B, 3.124%, 4/17/26<sup>(8)(12)</sup>

\$ 600 \$ 594,200

Apidos CLO XVII, Series 2014-17A, Class C, 3.574%, 4/17/26<sup>(8)(12)</sup>

1,000 962,928

Apidos CLO XVII, Series 2014-17A, Class D, 5.024%, 4/17/26<sup>(8)(12)</sup>

1,000 918,924

Apidos CLO XIX, Series 2014-19A, Class E, 5.724%, 10/17/26<sup>(8)(12)</sup>

2,400 2,294,655

Apidos CLO XXI, Series 2015-21A, Class D, 5.827%, 7/18/27<sup>(8)(12)(14)</sup>

1,000 968,628

Ares CLO, Ltd., Series 2014-32A, Class D, 5.974%, 11/15/25<sup>(8)(12)</sup>

2,000 1,948,824

Babson CLO, Ltd., Series 2013-IA, Class C, 2.975%, 4/20/25<sup>(8)(12)</sup>

500 499,162

Babson CLO, Ltd., Series 2013-IA, Class D, 3.775%, 4/20/25<sup>(8)(12)</sup>

400 398,341

Babson CLO, Ltd., Series 2013-IA, Class E, 4.675%, 4/20/25<sup>(8)(12)</sup>

250 230,525

Birchwood Park CLO, Ltd., Series 2014-1A, Class C1,

3.375%, 7/15/26<sup>(8)(12)</sup>

525 526,628

Birchwood Park CLO, Ltd., Series 2014-1A, Class E1,

5.375%, 7/15/26<sup>(8)(12)</sup>

525 490,767

Carlyle Global Market Strategies CLO, Ltd., Series 2014-4A, Class E,

5.45%, 10/15/26<sup>(8)(12)</sup>

2,000 1,901,051

Cent CLO, L.P., Series 2014-22A, Class D, 5.576%, 11/7/26<sup>(8)(12)</sup>

1,000 956,632

Centurion CDO IX Ltd., Series 2005-9A, Class D1, 5.024%, 7/17/19<sup>(8)(12)</sup>

750 733,908

CIFC Funding, Ltd., Series 2013-2A,

Class A3L, 2.925%, 4/21/25<sup>(8)(12)</sup>

2,925 2,904,302

## Eaton Vance

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## Portfolio of Investments continued

Security	Principal Amount (000 s omitted)	Value
Dryden XXVIII Senior Loan Fund, Series 2013-28A, Class A3L, 2.974%, 8/15/25 <sup>(8)(12)</sup>	\$ 1,500	\$ 1,497,402
Dryden XXVIII Senior Loan Fund, Series 2013-28A, Class B1L, 3.474%, 8/15/25 <sup>(8)(12)</sup>	640	624,784
Dryden XXVIII Senior Loan Fund, Series 2013-28A, Class B2L, 4.174%, 8/15/25 <sup>(8)(12)</sup>	430	381,308
Golub Capital Partners CLO, Ltd., Series 2015-23A, Class E, 5.75%, 5/5/27 <sup>(8)(12)</sup>	2,000	1,866,766
Oak Hill Credit Partners VIII Ltd., Series 2013-8A, Class C, 2.975%, 4/20/25 <sup>(8)(12)</sup>	450	447,324
Oak Hill Credit Partners VIII Ltd., Series 2013-8A, Class D, 3.775%, 4/20/25 <sup>(8)(12)</sup>	500	497,911
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class C1, 3.024%, 7/17/25 <sup>(8)(12)</sup>	1,025	1,014,010
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class D, 3.624%, 7/17/25 <sup>(8)(12)</sup>	1,025	990,209
Octagon Investment Partners XVI Ltd., Series 2013-1A, Class E, 4.774%, 7/17/25 <sup>(8)(12)</sup>	1,225	1,121,025
Race Point CLO, Ltd., Series 2012-7A, Class D, 4.526%, 11/8/24 <sup>(8)(12)</sup>	1,750	1,751,184
Ziggurat CLO, Ltd., Series 2014-1A, Class E, 5.275%, 10/17/26 <sup>(8)(12)</sup>	2,000	1,801,471
<b>Total Asset-Backed Securities</b> (identified cost \$28,063,684)		<b>\$ 28,322,869</b>

Common Stocks 0.7%

Security	Shares	Value
<b>Aerospace and Defense</b> 0.0%		
IAP Worldwide Services, LLC <sup>(3)(13)(15)</sup>	58	\$ 63,461
		<b>\$ 63,461</b>
<b>Automotive</b> 0.1%		
Dayco Products, LLC <sup>(3)(13)</sup>	20,780	\$ 862,370
		<b>\$ 862,370</b>

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<p><b>Building and Development</b> 0.1%</p> <p>Panolam Holdings Co.<sup>(3)(15)(16)</sup></p>	<p>280 \$ 245,885</p> <p><b>\$ 245,885</b></p>
<p><b>Business Equipment and Services</b> 0.0%</p> <p>Education Management Corp.<sup>(3)(13)(15)</sup></p>	<p>3,569,737 \$ 96,383</p> <p><b>\$ 96,383</b></p>
<b>Security</b>	
<p><b>Food Service</b> 0.0%</p> <p>Buffets Restaurants Holdings, Inc.<sup>(3)(13)(15)</sup></p>	<p>54,868 \$ 0</p> <p><b>\$ 0</b></p>
<p><b>Lodging and Casinos</b> 0.1%</p> <p>Tropicana Entertainment, Inc.<sup>(13)(15)</sup></p>	<p>37,016 \$ 595,958</p> <p><b>\$ 595,958</b></p>
<p><b>Publishing</b> 0.4%</p> <p>ION Media Networks, Inc.<sup>(3)(13)</sup></p> <p>MediaNews Group, Inc.<sup>(3)(13)(15)</sup></p>	<p>4,429 \$ 1,594,396</p> <p>29,104 1,120,506</p> <p><b>\$ 2,714,902</b></p>
<p><b>Total Common Stocks</b> (identified cost \$2,161,838)</p>	<p><b>\$ 4,578,959</b></p>
<b>Convertible Preferred Stocks</b> 0.0%	
<b>Security</b>	
<p><b>Business Equipment and Services</b> 0.0%</p> <p>Education Management Corp. Series A-1, 7.50%<sup>(13)(15)</sup></p>	<p>3,972 \$ 260,828</p>
<p><b>Total Convertible Preferred Stocks</b> (identified cost \$280,330)</p>	<p><b>\$ 260,828</b></p>
<b>Closed-End Funds</b> 2.1%	
<b>Security</b>	
<p>BlackRock Floating Rate Income Strategies Fund, Inc.</p> <p>Invesco Senior Income Trust</p> <p>Nuveen Credit Strategies Income Fund</p> <p>Nuveen Floating Rate Income Fund</p> <p>Nuveen Floating Rate Income Opportunity Fund</p> <p>Voya Prime Rate Trust</p>	<p><b>Shares Value</b></p> <p>111,292 \$ 1,526,926</p> <p>538,147 2,529,291</p> <p>406,731 3,628,040</p> <p>164,907 1,830,468</p> <p>115,017 1,305,443</p> <p>441,753 2,407,554</p>

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Total Closed-End Funds  
(identified cost \$13,551,541)

**\$ 13,227,722**

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*See Notes to Financial Statements.*

Eaton Vance

Floating-Rate Income Trust

May 31, 2015

Portfolio of Investments continued

Miscellaneous 0.0%

<b>Security</b>	<b>Principal Amount/ Shares</b>	<b>Value</b>
Gaming 0.0% Buffalo Thunder Development Authority, Residual Claim Certificates, Expires 11/15/29 <sup>(3)(8)(15)</sup>	\$ 110,932	\$ 1,664
		<b>\$ 1,664</b>
Oil and Gas 0.0% SemGroup Corp., Escrow Certificate <sup>(15)</sup>	605,000	\$ 1,513
		<b>\$ 1,513</b>
Total Miscellaneous (identified cost \$0)		<b>\$ 3,177</b>

Short-Term Investments 1.0%

<b>Description</b>	<b>Interest (000 s omitted)</b>	<b>Value</b>
Eaton Vance Cash Reserves Fund, LLC, 0.18% <sup>(17)</sup>	\$ 5,985	\$ 5,985,274
Total Short-Term Investments (identified cost \$5,985,274)		<b>\$ 5,985,274</b>
Total Investments 159.0% (identified cost \$1,008,529,144)		<b>\$ 991,567,020</b>
Notes Payable (46.5)%		<b>\$ (290,000,000)</b>

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Variable Rate Term Preferred Shares, at Liquidation Value (12.8)%	\$ (80,000,000)
Other Assets, Less Liabilities 0.3%	\$ 1,872,252
Net Assets Applicable to Common Shares 100.0%	\$ 623,439,272

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

DIP	Debtor In Possession
PIK	Payment In Kind
CAD	Canadian Dollar
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 typically 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 May 31, 2015, at which time the interest rate will be determined.
- (3) For fair value measurement disclosure purposes, security is categorized as Level 3 (see Note 12).
- (4) 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.
- (5) The issuer is in default on the payment of principal but continues to pay interest.
- (6) Includes new money preferred shares that trade with the loan.
- (7) Includes Vivarte Class A preferred shares, Vivarte Class B ordinary shares and Luxco ordinary shares that trade with the loan.
- (8) 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 May 31, 2015, the aggregate value of these securities is \$59,451,839 or 9.5% of the Trust's net assets applicable to common shares.
- (9) Amount is less than 0.05%.

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- (10) Represents a payment-in-kind security which may pay interest in additional principal at the issuer's discretion. For corporate bonds, the interest rate paid in additional principal is generally higher than the indicated cash rate.
- (11) Security converts to floating rate after the indicated fixed-rate coupon period.
- (12) Variable rate security. The stated interest rate represents the rate in effect at May 31, 2015.
- (13) Security was acquired in connection with a restructuring of a Senior Loan and may be subject to restrictions on resale.
- (14) When-issued security.
- (15) Non-income producing security.
- (16) Restricted security (see Note 7).
- (17) 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 May 31, 2015.

Eaton Vance

Floating-Rate Income Trust

May 31, 2015

Statement of Assets and Liabilities

	<b>May 31, 2015</b>
<b>Assets</b>	
Unaffiliated investments, at value (identified cost, \$1,002,543,870)	\$ 985,581,746
Affiliated investment, at value (identified cost, \$5,985,274)	5,985,274
Cash	13,451,767
Foreign currency, at value (identified cost, \$742,149)	742,173
Interest and dividends receivable	5,785,592
Interest receivable from affiliated investment	1,468
Receivable for investments sold	5,322,133
Receivable for open forward foreign currency exchange contracts	20,882
Deferred offering costs	90,144
Prepaid upfront fees on variable rate term preferred shares	147,131
Prepaid upfront fees on notes payable	245,628
Prepaid expenses	35,742
<b>Total assets</b>	<b>\$ 1,017,409,680</b>
<b>Liabilities</b>	
Notes payable	\$ 290,000,000
Variable rate term preferred shares, at liquidation value	80,000,000
Payable for investments purchased	21,273,005
Payable for when-issued securities	1,075,146
Payable for open forward foreign currency exchange contracts	365,835
Payable to affiliates:	
Investment adviser fee	634,047
Trustees fees	7,986
Interest expense and fees payable	390,933
Accrued expenses	223,456
<b>Total liabilities</b>	<b>\$ 393,970,408</b>
<b>Net assets applicable to common shares</b>	<b>\$ 623,439,272</b>
<b>Sources of Net Assets</b>	
Common shares, \$0.01 par value, unlimited number of shares authorized, 39,863,690 shares issued and outstanding	\$ 398,637
Additional paid-in capital	749,717,912
Accumulated net realized loss	(110,028,009)
Accumulated undistributed net investment income	687,522
Net unrealized depreciation	(17,336,790)
<b>Net assets applicable to common shares</b>	<b>\$ 623,439,272</b>
<b>Net Asset Value Per Common Share</b>	
<b>(\$623,439,272 ÷ 39,863,690 common shares issued and outstanding)</b>	<b>\$ 15.64</b>



## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Statement of Operations

	<b>Year Ended</b>
	<b>May 31, 2015</b>
<b>Investment Income</b>	
Interest and other income	\$ 48,184,632
Dividends	549,265
Interest allocated from affiliated investment	25,696
Expenses allocated from affiliated investment	(2,920)
<b>Total investment income</b>	<b>\$ 48,756,673</b>
<b>Expenses</b>	
Investment adviser fee	\$ 7,544,601
Trustees' fees and expenses	48,025
Custodian fee	368,910
Transfer and dividend disbursing agent fees	18,230
Legal and accounting services	220,803
Printing and postage	82,124
Amortization of deferred offering costs	164,426
Interest expense and fees	5,021,395
Miscellaneous	131,484
<b>Total expenses</b>	<b>\$ 13,599,998</b>
Deduct	
Reduction of custodian fee	\$ 10
<b>Total expense reductions</b>	<b>\$ 10</b>
<b>Net expenses</b>	<b>\$ 13,599,988</b>
<b>Net investment income</b>	<b>\$ 35,156,685</b>
<b>Realized and Unrealized Gain (Loss)</b>	
Net realized gain (loss)	
Investment transactions	\$ (4,015,055)
Investment transactions allocated from affiliated investment	87
Foreign currency and forward foreign currency exchange contract transactions	8,528,843
<b>Net realized gain</b>	<b>\$ 4,513,875</b>
Change in unrealized appreciation (depreciation)	
Investments	\$ (21,372,109)
Foreign currency and forward foreign currency exchange contracts	(419,712)
<b>Net change in unrealized appreciation (depreciation)</b>	<b>\$ (21,791,821)</b>
<b>Net realized and unrealized loss</b>	<b>\$ (17,277,946)</b>
<b>Net increase in net assets from operations</b>	<b>\$ 17,878,739</b>

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Statements of Changes in Net Assets

	Year Ended May 31,	
	2015	2014
<b>Increase (Decrease) in Net Assets</b>		
From operations		
Net investment income	\$ 35,156,685	\$ 35,402,265
Net realized gain from investment, foreign currency and forward foreign currency exchange contract transactions	4,513,875	2,999,730
Net change in unrealized appreciation (depreciation) from investments, foreign currency and forward foreign currency exchange contracts	(21,791,821)	(8,815,563)
<b>Net increase in net assets from operations</b>	<b>\$ 17,878,739</b>	<b>\$ 29,586,432</b>
Distributions to common shareholders		
From net investment income	\$ (35,518,548)	\$ (38,486,213)
<b>Total distributions to common shareholders</b>	<b>\$ (35,518,548)</b>	<b>\$ (38,486,213)</b>
Capital share transactions		
Proceeds from shelf offering, net of offering costs (see Note 6)	\$	\$ 2,694,229
Reinvestment of distributions to common shareholders		442,247
<b>Net increase in net assets from capital share transactions</b>	<b>\$</b>	<b>\$ 3,136,476</b>
<b>Net decrease in net assets</b>	<b>\$ (17,639,809)</b>	<b>\$ (5,763,305)</b>
<b>Net Assets Applicable to Common Shares</b>		
At beginning of year	\$ 641,079,081	\$ 646,842,386
<b>At end of year</b>	<b>\$ 623,439,272</b>	<b>\$ 641,079,081</b>
<b>Accumulated undistributed (distributions in excess of) net investment income</b>		
included in net assets applicable to common shares		
<b>At end of year</b>	<b>\$ 687,522</b>	<b>\$ (22,278)</b>

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Statement of Cash Flows

	<b>Year Ended</b>
	<b>May 31, 2015</b>
<b>Cash Flows From Operating Activities</b>	<b>\$ 17,878,739</b>
Net increase in net assets from operations	\$ 17,878,739
Adjustments to reconcile net increase in net assets from operations to net cash provided by operating activities:	
Investments purchased	(324,257,039)
Investments sold and principal repayments	321,245,486
Decrease in short-term investments, net	11,191,263
Net amortization/accretion of premium (discount)	(924,432)
Amortization of deferred offering costs and prepaid upfront fees on variable rate term preferred shares	297,760
Amortization of prepaid upfront fees on notes payable	64,372
Decrease in restricted cash	60,000
Decrease in interest and dividends receivable	49,295
Decrease in interest receivable from affiliated investment	69
Decrease in receivable for open forward foreign currency exchange contracts	195,152
Decrease in prepaid expenses	4,272
Increase in payable for open forward foreign currency exchange contracts	223,594
Decrease in payable to affiliate for investment adviser fee	(16,474)
Increase in payable to affiliate for Trustees' fees	780
Decrease in interest expense and fees payable	(17,020)
Increase in accrued expenses	17,410
Decrease in unfunded loan commitments	(2,287,601)
Net change in unrealized (appreciation) depreciation from investments	21,372,109
Net realized loss from investments	4,015,055
<b>Net cash provided by operating activities</b>	<b>\$ 49,112,790</b>
<b>Cash Flows From Financing Activities</b>	
Distributions paid to common shareholders, net of reinvestments	\$ (35,518,548)
Payment of prepaid upfront fees on variable rate term preferred shares	(74,074)
Payment of prepaid upfront fees on notes payable	(310,000)
Proceeds from notes payable	10,000,000
Repayment of notes payable	(20,000,000)
<b>Net cash used in financing activities</b>	<b>\$ (45,902,622)</b>
<b>Net increase in cash*</b>	<b>\$ 3,210,168</b>
<b>Cash at beginning of year<sup>(1)</sup></b>	<b>\$ 10,983,772</b>
<b>Cash at end of year<sup>(1)</sup></b>	<b>\$ 14,193,940</b>
<b>Supplemental disclosure of cash flow information:</b>	
Cash paid for interest and fees on borrowings and variable rate term preferred shares	\$ 5,224,783

\* Includes net change in unrealized appreciation (depreciation) on foreign currency of \$455.

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

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Financial Highlights

Selected data for a common share outstanding during the periods stated

	Year Ended May 31,				
	2015	2014	2013	2012	2011
Net asset value Beginning of year (Common shares)	\$ 16.080	\$ 16.300	\$ 15.510	\$ 15.900	\$ 14.880
<b>Income (Loss) From Operations</b>					
Net investment income <sup>(1)</sup>	\$ 0.882	\$ 0.889	\$ 1.058	\$ 1.034	\$ 0.991
Net realized and unrealized gain (loss)	(0.431)	(0.145)	0.707	(0.368)	1.082
Distributions to APS shareholders					
From net investment income <sup>(1)</sup>			(0.024)	(0.032)	(0.033)
Discount on redemption and repurchase of APS <sup>(1)</sup>			0.036		
<b>Total income from operations</b>	<b>\$ 0.451</b>	<b>\$ 0.744</b>	<b>\$ 1.777</b>	<b>\$ 0.634</b>	<b>\$ 2.040</b>
<b>Less Distributions to Common Shareholders</b>					
From net investment income	\$ (0.891)	\$ (0.966)	\$ (1.041)	\$ (1.024)	\$ (1.020)
<b>Total distributions to common shareholders</b>	<b>\$ (0.891)</b>	<b>\$ (0.966)</b>	<b>\$ (1.041)</b>	<b>\$ (1.024)</b>	<b>\$ (1.020)</b>
<b>Premium from common shares sold through shelf offering (see Note 6)<sup>(1)</sup></b>	<b>\$</b>	<b>\$ 0.002</b>	<b>\$ 0.054</b>	<b>\$</b>	<b>\$</b>
Net asset value End of year (Common shares)	\$ 15.640	\$ 16.080	\$ 16.300	\$ 15.510	\$ 15.900
Market value End of year (Common shares)	\$ 14.360	\$ 15.180	\$ 16.680	\$ 15.790	\$ 16.390
<b>Total Investment Return on Net Asset Value<sup>(2)</sup></b>	<b>3.43%</b>	<b>4.87%</b>	<b>12.15%</b>	<b>4.43%</b>	<b>14.13%</b>
<b>Total Investment Return on Market Value<sup>(2)</sup></b>	<b>0.59%</b>	<b>(3.19)%</b>	<b>12.66%</b>	<b>3.13%</b>	<b>21.99%</b>

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Financial Highlights continued

Selected data for a common share outstanding during the periods stated

Ratios/Supplemental Data	Year Ended May 31,				
	2015	2014	2013	2012	2011
Net assets applicable to common shares, end of year (000 s omitted)	\$ 623,439	\$ 641,079	\$ 646,842	\$ 582,011	\$ 595,890
Ratios (as a percentage of average daily net assets applicable to common shares):					
Expenses excluding interest and fees <sup>(3)</sup>	1.37%	1.36%	1.38% <sup>(4)</sup>	1.28% <sup>(4)</sup>	1.22% <sup>(4)</sup>
Interest and fee expense <sup>(5)</sup>	0.80%	0.77%	0.66%	0.58%	0.65%
Total expenses	2.17%	2.13%	2.04% <sup>(4)</sup>	1.86% <sup>(4)</sup>	1.87% <sup>(4)</sup>
Net investment income	5.60%	5.50%	6.61% <sup>(4)</sup>	6.73% <sup>(4)</sup>	6.43% <sup>(4)</sup>
Portfolio Turnover	32%	35%	47%	38%	50%
Senior Securities:					
Total notes payable outstanding (in 000 s)	\$ 290,000	\$ 300,000	\$ 290,000	\$ 260,000	\$ 238,000
Asset coverage per \$1,000 of notes payable <sup>(6)</sup>	\$ 3,426	\$ 3,404	\$ 3,506	\$ 3,546	\$ 3,840
Total preferred shares outstanding <sup>(7)</sup>	800	800	800	3,200	3,200
Asset coverage per preferred share <sup>(7)(8)</sup>	\$ 268,497	\$ 268,705	\$ 274,822	\$ 67,796	\$ 71,848
Involuntary liquidation preference per preferred share <sup>(7)(9)</sup>	\$ 100,000	\$ 100,000	\$ 100,000	\$ 25,000	\$ 25,000
Approximate market value per preferred share <sup>(7)(9)</sup>	\$ 100,000	\$ 100,000	\$ 100,000	\$ 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. Distributions are assumed to be reinvested at prices obtained under the Trust's dividend reinvestment plan.

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

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

(5) Interest and fee expense relates to variable rate term preferred shares and the notes payable, primarily incurred to redeem the Trust's APS (see Note 9).

(6) 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.

(7) Preferred shares represent variable rate term preferred shares as of May 31, 2015, 2014 and 2013 and APS as of May 31, 2012 and 2011.

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(8) 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 268%, 269%, 275%, 271% and 287% at May 31, 2015, 2014, 2013, 2012 and 2011, respectively.

(9) Plus accumulated and unpaid dividends.

Ratios based on net assets applicable to common shares plus preferred shares (variable rate term preferred shares and APS, as applicable) and borrowings are presented below. Ratios do not reflect the effect of dividend payments to APS shareholders and exclude the effect of custody fee credits, if any.

	<b>Year Ended May 31,</b>				
	<b>2015</b>	<b>2014</b>	<b>2013</b>	<b>2012</b>	<b>2011</b>
Expenses excluding interest and fees	0.85%	0.85%	0.89%	0.81%	0.78%
Interest and fee expense	0.50%	0.49%	0.42%	0.37%	0.42%
Total expenses	1.35%	1.34%	1.31%	1.18%	1.20%
Net investment income	3.50%	3.46%	4.23%	4.28%	4.14%

APS Auction Preferred Shares

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Notes to Financial Statements

##### 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 (U.S. GAAP). The Trust is an investment company and follows accounting and reporting guidance in the Financial Accounting Standards Board (FASB) Accounting Standards Codification Topic 946.

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

**Senior Floating-Rate Loans.** 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.** 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, interest rates, anticipated prepayments, 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.** Equity securities 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 uses 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.

**Derivatives.** 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



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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.** 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.

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

**Fair Valuation.** Investments for which valuations or market quotations are not readily available or are deemed unreliable are valued at fair value using methods determined in good faith by or at the direction of the Trustees of the Trust in a manner that fairly reflects the security's value, or the amount that

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Notes to Financial Statements continued

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

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

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

**D Federal Taxes** The 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.

As of May 31, 2015, 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 loan 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 U.S. GAAP 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 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

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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. 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 When-Issued Securities and Delayed Delivery Transactions** The Trust may purchase or sell securities on a delayed delivery or when-issued basis. Payment and delivery may take place after the customary settlement period for that security. At the time the transaction is negotiated, the price of the security that will be delivered is fixed. The Trust maintains security positions for these commitments such that sufficient liquid assets will be available to make payments upon settlement. Securities purchased on a delayed delivery or when-issued basis are marked-to-market daily and begin earning interest on settlement date. Losses may arise due to changes in the market value of the underlying securities or if the counterparty does not perform under the contract.

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Notes to Financial Statements continued

**L 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 unrestricted cash on hand at its custodian and does not include any short-term investments.

#### 2 Variable Rate Term Preferred Shares

On December 18, 2012, the Trust issued 800 shares of Series C-1 Variable Rate Term Preferred Shares (VRTP Shares) in a private offering to a commercial paper conduit sponsored by a large financial institution (the Conduit), all of which are outstanding at May 31, 2015. The Trust used the net proceeds from the issuance to enter into a series of transactions which resulted in a redemption and/or repurchase of its Auction Preferred Shares.

The VRTP Shares are a form of preferred shares that represent stock of the Trust. The VRTP Shares have a par value of \$0.01 per share, a liquidation preference of \$100,000 per share, and a current mandatory redemption date of July 8, 2016, unless extended. The original mandatory redemption date of December 18, 2015 was extended on May 20, 2015 upon consent of the holders of the VRTP Shares and approval of the Trust's Board of Trustees. Dividends on the VRTP Shares are determined each day based on a spread of 1.45% to the Conduit's current cost of funding. Such spread to the cost of funding is determined based on the current credit rating of the VRTP Shares.

The VRTP Shares are redeemable at the option of the Trust at a redemption price equal to \$100,000 per share, plus accumulated and unpaid dividends, on any business day and solely for the purpose of reducing the leverage of the Trust. The VRTP Shares are also subject to mandatory redemption at a redemption price equal to \$100,000 per share, plus accumulated and unpaid dividends, if the Trust is in default for an extended period on its asset maintenance or leverage ratio requirements with respect to the VRTP Shares. The holders of the VRTP Shares, voting as a class, are entitled to elect two Trustees of the Trust. If the dividends on the VRTP Shares remain unpaid in an amount equal to two full years' dividends, the holders of the VRTP Shares as a class have the right to elect a majority of the Board of Trustees.

For financial reporting purposes, the liquidation value of the VRTP Shares is presented as a liability on the Statement of Assets and Liabilities and unpaid dividends are included in interest expense and fees payable. Dividends accrued on VRTP Shares are treated as interest payments for financial reporting purposes and are included in interest expense and fees on the Statement of Operations. Costs incurred by the Trust in connection with its offering of VRTP Shares were capitalized as deferred offering costs and are being amortized over a period of three years to the original mandatory redemption date of December 18, 2015. In connection with the issuance of VRTP Shares, the Trust paid an upfront fee to the Conduit of \$400,000 that prior to the extension of the mandatory redemption date, was being amortized to interest expense and fees over a period of three years. In connection with the subsequent extension of the mandatory redemption date, the Trust paid an additional upfront fee of \$74,074 which, together with the unamortized portion of the initial upfront fee, are being amortized over the remaining term of the VRTP Shares to July 8, 2016. The unamortized amounts as of May 31, 2015 are presented as prepaid upfront fees on VRTP shares on the Statement of Assets and Liabilities. The carrying amount of the VRTP Shares at May 31, 2015 represents its liquidation value, which approximates fair value. If measured at fair value, the VRTP Shares would have been considered as Level 2 in the fair value hierarchy (see Note 12) at May 31, 2015.

The average liquidation preference of the VRTP Shares during the year ended May 31, 2015 was \$80,000,000.

#### 3 Distributions to Shareholders and Income Tax Information

The Trust intends to make monthly distributions of net investment income to common shareholders, after payment of any dividends on any outstanding VRTP Shares. 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). Distributions to common shareholders are recorded on the ex-dividend date. Dividends to VRTP shareholders are accrued daily and payable monthly. The dividend rate on the VRTP Shares at May 31, 2015 was 1.66%. The amount of dividends accrued and the average dividend rate of the VRTP Shares during the year ended May 31, 2015 were \$1,344,571 and 1.68%, respectively.

Distributions to shareholders are determined in accordance with income tax regulations, which may differ from U.S. GAAP. As required by U.S. GAAP, only distributions in excess of tax basis earnings and profits are 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

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ordinary income.

The tax character of distributions declared, including distributions on VRTP Shares that are treated as interest payments for financial reporting purposes, for the years ended May 31, 2015 and May 31, 2014 was as follows:

	Year Ended May 31,	
	2015	2014
<b>Distributions declared from:</b>		
Ordinary income	\$ 36,863,119	\$ 39,826,851

## Eaton Vance

## Floating-Rate Income Trust

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## Notes to Financial Statements continued

During the year ended May 31, 2015, accumulated net realized loss was increased by \$6,351,111, accumulated undistributed net investment income was increased by \$1,071,663 and paid-in capital was increased by \$5,279,448 due to differences between book and tax accounting, primarily for foreign currency gain (loss), tax straddle transactions, premium amortization, accretion of market discount, defaulted bond interest, investments in partnerships and the treatment of VRTP Shares as equity for tax purposes. These reclassifications had no effect on the net assets or net asset value per share of the Trust.

As of May 31, 2015, the components of distributable earnings (accumulated losses) and unrealized appreciation (depreciation) on a tax basis were as follows:

Undistributed ordinary income	\$ 687,522
Capital loss carryforwards and deferred capital losses	\$ (109,344,997)
Net unrealized depreciation	\$ (18,019,802)

The differences between components of distributable earnings (accumulated losses) on a tax basis and the amounts reflected in the Statement of Assets and Liabilities are primarily due to wash sales, investments in partnerships, premium amortization and accretion of market discount.

At May 31, 2015, the Trust, for federal income tax purposes, had capital loss carryforwards of \$107,490,819 and deferred capital losses of \$1,854,178 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 carryforwards will expire on May 31, 2017 (\$49,801,677), May 31, 2018 (\$40,967,167) and May 31, 2019 (\$16,721,975) and their character is short-term. Under tax regulations, capital losses incurred in taxable years beginning after December 2010 are considered deferred capital losses and are treated as arising on the first day of the Fund's next taxable year, retaining the same short-term or long-term character as when originally deferred. Deferred capital losses are required to be used prior to capital loss carryforwards, which carry an expiration date. As a result of this ordering rule, capital loss carryforwards may be more likely to expire unused. Of the deferred capital losses at May 31, 2015, \$1,854,178 are long-term.

The cost and unrealized appreciation (depreciation) of investments of the Trust at May 31, 2015, as determined on a federal income tax basis, were as follows:

<b>Aggregate cost</b>	<b>\$ 1,009,212,156</b>
Gross unrealized appreciation	\$ 9,931,397
Gross unrealized depreciation	(27,576,533)
<b>Net unrealized depreciation</b>	<b>\$ (17,645,136)</b>

#### 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. For the year ended May 31, 2015, the Trust's investment adviser fee amounted to \$7,544,601. The Trust invests its cash in Cash Reserves Fund. EVM does not currently receive a fee for advisory services provided to Cash Reserves Fund. EVM also serves as administrator of the Trust, but receives no compensation.

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 year ended May 31, 2015, no significant amounts have been deferred. Certain officers and Trustees of the Trust are officers of EVM.

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### 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 \$327,669,075 and \$322,166,136, respectively, for the year ended May 31, 2015.

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Notes to Financial Statements continued

## 6 Common Shares of Beneficial Interest and Shelf Offering

The Trust may issue common shares pursuant to its dividend reinvestment plan. There were no common shares issued by the Trust for the year ended May 31, 2015. Common shares issued by the Trust pursuant to its dividend reinvestment plan for the year ended May 31, 2014 were 27,348.

On November 11, 2013 the Board of Trustees of the Trust authorized the repurchase by the Trust of up to 10% of its then currently outstanding common shares in open-market transactions at a discount to net asset value. The repurchase program does not obligate the Trust to purchase a specific amount of shares. There were no repurchases of common shares by the Trust for the years ended May 31, 2015 and May 31, 2014.

Pursuant to a registration statement filed with and declared effective on January 17, 2013 by the SEC, the Trust is authorized to issue up to an additional 3,755,456 common shares through an equity shelf offering program (the shelf offering). Under the shelf offering, the Trust, subject to market conditions, may raise additional capital from time to time and in varying amounts and offering methods at a net price at or above the Trust's net asset value per common share.

During the year ended May 31, 2015, there were no shares sold by the Trust pursuant to its shelf offering. During the year ended May 31, 2014, the Trust sold 162,985 common shares and received proceeds (net of offering costs) of \$2,694,229 through its shelf offering. The net proceeds in excess of the net asset value of the shares sold were \$63,917.

## 7 Restricted Securities

At May 31, 2015, the Trust owned the following securities (representing less than 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 under a variety of circumstances) with respect to these securities. The value of these securities is determined based on valuations provided by brokers when available, or if not available, they are valued at fair value using methods determined in good faith by or at the direction of the Trustees.

Description	Date of			
	Acquisition	Shares	Cost	Value
<b>Common Stocks</b>				
Panolam Holdings Co.	12/30/09	280	\$ 153,860	\$ 245,885
<b>Total Restricted Securities</b>			<b>\$ 153,860</b>	<b>\$ 245,885</b>

## 8 Financial Instruments

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 May 31, 2015 is as follows:



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Forward Foreign Currency Exchange Contracts

Settlement Date	Deliver	In Exchange For	Counterparty	Unrealized Appreciation	Unrealized (Depreciation)	Net Unrealized Appreciation (Depreciation)
6/30/15	British Pound Sterling 6,120,151	United States Dollar 9,096,992	Goldman Sachs International	\$	\$ (255,098)	\$ (255,098)
6/30/15	Euro 2,098,784	United States Dollar 2,289,805	HSBC Bank USA, N.A.		(16,130)	(16,130)
7/31/15	British Pound Sterling 2,865,513	United States Dollar 4,390,009	HSBC Bank USA, N.A.	12,216		12,216

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

Notes to Financial Statements continued

## Forward Foreign Currency Exchange Contracts (continued)

Settlement Date	Deliver	In Exchange For	Counterparty	Unrealized Appreciation	Unrealized (Depreciation)	Net Unrealized Appreciation (Depreciation)
7/31/15	Euro 7,407,631	United States Dollar 8,140,868	Goldman Sachs International	\$	\$ (1,542)	\$ (1,542)
8/28/15	British Pound Sterling 1,875,065	United States Dollar 2,872,693	JPMorgan Chase Bank, N.A.	8,666		8,666
8/31/15	Canadian Dollar 4,571,506	United States Dollar 3,661,833	State Street Bank and Trust Company		(9,168)	(9,168)
8/31/15	Euro 8,615,947	United States Dollar 9,391,038	Goldman Sachs International		(83,897)	(83,897)
				<b>\$ 20,882</b>	<b>\$ (365,835)</b>	<b>\$ (344,953)</b>

At May 31, 2015, the Trust had sufficient cash and/or securities to cover commitments under these contracts.

The Trust is subject to foreign exchange risk in the normal course of pursuing its investment objective. 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 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 May 31, 2015, the fair value of derivatives with credit-related contingent features in a net liability position was \$365,835. At May 31, 2015, there were no assets pledged by the Trust for such liability.

The over-the-counter (OTC) derivatives in which the Trust invests are subject to the risk that the counterparty to the contract fails to perform its obligations under the contract. To mitigate this risk, the Trust has entered into an International Swaps and Derivatives Association, Inc. Master Agreement (ISDA Master Agreement) or similar agreement with substantially all its derivative counterparties. An ISDA Master Agreement is a bilateral agreement between the Trust and a counterparty that governs certain OTC derivatives and typically contains, among other things, set-off provisions in the event of a default and/or termination event as defined under the relevant ISDA Master Agreement. Under an ISDA Master Agreement, the Trust may, under certain circumstances, offset with the counterparty certain derivative financial instruments payables and/or receivables with collateral held and/or posted and create one single net payment. The provisions of the ISDA Master Agreement typically permit a single net payment in the event of default including the bankruptcy or insolvency of the counterparty. However, bankruptcy or insolvency laws of a particular jurisdiction may impose restrictions on or prohibitions against the right of offset in bankruptcy or insolvency. Certain ISDA Master Agreements allow counterparties to OTC derivatives to terminate derivative contracts prior to maturity in the event the Trust's net assets decline by a stated percentage or the Trust fails to meet the terms of its ISDA Master Agreements, which would cause the counterparty to accelerate payment by the Trust of any net liability owed to it.

The collateral requirements for derivatives traded under an ISDA Master Agreement are governed by a Credit Support Annex to the ISDA Master Agreement. Collateral requirements are determined at the close of business each day and are typically based on changes in market values for each transaction under an ISDA Master Agreement and netted into one amount for such agreement. Generally, the amount of collateral due from or to a counterparty is subject to a minimum transfer threshold amount before a transfer is required, which may vary by counterparty. Collateral pledged for the benefit of the Trust and/or counterparty is held in segregated accounts by the Trust's custodian and cannot be sold, re-pledged, assigned or otherwise used while pledged. The portion of such collateral representing cash, if any, is reflected as restricted cash and, in the case of cash pledged by a counterparty for the benefit of the Trust, a corresponding liability on the Statement of Assets and Liabilities. Securities pledged by the Trust as collateral, if any, are identified as such in the Portfolio of Investments.



## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Notes to Financial Statements continued

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 May 31, 2015 was as follows:

Derivative	Fair Value	
	Asset Derivative	Liability Derivative
Forward foreign currency exchange contracts	\$ 20,882 <sup>(1)</sup>	\$ (365,835) <sup>(2)</sup>

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

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

The Trust's derivative assets and liabilities at fair value by type, which are reported gross in the Statement of Assets and Liabilities, are presented in the table above. The following tables present the Trust's derivative assets and liabilities by counterparty, net of amounts available for offset under a master netting agreement and net of the related collateral received by the Trust for assets and pledged by the Trust for liabilities as of May 31, 2015.

Counterparty	Derivative Assets Subject to Master Netting Agreement	Derivatives Available for Offset	Non-cash Collateral Received <sup>(a)</sup>	Cash Collateral Received <sup>(a)</sup>	Net Amount of Derivative Assets <sup>(b)</sup>
HSBC Bank USA, N.A.	\$ 12,216	\$ (12,216)	\$	\$	\$
JPMorgan Chase Bank, N.A.	8,666				8,666
	\$ 20,882	\$ (12,216)	\$	\$	\$ 8,666

Counterparty	Derivative Liabilities Subject to Master Netting Agreement	Derivatives Available for Offset	Non-cash Collateral Pledged <sup>(a)</sup>	Cash Collateral Pledged <sup>(a)</sup>	Net Amount of Derivative Liabilities <sup>(c)</sup>
Goldman Sachs International	\$ (340,537)	\$	\$	\$	\$ (340,537)
HSBC Bank USA, N.A.	(16,130)	12,216			(3,914)
State Street Bank and Trust Company	(9,168)				(9,168)
	\$ (365,835)	\$ 12,216	\$	\$	\$ (353,619)

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

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

(c) Net amount represents the net amount payable to the counterparty in the event of default.

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 year ended May 31, 2015 was as follows:

<b>Derivative</b>	<b>Realized Gain (Loss) on Derivatives Recognized in Income</b>	<b>Change in Unrealized Appreciation (Depreciation) on Derivatives Recognized in Income</b>
Forward foreign currency exchange contracts	\$ 8,944,782 <sup>(1)</sup>	\$ (418,746) <sup>(2)</sup>

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

(2) 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 year ended May 31, 2015, which is indicative of the volume of this derivative type, was approximately \$50,101,000.

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Notes to Financial Statements continued

#### 9 Revolving Credit and Security Agreement

The Trust has entered into a Revolving Credit and Security Agreement, as amended (the Agreement) with conduit lenders and a bank to borrow up to \$310 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 15, 2016, the Trust also pays a program fee of 0.67% (0.80% prior to March 17, 2015) per annum on its outstanding borrowings to administer the facility and a liquidity fee of 0.15% (0.25% if the outstanding loan amount is less than or equal to 50% of the total facility size) per annum on the borrowing limit under the Agreement. Program and liquidity fees for the year ended May 31, 2015 totaled \$2,811,664 and are included in interest expense and fees on the Statement of Operations. The Trust also paid a renewal fee of \$310,000, which is being amortized to interest expense over a period of one year through March 2016. The unamortized balance at May 31, 2015 is approximately \$246,000 and is included in prepaid upfront fees on notes payable in the Statement of Assets and Liabilities. The Trust is required to maintain certain net asset levels during the term of the Agreement. At May 31, 2015, the Trust had borrowings outstanding under the Agreement of \$290,000,000 at an interest rate of 0.28%. Based on the short-term nature of the borrowings under the Agreement and the variable interest rate, the carrying amount of the borrowings at May 31, 2015 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 12) at May 31, 2015. For the year ended May 31, 2015, the average borrowings under the Agreement and the average interest rate (excluding fees) were \$298,410,959 and 0.22%, respectively.

#### 10 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 (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.

#### 11 Credit Risk

The Trust invests primarily in below investment grade floating-rate loans, 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.

#### 12 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

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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.

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Notes to Financial Statements continued

At May 31, 2015, 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	\$	\$ 869,616,382	\$ 6,072,032	\$ 875,688,414
Corporate Bonds & Notes		63,453,777	46,000	63,499,777
Asset-Backed Securities		28,322,869		28,322,869
Common Stocks	595,958		3,983,001	4,578,959
Convertible Preferred Stocks		260,828		260,828
Closed-End Funds	13,227,722			13,227,722
Miscellaneous		1,513	1,664	3,177
Short-Term Investments		5,985,274		5,985,274
<b>Total Investments</b>	<b>\$ 13,823,680</b>	<b>\$ 967,640,643</b>	<b>\$ 10,102,697</b>	<b>\$ 991,567,020</b>
Forward Foreign Currency Exchange Contracts	\$	\$ 20,882	\$	\$ 20,882
<b>Total</b>	<b>\$ 13,823,680</b>	<b>\$ 967,661,525</b>	<b>\$ 10,102,697</b>	<b>\$ 991,587,902</b>
<b>Liability Description</b>				
Forward Foreign Currency Exchange Contracts	\$	\$ (365,835)	\$	\$ (365,835)
<b>Total</b>	<b>\$</b>	<b>\$ (365,835)</b>	<b>\$</b>	<b>\$ (365,835)</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 year ended May 31, 2015 is not presented.

At May 31, 2015, there were no investments transferred between Level 1 and Level 2 during the year then ended.

## 13 Legal Proceedings

In May 2015, the Trust was served with an amended complaint filed in an adversary proceeding in the United States Bankruptcy Court for the Southern District of New York. The adversary proceeding was filed by the Motors Liquidation Company Avoidance Action Trust ( "AAT" ) against the former holders of a \$1.5 billion term loan issued by General Motors Corp. ( "GM" ) in 2006 (the "Term Loan Lenders" ) who received a full repayment of the term loan pursuant to a court order in the GM bankruptcy proceeding. The court order was made with the understanding that the term loan was fully secured at the time of GM's bankruptcy filing in June 2009. The AAT is seeking (1) a determination from the Bankruptcy Court that the security interest held by the Term Loan Lenders was not perfected at the time GM filed for Chapter 11 Bankruptcy protection and thus the Term Loan Lenders should have been treated in the same manner as GM's unsecured creditors, (2) disgorgement of any interest payments made to the Term Loan Lenders within ninety days of GM's filing for Chapter 11 Bankruptcy protection, and (3) disgorgement of the \$1.5 billion term loan repayment that was made to the Term Loan Lenders. The value of the payment received under the term loan agreement by the Trust is approximately \$4,033,000 (equal to 0.65% of net assets applicable to common shares at May 31, 2015). The Trust cannot predict the outcome of these proceedings or the effect, if any, on the Trust's net asset value. The attorneys' fees and costs related to these actions will be expensed by the Trust as incurred.





Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

### Report of Independent Registered Public Accounting Firm

To the Trustees and Shareholders of Eaton Vance Floating-Rate Income Trust:

We have audited the accompanying statement of assets and liabilities of Eaton Vance Floating-Rate Income Trust (the "Trust"), including the portfolio of investments, as of May 31, 2015, and the related statements of operations and cash flows for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended. These financial statements and financial highlights are the responsibility of the Trust's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. The Trust is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Our procedures included confirmation of securities and senior loans owned as of May 31, 2015, by correspondence with the custodian, brokers, and selling or agent banks; where replies were not received from brokers and selling or agent banks, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of Eaton Vance Floating-Rate Income Trust as of May 31, 2015, the results of its operations and its cash flows for the year then ended, the changes in its net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended, in conformity with accounting principles generally accepted in the United States of America.

DELOITTE & TOUCHE LLP

Boston, Massachusetts

July 17, 2015

Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

### Federal Tax Information (Unaudited)

The Form 1099-DIV you receive in February 2016 will show the tax status of all distributions paid to your account in calendar year 2015. Shareholders are advised to consult their own tax adviser with respect to the tax consequences of their investment in the Trust. As required by the Internal Revenue Code and/or regulations, shareholders must be notified regarding the status of qualified dividend income for individuals and the dividends received deduction for corporations.

**Qualified Dividend Income.** For the fiscal year ended May 31, 2015, the Trust designates approximately \$549,265, or up to the maximum amount of such dividends allowable pursuant to the Internal Revenue Code, as qualified dividend income eligible for the reduced tax rate of 15%.

**Dividends Received Deduction.** Corporate shareholders are generally entitled to take the dividends received deduction on the portion of the Trust's dividend distribution that qualifies under tax law. For the Trust's fiscal 2015 ordinary income dividends, 0.62% qualifies for the corporate dividends received deduction.

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Annual Meeting of Shareholders (Unaudited)

The Fund held its Annual Meeting of Shareholders on March 26, 2015. The following action was taken by the shareholders:

Item 1: The election of George J. Gorman, William H. Park, Ronald A. Pearlman and Harriett Tee Taggart as Class II Trustees of the Fund for a three-year term expiring in 2018.

#### Nominee for Trustee

#### Number of Shares

##### Elected by All Shareholders

	<b>For</b>	<b>Withheld</b>
George J. Gorman	33,283,711	1,144,335
William H. Park	33,233,348	1,194,698
Ronald A. Pearlman	33,083,830	1,344,216
Harriett Tee Taggart	33,222,684	1,205,362

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Dividend Reinvestment Plan

The Trust offers a dividend reinvestment plan (the Plan) pursuant to which shareholders may elect to have dividends and capital gains distributions reinvested in common shares (the Shares) of the Trust. You may elect to participate in the Plan by completing the Dividend Reinvestment Plan Application Form. If you do not participate, you will receive all distributions in cash paid by check mailed directly to you by American Stock Transfer & Trust Company, LLC (AST) as a dividend paying agent. On the distribution payment date, if the net asset value per Share is equal to or less than the market price per Share plus estimated brokerage commissions, then new Shares will be issued. The number of Shares shall be determined by the greater of the net asset value per Share or 95% of the market price. Otherwise, Shares generally will be purchased on the open market by AST, the Plan agent (Agent). Distributions subject to income tax (if any) are taxable whether or not Shares are reinvested.

If your Shares are in the name of a brokerage firm, bank, or other nominee, you can ask the firm or nominee to participate in the Plan on your behalf. If the nominee does not offer the Plan, you will need to request that your Shares be re-registered in your name with the Trust's transfer agent, American Stock Transfer & Trust Company, LLC or you will not be able to participate.

The Plan Agent's service fee for handling distributions will be paid by the Trust. Each participant will be charged their pro rata share of brokerage commissions on all open-market purchases.

Plan participants may withdraw from the Plan at any time by writing to the Agent at the address noted on the following page. If you withdraw, you will receive Shares in your name for all Shares credited to your account under the Plan. If a participant elects by written notice to the Agent to have the Agent sell part or all of his or her Shares and remit the proceeds, the Agent is authorized to deduct a \$5.00 fee plus brokerage commissions from the proceeds.

If you wish to participate in the Plan and your Shares are held in your own name, you may complete the form on the following page and deliver it to the Plan Agent. Any inquiries regarding the Plan can be directed to the Plan Agent at 1-866-439-6787.

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Application for Participation in Dividend Reinvestment Plan

This form is for shareholders who hold their common shares in their own names. If your common shares are held in the name of a brokerage firm, bank, or other nominee, you should contact your nominee to see if it will participate in the Plan on your behalf. If you wish to participate in the Plan, but your brokerage firm, bank, or nominee is unable to participate on your behalf, you should request that your common shares be re-registered in your own name which will enable your participation in the Plan.

The following authorization and appointment is given with the understanding that I may terminate it at any time by terminating my participation in the Plan as provided in the terms and conditions of the Plan.

Please print exact name on account:

Shareholder signature

Date

Shareholder signature

Date

Please sign exactly as your common shares are registered. All persons whose names appear on the share certificate must sign.

**YOU SHOULD NOT RETURN THIS FORM IF YOU WISH TO RECEIVE YOUR DISTRIBUTIONS IN CASH. THIS IS NOT A PROXY.**

*This authorization form, when signed, should be mailed to the following address:*

Eaton Vance Floating-Rate Income Trust

c/o American Stock Transfer & Trust Company, LLC

P.O. Box 922

Wall Street Station

New York, NY 10269-0560

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### **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 diversified, closed-end management investment company and has no employees.

### **Number of Shareholders**

As of May 31, 2015, Trust records indicate that there are 10 registered shareholders and approximately 22,316 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

### Floating-Rate Income Trust

May 31, 2015

#### Board of Trustees Contract Approval

##### Overview of the Contract Review Process

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

At a meeting of the Boards of Trustees (each a "Board") of the registered investment companies advised, administered and/or distributed by Eaton Vance Management or its affiliates (the "Eaton Vance Funds") held on April 27, 2015, the Board, including a majority of the Independent Trustees, voted to approve continuation of existing investment advisory and sub-advisory agreements for the Eaton Vance Funds for an additional one-year period. In voting its approval, the Board relied upon the affirmative recommendation of its Contract Review Committee, which is a committee comprised exclusively of Independent Trustees. Prior to making its recommendation, the Contract Review Committee reviewed information furnished by each adviser to the Eaton Vance Funds (including information specifically requested by the Board) for a series of meetings of the Contract Review Committee held between February and April 2015. The Contract Review Committee also considered information received at prior meetings of the Board and its committees, as relevant to its annual evaluation of the investment advisory and sub-advisory agreements.

The information that the Board considered included, among other things, the following:

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

A report from an independent data provider comparing the advisory and related fees paid by each fund with fees paid by comparable funds as identified by the data provider (comparable funds);

A report from an independent data provider comparing each fund's total expense ratio and its components to comparable funds;

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

Data regarding investment performance in comparison to benchmark indices and customized peer groups identified by the adviser in consultation with the Board;

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

Profitability analyses for each adviser with respect to each fund;

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



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Descriptions of the investment management services provided to each fund, including the investment strategies and processes it employs;

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

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

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

Data relating to portfolio turnover rates of each fund;  
*Information about each Adviser*

Reports detailing the financial results and condition of each adviser;

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

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

Policies and procedures relating to proxy voting and the handling of corporate actions and class actions;

Information concerning the resources devoted to compliance efforts undertaken by each adviser and its affiliates (including descriptions of various compliance programs) and their record of compliance;

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

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

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

Board of Trustees Contract Approval continued

#### *Other Relevant Information*

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

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

The terms of each investment advisory agreement.

Over the course of the twelve-month period ended April 30, 2015, with respect to one or more funds, the Board met nine times and the Contract Review Committee, the Audit Committee, the Governance Committee, the Portfolio Management Committee and the Compliance Reports and Regulatory Matters Committee, each of which is a Committee comprised solely of Independent Trustees, met eight, seventeen, seven, eleven and thirteen times, respectively. At such meetings, the Trustees participated in investment and performance reviews with the portfolio managers and other investment professionals of each adviser relating to each fund, and considered the investment and trading strategies used in pursuing each fund's investment objective, including, where relevant, the use of derivative instruments, as well as processes for monitoring best execution of portfolio transactions and risk management techniques. The Board and its Committees also evaluated issues pertaining to industry and regulatory developments, compliance procedures, fund governance and other issues with respect to the funds, and received and participated in reports and presentations provided by Eaton Vance Management and other fund advisers with respect to such matters. In addition to the formal meetings of the Board and its Committees, the Independent Trustees hold regular teleconferences in between meetings to discuss, among other topics, matters relating to the continuation of investment advisory and sub-advisory agreements.

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

The Contract Review Committee was assisted throughout the contract review process by Goodwin Procter LLP, legal counsel for the Independent Trustees. The members of the Contract Review Committee relied upon the advice of such counsel and their own business judgment in determining the material factors to be considered in evaluating each investment advisory and sub-advisory agreement and the weight to be given to each such factor. The conclusions reached with respect to each investment advisory and sub-advisory agreement were based on a comprehensive evaluation of all the information provided and not any single factor. Moreover, each member of the Contract Review Committee may have placed varying emphasis on particular factors in reaching conclusions with respect to each investment advisory and sub-advisory agreement. In evaluating each investment advisory and sub-advisory agreement, including the specific fee structures and other terms of the agreements, the Contract Review Committee was informed by multiple years of analysis and discussion among the Independent Trustees and the Eaton Vance Funds' advisers and sub-advisers.

#### *Results of the Process*

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

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### Nature, Extent and Quality of Services

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

The Board considered the Adviser's management capabilities and investment process with respect to the types of investments held by the Fund, including the education, experience and number of its investment professionals and other personnel who provide portfolio management, investment research, and similar services to the Fund. In particular, the Board considered the abilities and experience of such investment personnel in analyzing factors such as the special considerations relevant to investing in senior floating rate loans. The Board considered the Adviser's large group of bank loan investment professionals and other personnel who provide services to the Fund, including portfolio managers and analysts. The Board also took into account the resources dedicated to portfolio management and other services, as well as the compensation methods of the Adviser and other factors, such as the reputation and resources of the Adviser to recruit and retain investment personnel. In addition, the Board considered the time and attention devoted to the Fund by senior management, as well as the infrastructure, operational capabilities and support staff in place to assist in the management of the Fund, including the provision of administrative services.

The Board considered the compliance programs of the Adviser and relevant affiliates thereof. Among other matters, the Board considered compliance and reporting matters relating to personal trading by investment personnel, selective disclosure of portfolio holdings, late trading, frequent trading, portfolio

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Board of Trustees Contract Approval continued

valuation, business continuity and the allocation of investment opportunities. The Board also considered the responses of the Adviser and its affiliates to requests in recent years from regulatory authorities such as the Securities and Exchange Commission and the Financial Industry Regulatory Authority.

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

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

#### Fund Performance

The Board compared the Fund's investment performance to that of comparable funds and appropriate benchmark indices, as well as a customized peer group of similarly managed funds. The Board's review included comparative performance data for the one-, three-, five- and ten-year periods ended September 30, 2014 for the Fund. On the basis of the foregoing and other relevant information provided by the Adviser in response to inquiries from the Contract Review Committee, the Board concluded that the performance of the Fund was satisfactory.

#### Management Fees and Expenses

The Board considered contractual fee rates payable by the Fund for advisory and administrative services (referred to collectively as management fees). As part of its review, the Board considered the Fund's management fees and total expense ratio for the year ended September 30, 2014, as compared to those of comparable funds, before and after giving effect to any undertaking to waive fees or reimburse expenses. The Board also considered factors that had an impact on Fund expense ratios, as identified by management in response to inquiries from the Contract Review Committee, as well as actions taken by management in recent years to reduce expenses at the fund complex level.

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

#### Profitability

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

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

#### Economies of Scale

In reviewing management fees and profitability, the Board also considered the extent to which the Adviser and its affiliates, on the one hand, and the Fund, on the other hand, can expect to realize benefits from economies of scale as the assets of the Fund increase. The Board acknowledged the difficulty in accurately measuring the benefits resulting from the economies of scale with respect to the management of any specific fund or group of funds. The Board reviewed data summarizing the increases and decreases in the assets of the Fund and of all Eaton Vance Funds as a group over various time periods, and evaluated the extent to which the total expense ratio of the Fund and the profitability of the Adviser and its affiliates may have been affected by such increases or decreases. Based upon

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the foregoing, the Board concluded that the Fund currently shares in the benefits from economies of scale. The Board also considered the fact that the Fund is not continuously offered and that the Fund's assets are not expected to increase materially in the foreseeable future. The Board concluded that, in light of the level of the Adviser's profits with respect to the Fund, the implementation of breakpoints in the advisory fee schedule is not warranted at this time.

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Management and Organization

**Fund Management.** The Trustees of Eaton Vance Floating-Rate Income Trust (the Trust) are responsible for the overall management and supervision of the Trust's affairs. The Trustees and officers of the Trust are listed below. Except as indicated, each individual has held the office shown or other offices in the same company for the last five years. The Noninterested Trustees consist of those Trustees who are not interested persons of the Trust, as that term is defined under the 1940 Act. The business address of each Trustee and officer is Two International Place, Boston, Massachusetts 02110. As used below, EVC refers to Eaton Vance Corp., EV refers to Eaton Vance, Inc., EVM refers to Eaton Vance Management, BMR refers to Boston Management and Research and EVD refers to Eaton Vance Distributors, Inc. EVC and EV are the corporate parent and trustee, respectively, of EVM and BMR. EVD is the Trust's principal underwriter and a wholly-owned subsidiary of EVC. Each officer affiliated with Eaton Vance may hold a position with other Eaton Vance affiliates that is comparable to his or her position with EVM listed below. Each Trustee oversees 178 portfolios in the Eaton Vance Complex (including all master and feeder funds in a master feeder structure). Each officer serves as an officer of certain other Eaton Vance funds. Each Trustee serves for a three year term. Each officer serves until his or her successor is elected.

Name and Year of Birth	Position(s) with the Trust	Term Expiring; Trustee Since <sup>(1)</sup>	Principal Occupation(s) and Directorships
			During Past Five Years and Other Relevant Experience
<b>Interested Trustee</b>			
Thomas E. Faust Jr. 1958	Class I Trustee	Until 2017. Trustee since 2007.	Chairman, Chief Executive Officer and President of EVC, Director and President of EV, Chief Executive Officer and President of EVM and BMR, and Director of EVD. Trustee and/or officer of 178 registered investment companies. Mr. Faust is an interested person because of his positions with EVM, BMR, EVD, EVC and EV, which are affiliates of the Trust.  <b>Directorships in the Last Five Years.</b> <sup>(2)</sup> Director of EVC and Hexavest Inc.
<b>Noninterested Trustees</b>			
Scott E. Eston <sup>(A)</sup> 1956	Class I Trustee	Until 2017. Trustee since 2011.	Private investor. Formerly held various positions at Grantham, Mayo, Van Otterloo and Co., L.L.C. (investment management firm) (1997-2009), including Chief Operating Officer (2002-2009), Chief Financial Officer (1997-2009) and Chairman of the Executive Committee (2002-2008); President and Principal Executive Officer, GMO Trust (open-end registered investment company) (2006-2009). Former Partner, Coopers and Lybrand L.L.P. (now PricewaterhouseCoopers) (public accounting firm) (1987-1997).  <b>Directorships in the Last Five Years.</b> <sup>(2)</sup> None.
Cynthia E. Frost 1960	Class I Trustee	Until 2017. Trustee since 2014.	Private investor. Formerly, Chief Investment Officer of Brown University (university endowment) (2000-2012); Portfolio Strategist for Duke Management Company (university endowment manager) (1995-2000); Managing Director, Cambridge Associates (1989-1995); Consultant, Bain and Company (1987-1989); Senior Equity Analyst, BA Investment Management Company (1983-1985).  <b>Directorships in the Last Five Years.</b> None.

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George J. Gorman	Class II Trustee	Until 2018.	Principal at George J. Gorman LLC (consulting firm). Formerly, Senior Partner at Ernst & Young LLP (public accounting firm) (1974-2009).
1952		Trustee since 2014.	<b>Directorships in the Last Five Years.</b> Formerly, Trustee of the Bank of America Money Market Funds Series Trust (2011-2014) and of the Ashmore Funds (2010-2014).
Valerie A. Mosley	Class III Trustee	Until 2016.	Chairwoman and Chief Executive Officer of Valmo Ventures (a consulting and investment firm). Former Partner and Senior Vice President, Portfolio Manager and Investment Strategist at Wellington Management Company, LLP (investment management firm) (1992-2012). Former Chief Investment Officer, PG Corbin Asset Management (1990-1992). Formerly worked in institutional corporate bond sales at Kidder Peabody (1986-1990).
1960		Trustee since 2014.	<b>Directorships in the Last Five Years.</b> <sup>(2)</sup> Director of Dynex Capital, Inc. (mortgage REIT) (since 2013).

## Eaton Vance

## Floating-Rate Income Trust

May 31, 2015

## Management and Organization continued

Name and Year of Birth	Position(s) with the Trust	Term Expiring; Trustee Since <sup>(1)</sup>	Principal Occupation(s) and Directorships During Past Five Years and Other Relevant Experience
<b>Noninterested Trustees (continued)</b>			
William H. Park 1947	Class II Trustee	Until 2018. Trustee since 2003.	Private investor. Formerly, Consultant (2012-2014). Formerly, Chief Financial Officer, Aveon Group L.P. (investment management firm) (2010-2011). Formerly, Vice Chairman, Commercial Industrial Finance Corp. (specialty finance company) (2006-2010). Formerly, President and Chief Executive Officer, Prizm Capital Management, LLC (investment management firm) (2002-2005). Formerly, Executive Vice President and Chief Financial Officer, United Asset Management Corporation (investment management firm) (1982-2001). Formerly, Senior Manager, Price Waterhouse (now PricewaterhouseCoopers) (an independent registered public accounting firm) (1972-1981).  <b>Directorships in the Last Five Years.</b> <sup>(2)</sup> None.
Helen Frame Peters 1948	Class III Trustee	Until 2016. Trustee since 2008.	Professor of Finance, Carroll School of Management, Boston College. Formerly, Dean, Carroll School of Management, Boston College (2000-2002). Formerly, Chief Investment Officer, Fixed Income, Scudder Kemper Investments (investment management firm) (1998-1999). Formerly, Chief Investment Officer, Equity and Fixed Income, Colonial Management Associates (investment management firm) (1991-1998).  <b>Directorships in the Last Five Years.</b> <sup>(2)</sup> Formerly, Director of BJ's Wholesale Club, Inc. (wholesale club retailer) (2004-2011). Formerly, Trustee of SPDR Index Shares Funds and SPDR Series Trust (exchange traded funds) (2000-2009). Formerly, Director of Federal Home Loan Bank of Boston (a bank for banks) (2007-2009).
Susan J. Sutherland <sup>(3)</sup> 1957	Class II Trustee	Until 2018. Trustee since 2015.	Private investor. Formerly, Associate, Counsel and Partner at Skadden, Arps, Slate, Meagher & Flom LLP (law firm) (1982-2013).  <b>Directorships in the Last Five Years.</b> Director of Montpelier Re Holdings Ltd. (global provider of customized insurance and reinsurance products) (since 2013).
Harriett Tee Taggart 1948	Class II Trustee	Until 2018. Trustee since 2011.	Managing Director, Taggart Associates (a professional practice firm). Formerly, Partner and Senior Vice President, Wellington Management Company, LLP (investment management firm) (1983-2006).  <b>Directorships in the Last Five Years.</b> <sup>(2)</sup> Director of Albemarle Corporation (chemicals manufacturer) (since 2007) and The Hanover Group (specialty property and casualty insurance company) (since 2009). Formerly, Director of Lubrizol Corporation (specialty chemicals) (2007-2011).
Ralph F. Verni <sup>(A)</sup> 1943	Chairman of the Board and Class III Trustee	Until 2016.	Consultant and private investor. Formerly, Chief Investment Officer (1982-1992), Chief Financial Officer (1988-1990) and Director (1982-1992), New England Life. Formerly, Chairperson, New England Mutual Funds (1982-1992). Formerly,



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Trustee since 2005  
and Chairman  
since 2007.

President and Chief Executive Officer, State Street Management & Research (1992-2000). Formerly, Chairperson, State Street Research Mutual Funds (1992-2000). Formerly, Director, W.P. Carey, LLC (1998-2004) and First Pioneer Farm Credit Corp. (2002-2006).

**Directorships in the Last Five Years.**<sup>(2)</sup> None.

### Principal Officers who are not Trustees

Name and Year of Birth	Position(s) with the Trust	Officer Since <sup>(4)</sup>	Principal Occupation(s) During Past Five Years
Scott H. Page 1959	President	Since 1998	Vice President of EVM and BMR.
Maureen A. Gemma 1960	Vice President, Secretary and Chief Legal Officer	Since 2005	Vice President of EVM and BMR.
James F. Kirchner 1967	Treasurer	Since 2007	Vice President of EVM and BMR.
Paul M. O Neil 1953	Chief Compliance Officer	Since 2004	Vice President of EVM and BMR.

## Eaton Vance

### Floating-Rate Income Trust

May 31, 2015

#### Management and Organization continued

- (1) Year first appointed to serve as Trustee for a fund in the Eaton Vance family of funds. Each Trustee has served continuously since appointment unless indicated otherwise. Each Trustee holds office until the annual meeting for the year in which his or her term expires and until his or her successor is elected and qualified, subject to a prior death, resignation, retirement, disqualification or removal.
- (2) During their respective tenures, the Trustees (except for Mmes. Frost and Sutherland and Mr. Gorman) also served as Board members of one or more of the following funds (which operated in the years noted): eUnits™ 2 Year U.S. Market Participation Trust: Upside to Cap / Buffered Downside (launched in 2012 and terminated in 2014); eUnits™ 2 Year U.S. Market Participation Trust II: Upside to Cap / Buffered Downside (launched in 2012 and terminated in 2014); Eaton Vance Credit Opportunities Fund (launched in 2005 and terminated in 2010); Eaton Vance Insured Florida Plus Municipal Bond Fund (launched in 2002 and terminated in 2009); and Eaton Vance National Municipal Income Trust (launched in 1998 and terminated in 2009). However, Ms. Mosley did not serve as a Board member of eUnits™ 2 Year U.S. Market Participation Trust: Upside to Cap / Buffered Downside (launched in 2012 and terminated in 2014).
- (3) Ms. Sutherland began serving as a Trustee effective May 1, 2015.
- (4) Year first elected to serve as officer of a fund in the Eaton Vance family of funds when the officer has served continuously. Otherwise, year of most recent election as an officer of a fund in the Eaton Vance family of funds. Titles may have changed since initial election.

(A) VRTP Trustee

## 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).

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

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

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

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Investment Adviser and Administrator

**Eaton Vance Management**

Two International Place

Boston, MA 02110

Custodian

**State Street Bank and Trust Company**

State Street Financial Center, One Lincoln Street

Boston, MA 02111

Transfer Agent

**American Stock Transfer & Trust Company, LLC**

6201 15<sup>th</sup> Avenue

Brooklyn, NY 11219

Independent Registered Public Accounting Firm

**Deloitte & Touche LLP**

200 Berkeley Street

Boston, MA 02116-5022

Fund Offices

Two International Place

Boston, MA 02110

2224 5.31.15

**Item 2. Code of Ethics**

The registrant has adopted a code of ethics applicable to its Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer. The registrant undertakes to provide a copy of such code of ethics to any person upon request, without charge, by calling 1-800-262-1122.

**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 private investor. Previously, he served as a consultant, 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****(a) (d)**

The following table presents the aggregate fees billed to the registrant for the registrant's fiscal years ended May 31, 2014 and May 31, 2015 by the registrant's principal accountant, Deloitte & Touche LLP ( "D&T" ), for professional services rendered for the audit of the registrant's annual financial statements and fees billed for other services rendered by D&T during such periods

**Eaton Vance Floating-Rate Income Trust**

<b>Fiscal Years Ended</b>	<b>5/31/14</b>	<b>5/31/15</b>
Audit Fees	\$ 99,425	\$ 103,150
Audit-Related Fees <sup>(1)</sup>	\$ 0	\$ 18,000
Tax Fees <sup>(2)</sup>	\$ 19,000	\$ 19,920
All Other Fees <sup>(3)</sup>	\$ 0	\$ 0
<b>Total</b>	<b>\$ 118,425</b>	<b>\$ 141,070</b>

- (1) Audit-related fees consist of the aggregate fees billed for assurance and related services that are reasonably related to the performance of the audit of financial statements and are not reported under the category of audit fees and specifically include fees for the performance of certain agreed-upon procedures relating to the registrant's revolving credit and security agreement.
- (2) Tax fees consist of the aggregate fees billed for professional services rendered by the principal accountant relating to tax compliance, tax advice, and tax planning and specifically include fees for tax return preparation and other related tax compliance/planning matters.
- (3) All other fees consist of the aggregate fees billed for products and services provided by the principal accountant other than audit, audit-related, and tax services.
- (e)(1) The registrant's audit committee has adopted policies and procedures relating to the pre-approval of services provided by the registrant's principal accountant (the "Pre-Approval Policies"). The Pre-Approval Policies establish a framework intended to assist the audit committee in the proper discharge of its pre-approval responsibilities. As a general matter, the Pre-Approval Policies (i) specify certain types of audit, audit-related, tax, and other services determined to be pre-approved by the audit committee; and (ii) delineate specific procedures governing the mechanics of the pre-approval process, including the approval and monitoring of audit and non-audit service fees. Unless a service is specifically pre-approved under the Pre-Approval Policies, it must be separately pre-approved by the audit committee.
- The Pre-Approval Policies and the types of audit and non-audit services pre-approved therein must be reviewed and ratified by the registrant's audit committee at least annually. The registrant's audit committee maintains full responsibility for the appointment, compensation, and oversight of the work of the registrant's principal accountant.
- (e)(2) No services described in paragraphs (b)-(d) above were approved by the registrant's audit committee pursuant to the de minimis exception set forth in Rule 2-01(c)(7)(i)(C) of Regulation S-X.
- (f) Not applicable.

(g) The following table presents (i) the aggregate non-audit fees (i.e., fees for audit-related, tax, and other services) billed to the registrant by D&T for the registrant's fiscal years ended May 31, 2014 and May 31, 2015; and (ii) the aggregate non-audit fees (i.e., fees for audit-related, tax, and other services) billed to the Eaton Vance organization by D&T for the same time periods.

<b>Fiscal Years Ended</b>	<b>5/31/14</b>	<b>5/31/15</b>
<b>Registrant</b>	\$ 19,000	\$ 37,920
<b>Eaton Vance<sup>(1)</sup></b>	\$ 380,973	\$ 76,000

(1) The investment adviser to the registrant, as well as any of its affiliates that provide ongoing services to the registrant, are subsidiaries of Eaton Vance Corp.

(h) The registrant's audit committee has considered whether the provision by the registrant's principal accountant of non-audit services to the registrant's investment adviser and any entity controlling, controlled by, or under common control with the adviser that provides ongoing services to the registrant that were not pre-approved pursuant to Rule 2-01(c)(7)(ii) of Regulation S-X is compatible with maintaining the principal accountant's independence.

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

The registrant has a separately-designated standing audit committee established in accordance with Section 3(a)(58)(A) of the Securities and Exchange Act of 1934, as amended. William H. Park (Chair), Scott E. Eston, Cynthia E. Frost and Ralph F. Verni are the members of the registrant's audit committee.

#### **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**

The Board of Trustees of the Trust has adopted a proxy voting policy and procedure (the "Fund Policy"), pursuant to which the Trustees have delegated proxy voting responsibility to the Fund's investment adviser and adopted the investment adviser's proxy voting policies and procedures (the "Policies") which are described below. The Trustees will review the Fund's proxy voting records from time to time and will annually consider approving the Policies for the upcoming year. In the event that a conflict of interest arises between the Fund's shareholders and the investment adviser, the administrator, or any of their affiliates or any affiliate of the Fund, the investment adviser will generally refrain from voting the proxies related to the companies giving rise to such conflict until it consults with the Board's Special Committee except as contemplated under the Fund Policy. The Board's Special Committee will instruct the investment adviser on the appropriate course of action.

The Policies are designed to promote accountability of a company's management to its shareholders and to align the interests of management with those shareholders. An independent proxy voting service ("Agent"), currently Institutional Shareholder Services, Inc., has been retained to assist in the voting of proxies through the provision of vote analysis, implementation and recordkeeping and disclosure services. The investment adviser will generally vote proxies through the Agent. The Agent is required to vote all proxies and/or refer them back to the investment adviser pursuant to the Policies. It is generally the policy of the investment adviser to vote in accordance with the recommendation of the Agent. The Agent shall refer to the investment adviser proxies relating to mergers and restructurings, and the

disposition of assets, termination, liquidation and mergers contained in mutual fund proxies.

The investment adviser will normally vote against anti-takeover measures and other proposals designed to limit the ability of shareholders to act on possible transactions, except in the case of closed-end management investment companies. The investment adviser generally supports management on social and environmental proposals. The investment adviser may abstain from voting from time to time where it determines that the costs associated with voting a proxy outweighs the benefits derived from exercising the right to vote or the economic effect on shareholders interests or the value of the portfolio holding is indeterminable or insignificant.

In addition, the investment adviser will monitor situations that may result in a conflict of interest between the Fund's shareholders and the investment adviser, the administrator, or any of their affiliates or any affiliate of the Fund by maintaining a list of significant existing and prospective corporate clients. The investment adviser's personnel responsible for reviewing and voting proxies on behalf of the Fund will report any proxy received or expected to be received from a company included on that list to the personnel of the investment adviser identified in the Policies. If such personnel expects to instruct the Agent to vote such proxies in a manner inconsistent with the guidelines of the Policies or the recommendation of the Agent, the personnel will consult with members of senior management of the investment adviser to determine if a material conflict of interests exists. If it is determined that a material conflict does exist, the investment adviser will seek instruction on how to vote from the Special Committee.

Information on how the Fund voted proxies relating to portfolio securities during the most recent 12 month period ended June 30 is available (1) without charge, upon request, by calling 1-800-262-1122, and (2) on the Securities and Exchange Commission's website at <http://www.sec.gov>.

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

Ralph H. Hinckley, Jr. and Scott H. Page and other Eaton Vance Management (EVM or Eaton Vance) investment professionals comprise the investment team responsible for the overall management of the Fund's investments as well as allocations of the Fund's assets between common and preferred stocks. Messrs. Hinckley and Page are the portfolio managers responsible for the day-to-day management of specific segments of the Fund's investment portfolio.

Mr. Hinckley has been an EVM portfolio manager since 2008. Mr. Page has been an EVM portfolio manager since 1996 and is Co-Director of EVM's Bank Loan Investment Group. Messrs. Hinckley and Page are Vice Presidents of EVM. This information is provided as of the date of filing of this report.

The following table shows, as of the Fund's most recent fiscal year end, the number of accounts each portfolio manager managed in each of the listed categories and the total assets (in millions of dollars) in the accounts managed within each category. The table also shows the number of accounts with respect to which the advisory fee is based on the performance of the account, if any, and the total assets (in millions of dollars) in those accounts.

	Number of All Accounts	Total Assets of All Accounts	Number of Accounts Paying a Performance Fee	Total Assets of Accounts Paying a Performance Fee
<b>Ralph H. Hinckley, Jr.</b>				
Registered Investment Companies	1	\$ 993.4	0	\$ 0
<b>Other Pooled Investment Vehicles</b>				
	2	\$ 7,673.2(1)	0	\$ 0
Other Accounts	1	\$ 677.8	0	\$ 0
<b>Scott H. Page</b>				
Registered Investment Companies	14	\$ 28,019.8(2)	0	\$ 0
<b>Other Pooled Investment Vehicles</b>				
	11	\$ 10,438.0(1)	1	\$ 122.4
Other Accounts	7	\$ 3,019.0	0	\$ 0

- (1) Certain of these Other Pooled Investment Vehicles invest a substantial portion of their assets either in a registered investment company or in a separate pooled investment vehicle managed by this portfolio manager or another Eaton Vance portfolio manager.
- (2) This portfolio manager provides investment advice with respect to only a portion of the total assets of certain of these accounts. Only the assets allocated to this portfolio manager as of the Fund's most recent fiscal year end are reflected in the table.

The following table shows the dollar range of Fund shares beneficially owned by each portfolio manager as of the Fund's most recent fiscal year end.

Portfolio Manager	Dollar Range of Equity Securities Owned in the Fund
Ralph H. Hinckley, Jr.	\$10,001 - \$50,000
Scott H. Page	\$100,001 - \$500,000

*Potential for Conflicts of Interest.* It is possible that conflicts of interest may arise in connection with a portfolio manager's management of the Fund's investments on the one hand and investments of other accounts for which a portfolio manager is responsible on the other. For example, a portfolio manager may have conflicts of interest in allocating management time, resources and investment opportunities among the Fund and other accounts he or she advises. In addition, due to differences in the investment strategies or restrictions between the Fund and the other accounts, a portfolio manager may take action with respect to another account that differs from the action taken with respect to the Fund. In some cases, another account managed by a portfolio manager may compensate the investment adviser based on the performance of the securities held by that account. The existence of such a performance based fee may create additional conflicts of interest for a portfolio manager in the allocation of management time, resources and investment opportunities. Whenever conflicts of interest arise, a portfolio manager will endeavor to exercise his or her discretion in a manner that he or she believes is equitable to all interested persons. EVM has adopted several policies and procedures designed to address these potential conflicts including a code of ethics and policies which govern the investment adviser's trading practices, including among other things the aggregation and allocation of trades among clients, brokerage allocation, cross trades and best execution.

## Compensation Structure for EVM

Compensation of EVM's portfolio managers and other investment professionals has three primary components: (1) a base salary, (2) an annual cash bonus, and (3) annual stock-based compensation consisting of options to purchase shares of EVC's nonvoting common stock and/or restricted shares of EVC's nonvoting common stock. EVM's investment professionals also receive certain retirement, insurance and other benefits that are broadly available to EVM's employees. Compensation of EVM's investment professionals is reviewed primarily on an annual basis. Cash bonuses, stock-based compensation awards, and adjustments in base salary are typically paid or put into effect at or shortly after the October 31st fiscal year end of EVC.

*Method to Determine Compensation.* EVM compensates its portfolio managers based primarily on the scale and complexity of their portfolio responsibilities and the total return performance of managed funds and accounts versus the benchmark(s) stated in the prospectus, as well as an appropriate peer group (as described below). In addition to rankings within peer groups of funds on the basis of absolute performance, consideration may also be given to relative risk-adjusted performance. Risk-adjusted performance measures include, but are not limited to, the Sharpe Ratio. Performance is normally based on periods ending on the September 30th preceding fiscal year end. Fund performance is normally evaluated primarily versus peer groups of funds as determined by Lipper Inc. and/or Morningstar, Inc. When a fund's peer group as determined by Lipper or Morningstar is deemed by EVM's management not to provide a fair comparison, performance may instead be evaluated primarily against a custom peer group or market index. In evaluating the performance of a fund and its manager, primary emphasis is normally placed on three-year performance, with secondary consideration of performance over longer and shorter periods. For funds that are tax-managed or otherwise have an objective of after-tax returns, performance is measured net of taxes. For other funds, performance is evaluated on a pre-tax basis. For funds with an investment objective other than total return (such as current income), consideration will also be given to the fund's success in achieving its objective. For managers responsible for multiple funds and accounts, investment performance is evaluated on an aggregate basis, based on averages or weighted averages among managed funds and accounts. Funds and accounts that have performance-based advisory fees are not accorded disproportionate weightings in measuring aggregate portfolio manager performance.

The compensation of portfolio managers with other job responsibilities (such as heading an investment group or providing analytical support to other portfolios) will include consideration of the scope of such responsibilities and the managers' performance in meeting them.

EVM seeks to compensate portfolio managers commensurate with their responsibilities and performance, and competitive with other firms within the investment management industry. EVM participates in investment-industry compensation surveys and utilizes survey data as a factor in determining salary, bonus and stock-based compensation levels for portfolio managers and other investment professionals. Salaries, bonuses and stock-based compensation are also influenced by the operating performance of EVM and its parent company. The overall annual cash bonus pool is based on a substantially fixed percentage of pre-bonus operating income. While the salaries of EVM's portfolio managers are comparatively fixed, cash bonuses and stock-based compensation may fluctuate significantly from year to year, based on changes in manager performance and other factors as described herein. For a high performing portfolio manager, cash bonuses and stock-based compensation may represent a substantial portion of total compensation.

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

No such purchases this period.

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

No material changes.

**Item 11. Controls and Procedures**

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

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

**Item 12. Exhibits**

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

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

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

(b) Combined Section 906 certification.

**Signatures**

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

Eaton Vance Floating-Rate Income Trust

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

Date: July 13, 2015

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

By: /s/ James F. Kirchner  
James F. Kirchner  
Treasurer

Date: July 13, 2015

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

Date: July 13, 2015